



**Dated: 04<sup>th</sup> September, 2021**

**The Listing Department**

The Calcutta Stock Exchange Limited  
7, Lyons Range  
Kolkata-700 001

Dear Sir,

**Sub: Disclosure pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 containing Annual Report for the Financial Year 2020-21**

Enclosed herewith please find the Annual Report of the Company for the financial year 2020-21 pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Notice convening the 37<sup>th</sup> Annual General Meeting (AGM) scheduled to be held on Wednesday, 29<sup>th</sup> September, 2021 at the Registered Office of the Company at Honkong House, 31 B.B.D Bagh(S), Kolkata 700001.

The Notice along with the Annual Report shall also be available on the website of the Company at [www.poddarheritage.com](http://www.poddarheritage.com).

This is for your information and record.

Thanking you,  
Yours Truly,

For **ADVENTZ SECURITIES ENTERPRISES LTD.**

**Name: Punam Singh**  
**Company Secretary**  
**Mem No.: A38649**

Encl: As above

Cc: The Listing Department  
MSEI Limited  
Vibgyor Towers, 4th Floor, Plot No. C62  
G-Block, Opp. Trident Hotel  
Bandra Kurla Complex, Bandra(E)  
Mumbai - 400 098

**ADVENTZ SECURITIES ENTERPRISES LIMITED**

Hongkong House, 31 B. B. D. Bagh (South), Kolkata - 700 001, Tel.: +91-33-2248 8891/92  
Fax: +91-33- 2243 7215 Email: [corp@poddarheritage.com](mailto:corp@poddarheritage.com)  
CIN : L36993WB1995PLC069510



**ADVENTZ SECURITIES ENTERPRISES  
LIMITED**

**ANNUAL REPORT**

**F.Y. – 2020-2021**

**ANNUAL REPORT AND ACCOUNTS  
2020-2021**

**BOARD OF DIRECTORS**

**Mr. Rewati Raman Goenka (Chairman & Independent)**  
**Mr. Akshay Poddar (Non Independent)**  
**Mr. Gaurav Agarwala (Non Independent)**  
**Mr. Piyush Khaitan (Independent)**  
**Mr. Kunal Agarwala Independent)**  
**Mrs. Shradha Agarwala (Non Independent)**

**MANAGER &  
CHIEF FINANCIAL OFFICER (CFO)**

**Mr. Devendra Khemka**

**COMPANY SECRETARY**

**Ms. Punam Singh**

**BANKERS**

**HDFC Bank Limited**  
**Kotak Mahindra Bank Limited**

**AUDITORS**

**M/s. Chaturvedi & Company**  
**Chartered Accountants**  
**60, Bentinck Street,**  
**Kolkata - 700 069**

**REGISTERED OFFICE**

**Hongkong House**  
**31, B. B. D. Bagh (s)**  
**Kolkata – 700 001**

**REGISTRAR & SHARE  
TRANSFER AGENT**

**M/s. Zuari Finserv Limited**  
**Jai Kisan Bhawan**  
**Zuarinagar, Goa-403 726**

**CIN**

**L36993WB1995PLC069510**

**LISTED AT**

**The Calcutta Stock Exchange Limited (CSE))**  
**Metropolitan Stock Exchange Of India Limited (MSEI)**

## **NOTICE TO THE SHAREHOLDERS**

**NOTICE** is hereby given that the Thirty Seventh Annual General Meeting (AGM) of the members of **Adventz Securities Enterprises Limited** will be held on Wednesday, 29<sup>th</sup> September, 2021, at 11:00 a.m. at the Registered Office of the Company at “Hongkong House”, 31, B. B. D. Bagh(s), Kolkata – 700 001, to consider the following business:

### **Ordinary Business**

#### **1. To receive consider and adopt**

- a) The Audited Standalone Financial Statements of the Company for the year ended 31st March, 2021 including Audited Balance Sheet for the year ended 31st March, 2021, and the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
- b) The Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2021, including Audited Consolidated Balance Sheet for the year ended 31st March, 2021, and the Consolidated Statement of Profit and Loss Account for the year ended on that date and the Report of the Auditors thereon.

#### **2. Re- Appointment of Director**

To appoint a Director in place of Akshay Poddar (DIN: 00008686) who retires by rotation and being eligible offers himself for re-appointment.

### **Special Business: Special Resolution**

#### **3. Re-Appointment of Mr. Devendra Khemka as the Manager**

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198 and 199, read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), Mr. Devendra Khemka, the Chief Financial Officer of the Company and already serving as the Manager of the Company whose term terminates near to 22<sup>nd</sup> December, 2021, be and is hereby re-appointed as the Manager of the Company, and for a period of 5(Five) years with effect from 23rd December, 2021, on such terms and conditions as may be decided by the Board of Directors and Mr. Devendra Khemka shall herewith hold the position of Manager-cum-CFO of the Company.”

#### **Registered Office:**

Hongkong House  
31, B. B. D. Bagh(s)  
Kolkata – 700 001  
Phone: 033- 2248 8891  
Fax: 033- 2243 7215  
Email: [corp@poddarheritage.com](mailto:corp@poddarheritage.com)  
Website: [www.poddarheritage.com](http://www.poddarheritage.com)  
CIN: L36993WB1995PLC069510

By Order of the Board of Directors  
**For Adventz Securities Enterprises Limited**

Punam Singh  
**Company Secretary**  
ICSI Membership No: 38649

**Dated: 04<sup>th</sup> September, 2021**

## **NOTES:**

### **1. PROXIES:**

*A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in his/her stead on a poll and the proxy need not be a member of the company.*

*Proxies in order to be effective must be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. Any person holding more than 10% of the total Equity Share Capital of the Company may appoint a single person as proxy and in such case, the said person shall not act as proxy for any other person or member.*

*Corporate Members are requested to send to the Registered Office of the Company, a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorising their representative to attend and vote at the Annual General Meeting.*

*Members, Proxies and Authorised Representatives are requested to bring to the meeting, the attendance slip enclosed herewith, duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No. Duplicate attendance slip or copies of the Report and Accounts will not be made available at the AGM venue.*

### **2. Communication:**

Electronic copy of the Notice of the Annual General Meeting (AGM) along with the Annual Report 2020-2021 of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the Company's Registrar and Share Transfer Agents / Depository Participants for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email IDs, physical copies of the Notice of the AGM of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent through permitted mode.

Members are requested to support Green initiative by registering/updating their e-mail addresses with the Depository participant (in case of shares in dematerialized form) or with Zuari Finserv Limited (in case of Shares held in physical form). Members may also note that the Notice of the 37<sup>th</sup> AGM and the Annual Report for FY 2020-21 will be available on the Company's website [www.poddarheritage.com](http://www.poddarheritage.com) for their download and also on the website of Central Depository Services (India) Limited viz. [www.evotingindia.com](http://www.evotingindia.com). For any communication, the shareholders may also send requests to the Company's investor email id: [corp@poddarheritage.com](mailto:corp@poddarheritage.com).

### **3. Route Map:**

A route map showing directions to reach the venue of the 37<sup>th</sup> AGM is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on "General Meetings".

### **4. Registrar & Share Transfer Agents and Depository Participant:**

**M/s Zuari Finserv Limited** is the Registrar and Share Transfer Agent (RTA) of the Company. All investor related communication may be addressed to the following address:

<b>Registered Office:</b> M/s Zuari Finserv Limited Jai Kisaan Bhawan, Zuarinagar, Goa – 403726 Tel no.91-0832-2592509	<b>Corporate Office:</b> M/s Zuari Finserv Limited Corporate 1 First Floor 5, Commercial Centre Jasola, New Delhi - 110025 Contact Personnel: Mr. Krishan Kant: Tel no.: 91-011-46581300, 91-011-41697900 Fax no.91-011-40638679
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Members holding Shares in physical mode are requested to intimate changes in their address to M/s Zuari Finserv Limited. Members holding Shares in electronic mode are Members are requested to send the intimation for change of address to their respective Depository Participants. Any such changes effected by the Depository Participants will automatically reflect in the Company's subsequent records.

Members are further requested to intimate directly to the Company's Registrar and Share Transfer Agent

- a) changes, if any in their address at an early date
  - b) apply for consolidation of folios, if shareholdings are under multiple folios
  - c) quote ledger folio numbers in all their correspondence
  - d) send their share certificate(s) for consolidation
  - e) members holding shares in physical format and desirous of making/changing nomination in respect of their holding forms for making nominations as per section 72 of the Companies Act, 2013 in prescribed Forms SH-13 and SH-14.
  - f) to send their email address for forwarding all communication on mail as per green initiatives of Ministry of Corporate Affairs
5. The Register of Members and Share Transfer Books of the Company shall remain closed from **Tuesday, 21<sup>st</sup> September, 2021, to Wednesday, 29<sup>th</sup> September, 2021**. (Both days inclusive).
6. Members holding shares in the physical format are advised to dematerialize their shares to avail easy liquidity and to prevent loss of physical certificates. Further pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository
7. PAN Submission:  
The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents/Company. (Form Enclosed)
8. Inspection by Members:  
All Statutory Registers and relevant documents referred to in the Notice and the Explanatory Statement, if any, shall be available for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, Sundays and public holidays, between 10.30 a.m. to 5.00 p.m. upto the date of the Annual General Meeting. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same by post free of cost The Register of Directors and Key Managerial Personnel (KMPs) and their shareholding maintained under Section 170 of Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
9. A brief resume of each of the director/directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter se as stipulated under Regulation 36 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, and Clause 1.2.5 of Secretarial Standards-2 on General Meetings, pertaining to Details of Directors seeking Appointment/ Reappointment at the Annual General Meeting is annexed herewith as Annexure 1 and will also be furnished in the report on Corporate Governance.
10. Members who wish to obtain further information on the Financial Statements for the year ended March 31, 2021, may send their queries at least seven days before the Annual General Meeting addressed to Company Secretary at the registered office of the Company or at Email ID: [corp@poddarheritage.com](mailto:corp@poddarheritage.com).
11. Voting through Electronic Means  
Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company is pleased to provide its members the facility of 'remote e-voting' (e-voting from a place other than venue of the AGM) to exercise their right to vote at the 37<sup>th</sup> AGM. The business may be transacted through e-voting services rendered by Central Depository Services (India) Limited (CDSL). Please note that members can opt for only one mode of voting i.e., either by voting at the meeting or e-voting. If Members opt for e-voting, then they should not vote at the Meeting and vice versa. However, once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the Meeting may also attend the Meeting and participate in the Meeting, but shall not be entitled to cast their vote again. Members are requested to follow the instruction below to cast their vote through e-voting.

The instructions for e-voting are as under. Members are requested to follow the instructions below to cast their vote through e-voting:

Commencement of remote e-voting : **Friday, 24<sup>th</sup> September, 2021, 09.00 a.m.**  
 End of remote e-voting : **Tuesday, 28<sup>th</sup> September, 2021, 5.00 p.m.**

During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date on Monday, 20<sup>th</sup> September, 2021 thereafter.

Scrutinizer: The Company has appointed Mr. Atul Kumar Labh., Practicing Company Secretary (FCS No. 4848/C.P. No. 3238), as Scrutinizer for conducting the electronic voting process (both remote e-voting and voting at the AGM through physical ballots) in a fair and transparent manner.

***Instruction and other information relating to e-voting are as under:***

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter</p>

	your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

I. In case of Members receiving e-mail:

- (i) Log on to the remote e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on “Shareholders” tab.
- (iii) Now, select “Adventz Securities Enterprises Limited” from the drop down menu and click on “SUBMIT”
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) However, if you are a first time user follow the steps given below:



<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field – excluding special character and space. (viz., if your name is Ramesh Kumar with sequence number 00000001 then enter RA00000001 in the PAN field. – Sequence Number is communicated in the Attendance Slip.)</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter your DP ID Together with Client ID or Registered Folio number in the Dividend B</li> </ul>

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For **Members** holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <**Adventz Securities Enterprises Limited**> on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If a Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) **Note to Non- Individual Shareholders/ Institutional shareholders**

- Non-Individual shareholders/Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp & sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**In case of members receiving the physical copy:**

- (xx) (a) Please follow all steps from sl. no. (i) to sl. no. (xviii) above to cast vote.

(b) The remote e-voting period begins on, **Friday, 24<sup>th</sup> September, 2021, 09.00 a.m and ends on Tuesday, 28<sup>th</sup> September, 2021, 5.00 p.m.** During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form as on cut-off date 20<sup>th</sup> September, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(c) In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- II. Institutional members/Body Corporates (i.e. other than individuals, HUF, NRI etc.) who are authorized to vote, are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) through e-mail at [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)(Scrutinizer) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) 48 hours before 29<sup>th</sup> September, 2021 , without which the vote shall not be treated as valid.
- III. In case you have any queries or issues regarding e-voting, please contact the Company or Registrar & Share Transfer Agent or send mail to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or [corp@poddarheritage.com](mailto:corp@poddarheritage.com).
- IV. The voting rights of shareholders shall be in proportion to their share of the paid up equity share capital of the Company.
- V. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, within 48 hours 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 authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- VI. The results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.poddarheritage.com](http://www.poddarheritage.com) and on website of CDSL e-Voting [www.evotingindia.com](http://www.evotingindia.com) within two days of the passing of the Resolutions at the Annual General Meeting of the Company and will also be communicated to Delhi Stock Exchange (de-recognized by the SEBI), Calcutta Stock Exchange and the Metropolitan Stock Exchange of India Limited(MSEI), where the shares of the Company are listed.

- VII. A facility for voting through Ballot Paper is being made available at the Annual General Meeting of the Company and the Members attending the meeting who have not cast their vote by remote e-voting can exercise their right during the meeting on 29<sup>th</sup> September, 2021, between 11.00 a.m. till the conclusion of the meeting.

**Registered Office:**

Hongkong House  
31, B. B. D. Bagh(s)  
Kolkata – 700 001  
Phone: 033- 2248 8891  
Fax: 033- 2243 7215  
Email: [corp@poddarheritage.com](mailto:corp@poddarheritage.com)  
Website: [www.poddarheritage.com](http://www.poddarheritage.com)  
CIN: L36993WB1995PLC069510

By Order of the Board of Directors  
**For Adventz Securities Enterprises Limited**

Punam Singh  
**Company Secretary**  
ICSI Membership No: 38649

**Dated: 04<sup>th</sup> September, 2021**

## **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

### **Item No. 4**

Mr. Devendra Khemka, currently holding the position of the Chief Financial Officer and Manager of the Company has been proposed to be re-appointed as the Manager of the Company, with effect from 23rd December, 2021, pursuant to the decision taken by the Board at their meeting held on 04<sup>th</sup> September, 2021. The Board of Directors of the Company (the 'Board') has approved the re-appointment of Mr. Khemka subject to the approval by the Shareholders of the Company and accordingly, it is proposed before the Shareholders to approve the said re-appointment for another new term of five (5) years.

The re-appointment for another new term of five (5) years of Mr. Khemka had been recommended by the Nomination and Remuneration Committee of the Company and the remuneration payable to him, if any, over and above the remuneration already paid to him as the CFO, has also been certified by the Nomination & Remuneration Committee and the same is within the permissible limits of Schedule V of the Companies Act, 2013.

At present, the Board has not proposed the payment of any separate remuneration for holding the post of Manager and he will continue to draw his current remuneration, already payable to him as the CFO of the Company. However, with the prior approval by the Nomination and Remuneration Committee, the Board may offer additional remuneration to Mr. Khemka. The remuneration to be paid additionally, if any, as and when decided by the Board shall be subjected to the following conditions:

In pursuance of the provisions of Section 197, 198 of the Companies Act, 2013 Schedule V and other applicable provisions of the Companies Act, 2013 with the following breakup:

- i. **SALARY:** As may be proposed by the Nomination and Remuneration Committee and approved by the Board.
- ii. **COMMISSION:** Not exceeding 1% of the Net Profit of the Company in particular year subject to ceiling of 50% of the salary.
- iii. **PERQUISITES & ALLOWANCE:** The perquisites and allowances, as may be proposed by the Nomination and Remuneration Committee and decided by the Board, may include accommodation (furnished or unfurnished) or house rent allowance in lieu thereof, house maintenance allowance together with reimbursement of expenses, and / or allowances, for utilization of gas, electricity, water furnishing and repairs, medical reimbursement, leave travel concession for self and family including dependents, medical insurance etc. The said perquisites and allowances shall be evaluated wherever applicable, as per the provision of Income Tax Act, 1961 or any rules there under or any statutory modifications(s) or re-enactments thereof, in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost. The salary and perquisites payable to Mr. Devendra Khemka, as may be determined by the Board in the meeting of Directors and the Nomination and Remuneration Committee, is not to be included for the purpose of computation of the aforesaid ceiling of remuneration provided that such payment shall be within the overall ceiling of remuneration permissible under the Act or Schedule Section 197, 198,199 and Schedule V of the Companies Act, 2013, as and when the remuneration becomes payable.
- iv. **MINIMUM REMUNERATION:** In the event of loss or inadequacy of profits of the Company in any financial year, remuneration and perquisites / benefits payable to him in the basis of determined minimum remuneration by the Board within the limit specified in section 197,198 and 199 u/s 2 (78) of the Companies Act, 2013, as modified from time to time.

- v. No sitting fee shall be paid to the Manager for attending any meeting of the Board of Directors of the Company or committee thereof, if invited.

**The Board recommends the Resolution as mentioned in the Notice for your approval. None of the Directors and / or Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution.**

**Registered Office:**

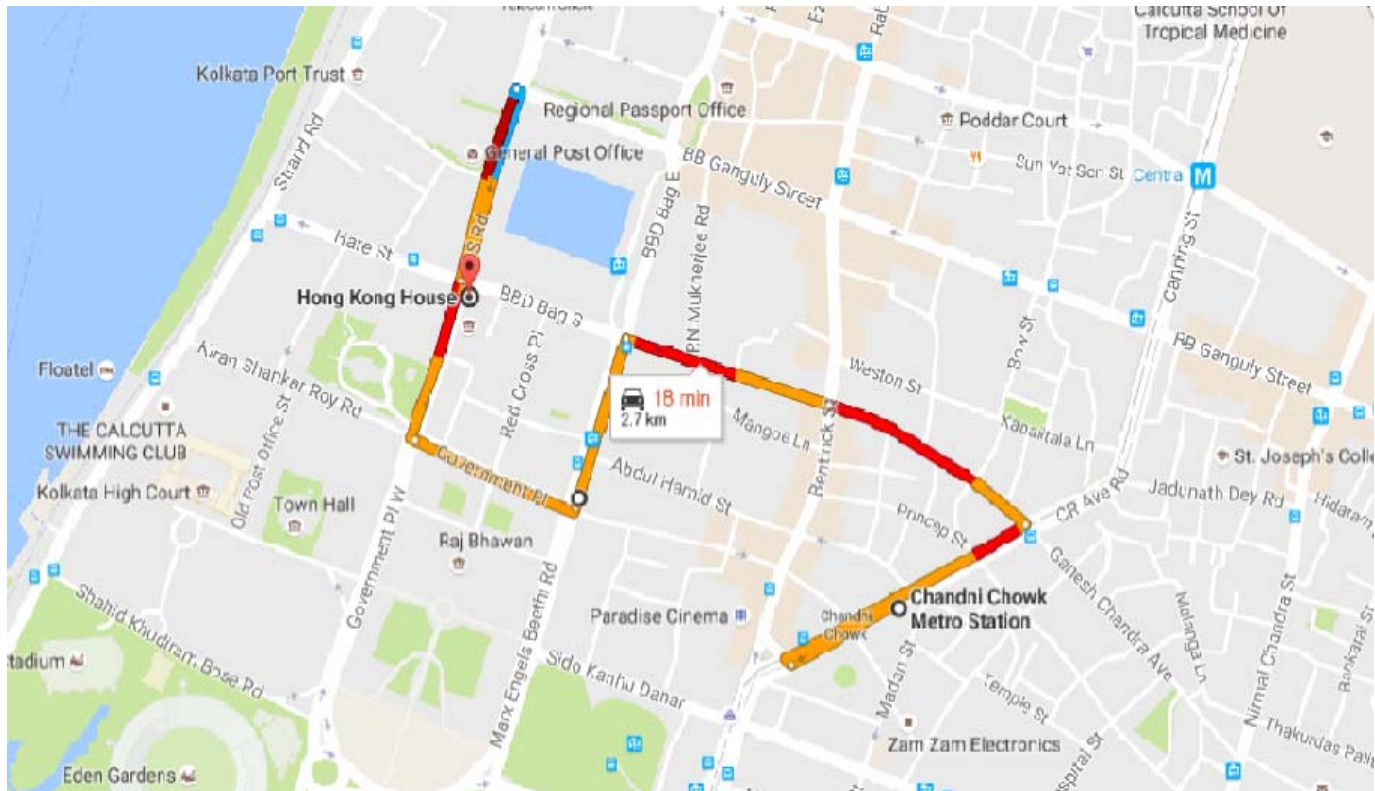
Hongkong House  
31, B. B. D. Bagh(s)  
Kolkata – 700 001  
Phone: 033- 2248 8891  
Fax: 033- 2243 7215  
Email: [corp@poddarheritage.com](mailto:corp@poddarheritage.com)  
Website: [www.poddarheritage.com](http://www.poddarheritage.com)  
CIN: L36993WB1995PLC069510

By Order of the Board of Directors  
**For Adventz Securities Enterprises Limited**

Punam Singh  
**Company Secretary**  
ICSI Membership No: 38649

**Dated: 04<sup>th</sup> September, 2021**

## Route Map



Pursuant to provisions of the Companies Act, 2013, Mr. Akshay Poddar (DIN: 00008686) retires by rotation and is eligible for re-appointment.

As per Regulation 36 of the SEBI (LODR), Regulations, 2015, brief profile and information about the director is given below:

<b>Name</b>	Akshay Poddar		
<b>Date of Birth</b>	20.07.1976		
<b>Date of Appointment</b>	28.04.2001		
<b>DIN</b>	00008686		
<b>Qualification</b>	Graduate in Accounting & Finance from London School of Economics and Political Science, UK Master of Science in leadership and strategy from London Business School, UK OPM Executive Education Program from Harvard Business School, Boston.		
<b>Experience</b>	He is a dynamic person possessing good working experience on the affairs of the Company. He also has sound knowledge in capital markets		
<b>Directorship in other public limited Companies</b>		<b>Public Limited Companies</b>	<b>Nature of Interest</b>
	1	Lionel Edwards Ltd.	Director
	2	Lionel India Ltd.	Director
	3	Texmaco Infrastructure & Holdings Ltd.	Director
	4	Texmaco Rail & Engineering Ltd.	Director
	5	Zuari Agro Chemicals Ltd.	Director
	6	Mangalore Chemicals & Fertilizers Ltd.	Director
	7	YPO (Calcutta)	Director
	8	Indian Chamber of Commerce	Director
	9	The Fertiliser Association of India	Director
	10	Gobind Sugar Mills Ltd	Director
	11	Simon India Ltd	Additional Director
<b>Name of listed Companies in which director is Chairman/Member of Committee other than this Company</b>		<b>Name of the Company</b>	<b>Committee</b>
	1	Texmaco Infrastructure & Holdings Ltd	Audit Committee
			Investors/ Shareholders Grievance Share Transfer Committee
			Nomination & Remuneration Committee
	2	Texmaco Rail & Engineering Ltd	Investors/ Shareholders Grievance Share Transfer Committee
			Nomination & Remuneration Committee
	3	Zuari Agro Chemicals Ltd	Nomination & Remuneration Committee
			CSR Committee
4	Gobind Sugar Mills Ltd	Nomination & Remuneration Committee	

Shares of the Company held by Mr. Akshay Poddar either himself or for any other person on beneficial basis as on 31<sup>st</sup> March, 2021, is NIL.

**ADVENTZ SECURITIES ENTERPRISES LIMITED**

**CIN: L36993WB1995PLC069510**

**Registered Office: "HONGKONG HOUSE", 31 B.B.D. Bagh (S), Kolkata -700001, West Bengal**

**E-Mail ID: corp@poddarheritage.com**

**Website: www.poddarheritage.com**

**PROXY FORM**

**FORM No. MGT – 11**

[Pursuant to Section 105 (6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : **L36993WB1995PLC069510**

Name of Company : **ADVENTZ SECURITIES ENTERPRISES LIMITED**  
Registered Office : **"HONGKONG HOUSE", 31 B.B.D. Bagh (S), Kolkata - 700001, West Bengal**  
Name of the Member (s) : \_\_\_\_\_  
Registered Address : \_\_\_\_\_  
E-mail ID : \_\_\_\_\_  
Folio No/Client ID No. : \_\_\_\_\_

I/We, being the member(s) of \_\_\_\_\_ shares of above named company, hereby appoint:

(1) Name : \_\_\_\_\_ E-mail Id : \_\_\_\_\_  
Address : \_\_\_\_\_ Signature : \_\_\_\_\_, or  
failing him

(2) Name : \_\_\_\_\_ E-mail Id : \_\_\_\_\_  
Address : \_\_\_\_\_ Signature : \_\_\_\_\_, or  
failing him

(3) Name : \_\_\_\_\_ E-mail Id : \_\_\_\_\_  
Address : \_\_\_\_\_ Signature : \_\_\_\_\_

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37<sup>th</sup> Annual General of the Company, to be held on the Wednesday, 29th September, 2021, at 11:00 a.m. at the Registered Office of the Company at Hongkong House, 31, B.B.D. Bagh(s), Kolkata – 700 001 and at any adjournment thereof in respect of such resolutions as are indicated below.

Resolution No.	Resolution	Type of Resolution	Vote (Optional :Please see Note 2) (Please mention no. of shares)	
			For	Against
1	Adoption of Standalone and Consolidated Financial Statements	Ordinary		
2	Appointment of Mr. Akshay Poddar as a director liable to retire by rotation	Ordinary		
3	Re-Appointment of Mr. Devendra Khemka as the Manager for a period of five years	Special		

Signed this \_\_\_\_\_ day \_\_\_\_\_ of 2021

\_\_\_\_\_  
Signature of shareholder (s)

\_\_\_\_\_  
Signature of the Proxy holder (s)

Affix Revenue stamp of Re. 1

**Note:**

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting**
- It is optional to indicate your preference. If you leave 'for' or 'against' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner he/she may deem appropriate.**



**ADVENTZ SECURITIES ENTERPRISES LIMITED**

**CIN: L36993WB1995PLC069510**

**Registered Office: "HONGKONG HOUSE", 31 B.B.D. Bagh (S), Kolkata -700001, West Bengal**

**E-Mail ID: corp@poddarheritage.com**

**Website: www.poddarheritage.com**

**ATTENDANCE SLIP**

Full Name of the member/Proxy attending the meeting	
Member's Folio/DP ID/Client ID NO.	

I hereby record my presence at the THIRTY SEVENTH ANNUAL GENERAL MEETING of the Company being held at the Registered Office of the Company at "HONGKONG HOUSE", 31 B.B.D. Bagh (S), Kolkata -700001, West Bengal on the 29<sup>th</sup> Day of September, 2021, Wednesday, at 11.00 a.m.

SIGNATURE OF THE ATTENDING MEMBER/PROXY

**Notes:**

1. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance, duly signed.
2. Shareholder/Proxy holder is requested to bring their copies of the Annual Report and Accounts with them to the Meeting.

**ADVENTZ SECURITIES ENTERPRISES LIMITED**

The Company is providing remote electronic voting (e-voting) facility for the Resolutions contained in the Notice convening the Annual General Meeting on 29<sup>th</sup> September 2021. The procedure for e- voting has been mentioned in the aforesaid Notice. Your USER ID and Password for e- voting purposes are given below:

<b>ELECTRONIC VOTING SEQUENCE NUMBER (EVSN)</b>	<b>USER ID</b>	<b>PASSWORD</b>
	<b>YOUR DP ID/CLIENT ID/FOLIO NO.</b>	<b>USE YOUR EXISTING PASSWORD</b>

Dear Shareholders,  
4<sup>th</sup> September, 2021

**Submission of PAN details**

We request you to submit details of your **Income Tax Permanent Number (PAN)** as in terms of directive of Securities and Exchange Board of India, submission of these details by every participant in the Securities / Capital Market has become mandatory.

**Kindly return the slip appended below, duly filled in and signed with self-attested copies of PAN cards of all holders including joint holders, to the Company or the RTA. If you are holding shares in electronic form, please furnish these details to your Depository Participant.**

In case you have already submitted the PAN details, kindly ignore this letter.

For ADVENTZ SECURITIES ENTERPRISES LIMITED

**Punam Singh**  
Company Secretary  
ACS: 38649

-----X-----

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Date : \_\_\_\_\_

To  
**Zuari Finserv Limited**  
Unit : Adventz Securities Enterprises Limited  
Corporate One, First Floor, 5 Commercial Centre,  
Jasola, New Delhi - 110025

Dear Sir,

**Unit : Adventz Securities Enterprises Limited**

I/We furnish below our folio details along with PAN and Bank Account details for updation and confirmation of doing the needful.  
**I/We are enclosing the self-attested copies of PAN Cards, original cancelled cheque leaf with name (if name is not printed, self-attested copy of the first page of the pass book of the bank) and address Proof viz., Aadhaar Card of all the shareholder(s), for the said purpose.**

Folio No.	
Address of the 1st named shareholder as per the share certificate	
Mobile No.	
E-Mail ID	

**Bank Account Details : (for electronic credit of all future dividends)**

Name of the Bank									
Name of the Branch									
Account Number (as appearing in your cheque book)									
Account Type (Saving/Current/Cash Credit)	<b>Saving</b>			<b>Current</b>			<b>Cash Credit</b>		
( Digit MICR Number (as appearing on the MICR cheque issued by the bank). Please enclose a photocopy of a cheque for verification									
Digit IFSC Code									

	PAN	Name	Signature
First Holder :			
Joint Holder 1:			
Joint Holder 2:			

Date :  
Place :

# DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the Thirty Seventh Annual Report along with the Audited Financial Standalone and Consolidated Statements of the Company for the financial year ended 31<sup>st</sup> March 2021.

## 1. FINANCIAL SUMMARY

The financial performance of the Company for the financial year ended 31<sup>st</sup> March, 2021, compared with the previous financial year, on standalone and consolidated basis (as per Ind- AS), is summarized as below:

<b>Financial Results &amp; Appropriations</b>	Rs. In lakhs			
	For the Financial Year Ended 31st March			
	<u>Standalone</u>		<u>Consolidated</u>	
	<u>2020-2021</u>	<u>2019-2020</u>	<u>2020-2021</u>	<u>2019-2020</u>
Income	412.89	3,834.49	412.88	3,834.49
Depreciation	7.34	9.81	7.34	9.81
Finance Cost	-	-	-	-
Purchase of stock	-	-	-	-
Other Expenses	111.06	2,463.38	111.06	2,463.38
Profit/Loss Before Taxation	294.49	1,361.30	294.49	1,361.30
Less : Provision for taxation				
Current Tax	20.35	-	20.35	-
Deferred Tax	43.92	-58.90	43.92	-58.90
Profit after Taxation	230.22	1,420.20	230.22	1,420.20
Add : Share of Profit in Associate Company	-	-	7,258.14	-7,138.48
Balance b/f from Previous Year	1817.17	696.97	21,359.33	27,377.61
Income Tax Adjustments	-	0.00	-	0.00
<b>Less: Transfer to Reserve Fund</b>	<b>46.10</b>	<b>300.00</b>	<b>46.10</b>	<b>300.00</b>
<b>Balance carried to Balance Sheet</b>	<b><u>2,001.29</u></b>	<b><u>1,817.17</u></b>	<b><u>28,801.58</u></b>	<b><u>21,359.33</u></b>
Capital Reserve	37.17	37.17	37.17	37.17
General Reserve (On amalgamation)	418.57	418.57	418.57	418.57
Reserve Fund Closing Balance	870.50	824.40	870.50	824.40
<b>Other Comprehensive Income</b>	<b>2,678.92</b>	<b>1,981.65</b>	<b>2,678.92</b>	<b>1,981.65</b>
<b>Other Equity</b>	<b>6,006.45</b>	<b>5,078.96</b>	<b>32,806.75</b>	<b>24,621.12</b>

**NOTES:** These financial statements have been prepared in accordance with Indian Accounting Standards (“Ind AS”) 34, Interim Financial Reporting notified under Section 133 of the Companies Act, 2013 (“the Act”) read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act and other Generally Accepted Accounting Principles (GAAP) in India.

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities (including contingent liabilities and assets) as on the date of the financial statements and the reported income and expenses for the reporting period. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

## **2. OPERATING PERFORMANCE**

The second wave of pandemic has hit all of us hard for which investors are exploring safe investment options. We have just faced the so-called second wave of Covid-19 and while the future in this pandemic scenario remains uncertain, it does remain hopeful. The Indian stock markets have fared considerably better as compared to the last year where a prolonged lockdown coupled with uncertainty and unpreparedness about the disease had led to catastrophic downfall of the market. However the intensity of the second wave of COVID-19 infections in India has come as a surprise, and has hemorrhaged the country's healthcare infrastructure and the future relies heavily on the Indian Governments' ability to vaccinate the population at its earliest.

In a volatile market environment the Company earned a total income Rs.4.09 cr as against Rs.38.35 cr in the previous year which includes interest income, dividend income and sale of shares. The Company has seen a noticeable fall in revenue mainly because the bulk of the previous year's revenue was derived from disposal of shares/investments. This year the Company has focused on reserving its investments after the fallout of the last year and regain its previous market/fair value. The Profit before tax stands at Rs.2.91 cr as compared to Rs. 13.61 cr in the last year. The current year has shown considerable growth in the stock market with Sensex and Nifty touching new highs and it is assumed that such growth in the market shall definitely lead to if steady growth in the investments scenarios for the Company.

The Company transferred Rs.46.10 lakhs being 20% of Profit after Tax to Reserve Fund as per Prudential norms of Reserve Bank of India as applicable to us being NBFC.

Your Company has one Associate – Adventz Finance Private Limited where it hold around 26% of the shareholding in the said Associate Company. As per applicable accounting, consolidation of financial numbers of associate is mandatory and as such Consolidated accounts of the company have also been prepared and presented to you. The Profit of Rs. 72.58 cr of Associate Company has been accounted for in the Profit and Loss Account and accordingly investment in such associate has been adjusted since it became associate.

On this basis Audited Standalone and Consolidated Financial Statements, Financial Results for the quarter and year ended 31st March 2021 and other disclosures for the purpose of filing with the Stock exchanges where the shares are listed have been prepared are also presented.

Your Company continues to be a Non-Deposit Taking Non - Systematically Important Non-Banking Financial Company, primarily engaged in investment in shares/ securities and providing Inter-Corporate Deposits. There was no change in the nature of the business of the Company during the year under review.

There are no significant or material orders passed by any Regulators, Courts or Tribunals against the Company which could impact the going concern status and Company's operations in future.

There have been no material changes and commitments 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 this Report.

## **3. COVID-19 MEASURES FOR A SAFE AND CONDUCTIVE WORKPLACE**

The outbreak of corona virus disease in the year 2019 (COVID-19) has created a global health crisis that has had a deep impact on the way we perceive our world and our everyday lives. Not only the rate of contagion and patterns of transmission threatens our sense of life, as we know it, but the safety measures put in place to contain the spread of the virus also require social distancing. Within this context of physical threat, social and physical distancing, as well as public alarm, what has been (and can be)

the role of the company in bettering the lives of individual that it comes in contact with on social and societal levels.

The Company has stringently followed the lockdown and subsequent safety guidelines as set down by the Government of India and has taken the following steps to keep up with social distancing and regular cleanliness norms:

- a) Promoting regular and thorough hand-washing by employees, visitors
- b) Putting sanitizing hand rub dispensers in prominent places around the workplace. Making sure these dispensers are regularly refilled
- c) Making sure that staff, contractors and customers have access to places where they can wash their hands with soap and water
- d) Ensure that face masks and / or paper tissues are available at our workplaces, for those who develop a runny nose or cough at work, along with closed bins for hygienically disposing of them.

**4. DIVIDEND**

The Board of Directors' do not recommend payment of any dividend for the financial year ended 31<sup>st</sup> March, 2021.

**5. TRANSFER OF UNCLAIMED DIVIDEND**

The provisions of Section 125(2) of the Companies Act, 2013 (hereinafter referred to as "the Act"), do not apply to your Company as there is no unclaimed or unpaid dividend amount due for transferring to Investor Education and Protection Fund established by the Central Government.

**6. STATUTORY RESERVES**

A sum of Rs. 46,10,000/- has been transferred to the Reserve Fund as required under Section 45 of The Reserve Bank of India Act, 1934.

**7. DEPOSITS**

The company is a Non-deposit taking Non- Banking Finance Company, registered with the Reserve Bank of India (RBI). Accordingly, your Company has not accepted any deposits from the public/members during the year or earlier years and pass a resolution every year for non-acceptance of any public deposit.

**8. SUBSIDIARY/JOINT VENTURE/ASSOCIATE COMPANIES**

The Company has one associate as on 31<sup>st</sup> March, 2021, namely M/s. Adventz Finance Private Limited. The said Company is also the Holding Company of your Company. A statement containing the salient features of the financial statement of the associate company, in Form AOC-1, is attached as Annexure to this report. Your Company does not have any subsidiary or joint venture.

Pursuant to Section 129 of the Act, the Company has prepared Consolidated Financial Statements, incorporating the results of its Associate. These Financial Statements shall also be laid before the members in the ensuing Annual General Meeting, for consideration and adoption.

**9. RELATED PARTY TRANSACTIONS**

During the financial year ended 31<sup>st</sup> March, 2021, all the contracts and/or arrangements and/or transactions entered into by the Company with related parties were on arm's length basis and in the ordinary course of business and were in compliance with the applicable provisions of Companies act, 2013 and the SEBI LODR Regulations 2015.

Further the Company has not entered into any contract / arrangement/ transaction with the promoters, directors, key managerial personnel and any other related party which could be considered material to

have a potential conflict of interest with the Company at large in accordance with the policy of the Company.

In view of the above, disclosure in Form AOC- 2 is not applicable for the year ended 31<sup>st</sup> March, 2021. The Company has formulated a policy on dealing with Related Party transactions and the same is disclosed on the Company's website. The web link for accessing the Related Party Transaction Policy is <http://poddarheritage.com/policies/related-party-transaction-policy.pdf>.

**10. LOANS, GUARANTEES AND INVESTMENTS**

The details of Loans and Investments made during the years have been disclosed in the notes to the Financial Statements. No Guarantee has been issued by your Company.

**11. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**Directors Responsibility Statement**

Pursuant to Section 134(5) of the Act, the board of directors, to the best of their knowledge and ability, state that:

- i. In the preparation of the annual accounts for the financial year ended March 31, 2021, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed along with proper explanation relating to material departures, if any;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021, and of the profit of the Company for the year ended on that date;
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. The Directors have prepared the annual accounts on a 'going concern' basis;
- v. The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- vi. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

**a. Board Composition**

The Board of your Company consists of six directors as on 31st March, 2021, comprising of Independent and Non-Independent Directors.

All the directors of the Company, including the Independent Directors, have disclosed their concern and interest in other companies, bodies corporate, firms, and other association of individuals, including the shareholding, in Form MBP-1. Further, all the Independent Directors have confirmed that they meet the criteria of independence, as laid down under Section 149(6) of the Act, read along with the Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Listing Regulations").

**b. Re-appointment / Retirement of director by rotation/Resignation**

Pursuant to Section 152(6) of the Act, Mr. Akshay Poddar (DIN: 00008686), Non-executive Non-independent Director, retires by rotation at the ensuing 37<sup>th</sup> Annual General Meeting and being eligible, offers himself for reappointment. His reappointment at the AGM will be in the interest of the Company.

A brief profile and details of directorship and committee membership in other Companies of Mr. Akshay Poddar is given in the Report on Corporate Governance which is attached as Annexure to this report.

Mrs. Puja Poddar has resigned from the Board of Directors w.e.f. 15.09.2020

**c. Meetings of the Board**

The details of the number of meetings of the Board held during the Financial Year 2020-2021 forms part of the Corporate Governance Report.

**d. Key Managerial Personnel**

There has been no change in the Key Managerial Personnel of the Company for the year under review.

Mr. Devendra Khemka who has served as the Chief Financial Officer and the as Manager of the Company from 16<sup>th</sup> December 2014, appointed for five years is being proposed to be re-appointed for a further term of five years upon completion of his term in December, 2021. The Management and the Board is satisfied with his performance and thus on discussion and recommendation of the Nomination and Remuneration Committee put forth the proposal of re-appointment subject the approval of the shareholders in the forthcoming Annual General Meeting.

**12. BOARD EVALUATION**

The Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its various Committees for the Financial Year 2020-21. The evaluation was conducted on the basis of a structured questionnaire which comprises performance criteria such as performance of duties and obligations, independence of judgment, level of engagement and participation, attendance of directors, their contribution in enhancing the Board's overall effectiveness, etc. The Board has expressed their satisfaction with the evaluation process. The observations made during the evaluation process were noted.

The evaluation process endorsed cohesiveness amongst directors, smooth communication between the Board and the management and the openness of the management in sharing the information with the Board and placing various proposals for the Board's consideration and approval.

The Independent Directors met on April 08th, 2021, without the presence of other directors or members of Management. All the Independent Directors were present at the meeting. In the meeting, the independent directors reviewed performance of Non-Independent Directors, the Board as a whole and Chairman. They assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board. The report of the Independent Directors' meeting were placed before the Board Meeting held on the same day and the same were noted by the Board.

The Independent Directors expressed satisfaction over the performance and effectiveness of the Board, individual Non-Independent Directors and the Chairman. Considering the unhealthy and stressful background of lockdown the performance of the Board as a whole and the Manager in specific was found to be more than satisfactory in the running of the Company as well as ensuring the safety and health of the employees in. The Independent Directors also expressed improvement in the flow of information between the company management and the Board. The Independent Directors also played active role in the committee meetings including Audit Committee.

**13. NOMINATION AND REMUNERATION POLICY**

Pursuant to Section 178(1) of the Act, the Company had constituted Nomination and Remuneration Committee to perform such functions as enumerated in the Act and the SEBI Listing Regulations. Your Company recognizes the importance and benefits of having the diverse Board to enhance quality of its

performance and has adopted a Policy on Board Diversity formulated by the Nomination and Remuneration Committee. Your Company follows the Policy on Remuneration of Directors/Senior Management Employees, as drafted by the Committee and approved by the Board. A detailed report on the same is given in the Corporate Governance Report, which forms an integral part of this report.

#### **14. AUDITORS AND AUDITOR'S REPORTS**

##### **a. Statutory Auditor**

M/s. Chaturvedi & Company, Chartered Accountants (Firm Registration No. 302137E), were appointed as Statutory Auditors of the Company for a period of 5 years commencing from conclusion of 33<sup>rd</sup> Annual General Meeting. The ratification of Auditors is no longer required under the Companies Amendment Act, 2017, read with The Companies (Audit And Auditors) 2<sup>nd</sup> Amendment Rules, 2018. Accordingly, the appointment of the Statutory Auditors of the Company hereby stands confirmed and approved till the conclusion of the 38<sup>th</sup> Annual General Meeting of the Company to be held in the year 2021.

The Statement on Impact of Audit Qualifications for the financial year ended 31<sup>st</sup> March, 2021, as stipulated in regulation 33(3)(d) of the SEBI Listing Regulations, is attached as an annexure to this report. The observations and qualifications made by the Auditor's in their Audit Report for 2020-2021 are self-explanatory in nature and do not call for any further comments.

##### **b. Secretarial Auditor**

Mr. Asit Kumar Labh, Practicing Company Secretary (COP Number: 14664) has been appointed as Secretarial Auditor of the Company to conduct Secretarial Audit for the Financial Year 2019-20 and onwards for the next subsequent years, subject to the ratification by the Board of Directors every year and consent letter received, pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014. The consent letter dated 16<sup>th</sup> August to continue as the Secretarial Auditor of the Company for the financial year 2021-21 was placed in the Board in its meeting held on 04<sup>th</sup> August, 2021, and his appointment was ratified. The Report of the Secretarial Audit Report is enclosed as Annexure to the Directors' Report. There were no qualifications in the report.

##### **c. Internal Auditor**

In accordance with the provisions of Part C of Schedule II of the SEBI (Listing Obligation and Disclosure Requirements) Regulations and Section 138 of the Companies Act, 2013, M/s. Beriya & Co., Chartered Accountants (Firm Registration No: 327617E) were appointed as the Internal Auditor of the Company to audit the internal systems, controls and procedures and/or such other matters as may be decided by the Audit Committee. The Internal Auditors directly report to the Chairman of the Audit Committee of the Company to maintain its objectivity and independence. There is no adverse observation in the report.

#### **15. COMMITTEES OF THE BOARD**

Pursuant to various provisions of the Act, the Board of Directors have formed the following Committees:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholders' Relationship Committee
- iv. Corporate Social Responsibility (CSR) Committee.

The details of the Committees, along with their composition, number of meetings and attendance at the meetings are provided in the Corporate Governance Report.



**16. VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company's Whistle Blower policy provides a mechanism under which an employee/director of the Company may report unethical behaviour, suspected or actual fraud, violation of code of conduct and personnel policies of the Company. The Vigil Mechanism ensures standards of professionalism, honesty, integrity and ethical behavior. The Whistle Blower Policy has been posted on the website of the Company <http://www.poddarheritage.com/policies/vigil-mechanism-whistle-blower-policy.pdf>.

The Code of Conduct for the Board of Directors and Senior Management states that Directors and Senior Managers of the Company shall endeavour to promote ethical behaviour and to provide an opportunity to employees to report violation of laws, rules, regulations or codes of conduct and policy directives adopted by the Company to the appropriate personnel without fear of retaliation of any kind for reports made by the employees in good faith.

**17. CORPORATE SOCIAL RESPONSIBILITY ("CSR")**

Your Company perceives Corporate Social Responsibility (CSR) as an opportunity to contribute towards uplifting the society at large, empowering individuals, making them self-reliant. The CSR philosophy of your Company is embedded in its commitment to all stakeholders namely consumers, employees, environment and society and its sustainable approaches towards practicing humble service to Humanity, has enabled it to continue fulfilling its commitment to be a socially responsible corporate citizen.

The Company has codified a policy on Corporate Social Responsibility, the text of which is available at <http://www.poddarheritage.com/policies/csr.pdf>.

The Company is not required to make any contribution towards the CSR initiative as the company has not made the required profit in the last three years and thus is not required to set out the Annual Report on CSR activities as required under Section 134 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014.

**18. HUMAN RESOURCE**

Your Company treats its "Human Resource" as one of its most important assets. The Company has always provided a congenial atmosphere for work to all its employees that is free, from discrimination and harassment.

**19. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, your Company has zero tolerance towards sexual harassment at the workplace.

As required under the Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013, the Company has a Policy on Prevention of sexual harassment of women at workplace and matters connected therewith and have also complied with the provisions relating to the Constitution of Internal Complaint Committee (ICC).

The ICC is responsible for redressal of complaints related to sexual harassment as well as to create a preventive environment across the organization. The Company conducts sensitization / awareness sessions on a regular basis so as to create a free and fair working environment.

It is our constant endeavor to ensure that we provide harassment free, safe and secure working environment to all employees specially the women. We are proud to inform that our female workforce feels happy and safe while working within the Company.

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

<b>Sr. No.</b>	<b>No. of cases pending as on the beginning of the financial year under review</b>	<b>No. of complaints filed during the financial year under review</b>	<b>No. of cases pending as on the end on the financial year under review</b>
NIL	NIL	NIL	NIL

Particulars of employees as required under Section 197(12) of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as an Annexure to this report. Further, there was no employee in the Company who was in receipt of remuneration beyond the threshold limit prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

## **20. INTERNAL CONTROL SYSTEMS**

With an aim to monitor and control day-to-day operations at ASEL, the Company has set up internal control systems for regular tracking and reporting. These systems also monitor compliance to various rules and regulations and adherence to policy requirements.

In order to strengthen the system of Internal Control and provide the Board of Directors of the Company with an added ability to oversee internal controls, Internal Financial Control (“IFC”) system was put in place in accordance with the requirements of Section 134(5)(e) of the Companies Act 2013. Systems of Internal Control were implemented, considering the framework suggested in Guidance Note on Audit of Internal Financial Controls over the Financial Reporting issued by The Institute of Chartered Accountants of India, to address its operational and financial risk.

In order to perform online tracking of the Company’s regulatory compliances, Compliance systems were implemented alongwith backing up all data under the CLOUD control system. These systems allow the Company to track its compliance requirements online, thereby enabling stricter adherence to regulations.

## **21. ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, safeguarding of its assets, crucial financial information, prevention and detection of fraud, error reporting mechanisms, accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures apart from periodic evaluation by in-house Internal Audit function for necessary improvement, wherever required. The Company deploys a robust system of internal controls that facilitates the accurate and timely compilation of financial statements and management reports, ensures regulatory and statutory compliance and safeguards investor interest by ensuring the highest level of governance. The Company uses the Tally software system to record data for accounting and managing information with adequate security procedure and controls. The internal controls are tested for adequacy, efficiency and effectiveness through audits by the in-house internal audit department and the observations, corrective and preventive actions are reviewed by the management and Audit Committee of the Board of Directors.

The Management, Internal Auditors and Statutory Auditors work simultaneously in tandem as an Internal Audit Team to evaluate the design, adequacy and operating effectiveness of the Internal Financial Controls of the Company, broadly in accordance with the criteria established under the Internal Financial Controls.

During the financial year under review, no material or serious observation has been received from the Internal Auditors of the Company for inadequacy or ineffectiveness of such controls.

**22. RISK MANAGEMENT**

Risk management is embedded in your Company's operating framework. Your Company believes that managing risks properly helps in maximizing returns. The Company's Risk Management Policy is well defined to identify and evaluate business risk across all segments. It assesses all risks at both pre and post-mitigation levels and looks at the actual or potential impact a risk may have on the business together with an evaluation of the probability of the same occurring. The Company's approach to addressing business risks is comprehensive and includes periodic review of such risks and a framework for mitigating controls and reporting mechanism of such risks. The risk management framework is reviewed periodically by the Board and the Audit Committee.

**23. EXTRACT OF ANNUAL RETURN**

The extract of Annual Return as on the financial year ended 31<sup>st</sup> March, 2021, in Form No MGT-9 is enclosed as an Annexure to this report. The complete Annual Return in Form MGT- 7 can be found on the website of the Company <https://www.poddarheritage.com/investors-info.html> under the Annual Returns tab.

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

**A. Conservation of Energy and Technology Absorption**

Particulars in respect of Conservation of Energy, technology absorption etc. as required under 134 (3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are not applicable to this Company. The Company has not carried out any R&D activities.

**B. Foreign Exchange Earnings and Outgo**

Particulars	Financial Year 2019-20	Financial Year 2020-2021
Foreign Exchange Earnings during the year	NIL	NIL
Foreign Exchange Outgoings during the year (on account of travel expenses)	NIL	NIL

**25. CORPORATE GOVERNANCE**

As per Regulation 34 (3) read with Schedule V of the SEBI Listing Regulations, a separate Corporate Governance Report is attached to this Annual Report as an Annexure and the same forms an integral part of this Report. Pursuant to Schedule V of the SEBI Regulations the following Reports/Certificates form part of the Annual Report:

- the Report on Corporate Governance;
- the Certificate duly signed by the Manager and Chief Financial Officer on the Financial Statements of the Company for the year ended March 31, 2021 as submitted to the Board of Directors at their meeting held on June 29, 2021 ;
- the declaration by the manager regarding compliance by the Board members and senior management personnel with the Company's Code of Conduct ; and
- the Management Discussion & Analysis Report The Auditors' Certificate on Corporate Governance is annexed to this report

**26. BOARD POLICIES**

The details of the policies approved and adopted by the Board are provided as an Annexure to this Report.

**27. MANAGEMENT DISCUSSION AND ANALYSIS**

As per Schedule V of the SEBI Listing Regulations, the Management Discussion and Analysis Report is attached to this Report as Annexure.

**28. ACKNOWLEDGEMENT**

Your Directors also place on record their sincere thanks and appreciation for the continuing support and assistance received from the financial institutions, banks, Government as well as non-government authorities, stock exchange and members during the financial year under review. The Board of Directors would like to place on record their gratitude for the guidance and cooperation extended by Reserve Bank of India and the other regulatory authorities in such trying times.

**Registered Office:**

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Website: [www.poddarheritage.com](http://www.poddarheritage.com)

For and on behalf of the Board  
**For Adventz Securities Enterprises Limited**

**Gaurav Agarwala**

**Director**

**DIN: 00201469**

**Piyush Khaitan**

**Director**

**DIN: 00348151**

**Dated: 04<sup>th</sup> September, 2021**

# CORPORATE GOVERNANCE REPORT

The Report for the financial year ended March 31, 2021, on compliance by the Company with the Corporate Governance provisions as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) is given below.

## 1. COMPANY'S PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE

We are committed to sound & effective practices in corporate governance and full & fair disclosure. The Board of Directors and Senior Management conduct themselves so as to ensure transparency and foster a culture of good decision-making. At a macro level, the Company's governance philosophy rests on the following key principles while ensuring compliance with applicable laws:

- Board accountability towards all its stakeholders
- Strategic guidance and effective monitoring by the Board
- Equitable treatment of all stakeholders and
- Transparency and timely disclosures

Strong leadership and effective corporate governance practices have been the Company's hallmark inherited from the Adventz culture and ethos. The above principles have been the guiding force for whatever we do and shall continue to be so in the years to come. The Company has had a strong legacy of fair, transparent and ethical governance practices.

Your Company places great emphasis on empowerment, integrity and safety of its employees, diversity, transparency in all its dealings and accountability towards all the stakeholders. It is a firm conviction of the Company that good Corporate Governance practices are powerful enablers, which infuse trust and confidence and are able to attract and retain financial and human capital. Your Company has an active, experienced and a well-informed Board. Through the governance mechanism in the Company, the Board along with its Committees undertakes its fiduciary responsibilities towards all its stakeholders by encompassing best practices to support effective and ethical leadership, sustainability and good corporate citizenship. The Company will continue to focus its resources, strengths and strategies, while upholding the core values of transparency, integrity, honesty and accountability, which are fundamental to Adventz Group.

### Governance Framework

- Effective and Independent Board, separation of the Board's supervisory role from the CFO/Manager and constitution and functioning of Board Committees.
- The Board functions either as a full Board or through various Committees constituted to oversee specific functions.
- The Management provides the Board and Committees detailed reports and updates the status of Company's performance, key regulatory developments and adherence to Compliance periodically.
- The CFO/Manager of the Company presents the performance of the Company and its Subsidiaries and material developments on a quarterly basis.
- Ensuring the integrity of accounting and financial reporting systems, including independent audit.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as applicable, with regard to corporate governance.

## **2. BOARD OF DIRECTORS**

The Board of Directors has the overall responsibility to guide the organisation and provide strategic direction. The Board is responsible for the long-term sustainable success of the Company by setting its strategy and purpose, promoting the desired culture and ensuring that an appropriate risk management framework is in place. The day to day management of the affairs of the Company is entrusted with the senior management personnel, headed by the Manager and CFO, who functions under the overall supervision, direction and control of the Board of Directors (“the Board”) of the Company. The Board meets regularly to discuss, review and decide upon the matters such as policy formulation, setting up of goals, appraisal of performances with the goals and control functions, etc.

### **a. Composition of the Board**

Pursuant to the provisions of Section 165 of the Act, none of the Directors of the Company is a Director in more than 10 public limited companies (including any Alternate directorships). Further, as mandated by Regulation 17A of the Listing Regulations, none of the Directors of the Company holds Directorships in more than seven equity listed entities or acts as an Independent Director (including any Alternate directorships) in more than seven equity listed companies or three equity listed companies in case he/she serves as a Whole-time Director in any listed entity. Further, as stipulated in Regulation 26 of the Listing Regulations, none of the Directors is a Member of more than 10 Board level Committees and no such Director is a Chairman/Chairperson of more than five Committees, across all public limited companies in which he/she is a Director. The Board, as part of its succession planning exercise, periodically reviews its composition to ensure that the same is closely aligned with the strategy and long-term needs of the Company. The Board of your Company comprises of six Directors as on 31st March, 2021, with three Independent Directors (including the Chairman of the Board) and three Non-Executive Non-Independent Directors.

In terms of Regulation 25 (8) of SEBI Listing Regulations, the Company has received declarations on the criteria of Independence as prescribed in Section 149(6) of the Companies Act, 2013, Regulation 16 (1) (b) and Regulation 25(8) of SEBI (LODR) Regulations, 2015, from all the Independent Directors of the Company as on 31st March, 2021. They have also registered themselves in the databank with the Institute of Corporate Affairs of India as an Independent Director as per Rule 6(1) of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Based on the declarations received from the Independent Directors, the Board confirms that the Independent Directors fulfil the conditions specified in Section 149 of the Companies Act, 2013 and as mentioned under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 and that they are Independent of the Management.

The diverse and determined leadership and expertise in the Board continues to steer the Company. The Board as a whole possess relevant skills and experience with core expertise in key functional areas.

Necessary disclosures regarding Committee positions in other public companies as on 31<sup>st</sup> March, 2021, have been made by the Directors. The Company has adopted a Code of Conduct for the Board Members and Senior Management personnel of the Company. Annual confirmation is obtained for compliance with the Code. The Board has also adopted a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

### **Number of Board Meetings**

The notes on Agenda setting out the business to be transacted at the Board Meeting, were sent to each Director seven days before the date of the Board Meeting. The financial results were generally tabled at the Board meeting held as and when necessary. During the year under review, seven meetings of the

Board were held on : 30<sup>th</sup> May, 2020; 10<sup>th</sup> July, 2020; 15<sup>th</sup> September, 2020; 29<sup>th</sup> October, 2020; 12<sup>th</sup> November, 2020; 12<sup>th</sup> February, 2021 and 25<sup>th</sup> February, 2021. The maximum gap between any two meetings was not more than one hundred and twenty days.

The names and categories of Directors, their attendance at Board Meetings held during the Financial Year and at the last Annual General Meeting (AGM), number of Memberships/Chairmanships of Directors in other Boards and Committees of Board, Category of directorship and names of listed entities where person is a director are as follows:

### Category, Directors' Attendance Record and Directorships Held

The names and categories of Directors, DIN, their attendance at the Board Meetings held during the year and at the last Annual General Meeting (AGM) held on 25<sup>th</sup> November, 2020, as also the number of Directorships and Committee positions held by them in Indian public limited companies, and names of listed entities where they hold Directorships and category of such Directorships are provided below:

Sl. No	Name of Director	Category of Director	No. of Board Meetings		Last AGM attended	No of Directorship in other Companies		No of Committee Membership in other Companies	No of Committee Chairmans hip in other companies	Relationship with other Director	No. of shares held in the Company
			Held	Attend ed		Listed	Unlisted				
1	Mr. Rewati Raman Goenka	Board Chairman ID NED	7	7	Yes	NIL	2	NIL	NIL	N.A.	NIL
2	Mr. Akshay Poddar	NID NED (P)	7	1	No	5	11	6	1	Puja Poddar -Wife Gaurav Agarwala - Brother - in - law, husband of Shradha Agarwala Shradha Agarwala - Sister	NIL
3	Mr. Gaurav Agarwala	NID NED (P)	7	7	Yes	NIL	3	NIL	NIL	Shradha Agarwala -Wife Akshay Poddar - Brother-in-law Puja Poddar - Sister-in-law, wife of Akshay Poddar	NIL
4	Mr. Kunal Agarwala	ID NED	7	7	Yes	NIL	6	NIL	NIL	N.A.	NIL
5	Mr. Piyush Khaitan	ID NED	7	7	Yes	NIL	3	NIL	NIL	N.A.	NIL
6	Mrs. Puja Poddar*	NID NED (W) (P)	7	NIL	No	NIL	1	NIL	NIL	Akshay Poddar - Husband Gaurav Agarwala - Brother - in - law Shradha Agarwala -Sister-in-law, wife of Gaurav Agarwala	NIL
7	Mrs. Shradha Agarwala	NID NED (W) (P)	7	7	No	1	5	4	NIL	Guarav Agarwala - Husband Puja Poddar - Sister - in - law, wife of Akshay Poddar Akshay Poddar -Brother	NIL

\* Resigned from the Board w.e.f. 15.09.2020

(Note: Number of Directorships/Membership held in other companies excludes directorship in foreign companies and Companies under Section 8 of the Companies Act, 2013 and Committee Membership of various chambers/bodies.)

Abbreviations:

ID	Independent Director
NID	Non-Independent Director
NED	Non-Executive Director
P	Promoter Category/Group
W	Women Director

The details of directors holding directorship in the following other listed companies as on 31.03.2021

Name of Director	Names of other Listed entities where person is a director	Category of Directorship
Akshay Poddar	Mangalore Chemicals & Fertilisers Ltd	NID NED/P
	Texmaco Infrastructure & Holdings Ltd	NID NED/P
	Texmaco Rail & Engineering Ltd	NID NED/P
	Gobind Sugar Mills Ltd	NID NED/P
	Zuari Agro Chemicals Ltd	NID NED/P
Guarav Agarwala	Nil	N.A.
Rewati Raman Goenka	Nil	N.A.
Piyush Khaitan	Nil	N.A.
Kunal Agarwala	Nil	N.A.
Shradha Agarwala	Duke Commerce Limited	NID NED
Puja Poddar*	Nil	NID NED

\* Resigned from the Board w.e.f. 15.09.2020

#### b. Meeting Mechanisms

Pursuant to the Revised Secretarial Standard-1 (SS-1), your Company has complied with applicable Secretarial Standards issued by the Institute of Company Secretaries of India, during the Financial Year under review.

The Company places the information, as set out in Regulation 17 read with Part A of Schedule II of the SEBI Listing Regulations, to the Board and Committees thereof, to the extent it is applicable and relevant. The important decisions taken at the Board or Committee Meetings are communicated to the concerned department/division.

The Company sends a detailed agenda setting out the business to be transacted at the Meeting(s) to each Director at least seven days before the date of the Board and Committee Meetings. All the agenda items are supported by detailed Notes, documents and presentations, if any, as required by the various items to enable the Board to take informed decisions. The Directors are also provided the facility of video conferencing to enable them to participate effectively in the Meeting(s), as and when required.

The Board provides the overall strategic direction and periodically reviews strategy and business plans, compliance report(s) of all laws applicable to the Company, as well as steps taken to rectify instances of non-compliances if any, review of major legal issues, minutes of Meetings of the Committees of the Board, approval and adoption of quarterly/half-yearly/annual results, risk assessment and minimization procedures, sale of investments, major accounting provisions and write-offs, obligations, if any. The Board sets annual performance objectives, oversees the actions and results of the management, evaluates its own performance, performance of its Committees and individual Directors on an annual basis and monitors the effectiveness of the Company's governance practices for enhancing the stakeholders' value.



The Company has a well-established framework for the Meetings of the Board and its Committees which seeks to systematize the decision-making process at the Board and Committee meetings in an informed and efficient manner.

**c. Attendance at Board Meetings apart from Board Members.**

The Company Secretary attends the Board and Committee Meetings and advises the Board on Compliances with applicable laws and governance. The Chief Financial Officer cum Manager is also present in the meetings, where discussions related to financials take place.

The Statutory Auditors attend the Board meetings on all occasions of quarterly and annual financial reporting for the purpose of Stock Exchanges.

**d. Separate Meeting of Independent Directors**

The Independent Directors met once during the year under review on 30th May, 2020. The Meetings was conducted in an informal manner without the presence of the Whole-time Directors, the Non-Executive Non-Independent Directors, or any other Management Personnel, other than the Company Secretary, present on invitation basis. The role of the Independent Directors, inter-alia includes the following -

1. Review the performance of Non-Independent Directors and the Board as a whole;
2. Review the performance of the Chairperson of the Company taking into account the views of the Executive Director and the Non-Executive Director;
3. Assess the quality, quantity and functions of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

All the Independent Directors were present at the meeting.

**e. Retirement of Directors by rotation and re-appointment**

Pursuant to provisions of the Companies Act, 2013, Mr. Akshay Poddar (DIN: 000086869) retires by rotation and is eligible for re-appointment.

As per Regulation 36 of the SEBI (LODR) Regulations, 2015, brief profile and information about the director is given below:

<b>Name</b>	Akshay Poddar		
<b>Date of Birth</b>	20.07.1976		
<b>Date of Appointment</b>	28.04.2001		
<b>DIN</b>	00008686		
<b>Qualification</b>	Graduate in Accounting & Finance from London School of Economics and Political Science, UK Master of Science in leadership and strategy from London Business School, UK OPM Executive Education Program from Harvard Business School, Boston.		
<b>Experience</b>	He is a dynamic person possessing good working experience on the affairs of the Company. He also has sound knowledge in capital markets		
<b>Directorship in other public limited Companies</b>		<b>Public Limited Companies</b>	<b>Nature of Interest</b>
	1	Lionel Edwards Ltd.	Director
	2	Lionel India Ltd.	Director
	3	Texmaco Infrastructure & Holdings Ltd.	Director
	4	Texmaco Rail & Engineering Ltd.	Director
	5	Zuari Agro Chemicals Ltd.	Director
	6	Mangalore Chemicals & Fertilizers Ltd.	Director
	7	YPO (Calcutta)	Director
	8	Indian Chamber of Commerce	Director
	9	The Fertiliser Association of India	Director
	10	Gobind Sugar Mills Ltd	Director
	11	Simon India Ltd	Additional Director
<b>Name of listed Companies in which director is Chairman/Member of Committee other than this Company</b>		<b>Name of the Company</b>	<b>Committee</b>
	1	Texmaco Infrastructure & Holdings Ltd	Audit Committee
			Investors/ Shareholders Grievance Share Transfer Committee
			Nomination & Remuneration Committee
	2	Texmaco Rail & Engineering Ltd	Investors/ Shareholders Grievance Share Transfer Committee
			Nomination & Remuneration Committee
	3	Zuari Agro Chemicals Ltd	Nomination & Remuneration Committee
			CSR Committee
4	Gobind Sugar Mills Ltd	Nomination & Remuneration Committee	

\*\* Name of one more listed company where Mr. Akshay Poddar holds directorship to be included in the above table.

\*\* Disclosure of relationships between directors inter-se to be included in the above table

Shares of the Company held by Mr. Akshay Poddar, himself or for any other person on beneficial basis as on 31<sup>st</sup> March, 2021, is NIL.

## f. Familiarisation Programme

The Company has adopted a structured programme for orientation of Independent Directors at the time of their joining so as to familiarise them with the Company – its operations, business, industry and environment in which it functions and the regulatory environment applicable to it. The Company updates the Board Members on a continuing basis on any significant changes therein and provides them an insight to their expected roles and responsibilities so as to be in a position to take well informed and timely decisions and contribute significantly to the Company. Pursuant to Regulation 46 of the Listing Regulations, the details of familiarization programmes are available on the website of the Company at the web-link <http://www.poddarheritage.com/policies/familiarization-programme.pdf>.

## g. Code of Conduct

The Company has adopted a Code of Conduct for the Board Members and Senior Management personnel of the Company. Annual confirmation is obtained for compliance with the Code. The Board has also adopted a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. A declaration to this effect signed by the Chairman, Mr. Rewati Raman Goenka forms part of this report.

## h. Matrix Chart setting out the skills / expertise /competence of the board of directors:

A chart or a matrix setting out the skills/expertise/competence of the Board of Directors Pursuant to Regulation 34(3) read with Schedule V Part (C) (2)(h)(ii) of Listing Regulations the Board of Directors has identified the following the requisite skills/expertise and competencies for the effective functioning of the Company which are currently available with the Board. With effect from the financial year ending March 31, 2020, the list of core skills/expertise/competencies identified by the Board of Directors as require in the context of its business(es) and sector(s) for it to function effectively are herein outlined below:

Section	Competency	Self-Assessment						Score description:
		Akshay Poddar	Gaurav Agarwala	Rewati Raman goenka	Piyush Khaitan	Kunal Agarwala	Shradha Agarwala	
	Tenure	Eligible for Re-appointment	Eligible for Re-appointment	Re-appointed for a second term of 5 years from	Re-appointed for a second term of 5 years from	Re-appointed for a second term of 5 years from	Eligible for Re-appointment	5: Maximum score 4.5/4: Very good 3.5/3: Good 2: Average 1: Below average competency
Technical Skills and Expertise	Accounting	4.0	4.0	4.5	4.5	4.0	3.5	
	Finance	4.5	4.0	4.0	4.0	3.5	3.5	
	Industry Experience	4.5	3.5	4.5	4.0	3.5	3.5	
	Law	3.5	3.5	4.0	3.0	3.5	3.5	
	Strategic Planning	4.5	3.5	3.0	3.5	3.5	3.5	
	Contemporary Corporate Governance	4.0	4.0	3.5	3.5	4.0	4.0	
	Risk Management	4.0	4.0	3.0	4.0	4.0	3.5	
Financial Planning	4.5	3.5	3.5	4.0	3.0	3.0		
<b>Current Competency</b>		4.2	3.8	3.8	3.8	3.6	3.5	
<b>Met/Not Met</b>		Met	Met	Met	Met	Met	Met	

#### 4. AUDIT COMMITTEE

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of the SEBI Listing Regulations, read with Section 177 of the Act. The members of the Committee are well qualified and financially literate and two-third of the Committee consists of Independent Directors. The Committee acts as a link between the Management, Auditors and the Board of Directors of the Company and has full access to financial information.

##### a. Terms of Reference

The terms of reference of the Audit Committee are in line with the SEBI Listing Regulations and Section 177 of the Act, and includes, among other things, review of the Company's financial reporting process and its financial statements, review of the accounting and financial policies and practices, the internal control and internal audit systems, risk management policies and practices and Internal audit reports, review the functioning of the Whistle Blower mechanism, etc. The role also includes making recommendations to the Board, re-appointment of statutory auditors and fixation of audit fees.

Besides above, the additional terms of reference of Audit Committee as per the Companies Act, 2013 includes review and monitor auditor's independence and performance, and effectiveness of audit process; examination of the financial statement and the auditor's report thereon; approval or any subsequent modification of transactions of the company with related parties; scrutiny of inter-corporate loans and investments; valuation of undertakings or assets of the company, wherever it is necessary.

The Committee is also empowered to inter alia review the remuneration payable to the Statutory Auditors and Internal Auditors, recommend to the Board the term of appointment and remuneration of the Statutory Auditors and Internal Auditors and recommend a change in the Auditors, if felt necessary. Further, the Committee is empowered to recommend to the Board, the appointment of Chief Financial Officer, the term of appointment and remuneration of the Internal Auditor, etc. Further, the Committee also reviews Financial Statements and investments of the unlisted subsidiary companies, Management Discussion and Analysis of financial condition and results of operations, statement of significant related party transactions, etc.

The Audit Committee has been granted powers as prescribed under Regulation 18 (2)(c) and reviews all the information as prescribed in Regulation 18(3) read with the Paragraph B of Part C of Schedule II of the Listing Regulations. Generally, all items listed in Regulation 18(3) read with Part C of Schedule II of the Listing Regulations are covered in the terms of reference. The Committee is also authorised to oversee the functioning of the Whistle Blower Policy/ Vigil Mechanism as well as review on a quarterly basis, the Report on compliance under the Code of Conduct for Prevention of Insider Trading adopted by the Company pursuant to the PIT Regulations

##### Audit Fees

Type of service	Financial year 2019-20	Financial year 2020-2021
Audit Fees	1,41,600.00	1,00,300.00
Certification Fees	2,62,550.00	88,500.00
Total	<b>4,04,150.00</b>	<b>1,88,800.00</b>

## b. Number of Committee Meetings

During the financial year under review, the Committee met five times on: 30<sup>th</sup> May, 2020; 10<sup>th</sup> July, 2020; 15<sup>th</sup> September, 2020; 12<sup>th</sup> November, 2020 and 12<sup>th</sup> February, 2021. The details of the Committee Meetings held during the year 2020-21 are as under:

Name of the Members	Category	No. of meetings during the financial year 2020-21	
		Held	Attended
Mr. Piyush Khaitan Chairman	Non-Executive Independent	5	5
Mr. Rewati Raman Goenka Member	Non-Executive Independent	5	5
Mr. Gaurav Agarwala Member	Non-Executive Non-Independent	5	5

The Chairman of the Audit Committee, Mr. Piyush Khaitan was present at the last Annual General Meeting of the Company held on 25<sup>th</sup> November, 2020, to answer members' queries.

All the Members of the Audit Committee possess strong accounting and financial management knowledge.

The Company Secretary acts as the Secretary for the Audit Committee. The Statutory Auditors, Internal Auditor and the Manager cum Chief Financial Officer also attend the meeting.

## 5. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company is duly constituted in line with the provisions of Regulation 19 of the SEBI Listing Regulations and Section 178 of the Act. The Broad terms of reference of the Committee include the following:

- To identify and recommend persons who are qualified to become Directors and who may be appointed in Senior Management Personnel, and also recommend to the Board for their re-appointment and removal.
- To recommend the Board the setup and composition of the Board and its committees, and to also periodically review the composition of the Board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
- To formulate the policy/criteria for determining the qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
- To Recommend the Board the Remuneration Policy for directors, Key Managerial Personnel, other Senior Management as well as the rest of the employees.
- To carry out the evaluation of all the Directors, Independent Directors and the Board as a whole and its committees. This shall include "Formulation of criteria for evaluation of Independent Directors and the Board".
- To oversee the performance and review the contributions made by the Key Managerial Personnel and other Senior Executives of the Company.
- To perform such other duties and responsibilities as may be consistent with the provisions of the Committee charter.

The Nomination and Remuneration Committee comprises– Mr. Piyush Khaitan, Mr. Rewati Raman Goenka and Mr. Gaurav Agarwala.

Presence of NRC Chairman at the last AGM to be mentioned

The Committee met on 30<sup>th</sup> May, 2020, in the financial year 2020-21. The Nomination and Remuneration Committee, then, met on 08<sup>th</sup> April, 2021, to evaluate the performance of the Board for the whole financial year 2020-21.

Name of the Members	Category	No. of meetings during the financial year 2020-21
		Held
Mr. PiyushKhaitan Chairman	Non-Executive Independent	1
Mr. Rewati Raman Goenka Member	Non-Executive Independent	1
Mr. Gaurav Agarwala Member	Non-Executive Non-Independent	1

### Performance Evaluation Criteria for Independent Directors

The Nomination and Remuneration Committee inter alia, determines the performance evaluation criteria for Independent Directors on parameters such as participation and contribution by a director, effective deployment of knowledge and expertise, ability to challenge views of others in a constructive manner, integrity and maintenance of confidentiality and independence of behaviour and judgement.

The criteria and manner for evaluation of performance of Independent Directors provide certain parameters like commitment to the Company's vision, level of participation at Board/Committee Meeting, level of engagement and contribution, Independence of judgment, understanding duties, responsibilities, qualifications, disqualifications and liabilities as an independent director, up-to-date knowledge / information pertaining to business of the Company in which the Company is engaged in, implementation of good corporate governance practices, enhancing long term shareholders' value, professional approach, providing guidance and counsel to senior management in strategic matters and rendering independent and unbiased opinion at the meetings etc., review compliance reports on applicable laws, regulations and guidelines.

Some of the specific issues and questions that are considered in the performance evaluation of an Independent Director are set out below:

Sr. No.	Assessment Criteria
1	Attendance and participation in the board and committee meetings and timely inputs on the minutes of the meetings, including Resolutions passed by Circulation.
2	Adherence to the ethical standards & code of conduct of the Company and disclosure of non-independence, as and when it arises and disclosure of interest.
3	Effective deployment of knowledge and constructive contribution to the issues being discussed at meetings.
4	Effective management of interpersonal relationship with other directors, management and various stakeholders
5	Maintenance of integrity and confidentiality of the matters discussed at the meetings.
6	Understanding the internal and external environment in which the Company operates and contribution to strategic decision making
7	Safeguarding the interest of whistle-blowers under the Vigil Mechanism.

## 6. REMUNERATION TO DIRECTORS

All the directors of your Company are Non-executive Director and as such, no remuneration is payable to them. In the meeting of Board, held on 08<sup>th</sup> April, 2021, the directors unanimously decided to waive off their sitting fees for all the Board and Committee Meetings to be held during the financial year 2020-21.

The remuneration paid to the Senior Management is approved by the Nomination and Remuneration Committee, the Board and the shareholders, if required. The remuneration comprises of salary, incentives, perquisites, contribution to the Provident Fund, Superannuation Fund and Gratuity.

Remuneration Policy including Criteria of Payment of Remuneration to Non-executive Directors to be provided.

## 7. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee comprises of three directors namely Mr. Gaurav Agarwala, Mr. Piyush Khaitan and Mr. Rewati Raman Goenka, Mr. Gaurav Agarwala, Chairman of the Committee, heads the Committee.

The Stakeholders' Relationship Committee oversees the performance of the share transfer work and recommends measures to improve the level of investor services. In addition, the Committee looks into investors' grievances such as non-receipt of dividend, Annual Reports and other complaints related to share transfers.

There were no complaints received from the shareholders during the year. There were no outstanding complaints or share transfers pending as on 31<sup>st</sup> March, 2021.

The Committee has met once on 30<sup>th</sup> May, 2020, during the financial year 2020-21 to review outstanding complaints of the shareholders for the financial year 2019-20. The Committee has again met on 08<sup>th</sup> April, 2021, to review outstanding complaints received for the financial year 2020-21.

Name of the Members	Category	No. of meetings during the financial year 2020-21	
		Held	Attended
Mr. Gaurav Agarwala Chairman	Non-Executive Non-Independent	1	1
Mr. Rewati Raman Goenka Member	Non-Executive Independent	1	1
Mr. PiyushKhaitan Member	Non-Executive Independent	1	1

The shareholding of Promoter/Promoter Group of the Company has been dematerialized in its entirety.

The Committee meets, as and when required, to inter-alia, deal with matters relating to transfer/transmission of shares and debentures, approve requests for issue of duplicate share/ debenture certificates, issue of new Share Certificate(s) (including for transfer to the Investor Education and Protection Fund, if any, as per the provisions of the Act and Rules framed thereunder), and monitor redressal of grievances of security holders including shareholders, investors/other security holders, relating to transfer/transmission of shares, non-receipt of Annual Report, , issue of new/duplicate certificates, general meetings, etc., review of measures taken for effective exercise of voting rights by Shareholders, review of adherence to the service standards adopted by the Company in respect of services being rendered by the Registrar & Transfer Agent (RTA), review of Annual Audit Report submitted by the independent auditors on the annual internal audit

conducted on the RTA operations as mandated by SEBI, review of various measures and initiatives taken by the Company for receipt of annual reports/statutory notices by the Shareholders of the Company.

The role and terms of reference of the Committee covers the areas as contemplated under Regulation 20 read with Part D of Schedule II of the Listing Regulations and Section 178 of the Act, as applicable, besides the other terms as referred by the Board of Directors.

As per Section 178(7) of the Act and the Secretarial Standards, the Chairperson of the Committee or, in his/her absence, any other Member of the Committee authorised by him/her in this behalf shall attend the General Meetings of the Company. Mr. Gaurav Agarwala, Chairperson of the Committee was present at the 35th Annual General Meeting of the Company held on 25<sup>th</sup> November, 2020.

## 8. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Corporate Social Responsibility ('CSR') Committee has been constituted by the Board of Directors with powers, inter alia, to make donations/ contributions to any Charitable and/or CSR projects or programs to be implemented directly or through an executing agency or other Not for Profit Agency with minimum three years proven track record or through a Corporate Foundation or other reputed Non-Governmental Organisation, of at least two percent of the Company's average net profits during the three immediately preceding Financial Years in pursuance of its CSR Policy for the Company's CSR initiatives.

The scope of functions of the Committee includes, inter alia, the formulation and recommendation to the Board of the CSR policy for its approval and implementation, and recommend the same to the Board for its approval and inclusion in the Annual Report of the Company.

The role of this Committee also includes recommendation of the amount of expenditure to be incurred on the CSR activities as enumerated in Schedule VII of the Act, as also to monitor the CSR Policy from time to time, etc.

The Corporate Social Responsibility (CSR) Committee comprises of Mr. Akshay Poddar, Mr. Piyush Khaitan and Mr. Rewati Raman Goenka. Mr. Akshay Poddar serves as the Chairman of the Committee.

The CSR Committee approves the activities to be undertaken by the Company, within the purview of activities specified in the Schedule VII of the Companies Act, 2013, and also recommends the amount of expenditure to be incurred. The Committee also regularly monitors the CSR Policy and the activities undertaken by the Company. Since no CSR expenditure was required in the financial year there was no meeting of the CSR Committee held during the year and as such no corresponding report has been attached to this annual report for this financial year.

During the year the Committee did not have any meeting as the Company had no outstanding CSR requirements at the end of the financial year 2020-21.

Name of the Members	Category	No. of meetings during the financial year 2020-21	
		Held	Attended
Mr. Akshay Poddar Chairman	Non-Executive Non-Independent	NIL	NIL
Mr. Rewati Raman Goenka Member	Non-Executive Independent	NIL	NIL
Mr. Piyush Khaitan Member	Non-Executive Independent	NIL	NIL



## 9. GENERAL BODY MEETINGS

Details of the last three Annual General Meetings are as follows:

Year	Location	Date	Time	Whether any special resolution has been passed
2017-18	Registered office	04.08.2018	10.00 a.m.	No
2018-19	-Do-	26.08.2019	11.00 a.m	Yes 1. Re-appointment of Mr. Rewati Raman Goenka as an Independent Non-Executive Director. 2. Re-appointment of Mr. Piyush Khaitan as an Independent Non-Executive Director. 3. Re-appointment of Mr. Kunal Agarwala as an Independent Non-Executive Director.
2019-20	-Do-	25.11.2020	11.00 a.m.	No

### Postal Ballot

There was no special resolution required to be passed through postal ballot at any of the above General Meetings. None of the resolution proposed for the ensuing Annual General Meeting need to be passed by Postal Ballot.

## 10. MEANS OF COMMUNICATION

The Company communicates with the Shareholders at large through its Annual Report, publication of Un-audited Financial Results in the newspapers. The Company's notice, results etc. are generally published in Financial Express/Business Standard (English edition) and Pratidin/Aajkal/Dainik Statesman/Ek-Din Kolkata (Bengali -Vernacular language). The financial results of the Company are also available on the website of the company [www.poddarheriatge.com](http://www.poddarheriatge.com).

## 11. GENERAL SHAREHOLDER INFORMATION

1	<b>Annual General Meeting (AGM) 2021 Date, Time and Venue</b>	Wednesday, 29 <sup>th</sup> September, 2021, at 11:00 a.m. at the Registered Office of the Company at "Hongkong House", 31, B. B. D. Bagh(s), Kolkata – 700 001	
2	<b>Book Closure</b>	Tuesday, 21 <sup>st</sup> September, 2021 to Wednesday, 29 <sup>th</sup> September, 2021 (Both days inclusive)	
3	<b>Financial Calendar (tentative)</b>	Financial Year	01 <sup>st</sup> April 2021 to 31 <sup>st</sup> March 2022
		First Quarter Results	By 14 <sup>th</sup> August, 2021
		Half Yearly Results	By 14 <sup>th</sup> November, 2021
		Third Quarter Results	By 14 <sup>th</sup> February, 2022
		Audited Financial Results	By 30 <sup>th</sup> May, 2022
	AGM	By 30 <sup>th</sup> September, 2022	
4	<b>Dividend Payment Date</b>	Not Applicable	
5	<b>Listing on Stock Exchange and payment of Listing Fees</b>	<ul style="list-style-type: none"><li>➤ <b>The Calcutta Stock Exchange Limited</b> 7, Lyons Range, Kolkata-700 001 Scrip Code-26189</li><li>➤ <b>Metropolitan Stock Exchange of India Ltd. (MSEI)</b> Vibgyor Towers, 4th floor, Plot No. C 62, G- Block,</li></ul>	

		Opp. Trident Hotel, BandraKurla Complex, Bandra (E), Mumbai- 400 098 Symbol: ADVENTZSEC  Listing Fee has been paid up-to-date to the above stock exchange(s)
6	<b>Stock Code- Physical</b>	ADVENTZSEC (MSEI)
	<b>Demat ISIN Number</b>	INE810E01016
7	<b>Registrar and Share Transfer Agent</b>	M/s. Zuari Finserv Limited Address: Corporate One, First Floor, 5, Commercial Centre Jasola- New Delhi - 110025 Contact Personnel: Mr. Krishankant Phone No.: (+91)9818501728
8	<b>Share Transfer System</b>	Information has been given at the end of this table
9	<b>Distribution of shareholding as on 31<sup>st</sup> March, 2021</b>	Information has been given at the end of this table
10	<b>Dematerialization of shares</b>	As on 31 <sup>st</sup> March, 2021, 71.46% of the Company's paid-up share capital representing 40,21,415 equity shares are held in demat form
11	<b>Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity</b>	Not issued
12	<b>Address for correspondence</b>	Adventz Securities Enterprises Limited Address : "Hongkong House" 31, B. B. D. Bagh (s), Kolkata – 700 001 Phone No.: (033) 2248-8891 / 8892 Fax No. : (033) 2243-7215 Email : corp@poddarheritage.com Website : www.poddarheritage.com

Details regarding Trading of Shares to be mentioned

Information in respect of clause 11(8):

**Share Transfer System:**

The Company's shares are in compulsorily Demat trading mode in the Stock Exchanges. Shares in physical mode if lodged for transfer are processed and get returned to the shareholders within the stipulated time. Pursuant to Regulation 46 of SEBI (LODR), Regulations, 2015 Company's email id for grievance redressal purpose is [corp@poddarheritage.com](mailto:corp@poddarheritage.com) where complaints can be lodged by the investors.

The Compliance Officer of the company on basis of Scores Registration is the Company Secretary of the company. The complaints of the shareholders are to be processed through the RTA. The contact addresses of both are provided:-

**Registrar and Share Transfer Agents:**

**M/s. Zuari Finserv Limited**  
Address: Corporate One, First Floor,  
5, Commercial Centre  
Jasola- New Delhi - 110025  
Contact Personnel: Mr. Krishan Kant  
Phone No.: (+91)9818501728

**Compliance Officer:**

**Ms. Punam Singh**

Address : "Hongkong House" 31, B. B. D. Bagh  
(s), Kolkata – 700 001

Phone No.: (033) 2248-8891 / 8892

Fax No. : (033) 2243-7215

Email : [corp@poddarheritage.com](mailto:corp@poddarheritage.com)

Website : [www.poddarheritage.com](http://www.poddarheritage.com)

Information in respect of clause 11(19):

**Distribution of Shareholding (as on 31.03.2021)**

		<b>Category</b>	<b>Number of shareholders</b>	<b>% of Share Holding</b>	
A	<b>Promoter (s) Holding</b>				
	1	Promoters			
		a. Indian Promoters	40,21,415	71.46	
		b. Foreign Promoters	-	-	
	2	Persons Acting in Concert	-	-	
<b>Sub-Total</b>			<b>40,21,415</b>	<b>71.46</b>	
B	<b>Non-Promoters Holding</b>				
	3	Institutional Investors	-	-	
		a. Mutual Funds and UTI	-	-	
		b. Banks, Financial Institutions, Insurance Companies (Central State Govt. Institutions/Non- Government Institutions)	-	-	
		c. FIIS	-	-	
	<b>Sub-Total</b>			<b>-</b>	<b>-</b>
	4	Others			
		a. Private Corporate Bodies	14,07,050	25.00	
		b. Indian Public	1,99,322	3.54	
		c. NRIs / OCBs	-	-	
		d. Any Other	-	-	
<b>Sub-Total</b>			<b>16,06,372</b>	<b>28.54</b>	
<b>GRAND TOTAL</b>			<b>56,27,787</b>	<b>100.00</b>	

**Distribution Schedule (as on 31.03. 2021)**

<b>Share Holding</b>	<b>Share Holder Number</b>	<b>%</b>	<b>No. of Shares</b>	<b>%</b>
1 to 500	254	73.41	78972	1.40
501 to 1000	45	13.00	35800	0.64
1001 to 2000	4	1.16	4750	0.08
2001 to 3000	1	0.29	2500	0.04
3001 to 4000	1	0.29	4000	0.07
4001 to 5000	12	3.47	60000	1.07
5001 to 10000	5	1.45	42500	0.76
10001 and above	23	6.93	5399265	95.94
	<b>345</b>	<b>100.00</b>	<b>5627787</b>	<b>100.00</b>

a. **Holding Pattern as on 31.03. 2021**

	Shareholders		Share	
	No.	%	No.	%
Physical	341	98.84	1606372	28.54
NSDL	4	1.16	4021415	71.46
CDSL	--	--	--	--
TOTAL	345	100.00	5627787	100.00

## 12. DISCLOSURES

a. **Related party transactions**

All transactions entered into with the Related Parties during the financial year were in the ordinary course of business and on arm's length basis. There were no materially significant transactions with Related Parties during the financial years. None of the transactions with Related Parties were in the conflict with the interest of Company.

As required under Regulation 23(1) of the Listing Regulations, the Company has formulated a policy on dealing with Related Party Transactions and the same is available on the website of the Company. (Link: <http://www.poddarheritage.com/policies/related-party-transaction-policy.pdf>)

As per disclosures received from Senior Management Personnel, they have not entered into any material, financial commercial transactions which may have potential conflict with interests of the Company at large.

- b. Details of non-compliance by the Company, penalties, strictures imposed on the Company by the stock exchanges or the SEBI or any statutory authority, on any matter related to capital markets, during the last three years 2018-19, 2019-20 and 2020-21 respectively: NIL

c. **Vigil Mechanism / Whistle Blower Policy**

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behaviour, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website. (<http://www.poddarheritage.com/policies/vigil-mechanism-whistle-blower-policy.pdf>)

- d. **Adoption of non-mandatory requirements of SEBI (LODR) Regulations, 2015:** Adoption of non-mandatory requirements of the Listing Regulations is being reviewed by the Board from time-to-time.

(i) **Audit Qualifications:**

The audit qualifications on the Company's Financial Statements for the year ended 31st March, 2021 are self explanatory in nature and do call for any further comments.

(ii) **Reporting of Internal Auditor:**

The internal auditor has the facility to report directly to the Audit Committee as and when required.

- e. Since, the company does not have any subsidiary as on date; Policy for determining "material" subsidiary has not been adopted. The company shall adopt and implement the same, as and when required.

**f. Commodity price risk and Commodity hedging activities**

Since, the Company deals primarily in Investment in shares and securities; it is exposed to the risk of price fluctuations. The Company proactively manages its risk through constant monitoring of the stock and forward planning and research.

**g. Policy on Materiality of and Dealing with Related Party Transactions**

The Company has formulated a policy on materiality of and dealing with Related Party Transactions pursuant to the provisions of the Act and Regulation 23 of the Listing Regulations, which specify the manner of entering into Related Party Transactions. During the year under review, the Policy was amended to align it in accordance with the changes made in the Listing Regulations with respect to payment towards the brand usage or royalty.

**h. Disclosure of Accounting Treatment in Preparation of Financial Statements**

The Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards ('IND AS') as per the Companies (Indian Accounting Standards) Rules 2015 as amended and notified under Section 133 of the Companies Act, 2013, read with relevant Rules issued thereunder and in conformity with the accounting principles generally accepted in India and other relevant provisions of the Act. Further, the Company has complied with all the directions related to Implementation of Indian Accounting Standards prescribed for Non-Banking Financial Companies in accordance with the RBI Notification. Any application guidance/ clarifications/ directions issued by RBI or other regulators are implemented as and when they are issued/ applicable.

- i. The Company has not raised fund through Preferential Allotment or Qualified Institutional Placement during the year under report.
- j. There has been no instance where the Board had not accepted any recommendation of any Committee of the Board which is mandatorily required, in the relevant Financial Year.
- k. The ICC is responsible for redressal of complaints related to sexual harassment as well as to create a preventive environment across the organization. The Company conducts sensitization / awareness sessions on a regular basis so as to create a free and fair working environment and submits the Annual Report with reference to and on the details of the number of cases filed under Sexual Harassment and their disposal.

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

<b>Sr. No.</b>	<b>No. of cases pending as on the beginning of the financial year under review</b>	<b>No. of complaints filed during the financial year under review</b>	<b>No. of cases pending as on the end on the financial year under review</b>
NIL	NIL	NIL	NIL

**l. Secretarial Audit:**

Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015, the Company's Board of Directors appointed Mr. Asit Kumar Labh, Practising Company Secretary (ACS – 32891 / CP - 14664) as Secretarial Auditor to conduct secretarial audit of its records and documents for the Financial Year 2020-21.

**13. COMPLIANCES WITH GOVERNANCE FRAMEWORK**

The Company has complied with all the Corporate Governance requirements under Regulation 17 to 27 and relevant clauses of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations.

#### **14. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT**

None of the shares of the Company are in Demat Suspense/ Unclaimed Suspense Account.

#### **15. CEO/CFO CERTIFICATE**

Mr. Devendra Khemka, Manager cum Chief Financial Officer of the Company, has certified to the Board the particulars as stipulated vide Regulation 17(8) of the SEBI Listing Regulations, read with Part-B of Schedule II of the said Regulations.

#### **16. COMPLIANCE CERTIFICATE**

The Company has obtained a Certificate from CS Asit Kumar Labh, Practising Company Secretary of M/s A. K. Labh & Co., Company Secretaries regarding compliance of Corporate Governance as stipulated in SEBI Listing Regulations.

#### **17. CERTIFICATE FOR NON DISQUALIFICATION OF DIRECTORS**

The Company has obtained a Certificate from CS Asit Kumar Labh, Practising Company Secretary of M/s A. K. Labh & Co., Company Secretaries regarding compliance of non-disqualification of all the Directors on the Board of the Company Regulation 34(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) and is attached as an Annexure to this Report.

#### **18. CREDIT RATING**

The Company has not obtained any credit rating for the financial year 2020-21.

#### **Registered Office:**

CIN: L36993WB1995PLC069510  
Hongkong House  
31, B. B. D. Bagh(s)  
Kolkata – 700 001  
Phone: 033- 2248 8891  
Fax: 033- 2243 7215  
Email: [corp@poddarheritage.com](mailto:corp@poddarheritage.com)  
Website: [www.poddarheritage.com](http://www.poddarheritage.com)

For and on behalf of the Board

**For Adventz Securities Enterprises Limited**

**Gaurav Agarwala**  
**Director**  
**DIN: 00201469**

**Piyush Khaitan**  
**Director**  
**DIN: 00348151**

**Dated: 04<sup>th</sup> September, 2021**

# **Management Discussions and Analysis Report**

*Annexure to the Directors' Report for the year ended 31<sup>st</sup> March, 2021*

## **Industry outlook, Indian Economy, COVID-19 pandemic and lockdown**

The financial year 2020-21 began with ongoing COVID19 pandemic that led to nationwide lockdown; the first phase started on March 24, 2020, till the second week of May 2020. The lockdown was relaxed in a phased manner depending upon the severity and magnitude of the spread of the pandemic. The Government permitted companies and e-commerce delivery to begin operating in a limited capacity. Agricultural farming and related businesses, freight movement, and construction activity were allowed in rural areas. From June onwards, the Government announced a phased reopening. These included prohibitions being lifted on the inter-state and intra-state movement of commodities and people. Besides, most of the operations were authorized in non-containment areas in July, excluding entertainment, leisure, meetings, and educational facilities. Corona infections started declining after reaching peak levels in September 2020.

## **Government Policy and RBI Measures for COVID-19**

The Central Government, state governments announced a series of fiscal stimulus measures to support and stimulate economic recovery. The Government announced relief package under Pradhan Mantri Garib Kalyan Yojana for the poor. The Government also increased its emphasis on the rural economy by raising the minimum support price and increasing the budgetary allocation to various schemes implemented by the Government. Time limits for filing compliance and return documents under various laws, including The Income Tax Act, CGST Act, and The Companies Act, were extended to provide relief to the stakeholders.

The RBI also announced various measures. To ensure liquidity, it took standard and innovative steps. It ensured Indian corporate bond issuances were higher. It announced relief measures for MSMEs including new restructuring guidelines to retain loans from banks and NBFCs' to such qualifying MSMEs classified as standard within the regulatory framework. It stated that incremental loans disbursed in low credit flow districts would receive a higher weighting. Bank lending targets for small farmers were revised upwards. RTGS settlements were allowed on a round the clock basis for all days.

The Reserve Bank of India (RBI) released a draft discussion paper on the revised legislative structure for NBFCs. However, the proposed quantitative norms, such as capital adequacy ratio, regular asset provisioning, and NPA classification, are not expected to have a significant effect on our Company because we are already well above the minimum compliance criteria.

## **Opportunities and Threats**

The Covid-19 pandemic has increased the woes of non-banking financial companies (NBFCs). The decline in non-bank credit growth, which started in the second half of fiscal 2019, continued through fiscal 2020, accentuated first by economic slowdown and then - more vigorously - by the pandemic.

While the impact of economic slowdown was expected to be gradual, providing time to build some kind of defence, the impact of the pandemic has been immediate.

The Reserve Bank of India (RBI) consented to a moratorium on loans from banks until August 2020. The primary challenge for most non-banks, is ensuring adequate liquidity to meet repayments in the near term. The secondary challenge is ensuring that asset quality remains under control through various precautionary measures, including contact with, and support to borrowers in this unprecedented crisis.

NBFCs with robust business models, strong liquidity mechanisms and governance & risk management standards will reap the benefit of the market opportunity. The role of NBFCs in powering small businesses in the post-pandemic new world will be even more significant. NBFCs that were well prepared with their business continuity and contingency plans quickly bounced back in the post COVID-19 era. With proper planning and strategic initiatives, NBFCs can limit and overcome the impact of this disruption. Overall, loan defaults have also reduced and are expected to drop further as the economy shows positive recovery.

Your Company has always focused on tapping growth opportunities and customising the terms and conditions of its advances as per client needs and market conditions. Both the above points encourage the Company to carry forward its business model.

### **Segment-Wise Performance**

Your Company has operated in one segment during the financial year 2020-21, hence segment reporting has not been given.

### **Outlook**

The pandemic continues to pose major challenge to the entire world including India. However, it appears that the countries have now learnt the technique of adapting to the new normal- the new way of life. The duration and severity of spread of second wave of pandemic, roll out of two new vaccines (as per the recent announcement made by the Union Health Department) in addition to the existing two vaccines rolled out in February, 2021, the scale and effectiveness of implementation of the ongoing vaccination program and the efficacy of monetary and fiscal policy actions of Indian Government are the important factors to impacting the pace of economic recovery.

The management of your Company is upbeat about India's prospects and is convinced that with the right reforms India will continue to surge ahead of its peers. Government's initiative on bringing regulatory reforms to facilitate ease of doing business in India, thrust towards growth of infrastructure sector with the financial inclusion will empower NBFCs to participate in the growth and development phase.

In view of the present economic scenario, the Management has decided to place its primary concentration on its traditional investments, while looking for lucrative avenues for growth and development.

### **Discussion on financial performance with respect to operational performance**

The following are the significant areas of financial performance during the year under review:

- ❖ Revenue from operation was Rs. 412.89 Lakhs during the year as compared to Rs. 3834.49 Lakhs during the previous year.

We started the year on an uncertain note given the onset of the pandemic, the consistent support by the Reserve Bank of India helped in keeping yields soft. The impact of the pandemic can be seen on both asset quality and liquidity, although the latter was addressed to a considerable extent through timely policy measures. The profitability of NBFCs dipped in the immediate aftermath of the COVID-19 in the first quarter of 2020-21, as businesses suffered economic losses due to nation-wide lockdowns.

Since the first quarter of FY2021, equity markets globally witnessed a sustained recovery following the volatile decline during the last quarter of FY2020. Indian equity markets also exhibited a similar recovery following the decline in FY2020. Over the last few years, there has been a gradual increase in net financial savings and its share in the overall household savings in India has stabilized with an upwards bias.



Despite COVID-induced turbulence, Indian equity markets showed their best performance in a decade in FY 2020-21. Persistent traction in foreign flows and brighter domestic economic outlook as reflected through steady improvement in several high frequency indicators and better expected Q4FY 2020-21 corporate earnings also kept investor sentiments afloat. This was further supported by stimulus measures announced by the Government and liquidity measures adopted by RBI.

In a volatile market environment the Company earned a total income Rs.4.09 cr as against Rs.38.35 cr in the previous year which includes interest income, dividend income and sale of shares. The Company has seen a noticeable fall in revenue mainly because the bulk of the previous year's revenue was derived from disposal of shares/investments. This year the Company has focused on reserving its investments after the fallout of the last year and regain its previous market/fair value. The Profit before tax stands at Rs.2.91 cr as compared to Rs. 13.61 cr in the last year. The current year has shown considerable growth in the stock market with Sensex and Nifty touching new highs and it is assumed that such growth in the market shall definitely lead to if steady growth in the investments scenarios for the Company.

The Company transferred Rs.46.10 lakhs being 20% of Profit after Tax to Reserve Fund as per Prudential norms of Reserve Bank of India as applicable to us being NBFC.

Your Company has one Associate – Adventz Finance Private Limited where it hold around 26% of the shareholding in the said Associate Company. As per applicable accounting, consolidation of financial numbers of associate is mandatory and as such Consolidated accounts of the company have also been prepared and presented to you. The Profit of Rs. 72.58 cr of Associate Company has been accounted for in the Profit and Loss Account and accordingly investment in such associate has been adjusted since it became associate.

Going forward, favourable demographic dividend, formalisation of the economy, growing financial inclusion, greater disposable income and investable surplus, increasing financial savings, higher investor awareness, investor friendly regulations, wide range of transparent and investorfriendly products, ease of investing, tax incentives, expanding distribution coverage and digitalization are expected to be key drivers for the growth of the investment industry

#### Key financial ratio with explanations

	31st March 2021	31st March 2020	% change
<b>Debt to Equity Ratio</b>	<b>4.43</b>	<b>4.42</b>	<b>0.23</b>
<b>Assets to turnover Ratio</b>	<b>0.04</b>	<b>0.44</b>	<b>-90.91</b>
<b>Return on Equity Ratio</b>	<b>0.41</b>	<b>2.52</b>	<b>-83.73</b>

The Company has retained its borrowing percentage and thus has not seen much difference in its current liabilities.

The Company has a decreased revenue as compared to last year due to market conditions and the pandemic effect resulting in a much lesser yield.

The Company has registered a profit in their books although much lower as compared to past year which has resulted a decrease in the return on equity.

#### Change in Return on Net Worth with explanation

The revenue from operations of the Company has seen a significant lessening in the current financial year due to the pandemic and the Company not taking any new investments and operations in hand and thus the

Net Worth of the Company has decreased from 2.52 to 0.41 which makes for an approximate -83.73% change for the negative return on network.

### **Internal Control System**

The Company has been taking continuous steps to upgrade the system of internal audit to make the same contemporary and relevant with the changes in the Business and the environment in which the Company operates.

### **Cautionary Statement:**

Details given here in above relating to various activities and future plans may be 'forward looking statements' within the meaning of applicable laws and regulations. The actual performance may differ from those expressed or implied.

### **Registered Office:**

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For and on behalf of the Board  
**For Adventz Securities Enterprises Limited**

**Gaurav Agarwala**  
**Director**  
**DIN: 00201469**

**Piyush Khaitan**  
**Director**  
**DIN: 00348151**

**Dated: 04<sup>th</sup> September, 2021**

## Certificate

### *To the Members of Adventz Securities Enterprises Limited*

We have examined the compliance of conditions of Corporate Governance by ***Adventz Securities Enterprises Limited*** (“the Company”) in terms of Regulation 15(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (“Listing Regulations”) for the year ended 31.03.2021.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.

We further state such compliance is neither an assurance as to future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

*(Asit Kumar Labh)*  
***Practicing Company Secretary***  
***ACS – 32891 / C.P. No. - 14664***

**Place: Kolkata**  
**Dated: 04.09.2021**

**UDIN: A032891C000896261**

**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 of**  
**Adventz Securities Enterprises Limited**  
Hongkong House  
31, B. B. D. Bagh (S)  
Kolkata – 700001  
West Bengal

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Adventz Securities Enterprises Limited** having CIN : L36993WB1995PLC069510 and having registered office at Hongkong House, 31, B. B. D. Bagh (S), Kolkata – 700001, West Bengal (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 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](http://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 ending on 31<sup>st</sup> March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

<b>Sr. No.</b>	<b>Name of Director</b>	<b>DIN</b>	<b>Date of appointment in Company</b>
1.	Akshay Poddar	00008686	28.04.2001
2.	Gaurav Agarwala	00201469	22.03.2000
3.	Piyush Khaitan	00348151	30.06.2000
4.	Rewati Raman Goenka	00375716	12.12.2006
5.	Shradha Agarwala	01203800	13.02.2020
6.	Kunal Agarwala	01205229	04.03.2013

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 has been issued relying on the documents and information as mentioned herein above and as were made available to us or as came to our knowledge for verification without taking any cognizance of any legal dispute(s) or sub-judice matters which may have effect otherwise, if ordered so, by any concerned authority(ies). This certificate is also 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: Kolkata**

**Dated: 04.09.2021**

**UDIN: A032891C000896292**

**(Asit Kumar Labh)**  
**Practising Company Secretary**  
**ACS – 32891 / CP No.- 14664**

**CERTIFICATE OF COMPLIANCE OF THE CODE OF CONDUCT OF THE COMPANY**

This is to confirm that a Code of Conduct for the Board Members and Senior Management Personnel of the Company has been adopted by the Board and the same was also circulated and posted on the Website of the Company. The Company received affirmation for compliance of the Code from the persons concerned for the Financial Year ended 31<sup>st</sup> March, 2020, and the same has also been noted by the Board.

**Place:** Kolkata

**Dated:** 04<sup>th</sup> September, 2021

**Rewati Raman Goenka**

**Chairman**

**DIN: 00375716**

**Dated: 29<sup>th</sup> June, 2021**

**The Board of Directors,**  
Adventz Securities Enterprises Limited  
31, B. B. D. Bagh (S),  
Kolkata – 700 001

Dear Sirs,

In compliance of and Regulation 17(8) of SEBI (LODR), Regulations, 2015, I do hereby confirm and certify the following in connection with the financial results of the Company for the year ended 31<sup>st</sup> March, 2020, that :

- (a) I have reviewed financial statements and the cash flow statement for the year and that to the best of my knowledge and belief :
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be missing;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the 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 which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) I 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) I have indicated to the auditors and the Audit Committee :
  - (i) significant changes in internal control over financial reporting during the year;
  - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (iii) there are no instances of significant fraud and no involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Thanking you,

Yours truly,

For **ADVENTZ SECURITIES ENTERPRISES LIMITED**

**(Devendra Khemka)**  
Manager and Chief Financial Officer  
**ICAI Membership No. - 057158**

**STATEMENT OF PARTICULARS AS PER RULE 5 OF THE COMPANIES**

***Annexure to the Directors' Report for the year ended 31<sup>st</sup> March, 2021***

Pursuant to Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2016

**(i) The ratio of the remuneration of each director to the median remuneration of the employees of the company or the financial year**

Serial No.	Name of Director	Category	Ratio of the remuneration of each director to the median remuneration of the employees
1.	Mr. Akshay Poddar	Non- Executive Non-Independent Director	NIL
2.	Mrs. Shradha Agarwala	Non- Executive Non-Independent Director	NIL
3.	Mr. Guarav Agarwala	Non- Executive Non-Independent Director	NIL
4.	Mr. Rewati Raman Goenka	Independent Director	NIL
5.	Mr. Piyush Khaitan Independent Director	Independent Director	NIL
6.	Mr. Kunal Agarwala	Independent Director	NIL
7.	Mrs. Puja Poddar*	Non- Executive Non-Independent Director	NIL

(Note: All the directors of your Company are Non-executive Director and as such, no remuneration is payable to them)

**(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**

Serial No.	Name of Director	Category	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. Akshay Poddar	Non- Executive Non-Independent Director	NIL
2.	Mrs. Shradha Agarwala	Non- Executive Non-Independent Director	NIL
3.	Mr. Guarav Agarwala	Non- Executive Non-Independent Director	NIL
4.	Mr. Rewati Raman Goenka	Independent Director	NIL
5.	Mr. Piyush Khaitan	Independent Director	NIL
6.	Mr. Kunal Agarwala	Independent Director	NIL
7.	Mrs. Puja Poddar*	Non- Executive Non-Independent Director	NIL
8.	Mr. Devendra Khemka	Chief Financial Officer/Manager	5.88%
9.	Ms. Punam Singh	Company Secretary	4.03%

\* Mrs. Puja Poddar has resigned w.e.f. 15.09.2020



**(iii) The percentage increase in the median remuneration of employees in the financial year**

5.55 %

**(iv) The number of permanent employees on the rolls of company:**

4 (Four)

**(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**

Other than Managerial Personnel and KMP the employees of the Company were given increment on an average of 5.03 %

The KMP of the Company were given an increment, on an average of 5.68 % in the financial year 2020-21.

**(vi) The Remuneration paid to KMP is as per the Remuneration policy of the Company.**

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For and on behalf of the Board  
**For Adventz Securities Enterprises Limited**

**Gaurav Agarwala**  
**Director**  
**DIN: 00201469**

**Piyush Khaitan**  
**Director**  
**DIN: 00348151**

**Dated: 04<sup>th</sup> September, 2021**

**STATEMENT OF PARTICULARS AS PER RULE 5 OF THE COMPANIES**

***Annexure to the Directors' Report for the year ended 31<sup>st</sup> March, 2021***

Pursuant to Section 197 (12) of the Companies Act, 2013 read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Name	Designation	Age (Years)	Remuneration (In Lakhs)	Qualification	Experience (Years)	Date of Commencement of Employment	Previous Employment
Mr. Devendra Khemka	CFO & Manager	52	55.59	Chartered Accountant	28	01 <sup>st</sup> April, 2009	Poddar Heritage Investments Limited
Ms. Punam Singh	Company Secretary	35	6.53	BA.IILB & CS	8	01 <sup>st</sup> March, 2015	
Mr. Arun Kumar Sharma	Accounts Officer	40	7.87	B.Com	15	14 <sup>th</sup> July, 2010	Wires & Fabriks (SA) Limited
Mr. Bihari Lal Kanoongo	Accounts Officer	71	7.24	B.Com	48	01 <sup>st</sup> April, 2000	Poddar Services Limited

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For and on behalf of the Board  
**For Adventz Securities Enterprises Limited**

**Gaurav Agarwala**  
**Director**  
**DIN: 00201469**

**Piyush Khaitan**  
**Director**  
**DIN: 00348151**

**Dated: 04<sup>th</sup> September, 2021**

**FORM AOC-I****Annexure to the Directors' Report for the year ended 31<sup>st</sup> March, 2021**

Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

**Part A: Subsidiaries****(Information in respect of each subsidiary to be presented with amounts in Rs.)**

<b><u>PARTICULARS</u></b>		<b><u>DETAILS</u></b>
1.	Sl. No.	N.A.
2.	Name of the Subsidiary	N.A.
3.	The date since when subsidiary was acquired	N.A.
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.
5.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries-	N.A.
6.	Share capital	N.A.
7.	Reserves & surplus	N.A.
8.	Total assets	N.A.
9.	Total Liabilities	N.A.
10.	Investments	N.A.
11.	Turnover	N.A.
12.	Profit before taxation	N.A.
13.	Provision for taxation	N.A.
14.	Profit after taxation	N.A.
15.	Proposed Dividend	N.A.
16.	% of Shareholding	N.A.

**Notes: The following information shall be furnished at the end of the statement:**

1.	Names of subsidiaries which are yet to commence operations	NIL
2.	Names of subsidiaries which have been liquidated or sold during the year	NIL

**Part B: Associates and Joint Ventures**

<b><u>PARTICULARS</u></b>		<b><u>DETAILS</u></b>
1.	Name of the Associate	Adventz Finance Private Limited
2.	Latest Balance Sheet Date	March 31, 2020
3.	Date on which the Associate or Joint Venture was associated or acquired	
4.	Shares of Associate or Joint Venture held by the company on the year end	
	a. No.	1,29,26,745
	b. Amount of Investment in Associate	Rs. 39,96,09,417/-
	c. Extend of Holding %	26%
5.	Description of how there is significant influence	Significant influence is exercised through equity shareholding
6.	Reason why the Associate/ Joint Venture is not Consolidated	N.A.
7.	Net worth attributable to Shareholding as per latest audited Balance sheet	Rs. 4,02,53,69,094/-

8.	Profit/Loss for the year	
	i.	Considered in Consolidation
		Rs 72,58,13,841/-
	ii.	Not Considered in Consolidation
		Rs. 1,51,26,42,952/-

1.	Names of associates or joint ventures which are yet to commence operations	NIL
2.	Names of associates or joint ventures which have been liquidated or sold during the year	NIL

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For and on behalf of the Board  
**For Adventz Securities Enterprises Limited**

**Gaurav Agarwala**

**Director**

**DIN: 00201469**

**Piyush Khaitan**

**Director**

**DIN: 00348151**

**Dated: 04<sup>th</sup> September, 2021**

**Devendra Khemka**  
**Chief Financial Officer**

**Punam Singh**  
**Company Secretary**  
**ACS No: A38649**

**FORM NO. MGT 9**  
**Annexure to the Directors' Report for the year ended 31<sup>st</sup> March, 2021**  
**EXTRACT OF ANNUAL RETURN**  
**as on financial year ended on 31.03.2021**  
**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration ) Rules, 2014.**

<b>I REGISTRATION &amp; OTHER DETAILS:</b>		
i	CIN	L36993WB1995PLC069510
ii	Date of Incorporation	16-Mar-95
iii	Name of the Company	Adventz Securities Enterprises Limited
iv	Category/Sub-category of the	Company having ShareCapital
v	Address of the Registered office & contact details	"Hongkong House" 31, B.B.D. Bagh (South) Kolkata - 700001 Phone -033 -2248 8891
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Zuari Finserv Limited Corporate One, Firsr Floor, 5 Commercial Centre Jasola- New Delhi - 110025 Contact Personnel: Mr. Krishankant Phone No.: (+91)9818501728

**II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

SL No	Name & Description of main	NIC Code of the Product /service	% to total turnover of the company
1	Investments Activity	643	98.06

**III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES**

SI No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Adventz Finance Pvt Ltd	U65993WB1996PTC079012	Holding	64.55%	2(87)(ii)

**IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total	
<b>A. Promoters</b>									
(1) Indian									
a)									
Individual/HUF	3,61,110	-	3,61,110	6.42	3,61,110	-	3,61,110	6.42	-
b) Central Govt.or	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	36,32,528	-	36,32,528	64.55	36,32,528	-	36,32,528	64.55	-
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any other	27,777	-	27,777	0.49	27,777	-	27,777	0.49	-
<b>SUB TOTAL: (A)</b>									
<b>(1)</b>	<b>40,21,415</b>	<b>-</b>	<b>40,21,415</b>	<b>71.46</b>	<b>40,21,415</b>	<b>-</b>	<b>40,21,415</b>	<b>71.46</b>	<b>-</b>

<b>(2) Foreign</b>									
a) NRI-Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (A) (2)</b>	-	-	-	-	-	-	-	-	-
<b>Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>40,21,415</b>	-	<b>40,21,415</b>	<b>71.46</b>	<b>40,21,415</b>	-	<b>40,21,415</b>	<b>71.46</b>	-
<b>B. PUBLIC SHAREHOLDIN</b>									
<b>(1) Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central govt	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIS Venture Capital Funds (specify)	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (B)(1):</b>	-	-	-	-	-	-	-	-	-
<b>(2) Non Institutions</b>									
a) Bodies corporates	-	14,07,050	14,07,050	25.00	-	14,07,050	14,07,050	25.00	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	-	1,39,322	1,39,322	2.48	-	1,39,322	1,39,322	2.48	-
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	-	60,000	60,000	1.07	-	60,000	60,000	1.07	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
<b>(B)(2):</b>	-	<b>16,06,372</b>	<b>16,06,372</b>	<b>28.54</b>	-	<b>16,06,372</b>	<b>16,06,372</b>	<b>28.54</b>	-
<b>Shareholding (B)= (B)(1)+(B)(2)</b>	-	<b>16,06,372</b>	<b>16,06,372</b>	<b>28.54</b>	-	<b>16,06,372</b>	<b>16,06,372</b>	<b>28.54</b>	-
<b>C. Shares held by Custodian for</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	<b>56,27,787</b>	<b>56,27,787</b>	<b>100.00</b>	<b>40,21,415</b>	<b>16,06,372</b>	<b>16,06,372</b>	<b>100.00</b>	-

(ii) **SHARE HOLDING OF PROMOTERS**

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Mr. Saroj Kumar Poddar	1,38,888	2.47	-	1,38,888	2.47	-	NIL
	Mr. Saroj Kumar Poddar as Karta of Saroj & Co.	2,22,222	3.95		2,22,222	3.95		
2	Jyotsna Poddar as a Partner of Poddar Heritage Enterprises Limited (Partnership Firm)	27,777	0.49	-	27,777	0.49	-	
3	M/s Adventz Finance Pvt Ltd	36,32,528	64.55	-	36,32,528	64.55	-	
	<b>Total</b>	<b>40,21,415</b>	<b>71.46</b>	<b>-</b>	<b>40,21,415</b>	<b>71.46</b>	<b>-</b>	

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

Sl. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	There is no change in Promoter's Shareholding between 01/04/2020 and 31/03/2021			
	Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year				

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

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Poddar Projects Limited	3,96,000	7.04	3,96,000	7.04
2	21st Century Exports Ltd	2,45,000	4.35	2,45,000	4.35
3	Perfect Properties Pvt Ltd	1,00,000	1.78	1,00,000	1.78
4	S. L. Properties Pvt Ltd	1,00,000	1.78	1,00,000	1.78
5	Savitri Commercials Pvt Ltd	92,500	1.64	1,00,000	1.64
6	Wimco Credit & Commercial Pvt Ltd	74,350	1.32	74,350	1.32
7	Monotype Vinimay Pvt Ltd	90,000	1.60	90,000	1.60
8	Om Shree Finance Ltd	77,500	1.38	77,500	1.38
9	Alankar India Pvt. Ltd	50,000	0.89	50,000	0.89
10	Prem Lata Devi Jain (*)	20,000	0.36	20,000	0.36
	At the beginning of the year	NIL There is no change in the Shareholding of top ten shareholders between 01/04/2020 and 31/03/2021			
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year (or on the date of separation, if separated during the year)				

\* Nomita Jain and Meera Devi Jain are also holding 20,000 shares each

## (v) Shareholding of Directors &amp; KMP

Sl. No	For Each of the Directors & KMP Name of the Director	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the	No of shares	% of total shares of the company
1	Mrs. Puja Poddar (Director)*	NIL There is no change in the Shareholding of top ten shareholders between 01/04/2020 and 31/03/2021			
2	Mr. Akshay Poddar (Director)				
	Mrs. Shradha Agarwala				
3	Mr. Gaurav Agarwala (Director)				
4	Mr. Rewati Raman Goenka (Independent Director)				
5	Mr. Piyush Khaitan (Independent Director)				
6	Mr. Kunal Agarwala (Independent Director)				
7	Mr. Devendra Khemka (CFO & Manager)**				
8	Ms. Punam Singh (CS)				

\*Mrs. Puja Poddar has resigned from the board of Directors w.e.f. 15.09.2020

\*\*Mr. Devendra Khemka has been appointed to the post of Manager of the company w.e.f. 22.12.2016

## V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	24,19,98,482.00	-	24,19,98,482.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>24,19,98,482.00</b>	-	<b>24,19,98,482.00</b>
<b>Change in Indebtedness during the financial year</b>				
Additions	-	-	-	-
Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	24,19,98,482.00	-	24,19,98,482.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>24,19,98,482.00</b>	-	<b>24,19,98,482.00</b>

## VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

## A. Remuneration to Managing Director, Whole time director and/or Manager:

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
		<b>Mr. Devendra Khemka *</b>	
1	<b>Gross salary</b>		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	-	-
	(b) Value of perquisites u/s 17(2) of the Income tax Act,	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission as % of profit	-	-
5	Others, please specify (Provident Fund and Perquisites)	-	-
	<b>Total (A)</b>	-	-
	<b>Ceiling as per the Act</b>	-	-

\*Mr. Devendra Khemka has been appointed to the post of Manager of the company w.e.f. 22.12.2016 and currently receives no remuneration for holding the post of Manager



**B. Remuneration to other directors:**

Sl.No	Particulars of Remuneration	Name of the Directors			
		Rewati Raman Goenka	Piyush Khaitan	Kunal Agarwala	
1	<b>Independent Directors</b>				
	(a) Fee for attending board committee	-	-	-	-
	(b) Commission	-	-	-	-
	(c) Others, please specify	-	-	-	-
	<b>Total (1)</b>	-	-	-	-
2	<b>Other Non Executive Directors</b>	<b>Akshay Poddar</b>	<b>Gaurav Agarwala</b>	<b>Shradha Agarwala</b>	<b>Puja Poddar*</b>
	(a) Fee for attending board committee				
	(b) Commission	-	-	-	-
	(c) Others, please specify.	-	-	-	-
	<b>Total (2)</b>	-	-	-	-
	<b>Total (B)=(1+2)</b>	-	-	-	-
	<b>Total Managerial Remuneration</b>	-	-	-	-
	<b>Overall Ceiling as per the Act.</b>	N.A.	N.A.	N.A.	N.A.

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	TOTAL
1	<b>Gross Salary</b>		<b>Punam Singh</b>	<b>Devendra Khemka</b>	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-	6,05,700	49,68,750	<b>55,74,450</b>
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	78,631	<b>78,631</b>
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	as % of profit	-	-	-	-
	others, specify	-	-	-	-
5	Others, please specify (Provident Fund and Perquisites)	-	47,520	5,11,200	<b>5,58,720</b>
	<b>Total</b>	-	6,53,220	55,58,581	<b>62,11,801</b>

**VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES**

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Co	Authority (RD/NCLT/Court)	Appeal made if any (give details)
<b>A. COMPANY</b>					
Penalty			None		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			None		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			None		
Punishment					
Compounding					

**Registered Office:**

CIN: L36993WB1995PLC069510

Hongkong House  
31, B. B. D. Bagh(s)  
Kolkata - 700 001  
Phone: 033- 2248 8891

Fax: 033- 2243 7215

Email: [corp@poddarheritage.com](mailto:corp@poddarheritage.com)

Website: [www.poddarheritage.com](http://www.poddarheritage.com)

**For and on behalf of the Board  
For Adventz Securities Enterprises Limited**

Guarav Agarwala  
**Director**  
DIN: 00201469

Piyush Khaitan  
**Director**  
DIN: 00348151

Dated: 04th September, 2021  
Place: Kolkata

**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31.03.2021**  
**[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,**  
**Adventz Securities Enterprises Limited**  
**Hongkong House**  
**31, B. B. D. Bagh (S)**  
**Kolkata – 700001**  
**West Bengal**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by *Adventz Securities Enterprises Limited* having its Registered Office at Hongkong House, 31, B. B. D. Bagh (S), Kolkata – 700001, West Bengal (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended 31.03.2021 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.

**Auditors' Responsibility**

Maintenance of Secretarial Records is the responsibility of the management of the Company. My responsibility is to express an opinion on existence of adequate Board process and compliance management system, commensurate to the size of the Company, based on these secretarial records as shown to me during the said audit and also based on the information furnished to me by the officers' and the agents of the Company during the said audit.

I have followed the audit practices and processes as were appropriate to the best of my understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed, provide a reasonable basis for my opinion.

I have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the Board and by various committees of the Company during the period under scrutiny. I have checked the Board process and compliance management system to understand and to form an opinion as to whether there is an adequate system of seeking approval of respective committees of the Board, of the Board, of the members of the Company and of other authorities as per the provisions of various statutes as mentioned hereinafter.

Wherever required I have obtained the management representation about the compliance of the laws, rules and regulations and happening of events, etc.

I have relied upon the accuracy of the documents and information as shared by the Company with me through appropriate Information Technology tools to assist me in completing the secretarial audit work during lock down period due to unprecedented situation prevailing in the Country due to CoVID-19 virus pandemic and the same is subject to physical verification by me post normalization of the situation

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. My examination was limited to the verification of compliance procedures on test basis.

My report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the Company.

*I report that*, I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31.03.2021 according to the provisions of (*as amended*) :

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) Secretarial Standards as issued by The Institute of Company Secretaries of India;
- (iii) The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) 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;
  - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

1. Reserve Bank of India Act, 1934 (pertaining to NBFC matters) to the extent of their applicability to the Company during the financial year ended 31.03.2021 and my examination and reporting is based on the documents, records and files as produced and shown to me and the information and explanations as provided to me by the Company and its management and to the best of my judgment and understanding of the applicability of the different enactments upon the Company. Further, to the best of my knowledge and understanding there are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliances with applicable laws; including general laws, labour laws, competition law, etc.

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

During the period under review, provisions of the following regulations/guidelines/standards were not applicable to the Company:

- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (ii) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ;
- (iii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
- (v) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

I further report that :

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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.
- (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (c) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- (d) There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that :

- (a) The Company is in the process of maintaining Structured Digital Database pursuant to the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2020 vide SEBI Notification dated 17th July, 2020.
- (b) The Company is in process to modify its Insider Trading Code and Code of Fair Disclosure pursuant to SEBI Notification dated 17th July 2020 and 23<sup>rd</sup> July, 2020.
- (c) In the light of heightened concern on spread of COVID-19 across the nation and as per the notifications issued by the Central / State Government(s), the Company had temporarily shut down its Office at Kolkata and moved to Work from Home Policy for all its office employees. However, the Company had partially resumed its operations with restrictive attendance after 17th May, 2020 with due permission of the local district authorities as applicable and in accordance with the guidelines stipulated by the Ministry of Home Affairs of the Government of India and the local authorities.

**(CS ASIT KUMAR LABH)**  
**Practicing Company Secretary**  
**04.09.2021**  
**ACS – 32891 / CP No. – 14664**  
**UDIN: A032891C000895170**

**Place: Kolkata**  
**Dated:**

**To**  
**The Members of**  
**M/s. Adventz Securities Enterprises Limited**

**Report on the audit of Standalone Financial Statements**

**Qualified Opinion**

We have audited the accompanying statement of quarterly and year to date standalone financial results **M/s. Adventz Securities Enterprises Limited (“the Company”)** which comprises the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), statement of changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the standalone financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in *Basis for Qualified Opinion* section of our report, the aforesaid standalone 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 (India 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 March 31, 2021, and profit (Including Other Comprehensive Income), Statement of Changes in Equity and its cash flows for the year ended on that date.

**Basis for Qualified Opinion**

1. Rent under dispute and unascertainable as per management has not been accounted for
2. No provision for accrual liability for gratuity and leave encashment has been made by the Company during the year or in earlier years which, is not in accordance with ‘IND AS 19 Employee Benefits’
3. Land at Kolkata held as stock has been encroached upon and is yet to be mutated in the name of the company the same has been stated at Historical cost and not as per valuation determined as per ‘IND AS-2 Inventory’

Impacts with respect to 1, 2, 3 and 4 as mentioned above are presently not ascertainable and as such cannot be commented upon by us.

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

**Emphasis of Matter**

We draw attention to the notes to the financial statement regarding –

- a. The security deposits given include Rs. 1.72 lakhs which have been taken at historical cost as the contracts have expired and further details are not available. The impact and consequential adjustment thereof are not presently ascertainable. (Refer Note 9 to the financial statements).

- b. Borrowings include Long term unsecured loan of Rs. 184.32 lacs which are subject to confirmation. Repayment dates of such loans have lapsed since long. Further interest and penal charges has not been provided. (Refer Note 10 to the financial statements)
- c. Lease at paharpur godown has not been renewed by kolkata port trust (KPT) and KPT also has claimed compensation of Rs. 1.36 crores. The company is making payment currently as per direction of the court. The godown has been subleased by the company and process of recovery for rent & eviction suit has been initiated against the tenant for which decree has been obtained by the company but yet to be executed for rectification. The impact and consequential adjustment thereof are not presently ascertainable ( Refer Note 27 to the financial statements)
- d. Kolkata Port Trust (KPT) has served eviction notice relating to lease of Taratalla godown. Compensation has been claimed by KPT which neither been paid nor accounted for. The sub tenant to whom it has been subleased has not paid rent since July, 1985 and suit for recovery/eviction notice is pending before court. The impact and consequential adjustment thereof are not presently ascertainable.
- e. Non-Provision of liability of interest / late payment surcharge, on the amount of amicably settled maximum demand charges paid by Company and Company's claim of interest on amounts refunded by WBSEB against provisional bills, since the matter remains unresolved and amounts being unascertainable.
- f. The management assessment of pandemic Covid-19 where management has considered the possible effect of the same on carrying amount of receivables & other investment and it is expected to be recovered in due course of time. There is no material uncertainty on the ability of the company to continue as a going concern and there is no material event/circumstances due to covid-19 as on the date of approval of the financial statement that requires separate adjustment or disclosures. (Refer Note 40 to the financial statements).

Our opinion is not modified in respect of matter stated in points (a) and (d) under "Emphasis of Matter" section of our report.

#### **Key Audit Matters :**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed and communicated with management in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report

Sr. No	Key Audit Matter	How our audit addressed the Key Audit Matter
1	<p><b>Revenue Recognition on interest income, dividend income and gain/sale of investments</b></p> <p>We focused on this area because of the majority in determining the company's revenue and risk of under/over estimation of revenue</p>	<p>We reviewed the process adopted for assuring the consistency in approach between accounting periods. Our tests included:</p> <ul style="list-style-type: none"> <li>• Assessing compliance of company's revenue recognition accounting policies with applicable accounting standards.</li> <li>• Reviewing interest income based on agreement entered into with the major clients</li> <li>• Reviewing and assessing regarding interest income to be booked correctly on time proportion basis after taking into account the amount outstanding and the rate applicable</li> <li>• Checking the accuracy of various reconciliations carried out on sale of investments. Reconciling the amount of profit and/or loss in case of sale of investment based on evidentiary documents available of those investments.</li> <li>• Considered the appropriateness and accuracy of interest and dividend as recorded in the relevant records</li> <li>• Verifying the disclosure in accounting records with various supporting documentation</li> </ul> <p><b>Conclusion:</b> Our applied procedures did not indicate any material deviations.</p>

### **Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Directors Report including Annexures to Directors' Report, Report on Corporate Governance but does not include the Standalone Financial Statements and our auditors' report thereon. The Management Discussion and Analysis, Directors' Report including Annexures to Directors' Report and Report on Corporate Governance are expected to be made available to us after the date of this auditor's report.

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

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

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

### **Responsibility of Management and Those charged with Governance for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income (changes in equity) and cash flows of the Company in accordance with the Ind AS and accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act, 2013 read with relevant rules issued thereunder and other Accounting principles generally accepted in India. 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate that were operating effectively for ensuring the accuracy and completeness of the

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

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process

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

Our objectives are to obtain reasonable assurance about whether the Standalone 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 Standalone 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 controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company 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 interim consolidated 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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



From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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**

- (i) 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 paragraph 3 and 4 of the order
- (ii) As required by Section 143(3) of the Act, we report that :
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the possible effects of the matters described in *Basis for Qualified Opinion* section of our report.
  - (c) The Balance Sheet, the Statement of Profit and Loss (Including Other Comprehensive Income), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 except for the possible effects of the matters described in *Basis for Qualified Opinion* section of our report
  - (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
  - (f) The matters described in the Basis for Qualified opinion paragraph above, can have an adverse effect on the profit/loss and corresponding effect on the assets and liabilities of the Company.
  - (g) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in Annexure B and
  - (h) With respect to the other matter to be included in the Auditor's report in accordance with the requirements of Section 197(16) of the act, as amended, in our opinion and to the best of our information and according to the explanations given to us, there has been no remuneration paid by the company to its directors / manager during the year and accordingly reporting under section 197(16) of the Act is not applicable to the Company.
  - (i) With respect to the other matters to be includes in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
    - i. The Company has disclosed the impact of pending litigations which would impact its financial position in Note no. 22, 23, 27 & 28 to the financial statements

- ii. Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- (j) According to the information and explanations given to us and on the basis of test checks carried out by us during the course of the audit of the Company, our reports on the matters specified in Para 3A and 3C of the Master Direction – Non-Banking Financial Companies Auditors' Report (Reserve Bank) Directions, 2016 are as follows:
- i. The Company is engaged in the business of non-banking financial institution and has obtained a Certificate of Registration from the Reserve Bank of India;
  - ii. Based on the information and explanations given to us, the Company is entitled to continue to hold the Certificate of Registration in terms of its asset/income pattern as on 31<sup>st</sup> March 2021
  - iii. The Company is meeting the net-owned fund requirement as laid down in the Master Directions issued by the Reserve Bank of India
  - iv. The Board of Directors of the Company has passed a resolution for not accepting any public deposit
  - v. The Company has not accepted any public deposit during the year
  - vi. The Company has complied with the prudential norms relating to income recognition, income on investments, accounting for investments, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable to it in terms of Non-Banking Financial Company – Non-Systemically Important Non-Deposit Taking Company (Reserve Bank) Directions, 2016 ( updated as on February 17, 2020)
  - vii. Based on the information and explanations given to us, the Company has not been classified as a NBFC Micro Finance Institution (MFI) as defined in the Non-Banking Financial Company Non-Systemically Important Non-Deposit Taking Company (Reserve Bank) Directions, 2016 ( updated as on February 17, 2020)

For **Chaturvedi & Company**  
Chartered Accountants  
Firm Regn. No : 302137E

Dated : 29/06/2021  
Place : Kolkata

**Nilima Joshi**  
Partner  
Memb No. 52122  
UDIN – **21052122AAAABE7826**

## Annexure A to the Auditor's Report

### **The Annexure referred to in Independent Auditor's Report of even date to the members of ADVENTZ SECURITIES ENTERPRISES LIMITED, on the financial statements for the year ended 31<sup>st</sup> March, 2021**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.
  - (c) The leasehold property received and held by the company by virtue of amalgamation vide the scheme approved by the Hon'ble High Court of Kolkata, is still not mutated or transferred in the name of the Company.
- (ii) Physical verification of inventory of land has not been done during the year. The land has been encroached upon. As the physical verification of land has not been done, any material discrepancy, if any, could not be reported by us.
- (iii) The Company has granted unsecured loan to 10 (Ten) companies covered in the register maintained under Section 189 of the Act. No schedule of repayment of principal and interest has been specified hence clause 3(iii) (c) of the order is not applicable. All the loans have been given at market rate of interest. Repayment and receipts are regular in nature except in case of 2 (two) companies where provisions have been made due to loan becoming NPA (Non performing assets) as required by RBI Master direction applicable to NBFC's companies.
- (iv) The relevant provisions of sections 185 and 186 of the Act in respect of loans, investments, guarantees, and security are not applicable to the Company. Accordingly, the provisions of clause 3(iv) of the Order are not applicable.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) As per the information and explanation given to us by the management, the Central Government has not prescribed maintenance of cost records pursuant to Section 148 of the Companies Act, 2013 and Rules made for any of the products of the Company. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, goods & service tax, cess and other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities except certain delays in payment of TDS. Further, no undisputed amounts payable in respect thereof were outstanding on the year-end for a period

of more than six months from the date they became payable except for Sales Tax of Rs. 9,25,712

- (b) According to the information and explanations given to us, there are no dues of income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise and value added tax that have not been deposited with the appropriate authorities on account of any dispute, except :

Name of the Statute	Nature of Dues	Year	Amount (Rs. Lacs)	Forum where dispute is pending
B. F. (Sales Tax) Act, 1941	Sales Tax	1990-1991	0.45	WB Commercial Taxes Appellate & Revisional Board
		1991-1992	4.55	WB Commercial Taxes Appellate & Revisional Board
West Bengal Sales Tax Act, 1995	Sales Tax	1995-1996	33.57	Commissioner of Sales Tax
Central Sales Tax Act, 1956	Sales Tax	1990-1991	0.05	WB Commercial Taxes Appellate & Revisional Board
		1991-1992	0.96	Commissioner of Sales Tax
		1995-1996	3.24	Dy. Commissioner of Sales Tax
Income Tax Act, 1961	Income Tax	1985-1986	16.03	CIT (Appeals)
		1986-1987	4.08	CIT (Appeals)
		1990-1991	1.31	CIT (Appeals)
		1998-1999	9.40	CIT (Appeals)
		2006-2007	2.88	CIT (Appeals)
		2010-2011	1.54	Asst. Comm. of Income Tax
		2011-2012	0.59	Assessing Officer
2012-2013	2.07	CIT (Appeals)		
Central Excise Act, 1944	Central Excise & Customs		16.98	Appellate Tribunal

- (viii) The Company has no loans or borrowings payable to a financial institution or a bank or government and no dues payable to debenture-holders during the year. Accordingly, the provisions of clause 3(viii) of the Order are not applicable.
- (ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) and did not have any term loans outstanding during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

- (xi) According to the information and explanation given to us and as per the records of the Company examined by us, no managerial remuneration has been paid or provided. Accordingly, paragraph 3(xi) of the Order is not applicable.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non –cash transactions with directors or persons connected with him.
- (xvi) The company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained by the company.

For **Chaturvedi & Company**  
Chartered Accountants  
Firm Regn. No : 302137E

Dated : 29/06/2021  
Place : Kolkata

**Nilima Joshi**  
Partner  
Memb No. 52122  
UDIN – **21052122AAAABE7826**

## **Annexure B to the Auditor's Report**

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

1. In conjunction with our audit of the financial statements of ADVENTZ SECURITIES ENTERPRISES LIMITED ("the Company") as of and for the year ended 31 March 2021, we have audited the internal financial controls over financial reporting of the company of as of that date.

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

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

#### **Auditors' Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India (ICAI) and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls over financial reporting, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI. 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 were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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 over financial reporting.

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

6. A company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with

authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

8. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2021, based 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 ICAI.

**For Chaturvedi & Company**  
Chartered Accountants  
Firm Regn. No : 302137E

**Nilima Joshi**  
Partner  
Memb No. 52122  
UDIN – 21052122AAAABE7826

Dated : 29/06/2021  
Place : Kolkata

## ADVENTZ SECURITIES ENTERPRISES LIMITED

### STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2021

(Amount in Rs)

	Particulars	Note No.	As at 31-03-2021	As at 31-03-2020
	<b>ASSETS</b>			
	<b>(1) Financial Assets</b>			
	(a) Cash and Cash Equivalents	2	14,83,657	1,36,72,070
	(b) Loans	3	41,25,14,705	37,40,04,184
	(c) Investments	4	54,03,69,445	44,83,96,823
	(d) Other Financial Assets	5	4,02,345	13,83,199
			<b>95,47,70,152</b>	<b>83,74,56,276</b>
	<b>(2) Non-Financial Assets</b>			
	(a) Inventories	6	2,31,500	2,31,500
	(b) Current Tax Assets (Net)	7	1,86,10,850	1,76,06,754
	(c) Property, Plant and Equipment	8	22,71,457	27,32,201
	(d) Other Non-Financial Assets	9	52,35,486	48,97,063
			<b>2,63,49,293</b>	<b>2,54,67,518</b>
	<b>TOTAL ASSETS</b>		<b>98,11,19,445</b>	<b>86,29,23,794</b>
	<b>LIABILITIES AND EQUITY</b>			
	<b>(1) Financial Liabilities</b>			
	(a) Borrowings (Other than Debt Securities)	10	24,19,98,482	24,19,98,482
			<b>24,19,98,482</b>	<b>24,19,98,482</b>
	<b>(2) Non-Financial Liabilities</b>			
	(a) Provisions	11	8,40,900	7,72,801
	(b) Deferred Tax Liabilities (Net)	12	7,40,63,291	4,89,84,312
	(c) Other Non-Financial Liabilities	13	72,94,206	69,94,527
			<b>8,21,98,397</b>	<b>5,67,51,640</b>
	<b>(3) Equity</b>			
	(a) Equity Share Capital	14	5,62,77,870	5,62,77,870
	(b) Other Equity	15	60,06,44,696	50,78,95,802
			<b>65,69,22,566</b>	<b>56,41,73,672</b>
	<b>TOTAL LIABILITIES AND EQUITY</b>		<b>98,11,19,445</b>	<b>86,29,23,794</b>
	Significant Accounting Policies	1		

The accompanying notes are an integral part of the financial statements.

As per our Report of even date

**For Chatruvedi & Company**  
Chartered Accountants  
Firm Registration Number 302137E

**Nilima Joshi**  
Proprietor  
(Membership No.52122)

Place : Kolkata  
Dated : 29th June, 2021

UDIN : 21052122AAAABE7826

For and on behalf of the Board

Gaurav Agarwala  
Director  
DIN : 00201469

Piyush Khaitan  
Director  
DIN : 00348151

Devendra Khemka  
Chief Financial Officer

Punam Singh  
Company Secretary  
Membership No.:A38649



**ADVENTZ SECURITIES ENTERPRISES LIMITED**

**STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Amount in Rs)

Particulars	Note No.	As at 31-03-2021	As at 31-03-2020
<b>Revenue from Operations</b>			
(i) Interest Income	16	3,56,77,865	3,07,98,371
(ii) Dividend Income		32,22,822	45,18,781
(iii) Net Gain on Fair Value Changes	17	11,13,598	(13,56,604)
(iv) Sale of Shares		-	34,89,30,000
(v) Others - Profit on Sale of Mutual Fund		4,74,113	2,93,638
<b>(I) Total Revenue from Operations</b>		<b>4,04,88,398</b>	<b>38,31,84,186</b>
(II) Other Income	18	8,00,065	2,64,948
<b>(III) Total Income (I+II)</b>		<b>4,12,88,463</b>	<b>38,34,49,134</b>
<b>Expenses</b>			
(i) Change in Inventories of Stock-in-Trade	19	-	21,36,61,470
(ii) Employees Benefit Expenses	20	77,13,449	73,04,543
(iii) Depreciation and Amortisation Expenses	8	7,33,662	9,81,365
(iv) Other Expenses	21	33,92,816	2,53,71,763
<b>(IV) Total Expenses</b>		<b>1,18,39,927</b>	<b>24,73,19,141</b>
(V) Profit/(Loss) before exceptional items & Tax (III-IV)		2,94,48,536	13,61,29,993
(VI) Exceptional Items		-	-
(VII) Profit/(Loss) before Tax (V-VI)		2,94,48,536	13,61,29,993
(VIII) Tax Expenses			
Current Tax		20,35,000	-
Deferred Tax		43,92,178	(58,90,098)
<b>(IX) Profit/(Loss) for the year (VII-VIII)</b>		<b>2,30,21,358</b>	<b>14,20,20,091</b>
(X) Other Comprehensive Income			
<b>(A)</b>			
(i) Items that will not be reclassified to profit or loss			
a) Gains/(Losses) on Equity Instruments through Other Comprehensive Income		9,04,14,338	(32,79,49,878)
(ii) Income tax relating to items that will not be reclassified to profit or loss		(2,06,86,801)	7,50,34,932
<b>(B)</b>			
(i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
<b>(XI) Total Comprehensive Income for the period (IX+X) (Comprising Profit (Loss) and Other Comprehensive Income for the period)</b>		<b>9,27,48,895</b>	<b>(11,08,94,855)</b>
(XII) <b>Earning per equity share (for continuing operation):</b>			
(1) Basic		4.09	25.24
(2) Diluted		4.09	25.24

The accompanying notes are an integral part of the financial statements.

As per our Report of even date

**For Chatruvedi & Company**  
Chartered Accountants  
Firm Registration Number 302137E

**Nilima Joshi**  
Proprietor  
(Membership No.52122)

Place : Kolkata  
Dated : 29th June, 2021

UDIN : 21052122AAAABE7826

For and on behalf of the Board

Gaurav Agarwala  
Director  
DIN : 00201469

Piyush Khaitan  
Director  
DIN : 00348151

Devendra Khemka  
Chief Financial Officer

Punam Singh  
Company Secretary  
Membership No.:A38649

## ADVENTZ SECURITIES ENTERPRISES LIMITED

Regd. Office : 31, B.B.D. BAGH (S), KOLKATA - 700 001

Statement of Standalone Cash Flows for the period ended 31st March, 2021		
Particulars	As at March 31, 2021	As at March 31, 2020
<b>CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit/(Loss) before tax:	2,94,48,536	13,61,29,993
<b>Adjustments:</b>		
Finance Cost	-	-
Depriciation/Amortisation	7,33,662	9,81,365
Provision for Standard Assets	68,099	-
Proviiosn for Sub-Standard/Doubtful Assets	-	1,95,84,716
(Profit)/Loss on Sale of Fixed Assets	-	404
Sundry Balance written off	-	6
Income on Investments in Mutual Funds	(4,74,087)	(2,93,614)
Dividend Income	(32,22,822)	(45,18,781)
Net (Gain)/Loss on Fair Value	(11,13,598)	13,56,604
<b>Operating Profit before Working Capital changes</b>	<b>2,54,39,790</b>	<b>15,32,40,693</b>
<b>Adjustments for (increase)/decrease in Operating Assets:</b>		
Loans	(3,85,10,521)	(7,41,45,540)
Other Financial Assets	9,80,854	21,23,28,271
Other Non Financial Assets	(3,38,423)	14,01,704
<b>Adjustments for increase/(decrease) in Operating Liabilities</b>		
Other Non Financial Liabilities	2,99,679	(11,84,647)
Cash generated from operations	(1,21,28,621)	29,16,40,481
Income taxes paid (net of refunds)	(30,39,096)	(4,65,094)
<b>Net Cash Inflow/(Outflow) from Operating Activities</b>	<b>(1,51,67,717)</b>	<b>29,11,75,387</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Fixed Assets (including Capital Advances)	(2,72,918)	(3,56,033)
Proceeds from Sale of Investments (net)	29,400	2,36,62,362
Dividend received	32,22,822	45,18,781
<b>Net Cash Inflow/(Outflow) from Investing Activities</b>	<b>29,79,304</b>	<b>2,78,25,110</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Borrowing other than Debt Scurities issued (net)	-	(34,89,30,000)
Finance Cost	-	-
<b>Net Cash Inflow/(Outflow) from Financing Activities</b>	<b>-</b>	<b>(34,89,30,000)</b>
<b>NET INCREASE/(DECREASE) IN CASH AND BANK BALANCES</b>	<b>(1,21,88,413)</b>	<b>(2,99,29,503)</b>
Add: Cash and cash equivalents at beginning of the year	1,36,72,070	4,36,01,573
<b>Cash and cash equivalents at end of the year</b>	<b>14,83,657</b>	<b>1,36,72,070</b>

Components of cash and cash equivalents are disclosed in Note No.2.

The accompanying notes are an integral part of the financial statements

As per our Report of even date

Gaurav Agarwala  
Director  
DIN : 00201469

**For Chatruvedi & Company**  
**Chartered Accountants**  
**Firm Registration Number 302137E**

Piyush Khaitan  
Director  
DIN : 00348151

**Nilima Joshi**  
**Proprietor**  
(Membership No.52122)

Devendra Khemka  
Chief Financial Officer

Place : Kolkata  
Dated :29th June, 2021

Punam Singh  
Company Secretary  
Membership No.:A38649

**UDIN : 21052122AAAABE7826**

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2021

STATEMENT OF CHANGES IN EQUITY

a. Equity share capital

Particulars	Amount
As at 01.04.2019	5,62,77,870
Changes in equity share capital	-
As at 31.03.2020	5,62,77,870
Changes in equity share capital	-
As at 31.03.2021	5,62,77,870

b. Other equity

Particulars	Other Equity				Items of Other Comprehensive Income (OCI)	Total
	Capital Reserve	Retained earnings	General Reserve	Reserve Fund RBI	Equity Instruments	
As at 01.04.2019	37,17,000	6,96,97,009	4,18,56,700	5,24,40,000	45,10,79,939	61,87,90,648
Total comprehensive income for the year	-	-	-	-	(25,29,14,946)	(25,29,14,946)
Profit / (Loss) for the period	-	14,20,20,091	-	-	-	14,20,20,091
Income Tax Adjustments	-	8	-	-	-	8
Transfer to Reserve Fund	-	(3,00,00,000)	-	3,00,00,000	-	-
As at 31.03.2020	37,17,000	18,17,17,108	4,18,56,700	8,24,40,000	19,81,64,993	50,78,95,802
Total comprehensive income for the year	-	-	-	-	6,97,27,537	6,97,27,537
Profit / (Loss) for the period	-	2,30,21,358	-	-	-	2,30,21,358
Transfer to Reserve Fund	-	(46,10,000)	-	46,10,000	-	-
As at 31.03.2021	37,17,000	20,01,28,466	4,18,56,700	8,70,50,000	26,78,92,530	60,06,44,697

The accompanying notes are an integral part of the financial statements.

As per our Report of even date

For Chatruvedi & Company  
Chartered Accountants  
Firm Registration Number 302137E

Gaurav Agarwala  
Director  
DIN : 00201469

For and on behalf of the Board

Piyush Khaitan  
Director  
DIN : 00348151

Nilima Joshi  
Proprietor  
(Membership No.52122)

Devendra Khemka  
Chief Financial Officer

Punam Singh  
Company Secretary  
Membership No.:A38649

Place : Kolkata  
Dated : 29th June, 2021  
UDIN : 21052122AAAABE7826

# ADVENTZ SECURITIES ENTERPRISES LIMITED

## Notes to the standalone financial statements for the year ended 31st March, 2021

### 1. A. COMPANY OVERVIEW

Adventz Securities Enterprises Limited ('the Company'), incorporated in Kolkata under the provisions of the Companies Act, 1956 having CIN No. L36993WB1995PLC069510, is a publicly held non-banking finance company listed on Calcutta Stock Exchange Limited, Delhi Stock Exchange Limited (Being Derecognised) and Metropolitan Stock Exchange of India Limited. The Company is registered as non-systematically important non-deposit taking Non-Banking Financial Company ('NBFC') as defined under Section 45-IA of the Reserve Bank of India Act, 1934.

### 1. B. SIGNIFICANT ACCOUNTING POLICIES

The Company has followed the same accounting policies in preparation of the standalone financial statements as those followed in preparation of the annual financial statements as at and for the year ended 31st March, 2021. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### a. Basis of Preparation and Presentation of the Standalone Ind AS Financial Statement

##### (i) Compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") 34, Interim Financial Reporting notified under Section 133 of the Companies Act, 2013 ("the Act") read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act and other Generally Accepted Accounting Principles (GAAP) in India.

##### (ii) Historical Cost Convention

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except certain financial assets and liabilities that is measured at fair value;

- Financial assets at Fair value through other comprehensive income (FVTOCI) that is measured at fair value
- Financial instruments at Fair value through profit and loss (FVTPL) that is measured at fair value
- Net defined benefit (assets)/liability – fair value of plan assets less present value of defined benefit obligation

##### (iii) Use of Estimates

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities (including contingent liabilities and assets) as on the date of the financial statements and the reported income and expenses for the reporting period. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

##### (iv) Fair value measurements

Fair value is the price that would be received on sale of an asset or paid on derecognition of a liability in an orderly transaction between market participants at the measurement date under current market conditions. The Company categorises assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurements.

**Level 1:** Quoted prices (unadjusted) in active market for identical assets or liabilities.

**Level 2:** Inputs other than quoted price including within level 1 that are observable for the asset or liability, either directly (i.e. available prices) or indirectly (i.e. derived from estimation).

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific

estimates. If significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

**Level 3:** Inputs for the assets or liabilities that are not based on observable market data.

If one or more of the significant inputs is not based on observable market data, the fair value is determined using generally accepted pricing models based on a discounted cash flow analysis, with the most significant input being the discount rate that reflects the credit risk of counterparty. This is applicable to listed instruments where market is not liquid and for unlisted instruments.

The management considers the carrying amounts of financial assets (other than those measured at fair values) and liabilities recognized in the financial statements are at their approximate fair value as on March 31, 2021 and March 31, 2020.

There has been no change in the valuation methodology for Level 3 inputs during the year. The Company has not classified any material financial instruments under Level 3 of the fair value hierarchy. There were no transfers between Level 1 and Level 2 during the year.

**(v) Functional and Presentation currency**

These financial statements are presented in Indian Rupees (INR), which is the Company's functional and presentation currency.

**(b) Cash & Cash Equivalents and Cash flow Statement**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts.

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

**(c) Accounting for Taxes on Income**

Income Tax expense or credit for the period is the tax payable on the current period taxable income based on the applicable Income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

**(i) Current Tax**

Current tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

**(ii) Deferred Tax**

Deferred Tax assets and liabilities is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes (i.e., tax base). Deferred tax is also recognized for carry forward of unused tax losses and unused tax credits.

Deferred tax assets are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period. The Company reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or that entire deferred tax asset to be utilized. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.

Deferred tax relating to items recognized outside the Statement of Profit and Loss is recognized either in other comprehensive income or in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

**(d) PROPERTY, PLANT AND EQUIPMENT**

**(i) Tangible Assets**

**Recognition and Measurement**

Property, plant and equipment held for use in the supply of goods or services, or for administrative purposes, are stated in the balance sheet at historical cost less any accumulated depreciation and accumulated impairment losses (if any). Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Profit or loss arising on the disposal of property, plant and equipment are recognized in the Statement of Profit and Loss.

**Subsequent Measurement**

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced.

**Depreciation and Amortization**

Depreciation on Property, Plant & Equipment is provided under Written Down Method at rates determined based on the useful life of the respective assets and the residual values in accordance with Schedule II of the Companies Act, 2013 or as reassessed by the Company based on the technical evaluation. The estimated useful lives of assets for the current period are as follows:

Category	Useful Life
Furniture & Fixtures	10 Years
Vehicles	8 Years
Office Equipments	
- Computers	3 Years
- Fax Machine	5 Years
- Others	5 Years

Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed of).

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

**Disposal of Assets**

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized in the statement of profit and loss.

**(e) Leases**

Where the company is the lessee

The Company recognises right of use asset and a corresponding lease liability for all lease agreements in which it is a lessee, except for leases with a term of twelve months or less ( short term lease) and leases for low value underlying assets. For these short term leases and leases for low value underlying assets, the company recognises the lease payments as an operating expense on a straight line basis over the term of the lease. Right of use assets and lease liabilities include the option of extension/termination when it is

reasonably certain that the option to extend the lease will be exercised/option to terminate the lease will not be exercised.

The right of use assets are initially recognised at cost, which comprise the initial amount of lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct cost less any lease incentive. They are subsequently measured at cost less accumulated depreciation/amortization and impairment loss. Right-of-use assets are depreciated/amortized from the commencement date to the end of the useful life of the underlying assets by the end of the lease term or if the cost of right of use assets reflects that the purchase option will be exercised. Otherwise, right of use assets are depreciated/amortized from the commencement date on a straight line basis over the shorter of the lease term and useful life of the underlying assets.

Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value in use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

The lease liability is initially measured at amortized cost at the present value of future lease payments. The lease payments are discounted using the interest rate implicit in the lease or if not readily determinable, using the incremental borrowing rate. Lease liabilities are re-measured with a corresponding adjustment to the related right to use the assets if the company changes its assessment whether it will exercise an extension or a termination option.

The Assets and liabilities taken on lease where the leases have expired, the rental expenses have been measured on straight line basis as per terms of the original lease.

**(f) Finance Cost**

Borrowing costs that are directly attributable to the acquisition or construction 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 its intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

**(g) Revenue Recognition**

Revenue is measured at fair value of the consideration received or receivable. Revenue is recognised when the Company satisfies the performance obligation by transferring the promised goods or service to a customer.

**(i) Interest Income**

Interest income is recognised using the effective interest rate, except in the case of non-performing assets where it is recognized, upon realization, as per the Prudential Norms/Directions of RBI, as applicable to NBFC's.

**(ii) Dividend Income**

Dividend income is recognised when the right to receive payment is established.

**(iii) Rental Income**

Rental income is recognised in the statement of profit and loss on a straight line basis over the lease term, unless disputed.

**(iv) Income from investment**

Profit / (loss) earned from sale of securities is recognised on the trade date. The cost of securities is computed based on weighted average basis.

**(v) All other income are accounted for on accrual basis when right to receive is established unless otherwise specified.**

**(h) Employee Benefits**

Short-term Employee Benefits are recognised at the undiscounted amount as expense for the year in which the related service is rendered.

**i) Inventories:** Stock of land is valued at cost. Stock of Equity Shares valued at cost or reliable value whichever is lower.

**(j) 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) Financial assets**

**Recognition and Initial Measurement:**

All financial assets are initially recognized when the company becomes a party to the contractual provisions of the instruments. A financial asset is initially measured at fair value and in the case of financial assets not recorded at fair value through profit or loss, at the transaction costs that are attributable to the acquisition of the financial asset.

**Classification and Subsequent Measurement:**

For purposes of subsequent measurement, financial assets are classified in four categories:

- Measured at Amortized Cost;
- Measured at Fair Value Through Other Comprehensive Income (FVTOCI);
- Measured at Fair Value Through Profit or Loss (FVTPL);
- Equity Instruments are measured at Fair Value Through Other Comprehensive Income (FVTOCI).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

- **Measured at Amortized Cost:** A debt instrument is measured at the amortized cost if both the following conditions are met:
  - the asset is held within a business model whose objective is achieved by collecting 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 (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.

- **Measured at FVTOCI:** A debt instrument is measured at the FVTOCI if both the following conditions are met:
  - the objective of the business model is achieved by both collecting contractual cash flows and selling the financial assets; and
  - the asset's contractual cash flows represent SPPI.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the statement of profit and loss in investment income.

- **Measured at FVTPL:** FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL. In addition, the company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.
- **Equity Instruments measured at FVTOCI:** All equity investments in scope of Ind AS – 109 are measured at fair value. Equity instruments which are, held for trading are classified as at FVTPL.



For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable. In case the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

### **Derecognition**

The Company derecognizes a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset substantially with all the risks and rewards of ownership of the asset to another entity.

### **Impairment of Financial Assets**

The Company assesses on a forward looking basis the expected credit losses (ECL) associates with its debt instruments carried at amortised cost and with the exposure arising from loan commitments and other financial assets. The company recognises a loss allowance for such losses at each reporting date.

The measurement of ECL reflects:

- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- the time value of money; and
- reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecast of future economic conditions.

The measurement of the ECL allowance is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviour (e.g. the likelihood of customer defaulting and the resulting losses).

### **Write-off policy**

The Company writes off financial assets, in whole or part, when it has exhausted all practical recovery efforts and has conducted there is no reasonable expectation of recovery.

## **(ii) Financial Liabilities**

### **Recognition and Initial Measurement:**

Financial liabilities are classified, at initial recognition, at fair value through profit or loss - loans and borrowings, payables or as derivatives, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

### **Subsequent Measurement:**

Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in statement of profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in statement of profit or loss. Any gain or loss on derecognition is also recognized in statement of profit or loss.

### **Financial Guarantee Contracts**

Financial guarantee contracts issued by the company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirement of Ind AS 109 and the amount recognized less cumulative amortization.

### **Derecognition**

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

### **Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or

realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the counter-party.

**(k) Investment in subsidiaries, associates and joint ventures**

The Company accounts for its investments in associates at cost less accumulated impairment, if any.

**(l) Earning per Share**

Basic Earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit attributable to equity holders adjusted for the effects of potential equity shares by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

**(m) Impairment of non-financial assets**

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher on an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

**(n) Provision, Contingent Liabilities and Contingent Assets, legal or constructive**

Provisions are recognised when there is a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

The company makes provision for Standard, Restructured and Non-performing Assets as per the Non-Systematically Important Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015, as amended from time to time. The company also makes additional provision, to the extent considered necessary, and based on the management's best estimate.

A disclosure for contingent liabilities is made 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. When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent Assets are not recognised but are disclosed when an inflow of economic benefits is probable

**(o) Critical estimates and judgements**

The Company makes estimates and assumptions that affect the amounts recognised in the Standalone Ind AS financial statements, and the carrying amounts of assets and liabilities within the next financial year. Estimates and judgements are continually evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Management also makes certain judgements, apart from those involving estimations, in the process of applying the accounting policies. Judgements that have most significant effect on the amount recognised in the Standalone Ind AS financial statements and estimates that can cause a significant adjustment to the carrying amount of assets and liabilities within the next financial year include the following;

**Estimation of fair value of unlisted investment**

The fair value of financial instrument that are not traded in an active market is determined using valuation techniques. The Company uses its judgement to select a variety of methods and make assumptions that are

mainly based on market conditions existing at the end of each reporting period and also for, details of key assumptions used and the impact of changes to these assumptions.

**Impairment of financial assets using the expected credit loss method**

The impairment provisions for financial assets are based on assumptions about risk of default and expected credit loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company’s history, existing market condition as well as forward looking estimates at the end of each reporting period.

**(p) Segment reporting**

The Company operates in only one segment i.e. investment and finance.

**NOTE NO. 2 : CASH & CASH EQUIVALANTS**

	Amount in Rs	
	As at 31 March, 2021	As at 31 March, 2020
Cash on Hand (as certified by the Management)	27,622	992
Balances with Bank (in Current Account)	14,56,035	1,24,93,006
Cheque in Hand	-	11,78,072
	<b>14,83,657</b>	<b>1,36,72,070</b>

## Notes to the standalone financial statements for the year ended 31st March, 2021

## NOTE NO 3 : LOAN

Amount in Rs

Particulars	As at 31st March, 2021						As at 31st March, 2020					
	Amortised Cost	At Fair Value				Total	Amortised Cost	At Fair Value				Total
		Through Other Comprehensive Income	Through Profit or Loss	Designated at Fair Value through Profit or Loss	Subtotal			Through Other Comprehensive Income	Through Profit or Loss	Designated at Fair Value through Profit or Loss	Subtotal	
<b>Loans</b>												
A) i) Other Loans												
Intercorporate Deposits	42,13,26,356	-	-	-	-	42,13,26,356	38,36,15,900	-	-	-	-	38,36,15,900
<b>Total (A) Gross</b>	<b>42,13,26,356</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>42,13,26,356</b>	<b>38,36,15,900</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>38,36,15,900</b>
Less : Impairment Loss Allowance (Provisions)	88,11,651	-	-	-	-	88,11,651	96,11,716	-	-	-	-	96,11,716
<b>Total (A) Net</b>	<b>41,25,14,705</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>41,25,14,705</b>	<b>37,40,04,184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,40,04,184</b>
B) i) Secured by tangible assets	-	-	-	-	-	-	-	-	-	-	-	-
ii) Secured by intangible assets	-	-	-	-	-	-	-	-	-	-	-	-
iii) Covered by Bank / Government Guarantees	-	-	-	-	-	-	-	-	-	-	-	-
iv) Unsecured	42,13,26,356	-	-	-	-	42,13,26,356	38,36,15,900	-	-	-	-	38,36,15,900
<b>Total (B) Gross</b>	<b>42,13,26,356</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>42,13,26,356</b>	<b>38,36,15,900</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>38,36,15,900</b>
Less : Impairment Loss Allowance (Provisions)	88,11,651	-	-	-	-	88,11,651	96,11,716	-	-	-	-	96,11,716
<b>Total (B) Net</b>	<b>41,25,14,705</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>41,25,14,705</b>	<b>37,40,04,184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,40,04,184</b>
C) i) Loans in India												
- Public Sector	-	-	-	-	-	-	-	-	-	-	-	-
- Others	42,13,26,356	-	-	-	-	42,13,26,356	38,36,15,900	-	-	-	-	38,36,15,900
<b>Total (C)(i) Gross</b>	<b>42,13,26,356</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>42,13,26,356</b>	<b>38,36,15,900</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>38,36,15,900</b>
Less : Impairment Loss Allowance (Provisions)	88,11,651	-	-	-	-	88,11,651	96,11,716	-	-	-	-	96,11,716
<b>Total (C)(i) Net</b>	<b>41,25,14,705</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>41,25,14,705</b>	<b>37,40,04,184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,40,04,184</b>
ii) Loans Outside India	-	-	-	-	-	-	-	-	-	-	-	-
Less : Impairment Loss Allowance (Provisions)	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total (C)(ii) Net</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total (C)(i) &amp; (C)(ii)</b>	<b>41,25,14,705</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>41,25,14,705</b>	<b>37,40,04,184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,40,04,184</b>

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2021

NOTE NO. 4 : INVESTMENTS

Amount in Rs

Particulars	As at 31st March, 2021							As at 31st March, 2020						
	Amortised Cost	At Fair Value				Others	Total	Amortised Cost	At Fair Value				Others	Total
		Through Other Comprehensive Income	Through Profit or Loss	Designated at Fair Value through Profit or Loss	Subtotal				Through Other Comprehensive Income	Through Profit or Loss	Designated at Fair Value through Profit or Loss	Subtotal		
i) Mutual Funds	-	-	30,68,703	-	30,68,703	-	30,68,703	-	-	40,10,417	-	40,10,417	-	40,10,417
ii) Government securities	-	-	-	-	-	-	-	-	-	-	-	-	-	-
iii) Equity instruments	-	50,49,75,459	-	-	50,49,75,459	-	50,49,75,459	-	41,20,61,123	-	-	41,20,61,123	-	41,20,61,123
iv) Associates	-	-	-	-	-	3,22,95,283	3,22,95,283	-	-	-	-	-	3,22,95,283	3,22,95,283
v) Bond & Debentures	-	-	-	-	-	-	-	-	-	-	-	-	-	-
vi) In Units of Trusts and schemes of Venture Funds	-	30,000	-	-	30,000	-	30,000	-	30,000	-	-	30,000	-	30,000
<b>Total – Gross A</b>	-	<b>50,50,05,459</b>	<b>30,68,703</b>	-	<b>50,80,74,162</b>	<b>3,22,95,283</b>	<b>54,03,69,445</b>	-	<b>41,20,91,123</b>	<b>40,10,417</b>	-	<b>41,61,01,540</b>	<b>3,22,95,283</b>	<b>44,83,96,823</b>
(i) Investments in India	-	50,50,05,459	30,68,703	-	50,80,74,162	3,22,95,283	54,03,69,445	-	41,20,91,123	40,10,417	-	41,61,01,540	3,22,95,283	44,83,96,823
(ii) Investments outside India	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total – Gross B</b>	-	<b>50,50,05,459</b>	<b>30,68,703</b>	-	<b>50,80,74,162</b>	<b>3,22,95,283</b>	<b>54,03,69,445</b>	-	<b>41,20,91,123</b>	<b>40,10,417</b>	-	<b>41,61,01,540</b>	<b>3,22,95,283</b>	<b>44,83,96,823</b>
Less: Impairment loss allowance (C)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total – Net D=(A)-(C)</b>	-	<b>50,50,05,459</b>	<b>30,68,703</b>	-	<b>50,80,74,162</b>	<b>3,22,95,283</b>	<b>54,03,69,445</b>	-	<b>41,20,91,123</b>	<b>40,10,417</b>	-	<b>41,61,01,540</b>	<b>3,22,95,283</b>	<b>44,83,96,823</b>

The Company accounts for its investments in associate at cost.

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2021

4.1 Investments (Cont.)

Particulars	Amount in Rs			
	Quantity		Amount	
	31-03-2021	31-03-2020	31-03-2021	31-03-2020
<b>(A) Investments Carried at Cost</b>				
<b>Investments in Associate Companies</b>				
<b>In Equity Instruments (Unquoted)</b>				
Adventz Finance Pvt. Ltd.	1,29,26,745	1,29,26,745	3,22,95,283	3,22,95,283
<b>Sub Total (A)</b>			<b>3,22,95,283</b>	<b>3,22,95,283</b>
<b>(B) Investment through Profit &amp; Loss</b>				
<b>Mutual Fund Investments</b>				
HDFC Balanced Advantage Fund - Regular Plan - Growth	13,013.1240	26,693.2260	30,68,703	40,10,417
<b>Sub Total (B)</b>			<b>30,68,703</b>	<b>40,10,417</b>
<b>(C) Investment through Other Comprehensive Income</b>				
<b>Investments in Equity Instruments</b>				
<b>(i) Equity Shares Quoted (fully paid-up)</b>				
Ador Weilding Ltd. (Formerly : Advani Oerlikon Ltd.) (*)	100	100	30,070	18,540
Birla Corporation Ltd.	11	11	10,448	4,566
Digjam Ltd. (Formerly : Birla VXL India Ltd.) (*)	25	25	21	21
Linde India Ltd. (Formerly : BOC India Ltd.)	100	100	1,79,950	48,530
Budge Budge Company Ltd.	44,615	44,615	66,923	66,923
Chambal Fertilizers & Chemicals Ltd.	20,022	20,022	45,86,039	21,71,386
Cheviot & Co Ltd.	1,383	1,383	10,10,835	7,01,665
Graphite India Ltd. (*)	210	210	1,07,520	26,723
Hindusthan Zinc Ltd. - (FV Rs 2)	15,710	15,710	42,87,259	24,41,334
Akzo Nobel India Ltd. (Formerly : ICI Ltd. ) (<)	65	65	1,49,243	1,43,848
Kirloskar Pneumatic Company Ltd. (*)	100	100	25,695	9,445
Magma Fincorp Ltd. (#) - (FV Rs 2)	81,110	81,110	89,30,211	13,78,870
Martin Burn Ltd.	15	15	300	375
Poddar Projects Ltd. (*)	33,200	33,200	1,83,596	1,83,596
Pragati Business Ltd. (*)	37,550	37,550	2,98,155	2,98,155
Premier Synthetics & Processing Ltd. (*)	50	50	844	113
Reliance Capital Ltd.	11	11	118	47
Reliance Home Finance Ltd.	11	11	26	1,291
Reliance Chomotax India Ltd.	100	100	7,695	4,355
Reliance Communication Ltd.	227	227	386	148
Reliance Infrastructure Ltd.	17	17	597	173
Reliance Industries Ltd.	908	908	18,18,815	10,11,285
Reliance Power Ltd.	56	56	244	70
Duroply Industries Ltd. (Formerly: Sarda Plywood India Ltd.)	6,045	6,045	3,31,568	1,74,096
Duncan Engineering Ltd. (Formerly: Schrader Scovil Duncan Ltd.)	96	96	11,030	8,448
Singer India Ltd.	7,225	7,225	2,70,938	1,24,631
Tata Chemicals Ltd. (*)	8	8	6,014	1,788
Texmaco Infrastructure & Holdings Ltd. - (FV Rs 1)	38,09,140	38,09,140	26,66,39,800	11,78,92,883
Texmaco Rail & Engineering Ltd. - (FV Rs 1)	38,09,140	38,09,140	10,17,04,038	7,42,78,230
Tide Water Oils Ltd. (Face Value Rs.5)	4,840	4,840	2,09,22,594	1,55,23,816
Uni-abex Alloys Products Ltd.	45	45	17,638	16,587
Zuari Global Ltd.	98,804	98,804	79,53,722	27,07,230
Zuari Agro Chemicals Ltd.	98,804	98,804	89,81,284	61,01,147
<b>Sub Total (C)(i)</b>			<b>42,85,33,616</b>	<b>22,53,40,315</b>

<b>(ii) Others (Unquoted)</b>				
Adventz Investment Company Pvt. Ltd.	21,20,848	21,20,848	2,18,65,943	5,57,57,094
Poddar Exports Ltd.	4,25,000	4,25,000	12,15,500	17,12,750
Amalgamated Fuels Ltd.	5,000	5,000	14,850	18,000
Birla Construction Ltd.	5,000	5,000	60,550	62,050
Greenland Trading Pvt. Ltd.	1,25,000	1,25,000	11,73,750	17,41,250
Indrakshi Trading Company Pvt. Ltd.	1,25,000	1,25,000	8,85,000	17,07,500
Maharshi Commerce Ltd. (^)	54,800	54,800	29,26,868	2,30,20,932
New Eros Tradecom Ltd.	8,19,000	8,19,000	3,14,74,170	8,74,20,060
Pulse Foods India Pvt. Ltd.	28,571	28,571	1	1
Sanghashree Investments & Trading Co. Ltd.	58,800	58,800	99,32,496	1,05,79,884
Shracom Pvt. Ltd.	10,000	-	25,00,000	-
Indian Furniture Product Ltd.	4,28,571	4,28,571	21,85,714	24,94,286
The Amalgamated Coalfields Ltd.	1,700	1,700	1	1
<b>Sub Total (C)(ii)</b>			<b>7,42,34,843</b>	<b>18,45,13,808</b>
<b>(iii) Preference Shares Unquoted (Full Paid Up)</b>				
Poddar Services Ltd.	18,500	18,500	18,50,000	18,50,000
Pragati Business Ltd.	3,570	3,570	3,57,000	3,57,000
<b>Sub Total (C)(iii)</b>			<b>22,07,000</b>	<b>22,07,000</b>
<b>(iv) Investment In Units of Trusts and schemes of Venture Funds</b>				
UTI Master Gain 1992 (*)	3,000	3,000	30,000	30,000
<b>Sub Total (C)(iv)</b>			<b>30,000</b>	<b>30,000</b>
<b>Total [A+B+C(i)+C(ii)+C(iii)+C(iv)]</b>			<b>54,03,69,445</b>	<b>44,83,96,823</b>
Total Investment at Cost			3,22,95,283	3,22,95,283
Total Investment at FVTPL			30,68,703	40,10,417
Total Investment at FVTOCI			50,50,05,459	41,20,91,123
<b>Total</b>			<b>54,03,69,445</b>	<b>44,83,96,823</b>

(\*) The said shares could not be produced to the auditors for verification as these are either in the process of transfer in the name of the Company or are not traceable and for which due records are maintained. Please also refer notes below.

(<) 11 shares could not be produced for verification

(#) 5000 shares could not be produced for verification

(^) 49800 shares could not be produced for verification

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2021

**NOTE NO. 5 : OTHER FINANCIAL ASSETS**

	Amount in Rs	
	As at 31 March, 2021	As at 31 March, 2020
<b>Receivables</b>		
Dividend Receivable	3,52,345	13,33,199
<b>Other Advances</b>		
<i>Unsecured-Considered Good</i>		
Loans & Advances	50,000	50,000
<i>Unsecured-Considered Doubtful</i>		
Loans & Advances	1,03,23,000	1,03,23,000
Less : Impairment (Provision)	(1,03,23,000)	(1,03,23,000)
	<b>4,02,345</b>	<b>13,83,199</b>

**NOTE NO. 6 : INVENTORIES**

	Amount in Rs	
	As at 31 March, 2021	As at 31 March, 2020
<b>Land - at Cost</b>		
Land at Chingrihata (5B.8Cot. 8 Ch.)	2,31,500	2,31,500
	<b>2,31,500</b>	<b>2,31,500</b>

Above land have been transferred to the company vide order of the Hon'ble Calcutta High Court and yet to be mutated in the name of the Company.

**NOTE NO. 7 : CURRENT TAX ASSETS**

	Amount in Rs	
	As at 31 March, 2021	As at 31 March, 2020
Advance Tax (Net of Provisions)	1,86,10,850	1,76,06,754
	<b>1,86,10,850</b>	<b>1,76,06,754</b>



ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2021

NOTE NO. 8 : PROPERTY, PLANT AND EQUIPMENT

Amount in Rs

Description	Gross Block				Accumulated depreciation/ amortisation				Net book value	
	As at 31 March, 2020	Additions	Sales / Adjustments	As at 31 March, 2021	Upto 31 March, 2020	For the Period	Sales / Adjustments	Upto 31 March, 2021	As at 31 March, 2021	As at 31 March, 2020
<b>Tangible Assets</b>										
Leasehold Land	30,934	-	-	30,934	-	-	-	-	30,934	30,934
Buildings	69,56,009	-	-	69,56,009	62,44,083	-	-	62,44,083	7,11,926	7,11,926
Furniture & Fixtures	7,18,230	-	-	7,18,230	6,56,407	7,336	-	6,63,743	54,487	61,823
Vehicles	30,30,288	-	-	30,30,288	16,46,624	4,32,116	-	20,78,740	9,51,548	13,83,664
Computer	12,50,888	2,04,018	-	14,54,906	11,51,559	95,870	-	12,47,429	2,07,477	99,329
Office Equipments	15,84,291	68,900	-	16,53,191	11,39,766	1,98,340	-	13,38,106	3,15,085	4,44,525
<b>Total</b>	<b>1,35,70,640</b>	<b>2,72,918</b>	<b>-</b>	<b>1,38,43,558</b>	<b>1,08,38,439</b>	<b>7,33,662</b>	<b>-</b>	<b>1,15,72,101</b>	<b>22,71,457</b>	<b>27,32,201</b>

Note : The Land being leased from Kolkata Port Trust have expired (Refer Note No. 27 & 28)

Notes to the financial statements for the year ended 31st March, 2020

NOTE NO. 8 : PROPERTY, PLANT AND EQUIPMENT

Amount in Rs

Description	Gross Block				Accumulated depreciation/ amortisation				Net book value	
	As at 31 March, 2019	Additions	Sales / Adjustments	As at 31 March, 2020	Upto 31 March, 2019	For the Period	Sales / Adjustments	Upto 31 March, 2020	As at 31 March, 2020	As at 31 March, 2019
<b>Tangible Assets</b>										
Leasehold Land	30,934	-	-	30,934	-	-	-	-	30,934	30,934
Buildings	69,56,009	-	-	69,56,009	62,44,083	-	-	62,44,083	7,11,926	7,11,926
Furniture & Fixtures	6,85,380	32,850	-	7,18,230	6,49,983	6,424	-	6,56,407	61,823	35,397
Vehicles	30,30,288	-	-	30,30,288	10,18,274	6,28,350	-	16,46,624	13,83,664	20,12,014
Computer	12,50,888	-	-	12,50,888	10,60,043	91,516	-	11,51,559	99,329	1,90,845
Office Equipments	12,70,608	3,27,683	(14,000)	15,84,291	8,93,787	2,55,075	(9,096)	11,39,766	4,44,525	3,76,821
<b>Total</b>	<b>1,32,24,107</b>	<b>3,60,533</b>	<b>(14,000)</b>	<b>1,35,70,640</b>	<b>98,66,170</b>	<b>9,81,365</b>	<b>(9,096)</b>	<b>1,08,38,439</b>	<b>27,32,201</b>	<b>33,57,937</b>

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2021

**NOTE NO. 9 : OTHER NON FINANCIAL ASSETS**

	Amount in Rs	
	As at 31 March, 2021	As at 31 March, 2020
Security Deposit (Interest Free)	26,71,574	26,69,074
Balance with Statutory/Government Authorities	1,76,688	1,76,688
Advances to Employees (Short Term)	5,61,000	2,41,200
Other Advances	12,10,471	12,10,471
Pre Paid Expenses/Advances against Expenses	1,49,938	1,33,815
Rent Receivables-Unsecured-Considerd Good	4,65,815	4,65,815
	<b>52,35,486</b>	<b>48,97,063</b>

**NOTE NO. 10 : BORROWINGS (OTHER THAN DEBT SECURITIES)**

Particulars	As at 31st March, 2021				As at 31st March, 2020			
	At Amortised Cost	At Fair Value Through profit and loss	Designated at fair value through profit or loss	Total	At Amortised Cost	At Fair Value Through profit and loss	Designated at fair value through profit or loss	Total
(a) <b>Loans repayable on demand</b>								
<b>Unsecured</b>								
Inter Corporate Deposits	24,19,98,482	-	-	24,19,98,482	24,19,98,482	-	-	24,19,98,482
<b>Total (a)</b>	<b>24,19,98,482</b>	-	-	<b>24,19,98,482</b>	<b>24,19,98,482</b>	-	-	<b>24,19,98,482</b>
(b) Borrowings in India	24,19,98,482	-	-	24,19,98,482	24,19,98,482	-	-	24,19,98,482
Borrowings outside India								
<b>Total (b)</b>	<b>24,19,98,482</b>	-	-	<b>24,19,98,482</b>	<b>24,19,98,482</b>	-	-	<b>24,19,98,482</b>

Includes Sales Tax Loan from WBIDC Ltd. for Rs 8,170,967 under Incentive Scheme of Govt. of West Bengal which was repayable as follows:

Installments falling due on 31.03.2001	7,04,233
Installments falling due on 31.03.2002	9,34,734
Installments falling due on 30.06.2004	21,76,833
Installments falling due on 30.06.2005	21,76,833
Installments falling due on 30.06.2006	21,78,334

Unsecured loan from Calcutta Tramways Corporation Ltd. has been transferred on Amalgamation to the Company as per Order of Hon'ble Calcutta High Court. No repayment of the same has been made and interest on the same has not been accounted for.

**NOTE NO. 11 : PROVISIONS**

Amount in Rs

	As at 31 March, 2021	As at 31 March, 2020
Contingent Provision against Standard Assets	8,40,900	7,72,801
	<b>8,40,900</b>	<b>7,72,801</b>

**NOTE NO. 12 : DEFERRED TAX LIABILITIES (net)**

Amount in Rs

	As at 31 March, 2021	As at 31 March, 2020
<b><u>Deferred Tax Liability</u></b>		
Taxation impact on valuation of Investment valued under Other Comprehensive Income	7,94,78,490	5,87,91,689
<b>(A)</b>	<b>7,94,78,490</b>	<b>5,87,91,689</b>
<b><u>Deferred Tax Assets</u></b>		
Tax impact on difference between book value of depreciable assets and written down value for tax purposes	2,77,841	2,55,762
Tax impact of unabsorbed depreciation and losses	3,54,949	46,01,933
Tax impact of expenses charged to statement of profit & loss but allowance under tax laws deferred	47,82,409	49,49,682
<b>(B)</b>	<b>54,15,199</b>	<b>98,07,377</b>
<b>(A-B)</b>	<b>7,40,63,291</b>	<b>4,89,84,312</b>

Deferred Tax assets has not been recognised on short term capital loss of Rs.17.18 crores due to absence of virtual certainty of future gain

**NOTE NO. 13 : OTHER NON-FINANCIAL LIABILITIES**

Amount in Rs

	As at 31 March, 2021	As at 31 March, 2020
Security Deposit (Interest Free)	4,18,580	4,18,580
Statutory Dues Payable	7,19,960	7,29,766
Lease Rent Payable	52,14,156	52,14,156
Advance from Customers	40,260	40,260
Other Payables (year end accruals)	9,01,250	5,91,765
	<b>72,94,206</b>	<b>69,94,527</b>

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2021

**NOTE NO. 14 : EQUITY**

Particulars	As at 31-03-2021		As at 31-03-2020	
	Nos.	Amount in Rs	Nos.	Amount in Rs
<b>a) Capital Structure</b>				
<b>Authorised</b>				
Equity Shares of Rs. 10/- each	56,50,000	5,65,00,000	56,50,000	5,65,00,000
<b>Issued, Subscribed and Fully Paid Up</b>				
Equity Shares of Rs. 10/- each	56,27,787	5,62,77,870	56,27,787	5,62,77,870
<b>b) Share Capital Reconciliation</b>				
<b>Equity Shares</b>				
Opening balance	56,27,787	5,62,77,870	56,27,787	5,62,77,870
Add : Issued during the period	-	-	-	-
<b>Closing Balance</b>	<b>56,27,787</b>	<b>5,62,77,870</b>	<b>56,27,787</b>	<b>5,62,77,870</b>

**Equity Shares**

- i) The Company has only one class of equity shares having a par value of Rs.10/- each. Each shareholder of equity share is entitled to one vote per share.
- ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity share held by the shareholders.
- iii) Company has not brought back or issue a bonus or issue a shares for consideration other than cash during the five year period immediately preceding the reporting date.
- c) **Particulars of Equity Shareholders holding more than 5% Shares at Balance Sheet date**

Name of Shareholders	As at 31-03-2021		As at 31-03-2020	
	No. of Shares	% of Shareholding	No. of Shares	% of Shareholding
Adventz Finance Pvt. Ltd. (Holding Company)	36,32,528	64.55%	36,32,528	64.55%
Poddar Projects Ltd.	3,96,000	7.04%	3,96,000	7.04%
Saroj Kumar Poddar	3,61,110	6.42%	3,61,110	6.42%

**NOTE NO. 15 : OTHER EQUITY**

Particulars	Amount in Rs	
	As at 31-03-2021	As at 31-03-2020
<b>Capital Reserves - State Capital Subsidy</b>	<b>37,17,000</b>	<b>37,17,000</b>
<b>General Reserve (on amalgamation)</b>	<b>4,18,56,700</b>	<b>4,18,56,700</b>
<b>Reserve Fund (RBI)</b>		
Opening balance	8,24,40,000	5,24,40,000
Add: Transfer during the year	46,10,000	3,00,00,000
Closing Balance	8,70,50,000	8,24,40,000
<b>Surplus/(Deficit) in the Statement of Profit &amp; Loss</b>		
Opening balance	18,17,17,108	6,96,97,009
Profit for the year	2,30,21,358	14,20,20,091
Add: Income Tax Adjustments	-	8
Less: Transfer to Reserve Fund	(46,10,000)	(3,00,00,000)
<b>Net Surplus at the end of the year</b>	<b>20,01,28,466</b>	<b>18,17,17,108</b>
<b>Equity Instruments through other comprehensive income</b>		
Opening balance	19,81,64,993	45,10,79,939
Add: Transfer during the year	6,97,27,537	(25,29,14,946)
Closing Balance	26,78,92,530	19,81,64,993
<b>Total</b>	<b>60,06,44,696</b>	<b>50,78,95,802</b>

**Other Equity**

- i) Statutory Reserve Fund (RBI) : Statutory Reserve Fund represents the Reserve Fund created under section 45IC of the Reserve Bank of India Act, 1934. Under Section 45IC, the Company is required to transfer a sum not less than twenty percent of its net profit for the financial year to the statutory reserve. The statutory reserve can be utilised for the purposes as may be specified by the Reserve Bank of India from time to time.
- ii) General Reserve (on Amalgamation) : General Reserve created and set aside on Amalgamation and merger. It is to be utilised in accordance with the provisions of Companies Act, 2013.
- iii) Capital Reserve (State Capital Subsidy) : Capital Reserve created and set aside on account of capital subsidy received from the State Government . It is to be utilised in accordance with the provisions of Companies Act, 2013.

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2021

NOTE NO. 16 : INTEREST INCOME

Amount in Rs

	2020-2021			2019-2020		
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss
Interest on Loans	-	3,56,77,865	-	-	3,07,98,371	-
	-	3,56,77,865	-	-	3,07,98,371	-

NOTE NO. 17 : NET GAIN/(LOSS) ON FAIR VALUE CHANGES

Amount in Rs

	2020-2021	2019-2020
<u>Net gain/(loss) on financial instruments at fair value through profit or loss</u>		
On trading portfolio		
- Investments : Mutual Funds	11,13,598	(13,56,604)
<b>Total Net gain/(loss) on fair value changes</b>	<b>11,13,598</b>	<b>(13,56,604)</b>

NOTE NO. 18 : OTHER INCOME

Amount in Rs

	2020-2021	2019-2020
Interest on Income Tax Refund	-	2,49,948
Reversal of Provision	8,00,065	-
Others	-	15,000
	<b>8,00,065</b>	<b>2,64,948</b>

NOTE NO. 19 : CHANGE IN INVENTORY

Amount in Rs

	2020-2021	2019-2020
Opening Stock	2,31,500	21,38,92,970
Less - Closing Stock	2,31,500	2,31,500
<b>Net Change in Inventory</b>	<b>-</b>	<b>21,36,61,470</b>

**ADVENTZ SECURITIES ENTERPRISES LIMITED****NOTE NO. 20 : EMPLOYEE BENEFIT EXPENSES**

	Amount in Rs	
	2020-2021	2019-2020
Salaries, Wages & Allowances	69,28,576	65,48,176
Contribution to Provident and Other Funds	7,12,312	6,78,181
Staff Welfare Expenses	72,561	78,186
	<b>77,13,449</b>	<b>73,04,543</b>

**NOTE NO. 21 : OTHER EXPENSES**

	Amount in Rs	
Particulars	2020-2021	2019-2020
Rent	3,00,000	3,00,000
Rates & Taxes	57,001	4,800
Insurance	2,56,382	3,00,336
Establishment Charges	2,27,440	1,88,780
Electricity Charges	41,581	79,939
Legal, Professional & Consultancy Expenses	7,03,661	9,35,003
Travelling & Conveyance	14,795	1,15,227
Telephone Charges	1,11,706	1,08,485
Repairs & Maintenance	1,24,872	83,794
Auditors' Remuneration		
Audit Fees	1,00,300	1,41,600
Certification Fees	88,500	1,26,850
Other Services	-	1,35,700
Motor Car Expenses	3,64,414	4,95,721
Listing & Registrar expenses	1,77,000	1,77,000
Security Service Charges	1,91,160	1,91,160
Miscellaneous Expenses	5,65,880	8,61,987
Security Transaction Tax Paid	25	24
Provision for Standard Assets	68,099	-
Provision for Sub-Standard/Doubtful Assets	-	1,95,84,716
Bad Debts	-	15,40,641
	<b>33,92,816</b>	<b>2,53,71,763</b>

**ADVENTZ SECURITIES ENTERPRISES LIMITED****Notes to the standalone financial statements for the year ended 31<sup>st</sup> March, 2021**

<b>22. Contingent liabilities and Capital Commitments</b>	<b>Amount (Rs)</b>	<b>Amount (Rs)</b>
(i) Contested demand of sales tax and penalty thereon for the years 1990-91,1991-92 & 1995-96	42,82,174	42,82,174
(ii) Contested demand of Income Tax assesement year 1985-86, 1986-87, 1990-91, 1998-99, 2006-07, 2008-09, 2009-10, 2010-11 and 2011-12	47,92,384	47,92,384
(iii) Contested demand of arrear rent charges including interest for the period June 1998 to May 2006 levied by the Estate Officer, Kolkata Port Trust in respect of lease premises at Taratala Road	2,78,05,395	2,78,05,395
(iv) Partly paid up shares of company	3,500	3,500
(v) Claims against Company not acknowledged as debts	19,67,205	19,67,205

23. Demands from Central Excise and Customs Authorities claiming in aggregate Rs 8,32,280/- (P.Y. Rs 13,32,280/-) in respect of various matters are pending and being contested by the Company. This includes Rs 1,09,556/- of Central Excise liability though confirmed by appellate authorities, but since the verification to determine the final liability is pending, provision thereof shall be made only on confirmation. Similarly, pending finality of the other matters; no provision has been made for these in the accounts.

24. No provision for accrued liability of gratuity and leave encashment has been made in these accounts (amount unascertained).

25. Capital commitment over right and entitlement over constructed area in the Ishwarnagar Property in New Delhi is Nil (Previous year Nil) after netting off advances. The advances of Rs.98 Lacs (Previous Year 98 Lacs) paid by the Company for the said acquisition is outstanding for a long time and doubtful of transaction being completed necessary provision made in the accounts.

**26.**

(a) As per terms of settlement between the Company and West Bengal State Electricity Board ('WBSEB'), WBSEB had agreed to provide concession of Rs 375 lacs approx. in respect of maximum demand charges from August, 1982 onwards, if granted to other Mini Steel Plants by the Court or otherwise. As per the order dated 10th December, 1986, the Hon'ble Court at Kolkata had directed WBSEB to modify and amend maximum demand charges claimed by them from other Mini Steel Plants against which WBSEB preferred an appeal. The appeal filed by WBSEB has been allowed by the Court. The other Mini Steel Plants have filed special leave petition before the Hon'ble Supreme Court, which is pending. The Company is expecting substantial relief on this account, which will be accounted for on finality of the matter. Pending this, the arrear Maximum Demand charges, as amicably settled with WBSEB, have been paid by the Company. Liability of interest/late payment surcharge on this account being not finally determined, no provision thereof has been made in the accounts with effect from 01.04.1989.

(b) The matter with regard to Company's claim for interest on Rs 23.63 lacs being amount refunded by WBSEB against provisional bills for the months June, 1988 to December, 1988 is pending before the Hon'ble Court at Kolkata which will be accounted for on finality of the matter.

27. The agreement for godown at Paharpur taken on Lease from Kolkata Port Trust (KPT) has been expired in 2002 and the same is yet to be renewed by KPT. The Company have filed a petition before the Alipore District Court, Kolkata for renewal of lease which is pending before the Court. As per Direction of the said Court, the Company has deposited a sum of Rs.25 Lacs with the Registrar, pending outcome of the matter. KPT has also claimed compensation of Rs.1.36 Crores pertaining to the period 15.09.2002 to 26.08.2009. Further the said Court has also directed the Company to pay Rs.25000/- as monthly rent to KPT which the company has been regular in payment. The godown has been subleased to West Bengal State Warehousing Corporation (WBSWC) and the tenant has given rent till June, 2009 and thereafter no rent has been received from them. The company has filed suit against WBSWC for recovery and eviction of the said tenant which has been disposed by the Court and decree obtained but yet to be executed on WBSWC pending rectification to file before the Court. No rental income on the godown has been accounted for in the accounts till certainty of recovery.

28. The agreement for godown at Taratala taken on lease from KPT has expired in 1998 and eviction notice issued by KPT. As per direction of the Estate Officer, the company paid Rs.12 Lacs to KPT towards arrear rent. KPT has claimed compensation of Rs.278.05 Lacs for the period from June,1998 to May,2006, which was contested by the company. No accounting for the same has been done by the Company. The portion of the godown was sub-leased to M/s.Jogendra Prasad Nayak & Sons who have vacated the godown and settled their dues in installments as per Settlement Agreement, but last installment is still pending. The balance area has been sub-leased to International Blending & Warehousing Corporation, who has not paid rent since July,1985 and is still occupying the area. The Company has filed suit against the aforesaid tenants for recovery/eviction, which is pending for disposal. In cases of ongoing disputes and non-receipt, the rental income from aforesaid tenants is not accounted for till certainty of recovery thereof. Management feels it is prudent not to account for, until receipt.

29. Balance in respect of certain Loans and Advances, Sundry Debtors are subject to confirmation from the respective parties and as such the recoverability thereof is unascertainable. Certain balances appearing in Sundry creditors, advance from customers' accounts, are also subject to confirmation.

30. The Company have sub-leased the godowns at Taratala and Paharpur taken on lease from Kolkata Port Trust to various parties who have defaulted in payment of rent. The Company has filed legal cases on the sub-tenants for recovery of the same and shall be accounted for as and when recovered by the Company.

**31. Segment Reporting**

The Company operates in one segment i.e. Investments and Finance, hence segment reporting has not been given.

## 32. Related Party Disclosures

As per IND-AS 24 'Related Party Disclosures' issued by ICAI, the disclosure of transactions with related parties are given below:

### (i) Names of the related parties and description of relationship

#### List of related parties where control exists

#### 1. Key Management personal (KMP) and their relatives

Mr. Akshay Poddar	Director
Mrs. Puja Akshay Poddar (Resigned w.e.f. 15/09/2020)	Director
Mrs. Shradha Agarwala	Director
Mr. Saroj Kumar Poddar	Relative of Director
Mrs. Jyotsna Poddar	Relative of Director
Mr. Gaurav Agarwala	Director
Mr. Devendra Khemka	CFO/Manager
Mrs. Punam Singh	Company Secretary

#### 2. Associates

Adventz Finance Pvt. Ltd. (Holding Company)

#### 3. Enterprises where KMP/ relatives have significant influence or control

Adventz Finance Pvt. Ltd.	Lionel Edwards Ltd.
Adventz Investment Co. Pvt. Ltd.	Texmaco Infrastructure & Holdings Ltd.
Adventz Homecare Pvt. Ltd.	Texmaco Rail & Engineering Ltd.
Greenland Trading Pvt. Ltd.	Zuari Agro Chemicals Ltd.
Indrakshi Trading Co. Pvt. Ltd.	Zuari Global Ltd.
Adventz Industries India Pvt. Ltd.	Future Fuels (International) India Pvt.Ltd.
Lionel India Ltd.	Eureka Traders Pvt.Ltd.
Shracom Pvt.Ltd.	Zuari Infracore India Ltd. (100% Subsidiary of Zuari Global Ltd.)

### (ii) Transactions with related parties during the period

Sl. No	Name of the Related Party	2020-2021	2019-2020
		Rs	Rs
1.	<b>Adventz Finance Pvt. Ltd.</b>		
	<u>Year end balances:</u>		
	Investment in Shares	3,22,95,283	3,22,95,283
2.	<b>Adventz Investment Company Pvt.Ltd.</b>		
	<u>Year end balances:</u>		
	Investment in Shares	2,18,65,943	5,57,57,094
	Loan Given	3,95,00,000	3,95,00,000
	<u>Year end balances:</u>		
	Year end receivables (Provision of Rs.3950000/- has been made during the year)	3,95,00,000	3,95,00,000
3.	<b>Greenland Trading Pvt. Ltd.</b>		
	<u>Year end balances:</u>		
	Investment in Shares	14,28,750	17,41,250
4.	<b>Indrakshi Trading Co. Pvt. Ltd.</b>		
	<u>Year end balances:</u>		
	Investment in Shares	13,36,250	17,07,500
5.	<b>Lionel India Ltd.</b>		
	<u>Transactions</u>		
	Travelling Expense	-	96,882
	Interest received	34,96,167	32,29,611
	Loan Given	1,00,00,000	4,37,50,000
	<u>Year end balances:</u>		
	Year end receivables	1,00,55,373	4,49,17,369
6.	<b>Future Fuels (International) India Ltd.</b>		
	<u>Transactions</u>		
	Interest received	9,57,288	6,52,411
	Loan Given	1,15,00,000	1,15,00,000
	<u>Year end balances:</u>		
	Year end receivables	-	1,16,87,002
7.	<b>Texmaco Infrastructure &amp; Holdings Ltd.</b>		
	<u>Transactions</u>		
	Dividend Received	7,61,828	7,61,828
	<u>Year end balances:</u>		
	Investment in Shares	26,66,39,800	11,78,92,883



<b>8. Texmaco Rail &amp; Engineering Ltd.</b>		
<u>Transactions</u>		
Dividend Received	3,80,914	13,33,199
<u>Year end balances:</u>		
Investment in Shares	10,17,04,038	7,42,78,230
<u>Transactions</u>		
Interest received	1,06,99,211	97,87,500
Loan Given	10,75,00,000	7,00,00,000
<u>Year end balances:</u>		
Year end receivables	11,02,11,886	7,22,42,369
<b>9. Zuari Agro Chemicals Ltd.</b>		
<u>Transactions</u>		
Dividend Received	-	-
<u>Year end balances:</u>		
Investment in Shares	89,81,284	61,01,147
<b>10. Zuari Global Ltd.</b>		
<u>Transactions</u>		
Dividend Received	1,97,608	98,804
<u>Year end balances:</u>		
Investment in Shares	79,53,722	27,07,230
<b>11. Adventz Industries India Pvt. Ltd.</b>		
<u>Transactions</u>		
Interest received	12,619	34,383
Loan Given	4,75,000	3,25,000
<u>Year end balances:</u>		
Year end receivables	4,75,000	-
<b>12. Eureka Traders Pvt.Ltd.</b>		
<u>Transactions</u>		
Interest received	-	-
<u>Year end balances:</u>		
Year end receivables (Provision of Rs.350000/- has been made in the accounts)	3,50,000	3,50,000
<b>13. Shracom Pvt. Ltd.</b>		
<u>Year end balances:</u>		
Investment in Shares	25,00,000	-
<u>Transactions</u>		
Interest received	-	2,92,471
Loan Given	-	25,00,000
<u>Year end balances:</u>		
Year end receivables	-	25,25,484
<b>14. Gobind Sugar Mills Ltd.</b>		
<u>Transactions</u>		
Interest received	20,00,000	-
Loan Given	80,00,000	80,00,000
<u>Year end balances:</u>		
Year end receivables	80,00,003	80,00,649
<b>15. Zuari Infraworld India Ltd.</b>		
<u>Transactions</u>		
Interest received	4,21,918	-
Loan Given	2,00,00,000	-
<u>Year end balances:</u>		
Year end receivables	2,03,90,274	-
<b>33. Earning per share (EPS)</b>	<b>31 March, 2021</b>	<b>31 March, 2020</b>
The following reflects the profit and share data used in the basic and diluted EPS computations:		
Net Profit / (Loss) attributable to equity shareholders (in `)	2,30,21,358	14,20,20,091
Weighted average number of equity shares in calculating EPS	56,27,787	56,27,787
Nominal value of Equity Shares (in `)	10	10
Basic & Diluted EPS (in `)	4.09	25.24
<b>34.</b> On the basis of physical verification of assets and cash generation capacity of those assets, in the management perception, there is no impairment of assets during the period 01.04.2020 to 31.03.2021		
<b>35.</b> The Company has maintained general provision towards outstanding Standard Assets @ 0.25% amounting to ` 840,900 as per Notification issued by Reserve Bank of India.		
<b>36.</b> Particulars as required in terms of Paragraph 19 of Non- Systemically Important Non Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2016 are given by way of Annexure to the financial statements.		
<b>37.</b> Disclosure as per Reserve Bank of India Notification No. RBI/2019-20/170DOR (NBFC).CC.PD.No.109/22-10-106 dated 13.03.2020 are given by way of Annexure to the financial statements.		

### 38 Financial Instrument and Related Disclosures

#### A. Fair Value of Financial Assets and Financial Liabilities with Fair Value Hierarchy

As at 31st March, 2021

Financial assets and financial liabilities at fair value	Level 1	Level 2	Level 3	Amortised Cost	Total
<b>Financial assets</b>					
<b>Financial assets at FVTPL</b>					
- Investments	30,68,703	-	-	-	30,68,703
<b>Financial assets at FVTOCI</b>					
- Investments	42,85,33,616	-	7,64,71,843	-	50,50,05,459
<b>Financial assets at Amortised cost</b>					
- Cash & Cash Equivalents	-	-	-	14,83,657	14,83,657
- Loans	-	-	-	41,25,14,705	41,25,14,705
- Investments	-	-	-	3,22,95,283	3,22,95,283
- Other Financial Assets	-	-	-	4,02,345	4,02,345
<b>Total Financial assets</b>	<b>43,16,02,319</b>	<b>-</b>	<b>7,64,71,843</b>	<b>44,66,95,990</b>	<b>95,47,70,152</b>
<b>Financial Liabilities</b>					
<b>Financial Liabilities at Amortised Cost</b>					
- Borrowings (Other than Debt Securities)	-	-	-	24,19,98,482	24,19,98,482
<b>Total Financial Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>24,19,98,482</b>	<b>24,19,98,482</b>

As at 31st March, 2020

Financial assets and financial liabilities at fair value	Level 1	Level 2	Level 3	Amortised Cost	Total
<b>Financial assets</b>					
<b>Financial assets at FVTPL</b>					
- Investments	40,10,417	-	-	-	40,10,417
<b>Financial assets at FVTOCI</b>					
- Investments	22,53,40,315	-	18,67,50,808	-	41,20,91,123
<b>Financial assets at Amortised cost</b>					
- Cash & Cash Equivalents	-	-	-	1,36,72,070	1,36,72,070
- Loans	-	-	-	37,40,04,184	37,40,04,184
- Investments	-	-	-	3,22,95,283	3,22,95,283
- Other Financial Assets	-	-	-	13,83,199	13,83,199
<b>Total Financial assets</b>	<b>22,93,50,732</b>	<b>-</b>	<b>18,67,50,808</b>	<b>42,13,54,736</b>	<b>83,74,56,276</b>
<b>Financial Liabilities</b>					
<b>Financial Liabilities at Amortised Cost</b>					
- Borrowings (Other than Debt Securities)	-	-	-	24,19,98,482	24,19,98,482
<b>Total Financial Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>24,19,98,482</b>	<b>24,19,98,482</b>

#### B. Financial Risk Management

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

**(i) Market Risk**

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

**Foreign currency risk**

Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. Currently the Company does not have any foreign currency exposure.

**Interest rate risk**

The main business of the Company is providing inter corporate deposits and investment in equity shares, preference shares, Mutual fund and Alternative investment fund. These activities expose to interest rate risk.

Interest rate risk is measured through earnings at risk from an earning perspective. The Company monitors the change in economic value of equity arising out of change in the Interest rate. Further, an interest rate sensitivity gap analysis is done by classifying all rate sensitive assets into various time period categories according to earliest of contracted/behavioural maturities or anticipated re-pricing date. The difference in the amount of rate sensitive assets maturing or being re-priced in any time period category, gives an indication of the extent of exposure to the risk of potential changes in the margins on new or re-priced assets. The Company monitors interest rate risk through above measures on regular intervals.

Further there is no borrowing availed by the company during the year as well as previous year, hence no interest rate risk arrive relating to financial liabilities.

**Equity Price Risk**

Equity price risk is related to change in market reference price of investments in equity securities held by the Company.

The fair value of quoted investments held by the Company exposes the Company to equity price risks. In general, these investments are not held for trading purposes. The fair value of quoted investments in equity, classified as "fair value through other comprehensive income" as at March 31, 2021 and March 31, 2020 was Rs. 42.85 crores and Rs. 22.53 crores, respectively.

A 10% change in equity prices of such securities held as at March 31, 2021 and March 31, 2020, would result in an impact of Rs. 4.28 crores and Rs. 2.25 crores respectively on equity before considering tax impact.

**(ii) Liquidity Risk**

Liquidity risk is the risk than an entity will encounter difficulty in meeting obligation associated with financial liabilities that are settled by delivering cash or other financial assets. The Company mitigates its liquidity risks by ensuring timely collections of its receivables and close monitoring of its credit cycle.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date:

Particulars	Carrying value	On Demand	Less than 1 year	Beyond 1 year	Total
<b>As at 31st March, 2021</b>					
Other Financial Liabilities	24,19,98,482	24,19,98,482	-	-	24,19,98,482
<b>As at 31st March, 2020</b>					
Other Financial Liabilities	24,19,98,482	24,19,98,482	-	-	24,19,98,482

**(iii) Credit Risk**

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of credit worthiness as well as concentration risks.

Financial instruments that are subject to credit risk and concentration thereof principally consist of rent receivables, loans receivables, investments in alternative investment fund, preference share and mutual funds and other financial assets. None of the financial instruments of the Company result in material concentration of credit risk except some loans made by the company and against which sufficient provision for expected credit loss has been made.

The carrying value of financial assets represents the credit risk. The exposure to credit risk was Rs. 41.29 crores and Rs. 37.54 crores, as at March 31, 2021 and March 31, 2020 respectively, being the total carrying value of rent receivables, investments in alternative investment fund, mutual funds, preference share, loans, and other financial assets.

#### (iv) Capital Management Risk

The Company's policy is to maintain a strong capital base for future development of the business considering capital adequacy requirement as mandated by Reserve Bank of India from time to time. For the purpose of Company's capital management, capital includes issued capital and all other equity attributable to equity shareholders of the Company. As at 31st March, 2021, the Company has only one class of equity shares.

#### (v) Expected Credit Loss

Ind AS 109 outlines a 'three stages' model for impairment based on changes in credit quality since initial recognition as summarized below. The objective of the impairment requirements is to recognize life time expected credit loss (ECLs) on all financial instruments for which there have been significant increases in credit risk since initial recognition – whether assessed on an individual or collective basis.

At the reporting date, an allowance (or provision for loan and advances) is required on stage 1 assets at 12 month ECLs. If the credit risk has significantly increased since initial recognition (Stage 1), an allowance (or provision) should be recognised for the lifetime ECLs for financial instruments for which the credit risk has increased significantly since initial recognition (Stage 2) or which are credit impaired (Stage 3).

The measurement of ECL is calculated using three main components:

- (i) Probability of Default (PD)
- (ii) Loss Given Default (LGD) and
- (iii) the Exposure At Default (EAD).

The 12 month ECL is calculated by multiplying the 12 month PD, LGD and the EAD.

The 12 month and lifetime PDs represent the PD occurring over the next 12 months and the remaining maturity of the instrument respectively.

The EAD represents the expected balance at default, taking into account the repayment of principal and interest from the balance sheet date to the default event together with any expected drawdowns of committed facilities.

The LGD represents expected losses on the EAD given the event of default, taking into account, among other attributes, the mitigating effect of collateral value at the time it is expected to be realised and the time value of money.

**Probability of default** represents the likelihood of a borrower defaulting on its financial obligation either over the next 12 months (12M PD) or over the remaining lifetime (Lifetime PD) of the obligation.

**Exposure at Default (EAD)** is the total amount of an asset the entity is exposed to at the time of default. EAD is defined based on the characteristics of the assets. EAD is dependent on the outstanding exposure of an asset sanctioned amount of loan and credit conversion factor for non-funded exposure.

**Loan Given Default (LGD)** it is part of the assets which is lost provided the assets default. The recovery rate is derived as a ratio of discounted value of recovery cash flow (incorporating the recovery time) to total exposure of amount at the time of default.

The Company assesses when a significant increase in credit risk has occurred based on quantitative and qualitative assessments. Exposures are considered to have resulted in a significant increase in credit risk and are moved to Stage 2 when:

- i. Quantitative test: Rebuttable presumption for accounts that are 30 calendar days or more past due move to Stage 2 automatically. Also, rebuttable presumption for accounts that are 90 calendar days or more past due move to Stage 3 automatically.
- ii. Qualitative test: Accounts that meet the portfolio's 'high risk' criteria and are subject to closer credit monitoring. High risk customers may not be in arrears but either through an event or an observed behaviour exhibit credit distress.
- iii. Reversal in Stages: Exposures will move back to Stage 2 or Stage 1 respectively, once they no longer meet the quantitative criteria set out above. For exposures classified using the qualitative test, when they no longer meet the criteria for a significant increase in credit risk and when any cure criteria used for credit risk management are met.

The definition of default for the purpose of determining ECLs has been aligned to the RBI definition of default, which considers indicators that the debtor is unlikely to pay and is no later than when the exposure is more than 90 days past due. The Company continues to incrementally provide for the asset post initial recognition in Stage 3, based on its estimate of the recovery.

**39. Disclosures for IND-AS 37, 'Provisions, Contingent Liabilities and Contingent Assets' :**

	Provision for doubtful debts	Provision for Standard Assets	Provision for Doubtful Loans & Advances
	Rs	Rs	Rs
Carrying amount at the beginning of the year	-	7,72,801	1,99,34,716
Additional provision during the year	-	68,099	(8,00,065)
	-	8,40,900	1,91,34,651
Amounts charged against the provisions	-	-	-
Carrying amount at the end of the year	-	8,40,900	1,91,34,651

**40. Impact of COVID :**

The outbreak of 2nd wave of Corona (COVID-19) pandemic globally is causing a slowdown of economic activity and businesses are being forced to cease or limit their operations for long or indefinite period of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing and closures of non-essential services have triggered disruptions to businesses worldwide, resulting in an economic slowdown and uncertainties pertaining to future operations. The Company has considered the possible effects on its business that may result from COVID-19 on the carrying amount of receivables and other investments made by the Company as on the reporting date. Based on assumptions and current estimates in view of the pandemic, the Company expects that the carrying amounts of receivables and other investments will be recovered in due course of time. Also, there is no material uncertainty on the ability of the Company to continue as a going concern and there is no material event/ circumstances due to COVID-19 as on the date of approval of the Financial Statement that requires separate adjustment or disclosure.

**41. DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS PER MSMED ACT 2006**

(On the basis of the information and records available with the management)

PARTICULARS	As at 31st March, 2021	As at 31st March, 2020
1. The principal amount and the interest due thereon remaining unpaid to any Micro/Small supplier		
a) Principal Amount	Nil	Nil
b) Interest thereon	Nil	Nil
2. The interest paid by the buyer as above, along with the amount of payments made beyond the appointed date during each accounting year.	Nil	Nil
3. The amount of interest due and payable for the period of delay in making payments which has been made beyond the appointed day (during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act 2006.	Nil	Nil
4. The amount of interest accrued and remaining un paid at the end of each accounting year.	Nil	Nil
5. The amount of further interest remaining due and payable even in the succeeding year until such date when the interest dues as above are actually paid to the Small / Micro Enterprises.	Nil	Nil

The Company has circulated confirmation for the identification of suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006. On the basis of information available with the Company under the aforesaid Act, there are no enterprises to whom the Company owes dues which are outstanding during the year end. This has been relied upon by the Auditors.

42. The Company has opted the provisions of Section 115BAA of the Income Tax Act, 1961 for determination of current tax liability from the financial year ended 31st, March, 2020 corresponding to the assessment year 2020-2021.

43. Expenses in foreign currency on account of travelling Rs Nil (Previous year Rs Nil))

44. Previous year figures have been reclassified wherever appropriate to confirm to current year's presentation.

45. All the figures in these notes are in 'Rs' except otherwise stated.

As per our report of even date

For and on behalf of the Board

**For Chaturvedi & Company**  
Firm Registration No. 302137E  
Chartered Accountants

Gaurav Agarwala  
Director  
DIN : 00201469

**Nilima Joshi**  
Partner  
M. No. 52122

Piyush Khaitan  
Director  
DIN : 00348151

Place : Kolkata  
Dated : 29th June, 2021

Devendra Khemka  
Chief Financial Office

UDIN : 21052122AAAA8E7826

Punam Singh  
Company Secretary  
Membership No.:A3864

**ADVENTZ SECURITIES ENTERPRISES LIMITED**

**Notes to the standalone financial statements for the year ended 31st March, 2021**

**Annexure to the Balance Sheet of a non-deposit non-banking finance company**

(as required in terms of Paragraph 19 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Direction, 2016, (updated as on February 17, 2020) figures as on 31.03.2021

(Rs. in lakhs)

Particular			
<b>Liabilities side :</b>			
<b>1</b>	<b>Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid:</b>	<b>Amount out-standing</b>	<b>Amount overdue</b>
	(a) Debentures : Secured	-	-
	: Unsecured	-	-
	(other than falling within the meaning of public deposits*)	-	-
	(b) Deferred Credits	-	-
	(c) Term Loans	-	-
	(d) Inter-corporate loans and borrowing	<b>2,419.98</b>	-
	(e) Commercial Paper	-	-
	(f) Other Loans (specify nature) (Car Loan)	-	-
	* Please see Note 1 below		
<b>Assets side :</b>			
<b>2</b>	<b>Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :</b>		
	(a) Secured	-	-
	(b) Unsecured	<b>4,181.52</b>	-
<b>3</b>	<b>Break up of Leased Assets and stock on hire and other assets counting towards AFC activities</b>		
i	Lease assets including lease rentals under sundry debtors :		
	(a) Financial lease	-	-
	(b) Operating lease	-	-
ii	Stock on hire including hire charges under sundry debtors:		
	(a) Assets on hire	-	-
	(b) Repossessed Assets	-	-
iii	Other loans counting towards AFC activities		
	(a) Loans where assets have been repossessed	-	-
	(b) Loans other than (a) above	-	-
<b>4</b>	<b>Break-up of Investments :</b>		
Current Investments :			
1. Quoted:			
(i). Shares :			
	(a) Equity	-	-
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of mutual funds	-	-
	(iv) Government Securities	-	-
	(v) Others (please specify)	-	-
2. Unquoted :			
(i) Shares :			
	(a) Equity	-	-
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of mutual funds	<b>30.69</b>	-
	(iv) Government Securities	-	-
	(v) Others (please specify)	-	-
Long Term investments :			
1. Quoted:			
(i). Shares :			
	(a) Equity	<b>4,285.34</b>	-
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of mutual funds	-	-

(iv) Government Securities	-	-
(v) Others (please specify)	-	-
2. Unquoted :	-	-
(i) Shares :	-	-
(a) Equity	1,102.25	-
(b) Preference	22.07	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (please specify)	0.30	-
<b>5 Borrower group-wise classification of assets financed as in (2) and (3) above :</b>		
Please see Note 2 below		
Category	Amount net of provisions	
	Secured	Unsecured
1. Related Parties **		Total
a) Subsidiaries	-	-
b) Companies in the same group	-	1,848.83
c) Other related parties	-	-
2. Other than related Parties	-	2,332.69
Total	-	4,181.52
<b>6 Investor group wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) Please see note 3 below</b>		
Category	Market Value/Break up Fair Value or NAV	Book Value (net of provisions)
1. Related Parties **		
a) Subsidiaries	-	-
b) Companies in the same group	4,422.05	4,422.05
c) Other related parties	-	-
2. Other than related Parties	1,018.60	1,018.60
Total	5,440.65	5,440.65
<b>7 Other information</b>		
Particulars	Amount	
(i) Gross Non-Performing Assets		
(a) Related parties	478.50	
(b) Other than related parties	451.17	
(ii) Net Non-Performing Assets		
(a) Related parties	478.50	
(b) Other than related parties	451.17	
(iii) Assets acquired in satisfaction of debt	-	

**Notes:**

- As defined in paragraph 2(1)(xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
- Provisioning norms shall be applicable as prescribed in Non-Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2016 or Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2016 whichever is applicable.
- All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in (4) above

**For Chaturvedi & Company**  
**Firm Registration No. 302137E**  
Chartered Accountants

Gaurav Agarwala  
Director  
DIN : 00201469

**Nilima Joshi**  
Partner  
M. No. 52122

Piyush Khaitan  
Director  
DIN : 00348151

Place : Kolkata  
Dated : 29th June, 2021

Devendra Khemka  
Chief Financial Officer

**UDIN : 21052122AAAABE7826**

Punam Singh  
Company Secretary  
Membership No.:A38649

## ADVENTZ SECURITIES ENTERPRISES LIMITED

### Notes to the standalone financial statements for the year ended 31st March, 2021

Disclosure as per RBI Notification No.RBI/2019-20/170 DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated 13/03/2020

Asset Classification as per RBI Norms	Asset Classification as per Ind As 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7)=(4)-(6)
<b>Performing Assets</b>						
Standard	Stage 1	33,63,59,849	-	33,63,59,849	*	-
	Stage 2	-	-	-	-	-
Subtotal		33,63,59,849		33,63,59,849		-
<b>Non-Performing Assets (NPA)</b>						
Substandard	Stage 3	8,46,16,507	84,61,651	7,61,54,856	84,61,651	-
Doubtful - upto 1 year		-	-	-	-	-
1 to 3 years		3,50,000	3,50,000	-	3,50,000	-
More than 3 years		-	-	-	-	-
Subtotal for doubtful		3,50,000	3,50,000	-	3,50,000	-
Loss		-	-	-	-	-
Subtotal for NPA		8,49,66,507	88,11,651	7,61,54,856	88,11,651	-
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP norms)		-	-	-	-	-
Subtotal						
<b>Total</b>	<b>Stage 1</b>	33,63,59,849	-	33,63,59,849	-	-
	<b>Stage 2</b>					
	<b>Stage 3</b>	8,49,66,507	88,11,651	7,61,54,856	88,11,651	-
	<b>Total</b>	42,13,26,356	88,11,651	41,25,14,705	88,11,651	-

\* A sum of Rs. 8,40,900/- has been provided as Contingent Provision on Standard Assets.

#### For Chaturvedi & Company

Firm Registration No. 302137E

Chartered Accountants

Gaurav Agarwala

Director

DIN : 00201469

Piyush Khaitan

Director

DIN : 00348151

#### Nilima Joshi

Partner

M. No. 52122

Place : Kolkata

Dated : 29th June, 2021

Devendra Khemka

Chief Financial Officer

Punam Singh

Company Secretary

Membership No.:A38649

UDIN : 21052122AAAABE7826



**To**  
**The Members of**  
**M/s. Adventz Securities Enterprises Limited**

**Report on the Audit of the Consolidated Financial Statements**

**Qualified Opinion**

We have audited the accompanying Consolidated financial statements of **M/s. Adventz Securities Enterprises Limited** (“the Company”) and its associate which comprise the Consolidated Balance Sheet as at March 31, 2021, and the Consolidated Statement of Profit and Loss (including other Comprehensive Loss) , the Consolidated Statement of Changes in Equity and the Consolidated Cash Flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as “the consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of their consolidated state of affairs of the Company as at March 31, 2021, of Consolidated Loss and (including other Comprehensive Loss), Consolidated Changes in Equity and its Consolidated Cash Flows for the year the ended.

**Basis for Qualified Opinion**

1. Rent under dispute and unascertainable as per management has not been accounted for
2. No provision for accrual liability for gratuity and leave encashment has been made by the Company during the year or in earlier years which, is not in accordance with ‘IND AS 19 Employee Benefits’
3. Land at Kolkata held as stock has been encroached upon and is yet to be mutated in the name of the company the same has been stated at Historical cost and not as per valuation determined as per ‘IND AS-2 Inventory’
4. We draw attention to ‘Basis for Qualified Opinion’ paragraph included in the audit report of Adventz Finance Private Limited, an associate of company, issued by an independent firm of Chartered Accountants vide its audit report dated 24<sup>th</sup> of June, 2021 is reproduced by us as under

“No provision for accrued liability of gratuity and leave encashment has been made by the company which constitutes a departure from the India Accounting Standard 19 ‘Employee Benefits’. The amount thereof is also not determined”.

Impacts with respect to 1, 2, 3 and 4 above are presently not ascertainable and as such cannot be commented upon by us.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we

have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion on Consolidated Financial Statement.

### **Emphasis of Matter**

We draw attention to the notes to the financial statement regarding –

- a. The security deposits given include Rs. 1.72 lakhs which have been taken at historical cost as the contracts have expired and further details are not available. The impact and consequential adjustment thereof are not presently ascertainable. (Refer Note 9 to the financial statements).
- b. Borrowings include Long term unsecured loan of Rs. 184.32 lacs which are subject to confirmation. Repayment dates of such loans have lapsed since long. Further interest and penal charges has not been provided. (Refer Note 10 to the financial statements).
- c. Lease at paharpur godown has not been renewed by kolkata port trust (KPT) and KPT also has claimed compensation of Rs. 1.36 crores. The company is making payment currently as per direction of the court. The godown has been subleased by the company and process of recovery for rent & eviction suit has been initiated against the tenant for which decree has been obtained by the company but yet to be executed for rectification. The impact and consequential adjustment thereof are not presently ascertainable ( Refer Note 27 to the financial statements)
- d. Kolkata Port Trust (KPT) has served eviction notice relating to lease of Taratalla godown. Compensation has been claimed by KPT which neither been paid nor accounted for. The sub tenant to whom it has been subleased has not paid rent since July, 1985 and suit for recovery/eviction notice is pending before court. The impact and consequential adjustment thereof are not presently ascertainable.
- e. Non-Provision of liability of interest / late payment surcharge, on the amount of amicably settled maximum demand charges paid by Company and Company's claim of interest on amounts refunded by WBSEB against provisional bills, since the matter remains unresolved and amounts being unascertainable.
- f. The management assessment of pandemic Covid-19 where management has considered the possible effect of the same on carrying amount of receivables & other investment and it is expected to be recovered in due course of time. There is no material uncertainty on the ability of the company to continue as a going concern and there is no material event/circumstances due to covid-19 as on the date of approval of the financial statement that requires separate adjustment or disclosures. (Refer Note 38 to the financial statements).
- g. We draw attention to 'Emphasis of Matter' paragraph included in the audit report of Adventz Finance Private Limited, as associate of company, issued by an independent firm of Chartered Accountants vide its audit report date 24<sup>th</sup> June, 2021 is reproduced by us as under :

“We draw attention to Note no. 35 of the Standalone Financial Statement, which describes the economic impact the company is facing due to outbreak of Corona Virus Disease (COVID 19). Our opinion is not modified in respect of this matter”

Our opinion is not modified in respect of matter stated in points (a) and (g) under “Emphasis of Matter” section of our report.

**Key Audit Matters:**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed and communicated with management in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No	Key Audit Matter	How our audit addressed the Key Audit Matter
1	<p><b>Revenue Recognition on interest income, dividend income and gain/sale of investments</b></p> <p>We focused on this area because of the majority in determining the company’s revenue and risk of under/over estimation of revenue</p>	<p>We reviewed the process adopted for assuring the consistency in approach between accounting periods. Our tests included:</p> <ul style="list-style-type: none"> <li>• Assessing compliance of company’s revenue recognition accounting policies with applicable accounting standards.</li> <li>• Reviewing interest income based on agreement entered into with the major clients</li> <li>• Reviewing and assessing regarding interest income to be booked correctly on time proportion basis after taking into account the amount outstanding and the rate applicable</li> <li>• Checking the accuracy of various reconciliations carried out on sale of investments. Reconciling the amount of profit and/or loss in case of sale of investment based on evidentiary documents available of those investments.</li> <li>• Considered the appropriateness and accuracy of interest and dividend as recorded in the relevant records</li> <li>• Verifying the disclosure in accounting records with various supporting documentation</li> </ul> <p><b>Conclusion:</b> Our applied procedures did not indicate any material deviations.</p>

**Information Other than the Consolidated Financial Statements and Auditor’s Report Thereon**

The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Directors Report including Annexures to Directors’ Report, Report on Corporate Governance but does not include the Consolidated Financial Statements and our auditors’ report thereon. The Management Discussion and Analysis, Directors’ Report including Annexures to Directors’ Report and Report on Corporate Governance are expected to be made available to us after the date of this auditor’s report.

Our opinion on the Consolidated Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other

information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

### **Responsibility of Management and Those charged with Governance for the Consolidated Financial Statements**

The Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act, that give a true and fair view of the consolidated financial position, Consolidated Financial performance and Consolidated Cash Flows of the companies in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the companies are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Companies, as aforesaid.

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

The respective Board of Directors of the company and of its associates are responsible for overseeing the financial reporting process of the companies.

### **Auditor's Responsibility for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 judgement and maintain professional skepticism throughout the audit. We also :

- Identify and assess the risks of material misstatement of the Consolidated 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 controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 interim consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the interim consolidated financial statements, including the disclosures, and whether the interim consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the companies to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditor's such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the companies included in the consolidated financial statements of which we are the independent auditors 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 interim consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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.

## Other Matters

The Consolidated Financial Statements includes the associate company shares of net loss of Rs. 72,58,13,841 for the year ended 31.03.2021, as considered in the consolidated financial statements in respect of the associates whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management. Our opinion in so far as it relates to the amounts and disclosures included in respect of the associate and our report in terms of sub-section (3) and (4) of section 143 of the Act is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

## Report on Other Legal and Regulatory Requirements

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

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the Consolidated Financial Statement.
- 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 and report on other auditors except for the possible effects of the matters described in *Basis for Qualified Opinion* section of our report.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other Comprehensive Loss), Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books.
- d) In our opinion, the aforesaid Consolidated financial statements comply with the IndAs specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 except for the possible effects of the matters described in *Basis for Qualified Opinion* section of our report.

The audit report on the financial statements of Adventz Finance Private Limited , an associate of the company, issued by an independent firm of Chartered Accountants vide its audit report dated 24<sup>th</sup> of June, 2021 is reproduced by us as under :

Except for the effect of the matter described in the basis for Qualified opinion paragraph, the aforesaid financial statements comply with the Indian Accounting Standards specified under section 133 of the Act read with relevant rules issued thereunder.

- e) On the basis of the written representations received from the directors of the Company as on 31<sup>st</sup> March, 2021 taken on record by the Board of Directors of the Company and report of the Statutory Auditors of the Associate company incorporated in India none of the directors of the Group Companies incorporated in India are disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of section 164(2) of the Act.

- f) The matters described in the Basis for Qualified opinion paragraph above, can have an adverse effect on the profit/loss and corresponding effect on the assets and liabilities of the Company.
- g) With respect to the adequacy of the over financial reporting of the Company and its associate and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”.
- h) With respect to the other matter to be included in the Auditor’s report in accordance with the requirements of Section 197(16) of the act, as amended, in our opinion and to the best of our information and according to the explanations given to us, there has been no remuneration paid by the company to its directors / manager during the year and accordingly reporting under section 197(16) of the Act is not applicable to the Company–

The audit report on the financial statements of Adventz Finance Private Limited , an associate of the company, issued by an independent firm of Chartered Accountants vide its audit report dated 24<sup>th</sup> of June, 2021 is reproduced by us as under :

The provision of section 197 read with schedule V to the act are not applicable to the company since the company is not a public company as defined under section 2(71) of the Act. Accordingly, reporting under section 197(16) is not applicable.

- i) With respect to the other matters to be includes in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
  - i. The Company and its associate has disclosed the impact of pending litigations which would impact its financial position in Note no. 22, 23, 27 & 28 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.

The audit report on the financial statements of Adventz Finance Private Limited , an associate of the company, issued by an independent firm of Chartered Accountants vide its audit report dated 24<sup>th</sup> of June, 2021 is reproduced by us as under :

“The company has made provision, as required under the applicable laws or IND AS, for material foreseeable losses, if any, on long term contracts including derivative contracts”.

- iii. The company and its associate have no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For Chaturvedi & Company**  
Chartered Accountants  
Firm Regn. No : 302137E

**Nilima Joshi**  
Partner  
Memb No. 52122  
UDIN – 21052122AAAABF4494

Dated : 29/06/2021  
Place : Kolkata

## **Annexure A to the Auditors' Report**

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

In conjunction with our audit of the consolidated financial statements of the company as of and for the year ended March 31, 2021, we have audited the internal financial controls over financial reporting of Adventz Securities Enterprises Limited ('the Company') and its associate company incorporated in India as on 31<sup>st</sup> March, 2021, as of that date

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

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

#### **Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operative effectiveness.

Our audit of internal Financial Controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors judgement, 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 of the Company's internal financial controls system over financial reporting.



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

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

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

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and nor be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future period are subject to the risk that the internal financial control over financial reporting may become inadequate because of change in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## **Opinion**

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

**For Chaturvedi & Company**

Chartered Accountants

Firm Regn. No : 302137E

**Nilima Joshi**

Partner

Memb No. 52122

UDIN – 21052122AAAABF4494

Dated : 29/06/2021

Place : Kolkata

## ADVENTZ SECURITIES ENTERPRISES LIMITED

### CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2021

(Amount in Rs)

Particulars	Note No.	As at 31-03-2021	As at 31-03-2020
<b>ASSETS</b>			
<b>(1) Financial Assets</b>			
(a) Cash and Cash Equivalents	2	14,83,657	1,36,72,070
(b) Loans	3	41,25,14,705	37,40,04,184
(c) Investments	4	3,22,03,99,313	2,40,26,12,850
(d) Other Financial Assets	5	4,02,345	13,83,199
		<b>3,63,48,00,020</b>	<b>2,79,16,72,303</b>
<b>(2) Non-Financial Assets</b>			
(a) Inventories	6	2,31,500	2,31,500
(b) Current Tax Assets (Net)	7	1,86,10,850	1,76,06,754
(c) Property, Plant and Equipment	8	22,71,457	27,32,201
(d) Other Non-Financial Assets	9	52,35,486	48,97,063
		<b>2,63,49,293</b>	<b>2,54,67,518</b>
<b>TOTAL ASSETS</b>		<b>3,66,11,49,313</b>	<b>2,81,71,39,821</b>
<b>LIABILITIES AND EQUITY</b>			
<b>(1) Financial Liabilities</b>			
(a) Borrowings (Other than Debt Securities)	10	24,19,98,482	24,19,98,482
		<b>24,19,98,482</b>	<b>24,19,98,482</b>
<b>(2) Non-Financial Liabilities</b>			
(a) Provisions	11	8,40,900	7,72,801
(b) Deferred Tax Liabilities (Net)	12	7,40,63,291	4,89,84,312
(c) Other Non-Financial Liabilities	13	72,94,206	69,94,527
		<b>8,21,98,397</b>	<b>5,67,51,640</b>
<b>(3) Equity</b>			
(a) Equity Share Capital	14	5,62,77,870	5,62,77,870
(b) Other Equity	15	3,28,06,74,564	2,46,21,11,829
		<b>3,33,69,52,434</b>	<b>2,51,83,89,699</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>3,66,11,49,313</b>	<b>2,81,71,39,821</b>
Significant Accounting Policies	1		

The accompanying notes are an integral part of the financial statements.

As per our Report of even date

**For Chatruvedi & Company**

*Chartered Accountants*

*Firm Registration Number 302137E*

**Nilima Joshi**

**Proprietor**

(Membership No.52122)

**Place : Kolkata**

**Dated : 29th June, 2021**

**UDIN : 21052122AAAABF4494**

For and on behalf of the Board

Gaurav Agarwala

Director

DIN : 00201469

Piyush Khaitan

Director

DIN : 00348151

Devendra Khemka

Chief Financial Officer

Punam Singh

Company Secretary

Membership No.:A38649

**ADVENTZ SECURITIES ENTERPRISES LIMITED**

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2021**

(Amount in Rs)

Particulars	Note No.	As at 31-03-2021	As at 31-03-2020
<b>Revenue from Operations</b>			
(i) Interest Income	16	3,56,77,865	3,07,98,371
(ii) Dividend Income		32,22,822	45,18,781
(iii) Net Gain on Fair Value Changes	17	11,13,598	(13,56,604)
(iv) Sale of Shares		-	34,89,30,000
(v) Others - Profit on Sale of Mutual Fund		4,74,113	2,93,638
<b>(I) Total Revenue from Operations</b>		<b>4,04,88,398</b>	<b>38,31,84,186</b>
(II) Other Income	18	8,00,065	2,64,948
<b>(III) Total Income (I+II)</b>		<b>4,12,88,463</b>	<b>38,34,49,134</b>
<b>Expenses</b>			
(i) Change in Inventories of Stock-in-Trade	19	-	21,36,61,470
(ii) Employees Benefit Expenses	20	77,13,449	73,04,543
(iii) Depreciation and Amortisation Expenses	8	7,33,662	9,81,365
(iv) Other Expenses	21	33,92,816	2,53,71,763
<b>(IV) Total Expenses</b>		<b>1,18,39,927</b>	<b>24,73,19,141</b>
(V) Profit/(Loss) before exceptional items & Tax (III-IV)		2,94,48,536	13,61,29,993
(VI) Share of Profit/(Loss) from Associates		72,58,13,841	(71,38,48,046)
(VII) Profit/(Loss) before Tax (V-VI)		75,52,62,377	(57,77,18,053)
(VIII) Tax Expenses			
Current Tax		20,35,000	-
Deferred Tax		43,92,178	(58,90,098)
<b>(IX) Profit/(Loss) for the year (VII-VIII)</b>		<b>74,88,35,199</b>	<b>(57,18,27,955)</b>
(X) Other Comprehensive Income			
<b>(A)</b>			
(i) Items that will not be reclassified to profit or loss			
a) Gains/(Losses) on Equity Instruments through Other Comprehensive Income		9,04,14,338	(32,79,49,878)
(ii) Income tax relating to items that will not be reclassified to profit or loss		(2,06,86,801)	7,50,34,932
<b>(B)</b>			
(i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
<b>(XI) Total Comprehensive Income for the period (IX+X) (Comprising Profit (Loss) and Other Comprehensive Income for the period)</b>		<b>81,85,62,736</b>	<b>(82,47,42,901)</b>
(XII) Earning per equity share (for continuing operation):			
(1) Basic		133.06	(101.61)
(2) Diluted		133.06	(101.61)

The accompanying notes are an integral part of the financial statements.

As per our Report of even date

**For Chatruvedi & Company**  
Chartered Accountants  
Firm Registration Number 302137E

For and on behalf of the Board

Gaurav Agarwala  
Director  
DIN : 00201469

**Nilima Joshi**  
Proprietor  
(Membership No.52122)

Piyush Khaitan  
Director  
DIN : 00348151

Place : Kolkata  
Dated : 29th June, 2021

Devendra Khemka  
Chief Financial Officer

UDIN : 21052122AAAABF4494

Punam Singh  
Company Secretary  
Membership No.:A38649

## ADVENTZ SECURITIES ENTERPRISES LIMITED

Regd. Office : 31, B.B.D. BAGH (S), KOLKATA - 700 001

Statement of Consolidated Cash Flows for the year ended 31st March, 2021		
Particulars	As at March 31, 2021	As at March 31, 2020
<b>CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit/(Loss) before tax:	75,52,62,377	(57,77,18,053)
<b>Adjustments:</b>		
Finance Cost	-	-
Depreciation/Amortisation	7,33,662	9,81,365
Provision for Standard Assets	68,099	-
Provision for Sub-Standard/Doubtful Assets	-	1,95,84,716
(Profit)/Loss on Sale of Fixed Assets	-	404
Sundry Balance written off	-	6
Income on Investments in Mutual Funds	(4,74,087)	(2,93,614)
Dividend Income	(32,22,822)	(45,18,781)
Net (Gain)/Loss on Fair Value	(11,13,598)	13,56,604
Share of (Profit)/Loss from Associates	(72,58,13,841)	71,38,48,046
<b>Operating Profit before Working Capital changes</b>	<b>2,54,39,790</b>	<b>15,32,40,693</b>
<b>Adjustments for (increase)/decrease in Operating Assets:</b>		
Loans	(3,85,10,521)	(7,41,45,540)
Other Financial Assets	9,80,854	21,23,28,271
Other Non Financial Assets	(3,38,423)	14,01,704
<b>Adjustments for increase/(decrease) in Operating Liabilities</b>		
Other Non Financial Liabilities	2,99,679	(11,84,647)
Cash generated from operations	(1,21,28,621)	29,16,40,481
Income taxes paid (net of refunds)	(30,39,096)	(4,65,094)
<b>Net Cash Inflow/(Outflow) from Operating Activities</b>	<b>(1,51,67,717)</b>	<b>29,11,75,387</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Fixed Assets (including Capital Advances)	(2,72,918)	(3,56,033)
Proceeds from Sale of Investments (net)	29,400	2,36,62,362
Dividend received	32,22,822	45,18,781
<b>Net Cash Inflow/(Outflow) from Investing Activities</b>	<b>29,79,304</b>	<b>2,78,25,110</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Borrowing other than Debt Securities issued (net)	-	(34,89,30,000)
Finance Cost	-	-
<b>Net Cash Inflow/(Outflow) from Financing Activities</b>	<b>-</b>	<b>(34,89,30,000)</b>
<b>NET INCREASE/(DECREASE) IN CASH AND BANK BALANCES</b>	<b>(1,21,88,413)</b>	<b>(2,99,29,503)</b>
Add: Cash and cash equivalents at beginning of the year	1,36,72,070	4,36,01,573
<b>Cash and cash equivalents at end of the year</b>	<b>14,83,657</b>	<b>1,36,72,070</b>

Components of cash and cash equivalents are disclosed in Note No.2.

The accompanying notes are an integral part of the consolidated financial statements

As per our Report of even date

**For Chatruvedi & Company**

**Chartered Accountants**

**Firm Registration Number 302137E**

**Nilima Joshi**

**Proprietor**

(Membership No.52122)

Place : Kolkata

Dated : 29th June, 2021

**UDIN : 21052122AAAABF4494**

Gaurav Agarwala

Director

DIN : 00201469

Piyush Khaitan

Director

DIN : 00348151

Devendra Khemka

Chief Financial Officer

Punam Singh

Company Secretary

Membership No.:A38649

**ADVENTZ SECURITIES ENTERPRISES LIMITED**

**Notes to the consolidated financial statements for the year ended 31st March, 2021**

**STATEMENT OF CHANGES IN EQUITY**

**a. Equity share capital**

Particulars	Amount
As at 01.04.2019	5,62,77,870
Changes in equity share capital	-
As at 31.03.2020	5,62,77,870
Changes in equity share capital	-
As at 31.03.2021	5,62,77,870

**b. Other equity**

Particulars	Other Equity				Items of Other Comprehensive Income (OCI)	Total
	Capital Reserve	Retained earnings	General Reserve	Reserve Fund RBI	Equity Instruments	
As at 01.04.2019	37,17,000	2,73,77,61,082	4,18,56,700	5,24,40,000	45,10,79,939	3,28,68,54,721
Total comprehensive income for the year	-	-	-	-	(25,29,14,946)	(25,29,14,946)
Profit / (Loss) for the period	-	(57,18,27,955)	-	-	-	(57,18,27,955)
Income Tax Adjustments	-	8	-	-	-	8
Transfer to Reserve Fund	-	(3,00,00,000)	-	3,00,00,000	-	-
As at 31.03.2020	37,17,000	2,13,59,33,135	4,18,56,700	8,24,40,000	19,81,64,993	2,46,21,11,829
Total comprehensive income for the year	-	-	-	-	6,97,27,537	6,97,27,537
Profit / (Loss) for the period	-	74,88,35,199	-	-	-	74,88,35,199
Transfer to Reserve Fund	-	(46,10,000)	-	46,10,000	-	-
As at 31.03.2021	37,17,000	2,88,01,58,334	4,18,56,700	8,70,50,000	26,78,92,530	3,28,06,74,565

The accompanying notes are an integral part of the financial statements.

As per our Report of even date

**For Chatruvedi & Company**

*Chartered Accountants*

*Firm Registration Number 302137E*

Gaurav Agarwala  
Director

DIN : 00201469

For and on behalf of the Board

Piyush Khaitan  
Director

DIN : 00348151

**Nilima Joshi**

**Proprietor**

(Membership No.52122)

Devendra Khemka  
Chief Financial Officer

Punam Singh  
Company Secretary  
Membership No.:A38649

**Place : Kolkata**

**Dated : 29th June, 2021**

**UDIN : 21052122AAAABF4494**

## ADVENTZ SECURITIES ENTERPRISES LIMITED

### Notes to the consolidated financial statements for the year ended 31st March, 2021

#### 2. A. COMPANY OVERVIEW

Adventz Securities Enterprises Limited ('the Company'), incorporated in Kolkata under the provisions of the Companies Act, 1956 having CIN No. L36993WB1995PLC069510, is a publicly held non-banking finance company listed on Calcutta Stock Exchange Limited, Delhi Stock Exchange Limited (Being Derecognised) and Metropolitan Stock Exchange of India Limited. The Company is registered as non-systematically important non-deposit taking Non-Banking Financial Company ('NBFC') as defined under Section 45-IA of the Reserve Bank of India Act, 1934.

#### 2. B. SIGNIFICANT ACCOUNTING POLICIES

The Company has followed the same accounting policies in preparation of the consolidated financial statements as those followed in preparation of the annual financial statements as at and for the year ended 31st March, 2021. These policies have been consistently applied to all the years presented, unless otherwise stated.

##### **Basis of Preparation and Presentation of the Consolidated Ind AS Financial Statement**

**a) i) Basis of preparation of consolidated financial statements :** The Consolidated Financial Statements have been prepared in accordance with IND AS - 110 on "Consolidated Financial Statements" and IND AS - 28 "Accounting for Investments in Associates in Consolidated Financial Statements" issued by the Institute of Chartered Accountant of India and notified pursuant to the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016, as amended from time to time, in this regard.

The details are as given below :

<u>Name of the Company</u>	<u>Country of Incorporation</u>	<u>Voting Power</u>
Adventz Finance Private Limited	India	26%

Investments in Associates are accounted in accordance with IND AS - 28 on "Accounting for Investments in Associates in Consolidated Financial Statements", under "equity method".

The difference between cost of investment in the associates, over the net assets at the time of acquisition of shares in the subsidiaries is identified in the consolidated financial statements as Goodwill or Capital Reserve as the case may be.

##### **(ii) Compliance with Ind AS**

These financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") 34, Interim Financial Reporting notified under Section 133 of the Companies Act, 2013 ("the Act") read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act and other Generally Accepted Accounting Principles (GAAP) in India.

##### **(iii) Historical Cost Convention**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except certain financial assets and liabilities that is measured at fair value;

- Financial assets at Fair value through other comprehensive income (FVTOCI) that is measured at fair value
- Financial instruments at Fair value through profit and loss (FVTPL) that is measured at fair value

- Net defined benefit (assets)/liability – fair value of plan assets less present value of defined benefit obligation

**(iv) Use of Estimates**

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities (including contingent liabilities and assets) as on the date of the financial statements and the reported income and expenses for the reporting period. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively..

**(v) Fair value measurements**

Fair value is the price that would be received on sale of an asset or paid on derecognition of a liability in an orderly transaction between market participants at the measurement date under current market conditions. The Company categorises assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurements.

**Level 1:** Quoted prices (unadjusted) in active market for identical assets or liabilities.

**Level 2:** Inputs other than quoted price including within level 1 that are observable for the asset or liability, either directly (i.e. available prices) or indirectly (i.e. derived from estimation).

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates. If significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

**Level 3:** Inputs for the assets or liabilities that are not based on observable market data.

If one or more of the significant inputs is not based on observable market data, the fair value is determined using generally accepted pricing models based on a discounted cash flow analysis, with the most significant input being the discount rate that reflects the credit risk of counterparty. This is applicable to listed instruments where market is not liquid and for unlisted instruments.

The management considers the carrying amounts of financial assets (other than those measured at fair values) and liabilities recognized in the financial statements are at their approximate fair value as on March 31, 2021 and March 31, 2020.

There has been no change in the valuation methodology for Level 3 inputs during the year. The Company has not classified any material financial instruments under Level 3 of the fair value hierarchy. There were no transfers between Level 1 and Level 2 during the year.

**(vi) Functional and Presentation currency**

These financial statements are presented in Indian Rupees (INR), which is the Company's functional and presentation currency.

**(b) Cash & Cash Equivalents and Cash Flow Statement**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts.

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

**(c) Accounting for Taxes on Income**

Income Tax expense or credit for the period is the tax payable on the current period taxable income based on the applicable Income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

**(iii) Current Tax**

Current tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

**(iv) Deferred Tax**

Deferred Tax assets and liabilities is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes (i.e., tax base). Deferred tax is also recognized for carry forward of unused tax losses and unused tax credits.

Deferred tax assets are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period. The Company reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or that entire deferred tax asset to be utilized. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.

Deferred tax relating to items recognized outside the Statement of Profit and Loss is recognized either in other comprehensive income or in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.



## **(d) PROPERTY, PLANT AND EQUIPMENT**

### **(i) Tangible Assets**

#### **Recognition and Measurement**

Property, plant and equipment held for use in the production or/and supply of goods or services, or for administrative purposes, are stated in the balance sheet at historical cost less any accumulated depreciation and accumulated impairment losses (if any). Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Profit or loss arising on the disposal of property, plant and equipment are recognized in the Statement of Profit and Loss.

#### **Subsequent Measurement**

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced.

#### **Depreciation and Amortization**

Depreciation on Property, Plant & Equipment is provided under Written Down Method at rates determined based on the useful life of the respective assets and the residual values in accordance with Schedule II of the Companies Act, 2013 or as reassessed by the Company based on the technical evaluation. The estimated useful lives of assets for the current period are as follows:

<b>Category</b>	<b>Useful Life</b>
Furniture & Fixtures	10 Years
Vehicles	8 Years
Office Equipments	
- Computers	3 Years
- Fax Machine	5 Years
- Others	5 Years

Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed of).

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

#### **Disposal of Assets**

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized in the statement of profit and loss.

### **(e) Leases**

Where the company is the lessee

The Company recognises right of use asset and a corresponding lease liability for all lease agreements in which it is a lessee, except for leases with a term of twelve months or less ( short term lease) and leases for low value underlying assets. For these short term leases and leases for low value underlying assets, the

company recognises the lease payments as an operating expense on a straight line basis over the term of the lease. Right of use assets and lease liabilities include the option of extension/termination when it is reasonably certain that the option to extend the lease will be exercised/option to terminate the lease will not be exercised.

The right of use assets are initially recognised at cost, which comprise the initial amount of lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct cost less any lease incentive. They are subsequently measured at cost less accumulated depreciation/amortization and impairment loss. Right-of-use assets are depreciated/amortized from the commencement date to the end of the useful life of the underlying assets by the end of the lease term or if the cost of right of use assets reflects that the purchase option will be exercised. Otherwise, right of use assets are depreciated/amortized from the commencement date on a straight line basis over the shorter of the lease term and useful life of the underlying assets.

Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value in use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

The lease liability is initially measured at amortized cost at the present value of future lease payments. The lease payments are discounted using the interest rate implicit in the lease or if not readily determinable, using the incremental borrowing rate. Lease liabilities are re-measured with a corresponding adjustment to the related right to use the assets if the company changes its assessment whether it will exercise an extension or a termination option.

The Assets and liabilities taken on lease where the leases have expired, the rental expenses have been measured on straight line basis as per terms of the original lease.

**(f) Finance Cost**

Borrowing costs that are directly attributable to the acquisition or construction 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 its intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

**(g) Revenue Recognition**

Revenue is measured at fair value of the consideration received or receivable. Revenue is recognised when the Company satisfies the performance obligation by transferring the promised goods or service to a customer.

**(i) Interest Income**

Interest income is recognised using the effective interest rate, except in the case of non-performing assets where it is recognized, upon realization, as per the Prudential Norms/Directions of RBI, as applicable to NBFC's.

**(ii) Dividend Income**

Dividend income is recognised when the right to receive payment is established.

**(iii) Rental Income**

Rental income is recognised in the statement of profit and loss on a straight line basis over the lease term, unless disputed.

**(iv) Income from investment**

Profit / (loss) earned from sale of securities is recognised on the trade date. The cost of securities is computed based on weighted average basis.

**(v)** All other income are accounted for on accrual basis when right to receive is established unless otherwise specified.

**(h) Employee Benefits**

Short-term Employee Benefits are recognised at the undiscounted amount as expense for the year in which the related service is rendered.

**i) Inventories:** Stock of land is valued at cost. Stock of Equity Shares valued at cost or reliable value whichever is lower.

**(j) 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) Financial assets**

**Recognition and Initial Measurement:**

All financial assets are initially recognized when the company becomes a party to the contractual provisions of the instruments. A financial asset is initially measured at fair value and in the case of financial assets not recorded at fair value through profit or loss, at the transaction costs that are attributable to the acquisition of the financial asset.

**Classification and Subsequent Measurement:**

For purposes of subsequent measurement, financial assets are classified in four categories:

- Measured at Amortized Cost;
- Measured at Fair Value Through Other Comprehensive Income (FVTOCI);
- Measured at Fair Value Through Profit or Loss (FVTPL);
- Equity Instruments are measured at Fair Value Through Other Comprehensive Income (FVTOCI).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

- **Measured at Amortized Cost:** A debt instrument is measured at the amortized cost if both the following conditions are met:
  - the asset is held within a business model whose objective is achieved by collecting 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 (SPPI) on the principal amount outstanding.After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.

- Measured at FVTOCI: A debt instrument is measured at the FVTOCI if both the following conditions are met:
  - the objective of the business model is achieved by both collecting contractual cash flows and selling the financial assets; and
  - the asset's contractual cash flows represent SPPI.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the statement of profit and loss in investment income.

- Measured at FVTPL: FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL. In addition, the company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.
- Equity Instruments measured at FVTOCI: All equity investments in scope of Ind AS – 109 are measured at fair value. Equity instruments which are, held for trading are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable. In case the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

### **Derecognition**

The Company derecognizes a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset substantially with all the risks and rewards of ownership of the asset to another entity.

### **Impairment of Financial Assets**

The Company assesses on a forward looking basis the expected credit losses (ECL) associates with its debt instruments carried at amortised cost and with the exposure arising from loan commitments and other financial assets. The company recognises a loss allowance for such losses at each reporting date.

The measurement of ECL reflects:

- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- the time value of money; and
- reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecast of future economic conditions.

The measurement of the ECL allowance is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviour (e.g. the likelihood of customer defaulting and the resulting losses).

**Write-off policy**

The Company writes off financial assets, in whole or part, when it has exhausted all practical recovery efforts and has conducted there is no reasonable expectation of recovery.

**(ii) Financial Liabilities****Recognition and Initial Measurement:**

Financial liabilities are classified, at initial recognition, at fair value through profit or loss - loans and borrowings, payables or as derivatives, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

**Subsequent Measurement:**

Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in statement of profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in statement of profit or loss. Any gain or loss on derecognition is also recognized in statement of profit or loss.

**Financial Guarantee Contracts**

Financial guarantee contracts issued by the company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirement of Ind AS 109 and the amount recognized less cumulative amortization.

**Derecognition**

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

**Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the counter-party.

**(k) Investment in subsidiaries, associates and joint ventures**

The Company accounts for its investments in associates at cost less accumulated impairment, if any.

**(l) Earning per Share**

Basic Earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit attributable to equity holders adjusted for the effects of potential equity shares by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

**(m) Impairment of non-financial assets**

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher on an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

**(n) Provision, Contingent Liabilities and Contingent Assets, legal or constructive**

Provisions are recognised when there is a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

The company makes provision for Standard, Restructured and Non-performing Assets as per the Non-Systematically Important Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015, as amended from time to time. The company also makes additional provision, to the extent considered necessary, and based on the management's best estimate.

A disclosure for contingent liabilities is made 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. When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent Assets are not recognised but are disclosed when an inflow of economic benefits is probable

**(o) Critical estimates and judgements**

The Company makes estimates and assumptions that affect the amounts recognised in the Consolidated Ind AS financial statements, and the carrying amounts of assets and liabilities within the next financial year. Estimates and judgements are continually evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Management also makes certain judgements, apart from those involving estimations, in the process of applying the accounting policies. Judgements that have most significant effect on the amount recognised in the Consolidated Ind AS financial statements and estimates that can cause a significant adjustment to the carrying amount of assets and liabilities within the next financial year include the following;

**Estimation of fair value of unlisted investment**

The fair value of financial instrument that are not traded in an active market is determined using valuation techniques. The Company uses its judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period and also for, details of key assumptions used and the impact of changes to these assumptions.

### **Impairment of financial assets using the expected credit loss method**

The impairment provisions for financial assets are based on assumptions about risk of default and expected credit loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history, existing market condition as well as forward looking estimates at the end of each reporting period.

### **(p) Segment reporting**

The Company operates in only one segment i.e. investment and finance.

### **NOTE NO. 2: CASH & CASH EQUIVALANTS**

	Amount in Rs	
	As at 31 March, 2021	As at 31 March, 2020
Cash on Hand (as certified by the Management)	27,622	992
Balances with Bank (in Current Account)	14,56,035	1,24,93,006
Cheque in Hand	-	11,78,072
	<b>14,83,657</b>	<b>1,36,72,070</b>

## Notes to the consolidated financial statements for the year ended 31st March, 2021

## NOTE NO 3 : LOAN

Amount in Rs

Particulars	As at 31st March, 2021						As at 31st March, 2020					
	Amortised Cost	At Fair Value				Total	Amortised Cost	At Fair Value				Total
		Through Other Comprehensive Income	Through Profit or Loss	Designated at Fair Value through Profit or Loss	Subtotal			Through Other Comprehensive Income	Through Profit or Loss	Designated at Fair Value through Profit or Loss	Subtotal	
<b>Loans</b>												
A) i) Other Loans												
Intercorporate Deposits	42,13,26,356	-	-	-	-	42,13,26,356	38,36,15,900	-	-	-	-	38,36,15,900
<b>Total (A) Gross</b>	<b>42,13,26,356</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>42,13,26,356</b>	<b>38,36,15,900</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>38,36,15,900</b>
Less : Impairment Loss Allowance (Provisions)	88,11,651	-	-	-	-	88,11,651	96,11,716	-	-	-	-	96,11,716
<b>Total (A) Net</b>	<b>41,25,14,705</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>41,25,14,705</b>	<b>37,40,04,184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,40,04,184</b>
B) i) Secured by tangible assets	-	-	-	-	-	-	-	-	-	-	-	-
ii) Secured by intangible assets	-	-	-	-	-	-	-	-	-	-	-	-
iii) Covered by Bank / Government Guarantees	-	-	-	-	-	-	-	-	-	-	-	-
iv) Unsecured	42,13,26,356	-	-	-	-	42,13,26,356	38,36,15,900	-	-	-	-	38,36,15,900
<b>Total (B) Gross</b>	<b>42,13,26,356</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>42,13,26,356</b>	<b>38,36,15,900</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>38,36,15,900</b>
Less : Impairment Loss Allowance (Provisions)	88,11,651	-	-	-	-	88,11,651	96,11,716	-	-	-	-	96,11,716
<b>Total (B) Net</b>	<b>41,25,14,705</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>41,25,14,705</b>	<b>37,40,04,184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,40,04,184</b>
C) i) Loans in India												
- Public Sector	-	-	-	-	-	-	-	-	-	-	-	-
- Others	42,13,26,356	-	-	-	-	42,13,26,356	38,36,15,900	-	-	-	-	38,36,15,900
<b>Total (C)(i) Gross</b>	<b>42,13,26,356</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>42,13,26,356</b>	<b>38,36,15,900</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>38,36,15,900</b>
Less : Impairment Loss Allowance (Provisions)	88,11,651	-	-	-	-	88,11,651	96,11,716	-	-	-	-	96,11,716
<b>Total (C)(i) Net</b>	<b>41,25,14,705</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>41,25,14,705</b>	<b>37,40,04,184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,40,04,184</b>
ii) Loans Outside India												
Less : Impairment Loss Allowance (Provisions)	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total (C)(ii) Net</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total (C)(i) &amp; (C)(ii)</b>	<b>41,25,14,705</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>41,25,14,705</b>	<b>37,40,04,184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,40,04,184</b>



## Notes to the consolidated financial statements for the year ended 31st March, 2021

## NOTE NO. 4 : INVESTMENTS

Amount in Rs

Particulars	As at 31st March, 2021							As at 31st March, 2020						
	Amortised Cost	At Fair Value				Others	Total	Amortised Cost	At Fair Value				Others	Total
		Through Other Comprehensive Income	Through Profit or Loss	Designated at Fair Value through Profit or Loss	Subtotal				Through Other Comprehensive Income	Through Profit or Loss	Designated at Fair Value through Profit or Loss	Subtotal		
i) Mutual Funds	-	-	30,68,703	-	30,68,703	-	30,68,703	-	-	40,10,417	-	40,10,417	-	40,10,417
ii) Government securities	-	-	-	-	-	-	-	-	-	-	-	-	-	-
iii) Equity instruments	-	50,49,75,459	-	-	50,49,75,459	-	50,49,75,459	-	41,20,61,123	-	-	41,20,61,123	-	41,20,61,123
iv) Associates	-	-	-	-	-	2,71,23,25,151	2,71,23,25,151	-	-	-	-	-	1,98,65,11,310	1,98,65,11,310
v) Bond & Debentures	-	-	-	-	-	-	-	-	-	-	-	-	-	-
vi) In Units of Trusts and schemes of Venture Funds	-	30,000	-	-	30,000	-	30,000	-	30,000	-	-	30,000	-	30,000
<b>Total – Gross A</b>	-	<b>50,50,05,459</b>	<b>30,68,703</b>	-	<b>50,80,74,162</b>	<b>2,71,23,25,151</b>	<b>3,22,03,99,313</b>	-	<b>41,20,91,123</b>	<b>40,10,417</b>	-	<b>41,61,01,540</b>	<b>1,98,65,11,310</b>	<b>2,40,26,12,850</b>
(i) Investments in India	-	50,50,05,459	30,68,703	-	50,80,74,162	2,71,23,25,151	3,22,03,99,313	-	41,20,91,123	40,10,417	-	41,61,01,540	1,98,65,11,310	2,40,26,12,850
(ii) Investments outside India	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total – Gross B</b>	-	<b>50,50,05,459</b>	<b>30,68,703</b>	-	<b>50,80,74,162</b>	<b>2,71,23,25,151</b>	<b>3,22,03,99,313</b>	-	<b>41,20,91,123</b>	<b>40,10,417</b>	-	<b>41,61,01,540</b>	<b>1,98,65,11,310</b>	<b>2,40,26,12,850</b>
Less: Impairment loss allowance (C)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total – Net D = (A)-(C)</b>	-	<b>50,50,05,459</b>	<b>30,68,703</b>	-	<b>50,80,74,162</b>	<b>2,71,23,25,151</b>	<b>3,22,03,99,313</b>	-	<b>41,20,91,123</b>	<b>40,10,417</b>	-	<b>41,61,01,540</b>	<b>1,98,65,11,310</b>	<b>2,40,26,12,850</b>

The Company accounts for its investments in associate at cost.

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the consolidated financial statements for the year ended 31st March, 2021

4.1 Investments (Cont.)

Particulars	Amount in Rs			
	Quantity		Amount	
	31-03-2021	31-03-2020	31-03-2021	31-03-2020
<b>(A) Investments Carried at Cost</b>				
<b>Investments in Associate Companies</b>				
<b>In Equity Instruments (Unquoted)</b>				
Adventz Finance Pvt. Ltd. (Capital Reserve on Consolidation Rs.241,98,50,206/-)	1,29,26,745	1,29,26,745	2,71,23,25,151	1,98,65,11,310
<b>Sub Total (A)</b>			<b>2,71,23,25,151</b>	<b>1,98,65,11,310</b>
<b>(B) Investment through Profit &amp; Loss</b>				
<b>Mutual Fund Investments</b>				
HDFC Balanced Advantage Fund - Regular Plan - Growth	13,013.1240	26,693.2260	30,68,703	40,10,417
<b>Sub Total (B)</b>			<b>30,68,703</b>	<b>40,10,417</b>
<b>(C) Investment through Other Comprehensive Income</b>				
<b>Investments in Equity Instruments</b>				
<b>(i) Equity Shares Quoted (fully paid-up)</b>				
Ador Weilding Ltd. (Formerly : Advani Oerlikon Ltd.) (*)	100	100	30,070	18,540
Birla Corporation Ltd.	11	11	10,448	4,566
Digjam Ltd. (Formerly : Birla VXL India Ltd.) (*)	25	25	21	21
Linde India Ltd. (Formerly : BOC India Ltd.)	100	100	1,79,950	48,530
Budge Budge Company Ltd.	44,615	44,615	66,923	66,923
Chambal Fertilizers & Chemicals Ltd.	20,022	20,022	45,86,039	21,71,386
Cheviot & Co Ltd.	1,383	1,383	10,10,835	7,01,665
Graphite India Ltd. (*)	210	210	1,07,520	26,723
Hindusthan Zinc Ltd. - (FV Rs 2)	15,710	15,710	42,87,259	24,41,334
Akzo Nobel India Ltd. (Formerly : ICI Ltd.) (<)	65	65	1,49,243	1,43,848
Kirloskar Pneumatic Company Ltd. (*)	100	100	25,695	9,445
Magma Fincorp Ltd. (#) - (FV Rs 2)	81,110	81,110	89,30,211	13,78,870
Martin Burn Ltd.	15	15	300	375
Poddar Projects Ltd. (*)	33,200	33,200	1,83,596	1,83,596
Pragati Business Ltd. (*)	37,550	37,550	2,98,155	2,98,155
Premier Synthetics & Processing Ltd. (*)	50	50	844	113
Reliance Capital Ltd.	11	11	118	47
Reliance Home Finance Ltd.	11	11	26	1,291
Reliance Chomotax India Ltd.	100	100	7,695	4,355
Reliance Communication Ltd.	227	227	386	148
Reliance Infrastructure Ltd.	17	17	597	173
Reliance Industries Ltd.	908	908	18,18,815	10,11,285
Reliance Power Ltd.	56	56	244	70
Duroply Industries Ltd. (Formerly : Sarda Plywood India Ltd.)	6,045	6,045	3,31,568	1,74,096
Duncan Engineering Ltd. (Formerly : Schrader Scovil Duncan Ltd.)	96	96	11,030	8,448
Singer India Ltd.	7,225	7,225	2,70,938	1,24,631
Tata Chemicals Ltd. (*)	8	8	6,014	1,788
Texmaco Infrastructure & Holdings Ltd. - (FV Rs 1)	38,09,140	38,09,140	26,66,39,800	11,78,92,883
Texmaco Rail & Engineering Ltd. - (FV Rs 1)	38,09,140	38,09,140	10,17,04,038	7,42,78,230
Tide Water Oils Ltd. (Face Value Rs.5)	4,840	4,840	2,09,22,594	1,55,23,816
Uni-abex Alloys Products Ltd.	45	45	17,638	16,587
Zuari Global Ltd.	98,804	98,804	79,53,722	27,07,230
Zuari Agro Chemicals Ltd.	98,804	98,804	89,81,284	61,01,147
<b>Sub Total (C)(i)</b>			<b>42,85,33,616</b>	<b>22,53,40,315</b>

<b>(ii) Others (Unquoted)</b>				
Adventz Investment Company Pvt. Ltd.	<b>21,20,848</b>	21,20,848	<b>2,18,65,943</b>	5,57,57,094
Poddar Exports Ltd.	<b>4,25,000</b>	4,25,000	<b>12,15,500</b>	17,12,750
Amalgamated Fuels Ltd.	<b>5,000</b>	5,000	<b>14,850</b>	18,000
Birla Construction Ltd.	<b>5,000</b>	5,000	<b>60,550</b>	62,050
Greenland Trading Pvt. Ltd.	<b>1,25,000</b>	1,25,000	<b>11,73,750</b>	17,41,250
Indrakshi Trading Company Pvt. Ltd.	<b>1,25,000</b>	1,25,000	<b>8,85,000</b>	17,07,500
Maharshi Commerce Ltd. (^)	<b>54,800</b>	54,800	<b>29,26,868</b>	2,30,20,932
New Eros Tradecom Ltd.	<b>8,19,000</b>	8,19,000	<b>3,14,74,170</b>	8,74,20,060
Pulse Foods India Pvt.Ltd.	<b>28,571</b>	28,571	<b>1</b>	1
Sanghashree Investments & Trading Co. Ltd.	<b>58,800</b>	58,800	<b>99,32,496</b>	1,05,79,884
Shracom Pvt.Ltd.	<b>10,000</b>	-	<b>25,00,000</b>	-
Indian Furniture Product Ltd.	<b>4,28,571</b>	4,28,571	<b>21,85,714</b>	24,94,286
The Amalgamated Coalfields Ltd.	<b>1,700</b>	1,700	<b>1</b>	1
<b>Sub Total (C)(ii)</b>			<b>7,42,34,843</b>	<b>18,45,13,808</b>
<b>(iii) Preference Shares Unquoted (Full Paid Up)</b>				
Poddar Services Ltd.	<b>18,500</b>	18,500	<b>18,50,000</b>	18,50,000
Pragati Business Ltd.	<b>3,570</b>	3,570	<b>3,57,000</b>	3,57,000
<b>Sub Total (C)(iii)</b>			<b>22,07,000</b>	<b>22,07,000</b>
<b>(iv) Investment In Units of Trusts and schemes of Venture Funds</b>				
UTI Master Gain 1992 (*)	<b>3,000</b>	3,000	<b>30,000</b>	30,000
<b>Sub Total (C)(iv)</b>			<b>30,000</b>	30,000
<b>Total [A+B+C(i)+C(ii)+C(iii)+C(iv)]</b>			<b>3,22,03,99,313</b>	2,40,26,12,850
Total Investment at Cost			2,71,23,25,151	1,98,65,11,310
Total Investment at FVTPL			30,68,703	40,10,417
Total Investment at FVTOCI			50,50,05,459	41,20,91,123
<b>Total</b>			<b>3,22,03,99,313</b>	<b>2,40,26,12,850</b>

(\*) The said shares could not be produced to the auditors for verification as these are either in the process of transfer in the name of the Company or are not traceable and for which due records are maintained. Please also refer notes below.

(<) 11 shares could not be produced for verification

(#) 5000 shares could not be produced for verification

(^) 49800 shares could not be produced for verification

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the consolidated financial statements for the year ended 31st March, 2021

**NOTE NO. 5 : OTHER FINANCIAL ASSETS**

	Amount in Rs	
	As at 31 March, 2021	As at 31 March, 2020
<b>Receivables</b>		
Dividend Receivable	3,52,345	13,33,199
<b>Other Advances</b>		
<i>Unsecured-Considered Good</i>		
Loans & Advances	50,000	50,000
<i>Unsecured-Considered Doubtful</i>		
Loans & Advances	1,03,23,000	1,03,23,000
Less : Impairment (Provision)	(1,03,23,000)	(1,03,23,000)
	<b>4,02,345</b>	<b>13,83,199</b>

**NOTE NO. 6 : INVENTORIES**

	Amount in Rs	
	As at 31 March, 2021	As at 31 March, 2020
<b>Land - at Cost</b>		
Land at Chingrihata (5B.8Cot. 8 Ch.)	2,31,500	2,31,500
	<b>2,31,500</b>	<b>2,31,500</b>

Above land have been transferred to the company vide order of the Hon'ble Calcutta High Court and yet to be mutated in the name of the Company.

**NOTE NO. 7 : CURRENT TAX ASSETS**

	Amount in Rs	
	As at 31 March, 2021	As at 31 March, 2020
Advance Tax (Net of Provisions)	1,86,10,850	1,76,06,754
	<b>1,86,10,850</b>	<b>1,76,06,754</b>

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the consolidated financial statements for the year ended 31st March, 2021

NOTE NO. 8 : PROPERTY, PLANT AND EQUIPMENT

Amount in Rs

Description	Gross Block				Accumulated depreciation/ amortisation				Net book value	
	As at 31 March, 2020	Additions	Sales / Adjustments	As at 31 March, 2021	Upto 31 March, 2020	For the Period	Sales / Adjustments	Upto 31 March, 2021	As at 31 March, 2021	As at 31 March, 2020
<b>Tangible Assets</b>										
Leasehold Land	30,934	-	-	30,934	-	-	-	-	30,934	30,934
Buildings	69,56,009	-	-	69,56,009	62,44,083	-	-	62,44,083	7,11,926	7,11,926
Furniture & Fixtures	7,18,230	-	-	7,18,230	6,56,407	7,336	-	6,63,743	54,487	61,823
Vehicles	30,30,288	-	-	30,30,288	16,46,624	4,32,116	-	20,78,740	9,51,548	13,83,664
Computer	12,50,888	2,04,018	-	14,54,906	11,51,559	95,870	-	12,47,429	2,07,477	99,329
Office Equipments	15,84,291	68,900	-	16,53,191	11,39,766	1,98,340	-	13,38,106	3,15,085	4,44,525
<b>Total</b>	<b>1,35,70,640</b>	<b>2,72,918</b>	<b>-</b>	<b>1,38,43,558</b>	<b>1,08,38,439</b>	<b>7,33,662</b>	<b>-</b>	<b>1,15,72,101</b>	<b>22,71,457</b>	<b>27,32,201</b>

Note : The Land being leased from Kolkata Port Trust have expired (Refer Note No. 27 & 28)

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the consolidated financial statements for the year ended 31st March, 2020

NOTE NO. 8 : PROPERTY, PLANT AND EQUIPMENT

Amount in Rs

Description	Gross Block				Accumulated depreciation/ amortisation				Net book value	
	As at 31 March, 2019	Additions	Sales / Adjustments	As at 31 March, 2020	Upto 31 March, 2019	For the Period	Sales / Adjustments	Upto 31 March, 2020	As at 31 March, 2020	As at 31 March, 2019
<b>Tangible Assets</b>										
Leasehold Land	30,934	-	-	30,934	-	-	-	-	30,934	30,934
Buildings	69,56,009	-	-	69,56,009	62,44,083	-	-	62,44,083	7,11,926	7,11,926
Furniture & Fixtures	6,85,380	32,850	-	7,18,230	6,49,983	6,424	-	6,56,407	61,823	35,397
Vehicles	30,30,288	-	-	30,30,288	10,18,274	6,28,350	-	16,46,624	13,83,664	20,12,014
Computer	12,50,888	-	-	12,50,888	10,60,043	91,516	-	11,51,559	99,329	1,90,845
Office Equipments	12,70,608	3,27,683	(14,000)	15,84,291	8,93,787	2,55,075	(9,096)	11,39,766	4,44,525	3,76,821
<b>Total</b>	<b>1,32,24,107</b>	<b>3,60,533</b>	<b>(14,000)</b>	<b>1,35,70,640</b>	<b>98,66,170</b>	<b>9,81,365</b>	<b>(9,096)</b>	<b>1,08,38,439</b>	<b>27,32,201</b>	<b>33,57,937</b>
<b>Previous Year's figures</b>	<b>1,10,12,544</b>	<b>22,76,107</b>	<b>(7,47,499)</b>	<b>1,25,41,152</b>	<b>95,44,953</b>	<b>6,10,480</b>	<b>(7,10,124)</b>	<b>94,45,309</b>	<b>30,95,843</b>	<b>-</b>

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the consolidated financial statements for the year ended 31st March, 2021

**NOTE NO. 9 : OTHER NON FINANCIAL ASSETS**

Amount in Rs

	As at 31 March, 2021	As at 31 March, 2020
Security Deposit (Interest Free)	26,71,574	26,69,074
Balance with Statutory/Government Authorities	1,76,688	1,76,688
Advances to Employees (Short Term)	5,61,000	2,41,200
Other Advances	12,10,471	12,10,471
Pre Paid Expenses/Advances against Expenses	1,49,938	1,33,815
Rent Receivables-Unsecured-Considerd Good	4,65,815	4,65,815
	<b>52,35,486</b>	<b>48,97,063</b>

**NOTE NO. 10 : BORROWINGS (OTHER THAN DEBT SECURITIES)**

Amount in Rs

Particulars	As at 31st March, 2021				As at 31st March, 2020			
	At Amortised Cost	At Fair Value Through profit and loss	Designated at fair value through profit or loss	Total	At Amortised Cost	At Fair Value Through profit and loss	Designated at fair value through profit or loss	Total
(a) <b>Loans repayable on demand</b>								
<b>Unsecured</b>								
Inter Corporate Deposits	24,19,98,482	-	-	24,19,98,482	24,19,98,482	-	-	24,19,98,482
<b>Total (a)</b>	24,19,98,482	-	-	24,19,98,482	24,19,98,482	-	-	24,19,98,482
(b) Borrowings in India	24,19,98,482	-	-	24,19,98,482	24,19,98,482	-	-	24,19,98,482
Borrowings outside India								
<b>Total (b)</b>	24,19,98,482	-	-	24,19,98,482	24,19,98,482	-	-	24,19,98,482

Includes Sales Tax Loan from WBIDC Ltd. for ₹ 8,170,967 under Incentive Scheme of Govt. of West Bengal which was repayable as follows:

Installments falling due on 31.03.2001	7,04,233
Installments falling due on 31.03.2002	9,34,734
Installments falling due on 30.06.2004	21,76,833
Installments falling due on 30.06.2005	21,76,833
Installments falling due on 30.06.2006	21,78,334

Unsecured loan from Calcutta Tramways Corporation Ltd. has been transferred on Amalgamation to the Company as per Order of Hon'ble Calcutta High Court. No repayment of the same has been made and interest on the same has not been accounted for.

**NOTE NO. 11 : PROVISIONS**

Amount in Rs		
	As at 31 March, 2021	As at 31 March, 2020
Contingent Provision against Standard Assets	8,40,900	7,72,801
	<b>8,40,900</b>	<b>7,72,801</b>

**NOTE NO. 12 : DEFERRED TAX LIABILITIES (net)**

Amount in Rs		
	As at 31 March, 2021	As at 31 March, 2020
<b><u>Deferred Tax Liability</u></b>		
Taxation impact on valuation of Investment valued under Other Comprehensive Income	7,94,78,490	5,87,91,689
<b>(A)</b>	<b>7,94,78,490</b>	<b>5,87,91,689</b>
<b><u>Deferred Tax Assets</u></b>		
Tax impact on difference between book value of depreciable assets and written down value for tax purposes	2,77,841	2,55,762
Tax impact of unabsorbed depreciation and losses	3,54,949	46,01,933
Tax impact of expenses charged to statement of profit & loss but allowance under tax laws deferred	47,82,409	49,49,682
<b>(B)</b>	<b>54,15,199</b>	<b>98,07,377</b>
<b>(A-B)</b>	<b>7,40,63,291</b>	<b>4,89,84,312</b>

Deferred Tax assets has not been recognised on short term capital loss of Rs.17.18 crores due to absence of virtual certainty of future gain

**NOTE NO. 13 : OTHER NON-FINANCIAL LIABILITIES**

Amount in Rs		
	As at 31 March, 2021	As at 31 March, 2020
Security Deposit (Interest Free)	4,18,580	4,18,580
Statutory Dues Payable	7,19,960	7,29,766
Lease Rent Payable	52,14,156	52,14,156
Advance from Customers	40,260	40,260
Other Payables (year end accruals)	9,01,250	5,91,765
	<b>72,94,206</b>	<b>69,94,527</b>

ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the consolidated financial statements for the year ended 31st March, 2021

**NOTE NO. 14 : EQUITY**

Particulars	As at 31-03-2021		As at 31-03-2020	
	Nos.	Amount in Rs	Nos.	Amount in Rs
<b>a) Capital Structure</b>				
<b>Authorised</b>				
Equity Shares of Rs. 10/- each	56,50,000	5,65,00,000	56,50,000	5,65,00,000
<b>Issued, Subscribed and Fully Paid Up</b>				
Equity Shares of Rs. 10/- each	56,27,787	5,62,77,870	56,27,787	5,62,77,870
<b>b) Share Capital Reconciliation</b>				
<b>Equity Shares</b>				
Opening balance	56,27,787	5,62,77,870	56,27,787	5,62,77,870
Add : Issued during the period	-	-	-	-
<b>Closing Balance</b>	<b>56,27,787</b>	<b>5,62,77,870</b>	<b>56,27,787</b>	<b>5,62,77,870</b>

**Equity Shares**

i) The Company has only one class of equity shares having a par value of Rs.10/- each. Each shareholder of equity share is entitled to one vote per share.

ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity share held by the shareholders.

iii) Company has not brought back or issue a bonus or issue a shares for consideration other than cash during the five year period immediately preceding the reporting date.

**c) Particulars of Equity Shareholders holding more than 5% Shares at Balance Sheet date**

Name of Shareholders	As at 31-03-2021		As at 31-03-2020	
	No. of Shares	% of Shareholding	No. of Shares	% of Shareholding
Adventz Finance Pvt. Ltd. (Holding Company)	36,32,528	64.55%	36,32,528	64.55%
Poddar Projects Ltd.	3,96,000	7.04%	3,96,000	7.04%
Saroj Kumar Poddar	3,61,110	6.42%	3,61,110	6.42%

**NOTE NO. 15 : OTHER EQUITY**

Particulars	Amount in Rs	
	As at 31-03-2021	As at 31-03-2020
<b>Capital Reserves - State Capital Subsidy</b>	<b>37,17,000</b>	<b>37,17,000</b>
<b>General Reserve (on amalgamation)</b>	<b>4,18,56,700</b>	<b>4,18,56,700</b>
<b>Reserve Fund (RBI)</b>		
Opening balance	8,24,40,000	5,24,40,000
Add: Transfer during the year	46,10,000	3,00,00,000
<b>Closing Balance</b>	<b>8,70,50,000</b>	<b>8,24,40,000</b>
<b>Surplus/(Deficit) in the Statement of Profit &amp; Loss</b>		
Opening balance	2,13,59,33,135	2,73,77,61,082
Profit for the year	74,88,35,199	(57,18,27,955)
Add: Income Tax Adjustments	-	8
Less: Transfer to Reserve Fund	(46,10,000)	(3,00,00,000)
<b>Net Surplus at the end of the year</b>	<b>2,88,01,58,334</b>	<b>2,13,59,33,135</b>
<b>Equity Instruments through other comprehensive income</b>		
Opening balance	19,81,64,993	45,10,79,939
Add: Transfer during the year	6,97,27,537	(25,29,14,946)
<b>Closing Balance</b>	<b>26,78,92,530</b>	<b>19,81,64,993</b>
<b>Total</b>	<b>3,28,06,74,564</b>	<b>2,46,21,11,829</b>

**Other Equity**

i) Statutory Reserve Fund (RBI) : Statutory Reserve Fund represents the Reserve Fund created under section 451C of the Reserve Bank of India Act, 1934. Under Section 451C, the Company is required to transfer a sum not less than twenty percent of its net profit for the financial year to the statutory reserve. The statutory reserve can be utilised for the purposes as may be specified by the Reserve Bank of India from time to time.

ii) General Reserve (on Amalgamation) : General Reserve created and set aside on Amalgamation and merger. It is to be utilised in accordance with the provisions of Companies Act, 2013.

iii) Capital Reserve (State Capital Subsidy) : Capital Reserve created and set aside on account of capital subsidy received from the State Government . It is to be utilised in accordance with the provisions of Companies Act, 2013.



ADVENTZ SECURITIES ENTERPRISES LIMITED

Notes to the consolidated financial statements for the year ended 31st March, 2021

NOTE NO. 16 : INTEREST INCOME

Amount in Rs

	2020-2021			2019-2020		
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss
Interest on Loans	-	3,56,77,865	-	-	3,07,98,371	-
	-	3,56,77,865	-	-	3,07,98,371	-

NOTE NO. 17 : NET GAIN/(LOSS) ON FAIR VALUE CHANGES

Amount in Rs

	2020-2021	2019-2020
Net gain/ (loss) on financial instruments at fair value through profit or loss		
On trading portfolio		
- Investments : Mutual Funds	11,13,598	(13,56,604)
<b>Total Net gain/(loss) on fair value changes</b>	<b>11,13,598</b>	<b>(13,56,604)</b>

NOTE NO. 18 : OTHER INCOME

Amount in Rs

	2020-2021	2019-2020
Interest on Income Tax Refund	-	2,49,948
Reversal of Provision	8,00,065	-
Others	-	15,000
	8,00,065	2,64,948

NOTE NO. 19 : CHANGE IN INVENTORY

Amount in Rs

	2020-2021	2019-2020
Opening Stock	2,31,500	21,38,92,970
Less - Closing Stock	2,31,500	2,31,500
<b>Net Change in Inventory</b>	<b>-</b>	<b>21,36,61,470</b>

**NOTE NO. 20 : EMPLOYEE BENEFIT EXPENSES**

	Amount in Rs	
	2020-2021	2019-2020
Salaries, Wages & Allowances	69,28,576	65,48,176
Contribution to Provident and Other Funds	7,12,312	6,78,181
Staff Welfare Expenses	72,561	78,186
	<b>77,13,449</b>	<b>73,04,543</b>

**NOTE NO. 21 : OTHER EXPENSES**

	Amount in Rs	
Particulars	2020-2021	2019-2020
Rent	3,00,000	3,00,000
Rates & Taxes	57,001	4,800
Insurance	2,56,382	3,00,336
Establishment Charges	2,27,440	1,88,780
Electricity Charges	41,581	79,939
Legal, Professional & Consultancy Expenses	7,03,661	9,35,003
Travelling & Conveyance	14,795	1,15,227
Telephone Charges	1,11,706	1,08,485
Repairs & Maintenance	1,24,872	83,794
Auditors' Remuneration		
Audit Fees	1,00,300	1,41,600
Certification Fees	88,500	1,26,850
Other Services	-	1,35,700
Motor Car Expenses	3,64,414	4,95,721
Listing & Registrar expenses	1,77,000	1,77,000
Security Service Charges	1,91,160	1,91,160
Miscellaneous Expenses	5,65,880	8,61,987
Security Transaction Tax Paid	25	24
Provision for Standard Assets	68,099	-
Provision for Sub-Standard/Doubtful Assets	-	1,95,84,716
Bad Debts	-	15,40,641
	<b>33,92,816</b>	<b>2,53,71,763</b>

**ADVENTZ SECURITIES ENTERPRISES LIMITED****Notes to the standalone financial statements for the year ended 31<sup>st</sup> March, 2021**

<b>22. Contingent liabilities and Capital Commitments</b>	Amount (Rs)	Amount (Rs)
(i) Contested demand of sales tax and penalty thereon for the years 1990-91,1991-92 & 1995-96	42,82,174	42,82,174
(ii) Contested demand of Income Tax assesement year 1985-86, 1986-87, 1990-91, 1998-99, 2006-07, 2008-09, 2009-10, 2010-11 and 2011-12	47,92,384	47,92,384
(iii) Contested demand of arrear rent charges including interest for the period June 1998 to May 2006 levied by the Estate Officer, Kolkata Port Trust in respect of lease premises at Taratala Road	2,78,05,395	2,78,05,395
(iv) Partly paid up shares of company	3,500	3,500
(v) Claims against Company not acknowledged as debts	19,67,205	19,67,205

23. Demands from Central Excise and Customs Authorities claiming in aggregate RS 8,32,280/- (P.Y. Rs 13,32,280/-) in respect of various matters are pending and being contested by the Company. This includes RS 1,09,556/- of Central Excise liability though confirmed by appellate authorities, but since the verification to determine the final liability is pending, provision thereof shall be made only on confirmation. Similarly, pending finality of the other matters; no provision has been made for these in the accounts.

24. No provision for accrued liability of gratuity and leave encashment has been made in these accounts (amount unascertained).

25. Capital commitment over right and entitlement over constructed area in the Ishwarnagar Property in New Delhi is Nil (Previous year Nil) after netting off advances. The advances of Rs.98 Lacs (Previous Year 98 Lacs) paid by the Company for the said acquisition is outstanding for a long time and doubtful of transaction being completed necessary provision made in the accounts.

26.

(a) As per terms of settlement between the Company and West Bengal State Electricity Board ('WBSEB'), WBSEB had agreed to provide concession of Rs 375 lacs approx. in respect of maximum demand charges from August, 1982 onwards, if granted to other Mini Steel Plants by the Court or otherwise. As per the order dated 10th December, 1986, the Hon'ble Court at Kolkata had directed WBSEB to modify and amend maximum demand charges claimed by them from other Mini Steel Plants against which WBSEB preferred an appeal. The appeal filed by WBSEB has been allowed by the Court. The other Mini Steel Plants have filed special leave petition before the Hon'ble Supreme Court, which is pending. The Company is expecting substantial relief on this account, which will be accounted for on finality of the matter. Pending this, the arrear Maximum Demand charges, as amicably settled with WBSEB, have been paid by the Company. Liability of interest/late payment surcharge on this account being not finally determined, no provision thereof has been made in the accounts with effect from 01.04.1989.

(b) The matter with regard to Company's claim for interest on Rs 23.63 lacs being amount refunded by WBSEB against provisional bills for the months June, 1988 to December, 1988 is pending before the Hon'ble Court at Kolkata which will be accounted for on finality of the matter.

27. The agreement for godown at Paharpur taken on Lease from Kolkata Port Trust (KPT) has been expired in 2002 and the same is yet to be renewed by KPT. The Company have filed a petition before the Alipore District Court, Kolkata for renewal of lease which is pending before the Court. As per Direction of the said Court, the Company has deposited a sum of Rs.25 Lacs with the Registrar, pending outcome of the matter. KPT has also claimed compensation of Rs.1.36 Crores pertaining to the period 15.09.2002 to 26.08.2009. Further the said Court has also directed the Company to pay Rs.25000/- as monthly rent to KPT which the company has been regular in payment. The godown has been subleased to West Bengal State Warehousing Corporation (WBSWC) and the tenant has given rent till June, 2009 and thereafter no rent has been received from them. The company has filed suit against WBSWC for recovery and eviction of the said tenant which has been disposed by the Court and decree obtained but yet to be executed on WBSWC pending rectification to file before the Court. No rental income on the godown has been accounted for in the accounts till certainty of recovery.

28. The agreement for godown at Taratala taken on lease from KPT has expired in 1998 and eviction notice issued by KPT. As per direction of the Estate Officer, the company paid Rs.12 Lacs to KPT towards arrear rent. KPT has claimed compensation of Rs.278.05 Lacs for the period from June,1998 to May,2006, which was contested by the company. No accounting for the same has been done by the Company. The portion of the godown was sub-leased to M/s.Jogendra Prasad Nayak & Sons who have vacated the godown and settled their dues in installments as per Settlement Agreement, but last installment is still pending. The balance area has been sub-leased to International Blending & Warehousing Corporation, who has not paid rent since July,1985 and is still occupying the area. The Company has filed suit against the aforesaid tenants for recovery/eviction, which is pending for disposal. In cases of ongoing disputes and non-receipt, the rental income from aforesaid tenants is not accounted for till certainty of recovery thereof. Management feels it is prudent not to account for, until receipt.

29. Balance in respect of certain Loans and Advances, Sundry Debtors are subject to confirmation from the respective parties and as such the recoverability thereof is unascertainable. Certain balances appearing in Sundry creditors, advance from customers' accounts, are also subject to confirmation.

30. The Company have sub-leased the godowns at Taratala and Paharpur taken on lease from Kolkata Port Trust to various parties who have defaulted in payment of rent. The Company has filed legal cases on the sub-tenants for recovery of the same and shall be accounted for as and when recovered by the Company.

**31. Segment Reporting**

The Company operates in one segment i.e. Investments and Finance, hence segment reporting has not been given.

### 32. Related Party Disclosures

As per IND-AS 24 'Related Party Disclosures' issued by ICAI, the disclosure of transactions with related parties are given below:

#### (i) Names of the related parties and description of relationship

##### List of related parties where control exists

##### 1. Key Management personal (KMP) and their relatives

Mr. Akshay Poddar	Director
Mrs. Puja Akshay Poddar (Resigned w.e.f. 15/09/2020)	Director
Mrs. Shradha Agarwala	Director
Mr. Saroj Kumar Poddar	Relative of Director
Mrs. Jyotsna Poddar	Relative of Director
Mr. Gaurav Agarwala	Director
Mr. Devendra Khemka	CFO/Manager
Mrs. Punam Singh	Company Secretary

##### 2. Associates

Adventz Finance Pvt. Ltd. (Holding Company)

##### 3. Enterprises where KMP/ relatives have significant influence or control

Adventz Finance Pvt. Ltd.	Lionel Edwards Ltd.
Adventz Investment Co. Pvt. Ltd.	Texmaco Infrastructure & Holdings Ltd.
Adventz Homecare Pvt. Ltd.	Texmaco Rail & Engineering Ltd.
Greenland Trading Pvt. Ltd.	Zuari Agro Chemicals Ltd.
Indrakshi Trading Co. Pvt. Ltd.	Zuari Global Ltd.
Adventz Industries India Pvt. Ltd.	Future Fuels (International) India Pvt.Ltd.
Lionel India Ltd.	Eureka Traders Pvt.Ltd.
Shracom Pvt.Ltd.	Zuari Infracore India Ltd. (100% Subsidiary of Zuari Global Ltd.)

#### (ii) Transactions with related parties during the period

Sl. No	Name of the Related Party	2020-2021	2019-2020
		Rs	Rs
1.	<b>Adventz Finance Pvt. Ltd.</b>		
	<u>Year end balances:</u>		
	Investment in Shares	2,71,23,25,151	1,98,65,11,310
2.	<b>Adventz Investment Company Pvt.Ltd.</b>		
	<u>Year end balances:</u>		
	Investment in Shares	2,18,65,943	5,57,57,094
	Loan Given	3,95,00,000	3,95,00,000
	<u>Year end balances:</u>		
	Year end receivables (Provision of Rs.3950000/- has been made during the year)	3,95,00,000	3,95,00,000
3.	<b>Greenland Trading Pvt. Ltd.</b>		
	<u>Year end balances:</u>		
	Investment in Shares	14,28,750	17,41,250
4.	<b>Indrakshi Trading Co. Pvt. Ltd.</b>		
	<u>Year end balances:</u>		
	Investment in Shares	13,36,250	17,07,500
5.	<b>Lionel India Ltd.</b>		
	<u>Transactions</u>		
	Travelling Expense	-	96,882
	Interest received	34,96,167	32,29,611
	Loan Given	1,00,00,000	4,37,50,000
	<u>Year end balances:</u>		
	Year end receivables	1,00,55,373	4,49,17,369
6.	<b>Future Fuels (International) India Ltd.</b>		
	<u>Transactions</u>		
	Interest received	9,57,288	6,52,411
	Loan Given	1,15,00,000	1,15,00,000
	<u>Year end balances:</u>		
	Year end receivables	-	1,16,87,002
7.	<b>Texmaco Infrastructure &amp; Holdings Ltd.</b>		
	<u>Transactions</u>		
	Dividend Received	7,61,828	7,61,828
	<u>Year end balances:</u>		
	Investment in Shares	26,66,39,800	11,78,92,883

**8. Texmaco Rail & Engineering Ltd.**

<u>Transactions</u>		
Dividend Received	3,80,914	13,33,199
<u>Year end balances:</u>		
Investment in Shares	10,17,04,038	7,42,78,230
<u>Transactions</u>		
Interest received	1,06,99,211	97,87,500
Loan Given	10,75,00,000	7,00,00,000
<u>Year end balances:</u>		
Year end receivables	11,02,11,886	7,22,42,369

**9. Zuari Agro Chemicals Ltd.**

<u>Transactions</u>		
Dividend Received	-	-
<u>Year end balances:</u>		
Investment in Shares	89,81,284	61,01,147

**10. Zuari Global Ltd.**

<u>Transactions</u>		
Dividend Received	1,97,608	98,804
<u>Year end balances:</u>		
Investment in Shares	79,53,722	27,07,230

**11. Adventz Industries India Pvt. Ltd.**

<u>Transactions</u>		
Interest received	12,619	34,383
Loan Given	4,75,000	3,25,000
<u>Year end balances:</u>		
Year end receivables	4,75,000	-

**12. Eureka Traders Pvt.Ltd.**

<u>Transactions</u>		
Interest received	-	-
<u>Year end balances:</u>		
Year end receivables (Provision of Rs.350000/- has been made in the accounts)	3,50,000	3,50,000

**13. Shracom Pvt. Ltd.**

<u>Year end balances:</u>		
Investment in Shares	25,00,000	-
<u>Transactions</u>		
Interest received	-	2,92,471
Loan Given	-	25,00,000
<u>Year end balances:</u>		
Year end receivables	-	25,25,484

**14. Gobind Sugar Mills Ltd.**

<u>Transactions</u>		
Interest received	20,00,000	-
Loan Given	80,00,000	80,00,000
<u>Year end balances:</u>		
Year end receivables	80,00,003	80,00,649

**15. Zuari Infraworld India Ltd.**

<u>Transactions</u>		
Interest received	4,21,918	-
Loan Given	2,00,00,000	-
<u>Year end balances:</u>		
Year end receivables	2,03,90,274	-

**33. Earning per share (EPS)**

	31 March, 2021	31 March, 2020
The following reflects the profit and share data used in the basic and diluted EPS computations:		
Net Profit / (Loss) attributable to equity shareholders (in Rs)	74,88,35,199	(57,18,27,955)
Weighted average number of equity shares in calculating EPS	56,27,787	56,27,787
Nominal value of Equity Shares (in Rs)	10	10
Basic & Diluted EPS (in Rs)	133.06	(101.61)

34. On the basis of physical verification of assets and cash generation capacity of those assets, in the management perception, there is no impairment of assets during the period 01.04.2020 to 31.03.2021

35. The Company has maintained general provision towards outstanding Standard Assets @ 0.25% amounting to Rs 840,900 as per Notification issued by Reserve Bank of India.

### 36 Financial Instrument and Related Disclosures

#### A. Fair Value of Financial Assets and Financial Liabilities with Fair Value Hierarchy

As at 31st March, 2021

Financial assets and financial liabilities at fair value	Level 1	Level 2	Level 3	Amortised Cost	Total
<b>Financial assets</b>					
<b>Financial assets at FVTPL</b>					
- Investments	30,68,703	-	-	-	30,68,703
<b>Financial assets at FVTOCI</b>					
- Investments	42,85,33,616	-	7,64,71,843	-	50,50,05,459
<b>Financial assets at Amortised cost</b>					
- Cash & Cash Equivalents	-	-	-	14,83,657	14,83,657
- Loans	-	-	-	41,25,14,705	41,25,14,705
- Investments	-	-	-	2,71,23,25,151	2,71,23,25,151
- Other Financial Assets	-	-	-	4,02,345	4,02,345
<b>Total Financial assets</b>	<b>43,16,02,319</b>	<b>-</b>	<b>7,64,71,843</b>	<b>3,12,67,25,858</b>	<b>3,63,48,00,020</b>
<b>Financial Liabilities</b>					
<b>Financial Liabilities at Amortised Cost</b>					
- Borrowings (Other than Debt Securities)	-	-	-	24,19,98,482	24,19,98,482
<b>Total Financial Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>24,19,98,482</b>	<b>24,19,98,482</b>

As at 31st March, 2020

Financial assets and financial liabilities at fair value	Level 1	Level 2	Level 3	Amortised Cost	Total
<b>Financial assets</b>					
<b>Financial assets at FVTPL</b>					
- Investments	40,10,417	-	-	-	40,10,417
<b>Financial assets at FVTOCI</b>					
- Investments	22,53,40,315	-	18,67,50,808	-	41,20,91,123
<b>Financial assets at Amortised cost</b>					
- Cash & Cash Equivalents	-	-	-	1,36,72,070	1,36,72,070
- Loans	-	-	-	37,40,04,184	37,40,04,184
- Investments	-	-	-	1,98,65,11,310	1,98,65,11,310
- Other Financial Assets	-	-	-	13,83,199	13,83,199
<b>Total Financial assets</b>	<b>22,93,50,732</b>	<b>-</b>	<b>18,67,50,808</b>	<b>2,37,55,70,763</b>	<b>2,79,16,72,303</b>
<b>Financial Liabilities</b>					
<b>Financial Liabilities at Amortised Cost</b>					
- Borrowings (Other than Debt Securities)	-	-	-	24,19,98,482	24,19,98,482
<b>Total Financial Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>24,19,98,482</b>	<b>24,19,98,482</b>

#### B. Financial Risk Management

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

**(i) Market Risk**

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

**Foreign currency risk**

Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. Currently the Company does not have any foreign currency exposure.

**Interest rate risk**

The main business of the Company is providing inter corporate deposits and investment in equity shares, preference shares, Mutual fund and Alternative investment fund. These activities expose to interest rate risk.

Interest rate risk is measured through earnings at risk from an earning perspective. The Company monitors the change in economic value of equity arising out of change in the Interest rate. Further, an interest rate sensitivity gap analysis is done by classifying all rate sensitive assets into various time period categories according to earliest of contracted/behavioural maturities or anticipated re-pricing date. The difference in the amount of rate sensitive assets maturing or being re-priced in any time period category, gives an indication of the extent of exposure to the risk of potential changes in the margins on new or re-priced assets. The Company monitors interest rate risk through above measures on regular intervals.

Further there is no borrowing availed by the company during the year as well as previous year, hence no interest rate risk arise relating to financial liabilities.

**Equity Price Risk**

Equity price risk is related to change in market reference price of investments in equity securities held by the Company.

The fair value of quoted investments held by the Company exposes the Company to equity price risks. In general, these investments are not held for trading purposes. The fair value of quoted investments in equity, classified as "fair value through other comprehensive income" as at March 31, 2021 and March 31, 2020 was Rs. 42.85 crores and Rs. 22.53 crores, respectively.

A 10% change in equity prices of such securities held as at March 31, 2021 and March 31, 2020, would result in an impact of Rs. 4.28 crores and Rs. 2.25 crores respectively on equity before considering tax impact.

**(ii) Liquidity Risk**

Liquidity risk is the risk than an entity will encounter difficulty in meeting obligation associated with financial liabilities that are settled by delivering cash or other financial assets. The Company mitigates its liquidity risks by ensuring timely collections of its receivables and close monitoring of its credit cycle.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date:

Particulars	Carrying value	On Demand	Less than 1 year	Beyond 1 year	Total
<b>As at 31st March, 2021</b>					
Other Financial Liabilities	24,19,98,482	24,19,98,482	-	-	24,19,98,482
<b>As at 31st March, 2020</b>					
Other Financial Liabilities	24,19,98,482	24,19,98,482	-	-	24,19,98,482

**(iii) Credit Risk**

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of credit worthiness as well as concentration risks.

Financial instruments that are subject to credit risk and concentration thereof principally consist of rent receivables, loans receivables, investments in alternative investment fund, preference share and mutual funds and other financial assets. None of the financial instruments of the Company result in material concentration of credit risk except some loans made by the company and against which sufficient provision for expected credit loss has been made.

The carrying value of financial assets represents the credit risk. The exposure to credit risk was Rs. 41.29 crores and Rs. 37.54 crores, as at March 31, 2021 and March 31, 2020 respectively, being the total carrying value of rent receivables, investments in alternative investment fund, mutual funds, preference share, loans, and other financial assets.

**(iv) Capital Management Risk**

The Company's policy is to maintain a strong capital base for future development of the business considering capital adequacy requirement as mandated by Reserve Bank of India from time to time. For the purpose of Company's capital management, capital includes issued capital and all other equity attributable to equity shareholders of the Company. As at 31st March, 2021, the Company has only one class of equity shares.

**(v) Expected Credit Loss**

Ind AS 109 outlines a 'three stages' model for impairment based on changes in credit quality since initial recognition as summarized below. The objective of the impairment requirements is to recognize life time expected credit loss (ECLs) on all financial instruments for which there have been significant increases in credit risk since initial recognition – whether assessed on an individual or collective basis.

At the reporting date, an allowance (or provision for loan and advances) is required on stage 1 assets at 12 month ECLs. If the credit risk has significantly increased since initial recognition (Stage 1), an allowance (or provision) should be recognised for the lifetime ECLs for financial instruments for which the credit risk has increased significantly since initial recognition (Stage 2) or which are credit impaired (Stage 3).

The measurement of ECL is calculated using three main components:

- (i) Probability of Default (PD)
- (ii) Loss Given Default (LGD) and
- (iii) the Exposure At Default (EAD).

The 12 month ECL is calculated by multiplying the 12 month PD, LGD and the EAD.

The 12 month and lifetime PDs represent the PD occurring over the next 12 months and the remaining maturity of the instrument respectively.

The EAD represents the expected balance at default, taking into account the repayment of principal and interest from the balance sheet date to the default event together with any expected drawdowns of committed facilities.

The LGD represents expected losses on the EAD given the event of default, taking into account, among other attributes, the mitigating effect of collateral value at the time it is expected to be realised and the time value of money.

**Probability of default** represents the likelihood of a borrower defaulting on its financial obligation either over the next 12 months (12M PD) or over the remaining lifetime (Lifetime PD) of the obligation.

**Exposure at Default (EAD)** is the total amount of an asset the entity is exposed to at the time of default. EAD is defined based on the characteristics of the assets. EAD is dependent on the outstanding exposure of an asset sanctioned amount of loan and credit conversion factor for non-funded exposure.

**Loan Given Default (LGD)** it is part of the assets which is lost provided the assets default. The recovery rate is derived as a ratio of discounted value of recovery cash flow (incorporating the recovery time) to total exposure of amount at the time of default.

The Company assesses when a significant increase in credit risk has occurred based on quantitative and qualitative assessments. Exposures are considered to have resulted in a significant increase in credit risk and are moved to Stage 2 when:

- i. Quantitative test: Rebuttable presumption for accounts that are 30 calendar days or more past due move to Stage 2 automatically. Also, rebuttable presumption for accounts that are 90 calendar days or more past due move to Stage 3 automatically.
- ii. Qualitative test: Accounts that meet the portfolio's 'high risk' criteria and are subject to closer credit monitoring. High risk customers may not be in arrears but either through an event or an observed behaviour exhibit credit distress.
- iii. Reversal in Stages: Exposures will move back to Stage 2 or Stage 1 respectively, once they no longer meet the quantitative criteria set out above. For exposures classified using the qualitative test, when they no longer meet the criteria for a significant increase in credit risk and when any cure criteria used for credit risk management are met.

The definition of default for the purpose of determining ECLs has been aligned to the RBI definition of default, which considers indicators that the debtor is unlikely to pay and is no later than when the exposure is more than 90 days past due. The Company continues to incrementally provide for the asset post initial recognition in Stage 3, based on its estimate of the recovery.



**37. Disclosures for IND-AS 37, 'Provisions, Contingent Liabilities and Contingent Assets' :**

	Provision for doubtful debts	Provision for Standard Assets	Provision for Doubtful Loans & Advances
	Rs	Rs	Rs
Carrying amount at the beginning of the year	-	7,72,801	1,99,34,716
Additional provision during the year	-	68,099	(88,00,065)
	-	8,40,900	1,11,34,651
Amounts charged against the provisions	-	-	-
Carrying amount at the end of the year	-	8,40,900	1,11,34,651

**38. Impact of COVID :**

The outbreak of 2nd wave of Corona (COVID-19) pandemic globally is causing a slowdown of economic activity and businesses are being forced to cease or limit their operations for long or indefinite period of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing and closures of non-essential services have triggered disruptions to businesses worldwide, resulting in an economic slowdown and uncertainties pertaining to future operations. The Company has considered the possible effects on its business that may result from COVID-19 on the carrying amount of receivables and other investments made by the Company as on the reporting date. Based on assumptions and current estimates in view of the pandemic, the Company expects that the carrying amounts of receivables and other investments will be recovered in due course of time. Also, there is no material uncertainty on the ability of the Company to continue as a going concern and there is no material event/ circumstances due to COVID-19 as on the date of approval of the Financial Statement that requires separate adjustment or disclosure.

**39. DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS PER MSMED ACT 2006**

(On the basis of the information and records available with the management)

PARTICULARS	As at 31st March, 2021	As at 31st March, 2020
1. The principal amount and the interest due thereon remaining unpaid to any Micro/Small supplier		
a) Principal Amount	Nil	Nil
b) Interest thereon	Nil	Nil
2. The interest paid by the buyer as above, along with the amount of payments made beyond the appointed date during each accounting year.	Nil	Nil
3. The amount of interest due and payable for the period of delay in making payments which has been made beyond the appointed day (during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act 2006.	Nil	Nil
4. The amount of interest accrued and remaining un paid at the end of each accounting year.	Nil	Nil
5. The amount of further interest remaining due and payable even in the succeeding year until such date when the interest dues as above are actually paid to the Small / Micro Enterprises.	Nil	Nil

The Company has circulated confirmation for the identification of suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006. On the basis of information available with the Company under the aforesaid Act, there are no enterprises to whom the Company owes dues which are outstanding during the year end. This has been relied upon by the Auditors.

40. The Company has opted the provisions of Section 115BAA of the Income Tax Act, 1961 for determination of current tax liability from the financial year ended 31st, March, 2020 corresponding to the assessment year 2020-2021.

41. Expenses in foreign currency on account of travelling Rs Nil (Previous year Rs Nil))

42. Previous year figures have been reclassified wherever appropriate to confirm to current year's presentation.

43. All the figures in these notes are in 'Rs' except otherwise stated.

As per our report of even date

For and on behalf of the Board

**For Chaturvedi & Company**  
Firm Registration No. 302137E  
Chartered Accountants

Gaurav Agarwala  
Director  
DIN : 00201469

**Nilima Joshi**  
Partner  
M. No. 52122

Piyush Khaitan  
Director  
DIN : 00348151

Place : Kolkata  
Dated : 29th June, 2021

Devendra Khemka  
Chief Financial Office

UDIN : 21052122AAAABF4494

Punam Singh  
Company Secretary  
Membership No.:A3864