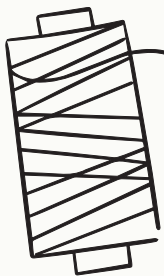




Shree Rajasthan Syntex Ltd.



41ST ANNUAL REPORT

2020-21

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Vikas Ladia (DIN: 00256289)
Managing Director & Chief Executive Officer

Mr. Anubhav Ladia (DIN: 00168312)
Whole Time Director

Mr. Narendra Nath Agrawala (DIN: 00168211)
Independent Director

Mrs. Manju Datta (DIN: 09010395)
Independent Director
(with effect from March 17, 2021)

Mr. Mohan Lal Sharma (DIN: 09023757)
Independent Director
(with effect from March 17, 2021)

Mr. Sandeep Kumar Jain (DIN: 01116047)
Additional Director (Independent)
(with effect from August 12, 2021)

Mr. Susheel Jain
Independent Director
(Ceased with effect from July 16, 2020)

Ms. Neelima Khetan (DIN: 05113000)
Independent Director
(Ceased with effect from November 11, 2020)

Mr. Sunil Goyal (DIN: 00110601)
Independent Director
(Ceased with effect from November 11, 2020)

Mr. Vinod Kumar Ladia (DIN: 00168257)
Chairman & Whole Time Director
(Ceased with effect from August 10, 2021)

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Prinkle Talesara
(with effect from April 23, 2021)

CHIEF FINANCIAL OFFICER

Mr. Prahlad Bilochi
(with effect from July 01, 2020)

STOCK EXCHANGE WHERE COMPANY'S SECURITIES IS LISTED

BSE Limited

REGISTERED & HEAD OFFICE

27-A, First Floor, Meera Nagar, Housing Board Colony,
 Udaipur -313001 (Rajasthan)

WEBSITE

www.srsl.in

CORPORATE IDENTITY NUMBER (CIN)

L24302RJ1979PLC001948

BANKERS

- IDBI Bank Ltd.
- State Bank of India
- Bank of Baroda

REGISTRAR & SHARE TRANSFER AGENT (RTA)

M/s. Mas Services Ltd.
 T-34, 2nd Floor, Okhla Industrial Area,
 Phase II, New Delhi- 110020

STATUTORY AUDITORS

M/s. Doogar & Associates, Chartered Accountants,
 New Delhi

SECRETARIAL AUDITORS

M/s. V. M. & Associates, Company Secretaries, Jaipur

COST AUDITORS

M/s. K.G. Goyal & Co., Cost Accountants, Jaipur

INTERNAL AUDITORS

M/s. K.G. Bhatia & Co., Chartered Accountants,
 Udaipur

BOARD COMMITTEES

Audit Committee

Mr. Narendra Nath Agrawala (Chairman)
 Mrs. Manju Datta (w.e.f. March 17, 2021)
 Mr. Vikas Ladia (w.e.f. August 12, 2021)
 Mr. Susheel Jain (Ceased w.e.f. July 16, 2020)
 Mr. Sunil Goyal (Ceased w.e.f. November 11, 2020)
 Mr. Vinod Kumar Ladia (Ceased w.e.f. August 10, 2021)

Nomination & Remuneration Committee

Mr. Narendra Nath Agrawala (Chairman)
 Mrs. Manju Datta (w.e.f. March 17, 2021)
 Mr. Mohan Lal Sharma (w.e.f. March 17, 2021)
 Mr. Sandeep Kumar Jain (w.e.f. August 12, 2021)
 Mr. Vikas Ladia (w.e.f. August 12, 2021)
 Mr. Susheel Jain (Ceased w.e.f. July 16, 2020)
 Ms. Neelima Khetan (Ceased w.e.f. November 11, 2020)
 Mr. Sunil Goyal (Ceased w.e.f. November 11, 2020)
 Mr. Vinod Kumar Ladia (Ceased w.e.f. August 10, 2021)

Stakeholders' Relationship Committee

Mr. Narendra Nath Agrawala (Chairman)
 Mr. Anubhav Ladia
 Mr. Vikas Ladia (w.e.f. August 12, 2021)
 Mr. Vinod Kumar Ladia (Ceased w.e.f. August 10, 2021)

Sub Committee

Mr. Anubhav Ladia
 Mr. Narendra Nath Agrawala
 Mr. Vikas Ladia
 Mr. Vinod Kumar Ladia (Ceased w.e.f. August 10, 2021)

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NOTICE

NOTICE is hereby given that the 41st (Forty-first) Annual General Meeting (“AGM / Meeting”) of the Members of **Shree Rajasthan Syntex Ltd.** will be held on **25th September, 2021 (Saturday) at 1.00 P.M. IST** through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS

Item No. 1 - Adoption of Audited Financial Statements

To adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the reports of the Board of Directors and Auditors thereon.

Item No. 2 - Appointment Of Director Liable To Retire By Rotation

To appoint a Director in place of Mr. Anubhav Ladia (DIN: 00168312), who retires by rotation and, being eligible, seeks re-appointment.

SPECIAL BUSINESS

Item No. 3 - Ratification of Remuneration of the Cost Auditors for the financial year ending on March 31, 2022.

To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit Rules), 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), the remuneration of Rs. 30,000/- (Rupees Thirty Thousand Only) plus applicable taxes and reimbursement of traveling and out of pocket expenses (at actuals) incurred for the purpose of audit, payable to M/s. K.G. Goyal & Co., Cost Accountants (Firm Registration No.000017) Jaipur, who were re-appointed by the Board of Directors, as “Cost Auditors” to conduct the audit of the cost records maintained by the Company for financial year ending on March 31, 2022 be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

Item No. 4 - Reclassification of the Status of Certain Promoters Shareholding into Public Shareholding

To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Regulation 31A and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and any other laws and regulations as may be applicable from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and subject to the approval of BSE Limited and subject to all other requisite approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities, if any, while granting such approval as may be applicable, the requests received from the following shareholders for re-classification of their shareholding in the Company from ‘Promoter and Promoter Group’ category to ‘Public’ category and removal of their names from ‘Promoter and Promoter Group’ of the Company, be and are hereby approved by the Members of the Company:

Name of Applicants classified under Promoter Group Category seeking re-classification as Public Shareholder	Number of Equity Shares held	Percentage of holding
Promoter and Promoter Group		
M/s V K Texchem Pvt. Ltd.	7,44,871	5.44
Mrs. Poonam Ladia	5,61,934	4.1
Mrs. Pooja Toshniwal	25,982	0.19
Mrs. Puja Ladia	25,101	0.18
Total	13,57,888	9.91%

RESOLVED FURTHER THAT upon receipt of the requisite approvals, the Company shall give effect of such re-classification in the shareholding pattern from the immediate succeeding quarter under Regulation 31 of the Listing Regulations and in all other records of the Company and make such applications, intimations, disclosures and/or filings as may be relevant or necessary from such date, as may be appropriate.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to submit the applications for reclassification to the Stock Exchanges where the securities of the Company are listed and any other Statutory or Regulatory Authority(ies) as may be required in this regard and to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper and expedient to give effect to above resolution.”

Item No. 5 - Appointment of Mr. Sandeep Kumar Jain (DIN: 01116047) as an Independent Director

To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution.

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)(including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Mr. Sandeep Kumar Jain (DIN: 01116047) who has been appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from 12th August, 2021 in terms of Section 161 of the Companies Act, 2013 and whose appointment is recommended by Nomination and Remuneration Committee and the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided under section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5(five) years upto 11th August, 2026, not subject to retirement by rotation, upon such remuneration as detailed in the explanatory statement hereto and as may be determined by the Board of Directors of the Company from time to time within the overall limits of remuneration under the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

Item No. 6 - Revision In Condition Of Re-Appointment Of Mr. Vikas Ladia (DIN: 00256289), Managing Director And Chief Executive Officer (“Key Managerial Personnel”) Of The Company

To consider and, if thought fit, to pass, the following resolution as an Special Resolution:

“**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force) the relevant provisions of the Articles of Association of the Company, and on the basis of recommendation of the Nomination and Remuneration Committee, the consent of the members of the company be and is hereby accorded to change the condition of re-appointment of Mr. Vikas Ladia (DIN: 00256289) who was re-appointed as the Managing Director and Chief Executive Officer of the Company in the 39th Annual General Meeting held on 25th September 2019 for a period of 3 years w.e.f. 1st June, 2019 to 31st May, 2022 from “not be liable to retire by rotation” to “be liable to retire by rotation”, keeping all the other terms and conditions of his re-appointment unaltered as laid down in the notice and explanatory statement of the 39th AGM held on 25th September, 2019.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

Date: August 12, 2021

Place: Udaipur

**Registered Office: 27-A, First Floor, Meera
Nagar, Housing Board Colony,
Udaipur - 313001 Rajasthan**

**By Order of the Board of Directors
For Shree Rajasthan Syntex Ltd.**

**Sd/-
Prinkle Talesara
(Company Secretary &
Compliance Officer)
Membership No. A60017**

NOTES

- i. In view of the present COVID-19 pandemic, social distancing norms to be followed and the continuing restriction on movement of persons at several places in the country, the Ministry of Corporate Affairs ("MCA") has vide its circulars dated April 08, 2020, April 13, 2020, June 15, 2020, September 25, 2020, December 31, 2020 and January 13, 2021 ("MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circulars dated May 12, 2020 and January 15, 2021 ("SEBI Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for the 41st AGM shall be the registered office of the Company.
- ii. The AGM being held pursuant to the MCA Circulars and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Since the AGM will be held through VC/ OAVM, the Route map is not annexed to this Notice.
- iii. Corporate Members and other non-individual shareholders authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting or e-voting during the AGM, are requested to send scanned copy (PDF/JPG) of its Board or governing body Resolution / authority letter, together with attested specimen signature of the duly authorized signatory through email to the Company at cs@srsi.in .
- iv. The Explanatory Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013, in respect to Special Business at Item No. 3, Item No. 4, Item No. 5 and Item No. 6 of the accompanying Notice is annexed hereto.
- v. A brief resume of the directors proposed to be appointed / re-appointed, nature of his expertise in specific functional areas, names of companies in which they hold directorship and memberships/ chairmanships of Board Committees, shareholding and relationships between directors inter se as stipulated under Regulation 36(3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) as amended, are provided in Details of Director seeking appointment/re-appointment at the AGM annexed hereto.
- vi. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 19th September, 2021 to Saturday, 25th September, 2021 (both days inclusive) for the purpose of the AGM.
- vii. Copies of the Notice of the 41st AGM along with the Annual Report for the year 1st April, 2020 to 31st March, 2021, instructions for e-voting and instructions for attending AGM through VC/OAVM, is being sent through electronic mode only to the members whose email addresses are registered with the Company/Depository Participant(s). Members may note that the aforesaid documents will also be available on the Company's website www.srsi.in, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and NSDL i.e www.evoting.nsdl.com (the authorised agency for providing voting through electronic means and AGM through VC/ OAVM). Company's web-link as mentioned will also be provided in advertisement being published in Financial Express (English edition) and Business Remedies (Hindi edition). Further, those members who have not registered their e-mail

addresses and mobile nos. and in consequence could not be served the Notice of the AGM and Annual Report may temporarily get themselves registered with RTA by emailing for obtaining the same.

- VIII. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013 and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
- IX. Members seeking any information with regard to Accounts may write to the Company 7 (seven) days before the date of the AGM.
- X. In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/ them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.
- XI. In terms of SEBI Circular dated 09/12/2020, the depository shall send SMS/email alerts regarding the details of the upcoming AGM to the demat holders atleast 2 days prior to the date of commencement of e-voting. Hence members are requested to update the mobile no./email ID with their respective depository participants.
- XII. 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 account. Members holding shares in physical form can submit their PAN to the Company/Registrar.
- XIII. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition and relogged transfers of securities. Further, SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/ CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company Secretary or Mas Services Limited, Company's Registrar and Share Transfer Agents ("RTA") (Tel. No. 011 26387281/82/83) for assistance in this regard.
- XIV. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the Company in case the shares are held by them in physical form.
- XV. For receiving all future correspondence (including Annual Report) from the Company electronically In case you have not registered your email ID with the Company/ Depository, please follow below instructions to register your email ID for obtaining Annual Report for FY 2020-2021 and login details for e-voting.

Physical Holding	<p>Send a signed request to Registrar and Transfer Agents of the Company, MAS Services Limited at info@masserv.com providing Folio number, Name of the 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) for registering email address.</p> <p>Please send your bank detail with original cancelled cheque to our RTA (i.e. MAS Services Limited, T-34 2nd floor, Okhla Industrial Area, Phase-II, New Delhi 110020 along with letter mentioning folio no. if not registered already.)</p>
Demat Holding	<p>Please contact your Depository Participant (DP) and register your email address and other detail as per the process advised by DP.</p>

- XVI. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or its Registrar-Mas Services Limited, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
- XVII. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
- XVIII. Voting through electronic means: Remote e-voting and e-voting during AGM
- a. In compliance with 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 the Company is pleased to provide its members, the facility of remote e-voting and e-voting during AGM in respect of the business to be transacted at the 41st AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue for voting on the date of the AGM will be provided by NSDL.
 - b. For ease of conduct, members who would like to ask questions/express their views on the items of the business to be transacted at the meeting can send in their questions/ comments in advance mentioning their name, demat account number/ folio number, email id, mobile number at cs@srsi.in. The same will be replied by the Company suitably. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
 - c. The Members can login and 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 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, Scrutinizers etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
 - d. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
 - e. 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.
 - f. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e Saturday, 18th September, 2021 may obtain the login ID and password by sending a request at info@masserv.com/cs@srsi.in.
 - g. CS Manoj Maheshwari, FCS 3355, Practicing Company Secretary, partner of M/s V. M. & Associates, Company Secretaries has been appointed as a scrutinizer to scrutinize the remote e-voting and e-voting process at the AGM, in a fair and transparent manner.
 - h. The e-Voting procedure to be followed by the shareholders to cast their votes:

The remote e-voting period begins on Tuesday, 21st September, 2021 at 09:00 A.M. and ends on Friday, 24th September, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18th September, 2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 18th September, 2021

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

(i) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of share-holders	Login Method
Individual shareholders holding securities in demat mode with NSDL	<p>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: https://eservices.nsd.com/ 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 options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
	<p>2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirect Reg.jsp</p>
	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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 held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e- Voting website of NSDL for casting</p>

	your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their 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 https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.
	2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL . Click on NSDL to cast your vote.
	3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/ Easi Registration
	4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress. 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. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL 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 above mentioned website.

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

Login type	Helpdesk details
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/ OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 1 and EVEN is 101456 then user ID is 101456000001

5. Password details for shareholders other than Individual shareholders are given below:

- a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c. How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/ Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 - e) After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 - f) Now, you will have to click on “Login” button.
 - g) After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs.vmanda@gmail.com / cs@srsi.in with a copy marked to evoting@nsdl.co.in .
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of

www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Amit Vishal at evoting@nsdl.co.in or to our RTA at info@masserv.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please send a signed request letter with 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 info@masserv.com or cs@srsi.in .
2. In case shares are held in demat mode, please update your email ID with your depository and provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, updated client master to info@masserv.com or cs@sri.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E- VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be 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 in the AGM.
3. Members who have voted through Remote e- Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM vlink" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. 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.
5. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@srsi.in. The same will be replied by the company suitably.

GENERAL INFORMATION

1. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, for all those members who are present through VC / OAVM at the AGM but have not cast their votes by availing the remote e-voting facility.
2. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast through remote e-Voting) and make, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
3. The Resolutions will be deemed to be passed on the AGM date, subject to receipt of the requisite number of votes in favour of the Resolution(s).
4. The result declared along with the Scrutinizer's Report shall be placed on the Company's website-www.srsi.in and on the website of NSDL immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

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

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

Item No. 3

The Board in its meeting held on June 24, 2021, on the basis of recommendation of the Audit Committee, has approved the re-appointment and recommended remuneration of Cost Auditor, M/s. K. G. Goyal & Co., Cost Accountants (Firm Registration No.000017) Jaipur to conduct the audit of the cost records maintained by the Company for financial year ending on March 31, 2022.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with rule 14 of The Companies (Audit and Auditors) Rules, 2014 and The Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force), the remuneration payable to the Cost Auditors amounting to Rs. 30,000/- (Rupees Thirty Thousand Only) plus applicable taxes and reimbursement of traveling and out of pocket expenses (at actuals) incurred for the purpose of audit, as recommended by the Audit Committee and approved by the Board of Directors, is subject to the ratification by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item no. 3 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending on March 31, 2022.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item no. 3 of the Notice. The Board recommends the Ordinary Resolution set out at Item no. 3 of the Notice for approval by the members.

Item No. 4

Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") has provided a regulatory mechanism for re- classification of Promoters & Promoter group as Public Shareholders subject to fulfillment of conditions as provided therein.

In this regard, the Company received requests from the person/entities (as set out below) vide their letters dated August 02, 2021 pursuant to Regulation 31A of the Listing Regulations for classifying them under the Public Category since their names have been included as a part of the Promoter and Promoter group.

Name of Applicants classified under Promoter Group Category seeking re-classification as Public Shareholder	Number of Equity Shares held	Percentage of holding
Promoter and Promoter Group		
M/s V K Texchem Pvt. Ltd.	7,44,871	5.44
Mrs. Poonam Ladia	5,61,934	4.1
Mrs. Pooja Toshniwal	25,982	0.19
Mrs. Puja Ladia	25,101	0.18
Total	13,57,888	9.91%

The requests received from the said members were placed before the Board Meeting held on August 12, 2021. The Board of Directors have approved the requests for reclassification of the said members from Promoter/ Promoter Group Category to Public Category of the Company, subject to approval of shareholders and the Stock Exchanges, as none of the above Promoters seeking reclassification and persons related to the promoters seeking reclassification :

- (i) together, hold more than ten percent of the total voting rights in the listed entity;
- (ii) exercise control over the affairs of the listed entity directly or indirectly;
- (iii) have any special rights with respect to the listed entity through formal or informal arrangements including through any shareholder agreements;
- (iv) be represented on the board of directors (including not having a nominee director) of the listed entity;
- (v) act as a key managerial person in the listed entity;
- (vi) is a 'wilful defaulter' as per the Reserve Bank of India Guidelines;
- (vii) is a fugitive economic offender.

As required under Regulation 31A(3)(c) of the Listing Regulations, the Company is compliant with the minimum public shareholding requirements as required under Regulation 38 of the Listing Regulations, trading in the equity shares of the Company have not been suspended by the stock exchanges where the equity shares of the Company are listed ("Stock Exchanges") and the Company does not have any outstanding dues to the Securities and Exchange Board of India, the Stock Exchanges or the depositories.

As required, intimation has been sent to Stock Exchanges based on declaration received from the aforesaid persons/entities.

Further as per Rule 19A of the Securities Contracts (Regulation) Rules, 1957, the public shareholding as on date of the notice fulfills the minimum public shareholding requirement of at least 25% and the proposed reclassification does not intend to increase the public shareholding to achieve compliance with the minimum public shareholding requirement.

Post to proposed reclassification as provided in the notice, the members of the promoter/ promoter group shall be as follows :

S. No.	Shareholder's name	No. of shares	% of total shares of the Company
A	Promoter		
1.	Vinod Kumar Ladia	8,87,868	6.48
B	Promoter Group		
1.	SRSL Securities Ltd.	21,07,855	15.38
2.	Shree Shyam Distributors and Marketing Private Limited	8,01,924	5.85
3.	Vikas Ladia	5,24,365	3.83
4.	Rajasthan State Industrial Development and Investment Corporation Limited	4,40,934	3.22
5.	Anubhav Ladia	2,91,882	2.13
6.	Vikas Ladia (HUF)	47,495	0.35
7.	Anubhav Ladia (HUF)	35,000	0.26
	Total 2(1) +2(2)	51,37,323	37.5

On approval of the shareholders and the Stock Exchange(s) for the said reclassification, the Company shall effect such reclassification in the Statement of Shareholding Pattern of the Company from immediate succeeding quarter under Regulation 31 of the SEBI LODR Regulations.

Mr. Vinod Kumar Ladia And Mr. Anubhav Ladia, Directors of the Company are concerned or interested in the resolution set out at Item No.4. The Board recommends the passing of the resolutions as set out under Item No.4 for approval of the Members as Ordinary Resolution.

Item No. 5

The Board of Directors of the Company at its meeting held on August 12, 2021 appointed Mr. Sandeep Kumar Jain (DIN: 01116047), aged 44 years as Additional Director (Independent) for a term of 5 (five) years, pursuant to the provisions of Section 149(6), 161 and Schedule IV of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 (1) (b) of the Listing Regulations. As per Section 161 of the Act, Mr. Sandeep Kumar Jain holds office upto the date of the ensuing AGM on 25th September, 2021.

Pursuant to Section 149 and 152 of the Companies Act and considering his background and experience, the Nomination and Remuneration Committee and the Board of Directors have recommended the appointment of Mr. Sandeep Kumar Jain as an Independent Director for a term of 5 (five) years on the Board of the Company upto 11th August, 2026.

The Company has also received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Independent Director of the Company.

He has given his (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 (as amended) and Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Further, the Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

As mandated by the Ministry of Corporate Affairs, he has completed his registration on the databank of Independent Directors created by MCA and Indian Institute of Corporate Affairs.

In the opinion of the Board, he fulfills the conditions for appointment as Independent Director as specified in the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). He is independent of the management.

Additional Details and Brief Profile of the Director, Mr. Sandeep Kumar Jain whose appointment as Independent Director is proposed at Item No. 5, is provided in the “Annexure” to the Notice pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standards on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5. The Board recommends the resolutions set out at Item No. 5 of the Notice for approval of the members by way of a Ordinary Resolution.

Item No. 6

Mr. Vikas Ladia was re-appointed as the Managing Director and Chief Executive Officer of the Company for a period of 3 years w.e.f. 1st June, 2019 to 31st May, 2022 in the 39th Annual General Meeting (“AGM”) held on 25th September, 2019 on the terms and conditions as mentioned in the notice thereof.

Keeping in view the composition of the Board of the company and on the recommendation of the Nomination and Remuneration Committee it is decided to revise one condition from the conditions mentioned in the notice of 39th AGM pertaining to re-appointment of Mr. Vikas Ladia from “not be liable to retire by rotation” to “be liable to retire by rotation” keeping all the other terms and conditions of his re-appointment unaltered as laid down in the notice and explanatory statement of the Annual General Meeting held on 25th September, 2019.

Except Mr. Vinod Kumar Ladia, Mr. Vikas Ladia and Mr. Anubhav Ladia, Directors of the Company, none of the other Directors and Key Managerial Personnel of the Company including their relatives, are in any way concerned or interested in the resolution set out at Item No. 6 of the Notice.

The relatives of Mr. Vikas Ladia may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company. The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.

ANNEXURE

DETAILS / PROFILE OF THE DIRECTORS SEEKING APPOINTMENT AS PER REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CLAUSE 1.2.5 of SECRETARIAL STANDARD ON GENERAL MEETINGS ("SS-2")

S. No.	Particulars	Details	
1.	Name of the Director	Mr. Anubhav Ladia (Whole Time Director)	Mr. Sandeep Kumar Jain (Independent Director)
2.	DIN	00168312	01116047
3.	Date of Birth	11.01.1977	09.11.1977
4.	Age	44 years	44 years
5.	Qualifications	<p>1. He is a Graduate in Commerce from Shree Ram College of Commerce, New Delhi.</p> <p>2. He is a Fellow Member of ICAI.</p>	<p>1. He is a Graduate in Commerce from Commerce College, Jaipur, University of Rajasthan.</p> <p>2. He has passed Intermediate Exam of Institute of Chartered Accountants of India</p> <p>3. He has passed O Level Certificate in Computer Software, issued by DOEACC, Government of India.</p> <p>4. He is a Fellow Member of ICSI and having experience of about 20 years as a Practicing Company Secretary</p> <p>5. He is a Registered Valuer (Securities or Financial Assets)</p> <p>6. He is an Insolvency Professional</p>
6.	Brief Profile	<p>He is a Whole Time Director of the Company. He completed his CA from ICAI, New Delhi and Articleship from M/s. S.R. Batliboi & Co., New Delhi.</p> <p>He joined the Company as Special Executive. Currently, he is working as a Whole Time Director of the Company and looking after the financial and commercial aspects of the Company.</p>	<p>He started working in the year 1995 in the field of accounts and taxation along with studies. He started practicing as Company Secretary in the year 2001 and has been on the panel of ICSI Peer Reviewers.</p> <p>He is well exposed in dealing with various regulatory authorities like Registrar of Companies, Official Liquidator, Regional Director, Ministry of Corporate Affairs, Company Law Board, Stock Exchanges, Reserve Bank of India, Securities and Exchange Board of India and other Government Authorities.</p> <p>He has been regularly representing in the Companies before NCLT in the matter of Corporate Restructuring and Insolvency and Bankruptcy Code 2016 and Assisting Corporates in working out turnaround strategies & restructuring packages.</p>
7.	Experience (including expertise in specific functional areas) / Brief Resume	<p>He is a Chartered Accountant having sound experience in finance field. He is presently located at the Head Office, as in-charge of financial and commercial aspects of the Company and has overall experience of 19 years in the textile industry.</p>	<p>He has overall experience of 25 years in the various capacities and 20 years as practicing Company Secretary. He is also experienced in handling matters related to accounting, taxation, internal audits, secretarial audit, due diligence, listing/de-listing of shares, corporate governance, amalgamation, merger, demerger of companies, drafting of petitions, agreement and other legal documents.</p>

8.	Terms and Conditions of Appointment / Re-appointment	As per the resolution Item no. 6 of the notice convening AGM on 25 th September, 2019 read with explanatory statement thereto	Mr. Sandeep Kumar Jain is proposed to be appointed as Independent Director for a term of 5 (five) years upto 11 th August, 2026
9.	Remuneration last drawn (including sitting fees, if any)	Rs. 34,14,946	-
10.	Remuneration proposed to be paid	As per the resolution Item No.6 Of the notice convening AGM on 25 th September, 2019 read with explanatory statement thereto	Sitting Fees only
11.	Date of first appointment on the Board	1 st September, 2005	12 th August, 2021
12.	Shareholding in the Company	2,91,882	NA
13.	Relationship with other Directors / Key Managerial Personnel	Mr. Anubhav Ladia, son of Mr. Vinod Kumar Ladia and Brother of Mr. Vikas Ladia	NA
14.	Number of the meetings of the Board attended during the year	4	NIL
15.	Directorship of other Boards	M/s. SRSL Securities Ltd. M/s. Divine Fibres Pvt. Ltd. M/s. PBS Marketing Pvt. Ltd. M/s. Shree Shyam Distributors & Marketing Pvt. Ltd.	M/s. XBRL Solutions Private Limited M/s. Peacock Management Consultants Pvt. Ltd. M/s. ARMS & Associates LLP M/s. Shrea Insolvency Professionals Private Limited Sukkaki Foundation
16.	Membership / Chairmanship of Committee of other Boards	NIL	NIL

Date: August 12, 2021

Place: Udaipur

Registered Office: 27-A, First Floor, Meera

**Nagar, Housing Board Colony,
Udaipur - 313001, Rajasthan**

By Order of the Board of Directors

For Shree Rajasthan Syntex Ltd.

Sd/-

**Prinkle Talesara
(Company Secretary &
Compliance Officer)
Membership No. A60017**

BOARD'S REPORT

To

The Members,

Your Directors have pleasure in presenting the 41st Annual Report on the business and operations of the Company along with the Audited Financial Statements for the financial year ended on March 31, 2021.

1. FINANCIAL SUMMARY AND HIGHLIGHTS

The Company's financial summary and highlights are summarized below:-

(Rs. in Lakhs)

Particulars	Financial Year	
	March 31, 2021	March 31, 2020
Revenue from operations	3,663	6,933
Other Income	159	164
Total Revenue (A)	3,822	7,097
Expenses:-		
Cost of materials consumed	1,019	3,267
Purchase of Stock-in-trade	234	8
Changes in inventories of finished goods, Work in progress and stock-in-trade	113	454
Employees benefit expenses	918	1,368
Finance Costs	1,818	1,474
Depreciation and Amortization expenses	439	441
Other Expenses	1,696	2,242
Total Expenses (B)	6,237	9,254
Profit/(loss) before exceptional items and tax (A) - (B)	(2,415)	(2157)
Exceptional items (gain)	-	-
Profit / (Loss) before tax	(2,415)	(2157)
Less : Tax expense	-	13
Profit / (Loss) for the period	(2,415)	(2170)
Other comprehensive Income (Net of Tax)	60	87
Total Comprehensive Income for the period (Comprising profit after tax and other comprehensive income after tax for the period)	(2355)	(2083)

2. IMPACT OF COVID-19

Your Directors hereby inform the members that during the year under review, the entire world including our country faced the unprecedented once in a lifetime challenge thrown by the world over pandemic in the form of COVID – 19. The Nationwide Lockdown was announced by the Government and your Company also began the financial year under lockdown conditions with all the operations and plants remaining shut. This event made the Company suffer heavy financial and operational Loss. The Company gradually started its operations at its various plants with the commencement of unlocking with the permission of the local authorities as per the Government guidelines.

Your Company took various steps and decisions to counter the challenges which came before us by the unprecedented conditions. These included rationalisation of costs and optimized use of its capacities. Due to all these measures your Company could sustain its operations and started returning towards higher capacity utilisation from the third quarter onwards.

3. FINANCIAL PERFORMANCE

During the year under review, the Company's operations continued to be affected due to COVID-19 pandemic and further due to the impact of high power cost and non availability of working capital for operations resulting in lower capacity utilisation and constrained margins due to high cost of Raw Material. Furthermore, the Company has not been able to undertake necessary regular capital expenditure as per industry norms for proper maintenance and upkeep of plant and equipment due to paucity of funds. During the year under review the

Company had a downfall in its performance. There was a loss during the year amounting to Rs. 2,415 Lakhs as compared to loss of Rs. 2,170 Lakhs in previous year. The total revenue of the company was Rs. 3,822 Lakhs as compared to Rs.7,097 Lakhs of previous year due to lower capacity utilisation caused by non availability of working capital Funds.

The outbreak of COVID-19 pandemic and subsequent lockdown impacted the regular operations of the Company. The expected future impact of COVID-19 may be different from the estimates made while preparing the financial statements and your company continues to closely monitor any material changes in the future economic conditions and assess the impact on its business

Your Directors and Management along with the entire team is taking all possible action to ensure that we are able to sustain our financial productivity and business operational developments inspite of all adverse external conditions and competition.

4. STATE OF THE COMPANY'S AFFAIR

The business operations of the company during the year under review continues to be adversely affected.

The Company produced 6,333.08 M.T. of yarn valuing Rs. 3,550.48 Lakhs during the period under review as against 5,076.36 M.T. of yarn valuing Rs. 6,478.79 Lakhs produced during the last year. During the year, the Company had no export against export of Rs. 69.58 Lakhs during the previous year.

The state of Company's affairs and performance of the Company is analyzed in detail in the Management Discussions and Analysis Report annexed to this report as Annexure-5.

5. DIVIDEND

In view of Losses in the current year, your Directors are unable to recommend any dividend for the year under review.

6. TRANSFER TO RESERVES

No amount is proposed to be transferred to the Reserves for the year under review.

7. UNPAID / UNCLAIMED DIVIDEND

The details of unpaid / unclaimed dividend and their respective shares transferred by the Company to IEPF are available at the website of the Company at http://www.srsl.in/documents/LIST_OF_SHAREHOLDERS_IEPF.pdf and [www.srsl.in/documents/LIST-OF-SHAREHOLDERS-DIVIDEND-TRANSFERRED--\(IEPF\).pdf](http://www.srsl.in/documents/LIST-OF-SHAREHOLDERS-DIVIDEND-TRANSFERRED--(IEPF).pdf)

8. FIXED DEPOSITS

Your Company has not accepted Unsecured Fixed Deposits from its members during the financial year 2020-21.

1. The details relating to deposits, covered under Chapter V of the Companies Act, 2013 ("the Act") are as under:-

a) accepted during the year	:	Nil
b) remained unpaid or unclaimed as at the end of the year	:	Nil
c) whether there has been any default in repayment of the deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved		
i. at the beginning of the year	:	Nil
ii. maximum during the year	:	Nil
iii. at the end of the year	:	Nil

2. There are no deposits which are in non- compliance with the requirements of Chapter V of the Act.

3. The Company has accepted an amount of Rs. 8.23 lacs from Mr. Vikas Ladia, Managing Director, pursuant to Section 73 read with Rule 2(c) of the Companies (Acceptance of Deposit) Rules, 2014, and a declaration in writing has been received that the amount has not been given out of funds acquired by him by borrowing or accepting loans or deposits from others. Please refer note 20 to the Financial Statement.

9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Particulars of loans, guarantees or investments covered under Section 186 of the Act along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient of the loan or guarantee or security, are provided in Notes to the Financial Statements. Please refer note 6 and 14 to the Financial Statement.

10. CHANGE IN THE DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Directors

In accordance with the provisions of Section 152(6) of the Act read with the rules made thereunder and the Company's Articles of Association, Mr. Anubhav Ladia (DIN:00168312) was re-appointed as director retire by rotation at the 40th AGM.

Mr. Anubhav Ladia (DIN: 00168312) is liable to retire by rotation at 41st AGM and being eligible, seeks re-appointment. The Board recommends his re-appointment.

Further, Mr. Susheel Jain, Independent Director resigned from the post of directorship with effect from July 16, 2020 and Mr. Sunil Goyal and Ms. Neelima Khetan, Independent Directors resigned from the post of directorship with effect from November 11, 2020. The Board of Directors have expressed their sincere gratitude towards the valuable services and guidance rendered by them during their tenure of Directorship

The Company appointed two new Independent Directors on the Board of the Company during the Financial Year 2020-21. Mrs. Manju Datta (DIN: 09010395) and Mr. Mohan Lal Sharma (DIN: 09023757) were appointed as the Independent Directors with effect from March 17, 2021 by shareholders approval through Postal Ballot by remote voting.

Further, Mr. Vinod Kumar Ladia (DIN: 00168257), Chairman and Whole Time Director resigned with effect from August 10, 2021. The Board of Directors in the meeting held on August 12, 2021 placed on record the appreciation for the leadership and the valuable contribution made by Mr. Vinod Kumar Ladia during his association with the Company. At the unanimous request of the Company's Board of Directors, Mr. Vinod Kumar Ladia accepted to be designated as Chairman Emeritus and continue his invaluable association with the Company.

The Company appointed Mr. Sandeep Kumar Jain as an Additional Director (Independent) on the Board of the Company during the Financial Year 2021-22 with effect from August 12, 2021 whose tenure shall be upto the date of AGM. The Board recommends the appointment of Mr. Sandeep Kumar Jain as Independent Director of the Company to the shareholders for a period of 5 (five) consecutive years to hold office upto August 11, 2026.

Although, the said change in board of directors occurred after the closure of financial year, however, your directors find it prudent to keep their shareholders informed about the said change. The disclosure in this regard is available on the website of the Company at <http://www.srsl.in>

(B) Key Managerial Personnel (KMP)

During the financial year 2020-21 Mrs. Devanshi Uday Shah, Company Secretary and Compliance officer resigned w.e.f. November 01, 2020. During the financial year 2021-22 Ms. Prinkle Talesara joined as Company Secretary & Compliance officer w.e.f. April 23, 2021.

Mr. Vinay Punjawat, Chief Financial Officer resigned w.e.f. July 01, 2020 and Mr. Prahlad Bilochi joined as Chief Financial Officer w.e.f. July 01, 2020.

11. MEETINGS OF THE BOARD

The Board of Directors met four times during the financial year 2020-21, i.e. on June 29, 2020, August 24, 2020, November 10, 2020 and February 9, 2021. Frequency and quorum at these meetings and the intervening gap between any two meetings were in conformity with the provisions of the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standards issued by The Institute of Company Secretaries of India ("Secretarial Standards"). Further, in order to support Companies during the Covid- 19 threat MCA and SEBI vide its relevant Circulars, extended

the requirement of holding meetings to 180 days till the next two quarters i.e. till 30th September, 2020, instead of 120 days as required in the Act. The Secretarial Standards are adhered to by the Company. For further details, please refer report on Corporate Governance annexed to this report as Annexure-6.

12. COMMITTEES OF BOARD OF DIRECTORS

As on March 31, 2021, the Board have 4 Committees, namely, the Audit Committee, the Nomination and Remuneration Committee, the Stakeholders' Relationship Committee and the Sub-Committee. A detailed note on the Composition of the Board and its Committees and other relevant details are provided in the report on Corporate Governance annexed to this report as Annexure-6.

13. FORMAL ANNUAL EVALUATION

The evaluation / assessment of the Directors and KMPs of the Company is to be conducted on an annual basis to satisfy the requirements of the Act and Listing Regulations. The Company is having a Policy for performance evaluation of Independent Directors, Board, Committees and other Individual Directors which includes criteria for their performance evaluation. The said criteria provide certain parameters like Attendance, Availability, Time spent, Preparedness, Active participation, Analysis, Objective discussions, Probing and testing assumptions, Industry and Business knowledge, Functional expertise, Corporate Governance, Development of Strategy and Long Term Plans, Inputs in strength area, Director's obligation and discharge of responsibilities, Quality and value of contributions and Relationship with other Board Members etc. which is in compliance with applicable laws, regulations and guidelines.

During the year under review, a separate mechanism was carried out by the Board, internally at the time of meeting itself, for formal annual evaluation of its own performance and that of its Committee and individual directors, including the Chairman of the Board, on parameters as mentioned above. Performance evaluation of Independent Directors was carried out by the entire Board and of all the Directors individually was also carried out by Nomination and Remuneration Committee in their meeting. Performance evaluation of the Chairman and non-independent directors was also carried out in the Meeting of Independent Directors separately.

14. NOMINATION AND REMUNERATION POLICY

The Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters, etc. is available on the website of the Company at http://srsl.in/documents/NOMINATION_AND_REMUNERATION_POLICY.pdf.

15. DECLARATION BY INDEPENDENT DIRECTOR

The Company has received declaration from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and Regulation 16 (b) of Listing Regulations, compliance of code of conduct as per Schedule IV of the Act and the Independent Directors are independent of the management. As mandated by the Ministry of Corporate Affairs, they have also completed their registration on the databank of Independent Directors created by MCA and Indian Institute of Corporate Affairs.

16. AUDITORS AND AUDIT REPORTS

I. Statutory Auditors and Audit Report

M/s. Doogar & Associates, Chartered Accountants (Firm Registration No.000561N), New Delhi were appointed as the Statutory Auditors of the Company to hold office for a term of five consecutive years from the conclusion of the 37th AGM of the Company held on September 26, 2017, till the conclusion of the 42nd AGM to be held in the calendar year 2022. The requirement for the annual ratification of auditors' appointment at the AGM has been omitted pursuant to Companies (Amendment) Act, 2017 notified on May 7, 2018.

As required under the provisions of Section 139(1) of the Act, the company has obtained a written certificate from the above mentioned Auditor to the effect that they confirm with the limits specified in the said Section and they have also given their eligibility certificate stating that they are not disqualified within the meaning of Section 141 of the Act.

The Audit Report on the Financial Statements for the financial year 2020-21 does not contain any qualifications,

reservations or adverse remarks. The observations made by the Auditors are self explanatory and have been dealt with, in Independent Audit Report. The Notes to Financial Statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

II. Cost Auditors and Cost Audit Report

In terms of Section 148 of the Act read with rule 3 of the Companies (Cost Records and Audit) Rules, 2014 the Company is required to maintain cost records for Textile business. The accounts and records are made and maintained accordingly by the Company.

M/s. K.G. Goyal & Co., Cost Accountants, (Firm Registration No.000017), Jaipur were appointed as Cost Auditors of the Company for conducting the Audit of cost records maintained by the Company for the financial year 2020-21. The Cost Audit Report for the financial year 2020-21 does not contain any qualification, reservation or adverse remark.

Further, the Board of Directors has approved the re-appointment of M/s. K.G. Goyal & Co., Cost Accountants (Firm Registration No.000017), Jaipur as Cost Auditors for conducting the Audit of the cost records maintained by the Company for the financial year 2021-22. The Remuneration proposed to be paid to them requires ratification by the shareholders of the Company in this AGM. In view of this, the Board of Directors recommends a remuneration of Rs. 30,000/- (Rupees Thirty Thousand Only) plus applicable GST and reimbursement of traveling expenses and out of pocket expenses (at actual) to the Cost Auditors to be ratified by the shareholders at the 41st AGM.

III. Secretarial Auditors and Secretarial Audit Report

M/s. V. M. & Associates, Company Secretaries (Firm Registration No. P1984RJ039200), Jaipur were appointed as Secretarial Auditors of the Company for conducting the Secretarial Audit for the financial year 2020-21. The Secretarial Audit Report for the financial year 2020-21, in form MR-3, containing the observations, are mentioned herein below:-

1. *Non-filing of Form MGT-14 for registration of resolution for appointment of Chief Financial officer (Key Managerial Personnel) of Company;* The Management is filing the petition for condonation of delay for e-form MGT-14 at the earliest.
2. *The Company has received a notice from BSE Limited regarding non-compliance of Regulation 17(1), 18(1) and 19(1)/(2) of Securities and Exchange Board of India (Listing obligation and disclosure Requirements) Regulations, 2015 with regard to delay in composition of the Board and its committees;* The Management has taken the required action by filing its reply along with detailed justifications for a valid compliance and the matter is pending before the waiver committee of BSE Limited in due course.
3. *Non-compliance of regulation 29(2) of Securities and Exchange Board of India (Listing obligation and disclosure Requirements) Regulations, 2015 for delay of 1 day in intimation to Stock Exchange for Board Meeting held on August 24, 2020;* The Management has paid the required fine for delay with BSE Limited.

MR-3 is annexed to this report as Annexure-1. Further, the Company has undertaken an audit for the financial year 2020-21 under Regulation 24A of Listing Regulations. The Annual Secretarial Compliance Report has been submitted to the stock exchange within prescribed timelines for the financial year 2020-21.

Further, the Board of Directors has approved the re-appointment of M/s. V. M. & Associates, Company Secretaries (Firm Registration No. P1984RJ039200), Jaipur as Secretarial Auditors for conducting the Secretarial Audit of the Company for the financial year 2021-22.

IV. Internal Auditors and Internal Audit Report

M/s. K.G. Bhatia & Co., Chartered Accountants (Firm Registration No. 010370C), Udaipur were appointed as Internal Auditors of the Company for conducting Internal Audit for the financial year 2020-21. The Internal Audit Reports were received quarterly by the Company and the same were reviewed by the Audit Committee and Board of Directors for each quarter.

Further, the Board of Directors has approved the re-appointment of M/s. K.G. Bhatia & Co., Chartered Accountants (Firm Registration No.-010370C), Udaipur as Internal Auditors for conducting the Internal Audit of the Company for the financial year 2021-22.

17. REPORTING OF FRAUDS BY AUDITORS

During the period under review, neither the internal auditors nor statutory auditors nor the secretarial auditors nor cost auditors reported to the Audit Committee, under section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

18. RISK MANAGEMENT POLICY

The Company operates in conditions where economic, environment and social risk are inherent to its businesses. In managing risk, it is the Company's practice to take advantage of potential opportunities while managing potential adverse effects. In line with Listing Regulations and as per the requirement of Section 134(3)(n) of the Act read with the rules made thereunder, as amended, the Board has already framed a comprehensive Risk Management Policy to oversee the mitigation plan including identification of element of risk, for the risk faced by the company, which in the opinion of the Board may threaten the existence of the Company. The object of the policy is to make an effective risk management system to ensure the long term viability of the company's business operations. During the year under review, the same was reviewed half yearly by Audit Committee of the Company. The risk management plan comprised of the following 5 steps :

- i. Identification of risk
- ii. Defining the risk in detail
- iii. Analyzing the risk
- iv. Evaluating various aspects linked to the risk
- v. Treatment of risk

19. WHISTLE BLOWER POLICY / VIGIL MECHANISM

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism of reporting illegal or unethical behaviour. The Company has a whistle blower policy wherein the directors and employees are free to report violations of law, rules, regulations or unethical conduct, actual or suspected fraud to their immediate supervisor or provide direct access to the Chairman of the Audit Committee in exceptional cases or such other persons as may be notified by the Board. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice. The Whistle Blower Policy of the Company is also available on the website of the Company at <http://srsl.in/documents/WHISTLE-BLOWER-POLICY.pdf> . During the year, no whistle blower event was reported and the mechanism is functioning well. Further, no personnel has been denied access to the Audit Committee. The details of the whistle blower policy/vigil mechanism is given in the report on Corporate Governance annexed to this report as Annexure-6.

20. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder. The Company has constituted Internal Complaint Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for reporting and conducting inquiry into the complaints made by the victim on the harassment at the work place.

The details of Sexual Harassment Complaints received and disposed off during the financial year 2020-21 is given in the report on Corporate Governance annexed to this report as Annexure-6.

21. SOCIAL OBLIGATIONS

The provisions of Section 135 of the Act relating to Corporate Social Responsibility are not applicable on the Company. However, the Company has generally taken corporate social responsibility initiatives. The Company made efforts for the betterment and upliftment of the living standards of Scheduled Castes and Scheduled Tribes dwelling in the adjoining areas of Dungarpur by providing them training and employment.

22. ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Company has placed a copy of the Annual Return as on March 31, 2021 on the Company's website on [http://srsl.in/documents/Annual_Return-\(Form-MGT-7\).pdf](http://srsl.in/documents/Annual_Return-(Form-MGT-7).pdf) By virtue of amendment to Section 92(3) of the Companies Act, 2013, the Company is not required to provide extract of Annual Return (Form MGT-9) as part of the Board's report.

23. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All Contracts/ arrangements/ transactions that were entered by the Company during the financial year 2020-21 are done on Arm's length basis. Disclosure of particulars of contract/arrangements entered into by the company with Related Parties referred to in sub-section (1) of section 188 of the Act (in Form No. AOC -2) is annexed to this report as Annexure-2. The related party transaction policy is available on the website of the company at the link <http://srsl.in/documents/RPT-POLICY.pdf>.

24. PARTICULARS OF THE EMPLOYEES

Pursuant to Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 a detailed statement is annexed to this report as Annexure-3.

Further, with respect to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the names of the top ten employees in terms of remuneration drawn is listed below :

Sl. No	Name of the Employee	Designation of the Employee	Remuneration received (Rs.)	Nature of employment whether contractual or otherwise	Qualifications and experience of the employee	Date of Commencement of employment	The age of such employees (years) as on March 31, 2021	The last employment held by such employee before joining the company	The % of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) above
1.	Mr. Vikas Ladia	Managing Director and Chief Executive Officer	51,78,386	Permanent	B. Tech in Computer Engineering from Manipal Institute of Technology, Manipal Exp- 26 Years	15/01/2001	47 Years	-	3.67%
2.	Mr. Anubhav Ladia	Whole Time Director	34,14,946	Permanent	B. Com (H), FCA Exp- 19 Years	01/09/2005	44 Years	-	1.97%
3.	Mr. Vinod Kumar Ladia	Chairman and Whole Time	31,08,874	Permanent	B. E.(Textile Engineering), MBA-IIM,	15/11/1979	75 Years	J. K. Synthetics Limited	6.32%

		Director			Ahmedabad Exp- 53 Years			(1968-1979	
4.	Mr. Suresh Chandra Joshi	Vice President (PA & IR)	11,86,413	Permanent	M.A. (Economics), P.G. Diploma in Labour Law, Labour Welfare and Personnel Management & L.L.B. Exp.- 34 years	18/06/2015	59 Years	RSWM Ltd.	0.00
5.	Mr. Raj Kumar Mahasani	Astt. Vice President (Marketing)	7,88,411	Permanent	M.A. & P.G. Diploma in Sales & Marketing Exp.- 31 years	22/01/1990	57 Years	-	0.00
6.	Mr. Kameshwar Roy	Chief Engineer	6,92,929	Permanent	Polytechnic Diploma in Mechanical Exp.- 33 years	01/08/2011	55 Years	Punsumi India Ltd. Bhiwadi	0.00
7.	Mr. Sanjay Kumar Rana	Sr. Manager	6,76,959	Permanent	Diploma in Mechanics	10/07/2017	49 Years	Chinar Forge Limited, Jalandhar	0.00
8.	Mr. Narayan Lal Malpani	G.M.(Materials)	6,06,816	Permanent	B.Com Exp.- 38 Years	26/06/2017	60 years	Shayona Cement Corp, Malavi (Central Africa)	0.00
9.	Mr.Prahlad Bilochi	AVP (Accounts)	5,91,531	Permanent	B.Com Exp.- 35 Years	08/10/1986	56 Years	-	0.00
10.	Mrs. Monika Ladia #	Special Executive	5,46,203	Permanent	B.E. (Chemical) From Sikkim Manipal University Exp- 23 Years	01/04/1998	48 Years	-	0.12

*None of the aforesaid employee (except Mrs. Monika Ladia) is a relative of any director or manager of the Company.

Mrs. Monika Ladia is a wife of Mr. Vikas Ladia (Managing Director and CEO), Daughter in Law of Mr. Vinod Kumar Ladia, (Chairman) and Sister in Law of Mr. Anubhav Ladia (Whole Time Director) of the company.

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

Your Company continuously strives to conserve energy, adopt environment friendly practices and employ technology for more efficient operations.

Pursuant to Section 134 (3)(m) of the Act read with rule 8(3) of The Companies (Accounts) Rules, 2014, relevant details of conservation of energy, technology absorption and foreign exchange earnings and outgo are annexed to

this report as Annexure -4.

26. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Regulation 34 of the Listing Regulations, the operations of the company are reviewed in detail in the Management Discussion and Analysis Report which is annexed to this report as Annexure -5.

27. CORPORATE GOVERNANCE

Your Company is compliant with the norms on Corporate Governance as provided in the Listing Regulations. The Report on Corporate Governance for financial year 2020-21 is annexed to this report as Annexure -6 along-with certificate on compliance of conditions of corporate governance issued by M/s. Doogar & Associates, Statutory Auditor.

28. OTHER COMPLIANCES

28.1 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: Due to the outbreak of COVID-19 pandemic in the entire country, announced by the Central and State Government, the production activities of the Company continued at Dungarpur, in a phased manner . The Company is complying with all the safety measures required as per the detailed guidelines issued by the government authorities from time to time. The Company is closely monitoring the developments and possible effects that may result from the current pandemic on its financial condition, liquidity and operations and is actively working to minimize the impact of this unprecedented situation. As the situation is continuously evolving, the eventual impact may be different from the estimates made as of the date of approval of these financial statements. The Company will assess any material changes to future economic conditions also.

28.2 Significant and material orders: Please refer note 40 to the Financial Statements.

28.3 Details in respect of adequacy of internal financial controls: For detailed discussion with reference to adequacy of internal financial controls, please refer to Management Discussion and Analysis Report annexed to this report as Annexure-5.

28.4 Disclosure of Accounting Treatment in preparation of Financial Statements: The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS). The Ind AS are prescribed under section 133 of the Act, read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. Accounting Policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

28.5 Details of Subsidiary/ Joint Ventures / Associate Companies / and its Performance: Your company has no Subsidiary / Joint Ventures / Associate Companies.

29. DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors hereby confirm that:-

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

30. Secretarial Standards

The Company has adhered to applicable Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meeting of the Board of Directors' and 'General Meetings'.

31. OTHER DISCLOSURES

Other disclosures with respect to Board's Report as required under the Act and the Rules notified thereunder are either NIL or NOT APPLICABLE.

32. ACKNOWLEDGMENT

Your Directors wish to take this opportunity to place on record their gratitude and sincere appreciation for the timely and valuable assistance and support received from Bankers, Auditors, Customers, Suppliers, Share Transfer Agent and Regulatory Authorities and other stakeholders of the Company.

The Directors place on record their deep appreciation of the dedication of your Company's employees at all levels and look forward to their continued support in the future as well. Your Directors are thankful to the shareholders for their continued patronage.

**For and on behalf of the Board of Directors
For Shree Rajasthan Syntex Ltd.**

Date : August 12, 2021
Place : Udaipur
Registered Office : 27-A, First Floor, Meera Nagar,
Housing Board Colony,
Udaipur - 313001
Rajasthan

Sd/-
Vikas Ladia
(Managing Director and
Chief Executive Officer)
DIN: 00256289

Sd/-
Anubhav Ladia
(Whole Time Director)
DIN: 00168312

ANNEXURE 1

**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,
Shree Rajasthan Syntex Ltd
27-A, First Floor, Meera Nagar
Housing Board Colony
Udaipur – 313 001 (Rajasthan)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Shree Rajasthan Syntex Ltd** (hereinafter called “**the Company**”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021 (‘Audit Period’) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (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;
- (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;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not applicable to the Company during the Audit Period**);
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable to the Company during the Audit Period**);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the Audit Period**);

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period);**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) As confirmed by the management, there are no sector specific laws that are applicable specifically to the company.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
- ii. The Listing Agreement entered into by the Company with BSE Limited;

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 observations:*

1. *non-filing of Form MGT-14 for registration of Resolution for appointment of Chief Financial Officer (Key Managerial Personnel) of the Company;*
2. *the Company has received a notice from BSE Limited regarding non-compliance of Regulation 17(1), 18(1) and 19(1)/(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regard to delay in composition of the Board and its committees. The Company has filed its reply to the above notice giving reasons and justifications for a valid compliance. The matter is pending before the waiver committee of BSE Limited; and*
3. *non-compliance of Regulation 29(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for delay of 1 day in intimation to Stock Exchange for Board Meeting held on August 24, 2020.*

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance. Further, independent director(s) were present at Board Meetings which were called at shorter notice to transact business which were considered urgent by the management in compliance of Section 173(3) of the Act. 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.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the company has not undertaken any event/action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. *however, BSE Limited has levied penalty of Rs.11,800/- (Basic Rs. 10,000 + GST*

Rs. 1,800) on the Company for non-compliance of Regulation 29(2) of SEBI LODR for delay in intimation of Board Meeting held on August 24, 2020 and the Banks/lenders have classified Company's account as stressed asset.

Place: Jaipur
Date: June 24, 2021
UDIN: F003355C000505791

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019
Sd/-
CS Manoj Maheshwari
Partner
Membership no.: FCS 3355
C P No.: 1971

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

Annexure A

To,
The Members,
Shree Rajasthan Syntex Ltd
27-A, First Floor, Meera Nagar
Housing Board Colony
Udaipur – 313 001 (Rajasthan)

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever 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 management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Jaipur
Date: June 24, 2021
UDIN: F003355C000505791

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019

CS Manoj Maheshwari
Partner
Membership no.: FCS 3355
C P No. : 1971

ANNEXURE 2

Form No. AOC- 2

CONTRACTS & ARRANGEMENTS WITH THE RELATED PARTIES

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts /arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

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

There were no contracts or arrangements or transactions entered into by the company during the financial year ended March 31, 2021 which were not at arms' length basis.

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

Particulars	Details	
Name(s) of the related party	Shree Shyam Distributors & Marketing Private Limited	V K Texchem Private Limited
Nature of Relationship	I) Mr. Vinod Kumar Ladia, Chairman and Whole Time Director of the Company, is a director and member in related party. II) Mr. Vikas Ladia, Managing Director of the Company, is a member of Related Party also. III) Mr. Anubhav Ladia, Whole Time Director of the Company, is director and member of Related Party also. IV) Relatives of Mr. Vinod Kumar Ladia, Mr. Vikas Ladia and Mr. Anubhav Ladia, Directors of the Company, are directors and/ or members of the related party.	I) Relatives of Mr. Vinod Kumar Ladia, Mr. Vikas Ladia and Mr. Anubhav Ladia, Directors of the Company, are members of the related party.
Nature of contracts/ arrangements/ transactions	Sale, purchase or supply of any goods or materials Availing or rendering of any services	Sale, purchase or supply of any goods or materials Availing or rendering of any services
Duration of the contracts / arrangements / transactions	5 Financial Years	5 Financial Years
Salient terms of the contracts or arrangements or transactions including the value, if any	Ceiling Limit for Sale, purchase or supply of any goods or materials - Rs. 100 Cr. Ceiling Limit for Availing or rendering of any services - Rs. 25 Cr. (No transactions undertaken in the Financial Year -2020-21)	Ceiling Limit for Sale, purchase or supply of any goods or materials - Rs. 100 Cr. Ceiling Limit for Availing or rendering of any services - Rs. 25 Cr. (No transactions undertaken in the Financial Year -2020-21)
Date(s) of approval by the Board	August 6, 2016	August 6, 2016
Amount paid as advances, if any	NIL	NIL

For and on behalf of the Board of Directors
For Shree Rajasthan Syntex Ltd.

Date : August 12, 2021
Place : Udaipur
Registered Office : 27-A, First Floor, Meera Nagar,
Housing Board Colony,
Udaipur - 313001
Rajasthan

Sd/-
Vikas Ladia
(Managing Director and
Chief Executive Officer)
DIN: 00256289

Sd/-
Anubhav Ladia
(Whole Time Director)
DIN: 00168312

ANNEXURE 3

DISCLOSURE ON THE REMUNERATION OF THE MANAGERIAL PERSONNEL

Details under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the financial year ended March 31, 2021.

- i. the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year -

Directors-

1. Mr. Vinod Kumar Ladia (Chairman & WTD)	:	31.65: 1
2. Mr. Vikas Ladia (MD & CEO)	:	24.95 : 1
3. Mr. Anubhav Ladia (WTD)	:	18.87 : 1

*Other Directors receives Sitting Fees only

- ii. the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:-

1) Mr. Vinod Kumar Ladia (Chairman & WTD)	:	0.00
2) Mr. Vikas Ladia (MD & CEO)	:	0.00
3) Mr. Anubhav Ladia (WTD)	:	0.00
4) Mr. Prahlad Bilochi (CFO)	:	NA
5) Ms. Prinkle Talesara (CS)	:	NA

*Other Directors receives Sitting Fees only

- iii. the percentage increase in the median remuneration of employees in the financial year : 1.61%

- iv. the number of permanent employees on the rolls of Company : 274

- v. average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;

-Average increase in the remuneration of all employees excluding KMPs : 2.72%

-Average increase in the remuneration of KMPs: 0%

-Justification: *KMP salary increments are decided based on the Company's performance, individual performance, inflation, prevailing industry trends and benchmarks.*

It is be and hereby affirmed that the remuneration is as per the remuneration policy of the Company.

**For and on behalf of the Board of Directors
For Shree Rajasthan Syntex Ltd.**

Date	: August 12, 2021	Sd/-	Sd/-
Place	: Udaipur	Vikas Ladia	Anubhav Ladia
Registered Office	: 27-A, First Floor, Meera Nagar, Housing Board Colony, Udaipur - 313001 Rajasthan	(Managing Director and Chief Executive Officer)	(Whole Time Director)
		DIN: 00256289	DIN: 00168312

ANNEXURE 4

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

A. CONSERVATION OF ENERGY

(i) the steps taken or impact on conservation of energy; In order to conserve energy, the company has taken various steps for efficient consumption of energy like use of synthetic tapes, light weight bobbins, soft starters, energy efficient motors, energy saving spindles etc.

(ii) the steps taken by the company for utilising alternate sources of energy; The Company is exploring renewal resources like bio fuel and is in active discussion with experts to start the Thermal Plant on such fuel.

(iii) the capital investment on energy conservation equipments; The Company has in the past made substantial investment on energy conservation while procurement of its equipments to ensure that the most effective energy cost is charged to the company. However, no such investment was made during the year.

B. TECHNOLOGY ABSORPTION

i. the efforts made towards technology absorption; Company has absorbed the technique of cleaning the yarn electronically and that of Splicing instead of knotting in finishing department. It has adopted sturdy drafting in speed frame and also replaced open type Flyers with closed type for achievement of higher speed in existing speed frames.

ii. the benefits derived like product improvement, cost reduction, product development or import substitution as result of the above: Company achieved higher productivity and improved yarn quality.

iii. In case of imported technology (imported during last 3 years reckoned from the beginning of the financial years) :
N/A

iv. Expenditure on R & D:

		(Rs. in Lakhs)
1. Capital	:	0.00
2. Recurring	:	10.33
3. Total	:	10.33
4. Total R & D Expenditure as a % of total turnover	:	0.27%

C. FOREIGN EXCHANGE EARNINGS & OUTGO.

The Company has not made any exports during the year.

Particulars	2020-21 (Rs. in Lakhs)	2019-20 (Rs. in Lakhs)
1. Total foreign exchange used	0.00	0.73
2. Total foreign exchange earned	0.00	0.00

**For and on behalf of the Board of Directors
For Shree Rajasthan Syntex Ltd.**

Date : August 12, 2021
Place : Udaipur
Registered Office : 27-A, First Floor, Meera Nagar,
Housing Board Colony,
Udaipur - 313001
Rajasthan

Sd/- Vikas Ladia (Managing Director and Chief Executive Officer) DIN: 00256289	Sd/- Anubhav Ladia (Whole Time Director) DIN: 00168312
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ANNEXURE 5
MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

The management of Shree Rajasthan Syntex Ltd. is presenting the Management Discussion and Analysis Report covering the operations and financial performance of the Company for the financial year 2020-21. The core business of the Company is manufacturing and marketing of synthetic blended yarn, cotton yarn and polypropylene multifilament yarn.

➤ **BUSINESS OVERVIEW**

The Company is one of the important players in man made fibre spinning with following capacity:

Units	Location	Products	Capacity
Syntex - Division	Simalwara Road Dungarpur	Synthetic Yarn	27,744 SPINDLES
Texchem - Division	Simalwara Road Dungarpur	(i) Synthetic Yarn	31,488 SPINDLES
		(ii) Polypropylene Multi filament Yarn	2,000 TPA
Polycot - Division	Simalwara Road Dungarpur	Cotton yarn	18,048 SPINDLES

➤ **INDUSTRY STRUCTURE AND DEVELOPMENTS**

1. The textile industry is one of the most significant industries for the Indian economy. The industry is one of the largest employers in India, employing more than 45 million people directly and 60 million people indirectly.
2. Due to its fragmented nature, the textile industry employs more in the unorganized sector especially in the rural areas and hence, it is of vital importance.
3. The textile industry can be segmented into Natural fibres and Man Made Fibres (MMFs) based on the use of basic raw material, cotton or crude derivative respectively. Among the various MMF product in the synthetic and cellulosic segments, polyester and viscose forms about 80% of total domestic consumption. Globally man-made fibres is the most dominantly consumed textile fibre.
4. Apart from covid induced demand disruption, the yarn sector is also witnessing a change in demand trend. Increasing popularity of synthetic textiles in India – in line with global trend – is expected to create structural changes in Indian yarn industry, which is dominated by cotton textiles.
5. Realizing the importance of the textile industry to the Indian economy, the government undertakes various measures through multiple governing bodies viz. Ministry of Textile, Ministry of Finance, Ministry of Rural Development, and Ministry of Human Resource Development. The government has allowed 100% FDI under the automatic route in the textile and clothing sector

➤ **INDUSTRY OPPORTUNITIES**

1. The future for the Indian textile industry looks promising, buoyed by both strong domestic consumption as well as export demand.
2. Currently Indian yarn industry is dominated by cotton yarn. However, world over the usage of synthetic textile is gaining popularity due to the advantages it offers. Additionally, increasing cost of cotton, which results in increasing cost of cotton textiles, is also helping in the growth of synthetic yarn. Although cotton yarn would continue to hold the largest share in Indian yarn industry, its domination is expected to diminish in the coming years.
3. The Skill India and Make-in India programs of Central government headed by Prime Minister Shri Narendra Modi is helping the industry in getting required skilled manpower and good market for textile products. It is an opportunity for the textile industry to upgrade their technology and implement ERP to streamline supply chain and enhance customer relations management activities.
4. The structural reform of The Goods and Services Tax (GST) is expected to provide a boost to the economic growth and investments in the long run.

➤ **INDUSTRIAL CHALLENGES**

Even though India's textile industry is a huge contributor in terms of exports, industrial output and employment, like China's, India's domestic industry is not without its challenges.

1. **Higher input costs compared to competing nations**

India has one of the highest costs of capital compared to most competing countries which affects the cost of production and thus its competitiveness. Also, the power cost in India is much higher compared to competing nations.

2. **Low technology level**

The Textile Industry suffers from the use of low and outdated technologies. In general, spending on R&D,

product development etc. by textile companies in India is quite low.

3. Cyclical ups and downs & Demand adversities

There has never been a continuous positive growth rate in textiles products for a longer time periods. Some times it was treated as a cyclical ups and downs, some times the demand adversities have really dented the growth.

4. High debt servicing cost:

The industry requires to give high debt servicing cost and with the lending rates in India in the range of 12 to 14%, they are significantly higher in comparison to the competing countries like China. The complete textile chain is not covered in the TUF Scheme and thus a large capital investment needs to be made at a very high rate of interest.

➤ **RISK AND CONCERNS**

a. Raw material availability

Though India is having sufficient availability of raw materials, namely, cotton, man made fibres and silk but factors such as low rain fall in the cotton growing areas, increase in crude oil prices in the international markets for basic raw materials of man made fibres and increase in logistic cost may effect the availability of raw material and competitiveness of the industry.

b. Power availability

Most of the textile mills in India, particularly in north and western parts are dependent on power supply by self-generation using coal as fuel due to low quality of availability of power from the government. Because of increase in cost of coal the cost of generation of power is increasing which may affect the competitiveness of the Industry.

c. Currency risk

Since the textile industry has a major portion of its revenue from exports, Indian rupee relationship with foreign currencies such as US Dollar is important. The industry hedges currency risks by forward currency cover against sale contracts. Hence movement in foreign currency vis-à-vis rupee has direct impact on exports realization and import cost. The volatile movement of Rupee against the US Dollar is a serious concern for the industry.

d. Government Policies

The Textile Industry is highly dependent on the Government Policies on various matters. Frequent changes in the taxation policies bring instability in the industry.

➤ **PRODUCT WISE PERFORMANCE OF THE COMPANY**

Chart given below gives the break up of sales between the domestics and export markets for the last 3 years:

(Rs. In Lakhs)

Revenue from operations	2020-21	2019-20	2018-19
Sale of Product			
- Domestic	1855.81	5661.51	15,131.92
- Export	NIL	69.58	1,857.62
Sale of Service			
- Income from Job	1807.28	1201.58	133.15

The current yarn portfolio of SRS� can be classified into 3 main categories-Grey yarn, dyed yarn and PPMF yarn.

❖ **Grey Yarn:** Grey yarn is produced using blends of different synthetic fibre such as polyester/viscose, 100% viscose yarn, 100% polyester fibre yarn and pure cotton. These qualities are produced in Shree Rajasthan Texchem division and Shree Rajasthan Polycot division of the Company. The Company has niche markets for 100% viscose fibre yarn. Specialty fibre yarns were developed for industrial and home textile applications.

❖ **Dyed yarns:** Dyed yarn is produced at Syntex division of the Company. These yarns are relatively higher value added products and made according to customers specifications of blend, counts and shades. The Company has speciality in producing home textile dyed yarns for end use such as carpets, tapestry and upholstery. Further the Company has now developed melange yarns for weaving and knitting applications.

❖ **PPMF Yarn:** Polypropylene multi filament yarn is produced at Shree Rajasthan Texchem division of the company at Dungarpur; POY and texturised yarn is produced for knitting, socks and furnishing applications. BCF yarn is produced for carpet applications.

➤ OPERATIONS

During the year under review, the Company's operations continued to be affected due to non availability of working capital for operations resulting in lower capacity utilisation and constrained margins due to high cost of Raw Material at uneconomical buying. Furthermore, the Company has not been able to undertake necessary regular capital expenditure as per industry norms for proper maintenance and upkeep of plant and equipment due to paucity of funds.

The Company produced 6333.08 M.T. of yarn valuing Rs. 3,550.48 Lakhs during the period under review as against 5076.36 M.T. of yarn valuing Rs. 6478.79 Lakhs produced during the last year. During the year, the Company had no export against export of Rs. 69.58 Lakhs during the previous year.

The Company's financial highlights is summarized below:

(Rs. in Lakhs)

Particulars	Financial Year	
	March 31, 2021	March 31, 2020
Revenue from operations	3,663	6,933
Other Income	159	164
Total Revenue (A)	3,822	7,097
Expenses:-		
Cost of materials consumed	1,019	3,267
Purchase of Stock-in-trade	234	8
Changes in inventories of finished goods, Work in progress and stock-in-trade	113	454
Employees benefit expenses	918	1,368
Finance Costs	1,818	1,474
Depreciation and Amortization expenses	439	441
Other Expenses	1,696	2,242
Total Expenses (B)	6,237	9,254
Profit/(loss) before exceptional items and tax (A) - (B)	(2,415)	(2157)
Exceptional items (gain)	-	-
Profit / (Loss) before tax	(2,415)	(2157)
Less : Tax expense	-	13
Profit / (Loss) for the period	(2,415)	(2170)
Other comprehensive Income (Net of Tax)	60	87
Total Comprehensive Income for the period (Comprising profit after tax and other comprehensive income after tax for the period)	(2355)	(2083)

➤ OUTLOOK

Yarn is an intermediary product, and its demand is dependent on the demand sentiment prevailing in the downstream industries, namely apparels and home textiles. In the case of Indian yarn industry, apart from demand from downstream industries, export sentiment too has a bearing. This is because India is a major exporter of yarn, supplying cotton yarn to countries like China and Bangladesh. This export forms an integral part of the domestic yarn industry, contributing to its steady growth. The Covid pandemic and the subsequent lockdowns have impacted both the demand avenues of Indian yarn industry, dealing to a significant blow to the industry.

➤ DEVELOPMENTS IN HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company recognizes the importance of Human Resource as a key asset instrumental in its growth. The Company believes in acquisition, retention and betterment of talented team players. HRD activities are taken in the Company involving positive approach to develop employees to take care of productivity, quality and customer needs. The Company has to make constant efforts to manage labour shortages. To develop skilled labour, training facilities are provided to the employees in house or by deputing them to the machinery suppliers and to training institutes for specific training.

The Company has well developed management information system giving daily, monthly and periodical information to the different levels of management. Such reports are being analyzed and effective steps are taken to control the efficiency, utilization, productivity and quality in the Company. As on 31st March, 2021, the employee strength of the Company stood at 274 while on 1st April, 2020 it was 434.

➤ **KEY FINANCIAL RATIOS AND DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS**

Particulars	Financial Year		Change in %	Reason (If more than 25% Change)
	2020-21	2019-20		
Inventory Turnover Ratio	9.14	8.91	0.23	N.A
Debtor Turnover Ratio	34.98	33.43	1.55	N.A
Current Ratio	0.06	0.49	-0.43	N.A
Operating Profit Margin (%)	(65.91%)	(31.12%)	-34.79	Due to Lower Capacity Utilisation
Net Profit Margin Ratio (%)	(64.29%)	(30.05%)	-34.24	Due to Financial Stress
Interest Coverage Ratio	(0.087)	(0.16)	0.073	N.A
Debt Equity Ratio	(4.82)	(15.35)	10.53	N.A.

➤ **RETURN ON NET WORTH**

The Company has negative Return on Networth in both current and previous year due to negative Total Comprehensive Income.

➤ **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has adequate internal control system commensurate with its size and nature of business. The internal control systems are complemented by various Management information System (MIS) reports covering all areas. The management reviews and strengthens the controls periodically.

Apart from self-monitoring of the internal controls, there is a Chartered Accountant firm appointed to conduct internal audit of the Company's operations as approved by the Audit Committee. This firm presents their important observations to the Audit Committee that is chaired by an Independent Director. The internal auditors provide a reassurance to the affirmation given by the Management that the control systems are effective, operational and adequate.

The Audit Committee takes due cognizance of the observations made by the auditors and gives their suggestions for improvement. The suggestions of the Audit Committee further ensure the quality and adequacy of the control systems.

The Company has appointed internal auditors for all the 4 units. The internal control ensures that all assets were safeguarded and protected against loss through unauthorized use or disposition and transactions were authorized, recorded noticed and reported correctly. While operating managers ensure compliance with their areas, internal auditors carry out audit test on randomly selected samples and report on non-compliance or weakness if any through internal audit reports of the respective unit/areas. These reports are reviewed by the management and then by Audit Committee of the Board for follow up action.

A report of Auditors pursuant to Sec 143(3)(i) of Companies Act, 2013 certifying the adequacy of Internal Financial Control is annexed with the Auditor's Report.

➤ **CAUTIONARY STATEMENT**

Statements in the Management Discussions and Analysis report describing the Company's objectives, projections, estimates, expectations or predictions may be 'forward looking statements' within the meaning of applicable security laws and regulation. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the company's operations include economic conditions affecting demand and supply and price conditions in domestic and overseas market in which the company operates, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other incidental factor.

For and on behalf of the Board of Directors
For Shree Rajasthan Syntex Ltd.

Date : August 12, 2021
Place : Udaipur
Registered Office : 27-A, First Floor, Meera Nagar,
Housing Board Colony,
Udaipur - 313001
Rajasthan

Sd/-
Vikas Ladia
(Managing Director and
Chief Executive Officer)
DIN: 00256289

Sd/-
Anubhav Ladia
(Whole Time Director)
DIN: 00168312

ANNEXURE 6

REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy on Code of Corporate Governance

The Company believes that Corporate governance provides a structure that works for the benefit of everyone concerned, by ensuring that the enterprise adheres to ethical standards, laws and accepted best practices. It imbibes the basic business ethics and values that need to be adhered to in letter and spirit. We believe that a transparent, ethical and responsible corporate governance framework essentially emanates from the intrinsic will and passion for good governance ingrained in the culture of the organisation. The Company has sought to consistently focus on good corporate governance by increasing transparency and accountability to its Shareholders and other Stakeholders. The Company wishes to be a responsible partner in society, acting with integrity towards its shareholders, customers, employees and the Government. Therefore, we ensure highest standards of corporate behaviour towards everyone we work with, the communities we touch and the environment on which we have an impact. In India, Corporate Governance standards for listed companies are regulated by the Securities and Exchange Board of India (SEBI). We believe, Corporate Governance is just not a destination, but a journey to constantly improve sustainable value creation. It is an upward moving target that we collectively strive towards achieving. Our multiple initiatives towards maintaining the highest standards of governance are detailed in the following pages.

➤ **Ethics / Governance Policies**

The Company adheres to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. In this direction, the Company has, inter-alia, adopted the applicable codes and policies which act as enablers to carry out our duties in an ethical manner.

➤ **Observance of Secretarial Standards issued by the Institute of Company Secretaries of India**

The Secretarial Standards on the Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), one of India's premier professional bodies, are adhered to by the Company.

2. Board of Directors

2.1 Composition and Category of Directors

The Company is having an optimum combination of Executive and Non-Executive Directors to maintain its independence and separate its function of governance and management. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") mandate that for a company with an Executive Chairman, at least half of the Board should be Independent Directors. As on March 31, 2021, the Company's Board comprise of six Directors as detailed below:-

a) **Three Executive Directors**

1. Mr. Vinod Kumar Ladia, Chairman and Whole Time Director, Promoter
2. Mr. Vikas Ladia, Managing Director and Chief Executive Officer, Promoter Group
3. Mr. Anubhav Ladia, Whole Time Director, Promoter Group

b) **Three Non-Executive Directors**

1. Mr. Narendra Nath Agrawala, Independent Director
2. Mrs. Manju Datta, Independent Director
3. Mr. Mohan Lal Sharma, Independent Director

3 (Three) out of 6 are Independent Directors, i.e. 50% of the Board strength which is as per the requirement of Listing Regulations. In the opinion of the Board, the Independent directors fulfill the conditions specified in the Listing Regulations and are independent of the management.

Mr. Vinod Kumar Ladia, Mr. Vikas Ladia and Mr. Anubhav Ladia are related to each other. Mr. Vinod Kumar Ladia being father of Mr. Vikas Ladia and Mr. Anubhav Ladia. Further, no other relationship exists between the Directors inter-se.

The Executive and Non-Executive Directors are appointed/ re-appointed by the Board and the shareholders, based on the recommendation of the Nomination and Remuneration Committee which considers their overall experience, expertise and industry knowledge. The Board as a part of its succession planning exercise, reviews its composition to ensure that the same is closely aligned with the strategy and long-term needs of the Company.

The Directors do not have any pecuniary relationship with the Company except to the extent of the following:-

- a) **Executive Directors:** Remuneration as per their terms of appointment and reimbursement of expenses actually incurred for the business of the Company, within the approved terms and conditions.
- b) **Non-Executive Directors:** Reimbursement of expenses and payment of sitting fees for the Board / Committee meetings attended by them.

2.2 Attendance and Directorship held

The Board of Directors met four times during the financial year 2020-21, i.e. June 29, 2020, August 24, 2020, November 10, 2020 and February 9, 2021. Notices of the meetings and agenda along with explanatory notes, for each meeting were sent to the Directors within prescribed time. As mandated by Listing Regulations, none of the Directors are members of more than ten committees nor they are Chairman of more than five Committees across all listed entities in which they are directors. Further, all the Directors have confirmed that they do not serve as an Independent Director in more than seven listed entities or where they are Whole Time Director in any listed entity, then they do not serve as Independent Director in more than three listed entities.

Also, Mr. Susheel Jain, Independent Director resigned from the post of directorship with effect from July 16, 2020. The detailed reason and confirmation by such director as required under Listing Regulations is available on the website of the Company at <http://srsi.in/documents/resignation-of-director1.pdf>

Ms. Neelima Khetan and Mr. Sunil Goyal, Independent Directors resigned from the post of directorship with effect from November 11, 2020. The detailed reason and confirmation by such director as required under Listing Regulations is available on the website of the Company at http://srsi.in/documents/RESIGNATION_OF_DIRECTOR.pdf

The details of categories of the Directors on the Board, their attendance at Board Meetings during the year and at last Annual General Meeting (“AGM”), and the number of Directorship, Committee memberships and Committee Chairmanship held by them in various other Companies and Names of such listed entities where the person is a director and category of directorship, are as under:-

Sr. No.	Name of the Director and DIN	Category	No. of Board Meetings entitled to attend	No. of Board Meetings Attended	Attendance at Last AGM	No. of Director-ships ⁽¹⁾	No. of Committee Membership(s) ⁽¹⁾⁽²⁾	No. of Committee Chairmanship(s) ⁽²⁾	No. of shares held	Names of the listed entities where the person is a director and its category
1.	Mr. Vinod Kumar Ladia (DIN: 00168257)	ED (Promoter)	4	4	Yes	5	-	-	8,66,018	-
2.	Mr. Vikas Ladia (DIN: 00256289)	ED (Promoter Group)	4	4	Yes	1	-	-	5,02,515	-
3.	Mr. Anubhav Ladia (DIN: 00168312)	ED (Promoter Group)	4	4	Yes	4	-	-	2,70,032	-
4.	Mr. Narendra Nath Agrawala (DIN: 00168211)	NEID	4	4	Yes	-	-	-	3,384	-
5.	Mrs. Neelima Khetan** (DIN: 05113000)	NEID	3	3	No	-	-	-	0	-
6.	Mr. Susheel Jain * (DIN: 00378678)	NEID	1	0	No	2	-	-	1,38,584	-
7.	Mr. Sunil Goyal** (DIN:)	NEID	3	3	Yes	3	2	2	0	Vaibhav Global Limited

	00110601)									(Independent Director)
8.	Mrs. Manju Datta*** (DIN: 09010395)	NEID	0	0	-	-	-	-	-	-
9.	Mr. Mohan Lal Sharma*** (DIN: 09023757)	NEID	0	0	-	-	-	-	-	-

Notes:-

- ◇ ED - Executive Director
- ◇ NEID - Non- Executive Independent Director

* Mr. Susheel Jain ceased to be Director of the company with effect from 16th July, 2020.

** Ms. Neelima Khetan and Mr. Sunil Goyal ceased to be Directors of the company with effect from 11th November, 2020.

*** Mrs. Manju Datta and Mr. Mohan Lal Sharma appointed as Directors with effect from 17th March, 2021.

(1) Excluding Directorship / Membership in Committees of Shree Rajasthan Syntex Ltd.

(2) As required under Regulation 26 of the Listing Regulations, the disclosure includes membership / chairmanship of the Audit Committee and Stakeholders' Relationship Committee in other companies.

2.3 Familiarization Programme for Independent Directors

The objective of a familiarization programme is to ensure that the Non-Executive Directors are updated on the business environment and overall operations of the Company. This enables the Non-Executive Directors to make better informed decisions in the interest of the Company and its shareholders. In compliance with the requirements of Listing Regulations, the Company has put in place a familiarization programme for the Independent Directors to familiarize them with their roles, rights and responsibilities as Directors, the working of the Company, nature of the industry in which the Company operates, business model, etc.

During the year, Familiarization programmes were conducted for Non-Executive Directors to update them about business related issues and new initiatives of the Company. At such meetings, the Executive Directors share point of views and leadership thought on relevant issues. An overview of the familiarization programme is placed on the Company's website on the below link <http://srsl.in/documents/familiarization-programme-2020-21-.pdf>

2.4 Key Board qualifications, expertise and attributes

The Board of Directors of the Company comprises of persons with varied experiences in different areas who bring in the required skills, competence and expertise that allows them to make effective contribution to the Board and its committees.

The following list summarizes the key skills, expertise and competence that the Board thinks is necessary for functioning in the context of the Company's business and sector and which in the opinion of the Board, its Members possess:

Sr. No	List of core skills/ expertise/ competencies	Vinod Kumar Ladia	Vikas Ladia	Anubhav Ladia	Narendra Nath Agrawala	Neelima Khetan	Sunil Goyal	Susheel Jain	Manju Datta	Mohanlal Sharma
1.	Leadership	√	√	√	√	√	√	√	√	√
2.	Corporate Governance	√	√	√	√	√	√	√	√	√
3.	Knowledge of Textile Industry	√	√	√	√	√	-	√	-	-
4	Analytical skills to diagnose situation	√	√	√	√	√	√	√	√	√
5	Financial Analysis	√	√	√	√	√	√	√	√	√
6	Relevant Legal understanding	√	√	√	√	-	√	√	-	-

2.5 Information supplied to the Board

Minimum four Board meetings are held annually. Additional Board Meetings are convened by giving appropriate notice and agenda to address the Company's specific needs. The items / matters placed before the Board *inter alia* includes:-

1. Annual operating plans and budgets and any updates.
2. Capital budgets and any updates.
3. Quarterly results for the listed entity and its operating divisions or business segments.
4. Minutes of meetings of audit committee and other committees of the board of directors.
5. The information on recruitment and remuneration of senior officers just below the level of board of directors, including appointment or removal of Chief Financial Officer and the Company Secretary.
6. Show cause, demand, prosecution notices and penalty notices, which are materially important.
7. Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
8. Any material default in financial obligations to and by the listed entity, or substantial non-payment for goods sold by the listed entity.

9. Any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which, may have passed strictures on the conduct of the listed entity or taken an adverse view regarding another enterprise that may have negative implications on the listed entity.
10. Details of any joint venture or collaboration agreement.
11. Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.
12. Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
13. Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business.
14. Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
15. Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.
16. Annual Secretarial Audit Reports submitted by Secretarial Auditors
17. Quarterly summary of all long-term borrowings made, bank guarantees issued and loans and investments made
18. Significant changes in accounting policies and internal control system
19. Statement of significant transactions, related party transactions and arrangements
20. Appointment of and fixing of remuneration of the auditors as recommended by the Audit committee
21. Internal Audit findings and External Audit Reports (through the Audit Committees)
22. Status of business risk exposures, its management and related action plans
23. Making of loans and investment of surplus funds
24. Borrowing of monies, giving guarantees or providing security in respect of loans
25. Brief on statutory developments, changes in government policies, among others with impact thereof,
26. Director's Responsibilities arising out of any such developments
27. Compliance Certificate certifying compliances with all laws as applicable to the Company
28. Various quarterly / half-yearly Compliances as mentioned below:-
 - a. Reconciliation of Share Capital Audit Report under Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 / 2018.
 - b. Compliance Certificate ensuring maintenance of physical and electronic transfer facility as per Regulation 7(3) of Listing Regulations.
 - c. Statement of Investor Complaints as per Regulation 13(3) of Listing Regulations.
 - d. Corporate Governance Report as per Regulation 27 of Listing Regulations.
 - e. Shareholding Pattern as per Regulation 31 of Listing Regulations.
 - f. Certificate from Practicing Company Secretary under Regulation 40(9) of Listing Regulations.

2.6 Code of Conduct

The Company has laid down a Code of Conduct for all the members of the Board of Directors, Key Managerial Personnels (KMPs) and Senior Management Personnels (SMPs) for avoidance of conflict of interest. All the Directors, KMPs and SMPs have confirmed compliance with Code of Conduct for the financial year 2020-21. A copy of the Code is available on the Company's website at <http://srsi.in/documents/CODE.pdf> also. The Chief Executive Officer has given a certificate of compliance with the Code of Conduct which forms part of report on Corporate Governance as required under Regulation 34 read with Schedule V of Listing Regulations.

There were no material, financial and commercial transactions in which the SMPs had personal interest which could lead to potential conflict of interest with the Company during the year.

3. Audit Committee

3.1 Composition, Meetings and Attendance

The Audit Committee is constituted as per the requirement of Section 177 of the Companies Act, 2013 ("the Act") and Regulation 18 of Listing Regulations who possess financial / accounting expertise / exposure. Four meetings of the Audit Committee were held during the financial year 2020-21 on June 29, 2020, August 24, 2020, November 10, 2020 and February 9, 2021. The accounts and financial positions were reviewed and recommended by the Audit Committee and thereafter placed before the Board for their consideration. Further, all the recommendations of the Committee were accepted by the Board of Directors. The details of meetings and attendance were duly minutised.

The details of members and their categories, their attendance at Audit Committee Meetings during the year are as under:-

Sr. No.	Name of the Directors	Position held in the committee	Category	No. of meetings entitled to attend	No. of meetings attended
1.	Mr. Narendra Nath Agrawala	Chairman	NEID	4	4
2.	Mr. Sunil Goyal# (Ceased to be Chairman w.e.f 11 th November, 2021)	Member	NEID	3	3
3.	Mr. Susheel Jain^	Member	NEID	1	0
4.	Mrs. Manju Datta	Member	NEID	0	0
5.	Mr. Vinod Kumar Ladia	Member	WTD	4	4

Notes:-

- ◇ NEID - Non- Executive Independent Director
- ◇ WTD - Whole Time Director

Mr. Sunil Goyal ceased to be Independent Director and Chairman of Audit Committee with effect from 11th November, 2020

^ Mr. Susheel Jain ceased to be Independent Director and member of Audit Committee with effect from 16th July, 2020.

* Mrs. Manju Datta appointed as Independent Director with effect from 17th March, 2021.

The Chief Financial Officer and Auditors are invitees to the Audit Committee Meetings. Mr. Sunil Goyal, Chairman of the Audit Committee, attended the 40th AGM of the Company conducted through Video Conferencing, which was held on September 26, 2020. Company Secretary and Compliance Officer of the Company is the Secretary of the Committee.

3.2 Powers of the Audit Committee

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

3.3 Brief description of terms of reference of the Audit Committee

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation of the appointment, remuneration and terms of appointment of statutory auditors including cost auditors of the Company;
3. Approval of payment to statutory auditors, including cost auditors, for any other services rendered by them;
4. Reviewing with the management, annual financial statements and auditors report thereon before submission to the Board for approval, with particular reference to:-
 - a. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same;
 - c. Major accounting entries involving estimates based on the exercise of judgment by the management;
 - d. Significant adjustments made in financial statements arising out of audit findings;
 - e. Compliance with listing and other legal requirements relating to financial statement;
 - f. Disclosure of any related party transactions; and
 - g. Qualifications in draft audit report.
5. Reviewing with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing and monitoring the auditors independence and performance and effectiveness of audit process;
7. Approval or any subsequent modification of transactions of the Company with related parties;
8. Scrutiny of inter-corporate loans and investments;
9. Valuation of undertakings or assets of the Company, wherever it is necessary;
10. Evaluation of internal financial controls and risk management system;
11. Reviewing with the management, performance of statutory auditors, cost auditors and internal auditors, adequacy of internal control systems;
12. Discussion with internal auditors on any significant findings and follow up thereof;
13. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

14. Approval of appointment of Chief Financial Officer of the Company;
15. To review the functioning of the Whistle Blower Mechanism;
16. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee;
17. Reviewing the following information:-
 - a. The management discussions and analysis of financial condition and results of operations.
 - b. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
 - c. Management letters/letters of internal control weaknesses issued by the statutory auditors.
 - d. Internal auditor reports relating to internal control weaknesses; and
18. The appointment, removal and terms of remuneration of internal auditors/ chief internal auditor

4. Nomination and Remuneration Committee

4.1 Composition, Meetings and Attendance

The Nomination and Remuneration Committee is constituted as per the requirement of Section 178 of the Act and Regulation 19 of Listing Regulations. Two meetings of the Nomination and Remuneration Committee were held during the financial year 2020-21, on June 29, 2020 and February 9, 2021. The details of meetings and attendance were duly minutised. Further, all the recommendations of the Committee were accepted by the Board of Directors.

The details of members and their categories, their attendance at Nomination and Remuneration Committee Meetings during the year are as under:-

Sr. No.	Name of the Directors	Position held in the committee	Category	No. of meetings entitled to attend	No. of meetings attended
1.	Mr. Narendra Nath Agrawala	Chairman	NEID	2	2
2.	Mr. Vinod Kumar Ladia	Member	WTD	2	2
3.	Mr. Susheel Jain^	Member	NEID	1	0
4.	Mr. Sunil Goyal #	Member	NEID	1	1
5.	Ms. Neelima Khetan#	Member	NEID	0	0
6.	Mrs. Manju Datta*	Member	NEID	0	0
7.	Mr. Mohan Lal Sharma*	Member	NEID	0	0

Notes:-

- ◇ NEID - Non- Executive Independent Director
- ◇ WTD - Whole Time Director

^ Mr. Susheel Jain ceased to be Independent Director and member of Nomination and Remuneration Committee with effect from 16th July, 2020.

Ms. Neelima Khetan and Mr. Sunil Goyal ceased to be Independent Director and member of Nomination and Remuneration Committee with effect from 11th November, 2020.

* Mrs. Manju Datta and Mr. Mohan Lal Sharma were appointed as Independent Directors with effect from 17th March, 2021.

Mr. Narendra Nath Agrawala, Chairman of the Nomination and Remuneration Committee, has attended the 40th AGM of the Company, which was held on 26th September, 2020. Company Secretary and Compliance Officer of the Company is the Secretary of the Committee.

4.2 Brief description of terms of reference of the Nomination and Remuneration Committee

(1) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

(2) formulation of criteria for evaluation of performance of independent directors and the board of directors;

(3) devising a policy on diversity of board of directors;

(4) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

(5) whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

(6) recommend to the board, all remuneration, in whatever form, payable to senior management.

4.3 Performance Evaluation Criteria For Directors

The Company has devised criteria for evaluation of the Directors including Independent Directors. The said criteria provide certain parameters like Attendance, Availability, Time spent, Preparedness, Active participation, Analysis, Objective discussions, Probing and testing assumptions, Industry and Business knowledge, Functional expertise, Corporate Governance, Development of Strategy and Long Term Plans, Inputs in strength area, Director's obligation and discharge of responsibilities, Quality and value of contributions and Relationship with other Board Members etc. which is in compliance with applicable laws, regulations and guidelines. The below table shows Evaluation Criteria:

S. No.	CRITERIA	EVALUATION
A.	<i>The Board as whole</i>	The Board as a whole was evaluated on the basis of given criteria and it was observed by the Board that :-
1.	Structure of the Board	✓ Board as a whole has directors with a proper mix of skills, qualifications, competencies and experiences to conduct its affairs effectively and is sufficiently diversified based on Gender, background, competence, experience, etc.

2.	Meetings of the Board	<ul style="list-style-type: none"> ✓ Meetings are held on a regular basis and frequency of such meetings is enough for the Board to undertake its duties properly and proper intimations are received for the meetings. ✓ Agenda is circulated well before the meeting containing most of the information to take decision on the matter. Board discusses every issue comprehensively depending on the importance of the subject. Discussions generally add value to the decision making. All members actively participate in the discussions. ✓ The minutes are being recorded properly- clearly, completely, accurately and consistently and are approved properly in accordance with set procedures. ✓ The minutes are timely circulated to all the Board members. ✓ All the information pertaining to the meeting are disseminated to the members timely, frequently, accurately, regularly.
3.	Functions of the Board	<p>Board as a whole ensures :-</p> <ul style="list-style-type: none"> ✓ Its Role and responsibilities ✓ Strategy and performance evaluation ✓ Governance and compliance ✓ Evaluation of Risks ✓ Grievance redressal for Investors ✓ Conflict of interest ✓ Stakeholder value and responsibility ✓ Facilitation of independent directors
4.	Board and management	<p>Board as a whole ensures :-</p> <ul style="list-style-type: none"> ✓ Evaluation of performance of the management and feedback ✓ Independence of the management from the Board ✓ Access of the management to the Board and Board access to the management ✓ Secretarial support
5.	Professional development	<ul style="list-style-type: none"> ✓ adequate induction programmes are conducted for directors
B.	<i>All The Committees of the Board</i>	The Committees of the Board was evaluated on the basis of given criteria's and it was observed by the Board that -
1.	Mandate and composition	<ul style="list-style-type: none"> ✓ Mandate, composition and working procedures of committees of the board of directors is clearly defined and disclosed
2.	Effectiveness of the Committee	<ul style="list-style-type: none"> ✓ Committee has fulfilled its functions as assigned by the Board and laws as may be applicable
3.	Structure of the Committee and meetings	<ul style="list-style-type: none"> ✓ Committees have proper structure and regular meetings are being held
4.	Independence of the Committee from the Board	<ul style="list-style-type: none"> ✓ Independence of the Committee is ensured from the Board
5.	Contribution to decisions of the Board	<ul style="list-style-type: none"> ✓ Committee's recommendations contribute effectively to the decisions of the Board.
C.	<i>Individual Directors and Chairperson (including</i>	Individual Directors & Chairperson (including Chairperson, CEO, Independent Directors, Non-independent directors, etc.)

	<i>Chairperson, CEO, Independent Directors, Non-independent directors, etc.)</i>	were evaluated on the basis of given criteria's (in the absence of the respective director being evaluated) and it was observed by the Board that -
1.	General	<ul style="list-style-type: none"> ✓ Proper Qualifications, Experience, Knowledge and Competency of the Directors ✓ Fulfillment of functions, Commitment, Integrity and Contribution is ensured by all the Directors. ✓ Directors ensures the attendance in the meeting as per their availability.
2.	Additional criteria for Independent Director	<ul style="list-style-type: none"> ✓ Independent Directors are independent from the entity and other directors and there if no conflict of interest ✓ Independent Directors exercises his/ her own judgement and voices opinion freely
3.	Additional criteria for Chairperson	<ul style="list-style-type: none"> ✓ Chairperson displays efficient leadership, is open-minded, decisive, courteous, displays professionalism, able to coordinate the discussion, etc. and is overall able to steer the meeting effectively ✓ Chairperson is impartial in conducting discussions, seeking views and dealing with dissent, etc. ✓ Chairperson is sufficiently committed to the Board and its meetings.

4.4 Nomination and Remuneration Policy ('Policy')

The Company has formulated The Nomination and Remuneration Policy which is available at Company's website at http://srsi.in/documents/NOMINATION_AND_REMUNERATION_POLICY.pdf The policy briefly includes:-

- 1) Appointment/re-appointment Criteria and Qualifications of Director, KMPs, SMPs and other employees as may be decided by the Board of Directors.
- 2) Term / Tenure of Director, KMPs, SMPs and other employees.
- 3) Familiarization programme for Independent Directors.
- 4) Criteria for evaluation.
- 5) Removal and Retirement of Directors, KMPs, SMPs and other employees.
- 6) Provisions relating to remuneration of Director, KMPs, SMPs and other employees.
- 7) Policy on Board Diversity

4.5 Disclosures with respect to remuneration

a. Details of all elements of Remuneration paid to Directors for the financial year 2020-21 and period of service contract

(Amount in Rupees)

Sr. No.	Name and designation of director	Period of service contract	Salary	Allowances	Perquisites	Sitting fee	Total
1.	Mr. Vinod Kumar Ladia (CM & WTD)	3 yrs.	25,30,667	4,69,930	1,08,277	-	31,08,874
2.	Mr. Vikas Ladia (MD & CEO)	3 yrs.	19,95,333	2,39,440	29,43,613	-	51,78,386

3.	Mr. Anubhav Ladia (WTD)	3 yrs.	15,08,667	1,81,040	17,25,239	-	34,14,946
4.	Mr. Narendra Nath Agrawala (NEID)	5 yrs.	-	-	-	56,000	56,000
5.	Mrs. Neelima Khetan (NEID)*	5 yrs.	-	-	-	21,000	21,000
6.	Mr. Sunil Goyal (NEID)*	5 yrs.	-	-	-	42,000	42,000
7.	Mr. Susheel Jain (NEID) #	5 yrs.	-	-	-	0	0
8.	Mrs. Manju Datta (NEID)^	5 yrs	-	-	-	0	0
9.	Mr. Mohan Lal Sharma (NEID)^	5 yrs	-	-	-	0	0

Notes:-

- ◇ CM - Chairman
- ◇ WTD - Whole Time Director
- ◇ MD & CEO - Managing Director and Chief Executive Officer
- ◇ ED - Executive Director
- ◇ NEID - Non- Executive Independent Director

Mr. Susheel Jain ceased to be Director of the company with effect from of 16th July, 2020.

* Mrs. Neelima Khetan and Mr. Sunil Goyal ceased to be Directors of the company with effect from 11th November, 2020.

^ Mrs. Manju Datta and Mr. Mohan Lal Sharma were appointed as Independent directors with effect from 17th March, 2021.

b. Employment agreements with Whole Time Directors

Key details of Appointments / Re-appointment and Notice period of Whole Time Directors are as below:-

1. Re-Appointment and terms thereof (including remuneration) of Mr. Vinod Kumar Ladia, Chairman and Whole Time Director, has been approved for 3 years with effect from June 1, 2019 to May 31, 2022 with 6 months notice period.
2. Re-Appointment and terms thereof (including remuneration) of Mr. Vikas Ladia, Managing Director and Chief Executive Officer, has been approved for 3 years with effect from June 1, 2019 to May 31, 2022 with 6 months notice period.
3. Re-appointment and terms thereof (including remuneration), of Mr. Anubhav Ladia, Whole Time Director, has been approved for 3 years with effect from June 1, 2019 to May 31, 2022 with 6 months notice period.

- c. **The remuneration to Executive / Whole Time Directors is paid as determined/ recommended by the Nomination and Remuneration Committee, Board of Directors and Shareholders.**
- d. **Details of fixed component and performance linked incentive along with the performance criteria :** Salary has fixed component only and no performance linked incentive.
- e. **Non-Executive Director's remuneration**
Non-Executive Directors are being paid Sitting fee plus reimbursement of the expenses, for each meeting of the Board of Directors and Audit Committee.
- f. **No severance fees has been paid during the year.**

5. Stakeholders' Relationship Committee

5.1 Composition, Meetings and Attendance

The Stakeholders' Relationship Committee is constituted as per the requirement of Section 178 of the Act and Regulation 20 of Listing Regulations. The Stakeholders' Relationship Committee is primarily responsible to review all grievances connected with the Company's transfer of securities and redressal of shareholders'/investors'/security holders' complaints. Four meetings of the Stakeholders' Relationship Committee were held during the financial year 2020-21, on June 29, 2020, August 24, 2020, November 10, 2020 and February 9, 2021. The details of meeting and attendance are duly minutised.

The details of members and their categories, their attendance at Stakeholders' Relationship Committee Meetings during the year are as under:-

Sr. No.	Name of the Directors	Position held in the committee	Category	No. of meetings entitled to attend	No. of meetings attended
1.	Mr. Narendra Nath Agrawala	Chairman	NEID	4	4
2.	Mr. Vinod Kumar Ladia	Member	WTD	4	4
3.	Mr. Anubhav Ladia	Member	WTD	4	4

Notes:-

- ◇ NEID - Non- Executive Independent Director
- ◇ WTD - Whole Time Director

Mr. Narendra Nath Agrawala, Chairman of the Stakeholders' Relationship Committee, has attended the 40th AGM of the Company, which was held on September 26, 2020. Company Secretary and Compliance Officer of the Company is the Secretary of the Committee.

Further, all the recommendations of the Committee were accepted by the Board of Directors.

5.2 Brief description of terms of reference of the Stakeholders' Relationship Committee

1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

(2) Review of measures taken for effective exercise of voting rights by shareholders.

(3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.

(4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company

5.3 Number of Shareholders' complaints received and resolved during the financial year 2020-21

Details of queries and grievances received and addressed by the Company during financial year 2020-21 is given in the below Table.

Nature of Complaints	Number
Number of complaints received from the investors comprising non-receipt of dividend warrants, non-receipt of securities sent for transfer and transmission, complaints received from SEBI / Registrar of Companies / Bombay Stock Exchange / SEBI (SCORES) and so on	Nil
Number of complaints resolved	Nil
Number of complaints not resolved to the satisfaction of the investors as on March 31, 2021	Nil
Number of complaints pending as on March 31, 2021	Nil

6. Sub-Committee

6.1 Composition, Meetings and Attendance

As on March 31, 2021 the Sub-Committee of the Company comprises of 4 Directors. The Sub-Committee deals with various matters which includes:-

- To Borrow Money (otherwise than by issue of shares and debentures)
- To invest the funds of the Company
- To grant loan or give guarantee or provide the security in respect of loans
- To carry out the Banking Functions
- To delegate authority and such other matters as authorised by the Board of Directors.

Four meetings of Sub-Committee of the Board were held during the financial year 2020-21. Two members constitute the quorum for each meeting. The meetings were held on August 1, 2020, September 11, 2020, February 1, 2021 and March 23, 2021. The details of meeting and attendance are duly minutised. Company Secretary and Compliance Officer of the Company is the Secretary of the Committee.

The details of members and their categories, their attendance at Sub-Committee Meetings during the year are as under:-

S. No.	Name of the Directors	Position held in the committee	Category	No. of meetings entitled to attend	No. of meetings attended
1.	Mr. Anubhav Ladia	Member	WTD	4	4

2.	Mr. Narendra Nath Agrawala	Member	NEID	4	3
3.	Mr. Vikas Ladia	Member	MD	4	1
4.	Mr. Vinod Kumar Ladia	Member	WTD	4	4

Notes:-

- ❖ MD - Managing Director
- ❖ NEID - Non- Executive Independent Director
- ❖ WTD - Whole Time Director

6.2 Brief description of terms of reference of the Sub-Committee

1. Exercise all powers to borrow monies (otherwise than by issue of shares and debentures) within the limits approved by the Board and taking necessary actions connected therewith including refinancing for optimisation of borrowing costs.
2. Borrow monies by way of loan for the purpose of financing debt, refinancing the existing debt, capital expenditure, general corporate purposes including working capital requirements and possible strategic investments within the limits approved by the Board.
3. Carry out, rescind or vary/modify all or any of the financial arrangement with / assistance from Banks, Institutions, companies, corporations, societies, firms, person or persons on behalf of the Company within the prescribed limits.
4. Invest the funds of the Company within the limit approved by the Board.
5. Giving of loans / guarantees / issuing letters of comfort / providing securities in respect of loans within the limits approved by the Board.
6. Provide corporate guarantee/performance guarantee by the Company within the limits approved by the Board.
7. Approve opening, closing and operation of Accounts (including internet banking facilities) with banks and delegate authority to directors / executives / officers to operate the bank accounts.
8. Delegate authorities from time to time to the directors / executives / authorised persons to implement the decisions of the Committee.
9. Delegate the authority in part or in full to the directors/ executives/ officers of the Company to deal with the Court, any State/Central Government Office, any Executive, Quasi Judiciary, Judiciary and/or other Government authorities and to deal with such other authorities / department necessary to carry out the functioning of the Company.
10. Delegate authority to director / executives / officers to deal with any specific matter.
11. Carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable.

7. General Body Meetings

7.1 Annual General Meetings

a. Location and time, where last 3 Annual General Meetings were held:-

Financial Year	Date	Time	Location
2019-20	September 26, 2020	2.00 P.M.	Through Video Conferencing ('VC')/other Audio Visual Means ('OAVM') Facility hosted at SRSL House, Pulla Bhuwana Road, NH 8, Udaipur -313 004 (Rajasthan)
2018-19	September 25, 2019	2.30 P.M.	SRSL House, Pulla Bhuwana Road, NH 8, Udaipur -313 004 (Rajasthan)
2017-18	September 26, 2018	2.30 P.M.	SRSL House, Pulla Bhuwana Road, NH 8, Udaipur -313 004 (Rajasthan)

b. Special Resolutions passed in the previous three Annual General Meetings:-

Sr. No.	AGM held on	Special Resolution passed
1.	September 26, 2020	1. Re-appointment of Ms. Neelima Khetan (DIN: 05113000) as an Independent Director
1.	September 25, 2019	1. Re-appointment of Mr. Vinod Kumar Ladia as Executive Chairman and Whole Time Director ('Key Managerial Personnel') 2. Re-appointment of Mr. Vikas Ladia as Managing Director and Chief Executive Officer ('Key Managerial Personnel') 3. Re-appointment of Mr. Anubhav Ladia as Whole Time Director ('Key Managerial Personnel') 4. To sell, transfer and/ or Dispose off the whole or substantially the whole of the undertaking of the Company under section 180(1) (a) of the Companies Act, 2013 both present and future
2.	September 26, 2018	1. Re-appointment of Mr. Narendra Nath Agrawala (DIN: 00168211) as an Independent Director 2. Re-appointment of Mr. Raj Singh Nirwan (DIN: 00313799) as an Independent Director 3. Re-appointment of Mr. Sunil Goyal (DIN: 00110601) as an Independent Director 4. Re-appointment of Mr. Susheel Jain (DIN: 00313799) as an Independent Director 5. Revision in terms of appointment of Mr. Vinod Kumar Ladia, Executive Chairman and Whole Time Director of the Company

*No Extraordinary General Meeting was held during the year.

7.2 Postal Ballot

In view of the COVID-19 related lockdown and social distancing requirements, the Ministry of Corporate Affairs (MCA) had issued General Circular Numbers 14/2020, 17/2020, 22/2020, 33/2020 and 39/2020 on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020 respectively, which specified the framework for conduct of business through Postal Ballot till June 30, 2021.

Accordingly, the Company had sought the approval of the shareholders by way of a Special Resolution through notice of postal ballot dated February 09, 2021 for appointment of Mrs. Manju Datta (DIN: 09010395) and Dr. M.L. Sharma (DIN: 09023757) as Independent Directors as per Regulation 17(1A) of the Listing Regulations which were duly passed and the results of which were announced on March 18, 2021.

The Company complied with all the requisite provisions of the Act and Listing Regulations w.r.t. informing the shareholders of their voting rights and had made adequate efforts for effective exercise of voting rights by the shareholders during the ongoing pandemic. An advertisement was published by the Company on February 11, 2021, in "Financial Express", English newspaper in English language and in "Business Remedies" Vernacular language newspaper in vernacular language informing the shareholders for registration of email address with the Company or Depository for receiving the Notice of Postal Ballot and login details for e-voting.

The dispatch of Notices and accompanying documents were completed on February 15, 2021 to all Members appearing in the records of the company as on the Cut-off date, February 12, 2021. Also, an advertisement was published by the Company on February 16, 2021, in "Financial Express", English newspaper in English language and in "Business Remedies" Vernacular language newspaper in vernacular language, informing about the completion of the dispatch of the Postal Ballot Notice, by means of E-mail to the shareholders along with other related matters mentioned therein and the Members were requested to follow the procedure as stated in the instructions of the Notice for casting of votes electronically.

Central Depository Services (India) Limited ('CDSL'), was appointed as an Agency for providing remote electronic voting facility to Members.

The Notice also indicated the date of commencement of e-voting on Tuesday, February 16, 2021 and the last day of e-voting Wednesday, March 17, 2021 along with the process and manner of voting by electronic means.

Mr. Manoj Maheshwari, Practicing Company Secretary (Membership No. FCS 3355 Certificate of Practice No: 1971), Partner, M/S. V.M. & Associates, Company Secretaries was appointed as Scrutinizer to scrutinize the postal ballot process only by voting through electronic means (remote e-voting) in a fair and transparent manner. Mr. Manoj Maheshwari carried out the scrutiny of all electronic votes casted up to the close of working hours on March 17, 2021. He submitted his report dated March 18, 2021 and Chairman accepted the said Report.

The details of the voting pattern in respect of Special Resolution through postal ballot was as under:

Item No. 1: Special Resolution:
Appointment of Mrs. Manju Datta (DIN: 09010395) as an Independent Director

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstandin g shares (3)=[(2)/(1)] *100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter group	64,95,211	60,54,210	93.21%	60,54,210	0	100.00%	0
Public- Institutional Holders	3,134	0	0.00%	0	0	0.00%	0
Public- others	72,03,956	54,371	0.75%	54,371	0	100.00%	0
Total	1,37,02,301	61,08,581	44.58%	61,08,581	0	100.00%	0

Item No. 2: Special Resolution:
Appointment of Dr. M.L. Sharma (DIN: 09023757) as an Independent Director

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*1 00	% of votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter group	64,95,211	60,54,210	93.21%	60,54,210	0	100.00%	0
Public- Institutional Holders	3,134	0	0.00%	0	0	0.00%	0
Public- others	72,03,956	54,371	0.75%	54,371	0	100.00%	0
Total	1,37,02,301	61,08,581	44.58%	61,08,581	0	100.00%	0

None of the Resolutions as proposed in AGM notice requires passing through postal ballot.

8. Means of Communication

(a) **Quarterly Results:-** The Company's quarterly, half yearly and yearly results as per the format prescribed under Listing Regulations were duly sent to the Stock Exchange, where the shares are listed and were also made available on company's website at www.srsl.in.

(b) **Newspaper wherein results were published:-** As stipulated under Regulation 47 of the Listing Regulations, the quarterly results were published in one English National Newspaper and one Hindi Newspaper within 48 hours of the conclusion of the Board meeting in which the results were approved.

During the year, notice and financial results (Audited / Unaudited) were published in Financial Express and Business Remedies within the prescribed time.

(c) **Website:-** The Company's website www.srsl.in contains 2 separate sections viz. 'Corporate Governance' and 'Investor / Shareholder' where shareholders information are available. The Company's Annual Report is also made available in a user friendly and download-able form.

(d) **Annual Report:-** The Annual Report containing, inter alia, Board's Report, Audited Financial Statements, Auditor's Report and other important information is circulated to members and others entitled thereto. The *Management Discussions and Analysis Report* forms part as **Annexure-5** of the Annual Report. Annual Report is made available on the Company's website at www.srsl.in also.

(e) **News releases, presentations, among others:-** Official news releases and official media releases, if any, were sent to Stock Exchange and also made available on company's website at www.srsl.in.

(f) **Designated Exclusive email-ID:-** The Company has designated the following email ids exclusively for investor servicing:-

For queries on Annual Report: cs@srsl.in

For queries in respect of shares in physical mode: mas_serve@yahoo.com

Contact person for IEPF and Grievance Redressal:- Ms. Prinkle Talesara, Nodal Officer Company Secretary And Compliance Officer, Phone No.:-0294-2440334, E-mail:-cs@srsl.in

9. General Shareholder Information:-

a. Annual General Meeting-

Date : September 25, 2021

Time : 1.00 P.M. IST through VC/OAVM

*Financial Calendar Particulars April 1, 2021 to March 31, 2022 (Tentative)

- | | |
|---|---|
| 1. First quarter Results | : In or before the 2 nd week of August, 2021. |
| 2. Second quarter and Half Yearly Results | : In or before the 2 nd week of November, 2021 |
| 3. Third quarter and Nine-months Results | : In or before the 2 nd week of February, 2022 |
| 4. Fourth quarter and Annual Results | : In or before the 4 th week of May, 2022 |

*Annual General Meeting 2021-22 : Last week of September, 2022 (Tentative schedule)

*Date of Book Closure : Sunday, September 19, 2021 -
Saturday, September 25, 2021 (Both days inclusive)

b. Dividend Payment Date : Not Applicable

c. Name and Address of Stock Exchange : Equity shares of the company are listed at
BSE Limited; Phiroze Jeejeebhoy Towers Dalal
Street, Mumbai- 400001

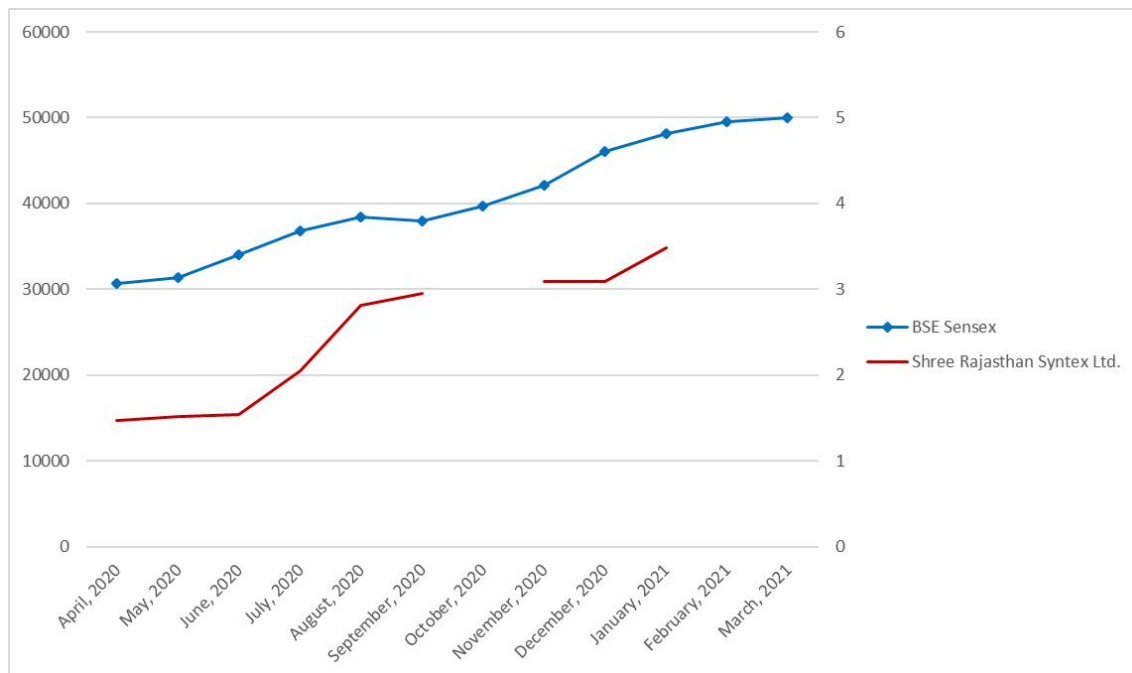
The Annual Listing fees for the financial year 2020-21 to BSE Limited has been paid.

d. Stock Code : 503837 with BSE Limited

e. Market price data and Performance in comparison to broad based indices :

Month	Shree Rajasthan Syntex Ltd.			BSE Sensex		
	High (Rs.)	Low (Rs.)	Avg High-Low (Rs.)	High (Rs.)	Low (Rs.)	Avg High-Low (Rs.)
April, 2020	1.64	1.31	1.475	33887.25	27500.79	30694.02
May, 2020	1.59	1.45	1.52	32845.48	29968.45	31406.965
June, 2020	1.64	1.43	1.535	35706.55	32348.1	34027.325
July, 2020	2.55	1.54	2.045	38617.03	34927.2	36772.115
August, 2020	2.95	2.67	2.81	40010.17	36911.23	38460.7
September, 2020	2.95	2.95	2.95	39359.51	36495.98	37927.745
October, 2020	-	-		41048.05	38410.2	39729.125
November, 2020	3.09	3.09	3.09	44825.37	39334.92	42080.145
December, 2020	3.09	3.09	3.09	47896.97	44118.1	46007.535
January, 2021	3.88	3.09	3.485	50184.01	46160.46	48172.235
February, 2021	-	-		52516.76	46433.65	49475.205
March, 2021	-	-		51821.84	48236.35	50029.095

PERFORMANCE IN COMPARISON TO BROAD BASED INDICES



- f. Registrar to an issue and share transfer agents** : M/s. MAS Services Limited,
T-34, 2nd Floor, Okhla Industrial Area,
Phase- II, New Delhi - 110 020,
Phone: 26387281/82/83 Fax: 26387384

mail: info@masserv.com
website: www.masserv.com

g. Share Transfer System :

As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition and re-lodged transfers of securities. Further, SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/ CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company Secretary or Mas Services Limited, Company's Registrar and Share Transfer Agents ("RTA") (Tel. No. 011 26387281/82/83) for assistance in this regard. During the year, the Company had obtained, on half-yearly basis, a certificate, from a Company Secretary in Practice, certifying that all certificates have been issued within thirty days of the date of lodgement of the transfer (for cases lodged prior to April 1, 2019), sub-division, consolidation and renewal as required under Regulation 40(9) of the Listing Regulations and filed a copy of the said certificate with the Stock Exchanges. Trading in equity shares of the Company is permitted only in dematerialised form.

h. Distribution of Shareholding

Shareholding pattern by size :

Shareholding of Nominal value (Rs.)	No. of shareholders	Shareholders (%)	Total No. of shares	% of share holding
1 - 5,000	6707	87.229	9,41,162	6.869
5,001 - 10,000	442	5.748	3,47,922	2.539
10,001 - 20,000	205	2.666	3,05,653	2.231
20,001 - 30,000	76	0.988	1,90,979	1.394
30,001 - 40,000	58	0.754	2,06,725	1.509
40,001 - 50,000	28	0.364	1,32,361	0.966
50,001 - 1,00,000	72	0.936	5,13,216	3.745
1,00,001 & above	101	1.314	1,10,64,283	80.748
Total	7689	100.00	1,37,02,301	100.00

Shareholding pattern by ownership :

Shareholders	No. of shares held	% of total shares held
Promoter and Promoter group	64,95,211	47.40
Foreign Institutional Investors	100	0.00
Mutual Funds /UTI	2,984	0.02
Banks	50	0.00
Corporate Bodies	13,10,900	9.57
Non -Resident Indian / OCB's	1,07,623	0.79
Public	57,85,433	42.22
Total	1,37,02,301	100.00

Shareholding Pattern Category wise :

Category	Number of shareholders	Shareholders (%)	Number of shares held	Shareholding (%)
Electronic	4,159	53.79	1,28,02,405	93.43
Physical	3,572	46.21	899,896	6.57
Total	7731	100.00	1,37,02,301	100.00
Note: 42 holders are common in demat and physical				

i. Dematerialization of Shares and Liquidity : As on March 31, 2021, 93.43% of the Company's equity shares have been dematerialized. The Company has entered into an agreement with both National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) whereby shareholders have the option to dematerialize their shares with the Depositories. *International Securities Identification Number (ISIN) of the Company is INE796C01011.*

j. Outstanding Global Depository Receipts or American Depository Receipts or warrants or any convertible instruments, conversion date and likely impact on equity : NIL

k. Disclosures of commodity price risks or foreign exchange risk and commodity hedging activities : The Company is an exporter and has natural hedging for its foreign currency exposures. However there was no export during the FY 2020-21.

l. Plant Locations

- i) Shree Rajasthan Syntex Ltd., Village - Udaipura, Simalwara Road, Dungarpur - 314 001 (Raj.)
- ii) Shree Rajasthan Polycot (A Div. of Shree Rajasthan Syntex Ltd.), Simalwara Road Dungarpur-314001 (Raj.)
- iii) Shree Rajasthan Texchem (A Div. of Shree Rajasthan Syntex Ltd.), Village - Patapura, Simalwara Road Dungarpur - 314 001 (Raj.)

m. Address for correspondence

27-A, First Floor, Meera Nagar, Housing Board Colony, Udaipur-313001 (Raj.)

n. Credit Ratings

Company is rated by CARE Rating Limited as under:-

1. Long-term Bank Facilities : Reaffirmed at CARE D (Single D) and withdrawn
2. Short-term Bank Facilities : Reaffirmed at CARE D (Single D) and Withdrawn
3. Fixed Deposits : Reaffirmed at CARE D (FD) [Single D (Fixed Deposit)] and withdrawn

Since the Company can no longer accept deposits, the requirement of credit rating has been withdrawn.

10. Other Disclosures**a) Disclosure on materially significant related party transactions that may have potential conflict with the interests of Company at large.**

None of the RPT have potential conflict with the interests of Company at large. Further, the details of Related Party Transactions are provided in form AOC-2 attached under the head of Board's Report as *Annexure-2*. The Related Party Transaction Policy is also available at the website of the Company at the link <http://www.srsl.in/documents/RPT-POLICY.pdf>

b) Details of non-compliance by the Company, penalties and strictures imposed on the company by Stock Exchange(s) or the SEBI, or any statutory authority, on any matter related to capital markets, during last three years.

(i) Non-filing of Form MGT-14 for registration of resolution for appointment of Chief Financial officer (Key Managerial Personnel) of Company; The Management is filing the petition for condonation of delay for e-form MGT-14 at the earliest.

(ii) BSE Limited has levied penalty of Rs. 11,800/- (Basic Rs. 10,000+ GST Rs. 1,800) on the Company for non-compliance of Regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for delay in intimation of Board Meeting held on August 24, 2020. The Company has paid the required fine to the Stock Exchange.

(iii) The Company has received a notice from BSE Limited regarding non-compliance of Regulation 17(1), Regulation 18(1) and Regulation 19(1)/ 19(2) pertaining to the composition of the Board including failure to appoint woman director, constitution of audit committee and nomination and remuneration committee. The Management has taken the required action by filing its reply along with detailed justifications for a valid compliance and the matter is pending before the waiver committee of BSE Limited in due course.

c) Whistle Blower Policy / Vigil Mechanism

Pursuant to Section 177 (9) and (10) of the Act and as per Listing Regulations, the Vigil Mechanism / Whistle Blower Policy was formulated to provide an opportunity to employees and an avenue to raise concerns about the unethical behavior actual or suspected fraud or violation of the Company's code or ethics policy and to access in good faith the Audit Committee, to the highest possible standards of ethical, moral and legal business conduct and its commitment to open communication, in case they observe unethical and improper practices or any other wrongful conduct in the Company, to provide necessary safeguards for protection of employees from reprisals or victimization and to prohibit managerial personnel from taking any adverse action against those employees.

The Vigil Mechanism / Whistle Blower Policy and any matters arising towards such policy shall be overseen by the Audit Committee on the basis of the following details;

- a) Internal Policy and Protection under Policy.
- b) Safeguards against Harassment or Victimization:
- c) False Allegation and Legitimate Employment Action.
- d) Disclosure to the Head of Department/Audit Committee
- e) Accountability - Head of Department/ Managing Director/Audit Committee.
- f) Procedure of vigil mechanism.

The Whistle Blower Policy of the Company is also available on the website of the Company at the link <http://www.srsl.in/documents/WHISTLE-BLOWER-POLICY.pdf>

During the year, no whistle blower event was reported and mechanism is functioning well. Further, no personnel has been denied access to the Audit Committee.

d) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of Listing Regulations.

The Company complies with all the requirements of the Listing Regulations. Our Company has complied with the mandatory requirements and has ensured the implementation of non-mandatory items such as:-

- Unmodified audit opinions / reporting
- Internal auditor reports directly to audit committee

e) Total fees for all services paid by the company to the Statutory Auditor and all the entities in the network firm/network entity of which statutory auditor is a part.

The details of total fees for all the services paid by the company to the Statutory Auditor are provided in Notes to the Financial Statements. Please refer note 38 to the Financial Statement.

f) PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder. The Company has constituted Internal Complaint Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for reporting and conducting inquiry into the complaints made by the victim on the harassment at the work place.

The following is a summary of Sexual Harassment Complaints received and disposed off during the financial year 2020-21:-

- a. Number of Complaints pending at the beginning of the year : **NIL**
- b. Number of Complaints received during the year : **NIL**
- c. Number of Complaints disposed off during the year : **NA**
- d. Number of Complaints pending at the end of the year : **NIL**

11. Declarations

1. A certificate from M/s. V. M. & Associates, Company Secretaries, Jaipur stating that none of the directors on the board of the company have been debarred from being appointed or continue as directors of the Companies by SEBI / Ministry of Corporate Affairs or any such statutory authority forms part of report on Corporate Governance. Please refer Page No. 64
2. Compliance Certificate taken from M/s. Doogar & Associates, Statutory Auditor, New Delhi, regarding compliance of conditions of Corporate Governance forms part of report on Corporate Governance. Please refer Page No. 65
3. Certificate taken from Mr. Vikas Ladia, Chief Executive Officer and Mr. Prahlad Bilochi, Chief Financial Officer as specified in Part B of Schedule II as per Regulation 17(8) forms part of report on Corporate Governance. Please refer Page No. 67
4. Non-compliance of any requirement of Corporate Governance Report of sub-para (2) to (10) of Para C to Schedule V of the Listing Regulations : The Company has complied with all the requirements in this regard, to the extent applicable, other than those mentioned under sub para 10 (b)
5. The Company is in compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations, other than those mentioned under sub para 10 (b).

Declaration affirming compliance with Code Of Conduct

I hereby confirm and declare that all the Board members, Key Managerial Personnel and Senior Management Personnel have individually affirmed compliance with the Code of Conduct adopted by the Company for the financial year ended March 31, 2021.

Place: Udaipur
Date: April 23, 2021

Sd/-
Vikas Ladia
(Chief Executive Officer)
DIN (00256289)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Shree Rajasthan Syntex Ltd
27-A, First Floor, Meera Nagar
Housing Board Colony
Udaipur – 313 001 (Rajasthan)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Shree Rajasthan Syntex Ltd** having CIN: L24302RJ1979PLC001948 and having registered office at 27-A, First Floor, Meera Nagar, Housing Board Colony, Udaipur – 313 001 (Rajasthan) (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN
1.	**Vinod Kumar Ladia	00168257
2.	Anubhav Ladia	00168312
3.	Vikas Ladia	00256289
4.	Narendra Nath Agrawala	00168211
5.	Manju Datta	09010395
6.	Mohan Lal Sharma	09023757
7.	*Sunil Goyal	00110601
8.	*Neelima Khetan	05113000

*Ceased from the Directorship of the Company during Financial Year 2020-21.

** Ceased from the Directorship of the Company w.e.f August 10, 2021.

Ensuring the eligibility of, for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Jaipur
Date: August 12, 2021
UDIN: F003355C000772134

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019
Sd/-
CS Manoj Maheshwari
Partner
Membership No.: FCS 3355
C P No.: 1971

INDEPENDENT AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE AS PER PROVISIONS OF CHAPTER IV OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (AS AMENDED)

To the Members of
Shree Rajasthan Syntex Ltd.

1. The Corporate Governance Report prepared by Shree Rajasthan Syntex Ltd. ("the Company"), contains details as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('applicable criteria') with respect to Corporate Governance for the year ended March 31, 2021. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Our responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the condition of Corporate Governance, as stipulated in the Listing Regulations.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures includes but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.
8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations (except as mentioned in the report), as applicable for the year ended March 31, 2021, referred to in paragraph 1 above.

Other Matters and Restriction on Use

10. This Report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
11. This Report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Report for events and circumstances occurring after the date of this Report.

For Doogar & Associates

Chartered Accountants
Firm's Registration No. 000561N

Sd/-

Vardhman Doogar

Partner

Membership No. 517347

UDIN: 21517347AAAAQC1264

Dated: August 12, 2021

Place: New Delhi

CERTIFICATE

*(Pursuant to Regulation 17(8) and Schedule II Part B of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

“Certified that”

A. We have reviewed financial statements and the cash flow statement for the financial year 2020-21 and that to the best of our knowledge and belief:

(1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

(2) These statements together present a true and fair view of the company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year 2020-21 which are fraudulent, illegal or in violation of the company’s code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee

(1) significant changes in internal control over financial reporting during the year 2020-21

(2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company’s internal control system over financial reporting.

FOR SHREE RAJASTHAN SYNTEX LTD.

Sd/-

PRAHLAD BILOCHI
(CHIEF FINANCIAL OFFICER)

Sd/-

VIKAS LADIA
(CHIEF EXECUTIVE OFFICER)

Date: 24th June, 2021

Place: Udaipur



Independent Auditors' Report

**To The Members of
Shree Rajasthan Syntex Limited**

Report on the Audit of the Financial Statements

Opinion

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

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

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw attention to Note no. 41 to the financial statements regarding preparation of the financial results on going Concern basis. The Company has accumulated losses as on March 31, 2021, its current liabilities are substantially higher than current assets and has defaulted in repayment of borrowings. The Company is also of the view that no impairment of its non-current assets is required. These conditions indicate the existence of a material uncertainty on the Company's ability to continue as going concern. The appropriateness of assumption of going concern and evaluation of recoverable value of its non-current assets is critically dependent upon the successful outcome of the discussion with its lenders for a financial resolution, the Company's ability to raise finance / generate cash flows in future to meet its obligations. In view of the management's expectation of the successful outcome in future years, the Statement has been prepared on going concern basis.

Our conclusion is not modified in respect of this matter.

Emphasis of Matter

We draw attention to note no. 41 to the financial statements regarding interest expense has been recognized as per the interest rate proposed in the restructuring plan which has been dropped by the Banks and the company has also not made any provision for amount towards penal interest, penalty, etc. as may be charged by the lenders, in the absence of statement of accounts from banks. Management is in active discussion with all the member banks of consortium arrangement for alternative financial resolution plan and is confident of favourable outcome.

Our conclusion is not modified in respect of the above matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the “Material Uncertainty Related to Going Concern” section, we have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor’s responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Key audit matters	How our audit addressed the key audit matter
Litigation, claims and other contingencies (as described in note 40 of the financial statements)	
<p>As indicated in Note 40, the Company is involved in various litigations and claims including court and arbitration proceedings.</p> <p>This risk of litigations and claims would have a significant financial impact if the potential exposures were to materialize.</p> <p>The amounts of claims may be significant and estimates of the amounts of provisions or contingent liabilities are subject to significant management judgement.</p> <p>This matter has been determined to be a key matter, since the aforementioned cases requires significant judgements by management, including that obtained from its legal advisors.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> • Obtained an understanding of identification process relating to litigations and claims and contingent liabilities and evaluated the design and tested the operating effectiveness of controls in respect of process • Assessed the progress of all significant contingencies, consideration of any evidence of legal disputes. • Evaluated management’s assessment of the likely outcome and potential exposures arising from significant contingencies subject to ongoing court and arbitration proceedings and considered the requirements for any provision. • Inquired with both legal and finance personnel in respect of ongoing litigations or claims proceedings, inspected relevant correspondence and requested a confirmation letter from the Company’s in-house legal counsel. Also, obtained legal confirmation letters on sample basis from external legal counsels.

We have determined that there are no other key audit matters to communicate in our report.

Information Other than the Financial Statements and Auditor's report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibilities for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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



- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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



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

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
- d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164(2) of the Act;
- f. The going concern matter described in the “Material Uncertainty Related to Going Concern” Section above, in our opinion, may have an adverse effect on the functioning of the Company.
- g. With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting;
- h. With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197 of the act, as amended. In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- i. With respect to the other matters to be included in the Auditors’ Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 40 to the financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Doogar & Associates

Chartered Accountants

Firm Registration No. 000561N

Sd/-

Vardhman Doogar

Partner

Membership No. 517347

UDIN: 21517347AAAANK4539

Place: Udaipur

Date: June 24, 2021



Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Shree Rajasthan Syntex Limited of even date)

- i. In respect of the Company's fixed assets: -
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. The Company has maintained proper records of inventory. The discrepancies noticed on verification between the physical stock and the book records were not material.
- iii. According to the information and explanations given to us, the Company had granted unsecured loans to a body corporate, covered in the register maintained under Section 189 of the Companies Act, 2013, in respect of which:
 - a. The terms and conditions of the grant of such loan are, in our opinion, prima facie, not prejudicial to the Company's interest.
 - b. The schedule of repayment of principal and payment of interest has been stipulated and repayments of principal amount have been regular as per stipulations but default in payment of interest;
 - c. There is an overdue interest amount of Rs. 18.77 Lakhs receivable as at the year-end.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v. The Company has not accepted any deposits within the meaning of Section 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- vi. In pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under Section 148 (1) of the Companies Act, 2013, is not applicable to the company.
- vii. According to the information and explanations given to us, in respect of statutory dues:
 - a. Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, value added tax, goods and service tax, cess and other statutory dues have been deposited after due dates with the appropriate authorities.
 - b. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-Tax, Service Tax, Sales Tax, Goods and Services Tax, Duty of Custom, Duty of



Excise, Value Added Tax, Cess and Other Statutory Dues were outstanding, at the year end, for a period of more than six months from the date they become payable.

- c. Details of the dues of Income Tax, Duty of Custom, Duty of excise, goods & service tax and Value Added Tax which have not been deposited (along with amount deposited under protest) by the Company on account of any dispute are given below–

SI. No.	Name of the Statute	Nature of the dues	Forum where dispute is pending	Period to which the amount relates (F.Y.)	Amount (Rs. In lakhs)	
					Gross	Deposited under protest
1	Rajasthan Stamp Act	Stamp Duty	Tax Board, Ajmer	2012-13	2.70	0.90
2	Rajasthan Tax into entry of goods into local area Act,1999	Entry tax and interest	High Court	2001-02 to 2005-06	252.32	252.32
3	Rajasthan Tax into entry of goods into local area Act,1999	Entry tax and interest	High Court	2006-07 to 2014-15	231.06	231.06
4	Central Excise Act 1994	Excise Duty and Custom Duty	Dy Commissioner / Asst. Commissioner	1997 & onwards	24.47	1.34
5	Central Excise Act 1994	Excise Duty and Custom Duty	Commissioner Appeals	1994-95 & 1995-96	6.10	-
6	Service Tax	Service Tax	Dy Commissioner / Asst. Commissioner	1998-99 to 1999-2000	20.84	10.88
7	Service Tax	Service Tax	Commissioner Appeals	2007 & onwards	4.69	4.69
8	Service Tax	Service Tax	CESTAT	2007 & onwards	3.20	3.20
9	Rajasthan Value Added Tax 2003	Value added tax with RIPS	High Court	2007-08 to 2015-16	923.74	72.54

- viii. The restructuring scheme has been dropped by Banks and they have recalled the entire overdue Term Loan of Rs. 2,857.49 Lakhs, Working Capital of Rs. 5,389.68 Lakhs, Bills Discounted of Rs. 1299.61 Lakhs and Interest of Rs. 4,575.95 Lakhs. The detailed statement of accounts are yet to be received from the banks. Further the interest has been provided on outstanding loans as per earlier proposed restructuring scheme.

(Rs. in Lakhs)

Name of Lender	Term/ Working Capital	Interest	Period
IDBI	3,259.11	839.90	June18- March 21
BOB	2,043.84	1,386.14	April 17 - March 21
SBI	4,243.82	2,349.91	June17- March 21
Total	9,546.77	4,575.95	



- ix. On the basis of information and explanation given to us, term loans have been applied for the purposes for which they were obtained. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments), during the current year.
- x. To the best of our knowledge and 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. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the CARO 2016 is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
- xv. According to the information and explanations given to us, 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 to the Company.
- xvi. According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Doogar & Associates

Chartered Accountants

Firm Registration No. 000561N

Sd/-

Vardhman Doogar

Partner

Membership No. 517347

UDIN: 21517347AAAANK4539

Place: Udaipur

Date: June 24, 2021



Annexure B to the Independent Auditors' Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Shree Rajasthan Syntex Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 Shree Rajasthan Syntex Limited as of 31 March, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls 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 ("the Guidance Note"). 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 the 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 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to the financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to financial statements 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 over financial reporting with reference to financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of such 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 with reference to financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with Reference to Financial Statements

A company's internal financial controls over financial reporting with reference to financial statements are 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 controls over financial reporting with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in



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

Inherent Limitations of Internal Financial Controls Over Financial Reporting with Reference to Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

For Doogar & Associates

Chartered Accountants

Firm Registration No. 000561N

Sd/-

Vardhman Doogar

Partner

Membership No. 517347

UDIN: 21517347AAAANK4539

Place: Udaipur

Date: June 24, 2021

	Note No.	As at March 31, 2021	As at March 31, 2020
I. ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	6,822.02	7,247.01
(b) Right of use asset	5	29.44	12.80
(c) Intangible assets	4	0.05	0.23
(d) Financial assets			
(i) Loans	6	46.98	59.98
(ii) Other financial assets	7	119.97	114.99
(e) Deferred tax assets (net)	8	441.60	441.60
(f) Other non-current assets	9	4,595.46	1,360.98
Total non-current assets		12,055.52	9,237.59
Current Assets			
(a) Inventories	10	309.05	492.06
(b) Financial Assets			
(i) Trade receivables	11	91.93	117.48
(ii) Cash and cash equivalents	12	72.13	15.24
(iii) Bank balances other than (ii) above	13	0.22	1,424.89
(iv) Loans	14	13.00	18.77
(v) Other financial assets	15	-	-
(c) Other current assets	16	453.88	3,883.66
(d) Current tax assets	17	68.38	61.01
Total current assets		1,008.59	6,013.11
TOTAL ASSETS		13,064.11	15,250.70
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	18	1,370.23	1,370.23
(b) Other equity	19	(4,787.65)	(2,432.70)
Total Equity		(3,417.42)	(1,062.47)
Liabilities			
Non-current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	20	574.86	3,777.16
(ii) Lease Liability	21	19.82	3.36
(iii) Other financial liabilities	22	144.45	151.26
(b) Provisions	23	95.98	132.50
Total Non-current liabilities		835.11	4,064.28
Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	24	5,389.68	5,239.57
(ii) Trade payables	25		
- Due to micro enterprises and small enterprises		24.06	22.11
- Due to creditors other than micro enterprises and small enterprises		2,307.89	2,694.43
(iii) Lease Liability	26	10.12	10.33
(iv) Other financial liabilities	27	7,805.83	4,094.31
(b) Provisions	28	71.13	107.53
(d) Other current liabilities	29	37.71	80.61
Total Current liabilities		15,646.42	12,248.89
Total Liabilities		16,481.53	16,313.17
TOTAL EQUITY AND LIABILITIES		13,064.11	15,250.70

See accompanying notes to the financial statements

1 to 51

As per our report of even date

For Doogar & Associates
Chartered Accountants
Firm's registration No. 000561N

For and on behalf of the Board of Directors of
Shree Rajasthan Syntex Limited

Vardhman Doogar
Partner
M. No 517347

Vikas Ladia
Managing Director & CEO
DIN: 00256289

Anubhav Ladia
Whole Time Director
DIN: 00168312

Place : Udaipur
Dated: June 24, 2021

Narendra Nath Agrawala
Independent Director
DIN: 00168211

Prahlad Bilochi
Chief Financial Officer

Prinkle Talesara
Company Secretary
& Compliance Officer
M. no. A60017

Shree Rajasthan Syntex Limited
Statement of Profit and Loss for the year ended March 31, 2021
CIN:- L24302RJ1979PLC001948

(Rs. in Lakhs)

Particulars	Note No.	For the year ended March 31, 2021	For the year ended March 31, 2020
I. Revenue from operations	30	3,663.09	6,932.67
II. Other income	31	159.21	163.93
III Total Income (I+II)		3,822.30	7,096.60
IV Expenses :			
Cost of material consumed	32	1,018.79	3,267.13
Purchases of stock-in-trade	33	234.03	7.76
Changes in inventories of finished goods, work-in-progress and stock-	34	112.62	453.91
Employee benefit expenses	35	918.40	1,367.97
Finance costs	36	1,818.14	1,474.10
Depreciation and amortisation expense	37	438.52	441.31
Other expenses	38	1,696.29	2,242.05
Total expenses (IV)		6,236.79	9,254.23
V Profit/(Loss) before exceptional items and tax (III-IV)		(2,414.49)	(2,157.63)
VI Exceptional items (gain)		-	-
VII Profit/(Loss) before tax (V+VI)		(2,414.49)	(2,157.63)
VIII Tax expense:			
Current tax		-	-
Deferred tax		-	12.84
Tax adjustment of earlier years		-	-
Total tax expenses (VIII)		-	12.84
IX Profit for the year (VII-VIII)		(2,414.49)	(2,170.47)
X Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Re-measurement gains/(loss) on defined benefit plans		59.54	118.30
Income tax expense relating to items that will not be reclassified to profit or loss		-	(30.76)
Total Other Comprehensive Income (X)		59.54	87.54
XI Total Comprehensive Income for the year (IX+X)		(2,354.95)	(2,082.93)
XII Earnings per equity share of Rs. 10 each	39		
- Basic		(17.62)	(15.84)
- Diluted		(17.62)	(15.84)

See accompanying notes to the financial statements 1 to 51

As per our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm's registration No. 000561N

For and on behalf of the Board of Directors of
Shree Rajasthan Syntex Limited

Vardhman Doogar
Partner
M. No 517347

Vikas Ladia
Managing Director & CEO
DIN: 00256289

Anubhav Ladia
Whole Time Director
DIN: 00168312

Place: Udaipur
Dated: June 24, 2021

Narendra Nath Agrawala
Independent Director
DIN: 00168211

Prahlad Bilochi
Chief Financial Officer

Prinkle Talesara
Company Secretary
& Compliance Officer
M. No. A60017

Shree Rajasthan Syntex Limited
Statement of Cash flows for the year ended 31st March, 2021
CIN:- L24302RJ1979PLC001948

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
A. Cash flow from operating activities		
Net profit before tax	(2,414.49)	(2,157.63)
Adjustments for Depreciation	438.52	441.31
Sundry balances / Excess Liabilities written back	(59.48)	(55.20)
Unrealised Foreign Exchange Fluctuation (Net) (Gain)/Loss	(0.00)	3.47
Allowances for expected credit loss	140.55	64.31
Bad Debts	-	-
Interest Expense	1,802.48	1,423.40
Loss/(Profit) on sale of fixed assets	(0.00)	15.00
Interest Income	(55.49)	(87.19)
Operating profit before working capital changes	(147.91)	(352.53)
Adjustments for:-		
Inventories	183.01	572.81
Trade Receivables	85.03	231.60
Loans	18.77	-
Other financial assets	(4.98)	41.26
Other non-financial assets	54.75	150.63
Trade payables	(384.59)	(1,199.04)
Other financial liabilities	54.83	54.16
Other non-financial liabilities	(42.90)	(86.35)
Non Current & Current Provisions	(13.38)	(51.21)
Cash generated from operations	(197.37)	(638.67)
Income tax paid	(7.37)	(25.72)
Net cash inflow/(outflow) from operating activities	(204.74)	(664.39)
B. Cash flow from investing activities		
Purchase of property, plant & equipment	(0.77)	(1.72)
Sale proceeds of fixed assets	0.37	17.36
Sale proceeds of investments	-	-
Interest Received	55.49	88.76
Net cash inflow / (outflow) from investing activities	55.09	104.40
C. Cash inflow/(outflow) from financing activities		
Increase /(Decrease) in Long-Term Borrowings	(1,299.41)	22.78
Increase /(Decrease) in Short-Term Borrowings	150.11	742.11
Payment of lease liability	(14.92)	(10.73)
Interest paid	(53.91)	(167.80)
Net cash inflow / (outflow) used in financing activities	(1,218.13)	586.36
Net changes in cash and cash equivalents	(1,367.78)	26.37
Opening Cash and cash equivalents	1,440.13	1,413.76
Closing Cash and cash equivalents	72.35	1,440.13

Note:

- (i) Statement of cash flows has been prepared using Indirect method in accordance with Ind AS-7
(ii) Refer note no. 12 and 13 for components of cash and cash equivalents

See accompanying notes to the financial statements 1 to 51

As per our report of even date attached

For Doogar & Associates
Chartered Accountants
Firm's registration No. 000561N

**For and on behalf of the Board of Directors of
Shree Rajasthan Syntex Limited**

Vardhman Doogar
Partner
M. No 517347

Vikas Ladia
Managing Director & CEO
DIN: 00256289

Anubhav Ladia
Whole Time Director
DIN: 00168312

Place: Udaipur
Dated: June 24, 2021

Narendra Nath Agrawala
Independent Director
DIN: 00168211

Prahlad Bilochi
Chief Financial Officer

Prinkle Talesara
Company Secretary
& Compliance Officer
M. No. A60017

Shree Rajasthan Syntex Limited
Statement of changes in equity for the year ended March 31, 2021
CIN:- L24302RJ1979PLC001948

A. Equity Share Capital

(Rs. in Lakhs)

Balance as at April 1, 2019	Movement during the year 2019-20	Balance as at March 31, 2020	Movement during the year 2020-21	Balance as at March 31, 2021
1,370.23	-	1,370.23	-	1,370.23

B. Other Equity

(Rs. in Lakhs)

Particulars	Reserves and Surplus					Other Comprehensive Income	Total
	General Reserve	Capital Redemption Reserve	Share Premium	Securities Premium	Retained Earnings	Re-measurement of the net defined benefit plans	
Balance as at 1st April, 2019	177.12	500.00	1,998.42	718.82	(3,836.39)	92.26	(349.77)
Loss for the year	-	-	-	-	(2,170.47)	-	(2,170.47)
Other comprehensive income (loss) for the year (net of income tax)	-	-	-	-	-	87.54	87.54
Balance as at March 31, 2020	177.12	500.00	1,998.42	718.82	(6,006.86)	179.80	(2,432.70)
Loss for the year	-	-	-	-	(2,414.49)	-	(2,414.49)
Other comprehensive income (loss) for the year (net of income tax)	-	-	-	-	-	59.54	59.54
Balance as at March 31, 2021	177.12	500.00	1,998.42	718.82	(8,421.35)	239.34	(4,787.65)

See accompanying notes to the financial statements

1 to 51

As per our report of even date

For **Doogar & Associates**
Chartered Accountants
Firm's registration No. 000561N

For and on behalf of the Board of Directors of
Shree Rajasthan Syntex Limited

Vardhman Doogar
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Company Secretary
& Compliance Officer
M. No. A60017

Note – 1 – Company overview

Shree Rajasthan Syntex Limited ("The Company") was incorporated on November 15, 1979. We at SRSL have served the Textile Raw Material chain for several years. This has been possible due to our fair and ethical business practices and contribution of all members of staff and workers of the company. Using best available manufacturing practices and technology from our machinery partners, we have always aimed at delivering "Efficient Solutions" to our customers.

Note – 2 – Basis of preparation of financial statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost conversion on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) rules, 2015 and relevant amendments rules issued thereafter.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The financial statements are presented in Indian Rupee ('INR') which is also the functional and presentation currency of the company.

2.1 Summary of significant accounting policies

a. Revenue recognition

Revenue is recognised at the fair value of the consideration received or receivable. The amount disclosed as revenue is net of returns, discounts and exclusive of Goods and Services Tax.

The company recognizes revenue when the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the entity.

(i) Sales of goods

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods are transferred to the buyer and the entity retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold.

The performance obligation in case of sales of goods is satisfied at a point in time i.e., Revenue from export sales is recognized on the basis of bill of landing while Domestic sales is recognized on the basis of ex-factory dispatch as may be specified in the contract.

(ii) Rendering of Services

Revenue from rendering of services is recognized over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

In case of discounts, rebates, credits, price incentives or similar terms, consideration are determined based on its most likely amount, which is assessed at each reporting period.

(iii) Export Incentives

Export benefits/incentives are accounted for on accrual basis.

(iv) Insurance and Other Claims

In accordance with the consistent practice, insurance and other claims, to the extent considered recoverable, are accounted for in the year relevant to claim while the balance is accounted for on settlement.

b. Employee benefits

(i) Short term Employee Benefits

Short Term Employee Benefits are recognized as an expense on an undiscounted basis in the statement of profit and loss of the year in which the related service is rendered.

(ii) Post Employment Benefits

(a) Defined Contribution Plans

Provident Fund

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

(b) Defined benefit plans

Gratuity

The Company's gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation carried at the year end using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of the estimated future cash flows. Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- (a) The date of the plan amendment or curtailment, and
- (b) The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

Compensated absences

Benefits under the Company's leave encashment constitute other employee benefits. The liability in respect of leave encashment is provided on the basis of an actuarial valuation done by an independent actuary at the year-end using the Projected Unit Credit Method. Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

c. Property, plant and equipment

Property, plant and equipment are carried at cost of acquisition less accumulated depreciation. The cost of an item of Property, plant and equipment comprises its purchase price, including import duties and others non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price.

Cotton Yarn Unit (Polycot Yarn Division) is stated at cost without availing CENVAT, and Thermal Power Plant is stated without availing Service CENVAT. All costs including financing costs till commencement of commercial production and adjustment arising from exchange rate variations relating to borrowings attributable to the Property, plant and equipment are capitalized.

Property, plant and equipment under construction are disclosed as capital work in progress.

Recognition:

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if:

- (a) it is probable that future economic benefits associated with the item will flow to the entity; and
- (b) the cost of the item can be measured reliably.

Shree Rajasthan Syntex Limited
Notes forming part of the financial statements for the year ended March 31, 2021

Stores and Spares	At First In First Out method.
Waste and scrap	At Net realisable value
Fuel	Monthly moving weighted average

g. Borrowing costs

Borrowing costs that are attributable to the acquisition of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

h. Leases

Effective April 1, 2019, the Company adopted Ind AS 116 “Leases” and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method on the date of initial application. Consequently, the Company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset at its carrying amount.

The Company’s lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The Company recognizes a right-of-use asset (“ROU”) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

i. Income taxes

Income tax expense represents the sum of current and deferred tax (including MAT). Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the Balance sheet and the corresponding tax bases used in the computation of taxable profit and are accounted for using the Balance Sheet approach. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognized for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised. Deferred tax assets and liabilities are measured at the applicable tax rates. Deferred tax assets and deferred tax liabilities are off set and presented as net.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

Credit of MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the profit and loss account and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

j. Earnings per share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share

Shree Rajasthan Syntex Limited
Notes forming part of the financial statements for the year ended March 31, 2021

and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value.

k. Foreign Currency Transactions

The functional currency of the company is Indian rupee. These financial statements are presented in Indian rupee.

In preparing the financial statements, transaction in foreign currencies are recognised at the rates of exchange prevailing at the dates of the transactions. Exchange differences arising on foreign exchange transactions settled during the period are recognised in the Statement of profit & loss of the period.

The foreign currency monetary items are translated using the closing rate at the end of each reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency is translated using the exchange rate at the date of the transaction. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements is recognised in profit or loss in the period in which they arise. All other foreign exchange gains and losses are presented in the statement of profit and loss on net basis.

l. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(i) Initial Recognition and measurement

On initial recognition, all the financial assets and liabilities are recognized at its fair value plus or minus transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability except financial asset or financial liability measured at fair value through profit or loss. Transaction costs of financial assets and liabilities carried at fair value through the Profit and Loss are immediately recognized in the Statement of Profit and Loss.

(ii) Subsequent measurement

Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset is measured at fair value through profit and loss unless it is measured at amortized cost or at fair value through other comprehensive income.

Financial liabilities

The financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

m. Impairment of assets

(i) Financial assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the

loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in Statement of Profit or Loss.

(ii) Non-financial assets

The carrying amounts of assets are reviewed at each balance sheet date in accordance with Ind AS 36 'Impairment of Assets', to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

n. Cash and cash equivalents

The Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with a maturity period of three months or less from the balance sheet date, which are subject to an insignificant risk of changes in value.

o. Provisions and Contingencies

A provision is recognized when there is a present obligation as a result of past event and it is probable that there will be an outflow of resources in respect of which a reliable estimate can be made. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised.

p. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020.

2.2. Significant accounting judgements, estimates and assumptions

The preparation of the company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

a) Contingent Liabilities:

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal and constructive claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence and potential quantum of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events

b) Estimates and Assumptions:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Existing circumstances and assumptions about future developments,

however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill and other intangibles with indefinite useful lives recognised by the company.

c) Taxes:

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

d) Defined benefit plans:

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation and other post-employment benefits are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

Shree Rajasthan Syntex Limited

Notes forming part of financial statements for the year ended March 31, 2021

3 Property, plant and equipment

(Rs. in Lakhs)

Particulars	Leasehold Land	Freehold Land	Building	Tube Well	Plant and Machinery	Electric Installation	Water Supply Installations	Material Handling Equipment	Air Conditioner	Furniture and Fixtures	Office Equipment	Vehicles	Total
Gross carrying amount													
As at April 1, 2019	13.76	3.29	2,551.83	9.69	17,571.11	1,007.90	94.77	25.64	19.66	176.12	97.82	71.19	21,642.78
Additions	-	-	-	-	-	1.04	-	-	-	0.30	0.38	-	1.72
Disposal/Adjustments	-	-	-	-	239.35	-	-	-	-	1.06	-	0.24	240.65
As at March 31, 2020	13.76	3.29	2,551.83	9.69	17,331.76	1,008.94	94.77	25.64	19.66	175.36	98.20	70.95	21,403.85
Additions	-	-	-	-	-	-	-	-	0.26	0.04	0.47	-	0.77
Disposal/Adjustments	-	-	-	-	3.12	-	-	-	-	-	2.99	-	6.11
As at March 31, 2021	13.76	3.29	2,551.83	9.69	17,328.64	1,008.94	94.77	25.64	19.92	175.40	95.68	70.95	21,398.51
Accumulated Depreciation													
As at April 1, 2019	-	-	1,261.13	8.48	11,494.11	799.36	39.82	19.77	16.59	152.18	89.55	52.72	13,933.71
Depreciation for the year	-	-	64.65	0.20	340.84	11.46	3.58	0.37	0.60	2.98	2.04	4.70	431.42
Disposal/reversal	-	-	-	-	207.12	-	-	-	-	0.94	-	0.23	208.29
As at March 31, 2020	-	-	1,325.78	8.68	11,627.83	810.82	43.40	20.14	17.19	154.22	91.59	57.19	14,156.84
Depreciation for the year	-	-	64.61	0.20	338.69	11.34	3.72	0.37	0.57	2.46	1.04	2.40	425.40
Disposal/reversal	-	-	-	-	2.96	-	-	-	-	-	2.79	-	5.75
As at March 31, 2021	-	-	1,390.39	8.88	11,963.56	822.16	47.12	20.51	17.76	156.68	89.84	59.59	14,576.49
Net Carrying amount													
As at March 31, 2020	13.76	3.29	1,226.06	1.01	5,703.93	198.12	51.37	5.50	2.47	21.14	6.61	13.76	7,247.01
As at March 31, 2021	13.76	3.29	1,161.44	0.81	5,365.08	186.78	47.65	5.13	2.16	18.72	5.84	11.36	6,822.02

Shree Rajasthan Syntex Limited

Notes forming part of financial statements for the year ended March 31, 2021

4 Intangible assets

(Rs. in Lakhs)

Particulars	Computer Softwares
Gross carrying amount	
As at April 1, 2019	1.06
Additions	-
Disposal/Adjustments	-
As at March 31, 2020	1.06
Additions	-
Disposal/Adjustments	-
As at March 31, 2021	1.06
<u>Accumulated amortisation</u>	
As at April 1, 2019	0.60
Amortisation during the year	0.23
Disposal/Adjustments	-
As at March 31, 2020	0.83
Amortisation during the year	0.18
Disposal/Adjustments	-
As at March 31, 2021	1.01
<u>Net Carrying amount</u>	
As at March 31, 2020	0.23
As at March 31, 2021	0.05

5 Right of use asset

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Opening Balance	12.80	-
Right of asset booked during the year	29.58	22.46
Less :- Amortisation during the year	-12.94	-9.66
Closing Balance	29.44	12.80

6 Loans

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Financial assets at amortized cost		
Unsecured considered good		
Loans & advances to related parties (SRSL Employees Welfare Trust)	46.98	59.98
Total	46.98	59.98

7 Other non-current financial assets

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Financial assets at amortized cost		
Unsecured, considered good		
Security deposits	119.97	114.99
Total	119.97	114.99

8 Deferred tax assets (net) #

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Deferred tax assets	1,860.23	1,860.23
Deferred tax liability	(1,642.80)	(1,642.80)
MAT Credit entitlement	224.17	224.17
Total	441.60	441.60

Refer note no.44

9 Other non-current assets

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Non financial assets at amortized cost		
Unsecured, considered good		
Prepaid expenses	-	10.99
Interest Subsidy Recoverable (TUFS)	293.91	-
Claims and exports incentives receivables	4,301.55	1,349.99
	4,595.46	1,360.98
Unsecured considered doubtful		
Claims and exports incentives receivables	162.38	122.98
Less: Allowances for expected credit loss	(162.38)	(122.98)
	-	-
Total	4,595.46	1,360.98

Shree Rajasthan Syntex Limited
Notes forming part of financial statements for the year ended March 31, 2021

10 Inventories
(at cost or net relisable value, whichever is lower)

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Raw materials		
- Man made fibre	22.42	93.40
- Fibre Stock in Deptt.	-	6.03
- Stock in transit	0.36	5.97
Work-in-progress	88.88	124.47
Finished Goods	40.13	106.85
Stock-in-trade	2.20	2.19
Stores and spares	140.27	142.29
- Stock in transit	10.07	1.85
Others		
- Waste & Scrap	4.72	9.01
Total	309.05	492.06

11 Trade receivables

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Trade receivables Considered good - secured	-	-
Trade receivables Considered good - unsecured	91.93	117.48
Trade Receivables which have significant increase in Credit Risk	-	-
Trade Receivables - credit impaired	-	-
	91.93	117.48
Less: Allowance for impairment loss	-	-
Total	91.93	117.48

12 Cash & cash equivalents

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Cash on hand	3.19	3.88
Cheques, drafts on hand	0.42	0.25
Balances with banks		
- In current accounts	68.52	11.11
- In deposit accounts with maturity less than three months	-	-
Total	72.13	15.24

13 Bank balances other than cash and cash equivalents

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Bank deposit (maturity above 3 and upto 12 months) #	0.22	1,424.89
Total	0.22	1,424.89

In current year Rs. Nil lying with IDBI Bank as Lien (PY - 1385.66).

In current year Rs. Nil lying with SBI Bank as margin money (PY - 33.45 Lakhs)

14 Loans

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Financial assets at amortized cost Unsecured considered good		
Loans & advances to related parties (SRS� Employees Welfare Trust)	13.00	18.77
Total	13.00	18.77

15 Other current financial assets

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Financial assets at amortized cost Unsecured considered good		
Others	-	-
Total	-	-

16 Other current assets

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured considered good		
Advances to suppliers	52.35	62.30
Other advance recoverable in cash or kind	2.52	85.82
Balance with government authorities	315.85	398.34
Interest Subsidy Recoverable (TUFSS) *	-	293.91
Claims and exports incentives receivables *	-	2,959.31
Others	83.16	83.98
Total	453.88	3,883.66

* Reclassified to Non Current Assets

17 Current tax assets (net)

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Advance taxes including TDS receivable (net of provision for tax)	68.38	61.01
Total	68.38	61.01

18 Equity share capital

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of shares	(Rs. in Lakhs)	No. of shares	(Rs. in Lakhs)
Authorised				
Equity shares of Rs. 10 each	26,000,000	2,600.00	26,000,000	2,600.00
Non convertible cumulative redeemable preference shares #	600,000	600.00	600,000	600.00
Total	26,600,000	3,200.00	26,600,000	3,200.00
Issued, subscribed and fully paid up				
Equity shares of Rs. 10 each *	13,702,301	1,370.23	13,702,301	1,370.23
Total	13,702,301	1,370.23	13,702,301	1,370.23

* Out of above equity shares, 37,59,899 equity shares of Rs. 10/- each fully paid have been allotted to erstwhile share holders of the amalgamating Company M/s Shree Rajasthan Texchem Ltd., pursuant to the scheme of amalgamation as approved by the Hon'ble High Court of Rajasthan, Jodhpur without payment being received in cash.

1,70,000 non convertible cumulative redeemable preference shares of Rs. 100 each issued @ 11% are classified as financial liability (Refer Note 20)

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period :

Particulars	As at March 31, 2021		As at March 31, 2020	
	Number of shares		Number of shares	
Shares at the beginning of the year	13,702,301		13,702,301	
Movement during the year	-		-	
Shares outstanding at the end of the year	13,702,301		13,702,301	

(b) Rights, preferences and restrictions attached to equity shares

The company has one class of equity shares having a par value of Rs 10/- each. Each equity shareholder is eligible for one vote per share held. Each equity shareholder is entitled to dividends as and when declared by the Company. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amount in proportion to their shareholding.

(c) Detail of shareholders holding more than 5% shares of the aggregate shares in the Company

Particulars	As at March 31, 2021		As at March 31, 2020	
	Number	% holding	Number	% holding
Equity shares of Rs. 10 each fully paid				
SRSL Securities Ltd.	2,107,855	15.38	2,107,855	15.38
V.K. Ladia	866,018	6.32	866,018	6.32
Shree Shyam Distributors & Maktg. (P) Ltd.	801,924	5.85	801,924	5.85
V.K. Texchem Private Limited	744,871	5.44	744,871	5.44

Shree Rajasthan Syntex Limited
Notes forming part of financial statements for the year ended March 31, 2021

19 Other equity

Particulars	Reserves and Surplus					Other Comprehensive Income	Total
	General Reserve	Capital Redemption Reserve	Share Premium	Securities Premium	Retained Earnings	Re-measurement of the net defined benefit plans	
Balance as at April 1, 2019	177.12	500.00	1,998.42	718.82	(3,836.39)	92.26	(349.77)
Loss for the year	-	-	-	-	(2,170.47)	-	(2,170.47)
Other comprehensive income (expense) (net of tax)	-	-	-	-	-	87.54	87.54
Balance as at March 31, 2020	177.12	500.00	1,998.42	718.82	(6,006.86)	179.80	(2,432.70)
Loss for the year	-	-	-	-	(2,414.49)	-	(2,414.49)
Other comprehensive income (expense) (net of tax)	-	-	-	-	-	59.54	59.54
Balance as at March 31, 2021	177.12	500.00	1,998.42	718.82	(8,421.35)	239.34	(4,787.65)

Note :-

(i) **General reserve**

General Reserve represents the statutory reserve in accordance with Indian Corporate law wherein a portion of profit is apportioned to general reserve. Under Companies Act, 1956 it was mandatory to transfer amount before a company can declare dividend. However, under Companies Act, 2013 transfer of any amount to General reserve is at the discretion of the Company.

(ii) **Capital Redemption Reserve**

Capital Redemption reserve is a statutory, non-distributable reserve created on account of redemption of debentures as per the provisions of Companies Act, 2013 which can be utilised for issue of bonus shares.

(iii) **Share Premium**

Share premium represents the amount received in excess of par value of securities. Section 52 of Companies Act, 2013 specify restriction and utilisation of share premium.

(iv) **Securities Premium**

Securities Premium represents reserve created at the time of amalgamation.

(v) **Retained Earnings**

Retained earnings represent the undistributed profits of the Company .

(vi) **Other Comprehensive Income**

Other comprehensive income represents the balance in equity for items to be accounted in other comprehensive income.

20 Non-current borrowings

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
A. Term loans (Secured)		
From banks	2,857.49	4,173.55
Less : Current maturities of long term debt	(2,857.49)	(926.46)
Less : Unamortised processing fee	-	-
	-	3,247.09
B. Redeemable preference share capital	233.44	213.17
	233.44	213.17
C. Fixed Deposits (Unsecured)		
- from directors	-	7.61
- from related parties	316.90	337.43
	316.90	345.04
Less : Current maturities of long term debt	-	(28.14)
	316.90	316.90
D. Inter Corporate Loan (Unsecured)	16.29	-
	16.29	-
E. Loan from Directors (Unsecured)	8.23	-
	8.23	-
Total	574.86	3,777.16

a) Details of security for term loan

Term Loans from IDBI Bank Ltd. (IDBI) , State Bank of India (SBI) , and Bank of Baroda (BOB) are secured by a joint equitable mortgage, by deposit of title deeds over the company's immovable assets and a charge by way of hypothecation of all movable assets (except Plant & Machinery exclusively charged in favour of BOB for Loan of Rs.1010.00 Lakhs (March 31, 2020 Rs. 1010.00 Lakhs) present and future subject to prior charges on specified movables created in favour of company's Bankers along with personal guarantee of two directors. The mortgage and charges created shall rank pari-passu inter-se amongst the financial Institution and Banks.

Banks have informed that they would not pursue the restructuring scheme sanctioned effective from April 2017 and would like to look for other options of Financial Resolution. Pending formalisation of the terms of loans from the banks company has treated all term loans as current liabilities and interest has been accounted @ 11.50% .

b) Terms and conditions for preference shares

1.7 Lakhs (March 31, 2020: 1.7 Lakhs) 11% non convertible cumulative redeemable preference shares of Rs. 100 each are redeemable at par on or before September 05, 2027.

c) Maturity Profile of Secured Term Loans from Banks are as set out below :

(Rs. in Lakhs)

Repayment Due in Financial Years	As at March 31, 2021	As at March 31, 2020
2020-2021	-	926.46
2021-2022	-	689.84
2022-2023	-	804.96
2023-2024	-	852.10
2024-2025	-	425.58
2025-2026	-	321.61
2026-2027	-	153.00
Total	-	4,173.55

d) Maturity Profile of Unsecured Deposits are as set out below :

(Rs. in Lakhs)

Repayment Due in Financial Years	As at March 31, 2021	As at March 31, 2020
2020-2021	-	28.14
2021-2022	-	-
2022-2023	14.01	14.01
2023-2024	302.89	302.89
Total	316.90	345.04

e) Interest Rates as per restructuring scheme is 11.50%.

Shree Rajasthan Syntex Limited
Notes forming part of financial statements for the year ended March 31, 2021

21 Non Current Lease Liability

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Lease Liability #	19.82	3.36
Total	19.82	3.36

Refer note no. 45

22 Other non-current financial liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Non-current Financial liabilities at amortized cost		
Deposits	144.45	151.26
Total	144.45	151.26

23 Non-current provisions

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Provison for employee benefits (refer note no.43)	95.98	132.50
Total	95.98	132.50

24 Current borrowings

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Secured		
Working capital loans from banks #		
-Rupee Loan	5,389.68	5,239.57
	5,389.68	5,239.57
Unsecured		
Inter coporate loans	-	-
	-	-
Total	5,389.68	5,239.57

Details of security for working capital loans

Borrowings for Working Capital from State Bank of India, Bank of Baroda , State Bank of India (Erstwhile SBBJ) and IDBI Bank Ltd. are secured by hypothecation of raw materials, stock-in-process, stock-in-transit, finished goods, consumable stores and spares and book debts and are further secured by way of second charge on immovable assets of the Company ranking pari-passu inter-se amongst the Bankers and along with personal guarantee of two directors.

Banks have informed that they would not pursue the restructuring scheme sanctioned effective from April 2017 and would like to look for other options of Financial Resolution. Pending formalisation of the terms of loans from the banks company has treated all term loans as current liabilities and interest has been accounted @ 11.50% .

25 Trade payables

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Trade payables		
(i) Due to micro and small enterprises	24.06	22.11
(ii) Due to others	1,008.28	1,394.82
Acceptances #	1,299.61	1,299.61
Total	2,331.95	2,716.54

Represents credit availed by the Company from banks for payment to suppliers for raw materials purchased by the Company. The arrangements are interest-bearing and are overdue.

26 Current Lease Liability

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Lease Liability #	10.12	10.33
Total	10.12	10.33

Refer note no. 45

27 Other current financial liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Financial liabilities at amortized cost		
(i) Current maturities of long term borrowings #	2,857.49	926.46
(ii) Current maturities of deposits from related parties	-	20.53
(iii) Current maturities of deposits from directors	-	7.61
(iv) Interest accrued and due on borrowing	4,607.83	2,858.69
(v) Employees related payables	328.30	267.08
(vi) Deposit & advances	10.20	9.77
(vii) Interest accrued but not due on borrowing	2.01	4.17
Total	7,805.83	4,094.31

Refer note no. 20 for security and other terms related to borrowings

28 Current provisions

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Provison for employee benefits (refer note no.43)	71.13	107.53
Total	71.13	107.53

29 Other current liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Advances from customers	9.21	14.28
Statutory dues payable	11.52	32.12
Other liabilities	16.98	34.21
Total	37.71	80.61

Shree Rajasthan Syntex Limited
Notes forming part of financial statements for the year ended March 31, 2021

30 Revenue from operations

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Sale of products		
- Domestic	1,855.81	5,661.51
- Export	-	69.58
Sale of services		
- Job work	1,807.28	1,201.58
Other operating revenues		
- Export incentives	-	-
- Insurance claims of damaged goods	-	-
Total revenue from operations	3,663.09	6,932.67

31 Other income

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest income :-		
- Interest recovered from customers	0.46	0.10
- Interest received on bank FDR's, loans & others	55.49	87.19
Sundry balances / excess liability written back	81.91	75.07
Rental income / lease rent Received	0.87	1.55
Miscellaneous Income	20.48	0.02
Total other income	159.21	163.93

32 Cost of material consumed

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Raw Material Consumption	917.36	3,151.42
Dyes & Chemical Consumption	-	9.55
Packing Material Consumption	101.43	106.16
Total cost of material consumed	1,018.79	3,267.13

33 Purchases of Stock-in-trade

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Yarn	133.46	7.76
Fibre/Others	100.57	-
Total purchases of stock-in-trade	234.03	7.76

34 Changes in inventories

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Inventories at the beginning of the year		
Yarn	106.85	478.99
Work in process	130.50	215.12
Waste & Scrap	9.01	6.16
Fabrics	2.19	2.19
	248.55	702.46
Inventories at the end of the year		
Yarn	40.13	106.85
Work in process *	88.88	130.50
Waste & Scrap	4.72	9.01
Fabrics	2.20	2.19
	135.93	248.55
Total changes in inventories	112.62	453.91

* Includes Job Income accrued on stock lying in Plant Rs. 73.47 Lakhs (P.Year - Nil)

35 Employee benefit expenses

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Salaries & wages including bonus	796.49	1,085.47
Contribution to provident and other funds	111.47	270.96
Staff welfare expenses	10.44	11.54
Total employee benefit expenses	918.40	1,367.97

36 Finance cost

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest expenses on :-		
- term loans #	582.63	587.67
- other bank borrowings facilities #	1,160.15	789.09
- other	39.43	28.42
Dividend on redeemable preference shares	20.27	18.23
Other borrowing costs		
- bank and finance charges	15.66	47.22
Loss on foreign currency transactions & translation	-0.00	3.47
Total finance cost	1,818.14	1,474.10

#

The Banks have informed the company they would not pursue the restructuring scheme earlier sanctioned effective from April 2017 and would prefer other options. Accordingly company has provided interest on outstanding loans as per earlier proposed restructuring scheme, pending final outcome of other options.

37 Depreciation and amortisation expenses

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation on tangible assets	425.40	431.42
Amortisation of intangible assets	0.18	0.23
Amortisation of right of use asset	12.94	9.66
Total depreciation and amortisation expense	438.52	441.31

38 Other expenses

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Manufacturing expenses:		
Stores & spares	19.71	18.26
Packing expenses	9.75	12.16
Power & fuel	1,166.69	1,625.21
Repairs & maintenance on:		
- Plant & machinery	93.67	115.41
- Building	11.60	8.50
- General	3.28	3.08
Sundry manufacturing expenses	58.38	81.04
Administrative & other expenses:		
Directors sitting fees	1.19	1.61
Rent, rates & taxes	26.05	29.49
Travelling (including directors travelling)	5.76	24.05
Insurance charges	9.30	19.24
Vehicle upkeep	10.81	10.26
Office expenses	15.50	20.37
Legal & professional expenses	21.03	25.33
Fees & cess	6.51	7.43
Loss on sale of fixed assets	-0.00	15.00
Charity & Donation	-	2.03
Allowances for expected credit loss	140.55	64.31
Sundry balances written off / claim settlement	22.43	19.86
Misc. expenses	50.21	57.79
Auditors remuneration:		
Audit fee	2.50	3.30
Tax audit fee	0.50	0.93
Other services	0.10	1.02
Audit expenses	0.07	1.33
Internal audit fee & expenses	0.29	1.89
Cost audit fee & expenses	0.30	0.92
Selling expenses:		
Commission & brokerage	0.01	6.99
Freight & forwarding (net of recoveries)	19.80	60.91
Others	0.30	4.33
Total other expenses	1,696.29	2,242.05

Details of payment to auditors (excluding applicable taxes)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(i) Auditors' remuneration		
a) Audit fee	2.50	3.30
b) Tax audit fee	0.50	0.93
c) Limited review fee	-	0.77
d) In other capacities		
Certification services	0.10	0.25
Reimbursement of expenses	0.07	1.33
(ii) Internal audit fee & Expenses	0.29	1.89
(iii) Cost audit fee & Expenses	0.30	0.92
Total payment to auditors	3.76	9.39

Shree Rajasthan Syntex Limited
Notes forming part of financial statements for the year ended March 31, 2021

39 Earnings per share

The calculation of Earning Per Share (EPS) as disclosed in the statement of profit and loss has been made in accordance with Indian Accounting Standard (Ind AS)-33 on "Earning Per Share" given as under: -

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Profit/(Loss) attributable to equity shareholders (Rs.) (A)	(2,414.49)	(2,170.47)
Weighted average number of outstanding equity shares (B)	13,702,301	13,702,301
Nominal value per equity share (Rs.)	10.00	10.00
Basic EPS (Rs. in Lakhs) (A/B)	(17.62)	(15.84)
Diluted EPS (Rs. in Lakhs) (A/B)	(17.62)	(15.84)

40 Contingent liabilities and commitments

(i) Contingent liabilities

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
a) Guarantees issued by bank on behalf of the Company	-	296.11
b) Disputed demands under excise, customs & service tax	59.31	43.74
c) Claims against the company not acknowledged as debt	2.33	2.33

- d) The Apex Income tax authorities have decided cases for the assessment year from 1998-99 to 2015-16. The department/ company has referred the cases to the Hon'ble High Court of Rajasthan, ITAT, CIT(A). The advance Income tax/ MAT paid by the Company shall be adjusted on the decision of the Hon'ble High Court of Rajasthan, ITAT, CIT(A).

Assessment of Income Tax has been completed upto the assessment year 2019-20.

Assessing Authority made certain additions while computing the income for AY 2019-20. Company filed appeal with CIT(Appeals) challenging the additions.

In view of carry forward losses no provision is required towards Income Tax.

- e) Assessment of Sales Tax has been completed upto 2017-18 (April to June 2017) . Assessing officer raised a demand of Rs. 25.85 Lakhs for 2016-17 and Rs. 7.47 Lakhs for 2017-18. Company has filed rectification application against the order. The Annual return of GST for the assessment years 2017-18 to 2019-20 are filed, liabilities if any, arising thereon shall be accounted for in the year of assessment.
- f) In case of Disputed demands under excise, customs and service tax, the company has deposited Rs. 20.11 Lakhs (previous year Rs. 19.59 Lakhs) under protest.

Legal Cases

- g) The Company has received various demands of ESI aggregating to Rs. 25.01 Lakhs. (Previous year Rs.25.01 Lakhs). Since the matter is pending in appeal and the Company does not envisage any liability, no provision has been made. Amount deposited under Protest Rs. 2.38 Lakhs. (Previous year Rs. 2.38 Lakhs).
- h) The Company suffered losses due to breaches/non-fulfillment of the terms and conditions of the Contract with M/s. Kirloskar Oil Engines Ltd. in respect of 2 Nos. DG set of 2.5 MW supplied by them. These losses have been partly recovered by the Company by encashment of Bank Guarantee taken under the Contract with the party. For balance recovery of Rs. 234.23 Lakhs suit against KOEL is filed. M/s Kirloskar Oil Engines Ltd has also filed a counter claim of Rs. 603.57 Lakhs for recovery of invoked bank guarantees including Rs.53.56 Lakhs as interest and Rs.50 Lakhs compensation.
- i) The Hon'ble Supreme court in the case of Jindal Stainless Ltd. has held levy of Entry Tax unconstitutional. It has also directed all the High Courts to look in to the constitutional validity of respective Entry Tax. Consequent to that 5 High Courts namely Allahabad, Punjab, Haryana, Jharkhand and Kerela has held the respective Entry Tax to be constitutionally invalid. The Hon'ble High Court of Rajasthan in the case of Dinesh Pouches has also held the levy of Entry Tax by the Government of Rajasthan as unconstitutional. As per legal opinion obtained amount paid by the company towards Entry Tax pursuant to Rajasthan Entry Tax Act 1999 has become refundable since inception. It filed refund claim of Entry Tax aggregating to Rs. 252.32 Lakhs, for the year 2001-02 to 2005-06. The Company is not liable to pay Entry Tax pursuant to the above said decision of Supreme Court, as such the Company has not provided for Entry Tax for the year 2006-2007 to 2014-15 aggregating to Rs. 231.06 Lakhs. The aggrieved State Governments including Government of Rajasthan filed appeals with Hon'ble Supreme Court of India. Various High Courts, including the Hon'ble High Court of Rajasthan rejected all the cases relating to Entry Tax. Aggrieved by the judgement of Hon'ble High Court of Rajasthan, the "Trade" had filed SLP with Hon'ble Supreme Court of India with Stay Application. While disposing off stay petition Hon'ble High Court has given Interim Order for deposit of 50% of principal demand and for balance 50% Bank Guarantee to be submitted to Govt through assessing authorities. The company has deposited Rs. 231.06 Lakhs against principal demand of Rs. 231.06 Lakhs up to 2014-15 (From February 2015 the company has paid Entry Tax). SLP filed before Hon'ble Supreme Court has been decided vide order Dated 11th November, 2016, Hon'ble Supreme Court has decided SLP confirming that state can levy Entry Tax. However, state cannot discriminate the levy of Entry Tax. In view of this judgement we have sought opinion that whether on the point of discrimination we are required to file separate petition before Hon'ble Supreme Court or respective High Court jurisdiction. On this point Hon'ble Supreme Court has further directed that we should go on the point of discrimination to respective High Court. The Company has filed writ before Hon'ble High Court of Jodhpur, Rajasthan.

Shree Rajasthan Syntex Limited**Notes forming part of financial statements for the year ended March 31, 2021**

- j) The company has filed writ petitions with Hon'ble high court of Rajasthan against disallowances of benefits receivable under Rajasthan Investment Promotion Scheme 2003 (RIPS) on expansion and modernization towards interest subsidy and wage and employment subsidy. These benefits aggregate to Rs. 923.74 Lakhs from the assessment year 2007-08 to 2015-16 inclusive of interest Rs. 294.28 Lakhs. As per legal opinion obtained, the company, is accounting these benefits in its books of account on accrual basis. It has also filed appeal before respective authority and deposited under protest Rs. 72.54 Lakhs (Previous year Rs.72.54 Lakhs). Further, for the assessment year 2016-17 and 2017-18, the company has submitted rectification application against demand of Rs. 15.89 Lakhs and Rs. 4.51 Lakhs which is pending before Asst. Commissioner (Commercial Tax), Udaipur.

The Company is eligible for subsidy under Rajasthan Investment Promotion Scheme 2010 and has accounted Rs. 108.28 Lakhs (including interest Rs. 10.42 Lakhs) under Investment and Employment Subsidy for its modernization and expansion project (Previous year Rs. 108.28 Lakhs including interest Rs. 10.42 Lakhs) and Rs. 37.40 Lakhs under Electricity Duty benefit (Previous year Rs. 37.40 Lakhs). The commissioner of industries & state level screening committee rejected the revision and the company has filed writ before Hon'ble High Court of Rajasthan.

- k) As per legal opinion Urban Cess and Water Cess levied by State of Rajasthan is not leviable on the company being established at RIICO Industrial land. The entire amount of Rs.245.95 Lakhs paid upto 31.03.2012 was charged to profit and loss account has become recoverable. The company has accounted this amount of Rs.245.95 Lakhs under the head demand deposited under Protest recoverable Account in previous year 2017-18. A sum of Rs. 1228.20 Lakhs paid from financial Year 2010-11 to 2019-20 stands recoverable under the head Urban Cess / Water Cess deposited under Protest Account (Previous year Rs. 1208.10 Lakhs). The company has also accounted the interest recoverable of Rs. 339.83 Lakhs (Previous year Rs. 339.83 Lakhs) based on the legal opinion obtained. The company has filed SLP in Supreme Court for the recovery of entire amount. From the financial year 2018-19 the AVVNL has stopped charging Urban Cess.
- l) The company has filed a writ petition with Hon'ble High Court of Rajasthan towards the payment of cross subsidy surcharge to AVVNL for the period April 2014 to November 2016. The disputed amount paid so far is Rs. 223.52 Lakhs (Previous year Rs. 223.52 Lakhs) including interest amount of Rs.54.30 Lakhs (Previous year Rs. 54.30 Lakhs).
- m) The AVVNL has recovered Rs. 23.84 Lakhs towards late payment Surcharge (LPS) on incentive disallowed towards power factor. The Company has deposited the same under protest and filed an appeal in the Hon'ble Rajasthan high Court for the entire amount.
- n) AVVNL has unilaterally charged 3% transformation losses amounting to Rs. 12.56 Lakhs on entire consumption instead of over and above of 5 MVA on pro-rata basis as per the earlier notification date 19.07.2004. Being aggrieved with the order, the Company has taken legal advise from the advocate and filed civil writ petition before the Hon'ble Rajasthan high Court
- o) As legally opined, the electricity duty levied by AVVNL on electricity supplied by Tata Power Trading Co. Ltd is unconstitutional and hence illegal and not leviable. The Company has filed writ petitions against this levy with Hon'ble High Court of Rajasthan. The Company disputes this levy and has deposited Rs 471.97 Lakhs under protest up to financial year 2017-18. The company has also accounted the interest recoverable upto 31.03.2019 of Rs. 78.98 Lakhs based on the legal opinion obtained.
- p) The Rajasthan Electricity Regulatory Commissioner levied additional surcharge @ Rs. 1/- per unit on open access purchases on 12.05.2016. The order was challenged by the company and other consumers in the Hon'ble High Court of Rajasthan and also before the Hon'ble Tribunal (APTEL) on the ground of natural justice. The order of the Commissioner was set aside by these courts and referred back to State Commission. The State Commission reconsidered the matter and refixed the additional surcharge @ 0.80/- per unit. The matter was taken up by RTMA and it filed Review petition with the State Commission and also an appeal before Hon'ble Tribunal (APTEL). The matter is still pending with the above judicial authorities. The company has paid Rs. 508.06 Lakhs under protest up to financial year 2017-18. The company has also accounted the interest recoverable of Rs. 67.91 Lakhs (Previous year Rs. 67.91 Lakhs) based on the legal opinion obtained.
- q) The company has received demand notice from Electricity Inspection Department of Rs.18.32 Lakhs in Texchem division and Rs.3.97 Lakhs for Syntex Division. Being aggrieved with the order, company has filed writ petition before Hon'ble High court of Rajasthan, Jodhpur. Stay has been granted by Hon'ble High Court, Jodhpur in above matter on pre-condition to deposit advance amount of Rs. 11.98 Lakhs. Company has deposited the amount under protest and matter is pending before Hon'ble High Court, Jodhpur.
- r) The company has shown TUF Subsidy receivable for the period Oct.2012 to Mar.2017 Rs. 290.28 lacs in the books of accounts (Previous year Rs. 290.28 lacs) on Term loan of Rs. 1625 lacs from SBI. The company has also accounted the interest recoverable of Rs. 75.23 lacs (Previous year Rs. 75.23 lacs) on the subsidy amount. The matter is pending with NABCONS, an agency appointed by Ministry of Textiles, to reconcile the committed liability data for all units where TUFs subsidies are pending. During financial year 2019-20 the Ministry of Textile has issued directions to hold Joint Inspection for verification of pending TUFs claims. Accordingly application for Joint Inspection has been submitted by SBI which is under process by Ministry of Textiles. No such inspection has been carried out so far due to COVID-19.
- s) The company has paid Rs. 18.70 Lakhs to M/s TUSCON ENGINEERS LTD. as per arbitration award given against the company. The company has filed an appeal with Hon'ble High Court of Rajasthan against the arbitration award.
- t) Company's claim for excise duty recoverable of Rs. 28.18 Lakhs on export clearance in cash was rejected by authorities. Company filed refund claim to allow recredit under GST transition provision in cash. The Assistant Commissioner rejected the claim by order dated 31.05.2021. Company is planning to file appeal before Commissioner (appeals), Jodhpur.
- Company's claim for excise duty recredited in cash Rs. 12.31 Lakhs pending with Revision Authority, Joint Secretary, Ministry of Finance, Department of Revenue, New Delhi.
- u) The company received Rs 64.94 Lakhs and 57.09 Lakhs against excise duty recoverable on export clearance from Central Excise Department in earlier years. However the Department has deducted a sum of Rs 43.97 Lakhs and 28.18 Lakhs respectively from claims payable to company on account of interest and other liability in the matter of sales tax incentive case. The company does not agree with above deductions made by Central Excise Department. The Company has gone in appeal for both the matters for Rs. 43.97 Lakhs the Hon'ble CESTAT remanded the matter to assessing authority. The assessing authority reduced the demand to Rs. 36.97 Lakhs. The Company has preferred an appeal against the order with Commissioner(appeals). For Rs. 28.18 Lakhs the Commissioner Appeals has remanded the matter to adjudicating authority to decide the matter on the principal of natural justice.
- v) In respect of the supplies of coal from M/s Anik Industries Ltd, a quality claim as per purchase order was made by the company which was not accepted by the supplier. The matter was referred in arbitration where it was held that the coal supplied by the supplier was not of the quality as mentioned in the purchase orders. However, in respect of counter claim by the company an amount of Rs. 71.46 Lakhs (including interest of Rs. 31.06 Lakhs) is under litigation.
- w) The Company has received demand notice from AVVNL of Rs. 74.12 Lakhs towards special fuel surcharge for earlier years towards connection already surrendered. The Company has filed a writ petition with Hon'ble High Court, Rajasthan towards the demand against special fuel surcharge by AVVNL. The company has deposited Rs.10.29 Lakhs under protest.

Further the company has received demand towards special fuel surcharge of Rs. 112.21 Lakhs for its Texchem division. Company has filed writ petition with Hon'ble High Court of Rajasthan against the demand revised. Company has paid a sum of Rs. 56.10 Lakhs (previous year 18.70 Lakhs) under protest.

Shree Rajasthan Syntex Limited
Notes forming part of financial statements for the year ended March 31, 2021
(ii) **Commitments**

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
(i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil
(ii) Export commitments against import of capital goods and stores & spares under EPCG scheme (Duty saved amount)	Nil	Nil

41 The Company has accumulated loss of Rs. 47.88 crores (including Other Comprehensive Income) against paid up share capital of Rs. 13.70 crores as at 31 March, 2021 and its current liabilities exceed its current assets by Rs. 146.38 crores. Further the Company has also defaulted in repayment of borrowings from the lenders. The banks have informed that they will not pursue the restructuring scheme sanctioned earlier effective from 01st April 2017. Company and Banks are exploring other options of Financial Resolution available, accordingly the company is accounting as per the various terms and conditions of restructuring of 2017. The Company is under discussion with the banks for appropriate/ alternate Financial Resolution. Accordingly, financial statements have been prepared on going concern basis.

42 Disclosures required under Micro, Small and Medium Enterprises Development Act, 2006

The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. The amount of principal and interest outstanding during the year is given below: -

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Principal amount due outstanding	24.06	22.11
Interest due on (1) above and unpaid	2.03	2.39
Interest paid to the supplier	-	-
Payments made to the supplier beyond the appointed	-	-
Interest due and payable for the period of delay	-	-
Interest accrued and remaining unpaid	-	-
Amount of further interest remaining due and payable	-	-

43 Employee benefits

a) Defined contribution plans: -

The Company has recognized following expense in respect of the defined contribution plans: -

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Contribution to provident fund	37.26	72.54
Contribution to employee state insurance	6.46	20.05
Total	43.72	92.59

b) Defined benefit plans: -

Below tables sets forth the changes in the projected benefit obligation and amounts recognised in the balance sheet as at March 31, 2021 and March 31, 2020, being the respective measurement dates: -

(i) Movement in present value of obligations

(Rs. in Lakhs)

Particulars	Gratuity (unfunded)	Leave encashment (unfunded)
Present value of obligation as at April 1, 2019	321.90	39.48
Current service cost	18.33	45.60
Interest cost	14.80	3.30
Benefits paid	(44.06)	(42.62)
Remeasurement- Actuarial loss/(gain) on obligation	(118.28)	-14.15
Present value of obligation as at March 31, 2020	192.69	31.61
Current service cost	12.82	27.11
Interest cost	9.19	2.08
Benefits paid	(17.80)	(29.84)
Remeasurement- Actuarial loss/(gain) on obligation	(59.61)	(6.59)
Present value of obligation as at March 31, 2021	137.29	24.37

Shree Rajasthan Syntex Limited
Notes forming part of financial statements for the year ended March 31, 2021

(ii) Expenses recognised in the Statement of profit & loss

(Rs. in Lakhs)

Particulars	Gratuity(unfunded)	Leave encashment(unfunded)
Current service cost	18.33	45.60
Interest cost	14.49	3.30
Administrative Exp	0.12	-
Remeasurement - Actuarial loss/(gain)	-	(14.15)
For the year ended March 31, 2020	32.94	34.75
Current service cost	12.82	27.11
Interest cost	8.83	2.08
Administrative Exp	0.08	-
Remeasurement - Actuarial loss/(gain)	-	(6.59)
For the year ended March 31, 2021	21.73	22.60

(iii) Expenses recognised in the Other Comprehensive Income

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Remeasurement - actuarial gain/(loss) on gratuity	(59.54)	(118.30)

(iv) The principal actuarial assumptions used are set out below: -

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Mortality rate	100% of India Assured Lives 2012-14 Mod Ult	100% of India Assured Lives 2012-14 Mod Ult
Discount rate	6.30%	6.50%
Expected rate of increase in compensation	3.50%	3.50%
Expected average remaining service	19.54	20.10
Employee attrition rate	11.10%	11.10%

(v) Sensitivity Analysis

(Rs. in Lakhs)

Particulars	Change in assumption	Effect on gratuity	Effect on Leave encashment
Discount Rate	+ 1%	(464.00)	(74.00)
Discount Rate	- 1%	511.00	80.00
Salary growth rate	+1%	478.00	96.00
Salary growth rate	- 1%	(464.00)	(90.00)
Attrition rates up 10.0%	+10%	74.00	5.00
Attrition rates down 10.0%	-10%	(81.00)	(6.00)

(vi) Estimate of expected benefit payments (in absolute terms i.e. undiscounted)

(Rs. in Lakhs)

Particulars	Gratuity(unfunded)	Leave encashment(unfunded)
1 April 2021 to 31 March 2022	53.55	12.14

44 Income tax expense

- a) Management reviewed the deferred tax assets/liabilities on temporary differences between the tax base of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date and in view of virtual uncertainty of taxable profits in near future, the deferred tax (net assets) on temporary differences, business losses and unabsorbed depreciation for the reporting financial year i.e. 01.04.2019 to 31.03.2021 has not been considered.

45 Leases

Effective April 1, 2019, the Company adopted Ind AS 116, Leases and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method on the date of initial application. The disclosures under Ind AS 116 as a lessee in relation to leases are as follow: -

- (i) The break-up of current and non-current lease liabilities as at the end of the reporting period is as follows: -

Particulars	(Rs. in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Current lease liabilities	10.12	10.33
Non-current lease liabilities	19.82	3.36
Total lease liabilities	29.94	13.69

- (ii) The expenses relating to short term leases for the year ended March 31, 2021 amounting to Rs. 26.05 lakhs (Previous year Rs. 29.48 lakh).

- (iii) The details of the contractual maturities of lease liabilities as at March 31, 2021 on an undiscounted basis are as follows:

Particulars	(Rs. in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Less than one year	13.14	11.17
One to five years	22.24	1.80
Total lease liabilities	35.38	12.97

- (iv) The following is the carrying value of lease liability on the date of transition and movement thereof during the year ended March 31, 2021:

Particulars	(Rs. in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
LEASE LIABILITY		
Opening Balance	13.69	-
Addition as per Ind-AS 116	29.58	22.46
Finance cost accrued during the year as per Ind-AS 116	1.59	1.96
Payment of lease liabilities	(14.92)	(10.73)
Closing Balance	29.94	13.69

46 Expenditure towards Corporate Social Responsibility

In accordance with the provisions of Section 135 of the Companies Act, 2013, the company is not required to contribute any amount towards Corporate Social Responsibility, due to losses during the three immediately preceding financial years

Shree Rajasthan Syntex Limited

Notes forming part of financial statements for the year ended March 31, 2021

47 Related party disclosures

The related party disclosures in accordance with the requirements of Ind AS - 24 "Related Party Disclosures" has been given below: -

(a) Name and nature of related party relationships

(i) Directors

Mr. Vinod Kumar Ladia (Chairman and Whole Time Director)
Mr. Vikas Ladia (Managing Director and Chief Executive Officer)
Mr. Anubhav Ladia (Whole Time Director)
Mr. Narendra Nath Agrawala (Independent Director)
Mrs. Neelima Khetan (Independent Director) (upto 10.11.2020)
Mr. Sunil Goyal (Independent Director) (upto 10.11.2020)
Mr. Susheel Jain (Independent Director) (upto 15.07.2020)
Mrs. Manju Datta (Independent Director) (w.e.f. 17.03.2021)
Mr. Mohan Lal Sharma (Independent Director) (w.e.f. 17.03.2021)

(ii) Key Managerial Personnel

Mr. Vinod Kumar Ladia (Chairman and Whole Time Director)
Mr. Vikas Ladia (Managing Director and Chief Executive Officer)
Mr. Anubhav Ladia (Whole Time Director)
Mr. Vinay Punjawat (Chief Financial Officer) (upto 30.06.2020)
Mr. Prahlad Bilochi (Chief Financial Officer) (w.e.f. 01.07.2020)
Ms. Devanshi Shah (Company Secretary) (upto 31.10.2020)
Ms. Prinkle Talesara (Company Secretary) (w.e.f 23.04.2021)

(iii) Relatives of Directors and Key Managerial Personnel

Mrs. Monika Ladia
Mr. Aman Ladia

(iv) Enterprises over which Key Managerial personnel are able to exercise significant influence

M/s. A. M. Traders
M/s. Shree Shyam Distributors and Marketing Private Limited
M/s. V K Texchem Private Limited
M/s. PBS Marketing Private Limited
M/s. Shree Shyam Industries Private Limited
M/s. SRSL Employees Welfare Trust
M/s. SRSL Educational Society
M/s. SRSL Charitable Trust

(b) Description of the nature of transactions with the related parties

(Rs. in Lakhs)

Details of transactions	Financial Year ended March 31, 2021			Financial Year ended March 31, 2020		
	Related to KMP/ Enterprises over KMP are able to exercise significant influence	Transactions with Directors	Total	Related to KMP/ Enterprises over KMP are able to exercise significant influence	Transactions with Directors	Total
a. Fixed deposits taken	-	-	-	17.71	7.61	25.32
b. Fixed deposits repaid	20.53	7.61	28.14	14.93	6.38	21.31
c. Interest expenses on fixed deposits	34.23	0.50	34.73	30.10	0.56	30.66
d. Remuneration	15.64	117.03	132.67	22.23	130.37	152.60
e. Lease rent paid	1.80	-	1.80	1.84	-	1.84
f. Board meeting fees	-	1.19	1.19	-	1.61	1.61
g. Lease Rent Received	0.87	-	0.87	0.85	-	0.85
h. Loans taken	16.29	8.23	24.52	-	-	-
I. Interest expenses on Loan	0.31	-	0.31	-	-	-

(c) Amount due to/ from related parties

(Rs. in Lakhs)

Details of transactions	As at March 31, 2021			As at March 31, 2020		
	Related to KMP/ Enterprises over KMP are able to exercise significant influence	Transactions with Directors	Total	Related to KMP/ Enterprises over KMP are able to exercise significant influence	Transactions with Directors	Total
a. Payables						
i. Fixed deposits payable	316.90	-	316.90	337.43	7.61	345.04
ii. Redeemable Preference Share	170.00	-	170.00	170.00	-	170.00
iii. Rent payable	4.81	-	4.81	3.01	-	3.01
iv. Security Deposit Payable	62.00	-	62.00	62.00	-	62.00
v. Creditors	89.36	-	89.36	89.78	-	89.78
vi. Sitting Fees Payable	-	0.97	0.97	-	-	-
vii. Interest Payable	33.89	-	33.89	8.28	0.14	8.42
viii. Loans Payable	16.29	8.23	24.52	-	-	-
b. Receivables						
i. Loan receivables	78.75	-	78.75	78.75	-	78.75

Shree Rajasthan Syntex Limited
Notes forming part of financial statements for the year ended March 31, 2021

48 Segment reporting

The Company is primarily engaged in Production of Textile products having similar economic characteristics, Revenue from other segment is less than 10% of total revenue.

The Board of Directors of the Company, which has been identified as being the Chief Operating Decision Maker (CODM), evaluates the Company's performance, allocate resources based on analysis of the various performance indicator of the Company as a single unit. Therefore, there is no reportable segment for the Company as per the requirement of Ind-AS 108 'Operating Segments'. The entity wide disclosures required by Ind-AS 108 are made as follows: -

A. Entity Wide Disclosures:

Geographical Information:

(i) Revenue from external customers

Particulars	(Rs. in Lakhs)		
	Within India	Outside India	Total
Financial Year ended March 31, 2021	3,663.09	-	3,663.09
Financial Year ended March 31, 2020	6,863.09	69.58	6,932.67

(ii) Non Current assets

The Company has common non- current operating assets located in India for domestic as well as overseas market. Hence, separate figures for these assets are not required to be furnished.

B. Revenue from major products and services

Particulars	(Rs. in Lakhs)	
	Financial Year ended March 31, 2021	Financial Year ended March 31, 2020
Synthetic Blended Yarn	2,223.03	5,565.69
Filament Yarn	1,440.06	1,366.98
Total	3,663.09	6,932.67

Shree Rajasthan Syntex Limited

Notes forming part of financial statements for the year ended March 31, 2021

49 Financial instruments

a) Capital management

The accumulated losses of the Company as at 31 March 2021 amounting to Rs. 4787.66 Lakhs (Previous Year : Rs. 2432.70 Lakhs) have needed the net worth of the Company as at 31 March , 2021.

The principal source of funding of the Company has been, and is expected to continue to be, cash generated from its operations supplemented by funding from borrowings from banks and financial institutions.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, bank balances other than cash and cash equivalents while equity includes all capital and reserves of the Company.

Particulars	(Rs. in Lakhs)	
	As at March 31, 2021	As at March 31, 2020
Long term borrowings	574.86	3,777.16
Current maturities of long term debt	2,857.49	954.60
Short term borrowings	5,389.68	5,239.57
Less: Cash and cash equivalents	(72.13)	(15.24)
Less: Bank balances other than cash and cash equivalents	(0.22)	(1,424.89)
Net debt	8,749.68	8,531.20
Total equity	-3,417.42	-1,062.47
Gearing ratio	-2.56	-8.03

b) Fair value measurement

(a) Financial assets

Particulars	(Rs. in Lakhs)			
	As at March 31, 2021		As at March 31, 2020	
	Carrying value	Fair value	Carrying value	Fair value
(i) Measured at amortised cost				
Other Non-current Financial assets	119.97	119.97	114.99	114.99
Trade receivables	91.93	91.93	117.48	117.48
Cash and cash equivalents	72.13	72.13	15.24	15.24
Bank balances other than cash and cash equivalents	0.22	0.22	1,424.89	1,424.89
Loans	59.98	59.98	78.75	78.75
Other current financial assets	-	-	-	-
Total financial assets	344.23	344.23	1,751.35	1,751.35

(b) Financial liabilities

Particulars	(Rs. in Lakhs)			
	As at March 31, 2021		As at March 31, 2020	
	Carrying value	Fair value	Carrying value	Fair value
(i) Measured at amortised cost				
Long term borrowings	574.86	574.86	3,777.16	3,777.16
Other financial liabilities - Non Current	144.45	144.45	151.26	151.26
Short term Borrowings	5,389.68	5,389.68	5,239.57	5,239.57
Trade payables	2,331.95	2,331.95	2,716.54	2,716.54
Other financial liabilities	7,805.83	7,805.83	4,094.31	4,094.31
Lease Liability	29.94	29.94	13.69	13.69
Total financial liabilities	16,276.71	16,276.71	15,992.53	15,992.53

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties in an orderly market transaction, other than in a forced or liquidation sale.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

Shree Rajasthan Syntex Limited
Notes forming part of financial statements for the year ended March 31, 2021

c) Financial risk management

The Company has an Audit Committee of the Boards which has the responsibility to identify the risk and suggest the management the mitigation plan for the identified risks in accordance with the risk management policy of the Company. The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying and mapping controls against these risks, monitor the risks and their limits, improve risk awareness and transparency.

These risks include market risk (including currency risk and interest rate risk), liquidity risk and credit risk.

(i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprise three types of risk: foreign currency risk, interest rate risk, investment risk.

Foreign currency risk management

The Company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions primarily with respect to USD, GBP and EURO. Foreign currency risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency. The Company evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies, including the use of derivatives like foreign exchange forward contracts to hedge exposure to foreign currency risk.

Foreign currency exposure

(Amount in USD)

Particulars	Currency	As at March 31, 2021	As at March 31, 2020
Financial assets			
Trade receivables	USD	-	-
Financial liabilities			
Trade payables	USD	-	53,734.18
Working capital loans	USD	-	-
Total		-	(53,734.18)

Foreign currency sensitivity

The following table details the Company's sensitivity to a 5% increase and decrease in the Rs. against the relevant foreign currencies. (+)(-) 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates.

(Rs. in Lakhs)

Particulars	Change in currency exchange rate	Effect on profit before tax for the year ended March 31, 2021	Effect on profit before tax for the year ended March 31, 2020
USD	5.00%	-	(2.03)
	-5.00%	-	2.03

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. The borrowings of the Company are principally denominated in rupees and the Company has exposure to interest rate risk, arising principally on changes in base lending rate.

The following table provides a break-up of the Company's fixed and floating rate borrowings: -

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Fixed rate borrowings	233.44	213.17
Floating rate borrowings	8,588.58	9,758.16
Total borrowings	8,822.02	9,971.33

(ii) Liquidity risk management

Liquidity risk refers to the risk of financial distress or high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. The Company requires funds both for short term operational needs as well as for long term. The Company relies on a mix of borrowings and excess operating cash flows to meet its needs for funds.

Financial liabilities:

The table below provides details regarding the remaining contractual maturities of financial instruments at the reporting date.

Financial liabilities:**(Rs. in Lakhs)**

As at March 31, 2021	Upto 1 year	> 1 years	Total
Financial liabilities			
Long term borrowings	-	574.86	574.86
Current maturities of long term debt	2,857.49	-	2,857.49
Short term borrowings	5,389.68	-	5,389.68
Trade payables	2,331.95	-	2,331.95
Other financial liabilities	5,092.79	-	5,092.79
Total financial liabilities	15,671.91	574.86	16,246.77

Financial assets:**(Rs. in Lakhs)**

As at March 31, 2021	Upto 1 year	> 1 years	Total
Financial assets			
Investments	-	-	-
Trade receivables	91.93	-	91.93
Cash and cash equivalents	72.13	-	72.13
Bank balances other than (ii) above	0.22	-	0.22
Loans	13.00	46.98	59.98
Other financial assets	119.97	-	119.97
Total financial assets	297.25	46.98	344.23

Financial liabilities:**(Rs. in Lakhs)**

As at March 31, 2020	Upto 1 year	> 1 years	Total
Financial liabilities			
Long term borrowings	-	3,777.16	3,777.16
Current maturities of long term debt	954.60	-	954.60
Short term borrowings	5,239.57	-	5,239.57
Trade payables	2,716.54	-	2,716.54
Other financial liabilities	3,290.97	-	3,290.97
Total financial liabilities	12,201.68	3,777.16	15,978.84

Financial assets:**(Rs. in Lakhs)**

As at March 31, 2020	Upto 1 year	> 1 years	Total
Financial assets			
Investments	-	-	-
Trade receivables	117.48	-	117.48
Cash and cash equivalents	15.24	-	15.24
Bank balances other than (ii) above	1,424.89	-	1,424.89
Loans	18.77	59.98	78.75
Other financial assets	114.99	-	114.99
Total financial assets	1,691.37	59.98	1,751.35

(iii) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Customer credit risk is managed centrally by the Company and subject to established policy, procedures and control relating to customer credit risk management. The company also assesses the creditworthiness of the customers internally to whom goods are sold on credit terms in the normal course of business. The credit limit of each customer is defined in accordance with this assessment. Outstanding customer receivables are regularly monitored and any shipments to overseas customers are generally covered by letters of credit.

The impairment analysis is performed on client to client basis for the debtors that are past due at the end of each reporting date. The company has not considered an allowance for doubtful debts in case of trade receivables that are past due but there has not been a significant change in the credit quality and the amounts are still considered recoverable.

(Rs. in Lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Trade receivables	91.93	117.48
Less :- Loss allowances	-	-
Trade receivables	91.93	117.48

50 Impact of COVID- 19 Pandemic on Operations :

The World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID - 19) , a global pandemic on March 11, 2020 and consequently there were temporary shutdown in operations of the Company as per norms laid down by Government of India and State Governments. The Potential future impact of the COVID - 19 may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes in future economic conditions and assess the impact on its business.

51 Previous year figures have been regrouped/rearranged, wherever considered necessary to conform to current year's classification.

See accompanying notes to the financial statements 1 to 51

As per our report of even date

For Doogar & Associates
Chartered Accountants
Firm's registration No. 000561N

For and on behalf of the Board of Directors
Shree Rajasthan Syntex Limited

Vardhman Doogar
Partner
M. No 517347

Vikas Ladia
Managing Director & CEO
DIN: 00256289

Anubhav Ladia
Whole Time Director
DIN: 00168312

Place : Udaipur
Dated: June 24, 2021

Narendra Nath Agrawala
Independent Director
DIN: 00168211

Prahlad Bilochi
Chief Financial Officer

Prinkle Talesara
Company Secretary
& Compliance Officer
M.No.A60017