



Delta Industrial Resources Limited

CIN : L52110DL1984PLC019625

01/09/2021

To,

Department of Corporate Relations BSE Limited P.J. Towers, Dalal Street, Fort Mumbai-400 001	Metropolitan Stock Exchange of India Limited (Formerly Known as MCX Stock Exchange Limited) 4th Floor, Vibgyor Towers, Bandra Kurla Complex, Bandra East, Mumbai - 400 098
Security/Scrip Code: 539596	Symbol : DELTA

Subject: Submission of Annual Report U/r 34 (1) of SEBI (LODR) Regulation, 2015

Dear Sirs

Pursuant to regulation 34 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report for the financial year ended 31st March, 2021 including Notice of the Annual general Meeting of the Company scheduled to be held on Wednesday, 29th September, 2021 at 11:00A.M at the registered office of the Company at 325, Third Floor, Aggarwal Plaza, Sector 14, Rohini, New Delhi-110085.

The Company will provide to its members the facility to cast their vote(s) on all resolutions set out in the Notice by electronic means ("e-voting"). The Remote e-voting Details are given below:

Cut-off Date for ascertaining list of shareholder for remote e-voting	22nd September, 2021
Remote e-voting Start date with time	26th September, 2021 (09:00 AM)
Remote e-voting End date with time	28th September, 2021 (05:00 PM)
Day, Date and Time of AGM	Wednesday 29th September, 2021 at 11:00 AM

We request you to kindly take the above information on record

Thanking You,
Yours faithfully,

For Delta Industrial Resources Limited


Pawan Kumar Mittal
Director
DIN: 00749265



Encl. Annual Report

DELTA INDUSTRIAL RESOURCES LIMITED

36TH ANNUAL REPORT FINANCIAL YEAR 2020-21

CORPORATE INFORMATION

CIN

L52110DL1984PLC019625

BOARD OF DIRECTORS

Mr. Pawan Kumar Mittal, Non-Executive Director
Mrs. Kiran Mittal, Non-Executive Director
Mr. Jitendra Kumar Agarwal, Independent Director
Mr. Prakash Chand Jajoria, Independent Director

KEY MANAGERIAL PERSONNEL

Ms. Anamika, Company Secretary
Mrs. Barkha CFO&CEO

STATUTORY AUDITORS

V. N. Purohit & Co., Chartered Accountants
214, New Delhi House, 2nd Floor, 27, Barakhamba
Road, New Delhi-110001

SECRETARIAL AUDITOR

M/s G Aakash & Associates
Company Secretaries,
1878, H.B.C., Sector-13, 17
Panipat-132103, Haryana

INTERNAL AUDITOR

S. K. Goel & Associates, Chartered Accountants
C C-1/117,3rd Floor, Front Side, Opposite St. Marks
School, Janak Puri, New Delhi-110058

BANKERS

IDFC Bank
E-8, Prashant Vihar, New Delhi- 110085

COMPANY'S WEBSITE

www.dirl.in

BOARD COMMITTEES

Audit Committee

Mr. Prakash chand jajoria, Chairamn & Member
Mr. Jitendra kumar Aggarwal, Member
Mr. Pawan Kumar Mittal, Member

Nomination & Remuneration Committee

Mr., Jitendra kumar Aggarwal Chairamn & Member
Mr. Prakash chand jajoria, Member
Mr. Pawan Kumar Mittal, Member

Stakeholder's Relationship Committee

Mr. Jitendra kumar Aggarwal, Chairamn & Member
Mr. Prakash chand jajoria, Member
Mr. Pawan Kumar Mittal, Member

REGISTRAR & SHARE TRANSFER AGENT

Skyline Financial Services Private Limited
D-153A, First Floor, Okhla Industrial Area, Phase-I
New Delhi-110020

NAME OF THE STOCK EXCHANGE AT WHICH THE COMPANY'S SECURITIES ARE LISTED

BSE Limited
Metropolitan Stock Exchange of India Limited (MSEI)

REGISTERED OFFICE

Shop No. 325, Third Floor, Aggarwal Plaza, Sector 14,
Rohini, New Delhi-110085

INVESTOR'S HELPDESK

Ms. Anamika,
Company Secretary & Compliance Officer
E-mail Id: deltaindlttd@gmail.com
Ph.: 011-27860681

DECLARATION ON AUDITED FINANCIAL RESULTS

pursuant to the second proviso to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, by the SEBI (Listing Obligations and Disclosure Requirements) (Amendments) Regulations, 2016 vide notification No. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016 read with Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016, we, the undersigned, on behalf of the Board of Directors of Delta Industrial Resources Limited ("Company") (CIN: L52110DL1984PLC019625) having its registered office at Shop No. 325, Third Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi 110085 hereby confirms that M/s. V. N. Purohit & Co., Chartered Accountants (FRN: 304040E), the Statutory Auditors of the Company have issued their Audit Report with unmodified opinion on Audited Standalone Financial Results of the Company for the quarter and year ended 31st March, 2021.

For **Delta Industrial Resources Limited**

Sd/-

Barkha

CFO & CEO

Date: 21.06.2021

Place: New Delhi

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NOTICE

Notice is hereby given that the 36th Annual General Meeting of the members of **Delta Industrial Resources Limited** will be held on Wednesday, 29th September, 2021 at 11:00 A.M. at **Shop No. 325, Third Floor, Aggarwal Plaza, Sector- 14, Rohini, New Delhi- 110085** to transact the following business:

ORDINARY BUSINESS

Item No. 1: To receive, consider and adopt the Audited standalone Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Reports of the Board of Directors and the Auditors thereon.

Item No. 2: To appoint a Director in place of Mrs. Kiran Mittal (DIN: 00749457) who retires by rotation and, being eligible, offers herself for re-election.

SPECIAL BUSINESS

Item No. 3: Regularisation of Mr. Ankit Singhal (DIN: 03592385) as an Independent Director.

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

“RESOLVED THAT Mr. Ankit Singhal (DIN: 03592385) who was appointed by the Board as an Additional Director of the Company with effect from 09th April, 2021 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and Article of the Articles of Association of the Company but who is eligible for appointment be and is hereby appointed as Independent Director of the Company.

RESOLVED THAT that pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 “(SEBI Listing Regulations), as amended from time to time, the appointment of Mr. Ankit Singhal (DIN: 03592385) who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed there under, and the regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 09th April, 2021 to 08th April, 2026.”

Item No. 4: Regularisation of Mr. Ish Sadana (DIN: 07141836) as an Independent Director.

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

“RESOLVED THAT Mr. Ish Sadana (DIN: 07141836) who was appointed by the Board as an Additional Director of the Company with effect from 09th April, 2021 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and Article of the Articles of Association of the Company but who is eligible for appointment be and is hereby appointed as Independent Director of the Company.

RESOLVED THAT that pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 (“SEBI Listing Regulations), as amended from time to time, the appointment of Mr. Ish Sadana (DIN: 07141836) who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed there under, and the regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 09th April, 2021 to 08th April, 2026.”

Item No. 5: Approval for availing loan(s) Convertible into equity shares:

To consider and if thought fit, to pass, with or without modifications, the following resolution(s) as a Special Resolution:

“RESOLVED THAT pursuant to Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 and subject to all such approvals, permissions or sanctions as may be necessary and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approvals, permissions or sanctions, which may be agreed by the Board of Directors of the Company (hereinafter referred to as “the Board”, which expression shall be deemed to include any Committee duly constituted/ to be constituted by the Board to exercise its powers, including the powers conferred by this resolution), the consent of the Members of the Company be and is hereby accorded to the Board in respect of the financial assistance, including unsecured loans, to be availed from Financial Institutions/Banks/any Bodies Corporate/Directors (hereinafter collectively referred to as the “Lenders”) from time to time aggregating to a sum not exceeding Rs. 100,00,00,000/- (Rupees One Hundred Crore Only) (“Facilities”), such that in the event of request by the Company for restructuring the facilities under the lending arrangements as may be executed between the Lenders and the Company or upon exercise of an option provided/agreed under the lending arrangements, Lenders, may be able to convert the outstanding facilities or part thereof, into equity shares in

the Company upon such terms and conditions as may be deemed appropriate by the Board and at a price to be determined at the time of such conversion.

RESOLVED FURTHER THAT either up on the acceptance of the option provided by the Company to the Lenders to convert Facilities into equity shares of the Company or on receipt of notice from the Lenders exercising the option of conversion of Facilities into equity shares in terms of the lending arrangements, for the conversion of Facilities (or part thereof), the Board be and is hereby authorised to do all such acts, deeds and things as the Board may think necessary and shall allot and issue requisite number of fully paid-up equity shares in the Company to such Lenders.

RESOLVED FURTHER THAT the equity shares to be allotted and issued to such Lenders, either pursuant to the request forwarded by the Company for conversion of the existing Facilities (either in full or in part) or upon the right of conversion exercised by the Lenders, shall rank pari passu in all respects with the then existing equity shares in the Company and be listed on the stock exchange(s) where the existing shares of the Company are listed.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things, execute all such documents, instruments and writings and give such directions as may be deemed necessary or expedient, to give effect to this resolution.”

**By the order of the Board of Directors of
Delta Industrial Resources Limited
sd/-
Anamika
Company Secretary & Compliance officer
M. No. A41114**

Date: 28.08.2021

Place: New Delhi

NOTES

1. The Explanatory Statement pursuant to Section 102(1) of the companies Act, 2013 relating to the Special Business, if any to be transacted at the meeting is annexed hereto
2. **A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and a proxy need not be a member of the company. A blank form of proxy is enclosed herewith and if intended to be used, it should be deposited duly completed at the registered office of the company not**

less than forty eight hours before the scheduled time of the commencement of Annual General Meeting.

3. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Attendance slip, proxy form, Ballot Form and the route map of the venue of the meeting are annexed hereto.
5. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the relevant Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting and the business set out in the Notice will be transacted through such voting. Information's and instructions including details of user id and password relating to e voting are sent herewith. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again. The members who have cast their vote(s) by using remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting.
8. A brief resume of each of the Directors proposed to be re-appointed at this AGM, nature of their expertise in specific functional areas, names of companies in which they hold directorship and membership / chairmanships of Board Committees, shareholding and relationship between directors inter se as stipulated 3 under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other requisite information as per Clause 1.2.5 of Secretarial Standards-2 on General Meetings, are provided in Annexure 1
9. Pursuant to section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Thursday, 23rd September, 2021 to Wednesday, 29th September, 2021 (both days inclusive) for the purpose of Annual General Meeting.
10. The ISIN of the Equity Shares of Rs.10/- each is INE681Q01015.
11. Sections 101 and 136 of the Companies Act, 2013 read with the rules made thereunder, permit the listed companies to send the notice of Annual General Meeting and the Annual Report, including financial statements, board's report, etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their email ids with their respective depository participants or with the share transfer agent of the Company or for the other whose e-mail id is not registered same shall couriered to them.
12. Members may also note that the Notice of the AGM and the Annual Report for F.Y. 2020-21 will also be available on the Company's website www.dirl.in.
13. Members/ proxies/Authorized representatives are requested to bring to the meeting necessary details of their shareholdings, attendance slips and copies of Annual Report.
14. The following Statutory Registers are open for inspection of members and others at the registered office of the Company as prescribed in the respective sections of the Companies Act, 2013 as specified below:

- a. Register of contracts with related party and contracts and bodies etc. in which directors are interested under section 189 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.
- b. Register of directors and key managerial personnel and their shareholding under section 170 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.

The aforesaid registers shall be kept open for inspection at the Annual General Meeting by any person attending the meeting.

15. Members are requested to notify change in address, if any, to the Share Transfer Agent and to the Company quoting their Folio Numbers, number of shares held etc.
16. Members are requested to register their e-mail addresses for receiving communications including Annual Reports, Notices, and Circulars etc. by the Company electronically.
17. Members holding shares in demat form are requested to submit their Permanent Account Number (PAN) to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details to the company in order to comply with the SEBI guidelines.
18. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
19. Pursuant to the provisions of Section 72 of the Companies Act 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in demat form may contact their respective Depository Participant for availing this facility.
20. All documents referred to in accompanying Notice shall be open for inspection and shall be available at the registered office of the Company on all working days during business hours from the date of this Notice up to the date of AGM.
21. SEBI has decided that securities of listed companies can be transferred only in dematerialised form from a cut-off date, to be notified. In view of the above and to avail various benefits of decartelisation members are advised to dematerialise shares held by them in physical form.

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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the 36th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e- Voting system.

The Notice of the 36th Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link www.evoting.nsdl.com or www.dirl.in.

The facility for voting through Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

PROCEDURE TO LOGIN TO E-VOTING WEBSITE

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

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





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demataccount maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e.NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the

	<p>remote e-Voting period.</p> <ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDLand you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the

	user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e.NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

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

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nSDL.com.
- b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nSDL.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nSDL.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the

e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

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

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs.goelaakash@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

or contact Ms.Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email id – evoting@nsdl.co.in or pallavid@nsdl.co.in or SoniS@nsdl.co.in or at telephone nos.:- +91 22 24994545, +91 22 24994559, who will also address the grievances connected with voting by electronic means. Members may also write to the Company Secretary at the Company's email address deltaindltd@gmail.com.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (deltaindltd@gmail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (smartcap.delhi@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e.Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

OTHER INFORMATION

1. The e-voting period commences on 26th September, 2021 (9:00 a.m.) and ends on 28th September, 2021 (5:00 p.m.). During this period, members of the Company holding shares either in physical or dematerialized form, as on the relevant date i.e. Wednesday, 22nd September, 2021, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which a vote has already been cast. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice convening the AGM and up to the cut-off date i.e. 22nd September, 2021, may obtain his login ID and password by sending a request at evoting@nsdl.co.in.
2. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of Wednesday, 22nd September, 2021.
3. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
4. Mr. Aakash Goel, Proprietor of **M/s G Aakash & Associates, Practicing Company Secretaries** has been appointed as the Scrutinizer for the Purpose of Annual General Meeting.

5. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the voting cast at the meeting and make a Scrutinizer's Report of the votes cast in favour or against, if any, and to submit the same to the Chairman of the AGM not later than three working days from the conclusion of the AGM.
6. The Results shall be declared forthwith after the submission of Scrutinizer's Report either by Chairman of the Company or by any person authorized by him in writing and the resolutions shall be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.
7. The Results declared along with the Scrutinizer's Report will be available on the website of the Company www.dirl.in after the declaration of the results by the Chairman.

MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION.

**By the order of the Board of Directors of
Delta Industrial Resources Limited**

sd/-

**Anamika
Company Secretary & Compliance officer**

M. No. A41114

Date: 28.08.2021

Place: New Delhi

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

Item No. 3

Regularisation of Mr. Ankit Singhal (DIN: 03592385) as an Independent Director

Mr. Ankit Singhal (DIN: 03592385), aged 34 years, holds a qualified Company Secretary degree from the Institute of Company Secretaries of India (ICSI) vide Membership No. 41744 and hold Certificate of Practise and having 5 years of post qualification experience in the field of Corporate Secretarial services. He also qualified Independent director exam conducted by IICA.

The Nomination & Remuneration Committee at its Meeting held on 09th April ,2021 considered, approved and recommended to the Board and/or Shareholders (Members), the appointment of Mr. Ankit Singhal (DIN: 03592385), as an Independent Director for a period of five (5) years effective from 12th April ,2021.

Subsequently, the Board of Directors at its meeting held on 09th April, 2021, considered and approved, Mr. Ankit Singhal (DIN: 03592385), as an Additional Director [Category – Independent Director] of the Company, to hold the office till the conclusion of the forthcoming Annual General Meeting of the Company.

The Company has received a notice in writing from the Directors under Section 160 of the Companies Act, 2013, from Ankit Singhal signifying his candidature for the office of Independent Directors of the Company. The Company has received a declaration of independence from Mr Ankit Singhal . In the opinion of the Board, Mr Ankit Singhal fulfills the conditions specified in the Companies Act, 2013 and the Equity Listing Agreement, for appointment as Independent Director of the Company. A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company.

None of the Directors or Key Managerial Personnel and their relatives, except Mr Ankit Singhal, are concerned or interested (financially or otherwise) in this Resolution. The Board commends the Ordinary Resolution set out at Item no. 3 for approval of the Members.

The information or details required as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to him are given below:

S. No.	Name of the Director	Mr. Ankit Singhal
1.	DIN	03592385
1.	Date of Birth	18/12/1987
2.	Date of Appointment	09/04/2021
3.	Qualification	Company Secretary degree from the Institute of Company Secretaries of India (ICSI)
4.	Experience &Expertise	He is Practising Company Secretary and having 5 years post qualification experience in the field of Corporate Secretarial Services .
5.	Directorship in other Public Entities	1. Patback Business Limited

		2. Esquire Money Guarantees Ltd
6.	Number of Shares Held in Company	NIL
7.	Chairman / Member of Committee(s) of Board of Directors of the Company	Member of 3 Committee in the board and Chairman of 2Committee of the Company
8.	Chairman / Member of the Committee(s) of Board of Directors of other Companies in which he is a Director	Member of 3 Committee in the board and Chairman of 1Committee of the Company
9.	Whether related with other Directors / Key Managerial Personnel	NIL

Item No. 4

Regularisation of Mr. Ish Sadana (DIN: 07141836) as an Independent Director

Mr. Ish Sadana (DIN: 07141836), aged 36 years, holds a qualified Company Secretary degree from the Institute of Company Secretaries of India (ICSI) and hold Certificate of Practise and having 5 years of post qualification experience in the field of Corporate Secretarial services. He also qualified Independent director exam conducted by IICA.

The Nomination & Remuneration Committee at its Meeting held on 09th April ,2021 considered, approved and recommended to the Board and/or Shareholders (Members), the appointment of Ish Sadana (DIN: 07141836), as an Independent Director for a period of five (5) years effective from 09th April ,2021.

Subsequently, the Board of Directors at its meeting held on 09th April, 2021, considered and approved, Mr. Ish Sadana (DIN: 07141836), as an Additional Director [Category – Independent Director] of the Company, to hold the office till the conclusion of the forthcoming Annual General Meeting of the Company.

The Company has received a notice in writing from the Directors under Section 160 of the Companies Act, 2013, from Mr. Ish Sadana signifying his candidature for the office of Independent Directors of the Company. The Company has received a declaration of independence from Mr. Ish Sadana . In the opinion of the Board, Mr. Ish Sadana fulfills the conditions specified in the Companies Act, 2013 and the Equity Listing Agreement, for appointment as Independent Director of the Company. A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company.

None of the Directors or Key Managerial Personnel and their relatives, except Mr Ish Sadana , are concerned or interested (financially or otherwise) in this Resolution. The Board commends the Ordinary Resolution set out at Item no. 4 for approval of the Members.

The information or details required as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to him are given below:

S. No.	Name of the Director	Mr. Ish Sadana
1.	DIN	07141836
1.	Date of Birth	26/02/1985
2.	Date of Appointment	09/04/2021
3.	Qualification	Company Secretary degree from the Institute of Company Secretaries of India
4.	Experience & Expertise	He is Practising Company Secretary and having 5 years post qualification experience in the field of Corporate Secretarial Services .
5.	Directorship in other Public Entities	1. Patback Business Limited 2. Gulmohar Investments and holdings Limited
6.	Number of Shares Held in Company	NIL
7.	Chairman / Member of Committee(s) of Board of Directors of the Company	Member of 3 Committee in the board and Chairman of 1 Committee of the Company
8.	Chairman / Member of the Committee(s) of Board of Directors of other Companies in which he is a Director	Member of 6 Committee in the board and Chairman of 2 Committee of the Company -
9.	Whether related with other Directors / Key Managerial Personnel	NIL

ITEM NO. 06: Approval for availing loan(s) convertible into equity shares :

To meet funding requirements towards proposed operational expenditures of the Company and for general corporate purposes, the Company is proposing to avail financial assistance to the tune of upto Rs. 100,00,00,000 (Rupees One Hundred Crores only) by way of Rupee Term Loans, unsecured loans, Corporate Loans etc. ("Facilities"), from time to time from various Lenders i.e. Bank(s) / Financial Institution(s)/ any Bodies Corporate/Directors. The Company is in initial discussions with Lenders for availing the Facilities upon such terms and conditions stipulated by them and approved by the Board and specifically set out under the lending arrangement to be executed by and between the Company and the Lenders.

As per the terms mentioned in the lending arrangements, the said facilities may be converted into Equity Shares of the Company upon happening of any of the following events:

- Request forwarded by the Company requesting the Lenders to convert their existing loan into the Equity Shares in the Company; or
- Upon exercise of an option to convert whole or part of the outstanding Facilities into fully paid up Equity Shares of the Company.

The Equity Shares to be allotted upon conversion of the Loan shall be done at a price to be determined at the time of such conversion.

In terms of the provisions of the Section 62(3) and other applicable provisions of the Companies Act, 2013, an increase of the subscribed capital of a Company caused by the exercise of an option as a term attached to the loan raised by the Company to convert such loans into shares in the company, can only be done, if the terms of issue of loan containing an option to convert such loans into shares in the company, have been approved before the raising of loan by a special resolution passed by the Company in general meeting. Accordingly, approval of the members of the Company is being sought under Section 62(3) of the Companies Act, 2013 to authorise the Lenders to convert their outstanding Facilities into equity shares in the Company. Accordingly, the Board recommends the resolution as set out in Item No. 06 above for approval of the members of the Company as a special resolution.

None of Directors, KMPs of the Company and their relatives are, in any way, concerned or interested in the resolution, except to the extent of their shareholding in the Company, if any.

The nature of concern or interest, financial or otherwise, if any, in respect of power to borrow monies and/or mortgage properties (moveable/immovable):

- i. Directors: None of the Directors of the Company is concerned or interested in the proposed resolution except to the extent of their shareholdings;
- ii. Every other Key Managerial Personnel: NIL;
- iii. Relatives: Only to the extent of their shareholdings.

ANNEXURE-1**Details of Directors seeking appointment/re-appointment at the Annual General Meeting pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)**

S. No.	Name of the Director	Mrs. KIRAN MITTAL
1.	DIN	00749457
2.	Date of Birth	22/12/1972
3.	Date of Appointment	30/09/2015
4.	Qualification	Cost and Management Accountant, B. Com
5.	Expertise	She has experience of 21 years in the field of Cost and Management .
6.	Directorship in other Entities	<ol style="list-style-type: none">1. Shree Worstex Limited2. Patback Business Limited3. Gulmohar Investments and holdings Limited4. Rita Finance and Leasing Limited5. Adishakti Loha And Ispat Limited6. Dolf Leasing Limited7. Ispatika International Limited
7.	Number of Shares Held in Company	400000
8.	Chairman / Member of Committee(s) of Board of Directors of the Company	-
9.	Chairman / Member of the Committee(s) of Board of Directors of other Companies in which he is a Director	Member of total (3) Committees of Board of Directors of other Companies
10.	Whether related with other Directors / Key Managerial Personnel	Spouse of Mr. Pawan Kumar Mittal, Director of the Company

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP-ID/CLIENT-ID*	
Regd. Folio No.	
No. of shares held	
Whether the member is attending the meeting in person or by proxy or by authorized representative	
Name of the proxy (to be filed in if proxy attends instead of the member)	

I/We certify that I/We am/are registered Shareholder/Proxy for the registered Shareholder of the Company. I/we hereby record my/our presence at the 36th Annual General Meeting of the Company held on Wednesday, 29th September, 2021 at 11:00 A.M., at the Registered Office of the Company situated at Shop No. 325, Third Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085.

Signature of the Member/Proxy

(To be signed at the time of handing over the slip)

Delta Industrial Resources Limited
CIN: L52110DL1984PLC019625
Regd. Office: Shop No. 325, Third Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085
website: www.dirl.in, e-mail: deltaindltd@gmail.com, Ph. No. 011-27860681

FORM NO. MGT-11

PROXY FORM

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

CIN: L52110DL1984PLC019625
Name of the Company: Delta Industrial Resources Limited
Venue of the Meeting: Shop No. 325, Third Floor, Aggarwal Plaza Sector-14, Rohini, New Delhi 110085
Date and Time: 29th September, 2021 at 11:00 A.M.

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP-ID/CLIENT-ID/ Regd. Folio No.	
No. of shares held	

I/We, being the member(s) of shares of the above named company, hereby appoint the following as my/our Proxy to attend vote (for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Wednesday, 29th September, 2021 at 11:00 AM. at Shop No. 325, Third Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085 and at any adjournment thereof) in respect of such resolutions as are indicated below:

1. Name: _____	Address: _____
E-mail ID: _____	Signature: _____
or failing him/her	

2. Name: _____	Address: _____
E-mail ID: _____	Signature: _____
or failing him/her	

I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

S. No.	Resolution	Number of shares held	For	Against
Ordinary Business				
1.	To receive, consider and adopt the Audited standalone Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Reports of the Board of Directors and the Auditors thereon.			
2.	To appoint a Director in place of Mrs. Kiran Mittal (DIN: 00749457) who retires by rotation and, being eligible, offers herself for re-election			
Special Business				
3.	Regularisation of Mr. Ankit Singhal (DIN: 03592385) as an Independent Director			
4.	Regularisation of Mr. Ish Sadana (DIN: 07141836) as an Independent Director			
5.	Approval of availing loans convertible into equity shares			

Signature of shareholder Signature of Proxy holder(s)

Signed this Day of 2021

Affix
Reven

Note:

- This is optional to put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the “For” or “Against” column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write “Abstain” across the boxes against the Resolution.
- 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.
- A Proxy need not be a member of the Company.
- The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

FORM NO. MGT-12

POLLING PAPER

**[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies
(Management and Administration) Rules, 2014]**

CIN: L52110DL1984PLC019625
Name of the Company: Delta Industrial Resources Limited
Venue of the Meeting: Shop No. 325, Third Floor, Aggarwal Plaza Sector-14, Rohini, New Delhi 110085
Date and Time: 29th September, 2021 at 11:00 A.M.

BALLOT PAPER

S. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./ *Client ID No.	
4.	Class of Share	

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

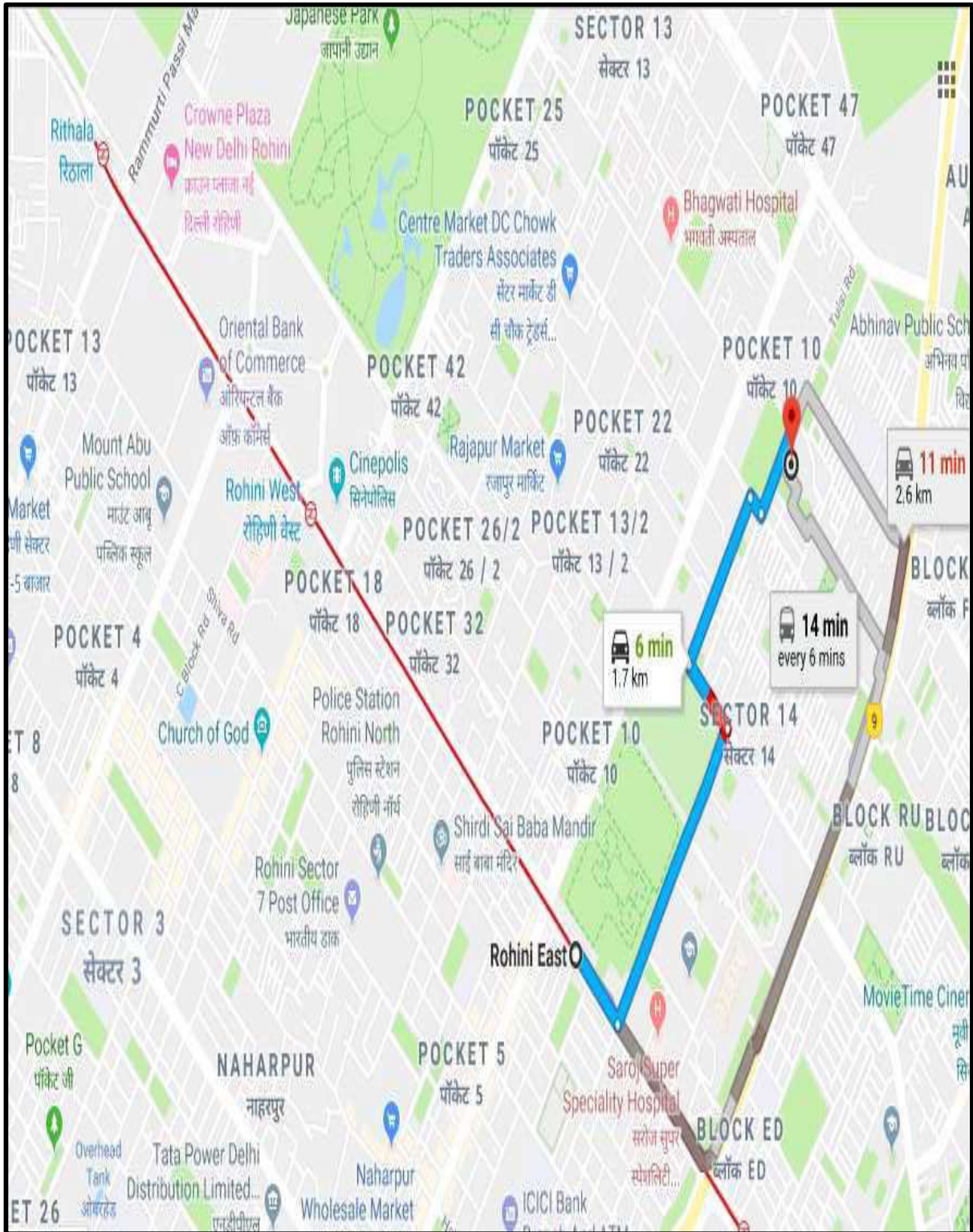
S. No.	Resolution	Number of shares held	I assent to the resolution	I dissent from the resolution
Ordinary Business				
1.	To receive, consider and adopt the Audited standalone Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Reports of the Board of Directors and the Auditors thereon.			
2.	To appoint a Director in place of Mrs. Kiran Mittal (DIN: 00749457) who retires by rotation and, being eligible, offers herself for re-election			
Special Business				
3.	Regularisation of Mr. Ankit Singhal (DIN: 03592385) as an Independent Director			
4.	Regularisation of Mr. Ish Sadana (DIN: 07141836) as an Independent Director			
5.	Approval of availing loans convertible into equity shares			

Place:

Date:

(Signature of the shareholder)

ROUTE MAP



DIRECTORS' REPORT

To the Shareholders,

Your Directors take pleasure in presenting the 36th Annual Report on the business and operations of your Company along with the Audited Standalone Financial Statements for the year ended March 31, 2021.

COMPANY OVERVIEW

Delta Industrial Resources Limited was incorporated under Companies Act, 1956 on 19th December, 1984. Equity Shares of the Company are listed on **BSE Limited** and **Metropolitan Stock Exchange of India Limited** (MSEI) (formerly known as MCX Stock Exchange Limited).

FINANCIAL PERFORMANCE OF THE COMPANY

The Company's financial results are as under:

(In ₹ in Thousand)

Particular	Current Year 2020-21	Previous Year 2019-20
Revenue from Operations	26592.06	6402.00
Total revenue (including other income)	31818.11	9660.89
Total Expenses	32988.06	9766.66
Profit/(Loss) before tax	(1169.95)	(105.77)
Tax Expenses:		
Less: Current tax	-	-
Add: Deferred tax	2.23	(1.43)
Profit/(Loss) after tax	(1167.72)	(107.20)

BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR

The total revenue from operations of your Company for the year ended March 31, 2021 stood at ₹31818112.98 as against ₹9660878.00 for the year ended March 31, 2020. The company incurred loss before tax of an amount of ₹(1169955.77) as compared to fit loss before tax of ₹(105781.02) in the previous year. Hence, The loss after tax for the year ended March 31, 2021 recorded of ₹(1167725.92) as compared to loss after tax of ₹(107210.36) in the previous year.

STATE OF COMPANY'S AFFAIRS

With the expected positive momentum in the Indian economy, the Company is focused on growth and achieving profitability along with a renewed commitment to customer service. Innovations, investment and positive modifications are expected in the near future, boosting the Company's revenue. Together with forward looking strategy, the Company is also focusing extensively on expanding the business and operational improvements through various strategic projects for operational excellence.

RESERVES

Your Company has not transferred any amount to general reserve out of the profits of the year.

DIVIDEND

The Company incurred the loss this year, therefore, directors do not recommend any dividend on Equity Shares for the financial year 2020-21.

SHARE CAPITAL

The present Authorized Share Capital of the Company is ₹ 6,50,00,000/- (Rupees Six Crores Fifty Lacs) divided into 65,00,000 (Sixty Five Lacs) equity shares of ₹ 10/- (Rupees Ten) each.

Paid up share capital of the Company as on 31st March, 2021 is ₹ 5,39,30,000/- (Rupees Five Crore Thirty Nine Lacs Thirty Thousand) divided into 53,93,000 (Fifty Three Lacs Ninety Three Thousand) equity shares of ₹ 10/- (Rupees Ten) each .

During the year, there has been no change in the share capital of the Company.

DEPOSITS

During the year under review, the Company has not accepted any deposits from the public under Section 73 of the Companies Act, 2013 and rules made thereunder. There is no unclaimed or unpaid deposit lying with the Company.

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

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

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

In view of the nature of the activities carried out by the Company, Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 relating to conservation of energy and technology absorption, are not applicable to the Company. However, the Company makes all efforts towards conservation of energy, protection of environment and ensuring safety. During the year under review, the Company had no earnings and expenditure in foreign exchange.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

In the opinion of the Board, there has been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

PARTICULAR OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details, as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are given in "Annexure A" of this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed Management Discussion and Analysis Report has been appended separately, are given in "Annexure B" of this Report.

CORPORATE GOVERNANCE

Since, the paid-up capital of the Company is less than ₹ 10 Crores and Net worth is less than ₹ 25 Crores, the provisions of the Corporate Governance as stipulated under Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company. However, your Company has made every effort to comply with the provisions of the Corporate Governance and to see that the interest of the Shareholders and the Company are properly served. It has always been the Company's endeavor to excel through better Corporate Governance and fair & transparent practices, many of which have already been in place even before they were mandated by the law of land.

The management of Company believes that it will further enhance the level of Corporate Governance in the company

SUBSIDIARIES, HOLDING, JOINT VENTURES OR ASSOCIATE COMPANIES

The company does not have any Subsidiary, Holding, Joint Venture or Associate Company

RISK MANAGEMENT

While the business risk associated with operating environment, ownership structure, Management, System & Policy, the financial risk lies in Asset Quality, Liquidity, Profitability and Capital Adequacy. The company recognizes these risks and makes best effort to mitigate them in time. Risk Management is also an integral part of the Company's business strategy.

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risk as also identify business opportunities.

INTERNAL CONTROL SYSTEMS

The company's Internal Control System is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. The internal control system is supported by an internal audit process for reviewing the adequacy and efficiency of the

Company's internal controls, including its systems and processes and compliance with regulations and procedures.

HEALTH, SAFETY AND ENVIRONMENT PROTECTION

The company has complied with all the applicable environmental law and labour laws. The company has been complying with the relevant laws and has been taking all necessary measures to protect the environment and maximize worker protection and safety.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

Board of Directors

As on March 31, 2021, your Board comprised of 4 (four) Directors which includes two non executive directors (including one women director) and two independent directors In accordance with the provisions of Section 152 of the Act and the Company's Articles of Association, Mrs. Kiran Mittal, Director retires by rotation at the forthcoming Annual General Meeting and, being eligible offers herself for re-appointment. The Board recommends her re-appointment for the consideration of the Members of the Company at the forthcoming Annual General Meeting. Brief profile of Mrs Kiran Mittal has been given in the Notice convening the Annual General Meeting.

During the end of the financial year and till the ensuing AGM, following change in Management:

- 1. Mr. Jitender Kumar Agarwal, Mr. Prakash Chand Jajoria ,Non Executive- Independent directors of the Company has resigned from the Board w.e.f 07.07.2021.*
- 2. Mr. Ish Sadana and Mr Ankit Singhal, Non Executive- Independent directors has been appointed as additional director w.e.f 09.04.2021*

All Independent Directors of the Company have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations. The Independent Directors have also confirmed that they have complied with the Company's Code of Business Conduct & Ethics.

Key Managerial Personnel

As on March 31, 2021, following persons holds the position of Key Managerial Personnel are:

- Ms. Anamika, Company Secretary

*Mr. Rohit Mittal , CEO & CFO of the company has resign w.e.f 15.02.2021.

*Ms. Barkha has appointed as CEO & CFO of the company w.e.f 21.06.2021.

Board Evaluation

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

Declaration given by Independent Directors

Pursuant to Section 149(7) of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, the Company has received declarations from all the Independent Directors of the Company confirming that they meet the 'criteria of Independence' as prescribed under Section 149(6) of the Companies Act, 2013 and have submitted their respective declarations as required under Section 149(7) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Familiarisation Programme

The Company has put in place an induction and familiarisation programme for all its Directors including the Independent Directors.

Directors' Appointment and Remuneration Policy

The Company's policy on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub section (3) of Section 178 of the Companies Act, 2013, as is adopted by the Board.

The Company has adopted a comprehensive policy on Nomination and Remuneration of Directors on the Board. As per such policy, candidates proposed to be appointed as Directors on the Board shall be first reviewed by the Nomination and Remuneration Committee in its duly convened Meeting. The Nomination and Remuneration Committee shall formulate the criteria for determining the qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the Remuneration for the Directors, Key Managerial Personnel and other employees. The Nomination and Remuneration Committee shall ensure that—

- a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- c) Remuneration to directors and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals. During the year under review, none of the Directors of the company receive any remuneration.

DIRECTORS RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, your directors hereby confirm that:

- (a) in the preparation of the annual accounts for the financial year ended March 31, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts for the financial year ended March 31, 2021, on a going concern basis;
- (e) 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
- (f) 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.

MEETINGS

Board Meetings

The Board of Directors of the Company met Six (6) times during the financial year 2020-21. The meetings of Board of Directors were held on 18th June, 2020, 30th July, 2020, 04th September, 2020, 12th November, 2020, 03rd February, 2021 and 15th February, 2021.

The Minutes of the Meetings of the Board of Directors are discussed and taken note by the board of directors. The Statutory Auditor, Internal Auditor and Executive Directors are invited to the meeting as and when required.

The composition of the Board of Directors, their attendance at Board Meetings and last Annual General Meeting is as under:

Name of the Director	Designation	Category	Number of Board Meetings during the year		Attendance of Last AGM
			Held	Attended	
Pawan Kumar Mittal	Director	Non Executive- Non Independent	6	6	Yes
Kiran Mittal	Director	Non Executive- Non Independent	6	6	Yes
Jitendra Kumar Agarwal	Director	Non Executive- Independent	6	6	Yes
Prakash Chand Jajoria	Director	Non Executive- Independent	6	6	Yes

The necessary quorum was present in all the meetings. The intervening gap between any two meetings was not more than one hundred and twenty days as prescribed by the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. The agenda and Notice for all the Meetings was prepared and circulated in advance to the Directors.

Information provided to the Board

The Board of the Company is presented with all information under the following heads, whenever applicable and materially significant. These are summarised either as part of the agenda will in advance of the Board Meetings or are tabled in the course of the Board Meetings. This, interalia, includes:

- Annual operating plans of businesses, capital budgets, updates.
- Quarterly results of the Company and its operating divisions or business segments.
- Information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Materially important litigations, show cause, demand, prosecution and penalty notices.
- Fatal or serious accidents.
- Any material default in financial obligations to and by the Company or substantial non-payment for services rendered by the Company.
- Any issue, which involves possible public liability claims of substantial nature, including any judgment or order, which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
- Transactions had involved substantial payments towards good-will, brand equity, or intellectual property.
- Significant development in the human resources front.
- Sale of material, nature of investments, assets which is not in the normal course of business.
- Quarterly update on the return from deployment of surplus funds.
- Non-compliance of any regulatory or statutory provisions or listing requirements as well as shareholder services as non-payment of dividend and delays in share transfer.
- Significant labour problems and their proposed solutions. Any significant development in Human Resources /Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.

Independent Directors Meetings

In due compliance with the provisions of the Companies Act, 2013 read with the rules made there under a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole was evaluated, taking into account the views of directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the Board, its committees and individual directors was discussed.

One (1) meeting of Independent Directors was held on 15th February, 2021 during the year 2020-21.

Committee Meetings

Audit Committee

The primary objective of the Audit Committee is to monitor and provide effective supervision of the management's financial reporting progress with a view to ensuring accurate timely and proper disclosures and transparency, integrity and quality of financial reporting. The Committee oversees the work carried out by the management, internal auditors on the financial reporting process and the safeguards employed by them.

Brief description of the terms of reference

- Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements reflect a true and fair position.
- Recommending the appointment, re-appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Reviewing the financial statements and draft audit report, including quarterly / half yearly financial information.
- Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:
 - Any changes in accounting policies and practices;
 - Major accounting entries based on exercise of judgment by management;
 - Qualifications in draft audit report;
 - Significant adjustments arising out of audit;
 - Compliance with accounting standard;
 - Compliance with stock exchange and legal requirements concerning financial statements;
 - Any related party transactions as per Accounting Standard 18.
 - Reviewing the Company's financial and risk management policies.
 - Disclosure of contingent liabilities.
 - Reviewing with the management, external and internal auditors and the adequacy of internal control systems.
 - Discussion with internal auditors of any significant findings and follow up thereon.
 - Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
 - Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
 - Reviewing compliances as regards the Company's Whistle Blower Policy.
- Mandatory review of following information
 - Management discussion and analysis of financial condition and results of operations;
 - Statement of significant related party transactions, submitted by management;
 - Management letters / letters of internal control weaknesses issued by Statutory Auditors and;
 - Appointment, removal and terms of remuneration of Internal Auditor.

The board has re-constituted the Audit Committee in accordance with the requirement of Companies Act, 2013 and other applicable provisions. All members of Audit Committee are financially literate and have

financial management expertise. The Audit Committee comprises of three members including two members as independent director out of which one is chairman of this committee.

The Audit Committee met Four (4) times during the financial year 2020-21. The meetings of Audit Committee were held on 18th June, 2020, 30th July, 2020, , 12th November,2020 and 03rd February,2021

The Minutes of the Meetings of the Audit Committee are discussed and taken note by the board of directors. The Statutory Auditor, Internal Auditor and Executive Directors are invited to the meeting as and when required.

The Composition of the Audit Committee and their attendance at the Meetings are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
Prakash Chand Jajoria	Chairman & Member	4	4
Pawan Kumar Mittal	Member	4	4
Jitendra kumar Aggarwal	Member	4	4

Nomination and Remuneration Committee

The policy formulated under Nomination and Remuneration Committee are in conformity with the requirements as per provisions of sub-Section (3) of Section 178 of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company had Constituted Nomination and Remuneration Committee to decide and fix payment of remuneration and sitting fees to the Directors of the Company as per provisions u/s 178 of the Companies Act, 2013.

The terms of reference of the remuneration committee in brief pertain to inter-alia, determining the Companies policy on and approve specific remuneration packages for executive director (s)/Manager under the Companies Act, 2013 after taking in to account the financial position of the Company, trend in the industry, appointees qualification, experience, past performance, interest of the Company and members.

This Nomination & Remuneration committee will look after the functions as enumerated u/s 178 of the Companies Act, 2013. This Committee has comprises three members including two members as independent directors out of which one member is chairman of the committee.

The Nomination and Remuneration Committee met Two (2) times during the financial year 2020-21. The meetings of Nomination and Remuneration Committee were held on 30th July, 2021 and 15th February, 2021.

The Minutes of the Meetings of the Nomination and Remuneration Committee are discussed and taken note by the board of directors.

The Composition of the Nomination and Remuneration Committee and their attendance at the Meetings are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
Jitendra kumar Aggarwal	Chairman & Member	2	2
Pawan Kumar Mittal	Member	2	2
Prakash Chand Jajoria	Member	2	2

Stakeholder's Relationship Committee

The scope of the Stakeholders' Relationship Committee is to review and address the grievance of the shareholders in respect of share transfers, transmission, non-receipt of annual report, non-receipt of dividend etc, and other related activities. In addition, the Committee also looks into matters which can facilitate better investor's services and relations.

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the provisions of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015, the Company has an independent Stakeholders' Relationship Committee to consider and resolve grievances of the Shareholders/Investors. This Committee has comprises three members including two members as independent directors out of which one member is chairman of the committee.

The Stakeholders' Relationship Committee met Two (2) time during the financial year 2020-21. The meetings of Stakeholders' Relationship Committee were held on 30th July, 2020 and 12th November, 2020.

The Minutes of the Meetings of the Stakeholders' Relationship Committee are discussed and taken note by the board of directors. The Statutory Auditor, Internal Auditor and Executive Directors are invited to the meeting as and when required.

The Composition of the Stakeholders' Relationship Committee and Their Attendance at the Meetings are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
Jitendra kumar Aggarwal	Chairman & Member	2	2
Prakash Chand Jajoria	Member	2	2
Pawan Kumar Mittal	Member	2	2

Compliance Officer

Name	Ms. Anamika Company Secretary & compliance Officer
Contact Details	Shop No. 325, Third Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085
E- mail Id	deltaindtd@gmail.com

Shareholders Meetings

There was only one (1) annual general meeting of shareholders was held on 30th September, 2020.

AUDITORS

Statutory Auditors

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. V.N. Purohit & Co., Chartered Accountants, were appointed in the 34th Annual General Meeting as the Statutory Auditors of the Company and for a period of five years hold office up to the conclusion of the 39th Annual General Meeting.

■ **Statutory Auditors Reports**

The Statutory Auditors have given an audit report for financial year 2020-21, are given in "Annexure D" of this report.

■ **Statutory Auditors Observations**

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer. The Statutory Auditors have not reported any incident of fraud to the Audit Committee or the Board of Directors under Section 143(12) of the Companies Act, 2013 during the financial year ended March 31, 2021.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed M/s. G Aakash & Associates, Practicing Company Secretary to undertake the Secretarial Audit of the Company for the Financial Year 2020-21.

■ **Secretarial Auditors Reports**

The Secretarial Auditors have given Secretarial audit report in Form MR-3 for financial year 2020-21, are given in "Annexure C" of this report.

■ **Secretarial Auditors Observations**

The Secretarial Audit Report are self-explanatory. The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

Internal Auditors

Pursuant to the provision of Section 138 of the Companies Act, 2013 has mandated the appointment of Internal Auditor in the Company. Accordingly, the Board had appointed M/s S.K. Goel & Associates, Chartered Accountants, as the Internal Auditors of the Company for the financial year 2020-21.

■ **Internal Auditors Reports**

The Internal Auditors have placed their internal audit report to the company.

■ **Internal Auditors Observations**

Internal Audit Report was self explanatory and need no comments.

PARTICULARS OF CONTRACT OR ARRANGEMENT MADE WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013

The particulars of contracts or arrangements with related parties for the financial year 2020-21 along with the Financial Statements in Form No. AOC-2 are given in "Annexure E" of this report.

EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, an extract of the annual return in Form No. MGT 9 are given in "Annexure F" of this Report.

ENHANCING SHAREHOLDER VALUE

Our Company firmly believes that its success in the market place and a good reputation is among the primary determination of value to the shareholders.

DEMATERIALISATION OF SHARES

The Company has connectivity with NSDL & CDSL for dematerialization of its equity shares. The ISIN-INE681Q01015 has been allotted for the Company. Therefore, the matter and/or investors may keep their shareholding in the electronic mode with their Depository Participates. 95.89% of the Company's Paid-up Share Capital is in dematerialized form and balance 4.11% is in physical form as on 31st March, 2021.

VIGIL MECHANISM (WHISTLE BLOWER POLICY)

In compliance with the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015, the Board of Directors of your Company has adopted the Vigil Mechanism and Whistle Blower Policy.

The Company believes in the conduct of its affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. The Company is committed to develop a culture in which every employee feels free to raise concerns about any poor or unacceptable practice and misconduct. In order to maintain the standards has adopted lays down this Whistle Blower Policy to provide a framework to promote responsible and secure whistle blowing.

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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2020-21:

- No of complaints received : 0
- No of complaints disposed off : N.A.

HUMAN RESOURCES

People remain the most valuable asset of your Company. Your Company follows a policy of building strong teams of talented professionals. Your Company continues to build on its capabilities in getting the right talent to support different products and geographies and is taking effective steps to retain the talent. It has built an open, transparent and meritocratic culture to nurture this asset.

The Company recognizes people as its most valuable asset and The Company has kept a sharp focus on Employee Engagement. The Company's Human Resources is commensurate with the size, nature and operations of the Company.

CORPORATE SOCIAL RESPONSIBILITY

The Company is not required to spend any amount in respect of Corporate Social Responsibility as provisions relating to Corporate Social Responsibility under Section 135 of Companies Act, 2013 is not applicable to Company.

DISCLOSURE OF FRAUDS IN THE BOARD'S REPORT UNDER SECTION 143 OF THE COMPANIES ACT, 2013

During the year under review, your Directors do not observe any transactions which could result in a fraud. Your Directors hereby declares that the Company has not been encountered with any fraud or fraudulent activity during the Financial Year 2020-2021.

OTHER DISCLOSURES

Your Directors state that during the financial year 2020-21:

- The Company did not issue any equity shares with differential rights as to dividend, voting or otherwise.
- The Company did not issue any Sweat Equity shares.
- The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.

COMPLIANCE

The Company has complied and continues to comply with all the applicable regulations, circulars and guidelines issued by the Ministry of Corporate Affairs (MCA), Stock Exchange(s), Securities and Exchange Board of India (SEBI) etc.

The Company has complied with all applicable provisions of Companies Act, 2013, Listing Agreement executed with the Stock Exchanges, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules/regulations/guidelines issued from time to time.

SECRETARIAL STANDARDS OF ICSI

Pursuant to the approval by the Central Government to the Secretarial Standards specified by the Institute of Company Secretaries of India on April 10, 2015, the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) came into effect from July 01, 2015. Thereafter, Secretarial Standards were revised with effect from October 01, 2017. The Company is in compliance with the Secretarial Standards.

CAUTIONARY STATEMENT

Statements in the Board's Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to your Company's operations include global and Indian demand supply conditions, finished goods prices, feed stock availability and prices, cyclical demand and pricing in your Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which your Company conducts business and other factors such as litigation and labour negotiations. Your Company is not obliged to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent development, information or events or otherwise.

ACKNOWLEDGMENT

Your Directors wish to express their sincere appreciation for the support and cooperation, which the Company continues to receive from its clients, Banks, Government Authorities, Financial Institutions and associates and are grateful to the shareholders for their continued support to the Company. Your Directors place on record their appreciation for the contributions made and the efforts put in by the management team and employees of the Company at all levels.

**By the order of the Board of Directors of
Delta Industrial Resources Limited**

sd/-	sd/-
Kiran Mittal	Pawan Kumar Mittal
Director	Director
DIN: 00749457	DIN: 00749265

Date: 28.08.2021

Place: New Delhi

ANNEXURE A

PARTICULAR OF EMPLOYEES AND RELATED DISCLOSURES

INFORMATION UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year: **6:1**
- ii) The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the Financial Year:

Name	Mr. Rohit Mittal	Anamika
% increase in remuneration	NA	NA

- iii) The percentage increase in the median remuneration of employees in the financial year: **10%**
- iv) the number of Permanent employees on the rolls of the company : Three **(3)**
- 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: **NIL**
- vi) Affirmation that the remuneration is as per the remuneration policy of the company: **It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company and No any Remuneration was paid to any directors during the year under review except Sitting fees.**

DISCLOSURE UNDER RULE 5 (2) & (3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OR MANAGERIAL PERSONNEL) RULES, 2014

There is no directors/employees in the Company for which disclosure have to be made under the provisions of Rule 5 (2) & (3) of the Companies (Appointment and Remuneration or Managerial Personnel) Rules, 2014.

A. Names of top ten employees in terms of remuneration drawn during the financial year 2020-21:

Name & Designation	Remuneration Received	Nature of Employment (Contractual or otherwise)	Qualification & Experience	Date of commencement of Employment	Last Employment	% of Equity Share held	Whether Related to Director or Manager
Mr. Rohit Mittal	₹ 3,80,000/-	Regular	Graduate, Admin Expertise		-	0.00	No
Ms. Anamika	₹ 1,44,000/-	Regular	Company Secretary, Legal & Secretarial Expertise		-	0.00	No

B. Names of employees who are in receipt of aggregate remuneration of not less than rupees one crore and two lakh if employed throughout the financial year 2020-21:

Name & Designation	Age (In Years)	Remuneration Received	Nature of Employment (Contractual or otherwise)	Qualification & Experience	Date of commencement of Employment	Last Employment	% of Equity Share held	Whether Related to Director or Manager
NIL								

C. Name of employee whose remuneration in aggregate was not less than eight lakh and fifty thousand per month if employed for part of the financial year 2020-21:

Name & Designation	Age (In Years)	Remuneration Received	Nature of Employment (Contractual or otherwise)	Qualification & Experience	Date of commencement of Employment	Last Employment	% of Equity Share held	Whether Related to Director or Manager
NIL								

ANNEXURE B

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENT

India's textiles sector is one of the oldest industries in Indian economy dating back several centuries. The textile industry has two broad segments. First, the unorganised sector consists of handloom, handicrafts and sericulture, which are operated on a small scale and through traditional tools and methods. The second is the organised sector consisting of spinning, apparel and garments segment which apply modern machinery and techniques such as economies of scale. Keeping in view the above considerations, the company chooses the business of trading in textile industry.

Also, We begin with key developments along the value chain. In subsequent sections, we review factors that influenced rough-diamond production and sales, midstream performance and global diamond jewelry demand in major markets. As a natural resource, rough diamonds represent one of the main sources of revenue for many diamond-producing countries and create livelihoods for millions of people.

The past year has been a challenging year for our Industry with lots of ups and downs. In spite of the above, the industry has been able to maintain its steady performance during the year under review. These Industries has played a key role in the country's progress over the years and the situation is likely to gain momentum in the times ahead. These Industries continues to hold a dominant position in country's economic structure because of its huge contribution towards employment generation.

Your Company's performance for the year 2020-21 has to be viewed in the context of aforesaid economic and market environment.

OPERATING RESULTS OF THE COMPANY

The total revenue from operations of your Company for the year ended March 31, 2021 stood at ₹31818112.98 as against ₹ 9660878.00 for the year ended March 31, 2020. The company incurred loss before tax of an amount of ₹ (1169955.77) as compared to fit loss before tax of ₹ (105781.02) in the previous year. Hence, The loss after tax for the year ended March 31, 2021 recorded of ₹ (1167725.92) as compared to loss after tax of ₹ (107210.36) in the previous year.

OPPORTUNITIES

- There is a provision of more FDI and investment opportunities.
- Withdrawal of quota restriction is contributing immensely in market development.
- The global needs are being catered with product development.
- An upsurge in the purchasing power and disposable income of Indian customers has opened room for new market development.

THREATS

- With the increase in business segment, the competition has increased from Domestic and other developed countries.
- Threats for this Industry are very common and every person is aware of the threats and the risks involved with this Industry.
- Striking a balance between demand and supply.

PROSPECT & OUTLOOK

The management is of the view that the future prospects of your company are bright and the performance in the current year is expected to be very well. The committed customers of the company are expected to place more orders, which ultimately affect the top line of the company, positively.

RISKS AND CONCERNS

The Company has taken adequate preventive and precautionary measures to overcome all negative factors responsible for low trend to ensure steady growth.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

There are well-established procedures for Internal Controls for operations of the company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The company has constituted Audit Committee for guidance and proper control of affairs of the company.

HUMAN RESOURCES

Human Resources are highly valued assets at Delta Industrial Resources Limited. The company seeks to attract, retain and nurture technical & managerial talent across its operations and continues to create, sustain the environment that brings out the best in our people with emphasis on training, learning & development. It aims at career progression and fulfilling satisfactory needs. Performance is recognized and rewarded through up gradation & job enrichment, performance incentives.

ANNEXURE -C

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

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

To,

The Members,

DELTA INDUSTRIAL RESOURCES LIMITED

CIN: L52110DL1984PLC019625

**Shop No. 325, Third Floor, Aggarwal Plaza,
Sector-14, Rohini, New Delhi-110085**

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

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **March 31, 2021** (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with **Annexure-A** attached to this report.

- I. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2021** according to the provisions of:
 - i. The Companies Act, 2013 (the Act) and the rules made thereunder;
 - ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;

The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- iii. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB); **(Not applicable to the Company during the Audit Period)**
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
 - b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date;
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit Period);**
 - e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Audit Period);**
 - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period);**
 - g) 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;
 - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period);**
 - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period);**
- v. Other Laws applicable to the Company:-

We have examined the framework, processes, and procedures of compliances of laws applicable on the Company in detail. We have examined reports, compliances with respect to applicable laws on test basis.

Other Miscellaneous and state laws.

- a) Income Tax Act, 1961;
- b) Goods and Services Tax Act, 2017

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India;
- b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Listing Agreements entered into by the Company with Metropolitan Stock Exchange of India Limited (MSEI) and BSE Limited (BSE).
- c) During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, and Guidelines to the extent applicable, Standards, etc. mentioned above subject to following:
 - 1. *In terms of Section 92 of the Companies Act, 2013 and Rule 11 of the Companies (Management and Administration) Rules, 2014, the Company had filed Form MGT-7 vide SRN: R76404367; dated 22.12.2020, with the Registrar of Companies, NCT of Delhi and Haryana.*
 - 2. *In terms of Section 137 of the Companies Act, 2013 and Rule 12 of the Companies (Accounts) Rules, 2014, the Company had filed Form AOC-4 XBRL vide SRN: R76068543; dated 19.12.2020, with the Registrar of Companies, NCT of Delhi and Haryana.*
 - 3. *In terms of Section 179 of the Companies Act, 2013 and Rule 24 of the Companies (Management and Administration) Rules, 2014, the Company had filed Form MGT-14 vide SRN: R69622355; dated 02.11.2020, with the Registrar of Companies, NCT of Delhi and Haryana.*
 - 4. *In terms of the Companies Act, 2013 and Rule 24 of the Companies (Management and Administration) Rules, 2014, the Company had filed Form MGT-14 vide SRN: R69622413; dated 02.11.2020, with the Registrar of Companies, NCT of Delhi and Haryana.*
 - 5. *In terms of Chapter V (Acceptance of Deposits by Companies) of the Companies Act, 2013 and Rule 16 of the Companies (Acceptance of Deposits) Rules, 2014, the Company had filed Form DPT-3 vide SRN: R64847734; dated 30.09.2020, with the Registrar of Companies, NCT of Delhi and Haryana.*

As per Regulation 15(2) of SEBI (LODR) Regulations, 2015, the compliances with the corporate governance provisions as specified in Reg. 17 to 27 and Clause (b) to (i) of Regulation 46(2) and Para C, D, E of Schedule V for Corporate Governance do not apply to this Listed Entity as the Paid-up share capital of the Listed Entity is Rs. 5,39,30,000/- (i.e. less than Rs. 10 Crore) and Net Worth is Rs. 5,00,49,017/- (i.e. less than Rs. 25 Crores) as on the last day of the previous financial year. During the audit, we observed that the company is voluntarily complying the provisions to the extent possible as a part of good corporate governance practice.

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive, women 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.
2. Adequate notice of at least seven days was given to all directors to schedule the Board Meetings along with agenda and detailed notes on agenda 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 in compliance of the Act.
3. Majority decision is carried through and recorded in the minutes of the Meetings. Further as informed, no dissent was given by any director in respect of resolutions passed in the board and committee meetings.

Based on the compliance mechanism established by the company and on the basis of the Compliance Certificate (s) placed and taken on record by the Board of Directors at their meeting (s), we further report that;

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

We further report that during the audit period the company has not incurred any specific event / action that can have major bearing on the company's affairs in pursuance of above referred laws, rules, regulations; guidelines, standards etc.

**For G AAKASH & ASSOCIATES
COMPANY SECRETARIES**

**AAKASH GOEL
(PROP.)
M. NO.: A57213
CP NO.: 21629
UDIN: A057213C000709887**

**Date: 30.07.2021
Place: Haryana**

ANNEXURE-A

To,

The Members,

**DELTA INDUSTRIAL RESOURCES LIMITED
CIN: L52110DL1984PLC019625
Shop No. 325, Third Floor, Aggarwal Plaza,
Sector-14, Rohini, New Delhi-110085**

Sub: Our Secretarial Audit for the Financial Year ended March 31, 2021 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis to our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For G AAKASH & ASSOCIATES
COMPANY SECRETARIES**

**AAKASH GOEL
(PROP.)
M. NO.: A57213
CP NO.: 21629
UDIN: A057213C000709887**

**Date: 30.07.2021
Place: Haryana**

INDEPENDENT AUDITOR'S REPORT

To
The members of
DELTA INDUSTRIAL RESOURCES LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **DELTA INDUSTRIAL RESOURCES LIMITED** (“the Company”), which comprise the balance sheet as at 31st March 2021, the statement of profit and loss and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March, 2021, and the **net loss** (including other comprehensive income), statement of changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Key audit matters	Auditor’s response
<u>Measurement of Revenue</u> As per Ind AS 115, measurement of revenue to be made on transaction price.	Our audit procedure inter- alia included the following- <ul style="list-style-type: none">• We used assessment of overall control environment relevant for measurement of revenue.• We performed testing of journal entries, with particular focus on

	manual adjustment to revenue account, to mitigate the risk of manipulation of revenue and profit figures.
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Information other than the 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, Board’s Report including Annexure to Board’s Report, Business Responsibility Report, Corporate Governance and Shareholder’s Information, but does not include the financial statements and the auditor’s report thereon.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company’s Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the AS and the 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 accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that are operating effectively for insuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

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

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

Auditor’s Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain a reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our 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 due to fraud or error and are considered

material if, individually or in 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 the SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

Materiality is the magnitude of misstatements in the financial statement, individually or in aggregate, makes it probable that the economic decision of reasonable knowledgeable user of the financial statement may be influenced.

We consider quantitative materiality and qualitative factors in (i) Planning the scope of our audit work and in evaluating the results of our work; and, (ii) to evaluate the effect of any identified misstatements in the financial statements.

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 controls 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 reasonable be thought to bear on our independence, and where applicable, relevant safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, or when in

extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. 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;
 - b. the Balance Sheet, the Statement of Profit and Loss, Statement of Changes in Equity and the Cash Flow Statement dealt with by this report are in agreement with the books of accounts;
 - c. In our opinion, the aforesaid financial statements comply with the accounting standards specified under Section 133 of the Act;
 - d. On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
 - e. 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**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact, if any of pending litigations on its financial position, in its financial statements (Refer note no. 34 of the financial statements).
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund.

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

O.P. Pareek
Partner
Membership No. 014238
UDIN: 21014238AAAAIF7391

New Delhi, the 21st day of June, 2021

ANNEXURE- A TO THE AUDITOR'S REPORT

The Annexure referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date to the members of DELTA INDUSTRIAL RESOURCES LIMITED for the year ended on 31st March 2021.

- (i) (a) As per information and explanation given to us, the company is maintaining proper records showing full disclosures of fixed assets.

(b) As per information and explanation given to us, physical verification of fixed assets has been conducted once in a year by the management and no material discrepancies were noticed during the course of verification.

(c) According to information and explanation given to us, the Company does not hold any immovable properties during the period dealt with under this report;
- (ii) As per information and explanation given to us, Physical verification of inventory has been conducted once in a year by the management there was no inventory at the end of year, and no material discrepancies were noticed during the course of such physical verification.
- (iii) According to information and explanation given to us, the Company has granted loans to parties covered in register maintained under section 189 of the Companies Act, 2013;
 - (a) According to the information and explanations given to us, unsecured loans have been granted by the Company. The terms and conditions of the grant of such loans are not prima facie prejudicial to the Company's interest;
 - (b) According to the information and explanations given to us, receipt of principal and interest on such loan are regular as per stipulation with parties.
 - (c) According to the information and explanation given to us, no amount is overdue in respect of unsecured loan so granted as per stipulations made with parties.
- (iv) According to information and explanations given to us, the Company has complied with the provisions of section 186 of the Companies Act, 2013 to the extent applicable in respect of loans, investments, guarantees and securities so given. *However, the Company has not complied with the provisions of section 185 of the Companies Act, 2013 with respect to granting of loans to director and to the companies in which director is interested, without passing special resolution at the general meeting in this regard.*
- (v) According to information and explanations given to us, the Company has not accepted public deposits and the provision of section 73 to 76 or other relevant provisions of the Companies Act, 2013 and rules framed thereunder are not applicable to the Company;
- (vi) According to information and explanations given to us, the Company is not liable to maintain cost records as prescribed under section 148(1) of the Companies Act, 2013;
- (vii) (a) According to information and explanations given to us, the company is generally regular in depositing undisputed statutory dues including income-tax and any other applicable statutory dues to the appropriate authorities and there are no outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable;

- (b) According to information and explanation given to us, there are no outstanding statutory dues on part of the Company which is not deposited on account of dispute.
- (viii) According to information and explanations given to us, the company has not obtained any loans and borrowings from any financial institution, bank, government or dues to debenture holders, and hence question of default in repayment does not arise;
- (ix) According to information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer. The Company has not taken any term loans from any bank or financial institution, hence reporting under provision of this sub-clause is not applicable to the Company;
- (x) According to information and explanations given to us, there is no noticed or unreported fraud on or by the Company during the year under audit;
- (xi) According to information and explanations given to us, the Company has paid managerial remuneration in accordance with requisite approvals mandated by the provisions of section 197 read with Sch V of the Act.
- (xii) As per information, the Company is not a Nidhi Company, hence provisions of sub-clause (xii) of the Paragraph 3 of the Order are not applicable;
- (xiii) According to information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 wherever applicable and the details have been disclosed in the financial statements etc., as required by the applicable accounting standards;
- (xiv) According to information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year;
- (xv) According to information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with him;
- (xvi) According to information and explanations given to us, the Company is not a Non-Banking Financial Company and is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

Signed for the purpose of identification

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

O.P. Pareek
Partner
Membership No. 014238
UDIN: 21014238AAAAIF7391

New Delhi, the 21st day of June, 2021

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

We have audited the internal financial controls over financial reporting of **DELTA INDUSTRIAL RESOURCES LIMITED** as on 31st March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for the Internal Financial Controls

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

Auditor's 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 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 was established and maintained and if such controls operated effectively in all material aspects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that: -

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

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

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

O.P. Pareek
Partner
Membership No. 014238
UDIN: 21014238AAAAIF7391

New Delhi, the 21st day of June, 2021

DELTA INDUSTRIAL RESOURCES LIMITED

CIN: L52110DL1984PLC019625

BALANCE SHEET AS AT 31ST MARCH 2021

	Notes	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
ASSETS			
Non- current assets			
Property, plant and equipment	3	3.76	5.40
Financial assets			
Investments	4	188.82	80.75
Deferred tax assets (net)	5	9.15	8.02
Other non- current assets	6	1,300.00	1,300.00
Current assets			
Inventories	7	-	36.99
Financial assets			
Trade receivables	8	2,808.29	7,511.75
Cash and cash equivalents	9	4,470.79	97.88
Loans	10	57,995.41	55,087.35
Other financial assets	11	2,853.89	3,260.51
Current tax assets (net)		34.62	574.27
Other current assets	12	49.58	346.00
Total assets		69,714.31	68,308.92
EQUITY AND LIABILITIES			
Equity			
Equity share capital	13	53,930.00	53,930.00
Other equity	14	(4,927.38)	(3,880.99)
Liabilities			
Current Liabilities			
Financial liabilities			
Trade payables	15	10,567.10	-
Other financial liabilities	16	123.51	110.90
Other current liabilities	17	10,021.08	18,149.00
Total equity and liabilities		69,714.31	68,308.92
Notes to the financial Statements	1-38		

The accompanying notes form an integral part of the financial statements.
As per our report of even date

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

For and on behalf of the Board of Directors of
Delta Industrial Resources Limited

O. P. Pareek
Partner
Membership No. 014238
UDIN: -21014238AAAAIF7391

Pawan Kumar Mittal
Director
DIN: 00749265

Kiran Mittal
Director
DIN: 00749457

New Delhi, the 21st day of June 2021

Anamika
Company Secretary
PAN: BAFPA1605M

Barkha
CFO & CEO
PAN: DXQPB1843G

DELTA INDUSTRIAL RESOURCES LIMITED

CIN: L52110DL1984PLC019625

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2021

	Notes	For the year ended on 31st March 2021 (Rs. in '000')	For the year ended on 31st March 2020 (Rs. in '000')
REVENUE			
Revenue from operations	18	26,592.06	6,402.00
Other income	19	5,226.05	3,258.89
Total Revenue (I)		31,818.11	9,660.89
EXPENSES			
Purchases of stock-in-trade	20	26,286.81	-
Changes in inventories of stock in trade	21	36.99	6,370.46
Employee benefits expense	22	572.00	982.00
Finance Cost	23	306.56	-
Depreciation expenses	3	1.64	5.70
Other expenses	24	5,784.06	2,408.50
Total expenses (II)		32,988.06	9,766.66
Profit/ (loss) before exceptional items and tax (I-II)		(1,169.95)	(105.77)
Exceptional items		-	-
Profit/ (loss) before tax		(1,169.95)	(105.77)
Tax expense			
Current tax		-	-
Deferred tax		2.23	(1.43)
Profit/ (loss) for the period (III)		(1,167.72)	(107.20)
OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified to profit or loss			
Change in Fair value of Equity Instruments through Other Comprehensive Income		122.42	(47.55)
Income tax relating to above		(1.10)	-
Total Other Comprehensive Income (IV)		121.32	(47.55)
Total Comprehensive Income for the period (III+IV)		(1,046.40)	(154.75)
Earning per equity share (EPS)			
[nominal value of share Rs. 10]			
Basic (In Rupees)		(0.22)	(0.02)
Diluted (In Rupees)		(0.22)	(0.02)

Notes to the financial Statements 1-38

The accompanying notes are an integral part of the financial statements.
As per our report of even date

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

For and on behalf of the Board of Directors of
Delta Industrial Resources Limited

O. P. Pareek
Partner
Membership No. 014238
UDIN: -21014238AAAAIF7391

Pawan Kumar Mittal
Director
DIN: 00749265

Kiran Mittal
Director
DIN: 00749457

New Delhi, the 21st day of June 2021

Anamika
Company Secretary
PAN: BAFPA1605M

Barkha
CFO & CEO
PAN: DXQPB1843G

DELTA INDUSTRIAL RESOURCES LIMITED

CIN: L52110DL1984PLC019625

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2021

	For the year ended on 31st March 2021 (Rs. in '000')	For the year ended on 31st March 2020 (Rs. in '000')
CASH FLOW FROM OPERATING ACTIVITIES		
Net profit/ (loss) before tax and after exceptional items	(1,169.95)	(105.77)
Adjustments for items: -		
Profit on sale of Property, plant & equipment	-	(1.27)
Interest received	(3,098.51)	(3,253.17)
Dividend received	(1.12)	(1.10)
Gain on sale of investment	(3.95)	-
Depreciation	1.64	5.70
Operating Profit before working capital changes	(4,271.90)	(3,355.61)
Working capital adjustments: -		
(Increase)/ decrease in inventories	36.99	6,370.47
(Increase)/ decrease in trade receivables	4,703.46	(6,418.01)
(Increase)/ decrease in other financial assets	406.62	(487.12)
(Increase)/ decrease in other current assets	296.42	(93.78)
Increase/ (decrease) in other trade payables	10,567.10	-
Increase/ (decrease) in other financial liabilities	12.61	16.20
Increase/ (decrease) in other liabilities	(8,127.92)	18,143.54
Cash generated from operations	3,623.38	14,175.69
Direct taxes paid	539.66	117.22
Net cash flow from operating activities (A)	4,163.03	14,292.91
CASH FLOW FROM INVESTING ACTIVITIES		
(Increase)/ decrease in loans and advances	(2,908.06)	(18,965.86)
Sale/ (purchase) of property, plant & equipment	-	8.02
Sale/ (purchase) of investments	18.30	(14.35)
Dividend received	1.12	1.10
Interest received	3,098.51	3,253.17
Net cash flow from investing activities (B)	209.87	(15,717.92)
CASH FLOW FROM FINANCING ACTIVITIES		
Net cash flow from financing activities (C)	-	-
Net cash flow during the year (A + B + C)	4,372.91	(1,425.01)
Add: Opening cash and cash equivalents	97.88	1,522.89
Closing cash and cash equivalents	4,470.79	97.88
Components of cash and cash equivalents		
Cash on hand	353.28	95.07
Balance with banks in current accounts	4,117.51	2.81
Total cash and cash equivalents (Note 9)	4,470.79	97.88

The accompanying notes form an integral part of the financial statements. 1-38

As per our report of even date

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

For and on behalf of the Board of Directors of
Delta Industrial Resources Limited

O. P. Pareek
Partner
Membership No. 014238
UDIN: - 21014238AAAAIF7391

Pawan Kumar Mittal
Director
DIN: 00749265

Kiran Mittal
Director
DIN: 00749457

New Delhi, the 21st day of June 2021

Anamika
Company Secretary
PAN: BAFPA1605M

Barkha
CFO & CEO
PAN: DXQPB1843G

DELTA INDUSTRIAL RESOURCES LIMITED

CIN: L52110DL1984PLC019625

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH, 2021

A. Equity Share Capital

(Rupees in '000')

Balance as at 1st April 2020	Changes in equity share capital during the year	Balance as at 31st March 2021
53,930.00	-	53,930.00

B. Other Equity

(Rupees in '000')

Particulars	Reserve & Surplus	Equity Instruments	Total
	Retained Earnings	through Other Comprehensive Income	
Balance as at 1st April, 2019	(3,761.90)	35.66	(3,726.24)
Profit/(loss) for the year	(107.20)	-	(107.20)
<u>Other Comprehensive Income</u>			
Re-measurement of investments carried at FVTOCI	-	(47.55)	(47.55)
Total Other Comprehensive Income	-	(47.55)	(47.55)
Total Comprehensive Income	(107.20)	(47.55)	(154.75)
Balance as at 31st March 2020	(3,869.10)	(11.89)	(3,880.99)
Balance as at 1st April, 2020	(3,869.10)	(11.89)	(3,880.99)
Profit/(loss) for the year	(1,167.72)	-	(1,167.72)
<u>Other Comprehensive Income</u>			
Re-measurement of investments carried at FVTOCI	-	121.32	121.32
Total Other Comprehensive Income	-	121.32	121.32
Total Comprehensive Income	(1,167.72)	121.32	(1,046.40)
Balance as at 31st March 2021	(5,036.82)	109.43	(4,927.38)

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

For and on behalf of the Board of Directors of
Delta Industrial Resources Limited

O. P. Pareek
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New Delhi, the 21st day of June 2021

Anamika
Company Secretary
PAN: BAFPA1605M

Barkha
CFO & CEO
PAN: DXQPB1843G

1. Corporate Information:

Delta Industrial Resources Limited (bearing CIN L52110DL1984PLC019625) was incorporated on December 19, 1984 under the Companies Act, 1956 with the Registrar of Companies, NCT of Delhi & Haryana. The Company had obtained Certificate for Commencement of Business on December 22, 1984 from the Registrar of Companies, NCT of Delhi & Haryana. The Company is listed on Metropolitan Stock Exchange of India Limited (MSEI) with [Script code: DELTA] and Bombay Stock exchange (BSE) [Script code: DELTA]

2. Significant Accounting Policies:

2.1 Statement of Compliance:

The financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015.

2.2 Basis for preparation of financial statements:

The financial statements have been prepared in historical cost basis which is generally based on the fair value of consideration given in exchange for goods and services.

2.3 Use of Estimates:

The preparation of financial statements requires the management of the company to make estimates and assumptions that affect the reported amounts of assets and liabilities on the date of financial statements, disclosure of contingent liabilities as at the date of the financial statements, and the reported amounts of income and expenses during the reported period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised.

2.4 Critical accounting estimates:

(i) Income Taxes:

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

(ii) Impairment of Investments:

The carrying value of investments is reviewed at cost annually, or more frequently whenever, there is indication for impairment. If the recoverable amount is less than the carrying amount, the impairment loss is accounted for.

(iii) **Provisions:**

Provisions are recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date adjusted to reflect the current best estimates.

2.5 Property, Plant and Equipment

Properties, Plant & equipment are stated at actual cost less accumulated depreciation and net of impairment. The actual cost capitalized includes material cost, freight, installation cost, duties and taxes, eligible borrowing costs and other incidental expenses incurred during the construction/installation stage.

The Company has chosen the cost model for recognition and this model is applied to all class of assets. After recognition as an asset, an item of PPE is carried at its cost less any accumulated depreciation and any accumulated impairment losses.

Depreciable amount of an asset is the cost of an asset less its estimated residual value.

Depreciation on Property, Plant and Equipment, including assets taken on lease, other than freehold land is charged based on Written Down Value method on an estimated useful life as prescribed in Schedule II to the Companies Act, 2013. The useful life of asset taken into consideration as per Schedule II for the purpose of calculating depreciation is as follows: -

Particulars of Property, Plant & Equipment	Useful life (in years)
Mobiles	5
Telephone	5

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 are determined as a difference between the sale proceeds and the carrying amount of the asset and is recognized in the profit and loss.

At the end of each reporting period, the Company reviews the carrying amounts of tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss.

2.6 Revenue recognition:

Effective 1st April, 2018, the Company has applied Ind AS 115 – Revenue from Contracts with Customers. Pursuant to adoption of Ind AS 115, Revenue from contracts with customers are recognized when the control over the goods or services promised in the contract are transferred to the customer. The amount of revenue recognized depicts the transfer of promised goods and services to customers for an amount that reflects the consideration to which the Company is entitled to in exchange for the goods or services.

(i) Sale of goods: -

Revenue from sale of goods is recognized when the control over such goods have been transferred, being when the goods are delivered to the customers. Delivery occurs when the products have been shipped or delivered to the specific location as the case may be, risks of loss have been transferred to the customers, and either the customer has accepted the goods in accordance with the sales contract or the acceptance provisions have lapsed or the Company has objective evidence that all criteria for acceptance have been satisfied. Revenue from these sales are recognized based on the price specified in the contract.

(ii) Interest Income: -

The Company recognises interest income using Effective Interest Rate (EIR) on all financial assets subsequently measured at amortised cost. EIR is calculated by considering all costs and incomes attributable to acquisition of a financial asset or assumption of a financial liability and it represents a rate that exactly discounts estimated future cash payments/receipts through the expected life of the financial asset/financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability.

(iii) Dividend: -

Dividend income from investments is recognised when the shareholders' right to receive payment has been established which is generally when the shareholders approve the dividend.

2.7 Interest income

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

2.8 Other income

In respect of other heads of income in the Company's accounts the income shall recognize on accrual basis.

2.9 Foreign currency transactions:

Foreign currency transactions are recorded as exchange rates prevailing on the date of transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the date of Balance Sheet. Gains and losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are recognized in the profit or loss.

2.10 Financial Instruments:

Financial Assets: -

Recognition and initial measurement: -

Financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument and are measured initially a fair value adjusted for transaction cost.

Subsequent measurement: -

Financial Assets measured at Amortised Cost (AC)

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Amortised cost is the cost of a financial asset adjusted to achieve a constant effective interest rate over the life of the financial asset.

Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)

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

Financial Assets measured Fair Value Through Profit and Loss (FVTPL)

Financial assets are subsequently measured at fair value through profit or loss unless they are measured at amortized cost or at fair value through other comprehensive income. For financial assets measured at fair value through profit and loss, all changes in the fair value are recognized in profit and loss when they occur.

De- recognition of Financial Assets: -

A financial asset is primarily de-recognized when the rights to receive cash flows from the asset have expired or Company has transferred its right to receive cash flow from the asset.

Financial Liabilities: -

Recognition and initial measurement: -

All Financial liabilities are recognized initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. Financial liabilities are classified as amortized cost.

Subsequent measurement: -

Subsequent to initial recognition, these liabilities are measured at Amortized cost using the effective interest rate method.

De-recognition of Financial liabilities

Financial liabilities are derecognized when the obligation under the liabilities are discharged or cancelled or expires. Consequently, write back of unsettled credit balances is done on closure of the concerned project or earlier based on the previous experience of Management and actual facts of each case and recognized in other Operating Revenues.

Further when an existing Financial liability is replaced by another from the same lender on substantially different terms, or the terms of existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of Financial Instrument: -

Financial Assets and Financial Liabilities are offset and the net amount is reported in the Balance sheet if there is currently enforceable legal right to offset the recognized amounts and there is an intention to settle on net basis, to realize the assets and settle the liabilities simultaneously.

2.11 Impairment of Financial Assets

Equity instruments, Debt Instruments and Mutual Fund: -

In accordance with Ind -AS 109, the Company applies Expected Credit Loss model for measurement and recognition of impairment loss for Financial Assets.

Expected Credit Loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive.

Other Financial Assets: -

The Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

2.12 Inventories

Inventories (Other than Quoted Shares & Securities) are valued at cost or net realisable value, whichever is lower. Cost is determined on weighted average basis and includes cost of purchase and other costs incurred in bringing inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2.13 Cash & Cash equivalent

Cash and cash equivalents Cash and cash equivalents in the balance sheet comprise of cash at bank and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

2.14 Taxation

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid/recovered from the tax authorities, based on estimated tax liability computed after taking credit for allowances and exemption in accordance with Income Tax Act, 1961.

Current and deferred tax are recognized in profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the income taxes are recognized in other comprehensive income or directly in equity, respectively.

Advance taxes and provisions for current income taxes are presented in the statement of financial position after off-setting advance tax paid and income tax provision.

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amounts.

Deferred income tax is 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 income tax assets is reviewed at each reporting date. Deferred tax asset/liability is measured at the tax rates that are expected to be applied to the period when the asset is realized or the liability is settled.

Deferred tax assets include Minimum Alternative Tax (MAT) paid which is considered as an asset if there is probable evidence that the Company will pay normal income tax after the tax holiday period.

2.15 Earnings Per Share

Basic earnings/ (loss) per share are calculated by dividing the net profit/ (loss) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the period and also after the Balance Sheet date but before the date the financial statements are approved by the Board of Directors.

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

The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

2.16 Provision, Contingent Liabilities and Contingent Assets:

A provision is recognised when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent Assets and Contingent Liabilities are not recognized in the financial statements.

3 Property, plant and equipment:

	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
Carrying amount: -		
Mobiles	3.70	5.32
Telephone	0.06	0.08
Total	3.76	5.40
	Mobiles (Rs. in '000')	Telephone (Rs. in '000')
Cost or Deemed Cost: -		Total (Rs. in '000')
Balance as at 1st April 2020	73.99	1.08
Additions during the year	-	-
Balance as at 31st March 2021	73.99	1.08
Accumulated Depreciation: -		
Balance as at 31st March 2020	68.67	1.00
Charge for the year	1.62	0.02
Balance as at 31st March 2021	70.29	1.02
Carrying amount: -		
Balance as at 31st March 2020	5.32	0.08
Balance as at 31st March 2021	3.70	0.06

3.1 All the above property, plant & equipment are owned by the company.

4 Investments: non-current

	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
In Equity Instruments (quoted)-Valued at FVTOCI		
500 (31st March 2020: 500) equity shares of Uflex Ltd. of Rs. 10 each fully paid up.	188.82	69.00
Nil (31st March 2020: 19) equity shares of SBI Cards & Payment Services Ltd. of Rs. 10 each fully paid up.	-	11.75
	188.82	80.75
4.1 Aggregate amount of quoted investments (at cost)	78.29	92.63
4.2 Aggregate market value of quoted investments	188.82	80.75
4.3 Investment in quoted equity instruments is recognised at 'Fair Value Through Other Comprehensive Income' (FVTOCI).		

5 Deferred tax assets/ (liabilities) (net)

	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
At the start of the year	8.02	9.45
Credit/(debit) to the statement of profit and loss (Note 5.2)	1.13	(1.43)
At the end of year	9.15	8.02

5.1 Deferred tax asset is 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.

5.2 The tax effect of significant timing differences that has resulted in deferred tax assets are given below:-

Particulars	For the year ended 31st March 2021 (Rs. in '000')			As at 31st March 2021
	As at 31st March 2021	Recognised in Profit and Loss	Recognised in OCI	
Property, plant and equipment	8.02	2.23	-	10.25
Others	-	-	(1.10)	(1.10)
Total	8.02	2.23	(1.10)	9.15

Particulars	For the year ended 31st March 2021 (Rs. in '000')			As at 31st March 2021
	As at 31st March 2021	Recognised in Profit and Loss	Recognised in OCI	
Property, plant and equipment	9.45	(1.43)	-	8.02
Total	9.45	(1.43)	-	8.02

6 Other non current assets	As at 31st March (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
Advance for purchase of investments	1,300.00	1,300.00
	<u>1,300.00</u>	<u>1,300.00</u>
7 Inventories	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
<u>Stock in trade: -</u>		
- Shares and securities- quoted (Note 7.1)	-	36.99
	<u>-</u>	<u>36.99</u>
7.1 Inventories consisting of quoted equity shares & securities are recognised at 'Fair Value Through Profit & Loss' (FVTPL).		
8 Trade receivables: current	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
Considered good - unsecured		
- Outstanding for the period exceeding 6 months (from the date they are due for payment)	-	1,093.74
- Others receivables	2,808.29	6,418.01
	<u>2,808.29</u>	<u>7,511.75</u>
9 Cash and cash equivalents	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
Balances with banks in current accounts	4,117.51	95.07
Cash on hand (as certified)	353.28	2.81
	<u>4,470.79</u>	<u>97.88</u>
10 Loans: current	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
<u>Unsecured, considered good(at Amortised Cost)</u>		
- Loans to body corporates	41,441.44	7,399.11
- Loans to others	16,553.97	47,688.24
	<u>57,995.41</u>	<u>55,087.35</u>
11 Other financial assets: current	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
Accrued interest on loan	2,853.89	3,260.51
	<u>2,853.89</u>	<u>3,260.51</u>
12 Other current assets	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
Input credit of GST	49.58	346.00
	<u>49.58</u>	<u>346.00</u>

13 Equity share capital

	As at 31st March 2021		As at 31st March 2020	
	Nos.	(Rs. in '000')	Nos.	(Rs. in '000')
Authorized shares				
Equity shares of Rs. 10 each with voting rights	6,500,000	65,000.00	6,500,000	65,000.00
	6,500,000	65,000.00	6,500,000	65,000.00
Issued, subscribed and fully paid- up shares				
Equity shares of Rs.10/- each with voting rights	5,393,000	53,930.00	5,393,000	53,930.00
	5,393,000	53,930.00	5,393,000	53,930.00

13.1 Reconciliation of number of equity shares and amount outstanding

	As at 31st March 2021		As at 31st March 2020	
	Nos.	(Rs. in '000')	Nos.	(Rs. in '000')
<u>Equity Shares</u>				
- At the beginning of the period	5,393,000	53,930.00	5,393,000	53,930.00
- Issued during the year	-	-	-	-
Total Outstanding at the end of the period	5,393,000	53,930.00	5,393,000	53,930.00

13.2 Terms and rights attached to equity shares

The company has issued only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to vote per share. The company declares and pays dividend if any, in Indian Rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all the preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholder.

13.3 Details of shareholders holding more than 5% shares in the company: -

	As at 31st March 2021		As at 31st March 2020	
	Nos.	% holding	Nos.	% holding
Kiran Mittal	400,000	7.42%	400,000	7.42%
Pawan Kumar Mittal	290,000	5.38%	765,000	14.19%
Pawan Kumar Mittal (HUF)	675,000	12.52%	1,000,000	18.54%
Adhunik Computer Marketing Private Limited	475,000	8.81%	-	0.00%
Manikaran Merchantile Private Limited	355,000	6.58%	-	0.00%
Namaskar Dealcom Private Limited	380,100	7.05%	380,100	7.05%

As per records, registers and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

14 Other equity

	As at		As at	
	31st March 2021		31st March 2020	
	(Rs. in '000')		(Rs. in '000')	
<u>Retained earnings</u>				
Balance as per last financial statements	(3,869.10)		(3,761.90)	
Profit/ (loss) for the period	(1,167.72)		(107.20)	
Closing balance		(5,036.82)		(3,869.10)
<u>Equity instruments through other comprehensive income</u>				
Balance as per last financial statements	(11.89)		35.66	
Re-measurement of Investments through FVTOCI	121.32		(47.55)	
Closing balance		109.43		(11.89)
		(4,927.38)		(3,880.99)

15 Trade payables

	As at		As at	
	31st March 2021		31st March 2020	
	(Rs. in '000')		(Rs. in '000')	
Outstanding dues of other than micro enterprises and small enterprises (Note 15.1)		10,567.10		-
		10,567.10		-

15.1 There are no dues to Micro and Small Enterprises as defined under Micro, Small & Medium Enterprises Development Act, 2006 which are outstanding for a period more than 45 days as on the balance sheet date.

The above information regarding Micro and Small Enterprises has been determined on the basis of information available with the Company and has been duly relied upon by the auditors of the Company.

16 Other financial liabilities: current	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
Salary payable	-	70.00
Expenses payable	123.51	40.90
	123.51	110.90
17 Other current liabilities	As at 31st March 2021 (Rs. in '000')	As at 31st March 2020 (Rs. in '000')
Advance received from customers	10,013.23	18,144.00
TDS payable	7.85	5.00
	10,021.08	18,149.00
18 Revenue from operation	For the year ended on 31st March 2021 (Rs. in '000')	For the year ended on 31st March 2020 (Rs. in '000')
<u>Income from sale of: -</u>		
Diamond	-	6,402.00
Metal	26,490.97	-
Shares	101.09	-
	26,592.06	6,402.00
19 Other income	For the year ended on 31st March 2021 (Rs. in '000')	For the year ended on 31st March 2020 (Rs. in '000')
Interest income on loans advanced	3,098.51	3,253.17
Dividend income	1.12	1.10
Commission	2,099.48	-
Interest on I.T Refund	22.99	3.35
Profit on sale of property, plant & equipment	-	1.27
Gain on sale on investment	3.95	-
	5,226.05	3,258.89
20 Purchases of stock-in-trade	For the year ended on 31st March 2021 (Rs. in '000')	For the year ended on 31st March 2020 (Rs. in '000')
<u>Purchase of: -</u>		
Metal	26,286.81	-
	26,286.81	-
21 Changes in inventories	For the year ended on 31st March 2021 (Rs. in '000')	For the year ended on 31st March 2020 (Rs. in '000')
Opening balance of stock in trade	36.99	6,407.45
Less: Closing balance stock in trade	-	(36.99)
	36.99	6,370.46
22 Employee benefit expenses	For the year ended on 31st March 2021 (Rs. in '000')	For the year ended on 31st March 2020 (Rs. in '000')
Salaries & allowances	524.00	916.00
Director sitting fee	48.00	66.00
	572.00	982.00
23 Finance Cost	For the year ended on 31st March 2021 (Rs. in '000')	For the year ended on 31st March 2020 (Rs. in '000')
Interest paid	306.56	-
	306.56	-

24 Other expenses

	For the year ended on 31st March 2021 (Rs. in '000')	For the year ended on 31st March 2020 (Rs. in '000')
Advertisement expenses	50.98	62.40
Annual Membership fees	410.00	396.80
Bad debts	1,093.74	-
Bank Charges	0.25	1.29
DP charges	7.97	-
ROC Filing fees	4.20	8.40
Office Expenses	21.27	-
Cartage	81.71	-
Loading charges	61.28	-
Interest paid on statutory dues	0.15	21.05
Legal & professional charges	876.40	1,861.76
Conveyance Expenses	-	1.00
Miscellaneous expenses	0.28	-
GST & other charges	12.37	-
Payment to statutory auditors (Note no. 33)	48.00	50.00
Payment to internal auditor	100.00	-
STT paid	0.12	-
Website expenses	11.19	2.80
Unfavourable premium	3,004.15	-
Printing & Stationery	-	3.00
	5,784.06	2,408.50

25 Related parties: -

As per IND AS 24, the disclosures of transactions with the related parties are given below:

- (a) List of related parties where control exists and also related parties with whom transactions have taken place and relationship:

(i) Key Management Personnel	Mr. Pawan Kumar Mittal (Director)
	Ms. Kiran Mittal (Director)
	Mrs. Barkha (CFO & CEO)
	Mr. Rohit Mittal (Past CFO & CEO)
	Ms. Anamika (Company Secretary)
(ii) Relatives of Key Management Personnel	None
(iii) Enterprises owned or significantly influenced by the Key Management Personnel or their Relatives	M/s. Dolf Leasing Limited
	M/s. Shree Worstex Limited
	M/s. PawanshivTradevin Private Limited
	M/s. Gulmohar Investments and Holdings Limited
	M/s. Skybox Industries Limited (formerly known as Smart Capital Services Limited)

(b) Following transactions are made with the related parties covered under Ind AS- 24 on “Related Parties Disclosure”.

(Rs. in ‘000)

	Transaction with	Nature of Transaction	Transaction during the year		Balance as on	
			31/Mar/21	31/Mar/20	31/Mar/21	31/Mar/20
(i)	Key Management Personnel:-					
	Ms. Anamika	Remuneration	144.00	142.00	Nil	12.00
	Mr. Rohit Mittal	Remuneration	380.00	720.00	Nil	58.00
	Mr. Pawan Kumar Mittal	Loan given	Nil	5,500.00	Nil	5,500.00
		Loan recovered	5,500.00	Nil	Nil	Nil
		Interest income	134.09	44.02	Nil	44.02
(ii)	Relatives of Key Management Personnel:- None					
(iii)	Enterprises in which Key Management Personnel and Relatives are having significant influences: -					
	M/s. Dolf Leasing Limited	Loan given	1,000.00	1,900.00	Nil	1,900.00
		Loan recovered	2,900.00	Nil	Nil	Nil
		Loan taken	3,000.00	Nil	Nil	Nil
		Loan repaid	3,000.00	Nil	Nil	Nil
		Interest paid	13.69	Nil	Nil	Nil
		Interest Income	62.24	8.90	Nil	8.01
	M/s. Pawanshiv Tradewin Private Limited	Advance for purchase of investment	Nil	Nil	1,000.00	1,000.00
	M/s. Shree Worstex Limited	Loan given	14,150.00	Nil	Nil	Nil
		Loan recovered	14,150.00	Nil	Nil	Nil
		Interest Income	292.88	Nil	Nil	Nil
	M/s. Gulmohar Investments and Holdings Limited	Loan given	Nil	Nil	Nil	Nil
		Loan recovered	Nil	300.00	Nil	Nil
		Interest income	Nil	4.01	Nil	Nil
	M/s. Skybox Industries Limited (M/s. formerly known as Smart Capital Services Limited)	Loan given	19,900.00	12,900.00	Nil	Nil
		Loan recovered	19,900.00	17,300.00	Nil	Nil
		Interest income	210.05	1,084.42	Nil	975.93
		Goods purchased	24.45	Nil	Nil	Nil

26 Segment information:

(a) The Company has identified three reportable segments viz., Metal, Diamond and Shares & securities after taking into account the nature of product and services and the differing risk and returns on such products and services. The accounting policies adopted for segment reporting are in line with the accounting policy of the company with following additional policies for segment reporting: -

- Revenue and expenses have been identified to a segment on the basis of relation to operating activities of the segment. Revenue and expenses that relate to an enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as “Un-allocable”.
- Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as “Un-allocable”.

(b) Segment information:-

(Rs. in ‘000)

Particulars	For the year ended on 31st March 2021	For the year ended on 31st March 2020
Segment Revenue: -		
Metal	26,490.97	Nil
Diamond	Nil	6,402.00
Share & Securities	101.09	Nil
Total Revenue	26,592.06	6,402.00
Segment Results		
(Profit/ loss before interest and taxes)		
Metal	204.16	Nil
Diamond	Nil	110.00
Share & Securities	64.10	(78.47)
Less: Interest	(306.56)	Nil
Less: Other Un-allocable expenditure (net)	(1,131.65)	(137.31)
Total Profit Before Taxes	(1,169.95)	(105.78)
Segment assets		
Metal	330.90	Nil
Diamond	Nil	7,511.75
Shares & securities	Nil	36.99
Un- allocable	69,374.26	60,752.16
Total Assets	69,705.16	68,300.90
Segment Liabilities		
Metal	10,567.10	Nil
Diamond	Nil	Nil
Shares & securities	Nil	5.90
Un- allocable	10,144.59	18,254.00
Total	20,711.69	18,259.90
Capital employed (segment assets- segment liabilities)		
Metal	(10,236.20)	Nil
Diamond	Nil	7,511.75
Shares & securities	Nil	31.09
Un- allocable	59,229.67	42,498.16
Total	48,993.47	50,041.00

(c) Secondary Segment Information: -

The Company does not have secondary segment division in respect of reportable segments.

27 Balance of receivables, payables and advances are subject to confirmation.

28 Categories of Financial Instruments and its fair value measurement

(Rs. in '000)

Financial assets	As at March 31, 2021	As at March 31, 2020
i) Investment (Measured at FVTOCI)	188.82	80.75
Measured at amortised cost		
(ii) Trade receivables	2,808.29	7,511.75
(iii) Cash and Bank balance	4,470.79	97.88
(iv) Loans	57,995.41	55,087.35
(v) other financial assets	2,853.89	3,260.51
Total	68,317.20	66,038.24

Financial liabilities	As at March 31, 2021	As at March 31, 2020
Measured at amortised cost		
(i) Other financial liabilities	123.51	110.90
(ii) Trade payables	10,567.10	-
Total	10,690.61	110.90

Particulars	Fair value as at		Fair value hierarchy	Valuation technique(s) and key input(s)
	31-Mar-21	31-Mar-20		
Financial assets				
Investment in quoted equity share	188.82	80.75	Level 1	Fair Market Value

29 (Rs. in '000)

Particulars	31/Mar/21	31/Mar/20
Earnings/ Remittances and/ or Expenditure in Foreign Currency	Nil	Nil

30 The Company did not have any long- term contracts including derivative contracts for which there were any material foreseeable losses.

31 There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

32 The financial statements were approved for issue by the Board of Directors on 21st June, 2021.

33 Break- up of Payments made to Statutory Auditors during the year (excluding taxes) are disclosed as under: -

(Rs. in '000)

Particulars	31/Mar/21	31/Mar/20
In respect of statutory audit (including tax audit)	40.00	40.00
In respect of certification	8.00	10.00
TOTAL	48.00	50.00

34 (Rs. in '000)

Particulars	31/Mar/21	31/Mar/20
Contingent Liability not provided for	Nil	Nil
Pending litigation by/ against the Company	Nil	Nil

35 India is currently witnessing the second wave of COVID-19 pandemic with significant increase in the number of infected cases. The resultant lockdowns are less restrictive for economic activity and are concentrated in the most-hit states. The Company has not experienced any significant impact on its liquidity position due to the sufficiency of working capital. The Company continues to be well geared to meet its funding needs. In view of the above, the Management believes that there will not be significant impact of this outbreak in continuing its business operations, in maintaining its financial position and in its ability to continue as a going concern. The Company shall also continue to closely monitor any material changes arising of future economic conditions and potential impact on its business.

36 Previous year's figures have been re- arranged or re- grouped wherever considered necessary.

37 Figures have been rounded off to the nearest thousands of rupees.

38 Figures in brackets indicate negative (-) figures.

Signed for the purpose of Identification

FOR V.N. PUROHIT & CO.
Chartered Accountants
Firm Regn. No. 304040E

For and on behalf of the Board of Directors of
Delta Industrial Resources Limited

O. P. Pareek
Partner
Membership No. 014238
UDIN: 21014238AAAAIF7391

Pawan Kumar Mittal
Director
DIN: 00749265

Kiran Mittal
Director
DIN: 00749457

New Delhi, the 21st day of June 2021

Anamika
Company Secretary
PAN: BAFPA1605M

Barkha
CFO & CEO
PAN: DXQPB1843G

ANNEXURE E

FORM NO. AOC - 2

(PURSUANT TO CLAUSE (H) OF SUB-SECTION (3) OF SECTION 134 OF THE ACT AND RULE 8(2) OF THE COMPANIES (ACCOUNTS) RULES, 2014)

DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY THE COMPANY WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARM'S LENGTH TRANSACTIONS UNDER THIRD PROVISO THERETO

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

- (a) Name(s) of the related party and nature of relationship: NIL
- (b) Nature of contracts/arrangements/transactions: NIL
- (c) Duration of the contracts / arrangements/transactions: NIL
- (d) Salient terms of the contracts or arrangements or transactions including the value: NIL
- (e) Justification for entering into such contracts or arrangements or transactions: NIL
- (f) Date of approval by the Board: NIL
- (g) Amount paid as advances: NIL
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: NIL

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

(₹ in thousands)

- (a) List of related parties where control exists and also related parties with whom transactions have taken place and relationship:

(i) Key Management Personnel	Mr. Pawan Kumar Mittal (Director)
	Ms. Kiran Mittal (Director)
	Mrs. Barkha (CFO & CEO)
	Mr. Rohit Mittal (Past CFO & CEO)
	Ms. Anamika (Company Secretary)
(ii) Relatives of Key Management Personnel	None
(iii) Enterprises owned or significantly influenced by the Key Management Personnel or their Relatives	M/s. Dolf Leasing Limited
	M/s. Shree Worstex Limited
	M/s. PawanshivTradevin Private Limited
	M/s. Gulmohar Investments and Holdings Limited
	M/s. Skybox Industries Limited (formerly known as Smart Capital Services Limited)

(b) Following transactions are made with the related parties covered under Ind AS- 24 on "Related Parties Disclosure".

(Rs. in '000)

	Transaction with	Nature of Transaction	Transaction during the year		Balance as on	
			31/Mar/21	31/Mar/20	31/Mar/21	31/Mar/20
(i) Key Management Personnel:-						
	Ms. Anamika	Remuneration	144.00	142.00	Nil	12.00
	Mr. Rohit Mittal	Remuneration	380.00	720.00	Nil	58.00
	Mr. Pawan Kumar Mittal	Loan given	Nil	5,500.00	Nil	5,500.00
		Loan recovered	5,500.00	Nil	Nil	Nil
		Interest income	134.09	44.02	Nil	44.02
(ii) Relatives of Key Management Personnel:- None						
(iii) Enterprises in which Key Management Personnel and Relatives are having significant influences: -						
	M/s. Dolf Leasing Limited	Loan given	1,000.00	1,900.00	Nil	1,900.00
		Loan recovered	2,900.00	Nil	Nil	Nil
		Loan taken	3,000.00	Nil	Nil	Nil
		Loan repaid	3,000.00	Nil	Nil	Nil
		Interest paid	13.69	Nil	Nil	Nil
		Interest Income	62.24	8.90	Nil	8.01
	M/s. Pawanshiv Tradewin Private Limited	Advance for purchase of investment	Nil	Nil	1,000.00	1,000.00
	M/s. Shree Worstex Limited	Loan given	14,150.00	Nil	Nil	Nil
		Loan recovered	14,150.00	Nil	Nil	Nil
		Interest Income	292.88	Nil	Nil	Nil
	M/s. Gulmohar Investments and Holdings Limited	Loan given	Nil	Nil	Nil	Nil
		Loan recovered	Nil	300.00	Nil	Nil
		Interest income	Nil	4.01	Nil	Nil
	M/s. Skybox Industries Limited (M/s. formerly known as Smart Capital Services Limited)	Loan given	19,900.00	12,900.00	Nil	Nil
		Loan recovered	19,900.00	17,300.00	Nil	Nil
		Interest income	210.05	1,084.42	Nil	975.93
		Goods purchased	24.45	Nil	Nil	Nil

**By the order of the Board of Directors of
Delta Industrial Resources Limited**

sd/-

**Kiran Mittal
Director**

DIN: 00749457

sd/-

**Pawan Kumar Mittal
Director**

DIN: 00749265

Date: 28.08.2021

Place: New Delhi

ANNEXURE F

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN AS ON FINANCIAL YEAR ENDED ON MARCH 31, 2021

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

I REGISTRATION & OTHER DETAILS

I	CIN	L52110DL1984PLC019625
II	Registration Date	19/12/1984
III	Name of the Company	Delta Industrial Resources Limited
IV	Category/Sub-category of the Company	Company Limited by shares
V	Address of the Registered office and contact details	Shop No. 325, Third Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085
VI	Whether listed Company	Yes
VII	Name, Address and Contact details of Registrar and Transfer Agent, if any:-	Skyline Financial Services Private Limited D-153 A, 1 st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Ph.: 011-64732681

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:-

S. No	Name and Description of main products/services	NIC Code of the Product /service	% to total turnover of the Company
1.	Trading of Metals	51311	100%

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

S. No.	Name & Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of Shares Held	Applicable Section
NOT APPLICABLE					

IV SHAREHOLDING PATTERN (Equity Share capital Break up as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the end of the year [As on 31-March-2021]				No. of Shares held at the beginning of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	1365000	0	1365000	25.31	2165000	0	2165000	40.14	(16.83)
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	1365000	0	1365000	25.31	2165000	0	2165000	40.14	(16.83)
(2) Foreign									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
TOTAL (A)	1365000	0	1365000	25.31	2165000	0	2165000	40.14	(16.83)
B. Public Shareholding									
I. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign	-	-	-	-	-	-	-	-	-

Venture Capital Funds									
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.	1975765	61950	2037715	37.78	1173012	61950	1234962	22.92	14.86
i) Indian									
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	402017	65300	467317	8.66	390633	65300	455933	8.45	0.21
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	1153017	63650	1216667	22.56	1154020	63650	1217670	22.58	(0.02)
c) Others									
HUF	251700	30500	282200	5.23	254390	30500	284890	5.28	(0.05)
d) Non Resident Indians	24051	-	24051	0.45	34545	0	34545	0.64	(0.19)
e) Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
f) Foreign Nationals	-	-	-	-	-	-	-	-	-
g) Clearing Members	-	-	-	-	-	-	-	-	-
h) Trusts	-	-	-	-	-	-	-	-	-
i) Foreign Bodies	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	3806600	221400	402800	74.69	3006600	221400	322800	59.86	14.83
Total Public (B)	3806600	221400	402800	74.69	3006600	221400	322800	59.86	14.83
C. Shares held	-	-	-	-	-	-	-	-	-

by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	5171600	221400	539300	100	5171600	221400	539300	100	
			0				0		

(ii) Share Holding Of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Pawan Kumar Mittal (HUF)	1000000	18.54	0	675000	12.52	0	6.02%
2	Pawan Kumar Mittal	765000	14.19	0	290000	5.38	0	8.81%
3	Kiran Mittal	400000	7.42	0	400000	7.42	0	0
	Total	2165000	40.14	0	1365000	25.31	0	14.83%

(iii) Change in promoters' shareholding (please specify if there is no change)

There is change in shareholdings of Promoters

* Shareholding of Pawan kumar Mittal (HUF) has been decreased by 6.02% and Pawan Kumar Mittal has been decreased by 8.81% by earlier.

(iv) Shareholding pattern of top ten shareholders (Other than Directors, Promoters and Holders of GDRS & ADRS)

S. No.	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1.	ADUNIK COMPUTER MARKETING PRIVATE LIMITED				
	At the beginning of the year	-	-	-	-
	Shares acquired/sold	475000	8.80	475000	8.80
	At the end of the year	475000	8.80	475000	8.80
2.	NAMASKAR DEALCOM PRIVATE LIMITED				
	At the beginning of the year	380100	7.05	380100	7.05
	Shares acquired/sold	0	0	0	0
	At the end of the year	380100	7.05	380100	7.05

3.	MANIKARAN MERCANTILE PVT LTD				
	At the beginning of the year	30000	0.56	30000	0.56
	Shares acquired/sold	325000	6.02	355000	6.58
	At the end of the year	355000	6.58	355000	6.58
4	LAGAN BARTER PRIVATE LIMITED				
	At the beginning of the year	250500	4.64	250500	4.64
	Shares acquired/sold	0	0.00	0	0
	At the end of the year	250500	4.64	250500	4.64
5	LIVELY EQUIPMENTS SUPPLIERS PRIVATE LIMITED				
	At the beginning of the year	170733	3.16	170733	3.16
	Shares acquired/sold	0	0	0	0
	At the end of the year	170733	3.16	170733	3.16
6	NATIONAL STOCK EXCHANGE OF INDIA LIMITED				
	At the beginning of the year	118497	2.20	118497	2.20
	Shares acquired/sold	7660	0.14	126157	2.34
	At the end of the year	126157	2.34	126157	2.34
7	PRASHANT ARORA				
	At the beginning of the year	100000	1.85	100000	1.85
	Shares acquired/sold	0	0.00	0	0
	At the end of the year	100000	1.85	100000	1.85
8	PRASIDHI ANEJA				
	At the beginning of the year	100000	1.85	100000	1.85
	Shares acquired/sold	0	0.00	0	0
	At the end of the year	100000	1.85	100000	1.85
9	PRANAY ANEJA				
	At the beginning of the year	100000	1.85	100000	1.85
	Shares acquired/sold	0	0.00	0	0
	At the end of the year	100000	1.85	100000	1.85
10	RAJNI ANEJA				
	At the beginning of the year	100000	1.85	100000	1.85
	Shares acquired/sold	0	0.00	0	0
	At the end of the year	100000	1.85	100000	1.85

(v) Shareholding of Directors and Key Managerial Personnel

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1	Pawan Kumar Mittal	765000	14.19	765000	14.19
	Sale during the year	(475000)		290000	5.38
	Total	290000		290000	5.38
2	Kiran Mittal	400000	7.42	400000	7.42

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

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 CEO/CFO	Name of Company Secretary	Total Amount (Rs.)
	Name	Rohit Mittal	Anamika	
1	Gross salary	3,80,000/-	1,44,000/-	5,24,000/-
	(a) Salary as per provisions contained in section 17(1) of the Income Tax 1961 (Rs.)			
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961 (Rs.)	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961 (Rs.)	-	-	-
2	Stock option	-	-	-

	Sweat Equity	-	-	-
	Commission	-	-	-
	as % of profit	-	-	-
	others (specify)	-	-	-
	Others, please specify	-	-	-
	Total (A)	380000/-	144000/-	580000/-
	Ceiling as per the Act	-	-	-

b. Remuneration to Other Directors

SI. No.	Particulars of Remuneration	Name of the Directors		Total Amount
1	Independent Directors	Jitendra Kumar Aggarwal	Prakash Chand Jajoria	
	(a) Fee for attending board committee meetings	24,000/-	24,000/-	48,000/-
	(b) Commission	0	0	0
	(c) Others, please specify	0	0	0
	Total (1)	24,000/-	24,000/-	48,000/-
2	Other Non Executive Directors	-	-	-
	(a) Fee for attending board committee meetings	0	0	0
	(b) Commission	0	0	0
	(c) Others, please specify.	0	0	0
	Total (2)	0	0	0
	Total (B)=(1+2)	48,000/-	48,000/-	48,000/-
	Total Managerial Remuneration	0	0	0
	Overall Ceiling as per the Act.	0	0	0

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/ Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
B. DIRECTORS					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.

Punishment			N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.

**By the order of the Board of Directors of
Delta Industrial Resources Limited**

sd/-
Kiran Mittal
Director
DIN: 00749457

sd/-
Pawan Kumar Mittal
Director
DIN: 00749265

Date: 28.08.2021

Place: New Delhi