

ANNUAL REPORT: 2022-23

N K TEXTILE INDUSTRIES LIMITED

(CIN: L17299DL1983PLC163230)

**Regd. Office: Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre,
Jasola, New Delhi-110 025**

Email id – n.ktextiles123@gmail.com

Tel: 91 11 61119429

www.nktil.com

N K Textile Industries Limited

**Registered office: Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre,
Jasola, New Delhi-110025**

CIN: L17299DL1983PLC163230, Tel: +91 11 61119429

Email Id: n.ktextiles123@gmail.com, website:www.nktil.com

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Sunil Aggarwal	Director
Mr. Balbir Singh	Director
Mrs. Beenu Agarwal	Independent Director
Mr. Sanjay Kumar Gupta	Independent Director

KEY MANAGERIAL PERSONNEL

Mr. Surindra Kapoor	Chief Executive Officer & Chief Financial Officer
Mr. Ankit Chaturvedi	Company Secretary

BOARD COMMITTEES

AUDIT COMMITTEE

Mrs. Beenu Agarwal	Chairman
Mr. Sunil Aggarwal	
Mr. Sanjay Kumar Gupta	

NOMINATION AND REMUNERATION COMMITTEE

Mr. Sanjay Kumar Gupta	Chairman
Mr. Sunil Aggarwal	
Mrs. Beenu Agarwal	

STAKEHOLDER RELATIONSHIP COMMITTEE

Mrs. Beenu Agarwal	Chairman
Mr. Balbir Singh	
Mr. Sanjay Kumar Gupta	

STATUTORY AUDITORS

M/s Kumar Chopra & Associates
Chartered Accounts

B-12, Ground Floor, Kalindi Colony, Near Maharani Bagh, New Delhi-110065

SECRETARIAL AUDITORS

M/s Vishal Arora & Associates

N-145A, Ground Floor, Greater Kailash - 1, New Delhi - 110 048

INTERNAL AUDITORS

M/s S K Shukla & Co., Chartered Accountants

184, 2nd Floor, Jeewan Nagar, Near Tikona Park, New Delhi-110014

REGISTRAR AND SHARE TRANSFER AGENT

MAS Services Limited

T-34, 2nd Floor, Okhla Industrial Area, Phase-II, New Delhi-110020

REGISTERED OFFICE

Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre, Jasola, New Delhi-110025

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40th ANNUAL GENERAL MEETING	
Day:-	Monday
Date:-	25th September, 2023
Time:-	3.00 P.M
Venue:-	At the Hotel 'The Sentinel', 47, Pocket-1, Jasola, New Delhi-110025

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Email Id: n.ktextiles123@gmail.com, website: www.nktil.com

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the fortieth (40th) Annual General Meeting of the Company will be held at Hotel 'The Sentinel', 47, Pocket-1, Jasola, New Delhi-110025 on 25th September, 2023 (Monday) at 3.00 P.M to transact the following business

ORDINARY BUSINESS:

1. To receive, consider and adopt :-

- a. the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023, the reports of the Board of Directors and Auditors thereon; and to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted”

And

- b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 along with the Auditors report thereon and to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

2. To appoint a Director in place of Mr. Sunil Aggarwal (DIN: 00029286) who retires by rotation and being eligible, offers himself for re-appointment and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mr. Sunil Aggarwal (DIN: 00027438) who retires by rotation at this meeting and being eligible, be and is hereby re-appointed as a director of the Company.”

By order of the Board

For N K Textile Industries Limited



Balbir Singh

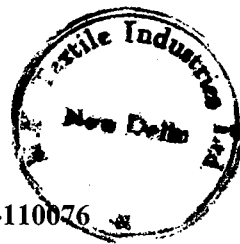
Director

DIN: 00027438

Address: A-367, Pocket A, Sarita Vihar, New Delhi-110076

Place: New Delhi,

Date: 11th August, 2023



Notes:-

1. The Register of Members and Share Transfer Register of the Company shall remain closed from Tuesday, 19th September, 2023 to Monday, 25th September 2023 (both days inclusive) for the purpose of taking record of the shareholders at the Annual General Meeting.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. Proxy Form, in order to be effective, shall be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy form is annexed to this Notice. Proxy forms submitted on behalf of the limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. Members Corporate are requested to send, a duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorising their representative to attend the AGM on their behalf and vote through remote e-voting. The Resolution shall be sent to the Scrutinizer by email through its registered email address to kapahiassociates@yahoo.com or to the Company at n.ktextiles123@gmail.com
4. The Securities and Exchange Board of India (the SEBI) has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. 1st April, 2019. Accordingly, the Company and its Registrar and Transfer Agents (RTA) have stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail the facility of dematerialization.

Pursuant to SEBI circular dated 25th January, 2022, securities of the Company shall be issued in dematerialized form only while processing service requests in relation to issue of duplicate securities certificate, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website and on the website of the Company's Registrar and Transfer Agents –Mas Services Limited. It may be noted that any service request can be processed only after the folio is KYC Compliant.

Norms for furnishing of PAN, KYC, Bank details and Nomination:

Pursuant to SEBI Circular no. SEBI/HO/MIRSD/MIRSDPoD-1/P/ CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars issued by SEBI bearing nos. SEBI/HO/ MIRSD/MIRSD RTAMB /P/CIR/2021/655 and SEBI/HO/MIRSD/ MIRSD RTAMB/ P/CIR/2021/687 dated November 3, 2021 and December 14, 2021, respectively, SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. The folios wherein any one of the cited documents/details is not available on or after October 1, 2023, shall be frozen by the RTA. The securities in the frozen folios shall be eligible:

- To lodge any grievance or avail of any service, only after furnishing the complete documents / details as mentioned above;
- To receive any payment including dividend, interest or redemption amount (which would be only through electronic mode) only after they comply with the above stated requirements.



The forms for updation of PAN, KYC, bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 and the said SEBI circular are available on our website <http://www.nktil.com/Communication-to-Investor/>.

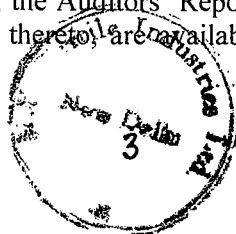
In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest.

Further, Shareholders holding shares in physical form are requested to ensure that their PAN is linked to Aadhaar to avoid freezing of folios. Such frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, after December 31, 2025

As per the provisions of the Act and applicable SEBI Circular, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with Mas Services Limited or make changes to their nomination details through Form SH-14 and Form ISR-3. In respect of shares held in dematerialised form, the nomination form may be filed with the respective DPs. The relevant forms are available on the company website at the company website at <http://www.nktil.com/Communication-to-Investor/>

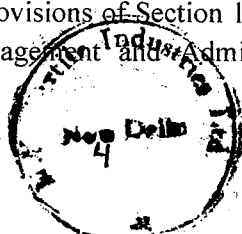
5. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their name, address, bank details, ECS mandate, nominations, power of attorney, email ID, etc. to their depository participants only and not to the Company or its RTA. The said intimation will be automatically reflected in the Company's records.
6. Shareholders may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after 1st April, 2020 shall be taxable in the hands of the Shareholders. The Company shall therefore be required to deduct Tax at Source (TDS) at the time of making the final dividend. In order to enable us to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961.
7. Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA.
8. In terms of Section 72 of the Companies Act, 2013, the shareholders of the Company may nominate a person on whom the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit nomination in form SH-13.
9. Members may contact **M/s. MAS SERVICES LIMITED**, the Registrars & Transfer Agents (RTA) for any investor related services .The address and other contact details of RTA are as under:

MAS SERVICES LIMITED
Address: T-34, 2nd Floor, Okhla Industrial Area,
Phase-II, New Delhi-110020
Tel. No.:011-26387281, 82, 83
Fax No.: 011-26387384
10. The Statement of Profit and Loss for the financial year ended 31st March, 2023, the Balance Sheet as at that date, the Auditors' Report, the Directors' Report and all other documents annexed or attached thereto, are available for inspection by Members at the Registered



Office of the Company between 11:00 a.m. and 1:00 p.m. on working days up to the date of this AGM. Members may also visit the Company's website www.nktil.com for viewing various financial information including the quarterly results and annual report of the Company.

11. In compliance with the MCA Circulars and the SEBI circular dated 12th May, 2020, 15th January, 2021 and 13th May, 2022. Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and the Annual Report for 2022-23 will also be available on the Company's website www.nktil.com and websites of the Stock Exchanges i.e Metropolitan Stock Exchange of India Limited of India at www.msei.in, Calcutta Stock Exchange and also on the website of Mas Services Limited at investor@masserv.com.
12. The requirement to place the matter relating to appointment of Auditors for ratification by members at every AGM is done away with vide notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were re-appointed in the AGM held on 30th September, 2022 for a period of five years.
13. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
14. In case of joint holders attending the Meeting, only the Member whose name appears first will be entitled to vote.
15. Vide its Circular No. CIR/MRD/DP/10/2013 dated 21st March, 2013, the SEBI has instructed all the companies to use electronic mode of payment to the investors. Companies whose securities are listed on Stock Exchanges are directed to use, either directly or through their RTA & STA, any Reserve Bank of India approved electronic mode of payment such as ECS [LECS (Local ECS) / RECS (Regional ECS) / NECS (National ECS)], NEFT etc.
16. Members, who have not yet submitted their requisite bank account details, are once again requested to kindly provide these details by quoting their reference folio number(s) if shares are held in physical form. If shares are held in dematerialised form, Members may kindly provide the requisite bank account details to their Depository Participant to ensure that dividend payment is correctly credited to their account.
17. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
18. Members are requested to bring their attendance slip along with their copy of Annual Report to the meeting.
19. **Voting through electronic means**
 - A. In compliance with 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 Clause 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 the Company is pleased to provide its members facility to exercise their right to vote at the 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).

- B. The facility for voting through ballot 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.
- C. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- D. The remote e-voting period commences on Thursday, September 21st, 2023 (09:00 am) and ends on Sunday, 24th September, 2023 (05:00 pm). During this period the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 18th, 2023 (Monday) may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- E. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. 18th September, 2023. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting, either through remote e-voting or voting at the AGM through poll papers.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING

The remote e-voting period begins on Thursday, 21st September, 2023 at 9:00 A.M. and ends on Sunday, 24th September, 2023 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18th September, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 18th September, 2023.

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 demat account maintained with Depositories and



Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="655 439 1533 1032">1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name ‘N K Textile Industries Limited’ or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period. <li data-bbox="655 1055 1533 1816">2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com/. Select “Register Online for IDeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name ‘N K Textile Industries Limited’ or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. <li data-bbox="655 1861 1533 1973">3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility for seamless voting experience

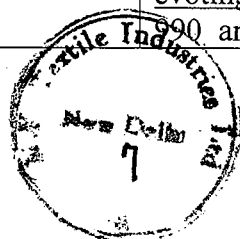


<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/loginorwww.cdslindia.com and click on New System My easi. 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.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name 'N K Textile Industries Limited' or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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</p>



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

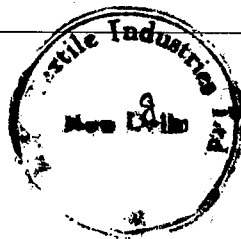
B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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.

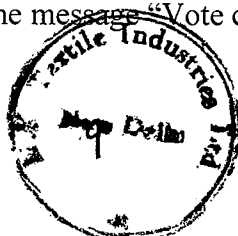


- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period. Now you are ready for e-Voting as the Voting page opens.
3. 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.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.



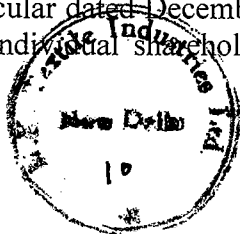
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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 kapahiassociates@yahoo.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

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 n.ktextiles123@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 n.ktextiles123@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 Instructions:

- i. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 18th September, 2023 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA, MAS Services Limited. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote.
- ii. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- iii. Mr. Surrinder Kishore Kapahi (CP No. 1118), Proprietor Kapahi and Associates, Company Secretaries has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting (i.e. remote e-voting and physical voting at the meeting) process in a fair and transparent manner.
- iv. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- v. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days from the conclusion of the AGM, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith
- vi. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.nktil.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the Metropolitan Stock Exchange of India Limited (formerly known as MCX Stock Exchange Limited) and Calcutta Stock Exchange.

By order of the Board
For N K Textile Industries Limited



Balbir Singh
Director
DIN: 00027438
Place: New Delhi
Date: 11.08.2023



N K Textile Industries Limited

Registered office: Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre,
Jasola, New Delhi-110025

CIN: L17299DL1983PLC163230, Tel: +91 11 61119429

Email Id: n.ktextiles123@gmail.com, website: www.nktil.com

ATTENDANCE SLIP

40th Annual General Meeting to be held on 25th September, 2023

Name of the Attending Member (in Block Letters)	
Regd. Folio No./ *DP ID/* Client ID	
No. of Equity Shares held	
Name of the Shareholder(s)	
Joint Holder 1	
Joint Holder 2	

1. I/We hereby record my / our presence at the 40th Annual General Meeting of the members of the Company held on 25th Day of September, 2023 at 3.00 P.M. at the Hotel 'The Sentinel', Pocket-1, 47, Jasola, New Delhi-110025 .

2. Signature of the Shareholder/Proxy Present

3. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.

4. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

Note: PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.

.....XXXXX.....XXXXXX.....XXXXX
.....

ELECTRONIC VOTING PARTICULARS

E Voting Event Number
(EVEN)
125102

User ID

Password

Note: Please read the instructions provided in Notice dated 11th August, 2023 of the Annual General Meeting. The Voting period starts from 9.00 a.m. on Thursday , September 21st 2023 and ends at 5.00 p.m. on Sunday, September 24th, 2023. The voting module shall be disabled by NSDL for voting thereafter.

N K Textile Industries Limited

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CIN: L17299DL1983PLC163230, Tel: +91 11 61119429

Email Id: n.ktextiles123@gmail.com, website: www.nktil.com

PROXY FORM

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

Name of the Member(s)		
Registered address		
Email ID		
Folio No./ Client ID		
DP ID		No. of Shares

I/We, being the member(s) of..... shares of the above named Company, hereby appoint:

1.	Name		
	Address	Signature	
	Email ID		
	Or failing him/her		
2.	Name		
	Address	Signature	
	Email ID		
	Or failing him/her		
3.	Name		
	Address	Signature	
	Email ID		

As my/ our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 40th Annual General Meeting of the Company, to be held on Monday, 25th September, 2023 at 3.00 P.M. at the hotel 'The Sentinel, Pocket-1, 47, Jasola, New Delhi-110025 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	For*	Against*
	Ordinary Business		
1.	i. To receive, consider and adopt: the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2023, the reports of the Board of Directors and Auditors thereon; and ii. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023.		
2.	To appoint a Director in place of Mr. Sunil Aggarwal (DIN: 00029286) who retires by rotation and being eligible, offers himself for re-appointment.		

Signed this ----- day of -----2023

Signature of Member-----

Signature of Proxy-----

Affix Revenue Stamp

Note:

1. 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.
2. A person can act as a proxy on behalf of Members, not exceeding fifty, and holding in the aggregate not more than 10% of the total share Capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting Rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. * It is optional to put a "√" in the appropriate column against the resolution indicated in the box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/ she deems appropriate.

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Email Id: n.ktextiles123@gmail.com, website: www.nktil.com

DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the 40th Annual Report together with the Audited Financial Statements for the year ended March 31, 2023.

1. Financial Highlights

The Company suffered a loss of Rs. 0.30 lacs as against a loss of Rs.2.73 lacs in the previous year. The consolidated profit (before tax) during the year under review was Rs.4474.92 lacs as against a profit of Rs. 747.19 lacs in the previous year.

2. State of Company's affair

During the year under review, the income of the Company by way of Interest from bank is Rs.4.95 lacs as against Rs. 3.72 lacs in the previous year. Income from Interest on Income Tax Refund during the year is Rs.0.016.

3. Dividend

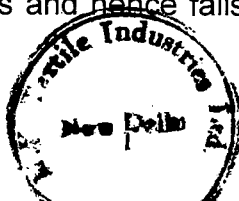
In order to conserve the resources for future requirements, no dividend is proposed to be declared during the year under review.

4. RBI Guidelines

The Company is a Core Investment Company (CIC) in terms of Notification No. DNBR.PD. 003/03.10.119/2016-17 dated August, 25, 2016 issued by Reserve Bank of India (RBI) as updated by subsequent notifications issued from time to time. As per the recent direction issued by RBI relating to CICs: 'a CIC (a) with an asset size of less than ₹100 crore, irrespective of whether accessing public funds or not and (b) with an asset size of ₹100 crore and above and not accessing public funds are not required to register themselves with the RBI under Section 45IA of the RBI Act, 1934 in terms of notification No. DNBS.PD.221/CGM (US) 2011 dated January 5, 2011, and will be termed as Unregistered CICs'. The Company falls under the definition of 'Unregistered CIC' hence, not required to get itself registered with RBI. The Company has complied with all the guidelines as applicable on CIC.

5. Management Analysis and Review

The Company has deployed its surplus fund in the financial assets in the share capital of group companies and hence falls under the definition of CIC as per



RBI guidelines. The management has done the review and analysis on all the applicable guidelines on CIC and the company has complied with the same.

6. Transfer to Reserves

As the Company became CIC, the requirement relating to statutory reserve is not applicable on the Company.

7. Detailed performance and financial position of Subsidiary/Joint Venture/ Associate Companies

A report on the performance and financial position of the Subsidiaries and Associate Company as per the Companies Act, 2013 is provided as **Annexure 'A'**. There is no joint venture of the Company. The Company has one material Subsidiary namely 'Rajputana Developers Limited' (RDL) and it has complied with all the applicable provisions as applicable to material Subsidiary.

8. Extract of Annual Return

As required under Section 134(3) (a) and section 92(3) of the Act, the Annual Return has been uploaded on the Company's website and can be accessed at www.nktil.com. Further, the details forming part of the extract of Annual Return in form MGT- 9, as required under Section 92 of the Companies Act, 2013 is included in this report as per **Annexure 'B'**.

In accordance with Section 136 of the Companies Act, 2013, the Audited Financial Statements of the Company are available on our website.

9. Compliance relating to Secretarial Standards

The Company has complied with the applicable secretarial standards issued by Institute of Companies Secretaries of India for the Financial Year 2022-23.

10. Corporate Governance

The Company is listed with Metropolitan Stock Exchange of India limited (formerly known as MCX Stock Exchange limited) and Calcutta Stock Exchange Limited. The clauses of the Corporate Governance became applicable on the Company from the financial year 2020-21 upon increase in the net- worth of the Company due to adoption of IND AS for preparation of financial statements. The filing of Corporate Governance report became applicable on the Company for the quarter ended on 31.12.2020 onwards.

The Company is committed to maximise the value for its stakeholders by adopting the principles of good Corporate Governance in line with the provisions of law and particularly those stipulated in the Listing Regulations. The certificate from the practicing Company Secretary regarding compliance of the conditions of Corporate Governance as stipulated in the Listing Regulations, is enclosed as per **Annexure C**.



The certificate from Mr. Surindra Kapoor, Chief Financial Officer (CFO) and Chief Executive Officer (CEO) of the Company in relation to the financial statements for the year along with declaration by the CEO regarding compliance with the code of business conduct of the Company by the directors and the members of the senior management team of the Company during the year, were submitted to and taken note of by the Board.

11. Directors/ Key Managerial Personnel

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Sunil Aggarwal (DIN: 00029286) Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible offer himself of re-appointment.

Apart from the above, there has been no change in the Director of the Company during the year under review. The Certificate of Non-Disqualification of Director is attached as per **Annexure 'D'**.

12. Declaration given by Independent Director

The Company has received declaration from Mrs. Beenu Agarwal (DIN: 00056062) and Mr. Sanjay Kumar Gupta (DIN:00027728), Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013.

13. Annual Performance Evaluation

The Company in consultation with Nomination and Remuneration Committee has carried out the performance evaluation of Independent Directors, Board, Committees and other individual Directors. Pursuant to the provisions of the Companies Act, 2013, a structured questionnaire was prepared after taking into consideration of the various aspects of the Board's functioning, composition of the Board and its committees, culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of Independent Directors was completed. The performance evaluation of the other Board Members was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

14. Number of Meetings of the Board

The details of the number of meetings of the Board held during the Financial Year 2022-23 are as follows:

S. No.	Date of Meeting	Name of Directors who attended the meeting
---------------	------------------------	---



1	29.04.2022	Mr. Balbir Singh, Mr. Sunil Aggarwal , Mr. Sanjay Kumar Gupta and Mrs. Beenu Agarwal
2	30.05.2022	Mr. Balbir Singh, Mr. Sunil Aggarwal , Mr. Sanjay Kumar Gupta and Mrs. Beenu Agarwal
3	10.08.2022	Mr. Balbir Singh, Mr. Sunil Aggarwal , Mr. Sanjay Kumar Gupta and Mrs. Beenu Agarwal
4	14.11.2022	Mr. Balbir Singh, Mr. Sunil Aggarwal , Mr. Sanjay Kumar Gupta and Mrs. Beenu Agarwal
5	02.02.2023	Mr. Balbir Singh, Mr. Sunil Aggarwal , Mr. Sanjay Kumar Gupta and Mrs. Beenu Agarwal

15. Deposits

The Company has not accepted any public deposits during the year under review.

16. Particulars of Loans, Guarantees or Investments by Company

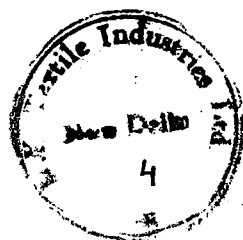
Details of Investments is given in the notes to Financial Statements. (Please refer Note 4 of the Financial Statement). No guarantee was given by the company during the Financial Year 2022-23.

17. Related Party Transactions

All related Party Transactions are placed before the Audit Committee for their approval. The transactions with the related parties are done at arm's length basis in the ordinary course of business. There are no transactions with related party during the year under review except payment of salary/ Conveyance to Key Managerial Personnel as given in Note No. 17 of Balance Sheet. Hence, form AOC-2 has not been furnished.

18. Whistle Blower Policy/ Vigil Mechanism

The Company has formulated a whistle blower policy to report genuine concerns or grievances and the said policy is available on the Company's website www.nktil.com.



19. Audit Committee

The composition of audit committee of the Company is as follows:

S. No.	Name of Member	Designation
1.	Mrs. Beenu Agarwal	Chairman (Independent Director)
2	Mr. Sanjay Kumar Gupta	Member (Independent Director)
3	Mr. Sunil Aggarwal	Member

The details regarding number of meetings held by Audit Committee during the year are as follows:

S. No.	Date of Meeting	Name of Directors who attended the meeting
1	30.05.2022	Mrs. Beenu Agarwal, Mr. Sunil Aggarwal and Mr. Sanjay Kumar Gupta
3	10.08.2022	Mrs. Beenu Agarwal, Mr. Sunil Aggarwal and Mr. Sanjay Kumar Gupta
4	14.11.2022	Mrs. Beenu Agarwal, Mr. Sunil Aggarwal and Mr. Sanjay Kumar Gupta
5	02.02.2023	Mrs. Beenu Agarwal, Mr. Sunil Aggarwal and Mr. Sanjay Kumar Gupta

The Board has accepted all the recommendations proposed by audit committee during the financial year.

20. Nomination and Remuneration Committee

The composition of Nomination and Remuneration committee of the Company is as follows:

S. No.	Name of Member	Designation
1.	Mr. Sanjay Kumar Gupta	Chairman (Independent Director)
2.	Mrs. Beenu Agarwal	Member (Independent Director)
3.	Mr. Sunil Aggarwal	Member

The details regarding number of meetings held by Nomination and Remuneration Committee during the year are as follows:



S. No.	Date of Meeting	Name of Directors who attended the meeting
1	02.02.2023	Mrs. Beenu Agarwal, Mr. Sunil Aggarwal and Mr. Sanjay Kumar Gupta

21. Remuneration and Nomination Policy

The Nomination and Remuneration Committee framed a Remuneration and Nomination Policy for selection and appointment of Directors, Senior Management and their remuneration.

The policy formulated by nomination and remuneration committee is available on the Company's website: www.nktil.com.

22. Stakeholder Relationship Committee

The Stakeholder Relationship Committee was constituted by the Company as per the provision of Regulation 20 of SEBI (LODR) Regulation, 2015 pursuant to the applicability of Corporate Governance on the Company.

The composition of Stakeholder Relationship committee of the Company is as follows:

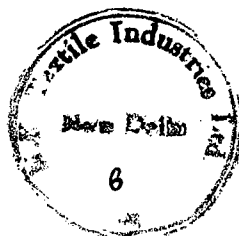
S. No.	Name of Member	Designation
1.	Mrs. Beenu Agarwal	Chairman (Independent Director)
2.	Mr. Sanjay Kumar Gupta	Member (Independent Director)
3.	Mr. Balbir Singh	Member (Non-Executive Director)

The detail regarding number of meetings held by Stakeholder Relationship Committee during the year are as follows:

S. No.	Date of Meeting	Name of Directors who attended the meeting
1.	14.11.2022	Mrs. Beenu Agarwal, Mr. Sanjay Kumar Gupta and Mr. Balbir Singh

23. Director's Responsibility Statement

To the best of their knowledge and in terms of the provisions of Section 134 (3) (c) of the Companies Act, 2013, the Directors make the following statements:



- a) that in the preparation of the Annual Accounts for the year ended March 31, 2023, the applicable accounting standards had been followed along with the proper explanation relating to material departures;
- b) the director had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the loss of the Company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

24. Statutory Auditor

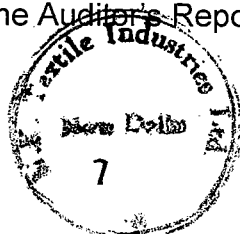
M/s Kumar Chopra & Associates, Chartered Accountants (Firm Registration No. 000131N) were re-appointed as Statutory Auditors of the Company at the Annual General Meeting held on 30th September, 2022 for another term of five years till the conclusion of 44th AGM to be held in calendar year 2027.

25. Consolidated Financial Statement

The Company has one direct subsidiary namely 'Rajputana Developers LIMITED' (RDL), one indirect subsidiary namely 'Super Investment (India) Limited through RDL and one Associate Company namely 'H M A Udyog Private Limited'. In accordance with the Companies Act, 2013, Indian Accounting Standard (Ind As -110) on consolidated financial statements and Indian Accounting Standard (Ind As -28) on Accounting for Investments in Associates in Consolidated Financial Statements, the audited consolidated financial statement has been prepared and furnished as a part of the Annual Report for the year under review.

26. Auditor's Report

In response to the qualifications contained in the Consolidated Auditor's Report, the Directors wish to state that notes referred to by the Auditors in their Report are self-explanatory and do not require any further comments. There is no qualification in the Standalone Auditor's Report.



27. Dividend Distribution Policy

As per regulation 43A of SEBI Listing Obligation and Disclosure Requirement (LODR) Regulation, 2015, SEBI has mandated top 1000 listed entities based on market capitalization (calculated as on March 31 of every financial year) to formulate a dividend distribution policy which shall be disclosed in their annual reports and on their websites.

Hence, the Company does not fall under the criteria mentioned above, the Dividend Distribution Policy was not formulated by the Company.

28. Unclaimed Share Certificates

The status of the unclaimed share certificates as on 31st March, 2023 has been mentioned in the report on Corporate Governance. (Refer point no. 15 of Corporate Governance report)

29. Cost Audit

The provisions of cost audit are not applicable on the Company.

30. Secretarial Auditor

The Board appointed 'M/s Vishal Arora & Associates', Practicing Company Secretaries, to conduct Secretarial Audit for the financial year 2022-23 pursuant to section 204 of the Companies Act, 2013. The Secretarial Audit report submitted by them in the prescribed form MR-3 is attached as per **Annexure 'E'** and forms part of this report.

31. Internal Control System and their Adequacy

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

32. Risk Management

The Company has formally adopted a Risk Management Policy to identify and assess the Key risk areas, monitor and report compliance and effectiveness of the policy and procedure. The Board periodically reviews the risks and suggest steps to be taken to control and mitigate the same through a properly defined framework.



33. Business Responsibility Reporting

Pursuant to Regulation 34 of SEBI (Listing Obligation and disclosure Requirement) Regulation, 2015, 'Business Responsibility Reporting' is applicable for top one thousand (1000) listed entities based on market capitalization calculated as on March 31st of every Financial Year. The above reporting is not applicable to the Company as it is not covered under the criteria given in the said Regulation. Therefore, no disclosure has been made on the items covered under Business Responsibility Reporting.

34. Corporate Social Responsibility (CSR)

The provisions of Corporate Social Responsibility are not applicable to the Company as per the criteria laid down under section 135 of the Companies Act, 2013.

35. Remuneration to Directors and Key Managerial Personnel

A statement of Particulars relating to remuneration as per rule 5 of the Companies (Appointment and Remuneration of managerial Personnel) Rules, 2014 is annexed as per **Annexure 'F'**

36. Statutory information

Being an Investment Company, there are no particulars which are required to be furnished under section 134 (3) (m) of the Companies Act, 2013 relating to Conservation of Energy and Technology Absorption, as these are not applicable. There were no foreign exchange earnings or outgo during the year.

37. Equity Shares Capital

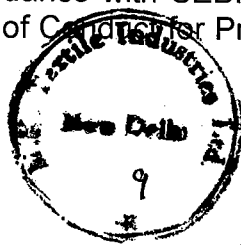
The Equity share capital of the Company as at 31st March, 2023 stood at Rs. 83.98 lacs. During the year under review, the company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on 31st March, 2023, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

38. Frauds Reported By Auditors Under Section 143(12) of Companies Act, 2013

The Statutory Auditors have not reported any incident of fraud to the Board of Directors

39. Code for Prevention of Insider-trading practices

The Company has placed a Code of Conduct for Prevention of Insider Trading and a Code of Practices and Procedure for Fair Disclosure of Unpublished Price Sensitive Information in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015. The Code of Conduct for Prevention of Insider Trading lays



down guidelines advising the management and other connected persons, on procedures to be followed and disclosures to be made by them in dealing with the shares of the Company. The said code of Practices is also available on company's website: www.nktil.com

40. Disclosures

- a. No significant and material orders were passed by the Regulators/ Courts that would impact the going concern status of the Company and its future operations.
- b. There were no material changes and commitments during the year under report.
- c. There was no change in the nature of business during the year under report.
- d. During the year under review, no complaints were reported to the Board under Sexual Harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.


The other relevant provisions/ sections of the Companies Act, 2013 are not applicable to the Company and therefore have not been reported above.

41. Appreciation

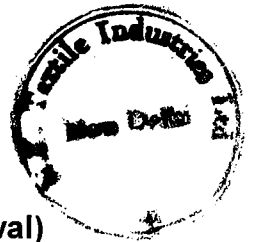
Your directors wish to thank and express their sincere appreciation to the valued shareholders, bankers and clients for their continued support and faith reposed in the Company.

Respectfully submitted on behalf of the Board

**Place: New Delhi
Dated: 30.05.2023**


**(Balbir Singh)
Director
(DIN-00027438)**


**(Sunil Aggarwal)
Director
(DIN-00029286)**



N K Textile Industries Limited

**Registered office: Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre,
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CIN: L17299DL1983PLC163230, Tel: +91 11 61119429

Email Id: n.ktextiles123@gmail.com, website: www.nktil.com

Form AOC-1

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

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

Part "A": Subsidiaries

(Amount. in Rs)

Sl.No.	Particulars	Details	
1	Name of the Subsidiary	Rajputana Developers Limited (RDL)	Super Investment (India) Limited(subsidiary of RDL)
2	The date since when subsidiary was acquired	21.01.2016	06.06.2016
3	Reporting period for the subsidiary concerned, If different from the Holding Company's reporting period.	Not Applicable	Not Applicable
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Not Applicable	Not Applicable
5	Share Capital	54,96,073	10,66,500
6	Reserve & Surplus	3,75,39,81,620	1,21,77,10,970
7	Total Assets	4,85,73,49,840	1,33,61,51,630
8	Total Liabilities	4,85,73,49,840	1,33,61,51,630
9	Investments	4,80,99,19,720	1,29,88,15,230
10	Turnover	1,01,07,490	44,58,76,780
11	Profit before taxation	17,10,500	44,58,11,640
12	Provision for taxation	2,45,320	5,32,40,250
13	Profit after taxation	14,65,180	39,25,71,390
14	Proposed Dividend	-	
15	% of Shareholding	81.88%	88.61% (through Rajputana Developers Limited)

Part "B": Associates

(Amount in Rs.)

Sl.No	Particulars	Details
1	Name of Associate	H M A Udyog Private Limited
2	Latest Audited Balance Sheet Date	31.03.2023*
3	Date on which the Associate was associated or acquired	28.02.2014
4	Shares of Associate held by the company on the year end	
i	No. of shares	4,00,000 equity shares
ii	Amount of Investment in Associate	1,03,05,700



iii	Extent of Holding %	40%
5	Description of how there is significant influence	The Company holds more than 20% of voting power in the associate
6	Reason why the associate is not consolidated	Not Applicable
7	Net worth attributable to shareholding as per latest audited* Balance Sheet	291,35,39,000
8	Profit/Loss for the Year	41,13,80,000
i	Profit / (Loss) Considered in Consolidation (for the year)	41,13,80,000
ii	Profit / (Loss) not considered in Consolidation	-

*** Provisional Financials for the F.Y ended 2022-23 has been considered for the purpose of Consolidation.**

**** There is no Joint Venture of the Company**

Notes on Part A and B.

1. There are no subsidiaries/associates/joint ventures which are yet to commence operations.
2. There are no subsidiaries/associates/joint ventures which have been liquidated or sold during the year.

For and on behalf of the Board



**Balbir Singh
Director
DIN:00 027438**



**Sunil Aggarwal
Director
DIN:00029286**



**Date: 30.05.2023
Place: New Delhi**

N K Textile Industries Limited

Registered office: Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre,
Jasola, New Delhi-110025

CIN: L17299DL1983PLC163230, Tel: +91 11 61119429

Email Id: n.ktextiles123@gmail.com, website: www.nktil.com

Annual Return Extracts in MGT-9

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31.03.2023

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

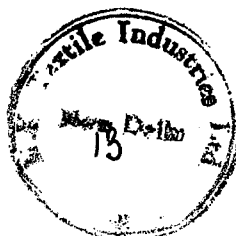
I. REGISTRATION AND OTHER DETAILS:

1	CIN	L17299DL1983PLC163230
2	Registration Date	09.02.1983
3	Name of the Company	N.K Textile Industries Limited
4	Category/Sub-Category of the Company	Company Limited by shares (Indian Non- Government Company)
5	Address of the Registered office and contact details	Omaxe Square, Plot No.14, 3 rd Floor, Jasola District Centre, Jasola, New Delhi-110025 Contact Details. 011-61119429
6	Whether listed Company	Yes
7	Name, Address and contact details of Registrar and Transfer Agent, if any	MAS Services Limited Address:T-34, 2 nd Floor, Okhla Phase-II Delhi-110020 Email Id:investor@masserv.com Tel:011-26387281,82,83

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	Interest received from Bank	66190	99.66%



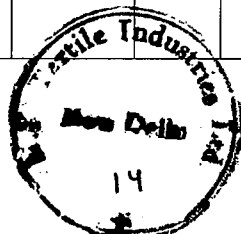
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:-

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1	Rajputana Developers Limited	U45400DL2008PLC172433	Subsidiary Company	N.K.Textile Industries Limited holds 81.88 % Equity Shares of Rajputana Developers Limited	Section 2(87) of Companies Act, 2013
2	Super Investment (India) Limited	U74899DL1979PLC010095	Subsidiary Company	Rajputana Developers Limited holds 88.61% Equity Shares of Super Investment (India) Limited	Section 2(87) of Companies Act, 2013
3	H.M.A Udyog Private Limited	U36999DL1981PTC011548	Associate Company	N.K.Textile Industries Limited holds 40% equity shares of HMA Udyog Private Limited	Section 2(6) of Companies Act, 2013

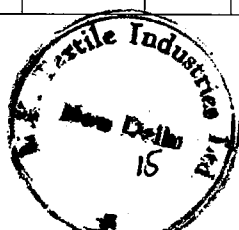
IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding as on 31.03.2023

Category of shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% of change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-



d) Bodies Corp.	623012	-	623012	74.19	623012	-	623012	74.19	-
e) Banks/ FI	-	-	-	-	-	-	-	-	-
f) Any other (Trusts)	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	623012	-	623012	74.19	623012	-	623012	74.19	-
(2) Foreign									
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other- Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	623012	-	623012	74.19	623012	-	623012	74.19	-
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/ FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	-
(2) Non- Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	216720	-	216720	25.80	216720	-	216720	25.80	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-



i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	100	100	0.01	-	100	100	0.01	-
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-
c) Others	-	-	-	-	-	-	-	-	-
Other Directors and relatives	-	-	-	-	-	-	-	-	-
Non-Resident Individuals	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	216720	100	216820	25.81	216720	100	216820	25.81	-
Total Public Shareholding (B) = (B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	839732	100	839832	100	839732	100	839832	100	-

(ii) Shareholding of Promoters as on 31.03.2023

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% of change during the year
1.	K.K Modi Investment and	373012	44.42	-	373012	44.42	-	NIL



	Financial Services Private Limited							
2	H M A Udyog Private Limited	250000	29.77	-	250000	29.77	-	NIL
	Total	623012	74.19	-	623012	74.19	-	NIL

(iii) Change in Promoters' Shareholding (Please specify if there is no change):

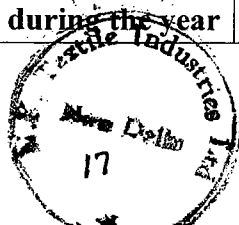
There is no change*

Sl. No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	623012	74.19	623012	74.19
	Date wise Increase / (Decrease) in Shareholding during the year and reasons	-	-	-	-
	At the End of the year	623012	74.19	623012	74.19

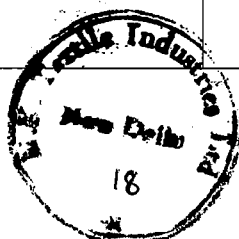
* There is no change in the shareholding of promoters between April 1, 2022 to March 31, 2023.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) as on 31.03.2023

Sl. No	For each of the Top 10 shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Trend Agencies Private Limited	57950	6.90	57950	6.90
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	Nil movement during the year	-	-	-
	At the End of the year (or on date of separation, if separated during the year)	57950	6.90	57950	6.90
2	Azure Products Private Limited	98720	11.75	98720	11.75
	Datewise Increase/Decrease in Shareholding during the	Nil movement during the year	-	-	-



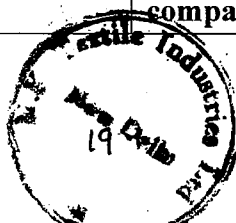
	year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):				
	At the End of the year (or on date of separation, if separated during the year)	98720	11.75	98720	11.75
3	Narayan Sales Private Limited	60050	7.15	60050	7.15
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.)	Nil movement during the year	-	-	-
	At the End of the year (or on date of separation, if separated during the year)	60050	7.15	60050	7.15
4	Mr. Anil Buddhiraja	4	0.00	4	0.00
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	Nil movement during the year	-	-	-
	At the End of the year (or on date of separation, if separated during the year)	4	0.00	4	0.00
5	Ms. Babita Gupta	4	0.00	4	0.00
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	Nil movement during the year	-	-	-
	At the End of the year (or on date of separation, if separated during the year)	4	0.00	4	0.00
6	Mr. Vinay Sharma	4	0.00	4	0.00
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	Nil movement during the year	-	-	-
	At the End of the year (or on date of separation, if separated during the year)	4	0.00	4	0.00



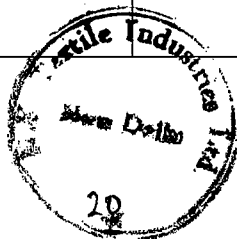
7	Mr. Rakesh Gupta	4	0.00	4	0.00
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	Nil movement during the year	-	-	-
	At the End of the year (or on date of separation, if separated during the year)	4	0.00	4	0.00
8	Ms. Alisha Chopra	4	0.00	4	0.00
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	Nil movement during the year	-	-	-
	At the End of the year (or on date of separation, if separated during the year)	4	0.00	4	0.00
9	Mrs. Ashu Rawat	3	0.00	3	0.00
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	Nil movement during the year	-	-	-
	At the End of the year (or on date of separation, if separated during the year)	3	0.00	3	0.00
10	Mrs Manisha Kambo	3	0.00	3	0.00
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	Nil movement during the year	-	-	-
	At the End of the year (or on date of separation, if separated during the year)	3	0.00	3	0.00

(v) Shareholding of Directors and Key Managerial Personnel as on 31.03.2023

Sl. No	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
A	At the beginning of the Year				



1	Mr. Balbir Singh (DIN:00027438)	-	-	-	-
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	-	-	-	-
	At the End of the year	-	-	-	-
2	Mr. Sanjay Kumar Gupta (DIN:00027728)	-	-	-	-
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	-	-	-	-
	At the End of the year	-	-	-	-
3	Sunil Aggarwal (DIN: 00029286)	-	-	-	-
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	-	-	-	-
	At the End of the year	-	-	-	-
4	Beenu Agarwal (DIN: 00056062)	-	-	-	-
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	-	-	-	-
	At the End of the year	-	-	-	-
B	Key Managerial Personnel (KMP)				
1	Mr. Surindra Kapoor (Chief Financial Officer and also designated as Chief Executive Officer w.e.f 21st March, 2022)	-	-	-	-
	Datewise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g.	-	-	-	-



	allotment/transfer/bonus/swe at equity etc.):				
	At the End of the year	-	-	-	-
2	Mr. Ankit Chaturvedi (Company Secretary)	-	-	-	-
	Datewise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/transfer/bonus/swe at equity etc.):	-	-	-	-
	At the End of the year	-	-	-	-

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	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)			
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 Directors and/or Manager:

Sl. No	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
1.	Gross salary	NIL	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-



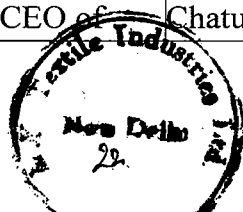
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
	- as % of profit	-	-
	- others	-	-
5.	Others- Provident Fund	-	-
	Total (A)	-	-
	Ceiling as per the Act	-	-

B. Remuneration to other directors:

Sl. No	Particulars of Remuneration	Name of Directors			Total Amount
1.	Independent Directors	NIL			-
	• Fee for attending board / committee meetings				
	• Commission				
	• Others				
	Total (1)				
2.	Other Non-Executive Directors	-			-
	• Fee for attending board / committee meetings				
	• Commission				
	• Others				
	Total (2)				
	Total (B)= (1+2)				
	Total Managerial Remuneration	-			-
	Ceiling as per the Act				

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

Sl. No	Particulars of Remuneration of Key Managerial Personnel	Chief Financial Officer (CFO) and Chief Executive Officer (CEO)	Company Secretary (CS)	Total
		Mr. Surindra Kapoor (appointed as CEO of	Mr. Ankit Chaturvedi	



		the Company w.e.f 21 st March, 2022)		
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,80,000	0	1,80,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-		-
2.	Stock Option	-		-
3.	Sweat Equity	-		-
4.	Commission	-		-
	- as % of profit	-		-
	- others	-		-
5.	Others	-		-
	TOTAL	1,80,000	0	1,80,000

IV. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Brief Description	Authority [RD /NCLT/ COURT]	Appeal made, if any (give Details)
A.COMPANY					
Penalty	-	-	-	-	-
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Penalty	-	-	-	-	-



Punishment	-	-	-	-	-
C.OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Place: New Delhi
Dated: 30.05.2023

Respectfully submitted on behalf of the Board

Bunil
(Balbir Singh)
Director
(DIN-00027438)

SA
(Sunil Aggarwal)
Director
(DIN-00029286)



VISHAL ARORA & ASSOCIATES
Company Secretaries

Annexure - III

Certificate of Corporate Governance

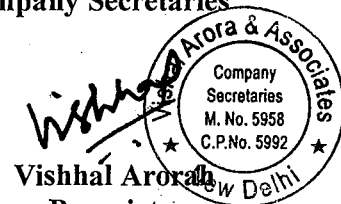
To,
The Members
M/s N K Textile Industries Limited

We have examined the compliance with the conditions of Corporate Governance by **M/s N K Textile Industries Limited (CIN: L17299DL1983PLC163230)** ('the Company') for the year ended on March 31, 2023 as stipulated in Regulations 17 to 20 and 22 to 27 and Clause (b) to (i) of Regulation 46(2), and Para C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

The compliance with conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures (and implementation thereof), adopted by the Company. We share neither an audit nor an expression of opinion on the financial statements of the Company.

We further state that such compliance is neither an assurance on the future viability of the Company, nor on the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Vishal Arora & Associates
Company Secretaries



Place: Noida
Date: 24th May, 2023

M. No. 5958; C P No.: 5992
UDIN: F005958E000371378
PR No. 967/2020

B-10, 2nd Floor, Sector-1, Noida, Uttar Pradesh-201301

Tel.: +91 11 4987 2987;

e-mail: info@legumamicuss.com ; Website : www.legumamicuss.com

VISHAL ARORA & ASSOCIATES

Company Secretaries

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

To,
The Members
M/s N K Textile Industries Limited
Omaxe Square, Plot No. 14,
3rd Floor, Jasola District Centre,
Jasola, New Delhi-110025

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **N K Textile Industries Limited (CIN L17299DL1983PLC163230)** having its registered office at Omaxe Square, Plot No. 14, 3rd floor, Jasola District Centre, Jasola, New Delhi-110025 (hereinafter referred to as 'the Company'). This assessment is based on documents give to us by the Company for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para-C Sub Clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

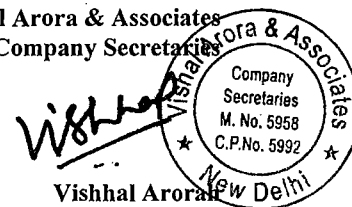
In our opinion and to the best of our information and according to the verification [including Directors Identification Number (DIN) status at the portal www.mca.gov.in] as considered necessary, and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2023, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs (MCA), or any such other Statutory Authority:

S. No	Name of Director	DIN	Date of Appointment in the Company*
1	Mr. Balbir Singh	00027438	February 10, 2007
2	Mr. Sanjay Kumar Gupta	00027728	June 29, 2007
3	Mr. Sunil Aggarwal	00029286	September 03, 2004
4	Ms. Beenu Agarwal	00056062	March 04, 2015

*The date of appointment is as per the MCA Portal

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

For Vishal Arora & Associates
Company Secretaries



Vishal Arora
Proprietor

M. No. 5958; C P No.: 5992
UDIN: F005958E000371356
PR No. 967/2020

Place: Noida
Date: 24th May, 2023

B-10, 2nd Floor, Sector-1, Noida, Uttar Pradesh-201301
Tel.: +91 11 4987 2987;
e-mail: info@legumamicuss.com ; Website : www.legumamicuss.com

VISHAL ARORA & ASSOCIATES**COMPANY SECRETARIES**

Form No. MR-3

SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2023**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

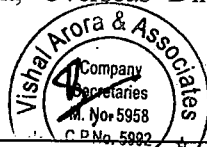
To,
The Members,
M/s N K Textile Industries Limited
Omaxe Square, Plot No. 14,
3rd Floor Jasola District Centre,
Jasola, New Delhi-110025

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s N K Textile Industries Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2023**, complied with the statutory provisions listed hereunder, and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2023**, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under to the extent of Regulation 55A;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowing.



B-10, 2nd Floor, Sector-1, Noida, Uttar Pradesh-201301

Tel.: +91 11 4987 2987;

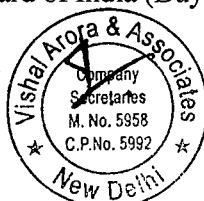
e-mail: info@legumamicuss.com ; Website : www.legumamicuss.com

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (g) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009.

(vi) We further report that there were no events / actions in pursuance of:

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (c) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;



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) Codes and Policies adopted by the Company.

We further report that during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to filing of certain e-forms.

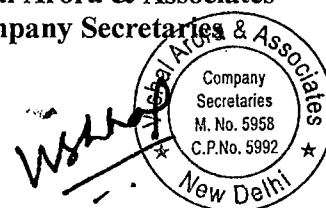
We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

We further report that, adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance (except in few instances where the Board/Committee meeting(s) were called at a shorter notice, with the consent of the Directors, including the Independent Directors), 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. Decisions carried through by the Board do not have any dissenting views and hence no relevant recordings were made in the minute's book maintained for the purpose.

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 the applicable laws, rules, regulations and guidelines framed thereunder.

We further report that during the audit period there were following events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., having a major bearing on the Company's affairs:

**For Vishal Arora & Associates
Company Secretaries**



**Vishhal Arorah
Proprietor**

**M. No. 5958; C P No.: 5992
UDIN: F005958E000371389
PR No. 967/2020**

**Place: Noida
Date: 24th May, 2023**

This Report is to be read with Annexure A, which forms an integral part of this report.

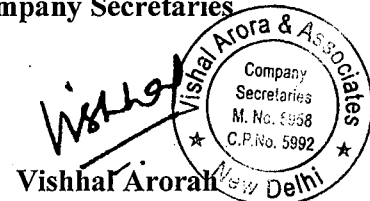
Annexure A

To,
The Members,
M/s N K Textile Industries Limited
Omaxe Square, Plot No. 14,
3rd Floor Jasola District Centre,
New Delhi-110025

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

1. Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. 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 the Corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. Our examination was limited to the verification of procedures on random 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 Vishal Arora & Associates
Company Secretaries



Place: Noida
Date: 24th May, 2023

M. No. 5958; C P No.: 5992
UDIN: F005958E000371389
PR No. 967/2020

N K Textile Industries Limited

Registered office: Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre,
Jasola, New Delhi-110025

CIN: L17299DL1983PLC163230, Tel: +91 11 61119429

Email Id: n.ktextiles123@gmail.com, website: www.nktil.com

Annexure 'F'

STATEMENT OF PARTICULARS AS PER RULE 5 OF 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**

No remuneration was paid to the Directors of the Company during the Financial Year 2022-23

- (ii) **The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager in the financial year**

Name of Key Managerial Personnel	Remuneration paid during Financial Year 2022-23	% increase in remuneration in the Financial Year 2022-23
Mr. Surindra Kapoor, CEO & CFO	180000	NIL
Mr. Ankit Chaturvedi, Company Secretary	-	NIL
Total	180000	

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

During the year under review, there is no increase in the remuneration paid

- (iv) **The number of permanent employees on the rolls of Company**

The number of permanent employee on the roll of the Company is two (02)

- (v) **The explanation on the relationship between company performance and an average increase in remuneration**

During the year under review, there is no increase in the remuneration paid. Hence, this clause is not applicable.

- (vi) **Comparison of the remuneration of the KMP (Key Managerial Personnel) against the performance of the company**

During the year under review, there was no increase in the remuneration of KMP as it was same as in the previous year. Also Company suffered a loss during the year under review.

- (vii) **Variations in the company's market capitalisation and price-earnings ratio as on the closing date of the current financial year and previous financial year**

There is no variation in the company's market capitalisation as shares of the Company are non tradable and belongs to BE series

- (viii) **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year**

During the year under review, there is no increase in the remuneration paid. Hence, this clause is not applicable.

- (ix) **The key parameters for any variable component of remuneration availed by the directors**

Not applicable as no remuneration was paid to the Directors.

- (x) **The remuneration ratio of the highest paid director to that of the employees who are not directors but receive remuneration above the highest paid director during the year**



Not applicable as no remuneration was paid to the Directors.

(xi) **Affirmation that the remuneration is as per the remuneration policy of the company**

Yes


(xii) **A statement consisting the name of every employee of the company indicating the following:**

S.No	Particulars	Employee	Employee
1	Name of Employee	Mr. Surindra Kapoor	Mr. Ankit Chaturvedi
2	Designation of the employee	Chief Executive Office & Chief Financial Officer	Company Secretary
3	Remuneration	Rs. 15000 per Month	Reimbursement of actual expenses, if any.
4	Nature of employment, whether contractual or otherwise	Permanent	Permanent
5	Experience and qualifications of the employee	He has rich experience of more than 30 years	He has one year experience in the secretarial field and is a qualified Company Secretary
6	Date of commencement of employment	He was appointed as CFO w.e.f 2 nd February, 2015 and appointed as CEO w.e.f 21 st March, 2022	He was appointed as CS w.e.f 1 st October, 2021
7	Age of the employee	As on 31.03.2023 84 years	As on 31.03.2023 30 Years
8	The last employment held by the employee before joining the company	-	-
9	The equity shares percentage held by the employee in the company	NIL	NIL
10	Whether such employee is a relative of manager or director of the company and name of such manager or director	No	No

Respectfully submitted on behalf of the Board

Place: New Delhi
Dated: 30.05.2023


(Balbir Singh)
Director
(DIN-00027438)


(Sunil Aggarwal)
Director
(DIN-00029286)



N K TEXTILE INDUSTRIES LIMITED

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED MARCH 31, 2023

Pursuant to Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (hereinafter referred to as “SEBI Listing Regulations, 2015”) the Directors present the Company’s Report on Corporate Governance

1. COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE

A good Corporate Governance system is key to meaningful and holistic growth of an organization and the foundation through which is nurtured its sustainable progress into the future. Corporate Governance aims at creating and enhancing long-term sustainable value for the stakeholders through ethically driven business process. It is imperative that our Company affairs are managed in a fair and transparent manner. We, therefore, ensure that we evolve and follow the Corporate Governance guidelines and best practices.

The Corporate Governance initiatives of the Company endeavor to achieve basic objective of wealth creation for the benefit of all its stakeholders i.e. shareholders, employees, business associates and the society at large. The Board of the Company is primarily responsible for protecting and enhancing shareholder’s value besides fulfilling the Company’s obligations towards other stakeholders. The role of the Board of Directors is to provide strategic superintendence and control over the Company’s management.

The day-to-day management of the Company is vested in the managerial personnel and sufficient authority is delegated at different levels. It is imperative that our Company affairs are managed in a fair and transparent manner.

The Company has complied with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) and (t) of Sub-regulation (2) of Regulation 46 of SEBI Listing Regulations, 2015, as applicable, regarding corporate governance.

2. BOARD OF DIRECTORS

i) Composition of the Board

The Board consists of an optimal combination of Executive and Non-Executive Directors, including Independent Non-executive Directors, representing a judicious mix of business acumen, professionalism, knowledge and experience.

The Directors bring in expertise in the fields of strategy, management, finance and law, among others. They provide leadership, strategic guidance, objective and independent view to the Company’s management while discharging their fiduciary responsibilities, thereby ensuring that the management adheres to highest standards of ethics, transparency and compliance.



As on 31st March, 2023, the Board comprised of two independent directors & two non-independent, non-executive directors.

The Chairman of the Board is a non-executive and independent director and the minimum requirement of one-third of the Board consisting of independent directors is duly complied with.

The independent directors of the Company have already submitted their declarations affirming their status as independent directors as on March 31, 2023.

ii) Details of the Board of Directors, their attendance at the Board Meetings/ last Annual General Meeting and their directorships/ memberships/chairmanships in Board/ Board Committees, respectively of other companies are as under:

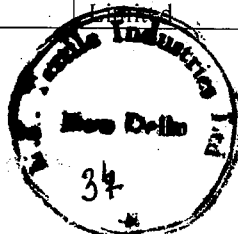
S. No.	Name of Director	Category	No. of Board Meetings attended	Attendance at last AGM	Directorship/ Chairmanship of Board of other Companies* as at March 31, 2023	Membership/ Chairmanship of other Board Committees** as at March 31, 2023
1	Mr. Sunil Aggarwal DIN: 00029286	Non-Executive & Non-Independent	5	No	3	Nil
2	Mr. Balbir Singh DIN 00027438	Non-Executive & Non Independent	5	Yes	6	2
3	Mr. Sanjay Kumar Gupta DIN 00027728	Non-Executive & Independent	5	Yes	6	1
4	Mrs Beenu Agarwal DIN:00056062	Non-Executive & Independent	5	Yes	2	Nil

* Excludes directorships in private limited companies, foreign companies, section 8 companies, alternate directorships and memberships of managing committees of various chambers/bodies.

** Represents memberships/chairmanships of only Audit and Stakeholder Relationship Committees (excluding private companies and other non-corporate entities).

iii) Name of the listed entities in which the Directors are holding directorship including category of directorship:

S. No.	Name of the Director	Name of the Listed entity	Category of directorship
1	Mr. Sunil Aggarwal	N K Textile Industries Limited	Non - Executive & Non - Independent
2	Mr. Balbir Singh	Premium Merchants Limited	Non- Executive & Independent



		N K Textile Industries Limited	Non- Executive & Non - Independent
3.	Mr. Sanjay Kumar Gupta	Premium Merchants Limited N K Textile Industries Limited	Non – Executive & Non-Independent Non – Executive & Independent
4.	Mrs. Beenu Agarwal	N K Textile Industries Limited Aar Shyam India Investment Company Limited	Non-Executive & Independent Non-Executive & Non-Independent

(iv) Board Meetings held during the year

5 (Five) Board Meetings were held during the financial year 2022-23. They were held on 29th April, 2022, 30th May, 2022, 10th August, 2022, 14th November, 2022, and 2nd February, 2023. The necessary quorum was present at all the meetings.

All information mentioned in Part A of Schedule II to Regulation 17(7) of SEBI Listing Regulations, 2015, was made available to the Board in addition to the regular business items.

(v) Details of pecuniary relationship or transactions of the non-executive directors: Nil

(vi) Brief resume, experience and other directorships/board committee memberships of the Directors being appointed/re-appointed: Nil

Mr. Sunil Aggarwal (DIN: 00029286), being Non- Independent Director shall be retiring by rotation and being eligible offered himself for re-appointment in the ensuing Annual General Meeting (AGM) in accordance with the provisions of section 152 (6) of companies Act, 2013.

(vii) Legal Compliances

The Board periodically reviews compliance reports of applicable laws prepared by the Company as well as steps taken by it to rectify the instances of non-compliance.

(viii) Familiarization Program for Independent Directors

The Company encourages and supports its Directors to update themselves with the rapidly changing regulatory environment.

In case of newly appointed Directors, the designated Board of Directors of the Company have one to one discussion with them in order to familiarize the new inductees with the Company's business operations. Upon appointment, Independent Directors also receive a formal communication describing their roles, functions, duties and responsibilities as a Director and the same is uploaded on the Company's web-site at-: <http://www.nktil.com/gallery/FPID.pdf>



From time to time the senior management personnel make presentations at the Board/Committee meetings about the Company's business and performance updates, strategy, operations, products, regulatory changes, opportunities, threats, etc.

During the year under report, the Independent Directors of the Company were also familiarized in details about the industry in which Company is operating and the business & revenue models and various segments in which the Company has been operating. Further, they were also made conversant about their roles, duties and responsibilities.

(ix) Code of Conduct

The Company has laid down a Code of Conduct applicable to the directors and senior management team of the Company. The said Code has been communicated to the directors and senior management team personnel and is also posted on the website of the Company.

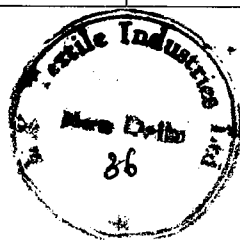
All the directors and senior management team personnel who are associated with the Company as on the date of this report, have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2023.

(x) Key qualifications, expertise and attributes

The Company's Board comprises qualified members who bring in the requisite skills, competence and expertise that allow them to make effective contributions to the Board and its committees. The Board members are committed to ensuring that the Company's Board is compliant with the highest standards of corporate governance.

The following are the skills/expertise/competencies that are required in the context of the company's business (es) and sector(s) and the directors who possess such skills/expertise/competencies:

S. No	Name of the Director	Skills/Expertise/Competencies
1.	Mr. Sunil Aggarwal	Expertise in the field of Finance, Taxation, legal and Company law matters.
2.	Mr. Balbir Singh	Expertise in the field of Finance, Taxation and Company law matters.
3.	Mr. Sanjay Kumar Gupta	Expertise in the field of Finance, Taxation, legal and Company law matters.
4.	Mrs. Beenu Agarwal	Expertise in the field of Finance and Taxation



(xi) The Board of Directors of the Company has confirmed that in their opinion the Independent Directors fulfill the conditions specified in the SEBI Listing Regulations, 2015 and are independent of the management.

(xii) No Independent Director of the Company has resigned from the Company during the year under report.

3. AUDIT COMMITTEE

i) Composition and Terms of Reference

The Audit Committee of the Company has been constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, 2015 and Section 177 of the Companies Act, 2013.

The terms of reference of the Audit Committee cover all the areas specified in Section 177 of the Companies Act, 2013 as well as those specified in Part C of Schedule II to SEBI Listing Regulations, 2015, as amended from time to time and inter-alia include overseeing financial reporting process, reviewing the financial statements before submission to the Board for approval, reviewing internal control systems and procedures, approval or any subsequent modification of transactions of the Company with related parties, etc. The Audit Committee also reviews from time to time the information relating to management discussion and analysis of financial condition and result of operations, letters of internal control weaknesses, if any, issued by the statutory auditors and the reports issued by the internal auditors of the Company.

All the members of the Audit Committee are financially literate and the Chairman, Mrs. Beenu Agarwal, possesses the required accounting and financial management expertise. Mr. Ankit Chaturvedi, Company Secretary, acts as the Secretary to the Committee.

Mrs. Beenu Agarwal was present at the Annual General Meeting held on 30th September, 2022 to answer the shareholders' queries.

ii) Details of meetings and attendance of each member of the Committee

Audit Committee met 4 (Four) times during the financial year 2022-23 i.e. on 30th May, 2022, 10th August, 2022, 14th November, 2022 and 2nd February, 2023.

S. No.	Name	Category of directors	No. of Meetings attended
1	Mrs. Beenu Agarwal	Non-Executive & Independent	5
2	Mr. Sanjay Kumar Gupta	Non-Executive & Independent	5
3	Mr. Sunil Aggarwal	Non-Executive & Non-Independent	5



4. SUBSIDIARY COMPANIES:

The Company has one material Subsidiary namely M/s Rajputana Developers Limited

- i) In accordance with the requirements of Listing Regulations ,the Company has formulated a policy on material subsidiaries and updated the same on the website of the Company with web link:
<http://www.nktil.com/gallery/Policy-material-subsiadiary.pdf>
- ii) Since the Company has material unlisted subsidiary, the requirement for appointment of an independent director on the Board of such subsidiary is applicable. The Company has appointed Mrs. Beenu Agarwal , Independent Director of M/s N K Textile Industries Limited (hereinafter referred as NKTIL) on the Board of M/s Rajputana Developers Limited (hereinafter referred as RDL) , (Material Subsidiary of NKTIL)
- iii) The Audit Committee of the Company has reviewed the financial statements in respect of the investments made by its unlisted subsidiaries at its meeting held on 30th May, 2023 .
- iv) Copies of the minutes of the board meetings of the unlisted subsidiary held during the year 2022-23 were placed at the board meeting of the Company held on 30th May, 2023.
- v) The requirement relating to significant transactions and arrangements entered into between the Company and its unlisted subsidiaries are placed before the Board from time to time.
- vi) Since, RDL is material Subsidiary, Secretarial Audit of the Company was carried out by M/s Vishal Arora & Associates, Practicing Company Secretaries, for the financial year ended 31st March, 2023 and their report is annexed to the Directors' report.

5. DISCLOSURES

(A) Basis of related party transactions

i) Transactions with related parties in the ordinary course of business:

Transactions with the related parties disclosed in note 17 to the standalone financial statements for the year ended 31st March, 2023 are in the ordinary course of business. The said transactions have no potential conflict with the interests of the Company at large. All details of such transactions are provided to the Audit Committee and Board, if required. It is also ensured that the interested directors neither participate in the discussions nor vote on such matters.

ii) Transactions with related parties not in the normal course of business:



There are no transactions entered into by the Company with the related parties during the financial year ended 31st March, 2023, whose terms and conditions are not in the ordinary course of business.

iii) Transactions with related parties not on arm's length basis:

There are no transactions entered into by the Company with the related parties during the financial year ended 31st March, 2023, whose terms and conditions are not on an arm's length basis.

iv) Policy on dealing with related party transactions:

The Company has formulated a policy on dealing with related party transactions and the same is available on the website of the Company at web link:
<http://www.nktil.com/gallery/RPT.pdf>

(B) Disclosure of accounting treatment

The financial results for the year have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard (Ind AS) prescribed under Section 133 of the Companies Act, 2013 as amended and other accounting principles generally accepted in India.

(C) Risk management Policy

The Company has formally adopted a Risk Management Policy to identify and assess the Key risk areas, monitor and report compliance and effectiveness of the policy and procedure. The Board periodically reviews the risks and suggest steps to be taken to control and mitigate the same through a properly defined framework. The said policy is available on the website of the Company at web link:
<http://www.nktil.com/gallery/Risk-Management-Policy.pdf>

(D) Whistle Blower Policy

The Company has formulated and communicated the Whistle Blower Policy to all its directors and employees and the same is posted on the Company's Website
<http://www.nktil.com/gallery/Whistle-Blower-Policy.pdf>

It provides opportunity to the directors and employees to report in good faith to the management about the unethical and improper practices, fraud or violation of Company's Code of Conduct. The vigil mechanism under the Policy provides for adequate safeguard against victimization of employees and directors who use such mechanism and make provision for direct access to the Chairman of the Audit Committee in exceptional cases. The Company affirms that none of the personnel of the Company has been denied access to the Audit Committee.

(E) Proceeds from public issues, right issues, preferential issues, etc.

The Company did not raise any funds through public, rights, preferential issues, qualified institutional placement etc. during the year under report.



(F) Strictures and penalties

No strictures or penalties have been imposed on the Company by the stock exchanges or by the Securities and Exchange Board of India (SEBI) or by any statutory authority on any matter related to capital markets during the last three years.

(G) Certificate from Company Secretary in Practice

M/s Vishal Arora & Associates, Practicing Company Secretaries and the Secretarial Auditor of the Company, have issued a certificate as required under the SEBI Listing Regulations, 2015, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI/Ministry of Corporate Affairs or any such statutory authority. The certificate is attached with this report.

(H) There is no instance during the financial year 2022-23 where the Board has not accepted any recommendation of any committee of the Board which is mandatorily required to be accepted.

(I) Details of Total fees paid to statutory auditors

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part, are as follows:

Type of service	Amount in Rs.
Audit and Related Service Fees (Audit & Review of Financial Statements and Certification)	88,500
Non-Audit Fees	
Reimbursement of Out-of-Pocket Expenses	
Total	88,500

(J) Disclosures in relation to the Sexual Harassment of Women at Work-place (Prevention, Prohibition and Redressal) Act, 2013:

During the year under report, no complaint was filed with the Company and no complaint is pending at the end of the financial year.

(K) Adoption of discretionary requirements

The Company has complied with all applicable mandatory requirements of Corporate Governance as specified in Regulations 17 to 27 and 46(2) of SEBI Listing Regulations, 2015. The Company has not adopted any discretionary requirements as prescribed in Part E of Schedule II to SEBI Listing Regulations, 2015.



(L) Annual Secretarial Compliance Report

The Company has undergone an audit for the financial year 2022-23 for all applicable compliances as per SEBI Listing Regulations, 2015 and Circulars/Guidelines issued thereunder.

The Annual Secretarial Compliance Report has been submitted to the stock exchanges within the time limit as prescribed by SEBI.

6. REMUNERATION TO DIRECTORS

- i) **Remuneration policy:** The Company has formulated a Nomination and Remuneration Policy and the same is posted on the website of the Company at <http://www.nktil.com/gallery/Remuneration-Policy.pdf>
- ii) **During the Financial Year 2022-23, No remuneration was paid to the Directors of the Company.**
- iii) **Details of service contract, notice period, severance fees, etc. of directors: NIL**

Details of shares/convertible instruments held in the Company by the non-executive directors. NIL

S. No.	Name of the non-executive director	No. of shares held as on March 31, 2023
1.	None	NIL

(iv) Performance evaluation

The performance evaluation of the Board, its Committees and individual Directors was carried out on the basis of duly filled-in self-evaluation questionnaire which was prepared under the guidance of Chairman of the Board and then circulated amongst the Directors.

Independent Directors in their separate meeting held on 23rd March, 2023 evaluated the replies/feedbacks received in response to the questionnaire circulated and expressed their satisfaction with the evaluation process.

7. MANAGEMENT

As per Regulation 26(5) of SEBI Listing Regulations, 2015, all members of the senior management team are required to disclose their interest in all the material financial and commercial transactions, which may have a potential conflict with the interests of the Company at large.



The senior management team comprises of CEO, CFO and Company Secretary of the Company and there are no material financial and commercial transactions that have taken place during the financial year ended 31st March, 2023 in which they had personal interest. These transactions include dealing in/holding of shares of the Company by them/their relatives, transactions entered into by them/their relatives with the Company, transactions entered into by the Company with the companies in which they/their relatives are Directors or Members and transactions entered into by them/their relatives with the subsidiary companies of the Company and these were placed at the Board Meeting held on 21st April, 2023.

8. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee comprises of Mr. Sanjay Kumar Gupta as its Chairman and Mrs. Beenu Agarwal and Mr. Sunil Aggarwal as its members.

The terms of reference of the Committee are as under:

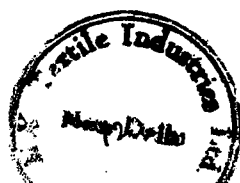
- (i) To identify persons who are qualified to become directors and who may be appointed in senior management and recommend to the Board of Directors their appointment and removal.
- (ii) To carry out evaluation of every director's performance.
- (iii) To formulate the criteria for determining qualifications, positive attributes and independence of a director.
- (iv) To recommend to the Board a policy, relating to the remuneration for the directors, key management personnel and the employees in senior management.
- (v) To recommend to the Board, all remuneration, in whatever form, payable to senior management.
- (vi) Any other matter as may be assigned by the Board from time to time.

The Committee met once during the financial year 2022-23 i.e. on 2nd February, 2023. The attendance record of Nomination and Remuneration Committee is as under:-

S. No.	Name	Category of directors	No. of meetings attended
1.	Mr. Sanjay Kumar Gupta	Non-Executive & Independent	1
2.	Mrs. Beenu Agarwal	Non-Executive & Independent	1
3.	Mr. Sunil Aggarwal	Non-Executive & Non-Independent	1

Performance evaluation criteria for Independent and Non-Executive Directors

As per Section 178 of the Companies Act, 2013 and Listing Regulations, the performance of Independent and Non-Executive Directors is evaluated using parameters such as their level of engagement and contribution, independence of judgement, safeguarding the interests of the Company and its minority shareholders, and the time devoted to the Company.



Performance evaluation for the financial year 2022-23:

The Board was satisfied with the overall performance, professional expertise and knowledge of each of its Directors. All Directors effectively contributed to the decision-making process by the Board. All Committees were duly constituted and functioned effectively. The Board also expressed its satisfaction with the documents it received explaining Company processes and operations. The Board expressed its satisfaction with the decision-making and decision-implementing procedures followed by it.

9. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee comprises of Mrs. Beenu Aggarwal, as its Chairman and Mr. Sanjay Kumar Gupta and Mr. Balbir Singh as its members

This Committee, besides sanctioning share transfers/transmissions and other related matters, looks into various aspects of interest of shareholders' and other investors' complaints. Further, the role of the committee has been specified in Part D of the Schedule II of SEBI Listing Regulations, 2015.

Mr. Ankit Chaturvedi, Company Secretary, is designated as Compliance Officer.

During the year, the Committee met once i.e. on 14th November, 2022 and the meeting was attended by Mr. Balbir Singh, Mrs. Beenu Agarwal and Mr. Sanjay Kumar Gupta.

The details of investor complaints received during the financial year 2022-23 are:

Opening Balance	Received during the year	Resolved during the year	Closing balance
0	0	0	0

10. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE: NOT APPLICABLE

11. INDEPENDENT DIRECTORS' MEETING

All the Independent Directors met on 23rd March 2023, to evaluate the:

- (i) Performance of Non-Independent Directors and the Board as a whole;
- (ii) Performance of the Chairman of the Board, taking into account the views of the Executive and Non-Executive Directors;
- (iii) Quality, content, and timeliness of flow of information between the Management and the Board that is necessary for the Board to act effectively and reasonably perform its duties.

Declaration from Independent Directors

The Company has received declarations from all Independent Directors of the Company confirming they meet the criteria of independence as prescribed by Section 149 of the Companies Act, 2013, and Regulation 16 & 25 of the Listing Regulations.

The Board is of the opinion that its Independent Directors fulfil the conditions specified in these regulations and are independent of the Management.

12. GENERAL BODY MEETINGS

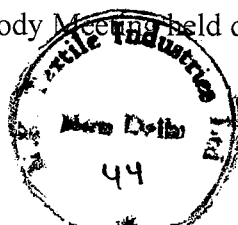
The Annual General Meeting (AGM) is the main platform for interaction between the Management and shareholders. Annual General Meetings are held in Delhi where registered office of the Company is located.

The Company ensures that the Notice for the AGM, along with the Annual Report of the Company, is sent to shareholders in advance.

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

Financial year	Date of the AGM	Time	Location	Particulars of special resolutions passed
2019-20	30 th September, 2020	4.00 PM	Omaxe Square, Plot No.14, 5 th Floor, Jasola District centre, Jasola New Delhi-110025	NIL
2020-21	30 th September, 2021	3.00 PM	Omaxe Square, Plot No.14, 5 th Floor, Jasola District centre, Jasola New Delhi-110025	NIL
2021-22	30 th September, 2022	3.00 PM	Omaxe Square, Plot No.14, 5 th Floor, Jasola District centre, Jasola New Delhi-110025	Re-appointment of M/s. Kumar Chopra & Associates, Chartered Accountants having Firm Registration No. 000131N, as issued by the Institute of Chartered Accountants of India as the Statutory Auditors of the Company for another term of five years till the conclusion of 44th AGM to be held in the calendar year 2027 with respect to the 5 financial years beginning from April 1, 2022 and ending March 31, 2027

There was no other General Body Meeting held during the last three years.



Postal Ballot

There is no special resolution proposed to be passed through postal ballot at the ensuing Annual General Meeting scheduled on 25th September, 2023 (Tentative date)

13. MEANS OF COMMUNICATION

The quarterly, half yearly and annual results were published by the Company in Financial Express (English) and Jansatta (Hindi). The quarterly and yearly results are also available on the Company's website: www.nktil.com. The half-yearly results are not sent to household of the shareholders.

The Management Discussion and Analysis forms part of the Directors' Report.

14. GENERAL SHAREHOLDER INFORMATION

i) Annual General Meeting

Date and Time	:	25 th September, 2023 at 3.00 P.M.*
Venue	:	at the Hotel 'The sentinel', 47, Pocket-1, Jasola, New Delhi-110025

ii) Financial Calendar for 2022-23

First Quarter Results	:	Latest by 14 th August, 2023
Second Quarter Results	:	Latest by 14 th November, 2023
Third Quarter Results	:	Latest by 14 th February, 2024
Annual Results	:	Latest by 30 th May, 2024

iii) Date of Book Closure : 19th September, 2023 to 25th September, 2023 (both days inclusive)*

iv) Dividend Payment Date : Not Applicable

v) Listing on the Stock Exchanges:

The Company's shares are listed on Metropolitan Stock Exchange of India (MSEI) and Calcutta Stock Exchange (CSE)

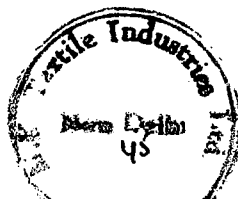
Metropolitan Stock Exchange of India Limited

Vibgyor Towers, 501, 5th Floor, Plot No C-62, Opp. Trident Hotel
Bandra Kurla Complex, Bandra (E), Mumbai – 400098

*tentative dates given in point no. 14(i), 14 (ii) and 14 (iii)

Calcutta Stock Exchange Limited

7, Lyons Range, Murgighata, Dalhousie, Kolkata,
West Bengal 700001



The Company has paid the listing fees to MSEI Stock Exchange for the financial year 2023-24.

vi) Market Price Data of equity shares of the Company:

The High and low prices of the equity shares of the Company at Metropolitan Stock Exchange of India Limited (MSEI) for the year ended 31st March, 2023 are as under:-

Month	Share Price (Rs) at MSEI	
	High	Low
April, 22	10	10
May, 22	10	10
June, 22	10	10
July, 22	10	10
August, 22	10	10
September, 22	10	10
October, 22	10	10
November, 22	10	10
December, 22	10	10
January, 23	10	10
February, 23	10	10
March, 23	10	10

vii) Performance of the share price of the Company in comparison with BSE sensx, CRISIL etc.: Not Applicable as shares are not frequently traded

viii) Registrar and Share Transfer Agents

M/s Mas Services Limited

T-34, 2nd Floor, Okhla Industrial Area,

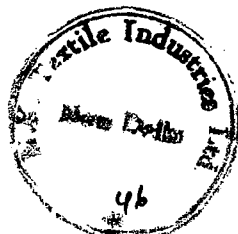
Phase- 11, New Delhi-110020

Telephone No: 011-26387281

E-mail id: investor@masserv.com

ix) Share Transfer System

As Per Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, securities can be transferred only in dematerialized form with effect from April 1, 2019, except in case of a request received for transmission or transposition of securities. SEBI fixed March 31, 2021 as the cut-off date for re-lodgment of transfer deeds; the shares that are re-lodged for transfer must be issued only in demat mode. Requests for share transfers, rematerialization and transposition are attended to within the stipulated time period. The share certificate is returned/ issued in accordance with the time period as stipulated by the Listing Regulations and other applicable laws, rules and regulations.



The Company's share transfer and related operations are currently being handled by Mas Services Limited, Registrar and Share Transfer Agents (RTA) who are registered with the SEBI as a Category 1 Registrar.

x) **Distribution of shareholding as on March 31, 2023**

Range of Shareholdings	Number of Shareholders	Percentage of Shareholders	Number of Shares	Percentage of Shares
1-5000	37	88.09	100	0.01
5001-10000	0	0	0	0
10001-20000	0	0	0	0
20001-30000	0	0	0	0
30001-40000	0	0	0	0
40001-50000	0	0	0	0
50001-100000	3	7.14	216720	25.80
100001 and above	2	4.77	623012	74.19
TOTAL	42	100.00	839832	100.00

xi) **Categories of shareholding as on March 31, 2023**

Category of Shareholder	Number of Shares	Percentage of Shares
A. Promoter and Promoter Group	623012	74.19
B. Public Shareholding		
Foreign Institutional Investors	0	0.00
Foreign Banks	0	0.00
Foreign Portfolio Investors – Corp.	0	0.00
Mutual Funds/UTI	0	0.00
Financial Institutions/Banks	0	0.00
Bodies Corporate	216720	25.80
Individuals	100	0.01



Central Government/ State Government(s)	0	0
NRIs and OCBs	0	0
Other Directors & Relatives	0	0
Unclaimed Suspense Account	0	0
Others	0	0
Total Public Shareholding	216820	25.81
Total Shareholding (A+B)	839832	100.00

xii) Dematerialization of shares

The shares of the Company are compulsorily traded in the dematerialised form and are available for trading under both the Depository Systems- NSDL (National Securities Depository Ltd.) and CDSL (Central Depository Services (India) Ltd). As on March 31, 2023, a total of 8,39,732 equity shares of the Company, which forms 99.99% of the share capital, stood dematerialised.

Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's equity shares of face value of Rs.10/- each is INE800E01017.

xiii) Outstanding GDRs/ADRs/Warrants or other Convertible Instruments

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments during the year and hence, as on March 31, 2023, the Company does not have any outstanding GDRs / ADRs / Warrants or any convertible instruments.

xiv) Plant Locations: Nil

xv) Address for Correspondence

Shareholders are requested to address all their correspondence concerning shares to the Company's Registrar and Share Transfer Agents, Mas Services Limited at the following addresses mentioned below:

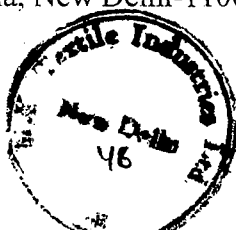
Mas Services Limited

T-34, 2nd Floor, Okhla Industrial Area, Phase-II,
New Delhi-110020

Or at the registered office of the Company at:

M/s N K Textile Industries Limited

Omaxe Square, Plot No.14, 3rd Floor,
Jasola District Centre, Jasola, New Delhi-110025



xvi) Corporate Identity Number (CIN): L17299DL1983PLC163230

**15. DETAILS OF UNCLAIMED SHARES
Equity Shares in the Suspense Account**

The requisite disclosures under Schedule V of SEBI Listing Regulations, 2015, in respect of the Unclaimed Shares, pursuant to Regulation 39 read with Schedule VI of the SEBI Listing Regulations, 2015 are not applicable on the Company as there are no equity shares held in 'Unclaimed Suspense Account'.

16. CEO/CFO CERTIFICATION

The certificate required under Regulation 17(8) of the Listing Regulations, duly signed by Mr. Surindra Kapoor, CFO and CEO, was placed before the Board also it is enclosed to this report.

17. REPORT ON CORPORATE GOVERNANCE


The Corporate Governance Report forms part of the Annual Report.


The Company is regularly filing the Quarterly Compliance Report on Corporate Governance with the Stock Exchanges as per the format specified in Regulation 27(2) of SEBI Listing Regulations, 2015.

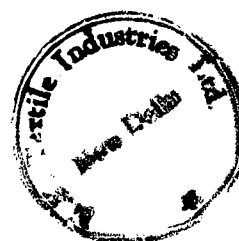
18. COMPLIANCE

As Per Regulation 34 of the Listing Regulations, a Certificate from practicing Company Secretary with respect to compliance with the conditions of Corporate Governance as stipulated in Para E of Schedule V to SEBI Listing Regulations, 2015 forms part of the Annual Report.

**For and on behalf of the Board
For M/s N K Textile Industries Limited**


Balbir Singh
Director
DIN: 00027438
Date: 30.05.2023
Place: New Delhi


Sunil Aggarwal
Director
DIN: 00029286



VISHAL ARORA & ASSOCIATES

COMPANY SECRETARIES

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
M/s Rajputana Developers Limited
Omaxe Square, Plot No. 14,
3rd Floor Jasola District Centre,
Jasola, New Delhi-110025

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Rajputana Developers Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2023**, complied with the statutory provisions listed hereunder, and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2023**, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under to the extent of Regulation 55A;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowing.



B-10, 2nd Floor, Sector-1, Noida, Uttar Pradesh-201301

Tel.: +91 194987 2987;

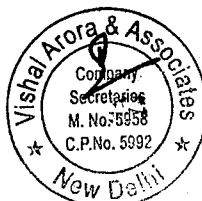
e-mail: info@legumamicuss.com ; Website : www.legumamicuss.com

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (g) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009.

(vi) We further report that there were no events / actions in pursuance of:

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (c) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;



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) Codes and Policies adopted by the Company.

We further report that during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to filing of certain e-forms.

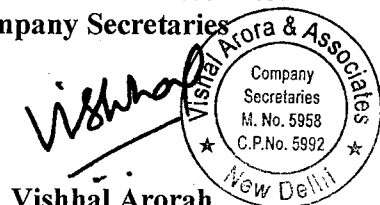
We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

We further report that, adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance (except in few instances where the Board/Committee meeting(s) were called at a shorter notice, with the consent of the Directors, including the Independent Directors), 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. Decisions carried through by the Board do not have any dissenting views and hence no relevant recordings were made in the minute's book maintained for the purpose.

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 the applicable laws, rules, regulations and guidelines framed thereunder.

We further report that during the audit period there were following events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., having a major bearing on the Company's affairs:

**For Vishal Arora & Associates
Company Secretaries**



**Vishal Arora
Proprietor**

**M. No. 5958; C P No.: 5992
UDIN: F005958E000371400
PR No. 967/2020**

**Place: Noida
Date: 24th May, 2023**

This Report is to be read with Annexure A, which forms an integral part of this report.

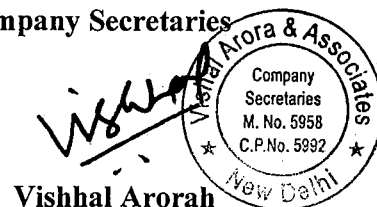
Annexure A

To,
The Members,
M/s Rajputana Developers Limited
Omaxe Square, Plot No. 14,
3rd Floor Jasola District Centre,
New Delhi-110025

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

1. Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. 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 the Corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. Our examination was limited to the verification of procedures on random 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 Vishal Arora & Associates
Company Secretaries**



**Vishal Arora
Proprietor**

**M. No. 5958; C P No.: 5992
UDIN: F005958E000371400
PR No. 967/2020**

**Place: Noida
Date: 24th May, 2023**

N K Textile Industries Limited

Registered office: Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre,
Jasola, New Delhi-110025

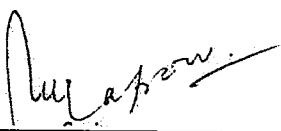
CIN: L17299DL1983PLC163230, Tel: +91 11 61119393

Email Id: n.ktextiles123@gmail.com, website: www.nktil.com

CEO/CFO Certification

I, Surindra Kapoor, Chief Executive officer and Chief Financial Officer of the Company certify that:

1. I have reviewed the audited Financial Results of the Company for the Quarter and year ended on 31.03.2023 and to the best of our knowledge and belief:
 - i) These statement do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - ii) The audited financial result present a true and fair view of the Company's affair and are in compliance with existing Accounting Standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended on March 31, 2023 which are fraudulent, illegal or violative of the Company's code of business conduct.
3. I am responsible for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting.
4. There has not been any significant change in internal control over financial reporting and in accounting policies and that there is no instance of any fraud involving management having significant role in the Company's internal control system over financial reporting.





Surindra Kapoor
CEO & CFO
New Delhi
Date: 30.05.2023

INDEPENDENT AUDITOR'S REPORT

To the Members of N K TEXTILE INDUSTRIES LIMITED

Report on the Audit of the Standalone financial statements

1. Opinion

We have audited the standalone financial statements of N K TEXTILE INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "standalone financial statements").

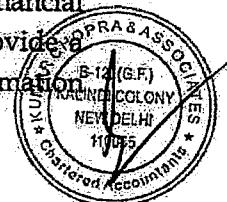
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian accounting standards (Ind AS) specified under section 133 of the Act, of the state of affairs of the Company as at March 31, 2023, its Loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. 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 Standalone financial statements* section of our report. We are independent of the Company in accordance with the *Code of Ethics* issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on our checks and on the basis of information



and explanation from the management we have determined that there are no key audit matters to be communicated in our report.

4. Information other than the standalone financial statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including its Annexure and Shareholder's Information but does not include the standalone financial statements and our auditor's report thereon. The report is expected to be made available to us after the date of this Auditor's Report.

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

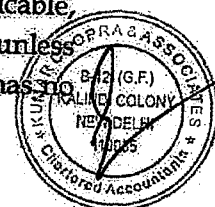
In connection with our audit of the standalone financial statement, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge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

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

5. Responsibility of Management for the Standalone 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 standalone 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 accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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



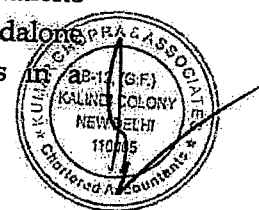
The Board of Directors are also responsible for overseeing the company's financial reporting process.

6. Auditor's Responsibilities for the Audit of the Standalone financial statements

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

As part of an audit in accordance with 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- v. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



Materiality is the magnitude of misstatements in the standalone financial statement that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements 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 standalone financial statements.

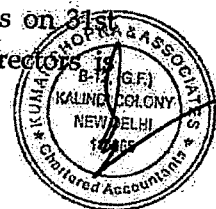
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

7. Report on Other Legal and Regulatory Requirements

- I. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- II. As required by Section 143(3) of the Act, we report that:
- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - 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.
 - The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash flow statement dealt with by this Report are in agreement with the books of account.
 - In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors

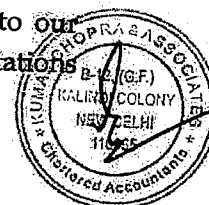


disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

- f) 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".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (i) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note no. 26 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note no. 26 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations



under sub-clause (i) and (ii) of Clause iv above contain any material misstatement.

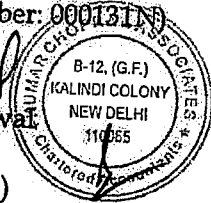
- v. The company has not declared or paid any dividend during the year.
- vi. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 on using such accounting software having 'audit trail feature', is applicable for the Company for the financial year commencing on or after the 1st April 2023, reporting under clause (g) of rule 11 of the Companies (Audit and Auditors) Rules, 2014 is not applicable for the year under audit.

III. As required by Section 197(16) of the Act, we report that in our opinion and according to the information and explanations given to us, the Company has not paid any managerial remuneration pursuant to provisions of section 197 to the Act.

For Kumar Chopra & Associates
Chartered Accountants
(Firm Registration Number: 000131ND)

R. K. Aggarwal

R. K. Aggarwal
Partner
(M. No 81510)



Place of signature: New Delhi
Date: 30.05.2023

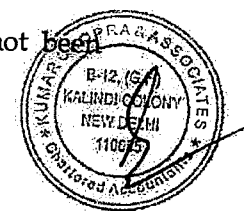
UDIN: 23081510BGYFDY3399

ANNEXURE "A" TO INDEPENDENT AUDITOR'S REPORT

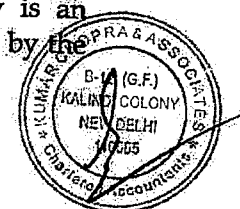
Annexure to the Independent Auditors' Report referred to in paragraph 7(I) of our report of even date on the standalone financial statements of N K TEXTILE INDUSTRIES LIMITED for the Year ended 31st March 2023

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- (i) (a) The company does not have any Property, Plant and Equipment and Intangible Assets; thus paragraph 3(i)(a),(b),(c), and (d) of the Order is not applicable.
(b) No proceedings have been initiated during the year or are pending against the Company as at year end for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- (ii) The company does not have any inventories; thus paragraph 3(ii) of the Order is not applicable.
- (iii) The Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, during the year.
- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 186 of Act, with respect to investments made. Section 185 is not applicable as no loan/guarantee/security is given/provided.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148 of the Companies Act for the products/services of the Company.
- (vii) (a) The Company has been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other statutory dues, as applicable to it, with the appropriate authorities and there are no arrears of 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) There are no statutory dues which have not been deposited on account of any dispute.
- (viii) During the course of audit, we did not come across any transactions not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) The company does not have any loans or borrowings from any financial institution, banks, government, or debenture holders during the year, hence paragraph 3(ix)(a) of the Order is not applicable.
(b) As per the information and explanation given to us, the company has not been declared a wilful defaulter by any bank or financial institution or other lender.



- (c) The company has not availed any term loans, hence paragraph 3(ix)(c) of the Order is not applicable.
- (d) The company has not raised any funds on short term basis, hence paragraph 3(ix)(d) of the Order is not applicable
- (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates, or joint venture.
- (f) The company has not raised any loans during the year on the pledge of securities held in its subsidiaries, associates, or joint venture.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures during the year.
- (xi) (a) According to the information and explanation given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the year.
- (b) No report under section 143(12) of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanation given to us, no whistle blower complaints were received by the Company during the year by the company.
- (xii) The Company is not a Nidhi Company and hence Paragraph (xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the company during the year with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards.
- (xiv) (a) In our Opinion and based on our examination, the Company has adequate Internal audit system commensurate with the size and nature of its business.
- (b) The reports of the internal auditor for the period under audit have been considered by us.
- (xv) In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors during the year.
- (xvi) (a) According to the information and explanation given to us, the company's registration as NBFC with Reserve Bank of India under section 45-IA of RBI Act, 1934 vide registration was cancelled by RBI vide Order dated October 2019. The company is now operating as Unregistered Core Investment company (CIC) as defined in 'Core Investment Companies (Reserve Bank) Directions, 2016' as amended, for which no registration is required from RBI.
- (b) The company has not conducted any Non-Banking Financial or Housing Finance activities being only Unregistered Core Investment company.
- (c) According to the information and explanation given to us, the company is an unregistered Core Investment company (CIC) as defined in the regulations made by the Reserve Bank of India and it continues to fulfil the criteria of a Unregistered CIC.

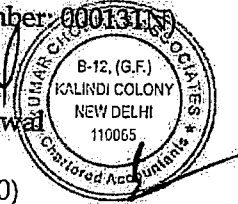


- (d) According to the information and explanation given to us, the Group has five unregistered CIC including the company.
- (xvii) The Company has incurred cash losses of Rs. 29.93 thousand in current financial year and Rs. 272.89 thousand in the preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The provisions of Section 135 of the Act on spending on social corporate activities are not applicable to the Company hence reporting under clause 3(xx) of the Order is not applicable.

For Kumar Chopra & Associates
Chartered Accountants
(Firm Registration Number: 0001315)



R. K. Aggarwal
Partner
(M. No 81510)



UDIN: 23081510BGYFDY3399

Place of signature: New Delhi
Date: 30.05.2023

ANNEXURE "B" TO INDEPENDENT AUDITOR'S REPORT

Annexure to the Independent Auditors' Report referred to in paragraph 7(II)(f) of our report of even date on the standalone financial statements of N K TEXTILE INDUSTRIES LIMITED for the Year ended 31st March 2023

Report on the Internal Financial Controls under Section 143(3)(i) of the Companies Act, 2013 ("the Act")

Opinion

We have audited the internal financial controls over financial reporting of N K Textile Industries Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by the Institute of Chartered Accountants of India (ICAI) and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating



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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

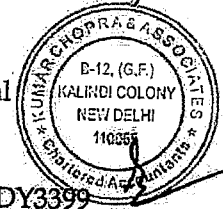
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal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

For Kumar Chopra & Associates
Chartered Accountants
(Firm Registration Number: 000131N)

Masum

R. K. Aggarwal
Partner
(M. No 81510)

UDIN: 23081510BGYFDY3399



Place of signature: New Delhi
Date: 30.05.2023

N K Textile Industries Limited
Standalone Balance Sheet as at 31st March, 2023
All amounts in ₹ Thousands unless otherwise stated

Particulars	Note No.	As at 31st March, 2023	As at 31st March, 2022
ASSETS			
Financial Assets			
- Cash and Cash Equivalents	2	84.13	237.21
- Bank Balance Other Than Cash and Cash Equivalents	3	9,623.31	9,500.00
- Investments	4	11,54,563.78	7,47,360.98
- Other Financial Assets	5	23.47	20.43
		<u>11,64,294.69</u>	<u>7,57,118.62</u>
Non-Financial Assets			
- Current Tax Assets (Net)	6	92.30	74.74
		<u>92.30</u>	<u>74.74</u>
Total Assets		<u>11,64,386.99</u>	<u>7,57,193.36</u>
LIABILITIES AND EQUITY			
Financial Liabilities			
- Other Financial Liabilities	7	112.80	100.45
		<u>112.80</u>	<u>100.45</u>
Non Financial Liabilities			
- Deferred Tax Liabilities (Net)	6	2,62,519.76	1,69,282.92
- Other Non Financial Liabilities	8	8.40	-
		<u>2,62,528.16</u>	<u>1,69,282.92</u>
Total liabilities		<u>2,62,640.96</u>	<u>1,69,383.37</u>
Equity			
- Equity Share Capital	9	8,398.32	8,398.32
- Other Equity	10	8,93,347.69	5,79,411.67
Total equity		<u>9,01,746.01</u>	<u>5,87,809.99</u>
Total liabilities and equity		<u>11,64,386.99</u>	<u>7,57,193.36</u>

Notes forming part of the standalone Financial Statements 1-27

In terms of our report of even date attached
For Kumar Chopra & Associates

Chartered Accountants

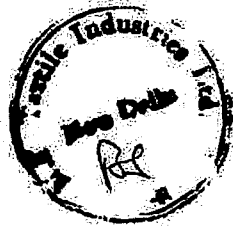
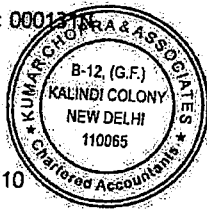
Firm Registration No: 000137


R.K. Aggarwal
Partner

Membership No. 081510

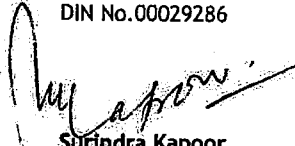
Place: New Delhi

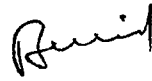
Date: 30th May, 2023



For and on behalf of the Board of Directors


Sunil Agarwal
Director
DIN No. 00029286


Surindra Kapoor
Chief Financial Officer &
Chief Executive Officer


Balbir Singh
Director
DIN No. 00027438


Ankit Chaturvedi
Company Secretary

N K Textile Industries Limited
 Standalone Statement of Profit and Loss for the year ended 31st March, 2023
 All amounts in ₹ Thousands unless otherwise stated

Particulars	Note No.	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Income			
Revenue from Operations			
Interest Income	11	494.79	372.47
Other Income	12	1.65	-
Total Income		496.44	372.47
Expenses			
Employee Benefit Expenses	13	180.00	234.00
Other Expenses	14	346.37	411.36
Total Expenses		526.37	645.36
Profit Before Tax		(29.93)	(272.89)
Tax Expense:			
Current Tax		-	-
Current Tax for Earlier Years		-	(4.32)
Deferred Tax		-	-
			(4.32)
Profit for the year		(29.93)	(268.57)
Other Comprehensive Income			
Items that will not be reclassified to Profit or Loss			
(i) Gain/(Loss) on financial instruments through other comprehensive income		4,07,202.80	1,71,900.31
(ii) Income tax relating to items that are not to be reclassified in profit and loss		(93,236.85)	(39,988.31)
Total Other Comprehensive Income - (i+ii)		3,13,965.95	1,31,912.00
Total Comprehensive Income for the Year		3,13,936.02	1,31,643.43
Earning per equity share of Face value per share ₹10/- each			
Basic (Amount in ₹)	15	(0.04)	(0.32)
Diluted (Amount in ₹)		(0.04)	(0.32)
Notes forming part of the Standalone Financial Statements	1-27		

In terms of our report of even date attached
 For Kumar Chopra & Associates

Chartered Accountants

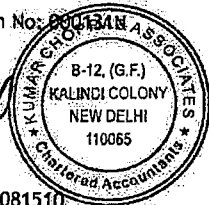
Firm Registration No: 001341


 R.K. Aggarwal
 Partner

Membership No. 081510

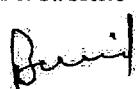
Place: New Delhi

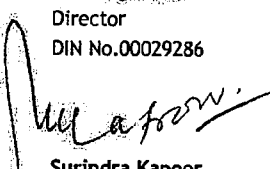
Date: 30th May, 2023



For and on behalf of the Board of Directors


 Sunil Agarwal
 Director
 DIN No.00029286


 Balbir Singh
 Director
 DIN No. 00027438


 Surindra Kapoor
 Chief Financial Officer &
 Chief Executive Officer


 Ankit Chaturvedi
 Company Secretary



N K Textile Industries Limited
 Standalone Statement of Changes in Equity for the year ended 31st March, 2023
 All amounts in ₹ Thousands unless otherwise stated

(a) Equity Share Capital

Particular	₹ in Thousands
Balance as at 1st April, 2021	8,398.32
Changes in equity share capital during the year	-
Balance as at 31st March, 2022	8,398.32
Changes in equity share capital during the year	-
Balance as at 31st March, 2023	8,398.32

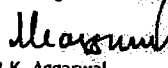
(b) Other equity

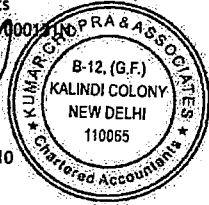
Particulars	General Reserves	Statutory Reserve*	Retained Earnings	Equity Instruments through Other Comprehensive Income	Total
Balance as at 1st April, 2021	23,971.35	48.07	(2,298.61)	4,26,047.43	4,47,768.24
Profit for the year	-	-	(268.57)	-	(268.57)
Other Comprehensive Income for the year, net of Income tax	-	-	-	1,31,912.00	1,31,912.00
Balance as at 31st March, 2022	23,971.35	48.07	(2,567.18)	5,57,959.43	5,79,411.67
Profit for the year	-	-	(29.93)	-	(29.93)
Other Comprehensive Income for the year, net of Income tax	-	-	-	3,13,965.95	3,13,965.95
Balance as at 31st March, 2023	23,971.35	48.07	(2,597.11)	8,71,925.38	8,93,347.69

* Created under section 45-IC(i) of Reserve Bank of India Act, 1934 as a Statutory Reserve.


Notes forming part of the Financial Statements

1-27

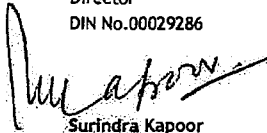
In terms of our report of even date attached
 For Kumar Chopra & Associates
 Chartered Accountants
 Firm Registration No. 000171

 R.K. Aggarwal
 Partner
 Membership No. 081510
 Place: New Delhi
 Date: 30th May, 2023



For and on behalf of the Board of Directors


 Sunil Agarwal
 Director
 DIN No.00029286


 Balbir Singh
 Director
 DIN No. 00027438


 Surindra Kapoor
 Chief Financial Officer &
 Chief Executive Officer


 Ankit Chaturvedi
 Company Secretary



N K Textile Industries Limited

Standalone Statement of Cash Flows for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
A. Cash flow from Operating Activities		
Net profit/(loss) before tax and exceptional items	(29.93)	(272.89)
Adjustments:		
Change in Other Financial Liabilities	12.35	(15.68)
Change in Other Non Financial Liabilities	8.40	(3.38)
Change in Other Bank Balances	(123.31)	397.15
Change in Other Financial Asset	(3.04)	128.22
Change in Other Non-Financial Asset	-	-
Cash generated from Operations	<u>(135.53)</u>	<u>233.43</u>
Direct Tax paid	(17.55)	(24.15)
Net Cash Flow from Operating Activities (A)	<u>(153.08)</u>	<u>209.28</u>
B. Cash Flows from Investing Activities (B)	-	-
C. Cash Flows from Financing Activities (C)	-	-
Net increase / (decrease) in Cash and Cash Equivalents (A + B + C)	<u>(153.08)</u>	<u>209.28</u>
Cash and cash equivalents at the beginning of the year	237.21	27.94
Cash and cash equivalents at the end of the year	84.13	237.21
Net Increase/(decrease) in Cash & Cash Equivalents	<u>(153.08)</u>	<u>209.28</u>

Components of cash and cash equivalents are disclosed in Note No. 2
Notes forming part of the Financial Statements

1-27

In terms of our report of even date attached
For Kumar Chopra & Associates

Chartered Accountants

Firm Registration NO: 000131

R.K. Aggarwal

In terms of our report attached

R.K. Aggarwal

Partner

Membership No. 081510

Place: New Delhi

Date: 30th May, 2023



For and on behalf of the Board of Directors

Sunil Agarwal

Sunil Agarwal

Director

DIN No.00029286

Balbir Singh

Balbir Singh

Director

DIN No. 00027438

Surindra Kapoor

Surindra Kapoor

Chief Financial Officer &

Chief Executive Officer

Ankit Chaturvedi

Ankit Chaturvedi

Company Secretary



N K Textile Industries Limited

Notes to Standalone Financial Statements for the year ended 31 March, 2023

Note 1:

I. Corporate information

N.K. Textile Industries Limited ('the Company') is a company limited by shares, incorporated in India on 9th February 1983. The Company is fully owned by Indian Shareholders. CIN of the Company is L17299DL1983PLC163230. The addresses of its registered office is Omaxe Square, Plot No. 14, 3rd Floor, Jasola, New Delhi-110025. The Company is a listed, unregistered core Investment Company (CIC) in terms of Notification No. DNBR. PD.003/03.10.119/2016-17 dated 25th August, 2016 issued by RBI as amended. Hence, the Company is not required to get Registration as Non-Banking Financial Company.

II. Statement of compliance

These standalone financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended.

III. Basis of preparation and presentation

a. Basis of preparation and presentation

The financial statements are presented in Indian Rupees. The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

b. Use of Estimates

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balance of assets and liabilities, revenues and expenses and disclosures relating to contingent liabilities.

The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results may differ from these estimates. Any revision to the accounting estimates or difference between the estimates and the actual results are recognised in the periods in which the results are known/materialise or the estimates are revised.

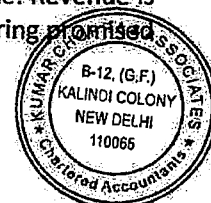
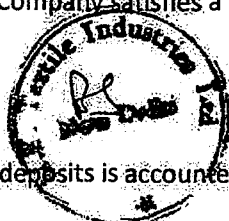
IV. Significant accounting policies

a. Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is recognised when (or as) Company satisfies a performance obligation by transferring promised goods and services.

Interest Income

Interest income on fixed deposits is accounted for on accrual basis.



Dividend income

Dividend income from shares/ mutual funds is recognised for when the right to receive it is established.

b. Cash Flow Statement

Cash flow statement is prepared using the indirect method, whereby, profit/(loss) before tax is adjusted for the effects of transition of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from operating, investing, and financial activities of the Company are segregated based on the available information.

c. Exceptional Items

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company, is such that its disclosure improves an understanding of the performance of the Company. Such income or expense is classified as an exceptional item and accordingly disclosed in the Notes to Accounts.

d. Taxation**Current tax**

Provision for current tax for the period is based on taxable income computed in accordance with the provisions of the Income-tax Act, 1961.

The tax currently payable is based on taxable profits for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Current Tax related to Other Comprehensive Income items are recognised in Other Comprehensive Income schedule.

Deferred tax

Deferred tax resulting from "temporary differences" between book and taxable profit is accounted for using the tax rates and laws that have been enacted as on balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is reasonable certainty that the asset will be realised in future. Deferred tax that relates to items that are recognised in other comprehensive income is recognised in other comprehensive income.

e. Finance Costs

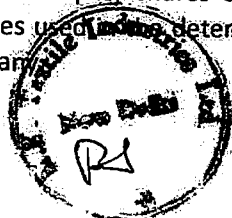
Finance costs comprise interest expense on loans and borrowings. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in the Statement of Profit and Loss using effective interest rate (EIR). Borrowing cost may include exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

f. Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

g. Earnings per share (EPS)

Basic earnings per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to dilutive potential equity shares, if any.



h. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When the provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of time value is material).

i. Financial instruments

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

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, (in the case of financial assets not recorded at fair value through profit or loss) transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

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

Financial assets at amortised cost:

A financial asset is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

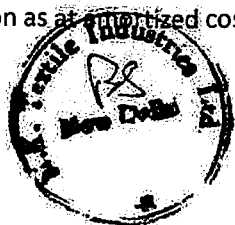
Financial assets at Fair Value Through Other Comprehensive Income (FVTOCI):

A financial asset is classified as at the FVTOCI if both of the following criteria are met unless the asset is designated at fair value through profit or loss under fair value option.

- (a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial asset, and
- (b) The asset's contractual cash flows represent SPPI.

Financial assets at Fair Value Through Profit or Loss (FVTPL):

FVTPL is a residual category for financial assets. Any asset, which does not meet the criteria for categorization as at amortised cost or as FVTOCI, is classified as at FVTPL.



Equity investments:

All equity investments, except investments in subsidiaries and associates and non-current investment in unquoted equity shares, in scope of Ind AS 109 are measured at fair value, with all changes recognized in the Statement of profit and loss. The investments in shares of subsidiaries and associates valued at cost. Non-current investments in unquoted equity shares are measured at fair value, with all changes recognized in the other comprehensive income.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment

The company assesses on forward looking basis the expected credit losses associated with its assets carried at amortized cost and FVOCI instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.



Financial liabilities at fair value through profit or loss:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

i. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

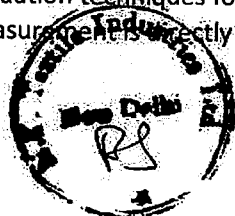
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Valuation techniques for which the lowest level input that is significant to fair value measurement is directly or indirectly observable;



- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable;

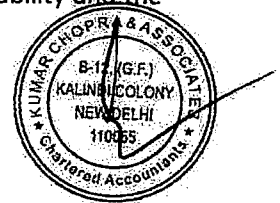
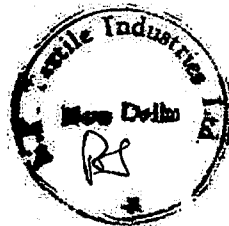
For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved, wherever required, for valuation of significant assets, such as properties and unquoted financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the Board of directors and the selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Board of directors, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the board of directors analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the board of directors verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The board of directors, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.



N K Textile Industries Limited

Notes to Standalone Financial Statements for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

				As at 31st March, 2023	As at 31st March, 2022
2 Cash and Cash Equivalents					
Cash on hand				-	-
Balances with Banks					
- In Current Accounts				84.13	237.21
				<u>84.13</u>	<u>237.21</u>
3 Bank Balance Other Than Cash and Cash Equivalents					
Bank deposits with original maturity exceeding 3 months and upto 12 months				9,623.31	9,500.00
Bank deposits with original maturity exceeding 12 months				-	-
				<u>9,623.31</u>	<u>9,500.00</u>
4 Investments					
	Face Value	As at 31st March, 2023 Quantity	Amount	As at 31st March, 2022 Quantity	Amount
Investment in Equity Instruments, fully paid up, unquoted					
at Fair Valued through other comprehensive					
- International Research Park Lab Limited(holding	10	37,500	13,431.37	37,500.00	-
- K.K.Modi Investment and Financial Services Pvt. Limited (holding 3.17%)	10	37,819	11,26,325.46	37,819.00	7,32,554.03
Total investments at FVTOCI(a)			<u>11,39,756.83</u>		<u>7,32,554.03</u>
at deemed cost					
- HMA Udyog Private Limited- Associate Company (holding 40%)	10	4,00,000	10,305.70	4,00,000	10,305.70
- Rajputana Developers Limited- Subsidiary Company(holding 81.88%)	1	44,99,986	4,501.25	44,99,986	4,501.25
Total investments at deemed cost(b)			<u>14,806.95</u>		<u>14,806.95</u>
Total investments(a+b)			<u>11,54,563.78</u>		<u>7,47,360.98</u>
i) Investments in India			11,54,563.78		7,47,360.98
ii) Investments outside India			-		-
Total investments			<u>11,54,563.78</u>		<u>7,47,360.98</u>
				As at 31st March, 2023	As at 31st March, 2022
5 Other Financial Assets					
Interest accrued on bank deposits				23.47	20.43
				<u>23.47</u>	<u>20.43</u>
6 Income Taxes					
a. Current tax Assets and Liabilities					
Particulars				As at 31st March, 2023	As at 31st March, 2022
Current tax assets (Net)					
Income tax paid (Net of provision for taxation)				92.30	74.74
				<u>92.30</u>	<u>74.74</u>



N K Textile Industries Limited

Notes to Standalone Financial Statements for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

b. Components of Income Tax Expense/(Income)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Recognised in Statement of profit and loss		
Current tax for current year	-	-
Current tax for earlier year	-	(4.32)
	-	(4.32)
Recognised in Other comprehensive income		
Deferred tax	(93,236.85)	(39,988.31)
	(93,236.85)	(39,988.31)

c. Reconciliation of Effective Tax Rate

Reconciliation of taxes to the amount computed by applying the statutory income tax rate to the income before taxes is summarised below:

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Profit/(Loss) before Tax	(29.93)	(272.89)
Applicable tax rates in India	25.17%	25.17%
Computed Tax Charge	(7.53)	(68.68)
Tax effect on Exempted Income	-	-
Tax effect on Permanent Non Deductible Expenses/Income	7.53	68.68
Tax effect of Earlier Year Tax	-	(4.32)
Tax effect of others	-	-
Income Tax Expense	-	(4.32)

d. Deferred Taxes

Deferred Tax Liabilities on

- Investment in equity instruments

Deferred tax liabilities(net)

2,62,519.76	1,69,282.92
2,62,519.76	1,69,282.92

7 Other Financial Liabilities

Audit Fee Payable

Other Expense Payable

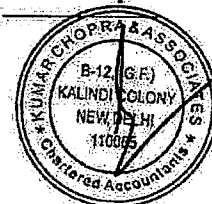
48.60	48.60
64.20	51.85
112.80	100.45

8 Other Non-Financial Liabilities

Statutory dues

8.40

8.40



9 Equity Share Capital

	As at 31st March, 2023		As at 31st March, 2022	
	Number of Shares	₹ in Thousands	Number of Shares	₹ in Thousands
Authorised				
Equity Shares of Re 10/- each	10,00,000	10,000.00	10,00,000	10,000.00
Preference Shares of Rs. 10/- each	5,00,000	5,000.00	5,00,000	5,000.00
	15,00,000	15,000.00	15,00,000	15,000.00
Issued, subscribed & paid up capital				
Equity Shares of Re 10/- each	8,39,832	8,398.32	8,39,832	8,398.32
	8,39,832	8,398.32	8,39,832	8,398.32

9.1 Reconciliation of number of shares and amount outstanding as at the beginning and at the end of the reporting period:

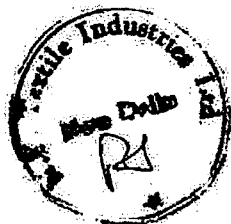
Particulars	As at 31st March, 2023		As at 31st March, 2022	
	Number of Shares	₹ in Thousands	Number of Shares	₹ in Thousands
Equity Shares outstanding at the beginning of the year	8,39,832	8,398.32	8,39,832	8,398.32
Change during the year	-	-	-	-
Equity Shares outstanding at the end of the year	8,39,832	8,398.32	8,39,832	8,398.32

9.2 Details of equity shareholders holding more than 5% shares in the company

Name of shareholder	As at 31st March, 2023		As at 31st March, 2022	
	Number of Shares	₹ in Thousands	Number of Shares	₹ in Thousands
K.K.Modi Investment & Financial Services Pvt Ltd	3,73,012	44.42%	3,73,012	44.42%
HMA Udyog Private Limited	2,50,000	29.77%	2,50,000	29.77%
Azure Prodcets Private Limited	98,720	11.75%	98,720	11.75%
Narayan Sales Private Limited	60,050	7.15%	60,050	7.15%
Trend Agencies Private Limited	57,950	6.90%	57,950	6.90%

9.3 Details of shares held by promoters

As at 31st March, 2023					
Name of the promoter	Number of shares as at 01.04.2022	Change during the year	Number of shares as at 30.09.2022	% Holding	% Change during the year
K.K.Modi Investment & Financial Services Pvt Ltd	3,73,012	-	3,73,012	44.42%	0.00%
HMA Udyog Private Limited	2,50,000	-	2,50,000	29.77%	0.00%
As at 31st March, 2022					
Name of the promoter	Number of shares as at 01.04.2021	Change during the year	Number of shares as at 31.03.2022	% Holding	% Change during the year
K.K.Modi Investment & Financial Services Pvt Ltd	3,73,012	-	3,73,012	44.42%	0.00%
HMA Udyog Private Limited	2,50,000	-	2,50,000	29.77%	0.00%



N K Textile Industries Limited

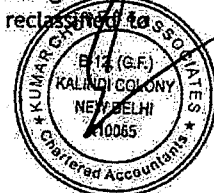
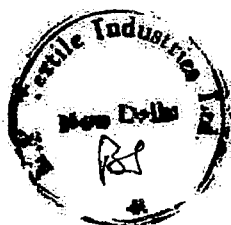
Notes to Standalone Financial Statements for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

	As at 31st March, 2023	As at 31st March, 2022
10 Other equity		
General Reserve	23,971.35	23,971.35
Statutory reserve	48.07	48.07
Retained Earnings	(2,597.11)	(2,567.18)
Fair value through Other Comprehensive Income (FVTOCI) reserve	8,71,925.38	5,57,959.43
	<u>8,93,347.69</u>	<u>5,79,411.67</u>
10.1 General Reserve		
Opening Balance	23,971.35	23,971.35
10.2 Statutory reserve		
Opening Balance	48.07	48.07
Add: Transfer from profit for the year u/s 45-IC of the Reserve Bank of India Act, 1934	-	-
	<u>48.07</u>	<u>48.07</u>
10.3 Retained Earnings		
Opening balance	(2,567.18)	(2,298.61)
Net profit/(Loss) for the year	(29.93)	(268.57)
Less: Transfer to statutory reserve	-	-
	<u>(2,597.11)</u>	<u>(2,567.18)</u>
10.4 Equity Instruments through Other Comprehensive Income		
Opening Balance	5,57,959.43	4,26,047.43
Add: Other Comprehensive income for the year, net of income tax	3,13,965.95	1,31,912.00
	<u>8,71,925.38</u>	<u>5,57,959.43</u>

The description of the nature and purpose of each reserve within equity is as follows :

- (i) Amount set aside from retained earnings as a reserve to be utilised for permissible general purposes as per law.
- (ii) Statutory Reserve created under section 45-IC of Reserve Bank of India Act, 1934.
- (iii) Retained Earnings: It represents the surplus in Statement of Profit and Loss and appropriations.
- (iv) Equity Instruments through Other Comprehensive Income: The fair value change of the equity instruments measured through Other Comprehensive Income is recognised and reflected under Equity Instruments through Other Comprehensive Income. On disposal, the cumulative fair value changes on the said instruments are reclassified to Retained Earnings.

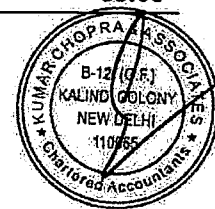


N K Textile Industries Limited

Notes to Standalone Financial Statements for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

	For the year ended 31st March, 2023	For the year ended 31st March, 2022
11 Interest Income		
Interest Income from FDR	494.79	372.47
	494.79	372.47
12 Other Income		
Interest on Income Tax Refund	1.65	-
	1.65	-
13 Employee benefit expenses		
Salary	180.00	234.00
	180.00	234.00
14 Other Expenses		
Advertisement	32.00	51.91
Auditor's Remuneration	88.50	88.50
Custodian Charges	33.04	23.69
Listing Fees	64.90	64.90
Professional Fees	103.95	110.89
Conveyance Expenses	-	46.87
EDP Charges	16.00	16.00
Miscellaneous Expenses	7.98	8.60
	346.37	411.36
14.1 Payment to auditor(including GST) as:		
- Statutory Audit Fee	53.10	53.10
- Limited Review Fee	35.40	35.40
	88.50	88.50



N K Textile Industries Limited

Notes to Standalone Financial Statements for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

15 Disclosure as per Ind AS 33 on "Earnings per share":

Particulars	₹ in Thousands	
	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Profit for the period (₹ in Thousands)	(29.93)	(268.57)
Weightage average number of shares (for	8,39,832	8,39,832
Face Value per share (₹)	10	10
Earnings per share-Basic (₹)	(0.04)	(0.32)
Earnings per share-Diluted (₹)	(0.04)	(0.32)

16 There are no contingent liabilities or commitments as on Balance Sheet date.

17 Disclosures of transactions with related party as required by Ind AS- 24

17.1 Name of Related parties and nature of relationships:

S.No.	Name of related party	Relationship
1	Rajputana Developers Limited	Subsidiary Company
2	Super Investment (India) Limited	Subsidiary through subsidiary company
3	HMA Udyog Private Limited	Associate of the Company
4	K.K.Modi Investment & Financial Services Pvt Ltd	Entity of which the Company is an associate
5	Key Management Personnel (KMP) of Company:	
	Mr. Sunil Agarwal	Director
	Mr. Balbir Singh	Director
	Mrs. Beenu Agarwal	Independent Director
	Mr. Sanjay Kumar Gupta	Independent Director
	Mr. Anil Kumar Dua	Chief Executive Officer (Resigned w.e.f. 21st March, 2022)
	Mr. Surindra Kapoor	Chief Financial Officer
	Mr. Surindra Kapoor	Chief Executive Officer (w.e.f. 21st March, 2022)
	Ms. Sheetal Bharti	Company Secretary (Resigned w.e.f. 1st October, 2021)
	Ankit Chaturvedi	Company Secretary (w.e.f. 1st October, 2021)

17.2 Transactions with related party during the year:

	₹ in Thousands	
	For the year ended 31st March, 2023	For the year ended 31st March, 2022
(a) Salary and other expenses to Ms. Sheetal Bharti		60.00
(b) Salary to Mr. Surindra Kapoor	180.00	180.00
(c) Conveyance to Mr. Anil Kumar Dua		

There are no outstanding balances as at year end.



18 Financial instruments**A Fair value hierarchy**

The Company determines fair values of its financial instruments according to the following hierarchy:

Level 1: Valuation based on quoted market price: financial instruments with quoted prices for identical instruments in active markets that the Company can access at the measurement date.

Level 2: Valuation based on using observable inputs: financial instruments measured using inputs, other than quoted prices included within level 1, that are observable for such items, directly or indirectly.

Level 3: Valuation technique with significant unobservable inputs: financial instruments valued using valuation techniques where one or more significant inputs are unobservable. The main items in this category are unquoted equity instruments. The fair valuation of the major unquoted equity investment has been carried out by an independent valuer using the asset approach valuation technique. The valuer has used significant inputs like market data, growth projections, future cash flow discounting, P/E multiple, etc.

The following table provides an analysis of financial instruments that are measured at fair value and have been grouped into Level 1, Level 2 and Level 3 below:

As at 31st March, 2023	Carrying Amount	Fair Value	Level 1	Level 2	Level 3
Financial assets					
Financial instruments at amortised cost:					
Cash and cash equivalents	84.13	84.13	-	-	-
Other bank balances	9,623.31	9,623.31	-	-	-
Other Financial Assets	23.47	23.47	-	-	-
Financial instruments at FVTOCI:					
Investment in -Equity Shares - Unquoted	11,39,756.83	11,39,756.83	-	-	11,39,756.83
Total financial assets	11,49,487.74	11,49,487.74	-	-	11,39,756.83
Financial liabilities					
Financial instruments at amortised cost:					
Other financial liabilities	112.80	112.80	-	-	-
Total financial liabilities	112.80	112.80	-	-	-
As at 31st March, 2022	Carrying Amount	Fair Value	Level 1	Level 2	Level 3
Financial assets					
Financial instruments at amortised cost:					
Cash and cash equivalents	237.21	237.21	-	-	-
Other bank balances	9,500.00	9,500.00	-	-	-
Other Financial Assets	20.43	20.43	-	-	-
Financial instruments at FVTOCI:					
Investment in -Equity Shares - Unquoted	7,32,554.03	7,32,554.03	-	-	7,32,554.03
Total financial assets	7,42,311.67	7,42,311.67	-	-	7,32,554.03
Financial liabilities					
Financial instruments at amortised Cost:					
Other financial liabilities	100.45	100.45	-	-	-
Total financial liabilities	100.45	100.45	-	-	-



Note for Financial assets

The fair value of the financial assets are determined at the amount that would be received to sell an asset in an orderly transaction between market participants.

B Financial risk management objectives and policies

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by its Senior Management.

Market rate risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments, deposits and foreign currency receivables, payables, loans and borrowings.

The Company manages market risk through its finance department, which evaluates and exercises independent control over the entire process of market risk management. The finance department recommends risk management objectives and policies, which are approved by Senior Management. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures, borrowing strategies, and ensuring compliance with market risk limits and policies.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest in order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, the finance department undertakes the interest rate risk management exercise from time to time.

The Company is not exposed to significant interest rate as at the respective reporting dates.

Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of trade receivables.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

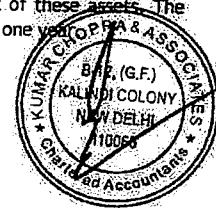
Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss in the subsequent reporting period. The management believes that there are no significant exposure of credit risk due to the nature of company's business.

Liquidity risk

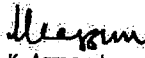
Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's finance department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by Senior Management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

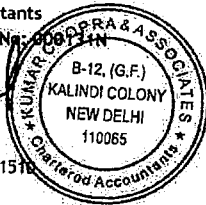
- 19 The Company has made detailed assessment of its liquidity position for the next few months and of the recoverability of carrying values of its assets comprising of investments as at the Balance sheet date, and based on the internal and external information upto the date of approval of these financial statements including economic forecasts, has concluded that no material adjustments are required to be made in the financial results.

Based on the current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The company is of the opinion that there is certainty that company will be able to meet its all-financial commitments in next one year.


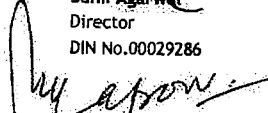


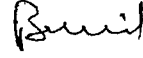
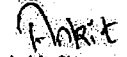
- 20 The Company is an unregistered Core Investment Company (unregistered CIC) in terms of Notification No. DoR (NBFC) (PD) CC. No. 117/03.10.001/2020-21 dated August 13, 2020 issued by Reserve Bank of India as updated by subsequent notifications issued from time to time. Hence, the Company is not required to get registration as Non-Banking Financial Company as well as Direction issued for CIC companies are not applicable to it.
- 21 Ratio Analysis: As the company is an Unregistered CIC as per the Core Investment Companies (Reserve Bank) Directions, 2016, the ratios specified for NBFCs are not applicable to the company.
- 22 The Company is primarily engaged in the business of investments which is the only operating segment as per IND AS 108.
- 23 The Company has complied with the number of layers prescribed under clause 87 of section 2 of companies Act, 2013 read with the rules.
- 24 Provisions of Section 135 of Companies Act on CSR is not applicable to the Company.
- 25 The company has not dealt with any crypto currency or equivalent product during the year.
- 26 No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries."
- 27 Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosures.

In terms of our report of even date attached
For Kumar Chopra & Associates
Chartered Accountants
Firm Registration No: 000111N

R.K. Aggarwal
Partner
Membership No. 081511
Place: New Delhi
Date: 30th May, 2023



For and on behalf of the Board of Directors


Sunil Agarwal
Director
DIN No.00029286

Surindra Kapoor
Chief Financial Officer &
Chief Executive Officer


Balbir Singh
Director
DIN No. 00027438

Ankit Chaturvedi
Company Secretary





B-12 (G.F.), Kalindi Colony, Near Maharani Bagh, New Delhi - 110065
INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF N K TEXTILES INDUSTRIES LIMITED

Report on the Audit of the Consolidated financial statements

1. Qualified Opinion

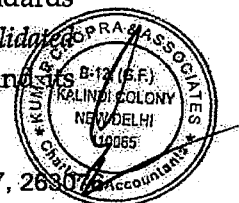
We have audited the accompanying Consolidated financial statements of N K Textiles Industries Limited (hereinafter referred to as "the Holding Company") and its subsidiary (the holding Company and its subsidiary together referred to as "the group") and its associate (Refer Note No 1(II) of the attached consolidated financial statements) comprising of the Consolidated Balance sheet as at 31st March, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements/consolidated financial statements and on the other financial information of the subsidiary and associate referred below in other matter paragraph, *except for the effects of the matters described in the 'Basis for Qualified Opinion' paragraph below*, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian accounting standards (Ind AS) specified under section 133 of the Act, of the consolidated state of affairs of the Group and its associate as at March 31, 2023, their consolidated profit and other comprehensive income, consolidated changes in equity and their consolidated cash flows for the year ended on that date.

2. Basis for Qualified Opinion

Attention is drawn to note no 33 to the Consolidated financial statements stating that audited financial statements of one associate for the year ended 31 March 2023 have not been made available and accordingly Group's share of net profit of Rs 1,61,482.80 thousand and Rs. 1,52,107.20 thousand and share in other comprehensive income of Rs 1,12,139.60 thousand and Rs. 45,124.80 thousand for the current year and previous year respectively, included in consolidated Statement of Profit and Loss is based on unaudited financial statements of that associate and is subject to audit.

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 Consolidated financial statements section of our report. We are independent of the Group and its



associate in accordance with the *Code of Ethics* issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on our checks and on the basis of information and explanation from the management we have determined that there are no key audit matters to be communicated in our report.

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

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statement in terms of requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group including its Associate in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its Associate and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.



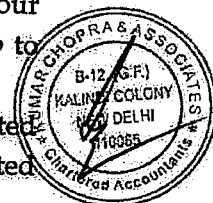
The respective Board of Directors of the companies included in the Group and of its associate are also responsible for overseeing the financial reporting process of the Group and of its associate.

5. Auditor's Responsibility

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial 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 Holding company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group'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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated



financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group and its associate to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements 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 consolidated financial statements.

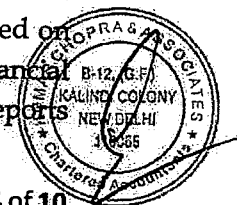
We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings that we identify during our audit.

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

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

6. Other Matter

We did not audit the financial statements/consolidated financial statements/financial information of one subsidiary (including its subsidiary), whose financial statements/ financial information reflect total assets of Rs. 61,55,711.53 thousand as at 31st March, 2023, total revenue of Rs. 4,50,388.45 thousand and net cash outflows amounting to Rs. 11,358.39 thousand(negative) for the year ended on that date as considered in the consolidated financial statements. These financial statements/financial information have been audited by other auditors whose reports



have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary, and our report in terms of sub-section (3) of section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of such other auditor.

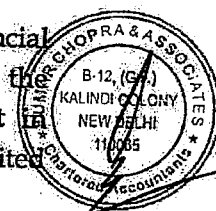
Our opinion on the consolidated financial statements, and our report on the legal and regulatory requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors and the financial statements/financial information certified by the Management.

The consolidated financial statements also include the Group's share of net profit and other comprehensive income of Rs. 1,61,482.80 thousand and Rs. 1,12,139.60 thousand respectively for the year ended 31st March, 2023 in respect of one associate, based on unaudited financial statements, which has not been audited by their auditors as yet. Our opinion on the consolidated financial statements, has been modified in respect of the above matter (refer paragraph 2 above).

7. Report on Other Legal and Regulatory Requirements

I. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

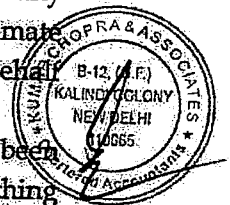
- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statement have been kept so far as it appears from our examination of those books and the reports of other auditors.
- c. The consolidated Balance Sheet, the consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2023 taken on record by the Board of Directors of the Holding Company and on the basis of the reports of the statutory auditors of its subsidiary company, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of section 164(2) of the act except in case of associate, where reports of their statutory auditor is not yet available as mentioned in paragraph 7 above.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Holding company and subsidiary company and the operating effectiveness of such controls, refer to our separate report "Annexure A". The financial statement of associate has yet not been audited.



as such associate is not considered in internal financial controls over financial reporting under section 143 (3)(i).

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:


- i. The group and its associate do not have pending litigations, hence, there is no impact on the consolidated financial position.
- ii. The group and its associate do not have any material foreseeable losses on long-term contracts including derivative contracts.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary and associate.
- iv. (i) The respective Managements of the Company and its subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act, (associate is not yet audited), have represented to us and the other auditors of such subsidiaries, respectively that, to the best of their knowledge and belief, as disclosed in the Note No. 30 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries, to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries, ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
(ii) The respective Managements of the Company and its subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act, (associate is not yet audited), have represented to us and the other auditors of such subsidiaries, respectively that, to the best of their knowledge and belief, as disclosed in the note no. 30 to the financial statements, no funds have been received by the Company or any of such subsidiaries, from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
(iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing

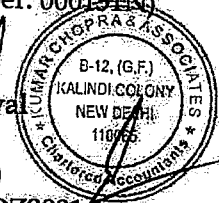


- has come to our notice that has caused us to believe that the management representations under sub-clause (i) and (ii) of Clause (iv) above contain any material misstatement.
- V. The holding company and its subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act has not declared or paid any dividend during the year.
- VI. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable with effect from April 1, 2023 to the Company and its subsidiaries, which are companies incorporated in India, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
- II. As required by Section 197(16) of the Act, we report that in our opinion and according to the information and explanations given to us, the holding company and subsidiary company have not paid any managerial remuneration pursuant to provisions of section 197 to the Act.
- III. With respect to the matters specified in paragraph 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (CARO) issued by the Central Government in terms of section 143(11) of the Companies Act, 2013, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and by the respective auditors of the companies included in the consolidate financial statements, we report that there are no qualifications or adverse remarks in these CARO reports. This does not include comments, if any, in respect of one Associate- HMA Udyog Private Limited, as CARO report relating to it has not been issued by its auditor till the date.

Place of signature: New Delhi
Date: 30.05.2023

For Kumar Chopra & Associates
Chartered Accountants
(Firm Registration Number: 00013111)


R. K. Aggarwal
Partner
(M. No 81510)



UDIN: 23081510BGYFDZ8001

Annexure to the Independent Auditors' Report referred to in paragraph 7(I)(f) of our report of even date on the consolidated financial statements N K TEXTILES INDUSTRIES LIMITED for the Year ended 31 March, 2023

Report on the Internal Financial Controls with reference to the consolidated financial statements under Section 143(3)(i) of the Companies Act, 2013 ("the Act")

Opinion

In conjunction with our audit of consolidated financial statements of the N K TEXTILES INDUSTRIES LIMITED ("the Holding Company"), as of and for the year ended 31 March 2023, we have audited the internal financial controls with reference to the consolidated financial statements of the Holding Company and we have considered such similar reports of the auditors of its subsidiaries, which are companies incorporated in India, as of that date.

In our opinion, the Holding Company and its subsidiary company have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at March 31, 2023, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. (the "Guidance Note")

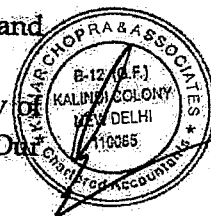
Management's Responsibility for Internal Financial Controls

The respective Board of Directors of Holding and its subsidiary companies are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (the "Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of Holding and its subsidiary companies based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls over financial reporting and their operating effectiveness. Our



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

We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in term of their reports referred to in other matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on internal financial controls over financial reporting of Holding and subsidiary companies.

Meaning of Internal Financial Controls with reference to the consolidated financial statements

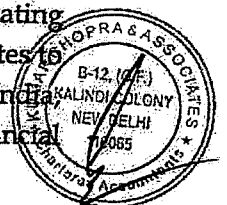
A company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles.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

Inherent Limitations of Internal Financial Controls with reference to the consolidated financial statements

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

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to one subsidiary and subsidiary's subsidiary, which are the companies incorporated in India is based on the corresponding reports of the auditors of such companies. The Financial



Kumar Chopra & Associates
Chartered Accountants

N K Textiles Industries Limited
Consolidated Audit Report FY 2022-23

Statements of one Associate- HMA Udyog Private Limited is unaudited and no report in this respect has been provided to us.

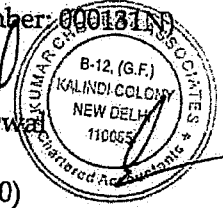
For Kumar Chopra & Associates
Chartered Accountants
(Firm Registration Number: 00013118)

R. K. Aggarwal

R. K. Aggarwal
Partner

(M. No 81510)

UDIN: 23081510BGYFDZ8001



Place of signature: New Delhi
Date: 30.05.2023

N K Textile Industries Limited
Consolidated Balance Sheet as at 31st March, 2023
All amounts in ₹ Thousands unless otherwise stated

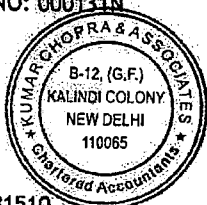
Particulars	Note	As at 31st March, 2023	As at 31st March, 2022
ASSETS			
Financial Assets			
- Cash and cash equivalents	2	702.32	12,213.79
- Bank balance Other than cash and cash equivalents	3	90,771.13	69,995.51
- Investments	4	83,76,117.48	63,31,958.63
- Other financial assets	5	2,353.16	1,579.53
		<u>84,69,944.09</u>	<u>64,15,747.46</u>
Non-financial assets			
- Current tax assets (Net)	6	126.09	136.51
- Other non financial assets	7	637.00	637.00
		<u>763.09</u>	<u>773.51</u>
Total assets		<u>84,70,707.18</u>	<u>64,16,520.97</u>
LIABILITIES AND EQUITY			
Financial Liabilities			
- Subordinated liabilities	8	19,284.64	16,858.14
- Other financial liabilities	9	264.41	289.50
		<u>19,549.05</u>	<u>17,147.64</u>
Non Financial Liabilities			
- Current tax liabilities (net)	6	72.02	272.65
- Deferred tax liabilities (net)	6	14,58,252.12	11,22,674.27
- Other non financial liabilities	10	14.10	-
		<u>14,58,338.24</u>	<u>11,22,946.92</u>
Total liabilities		<u>14,77,887.29</u>	<u>11,40,094.56</u>
Equity			
- Equity share capital	11	8,398.32	8,398.32
- Other equity	12	59,75,359.22	45,04,303.80
Equity attributable to owners of the Company		<u>59,83,757.54</u>	<u>45,12,702.12</u>
Non Controlling Interests		<u>10,09,062.35</u>	<u>7,63,724.29</u>
Total equity		<u>69,92,819.89</u>	<u>52,76,426.41</u>
Total liabilities and equity		<u>84,70,707.18</u>	<u>64,16,520.97</u>

Notes forming part of the Financial Statements

1-34

In terms of our report attached
For Kumar Chopra & Associates
Chartered Accountants
Firm Registration NO: 000131N


R.K. Aggarwal
Partner
Membership No. 081510



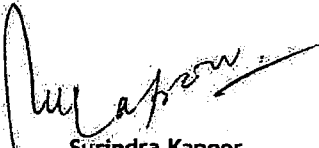
Place: New Delhi
Date: 30th May, 2023



For and on behalf of the Board of Directors


Sunil Agarwal
Director
DIN No.00029286


Balbir Singh
Director
DIN No. 00027438


Surindra Kapoor
Chief Financial Officer &
Chief Executive Officer

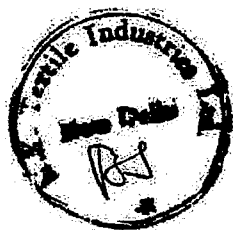

Ankit Chaturvedi
Company Secretary

N K Textile Industries Limited

Consolidated Statement of Profit and Loss for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

Particulars	Note	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Revenue from operations			
Interest Income	13	4,501.10	3,335.14
Dividend Income	14	22,877.45	28,414.58
Net Gain on fair value of financial instruments	15	4,23,504.69	46,094.38
Total Revenue from operations		4,50,883.24	77,844.10
Other Income	16	1.65	-
Total Income		4,50,884.89	77,844.10
Expenses			
Employee benefit expenses	17	180.00	234.00
Finance Cost	18	2,465.84	2,135.18
Loss on Derecognition of Financial Instruments	19	-	0.03
Other expenses	20	746.85	755.67
Total Expenses		3,392.69	3,124.88
Profit before share of profit of associate and tax		4,47,492.20	74,719.22
Tax expense:			
Current tax for curent year		6,665.30	7,810.40
Current tax for prior period		46.64	54.17
Deferred tax		46,773.64	919.53
		53,485.58	8,784.10
Profit after tax but before share of profit of associate		3,94,006.62	2,26,826.42
Add: Share of profit of associate (Refer Note 33)		1,61,482.80	1,52,107.20
Profit for the period		5,55,489.42	2,18,042.32
Other comprehensive income			
Items that will not to be reclassified to profit or loss			
(i) Gain/(Loss) on equity instruments through other comprehensive Income		13,37,568.69	10,98,935.17
(ii) Income tax relating to items that are classified in other comprehensive income		(2,88,804.23)	(2,54,627.74)
(iii) Share in OCI of associates		1,12,139.60	45,124.80
Total other comprehensive income - (i+ii)		11,60,904.06	8,89,432.23
Total comprehensive income for the period		17,16,393.48	11,07,474.05
Profit for the year attributable to:			
Owners of the Company		4,47,458.81	2,00,581.88
Non controlling interest		1,08,030.61	17,460.44
Other Comprehensive income for the year attributable to:			
Owners of the Company		10,23,596.61	7,48,313.91
Non controlling interest		1,37,307.45	1,41,118.32



Total Comprehensive income for the year attributable to:

Owners of the Company	14,71,055.42	9,48,895.79
Non controlling interest	2,45,338.06	1,58,578.76

Earning per equity share (Face value per share ₹ 10/- each)

21

Basic- (₹)	532.80	238.84
Diluted- (₹)	532.80	238.84

Notes forming part of the Financial Statements

1-34

In terms of our report attached

For Kumar Chopra & Associates

Chartered Accountants

Firm Registration NO: 000131N

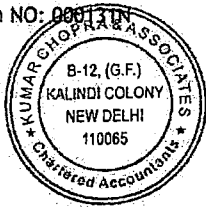

R.K. Aggarwal

Partner


Membership No. 081510


Place: New Delhi

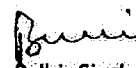
Date: 30th May, 2023



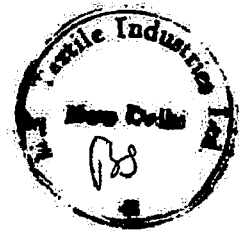
For and on behalf of the Board of Directors


Surjit Agarwal
Director
DIN No. 00029286


Surindra Kapoor
Chief Financial Officer &
Chief Executive Officer


Balbir Singh
Director
DIN No. 00027438


Ankit Chaturvedi
Company Secretary



N K Textile Industries Limited
 Consolidated Statement of Changes in Equity for the year 31st March, 2023
 All amounts in ₹ Thousands unless otherwise stated

(a) Equity share capital

Particular	₹ in Thousands
Balance as at 1st April, 2021	8,398.32
Changes in equity share capital during the year	
Balance as at 31st March, 2022	8,398.32
Changes in equity share capital during the year	
Balance as at 31st March, 2023	8,398.32

(b) Other equity

Particular	Equity Component of Compound financial instruments	General reserves	Statutory Reserve*	Retained earnings	Equity Instruments through Comprehensive Income	Attributable to owners of the Company (subtotal)	Non-controlling interest	Total
Balance as at 1st April, 2021	64,827.19	23,971.35	48.06	9,01,816.31	25,64,745.10	35,55,408.01	6,05,145.53	41,60,553.54
Profit for the year	-	-	-	2,00,581.88	-	2,00,581.88	17,460.44	2,18,042.32
Other Comprehensive income for the year, net of income tax	-	-	-	-	7,48,313.91	7,48,313.91	1,41,118.32	8,89,432.23
Balance as at 31st March, 2022	64,827.19	23,971.35	48.06	11,02,398.19	33,13,059.01	45,04,303.80	7,63,724.29	52,68,028.09
Profit for the year	-	-	-	4,47,458.81	-	4,47,458.81	1,08,030.61	5,55,489.42
Other Comprehensive income for the year, net of income tax	-	-	-	-	10,23,596.61	10,23,596.61	1,37,307.45	11,60,904.06
Balance as at 31st March, 2023	64,827.19	23,971.35	48.06	15,49,857.00	43,36,655.62	59,75,359.22	10,09,062.35	69,84,421.57

* Created under section 45-1C(i) of Reserve Bank of India Act, 1934 as a Statutory Reserve.

Notes forming part of the Financial Statements

In terms of our report attached

For Kumar Chopra & Associates

Chartered Accountants

Firm Registration NO: 000170



R.K. Aggarwal
 Partner
 Membership No. 081510

Place: New Delhi
 Date: 30th May, 2023

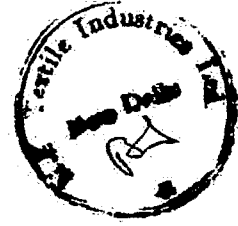
For and on behalf of the Board of Directors

Sunil Aggarwal
 Director
 DIN No. 00029286

Balbir Singh
 Director
 DIN No. 00027438

Surindra Kapoor
 Chief Financial Officer &
 Chief Executive Officer

Ankit
 Company Secretary



N K Textile Industries Limited
 Consolidated Cash Flow Statement for the year ended 31st March, 2023
 All amounts in ₹ Thousands unless otherwise stated

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
A. Cash flow from operating activities		
Net profit/(loss) before tax	4,47,492.20	74,719.22
Adjustments:		
Fair value changes of investments	(4,23,504.69)	(46,094.38)
Finance Cost	2,426.50	2,121.18
Operating profit before working capital changes	26,414.01	30,746.02
Working capital changes:		
Change in other bank balances	(20,775.62)	(12,272.40)
Change in investment	(9,463.09)	1,884.28
Change in other financial assets	(773.63)	(691.26)
Change in other non financial assets	-	-
Change in other financial liabilities	(25.09)	52.70
Change in other non financial liabilities	14.10	(6.52)
Cash generated from operations	(4,609.32)	19,712.82
Direct Tax paid	(6,902.15)	(7,752.62)
Net cash flow from operating activities (A)	(11,511.47)	11,960.20
B. Cash Flows from investing activities (B)	-	-
C. Cash Flows from financing activities (C)	-	-
Net increase / (decrease) in cash and cash equivalents (A + B + C)	(11,511.47)	11,960.20
Cash and cash equivalents at the beginning of the year	12,213.79	253.59
Cash and cash equivalents at the end of the year	702.32	12,213.79
Components of cash and cash equivalents:		
Cash and cheques on hand	-	-
With banks - in current account	702.32	12,213.79
	702.32	12,213.79

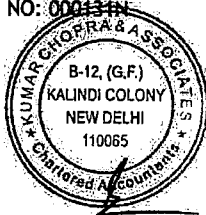
Notes forming part of the Financial Statements

1-34

In terms of our report attached

For Kumar Chopra & Associates
 Chartered Accountants
 Firm Registration NO: 000134N

R.K. Aggarwal
 Partner
 Membership No. 081510



For and on behalf of the Board of Directors

Sunil Agarwal
 Director
 DIN No.00029286

Balbir Singh
 Director
 DIN No. 00027438

Place: New Delhi
 Date: 30th May, 2023



Surindra Kapoor
 Chief Financial Officer &
 Chief Executive Officer

Ankit Chaturvedi
 Company Secretary

N K Textile Industries Limited

Notes to Consolidated Financial Statements for the year ended 31 March, 2022

Note 1:

I. Corporate information

N.K. Textile Industries Limited ('the Company') is a company limited by shares, incorporated in India on 9th February 1983. The Company is fully owned by Indian Shareholders. CIN of the Company is L17299DL1983PLC163230. The addresses of its registered office is Omaxe Square, Plot No. 14, 3rd Floor, Jasola, New Delhi-110025. The Company is a listed, unregistered core Investment Company (CIC) in terms of Notification No. DNBR. PD.003/03.10.119/2016-17 dated 25th August, 2016 issued by RBI as amended. Hence, the Company is not required to get Registration as Non-Banking Financial Company.

II. Basis of Consolidation and equity accounting

The consolidated financial statements include financial statements of the following subsidiaries and associate of N K Textile Industries Limited, consolidated in accordance with Ind AS 110 'Consolidated Financial Statements' and Ind As 28 'Investment in Associates and Joint Venture'. The consolidated financial statements comprise financial statements of N K Textile Industries Limited ('the Parent Company') and its subsidiaries and associates (collectively, the 'Group') for the year ended 31st March, 2021.

Name of the company	Country of Incorporation	% of shareholding of Parent Company	Consolidated as
Rajputana Developers Limited (RDL)	India	81.88%	Subsidiary
Super Investment (India) Limited (88.61% subsidiary of RDL)	India	88.61%	Subsidiary
HMA Udyog Private Limited	India	40%	Associate

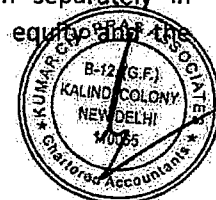
Note: Consolidated financial statement of RDL were considered for consolidation

✓ Subsidiaries:

Subsidiaries are all entities over which group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are consolidated from the date on which control is obtained by the Group. They are deconsolidated from the date the control ceases.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income, expenses and cash flows. Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and parent's portion of equity of each subsidiary. Intragroup transactions, balances and unrealized gains or losses on transactions between Group companies are eliminated.

Non-controlling interests in the results and equity of subsidiaries are shown separately in consolidated statement of profit and loss, consolidated statement of change in equity and the consolidated balance sheet respectively.



✓ **Associate:**

Associates are all entities over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control over those policies. This is generally the case where group holds between 20% to 50% of the voting power. Investment in associates are accounted using the equity method of accounting, after initially being recognised at cost.

III. Statement of compliance

The consolidated financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended.

IV. Basis of preparation and presentation

a. Basis of preparation and presentation

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

The financial statements are presented in Indian Rupees. The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

b. Use of Estimates

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balance of assets and liabilities, revenues and expenses and disclosures relating to contingent liabilities.

The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results may differ from these estimates. Any revision to the accounting estimates or difference between the estimates and the actual results are recognised in the periods in which the results are known/materialise or the estimates are revised.

IV. Significant accounting policies

a. Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is recognised when (or as) Company satisfies a performance obligation by transferring promised goods and services.

Interest Income

Interest income on fixed deposits is accounted for on accrual basis.

Dividend income

Dividend income from shares/ mutual funds is recognised for when the right to receive it is established.



b. Cash Flow Statement

Cash flow statement is prepared using the indirect method, whereby, profit/(loss) before tax is adjusted for the effects of transition of non cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from operating, investing, and financial activities of the Company are segregated based on the available information.

c. Exceptional Items

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company, is such that its disclosure improves an understanding of the performance of the Company. Such income or expense is classified as an exceptional item and accordingly disclosed in the Notes to Accounts.

d. Taxation

Current tax

Provision for current tax for the period is based on taxable income computed in accordance with the provisions of the Income-tax Act, 1961.

The tax currently payable is based on taxable profits for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Current Tax related to Other Comprehensive Income items are recognised in Other Comprehensive Income schedule.

Deferred tax

Deferred tax resulting from "temporary differences" between book and taxable profit is accounted for using the tax rates and laws that have been enacted as on balance sheet date. the deferred tax asset is recognised and carried forward only to the extent that there is reasonable certainty that the asset will be realised in future. Deferred tax that relates to items that are recognised in other comprehensive income is recognised in other comprehensive income.

e. Finance Costs

Finance costs comprise interest expense on loans and borrowings. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in the Statement of Profit and Loss using effective interest rate (EIR). Borrowing cost may include exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

f. Cash and cash equivalents

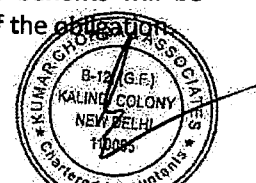
Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

g. Earnings per share (EPS)

Basic earnings per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to dilutive potential equity shares, if any.

h. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.



The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When the provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of time value is material).

i. Financial instruments

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

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, (in the case of financial assets not recorded at fair value through profit or loss) transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

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

Financial assets at amortised cost:

A financial asset is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets at Fair Value Through Other Comprehensive Income (FVTOCI):

A financial asset is classified as at the FVTOCI if both of the following criteria are met unless the asset is designated at fair value through profit or loss under fair value option.

- (a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial asset, and
- (b) The asset's contractual cash flows represent SPPI.

Financial assets at Fair Value Through Profit or Loss (FVTPL):

FVTPL is a residual category for financial assets. Any asset, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Equity investments:

All equity investments, except investments in subsidiaries and associates and non current investment in unquoted equity shares, in scope of Ind AS 109 are measured at fair value, with all changes recognized in the Statement of profit and loss. The investments in shares of subsidiaries and associates valued at cost. Non current investments in unquoted equity shares are measured at fair value, with all changes recognized in the other comprehensive income.



Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment

The company assesses on forward looking basis the expected credit losses associated with its assets carried at amortized cost and FVOCI instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

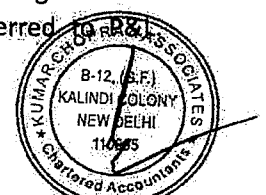
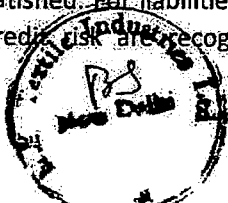
The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Financial liabilities at fair value through profit or loss:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred



However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

j. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

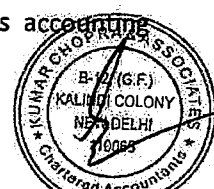
All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable;

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

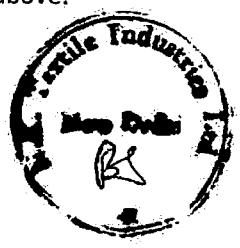
External valuers are involved, wherever required, for valuation of significant assets, such as properties and unquoted financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the Board of directors and the selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Board of directors, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the board of directors analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting



policies. For this analysis, the board of directors verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents. The board of directors, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

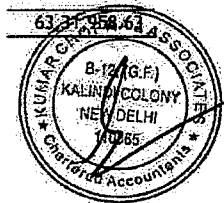


N K Textile Industries Limited
Notes to Consolidated Financial Statements for the year ended 31st March, 2023
All amounts in ₹ Thousands unless otherwise stated

	As at 31st March, 2023	As at 31st March, 2022
2 Cash and cash equivalents		
Cash on hand	-	-
Balances with Banks		
- In current accounts	702.32	454.70
- In fixed deposit with bank for a period up to 3 months	-	11,759.09
	<u>702.32</u>	<u>12,213.79</u>
3 Other bank balances		
Balances with Banks		
- In fixed deposit with bank for a period more than 3 months but less than 12 months	50,484.00	50,353.03
- Bank deposits for a period exceeding 12 months	40,287.14	19,642.48
	<u>90,771.13</u>	<u>69,995.51</u>

4. Investment

	Face Value	As at 31st March, 2023 Quantity ₹ in Thousands		As at 31st March, 2022 Quantity ₹ in Thousands	
(i) Financial Instruments fair valued through Other Comprehensive Income					
Fully paid up Equity Shares- Unquoted					
- Modi Industrieis Limited	10	1,700	1.74	1,700	1.74
- Indofil Industries Limited	10	18,37,500	45,38,625.00	18,37,500	37,00,725.00
- Willot (India) Limited	10	6,250	241.94	6,250	875.75
- International Research Park Lab Limited	10	37,500	13,431.38	37,500	-
- K.K.Modi Investment and Financial Services Pvt. Limited	10	37,819	11,26,325.45	37,819	7,32,554.03
Partly paid up equity shares- Unquoted					
- Indofil Industries Limited (Paid Up ₹80/- per share including premium of ₹77/-)	10	2,04,166	4,66,723.48	2,04,166	3,73,623.78
			<u>61,45,348.99</u>		<u>48,07,780.30</u>
(ii) Financial Instruments fair valued through profit and loss					
Equity Shares- Quoted					
- Modi Rubber Limited	10	1,26,007	7,286.98	1,26,007	8,518.07
- Modi Pon Limited	10	4,60,334	14,822.75	4,60,334	21,175.36
- Godfrey Phillips India Limited	2	5,27,260	9,58,980.49	5,27,260	5,32,638.05
- RSWM Limited	10	264	39.77	264	107.73
- Bhilwara Technical Textiles Limited	10	660	8.00	-	11.72
- Vardhaman Textiles Limited	10	294	431.81	294	640.26
- Vardhman Special Steels Limited	10	58	23.12	-	14.71
Mutual Funds					
- IIFL (India Housing Fund)	10	9,96,651.25	7,875.54	9,96,651	9,881.20
- L&T Liquid fund Direct Plan- Growth	10	6,198.27	19,104.32	6,198	18,067.68
- ABSL Money Manager- Direct Growth	10	39,414.40	12,462.61	-	-
- Reliance Liquid Fund - Treasury Plan - Direct Growth Plan	10	7,422.91	40,877.50	7,423	38,310.35
Preference Shares- Unquoted					
6.25% Non cumulative, non convertible, redeemable preference shares	10	20,00,000	3,440.00	20,00,000	3,020.00
			<u>10,65,352.89</u>		<u>6,32,385.13</u>
(iii) Investment in associate accounted as per equity method					
Fully paid up Equity Shares- Unquoted					
- HMA Udyog Private Limited	10	4,00,000	11,65,415.60	4,00,000	8,91,793.20
			<u>83,76,117.48</u>		<u>63,31,958.63</u>
Investment in India			83,76,117.48		63,31,958.63
Investment outside India					
Total Investment			<u>83,76,117.48</u>		<u>63,31,958.63</u>



N K Textile Industries Limited

Notes to Consolidated Financial Statements for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

	As at 31st March, 2023	As at 31st March, 2022
5 Other financial assets		
Security deposits	10.00	10.00
Interest accrued on fixed deposits	2,317.21	1,569.53
Dividend Receivable	25.95	-
	<u>2,353.16</u>	<u>1,579.53</u>

6 Income Taxes

a. Current tax Assets and Liabilities

Particulars	As at 31st March, 2023	As at 31st March, 2022
Current tax assets		
Income tax paid (Net of provision for taxation)	126.09	136.51
	<u>126.09</u>	<u>136.51</u>
Current tax liabilities		
Provision for tax (net of advance income tax)	72.02	272.65
	<u>72.02</u>	<u>272.65</u>

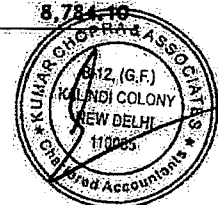
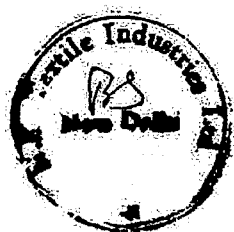
b. Components of Income Tax Expense/(Income)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Recognised in Statement of profit and loss		
Current tax for current year	6,665.30	7,810.40
Current tax for earlier year	46.64	54.17
Deferred tax	46,773.64	919.53
	<u>53,485.58</u>	<u>8,784.10</u>
Recognised in Other comprehensive income		
Deferred tax	(2,88,804.23)	(2,54,627.74)
	<u>(2,88,804.23)</u>	<u>(2,54,627.74)</u>

c. Reconciliation of Effective Tax Rate

Reconciliation of taxes to the amount computed by applying the statutory income tax rate to the income before taxes is summarised below:

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Profit/(Loss) before Tax	4,47,492.20	74,719.22
Applicable tax rates in India	25.17%	25.17%
Computed Tax Charge	1,12,624.84	18,805.33
Tax effect of fair value adjustments	(59,814.02)	(10,681.51)
Tax effect on permanent non deductible expenses/income	620.59	537.38
Tax effect of earlier year tax	46.64	54.17
Tax effect of items on which no DTA created	7.53	68.73
Income Tax Expense	<u>53,485.58</u>	<u>8,784.10</u>

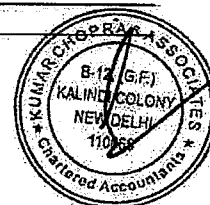
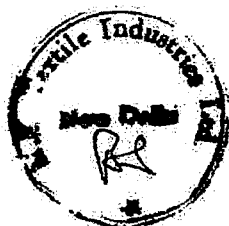


N K Textile Industries Limited

Notes to Consolidated Financial Statements for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

d. Deferred Taxes		
Deferred Tax Liabilities on		
Investment in equity instruments	14,38,283.93	11,01,588.28
Investment in mutual funds	1,037.59	1,489.65
Compound financial instruments	23,712.12	24,322.82
Deferred Tax Assets on:		
Investment in preference shares	4,781.52	4,726.48
Deferred tax liabilities(net)	14,58,252.12	11,22,674.27
7 Other Non Financial Assets		
Advance given to a party	637.00	637.00
Prepaid Expense	-	-
	637.00	637.00
8 Subordinated liabilities		
6%, non cumulative, non convertible, redeemable Preference shares	19,284.64	16,858.14
	19,284.64	16,858.14
9 Other financial liabilities		
Audit Fees Payable	110.50	173.15
Other payables	153.91	116.35
	264.41	289.50
10 Other Non Financial Liabilities		
Statutory dues	14.10	
	14.10	



N K Textile Industries Limited
Notes to Consolidated Financial Statements for the year ended 31st March, 2023
All amounts in ₹ Thousands unless otherwise stated

11 Equity Share Capital

	As at 31st March, 2023		As at 31st March, 2022	
	Number of Shares	₹ in Thousands	Number of Shares	₹ in Thousands
Authorised				
Equity Shares of Re 10/- each	10,00,000	10,000.00	10,00,000	10,000.00
Preference Shares of Rs. 10/- each	5,00,000	5,000.00	5,00,000	5,000.00
	15,00,000	15,000.00	15,00,000	15,000.00
Issued, subscribed & paid up capital				
Equity Shares of Re 10/- each	8,39,832	8,398.32	8,39,832	8,398.32
	8,39,832	8,398.32	8,39,832	8,398.32

11.1 Reconciliation of number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	Number of Shares	₹ in Thousands	Number of Shares	₹ in Thousands
Equity Shares outstanding at the beginning of the year	8,39,832	8,398.32	8,39,832	8,398.32
Subscription money received during the year	-	-	-	-
Equity Shares outstanding at the end of the year	8,39,832	8,398.32	8,39,832	8,398.32

11.2 Details of Equity shareholders holding more than 5% shares in the Company:

Name of shareholder	As at 31st March, 2023		As at 31st March, 2022	
	Number of Shares	₹ in Thousands	Number of Shares	₹ in Thousands
K.K.Modi Investment & Financial Services Pvt Ltd	3,73,012	44.42%	3,73,012	44.42%
HMA Udyog Private Limited*	2,50,000	29.77%	2,50,000	29.77%
Azure Products Private Limited	98,720	11.75%	98,720	11.75%
Narayan Sales Private Limited	60,050	7.15%	60,050	7.15%
Trend Agencies Private Limited	57,950	6.90%	57,950	6.90%

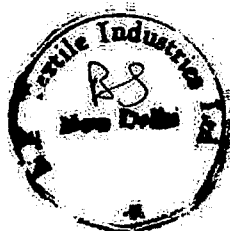
11.3 Details of shares held by promoters

As at 31st March, 2023

Name of the promoter	Number of shares as at 01.04.2022	Change during the year	Number of shares as at 31.03.2023	% of total shares	% Change during the year
K.K.Modi Investment & Financial Services Pvt Ltd	3,73,012	-	3,73,012	44.42%	0.00%
HMA Udyog Private Limited	2,50,000	-	2,50,000	29.77%	0.00%

As at 31st March, 2022

Name of the promoter	Number of shares as at 01.04.2021	Change during the year	Number of shares as at 31.03.2022	% Holding	% Change during the year
K.K.Modi Investment & Financial Services Pvt Ltd	3,73,012	-	3,73,012	44.42%	0.00%
HMA Udyog Private Limited	2,50,000	-	2,50,000	29.77%	0.00%



N K Textile Industries Limited

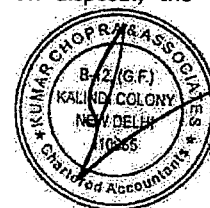
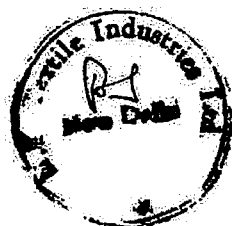
Notes to Consolidated Financial Statements for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

	As at 31st March, 2023	As at 31st March, 2022
12 Other equity		
Equity component of Compound financial instruments	64,827.19	64,827.19
General reserve	23,971.35	23,971.35
Statutory reserve	48.06	48.06
Retained Earning	15,49,857.00	11,02,398.19
Equity instruments through Other Comprehensive Income	43,36,655.62	33,13,059.01
	<u>59,75,359.22</u>	<u>45,04,303.80</u>
12.1 Equity Component of Compound Financial Instruments		
Opening Balance	64,827.19	64,827.19
12.2 General reserve		
Opening Balance	23,971.35	23,971.35
12.3 Statutory reserve		
Opening Balance	48.06	48.06
12.3 Retained Earnings		
Opening balance	11,02,398.19	9,01,816.31
Add : Net profit/(Loss) for the year	4,47,458.81	2,00,581.88
	<u>15,49,857.00</u>	<u>11,02,398.19</u>
12.2 Equity instruments through Other Comprehensive Income		
Opening Balance	33,13,059.01	25,64,745.10
Add: Other Comprehensive Income for the year	10,23,596.61	7,48,313.91
	<u>43,36,655.62</u>	<u>33,13,059.01</u>

The description of the nature and purpose of each reserve within equity is as follows :

- (i) Equity Component of Compound Financial Instruments: It represent residual amount after deducting liability component from the fair value of the compound financial instruments.
- (ii) General Reserve: Amount set aside from retained earnings as a reserve to be utilised for permissible general purposes as per law.
- (iii) Statutory Reserve: Statutory Reserve created under section 45-IC of Reserve Bank of India Act, 1934.
- (iv) Retained Earnings: It represents the surplus in Statement of Profit and Loss and appropriations.
- (v) FVTOCI: The fair value change of the equity instruments measured through Other Comprehensive Income is recognised and reflected under Equity instruments through Other Comprehensive Income. On disposal, the cumulative fair value changes on the said instruments are reclassified to Retained Earnings.



	For the year ended 31st March, 2023	For the year ended 31st March, 2022
13 Interest Income		
Interest Income from FDR	4,501.10	3,335.14
	<u>4,501.10</u>	<u>3,335.14</u>
14 Dividend Income		
On Equity Investments measured at FVTOCI	7,595.00	15,190.00
On Equity Investments measured at FVTPL	15,282.45	13,224.58
	<u>22,877.45</u>	<u>28,414.58</u>
15 Net Gain on Fair Value Changes		
On instruments measured at FVTPL		
Equity Shares	4,18,487.03	52,482.14
Mutual Fund	4,597.66	10,592.24
	<u>4,23,504.69</u>	<u>46,094.38</u>
Fair value changes		
Realised	-	-
Unrealised	4,23,504.69	46,094.38
	<u>4,23,504.69</u>	<u>46,094.38</u>
16 Other Income		
Interest on Income Tax	1.65	-
Miscellaneous Income	-	-
	<u>1.65</u>	<u>-</u>
17 Employee benefit expenses		
Salary	180.00	234.00
	<u>180.00</u>	<u>234.00</u>
18 Finance Cost		
Interest on Compound Financial Instruments	2,426.50	2,121.18
Interest on income tax	39.34	14.00
	<u>2,465.84</u>	<u>2,135.18</u>
19 Loss on Derecognition of Financial Instruments		
Equity instruments carried at FVTOCI	-	0.03
20 Other Expenses		
Rent paid	155.76	127.44
Advertisement	32.00	51.91
Payment to auditor	153.40	153.40
Custodian/Dmat Charges	56.20	35.49
Listing fee	64.90	64.90
Legal & prof charges	226.89	224.01
Subscription Charges	-	-
Conveyance Expenses	-	46.87
Amount written off	-	-
EDP Charges	16.00	16.00
Misc Expenses	41.70	35.65
	<u>746.85</u>	<u>755.67</u>



21 Disclosure as per Ind AS 33 regarding earnings per share:

Particulars	Amount in ₹ Lakhs	
	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Profit for the year	4,47,458.81	2,00,581.88
Weightage average number of shares (for	8,39,832	8,39,832
Face Value per share (₹)	10	10
Earnings per share-Basic (₹)	532.80	238.84
Earnings per share-Diluted (₹)	532.80	238.84

22 There are no contingent liabilities or commitments as on Balance Sheet date.

23 Commitment for uncalled liabilities on Partly Paid-up Equity Shares is ₹ 37,566.54 Thousands (Previous year ₹ 37,566.54 Thousands).

24 Disclosures of transactions with related party as required by Ind AS- 24

Name of Related parties and nature of relationships:

S.No.	Name of related party	Relationship
1	HMA Udyog Private Limited	Associate of the Company
2	K.K.Modi Investment & Financial Services Pvt Ltd	Entity of which Company is an associate
3	Mr. Sunil Agarwal	Director
4	Mr. Balbir Singh	Director
5	Mrs. Beenu Agarwal	Independent Director
6	Mr. Sanjay Kumar Gupta	Independent Director
7	Mr. Anil Kumar Dua	Chief Executive Officer (Resigned w.e.f. 21st March, 2022)
8	Mr. Surindra Kapoor	Chief Financial Officer
9	Mr. Surindra Kapoor	Chief Executive Officer (w.e.f. 21st March, 2022)
10	Ms. Sheetal Bharti	Company Secretary (Resigned w.e.f. 1st October, 2021)
11	Ankit Chaturvedi	Company Secretary (w.e.f. 1st October, 2021)

Transactions with related party during the year:

		₹ in Thousands	
		For the year ended 31st March, 2023	For the year ended 31st March, 2022
1	Salary and other expenses to Ms. Sheetal Bharti	60.00	120.00
2	Salary to Mr. Surindra Kapoor	180.00	180.00
3	Conveyance to Mr. Anil Kumar Dua	40.87	42.00

There are no outstanding balances as at year end.

25 Till financial year 2020-21, both the subsidiary companies have used fair value per share incase of partly paid up shares by using the below formula:

Fair value of partly paid up shares = Fair value of fully paid up share multiplied by paid up amount and divided by full value per share

During the previous year ie. financial year 2021-22, the Subsidiaries have changed the basis of fair value per share in case of partly paid up shares and has considered the "fair value of fully paid up shares minus the uncalled amount" as fair value of partly paid up share.

The above change in basis of fair value of partly paid up share has resulted in increase of income by ₹ 2,50,766.58 thousands in financial year 2021-22.



26 Financial instruments

A Fair value hierarchy

The Group determines fair values of its financial instruments according to the following hierarchy:

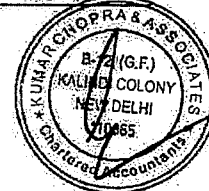
Level 1: Valuation based on quoted market price: financial instruments with quoted prices for identical instruments in active markets that the Company can access at the measurement date.

Level 2: Valuation based on using observable inputs: financial instruments with quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments and financial instruments valued using models where all significant inputs are observable.

Level 3: Valuation technique with significant unobservable inputs: financial instruments valued using valuation techniques where one or more significant inputs are unobservable. Equity investments designated under FVTOCI has been valued using the asset approach valuation technique.

The following table provides an analysis of financial instruments that are measured at fair value and have been grouped into Level 1, Level 2 and Level 3 below:

As at 31st March, 2023	Carrying Amount	Fair Value	Level 1	Level 2	Level 3
Financial assets					
Financial instruments at amortised cost:					
Cash and cash equivalents	702.32	702.32	-	-	-
Other bank balances	90,771.13	90,771.13	-	-	-
Other Financial Assets	2,353.16	2,353.16	-	-	-
Financial instruments at FVTPL:					
Investment in					
-Equity Shares	9,81,592.93	9,81,592.93	9,81,592.93	-	-
-Preference Share	3,440.00	3,440.00	-	-	3,440.00
-Mutual Funds	80,319.96	80,319.96	80,319.96	-	-
Financial instruments at other comprehensive income:					
Investment in					
-Equity Shares - Unquoted	61,45,348.97	61,45,348.97	-	-	61,45,348.97
Total financial assets	73,04,528.48	73,04,528.48	10,61,912.90	-	61,48,788.97
Financial liabilities					
Financial instruments at amortised cost:					
Other financial liabilities	264.41	264.41	-	-	-
Financial instruments at FVTPL:					
Subordinated liabilities					
	19,284.64	19,284.64	-	-	-
Total financial liabilities	19,549.05	19,549.05	-	-	-
As at 31st March, 2022	Carrying Amount	Fair Value	Level 1	Level 2	Level 3
Financial assets					
Financial instruments at amortised cost:					
Cash and cash equivalents	12,213.79	12,213.79	-	-	-
Other bank balances	69,995.51	69,995.51	-	-	-
Other Financial Assets	1,579.53	1,579.53	-	-	-
Financial instruments at FVTPL:					
Investment in					
-Equity Shares -Quoted	5,63,105.90	5,63,105.90	5,63,105.90	-	-
-Preference Share	3,020.00	3,020.00	-	-	3,020.00
-Mutual Funds	66,259.23	66,259.23	66,259.23	-	-
Financial instruments at other comprehensive income:					
Investment in					
-Equity Shares - Unquoted	48,07,780.30	48,07,780.30	-	-	48,07,780.30
Total financial assets	55,23,954.25	55,23,954.25	6,29,365.13	-	48,10,800.30



Financial liabilities			
Financial instruments at amortised cost:			
- Other financial liabilities	289.50	289.50	-
Financial instruments at FVTPL:			
Subordinated liabilities	16,858.14	16,858.14	-
Total financial liabilities	17,147.64	17,147.64	-

Note for Financial assets

The fair value of the financial assets are determined at the amount that would be received to sell an asset in an orderly transaction between market participants.

B Financial risk management objectives and policies

The Group's financial risk management is an integral part of how to plan and execute its business strategies. The Group's financial risk management policy is set by its Senior Management.

Market rate risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments, deposits and foreign currency receivables, payables, loans and borrowings.

The Group manages market risk through its finance department, which evaluates and exercises independent control over the entire process of market risk management. The finance department recommends risk management objectives and policies, which are approved by Senior Management. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures, borrowing strategies, and ensuring compliance with market risk limits and policies.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest in order to optimize the Group's position with regards to interest income and interest expenses and to manage the interest rate risk, the finance department undertakes the interest rate risk management exercise from time to time.

The Group is not exposed to significant interest rate as at the respective reporting dates.

Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Group periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of trade receivables.

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

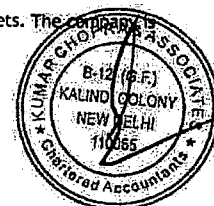
Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss in the subsequent reporting period. The management believes that there are no significant exposure of credit risk due to the nature of company's business.

Liquidity risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligation on time or at a reasonable price. The Parent Company's and its Component's finance department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by respective Senior Management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

27 The Company has made detailed assessment of its liquidity position for the next few months and of the recoverability of carrying values of its assets comprising of investments as at the Balance sheet date, and based on the internal and external information upto the date of approval of these financial statements including economic forecasts, has concluded that no material adjustments are required to be made in the financial results. The Company has performed sensitivity analysis on the assumptions used herein.

Based on the current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The Company is of the opinion that there is certainty that company will be able to meet its all-financial commitments in next one year.



N K Textile Industries Limited

Notes to Consolidated Financial Statements for the year ended 31st March, 2023

All amounts in ₹ Thousands unless otherwise stated

28 The Parent Company is an unregistered Core Investment Company (unregistered CIC) in terms of Notification No. DoR (NBFC) (PD) CC. No. 117/03.10.001/2020-21 dated August 13, 2020 issued by Reserve Bank of India as updated by subsequent notifications issued from time to time. Hence, the Parent Company is not required to get registration as Non-Banking Financial Company as well as Direction issued for CIC companies are not applicable to it.

29 The Group is primarily engaged in the business of investments which is the only operating segment as per IND AS 108.

30 The Group has complied with the number of layers prescribed under clause 87 of section 2 of companies Act, 2013 read with the rules.

31 No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries."

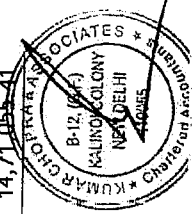
32 Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosures.

33 The audited financial statements of the associate for the year ended 31st March, 2023 were not available. Accordingly, share in profit and other comprehensive income of the associate for the year ended 31st March, 2023 has been considered on the basis of unaudited financial statements.

34 Disclosure in terms of Schedule III of Companies Act

As at 31st March, 2023

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in profit and loss		Share in Other comprehensive income (OCI)		Share in Total Comprehensive Income	
	As a % of consolidated net assets	Amount	As a % of consolidated profit/(loss)	Amount	As a % of consolidated OCI	Amount	As a % of consolidated Total comprehensive Income'	Amount
Parent Company	14.82%	8,86,939.08	-0.01%	(29.94)	30.67%	3,13,965.96	21.34%	3,13,936.02
N K Textile Industries Limited								
Subsidiaries (Indian)	62.20%	37,21,687.75	0.33%	1,465.17	67.45%	6,90,443.80	47.03%	6,91,908.97
Rajputana Developers Limited	20.37%	12,18,777.45	87.73%	3,92,571.38	4.33%	44,354.70	29.70%	4,36,926.08
Super Investment (India) Limited	-16.86%	(10,09,062.35)	-24.14%	(1,08,030.61)	-13.41%	(1,37,307.45)	-16.68%	(2,45,338.06)
Non Controlling Interest in all subsidiaries	19.48%	11,65,415.60	36.09%	1,61,482.80	10.96%	1,12,139.60	18.60%	2,73,622.40
Associates:	100.00%	59,83,757.53	100.00%	4,47,458.80	100.00%	10,23,596.61	100.00%	14,71,955.41



As at 31st March, 2022

Name of the entity	Net assets i.e. total assets		Share in profit and loss		Share in Other comprehensive		Share in Total Comprehensive Income	
	As a % of consolidated net assets	Amount	As a % of consolidated profit/(loss)	Amount	As a % of consolidated OCI	Amount	As a % of consolidated Total comprehensive Income	Amount
Parent Company N K Textile Industries Limited	12.70%	5,73,003.04	-0.13%	(268.57)	17.63%	1,31,912.00	13.87%	1,31,643.43
Subsidiaries (Indian) Rajputana Developers Limited	67.14%	30,29,778.80	3.81%	7,645.89	78.00%	5,83,657.19	62.31%	5,91,303.08
Super Investment (India) Limited	17.33%	7,81,851.36	29.19%	58,557.79	17.20%	1,28,738.24	19.74%	1,87,296.04
Non Controlling Interest in all subsidiaries	-16.92%	(7,63,724.29)	-8.70%	(17,460.44)	-18.86%	(1,41,118.32)	-16.71%	(1,58,578.76)
Associates HMA Udyog Private Limited	19.76%	8,91,793.20	75.83%	1,52,107.20	6.03%	45,124.80	20.79%	1,97,232.00
	100.00%	45,12,702.12	100.00%	2,00,581.88	100.00%	7,48,313.91	100.00%	9,48,895.79

In terms of our report attached
For Kumar Chopra & Associates
Chartered Accountants

Firm Registration No: 000131N



R.K. Aggarwal
Partner

Membership No. 081510


Place: New Delhi

Date: 30th May, 2023

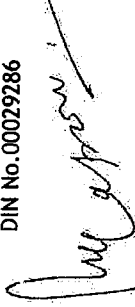
For and on behalf of the Board of Directors

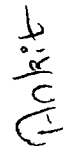

Sunil Aggarwal
Director

DIN No.00029286


Balbir Singh
Director

DIN No. 00027438

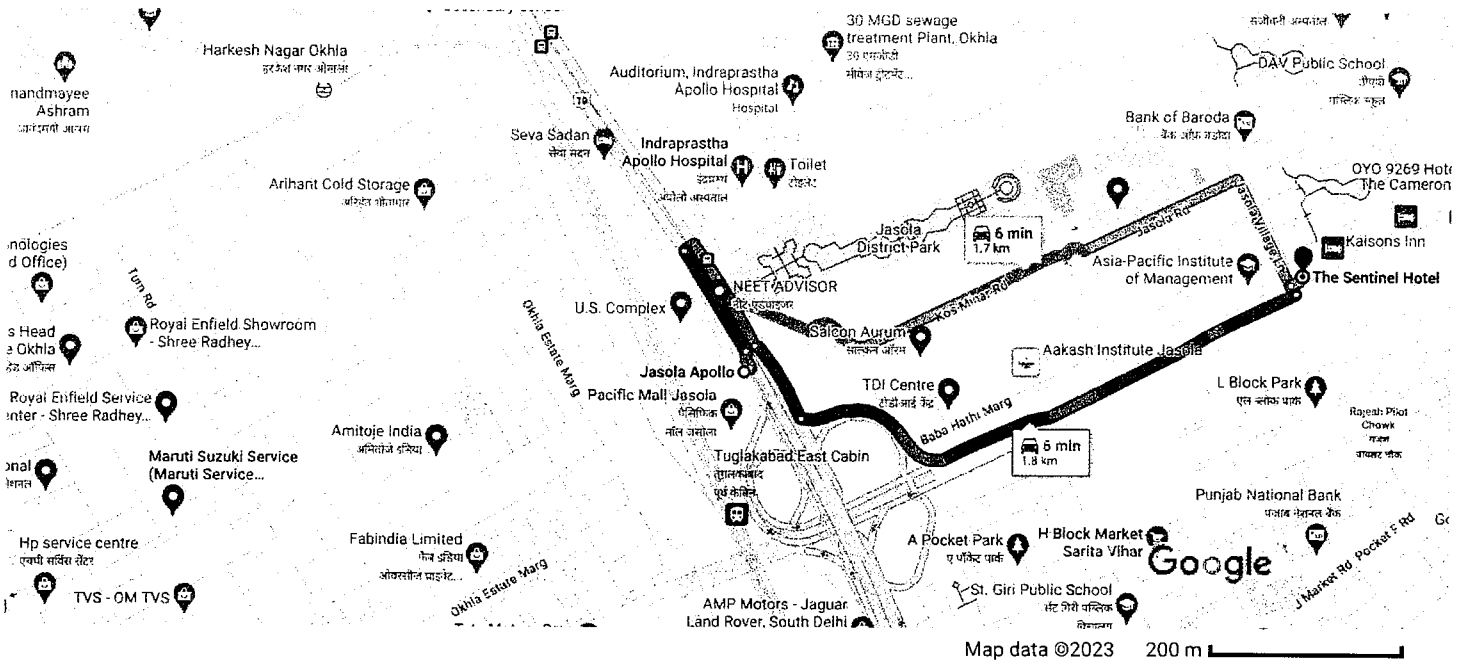

Surindra Kapoor
Chief Financial Officer &
Chief Executive Officer



Ankit Chaturvedi
Company Secretary




Google Maps

Jasola Apollo, Pedestrian Opas, Jasola, New Delhi, Drive 1.8 km, 6 min
Delhi 110025 to The Sentinel Hotel, Plot 47, Pocket 1, Jasola, New Delhi,
Delhi 110025



 via NH 19/NH 44 and GD Birla Marg/Vishwasji Sadak 6 min
1.8 km
Best route now due to traffic conditions

 via Kos Minar Rd 6 min
1.7 km
Heavy traffic, as usual

*Route Map from Jasola Apollo
Metro Station to Hotel
Sentinel.*

Explore nearby The Sentinel Hotel

- Restaurants
- Hotels
- Gas stations
- Parking Lots
- More