

51st
ANNUAL REPORT
2020-21

PREMIER SYNTHETICS LIMITED

CORPORATE INFORMATION

Board of Directors

| | |
|------------------------------------|--------------------------|
| Mr. Gautamchand Kewalchand Surana | Managing Director |
| Mr. Sanjaykumar Vinodbhai Majethia | Director |
| Mr. Sunny Sunil Singhi | Non – Executive Director |
| Mr. Sachin Kanwarlal Kansal | Independent Director |
| Mr. Jayesh Rajmal Jain | Independent Director |
| Ms. Anusha Maheshwary | Independent Director |

Company Secretary

Mr. Vismay Makwana

Chief Financial Officer

Mr. Kartik Jain

Statutory Auditor:

Loonia & Associates

Chartered Accountant
218, Ground Floor, New Cloth Market,
Near Raipur Gate,
Ahmedabad – 380002

Secretarial Auditor:

Yogesh Chhunchha & Co.

Practicing Company Secretary
Shop No. 102, Siddhi Darshan Apartments,
Opp. Seema Hall, Satellite
Ahmedabad - 380015

Bankers:

Indian Overseas Bank Limited
YES Bank Limited
ICICI Bank Limited

Plant / Factory:

Plot No. 835 - 837,
Near Rakanpur chowkdi,
Rakanpur, Ta. Kalol,
Dist. Gandhinagar - 382721

Registered Office:

Surana House, B/h. Klassic Chambers,
Swastik X Road, Opp. Narnarayan Complex,
Navrangpura, Ahmedabad - 380009
Tel No. 079-26431558, Fax No. 079-26430946

Registrar & Transfer Agent:

Skyline Financial Services Private Limited
D-153-A, 1st Floor, Okhla Industrial Area,
Phase – 1, New Delhi – 110020
Tel. No. 011-40450193-97

Email: premiersynthetics@gmail.com

Email: admin@skylinerta.com

Website: www.premiersyntheticsltd.com

Website: www.skylinerta.com

CIN: L70100GJ1970PLC100829

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NOTICE

NOTICE is hereby given that the **51ST ANNUAL GENERAL MEETING** of the Company will be held on **Tuesday, 28th September, 2021**, at **02:30 P.M.** at the registered office of the Company at Surana House, Behind Klassic Chambers, Swastik X Road, Opp. Narnarayan Complex, Navrangpura, Ahmedabad -380009, Gujarat, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend on Non-convertible Non-Cumulative Redeemable Preference Shares for the financial year ended 31st March, 2021.
3. To appoint a Director in place of Mr. Sunny Sunil Singhi (DIN: 07210706), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. Purushottam Khandelwal & Co., Chartered Accountants, Ahmedabad (FRN No.123825W) as Statutory Auditors of the Company in place of Retiring Auditors M/s. Loonia & Associates, Chartered Accountants (FRN No.130883W) to consider and if deemed fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 140, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under , M/s. Purushottam Khandelwal & Co., Chartered Accountants (Registration No. 123825W), be and is hereby appointed as the Auditors of the Company, to hold office from the conclusion of 51st Annual General meeting until the conclusion of 56th Annual General meeting of the members of the Company, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the statutory auditors.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including a Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

**By order of the Board of Directors
For, Premier Synthetics Limited**

**Place: Ahmedabad
Date: 12th August, 2021**

**Vismay Makwana
Company Secretary**

NOTES:

1. The relevant details of the Directors seeking re-appointment under item No 3 above as required by Regulation 26 (4) and 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015 (Listing Regulations) and as required under Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India is annexed hereto.
2. Members as on the Record Date of 21st September, 2021 shall only be entitled for availing the remote E-voting facility and E-voting facility during the AGM. A person who is not a Member on the Record date should accordingly treat this Notice for information purposes only.
3. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company, at its Registered Office not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority letter, as applicable.
4. Dividend on Non-Convertible Non-Cumulative Redeemable Preference Shares for the Financial year ended 31st March, 2021 as recommended by the Board of Directors, if approved by the members at the AGM, will be paid on or after Friday 1st October, 2021 to those Non-convertible Non-Cumulative Redeemable Preference Shares members whose names appear on the Register of Members as on 21st September, 2021.
5. Corporate Members intending to send their authorized representative(s) to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a Certified True Copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf to the scrutinizer by email to csyogesh.chhunchha@gmail.com.
6. The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday 22nd September, 2021 to Tuesday 28th September, 2021 (both days inclusive) for the purpose of Annual General Meeting (AGM).
7. The Register of Directors and Key Managerial Personnel and their share holding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
8. A person can be an authorized representative of more than one Body Corporate. In such a case, he is treated as more than one Member present in person for the purpose of the quorum.
9. In Compliance with MCA Circulars dated 8th April 2020, 13th April 2020 and 05th May 2020 and SEBI Circular dated 12th May, 2020, Members may kindly note that sending of Physical Copies of Annual Report to Members have been dispensed with and is being sent through electronic mode to those members whose e-mail addresses are registered with the Company or Depositories. Members may also note that the Notice of the 51st AGM and the Annual Report will be available on the Company's website www.premiersyntheticsltd.com and can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and disseminated on the website of CDSL at www.evotingindia.com.

10. Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 51st AGM and the Annual Report for the year ended 31st March, 2021 including therein the Audited Financial Statements for the Financial Year 2020-2021, are being sent only by email to the Members. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 51st AGM and the Annual Report for the Financial Year 2020-2021 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-
- a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company email id :premiersynthetics@gmail.com
 - b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.

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

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

11. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank details, NECS, mandates, nominations, power of attorney, change of address/name, PAN details, etc to their Depository Participant only and not to the Company's Registrars and Transfer Agents. Changes intimated to the Depository Participant will then be automatically reflected in the records of the Registrars and Transfer Agents which will help the Company and its Registrars and Transfer Agents to provide efficient and better service to the Members.
13. In accordance with the amendments to Regulation 40 of the Listing Regulations, Securities and Exchange Board of India (SEBI), decided that requests for effecting transfer of listed securities shall not be processed unless the securities are held in dematerialized form with a Depository (National Securities Depository Limited or Central Depository Services (India) Limited). Members holding shares in Physical Form are requested to consider converting their holding to dematerialized form in order to eliminate all risks associated with physical shares. Members can contact the Registrar and Share Transfer Agent (RTA) in this regard. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their Demat accounts.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in Physical Form can submit their PAN details to the Company.
15. Additional Information required to be furnished under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standards-2 with respect of the Director(s)/Manager seeking appointment/re-appointment at the AGM has been furnished and forms a part of the notice. The director(s)/manager has furnished the requisite consents/declarations for their appointment/re-appointment.
16. We will be publishing a Public Notice by way of advertisement in Financial Express Newspaper (English edition and Gujarati edition) with the suitable details of the ensuing Annual General Meeting.
17. M/s. Yogesh Chhunchha & Co., Company Secretaries, Ahmedabad (COP: 11005), has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and casting vote through the e-Voting system during the meeting in a fair and transparent manner.
18. The Scrutinizer shall after the conclusion of e-Voting at the 51th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the 51th AGM, who shall then countersign and declare the result of the voting forthwith.
19. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.premiersyntheticsltd.com and on the website of CDSL at www.evotingindia.com immediately after the declaration of Results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

20. Instructions for attending the AGM through E-Voting are as under:

- (i) The voting period begins on 25/09/2021 and ends on 27/09/2021. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date of 21/09/2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

Pursuant to abovesaid SEBI Circular, Login method for e-voting for **Individual Shareholders holding securities in Demat Mode CDSL/NSDL** is given below:

| Type of shareholders | Login Method |
|--|---|
| Individual Shareholders holding securities in Demat mode with CDSL | <ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 able to see the e-Voting option where the e-voting is in progress and also able |

| | |
|---|---|
| | <p>to directly access the system of all e-Voting Service Providers.</p> |
| <p>Individual Shareholders holding securities in demat mode with NSDL</p> | <ol style="list-style-type: none"> 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 company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period & voting during the meeting. 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 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period & voting during the meeting |
| <p>Individual Shareholders (holding securities in demat mode) login through</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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you</p> |

their
**Depository
Participants**

will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period & voting during the meeting.

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

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

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

- (i) Login method for e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a **first-time user** follow the steps given below:

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

- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Premier Synthetics Limited> on which you choose to vote.
- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporate” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz.:premiersynthetics@gmail.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Business to be transacted at an Annual General Meeting in respect of item nos. 3 and 4 are annexed hereto and forms part of notice.

**By order of the Board of Directors
For, Premier Synthetics Limited**

**Place: Ahmedabad
Date: 12th August, 2021**

**Vismay Makwana
Company Secretary**

EXPLANATORY STATEMENT IN RESPECT OF SECTION 102 OF THE COMPANIES

ANNEXURE TO ITEM NO. 3 OF THE NOTICE

**Details of Director seeking re-appointment at the 51th Annual General Meeting
[In pursuance of Regulation 36(3) of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)]**

| | |
|--|---|
| Name of the Director | SUNNY SUNIL SINGHI |
| DIN | 07210706 |
| Date of Birth | 13/10/1989 |
| Nationality | Indian |
| Date of first appointment in the current designation | 06/04/2017 |
| Qualification | Chartered Accountant (C.A.) |
| Experience | Around 9 year in the field of Audit, Accounts and financial consultancy in Income Tax |
| Shareholding in the Company: Number of Equity Shares Number of Non-convertible Non-Cumulative Redeemable Preference Shares | 3,24,600 --- |
| Terms and conditions of appointment or re-appointment along with details of remuneration | NIL |
| Remuneration last drawn | NIL |
| No. of Meeting of the Board attended during the year | 4 of 4 |
| Directorships* of other Companies (Excluding Premier Synthetics Limited) | NIL |
| Membership/Chairmanship of Committee of other Companies (Excluding Premier Synthetics Limited) | NIL |
| Inter-se relationships between: • Directors • Key Managerial Personnel | Not Applicable Not Applicable |

*Directorship includes all the companies incorporated in India.

ANNEXURE TO ITEM NO. 4 OF THE NOTICE

Appointment of Auditors:

M/s Loonia & Associates , Chartered Accountants, (Firms' Registration No: 130883W), the existing statutory auditor of the Company, shall complete their first term as statutory auditors of the Company at this, the 51st Annual General Meeting of the Company.

The Board of Directors (“**Board**”) of the Company at their meeting held on 12th August, 2021 and upon recommendation by the Audit Committee of the Board, recommended appointment of M/s. Purushottam Khandelwal & Co., Chartered Accountants, (Firm Registration No. 123825W) as statutory auditors of the Company to hold office from the conclusion of 51st Annual General Meeting till the conclusion of the 56th Annual General Meeting of the Company at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the statutory auditor.

None of the Directors of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No.4.

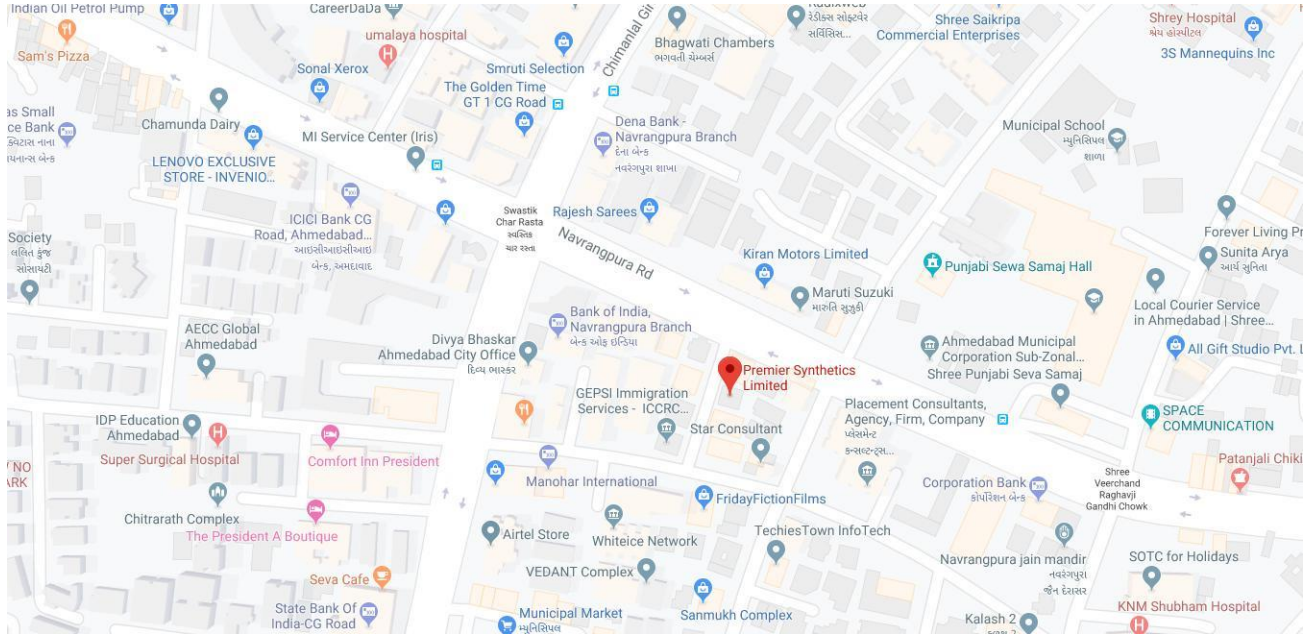
The resolution seeks the approval of Members for the appointment of M/s. . Purushottam Khandelwal & Co., Chartered Accountants, (Firm Registration No. 123825W) as statutory auditors of the Company.

**By order of the Board of Directors
For, Premier Synthetics Limited**

**Place: Ahmedabad
Date: 12thAugust, 2021**

**Vismay Makwana
Company Secretary**

ROUTE MAP TO THE VENUE OF AGM



**Surana House, B/h. Classic Chambers, Near Swastik X Road, Opp.
Narnarayan Complex, Navrangpura, Ahmedabad - 380009**



(079) 2643 0946, 2643 1558



premiersynthetics@gmail.com



www.premiersyntheticsltd.com

BOARD REPORT

Dear Members,

The Board of Directors are pleased to present the 51th Annual Report of the Company for the Financial Year ended March 31, 2021.

FINANCIAL RESULTS

The Company's financial performance for the year ended March 31, 2021 is summarized below:

(Amount Rs. in Lakhs)

| Particulars | Year Ended 31 st March, 2021 | Year Ended 31 st March, 2020 |
|--|--|--|
| Gross Revenue | 2459.83 | 4310.11 |
| Profit before Interest, Depreciation & tax | 233.21 | 94.53 |
| Less : Interest | 1.76 | 11.24 |
| Less : Depreciation | 72.95 | 72.63 |
| Profit before exceptional items and tax | 158.50 | 10.66 |
| Less : Exceptional Items | - | - |
| Profit before Tax | 158.50 | 10.66 |
| Less : Provision for Tax | - | - |
| Less: Provision for Dividend | - | - |
| Profit after tax & dividend | 158.50 | 10.66 |
| Add : Profit/(Loss) brought forward from previous year | (2907.72) | (2918.38) |
| Balance carried to Balance Sheet | (2749.22) | (2907.72) |

RESULT OF OPERATION

During the year under review, the Company recorded gross revenue of Rs. 2459.83 Lakhs as compared to Rs. 4310.11 Lakhs in the previous year. The Company is engaged in manufacturing of Cotton yarn.

The Company made profit before exceptional item and tax of Rs. 158.50 lakhs as compared to Rs. 10.66 lakhs in the previous year. After Exceptional items, the Net Profit after tax of the Company for the year stood at Rs. 158.50 lakhs against net profit of Rs. 10.66 lakhs in the previous year.

JOINT VENTURE, ASSOCIATE & SUBSIDIARIES

The Company does not have Joint Venture, Associate and Subsidiaries as per rule 6 of the Companies (Accounts) Rules, 2014. Hence, no reporting of the same in Form AOC-1 has been made.

RESERVES

The Board of Directors of your Company has decided not to transfer any amount for the year under review to the Reserves.

DIVIDEND

During the year under review, the Directors have recommended payment of 0.01% on Non-Cumulative Non-convertible Redeemable Preference Shares of the face value of Rs. 100 (Rupees one hundred only) each as dividend for the financial year 2020-21, for approval of shareholders at the ensuing 51st Annual General Meeting of the Company.

Directors have not recommended any dividend for equity shares of the Company.

MAJOR EVENTS OCCURRED DURING THE YEAR AND SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENT

*As the Corona virus cases steadily going down, the Gujarat government revised the lockdown restrictions in the state and allowed the shops to remain open from June 4, 2021.

Issuing an order, the state government said that all shops in 36 cities of the state will open from June 4 and will remain open from 9 AM till 6 PM daily. The state government also stated that the home delivery by restaurants can now be done till 10 pm daily.

Your Company is continuously monitoring and assessing the impact of COVID-19 pandemic on the business, turnover, profitability and liquidity position particularly at subsidiary levels and will be taking all the necessary steps in future in line with the various directives issued by the Regulatory authorities, from time to time.

(*Source: <https://www.india.com/news/india/gujarat/>)

ISSUE OF SWEAT EQUITY SHARES / ISSUE OF EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS

During the year under review, your Company has not issued any Sweat Equity Shares / Equity Shares with differential voting rights.

CAPITAL STRUCTURE

As on date of the Report, the Authorized Capital of the Company was Rs. 30,00,00,000/- (Rupees Thirty Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- each and 20,00,000/- (Twenty Lakhs) Non Convertible Non Cumulative Redeemable Preference Shares of Rs. 100/- each and the issued, subscribed and paid-up share capital of the Company was Rs. 14,09,32,000/- (Rupees Fourteen Crores Nine Lakhs Thirty Two Thousand only) divided into 45,93,200 (Forty Five Lakhs Ninety Three Thousands Two Hundreds) Equity Shares of Rs. 10/- each and 9,50,000 (Nine Lakhs Fifty Thousands) Non Convertible Non Cumulative Redeemable Preference Shares of Rs. 100/- each.

There was no change in the Capital Structure of the Company during the Financial Year under review.

RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEE'S REMUNERATION

Ratio of the Remuneration of each Directors to the Median Employee's Remuneration for the Financial Year ended on 31st March, 2021 is enclosed to this report and marked as "Annexure II"

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required under Regulation 34 read with Schedule V (B) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, report on "Management Discussion and Analysis" is attached and forms a part of this Report as "Annexure III".

EXTRACT OF ANNUAL RETURN

The extract of the Annual Return of the Company as on Financial Year ended on March 31st, 2021 pursuant to the sub – section (3) of Section 92 of the Companies Act, 2013 and forming part of the report, in Form MGT-9 is enclosed as "Annexure V" to this Report.

CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, since the equity paid up share capital of the Company and net worth is below the threshold limits prescribed under SEBI (LODR) Regulations, 2015 Corporate Governance provision is not applicable to the Company for the year under review.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has not developed and implemented any Corporate Social Responsibility initiative as the provisions of Section 135 of Companies Act, 2013 are not applicable to the Company.

DETAILS OF MEETING OF THE BOARD AND ITS COMMITTEES

Board Meetings:

The Board of Directors met Four (4) times during the financial year 2020-21, and the intervening gap between the meetings was within the period prescribed under the Companies Act, 2013. The details of which are given below:

| Sr. No. | Date of Meeting | Attendance of Directors |
|----------------|------------------------|--------------------------------|
| 1. | 29/06/2020 | All directors were present |
| 2. | 10/08/2020 | All directors were present |
| 3. | 09/11/2020 | All directors were present |
| 4. | 10/02/2021 | All directors were present |

All Board Meetings were held at the Registered Office of the Company. The Agenda along with the Notes were sent in advance to all the Directors.

The Fiftieth Annual General Meeting was held on September 30, 2020 at the Registered Office of the Company.

Pursuant to requirements of Regulation 26 of the Listing Regulations, none of the Company's Director is a member of more than 10 committees or Chairman of more than 5 committees across all Public companies in which he is a Director.

Independent Directors Meeting:

During the year under review, the Independent Directors met on 20th March, 2021, inter alia to discuss over all operations, Business Strategy and Medium / Long term plans.

All the Independent Directors were present at the meeting. Pursuant to the requirements of the Listing Regulations and Schedule IV of the Companies Act, 2013 on Code of Conduct of the Independent Directors, the Independent Directors had reviewed and evaluated the performance of Non-Independent Directors and the Board as a whole and the same was found satisfactory.

Committees' Meetings:

The **Audit Committee met four (4) times** during the financial year 2020-21, and the details of the meeting are as follows:

| Sr. No. | Date of Meeting | Attendance of Members |
|----------------|------------------------|---|
| 1. | 29/06/2020 | Chairman & all other Members were present |
| 2. | 10/08/2020 | Chairman & all other Members were present |
| 3. | 09/11/2020 | Chairman & all other Members were present |
| 4. | 10/02/2021 | Chairman & all other Members were present |

The **Nomination & Remuneration Committee met Two (2) times** during the financial year 2020-21, and the details of the meeting are as follows:

| Sr. No. | Date of Meeting | Attendance of Members |
|----------------|------------------------|---|
| 1. | 10/08/2020 | Chairman & all other Members were present |
| 2. | 10/02/2021 | Chairman & all other Members were present |

The **Stakeholder Relationship Committee** and Investor Grievance Committee met **Three (3) times** during the financial year 2020-21, and the details of the meeting are as follows:

| Sr. No. | Date of Meeting | Attendance of Members |
|----------------|------------------------|---|
| 1. | 07/07/2020 | Chairman & all other Members were present |
| 2. | 07/10/2020 | Chairman & all other Members were present |
| 3. | 05/01/2021 | Chairman & all other Members were present |

Committees' Composition:

The compositions of Audit Committee, Stakeholder Relationship Committee & Nomination & Remuneration Committee are as follows:

Audit Committee:

The Composition of the Audit Committee is in alignment with the provisions of Section 177 of the Companies Act, 2013 read with Rules issued there under and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

| Sr. No. | Name | Chairman/Member |
|----------------|------------------------|------------------------|
| 1. | Mr. Sachin Kansal | Chairman |
| 2. | Mr. Jayesh Jain | Member |
| 3. | Mr. Sunny Sunil Singhi | Member |

All the recommendations made by the Audit Committee were accepted by the Board of Directors of the Company. The Board of Directors has appointed Mr. Kartik S. Jain, Chartered Accountant, as Internal Auditors of the Company to conduct the internal audit of the various areas of operations and records of the Company. The periodical reports of the said internal auditors were regularly placed before the Audit Committee along with the comments of the management.

Nomination and Remuneration Committee Composition:

The Composition of Nomination and Remuneration Committee is as follows:

| Sr. No. | Name | Chairman/Member |
|----------------|------------------------|------------------------|
| 1. | Mr. Jayesh Jain | Chairman |
| 2. | Mr. Sachin Kansal | Member |
| 3. | Mr. Gautamchand Surana | Member |

In view of the amended provisions of Section 178 of the Companies Act, 2013, the performance of Board, its committees and each Director (excluding the director being evaluated) has been evaluated by the Board on the

basis of engagement, leadership, analysis, decision making, communication, governance, interest of stakeholders etc.

Stakeholders and Investor Grievance Committee:

The Company has constituted the Stakeholders Relationship and Investors' Grievance Committee in accordance with the provisions of the Companies Act, 2013 and the Listing Regulations. The Composition of the said Committee is as follows:

| Sr. No. | Name | Chairman/Member |
|----------------|-------------------------|------------------------|
| 1. | Mr. Sachin Kansal | Chairman |
| 2. | Miss. Anusha Maheshwary | Member |
| 3. | Mr. Sunny Sunil Singhi | Member |

DIRECTORS AND KEY MANAGERIAL PERSONNEL

| Sr. No. | Name of the Person | Designation |
|----------------|---------------------------|-------------------------|
| 1. | Mr. Gautamchand Surana | Managing Director |
| 2. | Mr. Kartik Jain | Chief Financial Officer |
| 3. | Mr. Vismay Makwana | Company Secretary |

EVALUATION BY BOARD OF ITS PERFORMANCE AND THAT OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS

The Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of the Committees of the Board. The Board performance was evaluated based on inputs received from all the Directors after considering criteria such as Board composition and structure, effectiveness of Board/ Committees processes, and information provided to the Board etc. The Board and the individual Directors have also evaluated the performance of Independent and Non- Independent Directors, fulfillment of their independence criteria and their independence from the management, performance of the Board as a whole and that of the chairman of the meeting.

POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS INCLUDING INDEPENDENT DIRECTORS, KMP AND SENIOR MANAGEMENT

The Company has a Nomination and Remuneration policy for the performance evaluation of the Chairman, individual Directors, Board and its Committees. The Nomination and Remuneration Committee is responsible for identifying persons who are qualified to become Directors and who may be appointed on Senior Management in accordance with the criteria laid down in the Nomination and Remuneration Policy. The Committee also reviews the policy regarding the criteria for appointment and remuneration of Directors including Independent Directors, Key Managerial Persons and Senior Management. The Committee also recommends to the Board, the appointment of any new Directors/Key Managerial Personnel or removal of the existing Directors/ Key Managerial Personnel. The Committee recommends to the Board as to whether to extend or continue the term of

appointment of the Independent Directors, on the basis of the report of performance evaluation of Independent Directors. After carefully evaluating and analyzing the recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company decide whether to appoint a new Director/Key Managerial Personnel or remove an existing Director/ Key Managerial Personnel, as the case may be. The Nomination and Remuneration Committee of the Company oversees the implementation of the Nomination and Remuneration policy of the Company. The composition of the Nomination and Remuneration Committee and other relevant details are provided in this report.

The salient features of the Nomination and Remuneration policy are as follows:

- a. The policy has been framed in accordance with the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b. The policy spells out the criteria for determining qualifications, positive attributes and independence of a Director and the remuneration of Directors, Key Managerial Personnel and Senior Management including functional heads.
- c. The Committee has the discretion to decide whether qualification, expertise and experience possessed by a person are sufficient/ satisfactory for the concerned position.
- d. The Director, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.
- e. The remuneration/ commission shall be in accordance with the statutory provisions of the Companies Act, 2013 and the rules made there under for the time being in force.
- f. Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of Independence as prescribed under the provisions of the Companies Act, 2013 read with the Schedules and Rules made there under as well as Regulation 16 of Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

PUBLIC DEPOSITS:

In terms of Section 73 to 76 of the Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014, your Company has not accepted any public deposits or no amount of principal or interest was outstanding as on date of the Balance sheet during the year under review.

LOANS, GUARANTEE AND INVESTMENTS

The particulars of loans, guarantee or investment made under Section 186 of the Companies Act, 2013 are given in the Notes forming part of the Financial Statements for the year ended March 31, 2021.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions that were entered into during the financial year in the ordinary course of

business and the prices were at arm's length basis. Hence, the provisions of Section 188(1) of the Companies Act, 2013 are not attracted. Further no materially significant related party transactions were entered by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Hence reporting in AOC-2 is not made. All related party transactions are placed before the Audit Committee and Board of Directors for their review.

STATUTORY AUDITORS AND AUDITORS REPORT

M/s. Loonia & Associates, Chartered Accountants (Firm Registration No. 130883W), were appointed as Statutory Auditors of the Company at the 46th Annual General Meeting (AGM) till the conclusion of the 51st Annual General Meeting (AGM).

M/s. Loonia & Associates have confirmed their eligibility and qualification under Section 139, 141 and other applicable provisions of the Companies Act 2013 and Rules issued there under (including and statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Auditors' Report for the financial year ended March 31, 2021 on the financial statements of the Company is a part of this Annual Report. The Auditors' Report for the financial year ended March 31, 2021 does not contain any qualification, reservation, or adverse remark.

SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Yogesh Chhunchha & Co. Practicing Company Secretaries to undertake the Secretarial Audit of the Company for the financial year 2020-21. The Secretarial Audit Report in the form "MR-3" is annexed herewith as "Annexure IV". The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

INTERNAL AUDITOR

The Board has appointed M/s. PGT & Associates, Chartered Accountant, as an internal Auditor of the Company for F.Y. 2020-21.

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

The Information under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 for the year ended on 31st March, 2021 is given below and forms the part of the Boards Report.

A. CONSERVATION OF ENERGY:

The Company continues to meet the growing energy demand, while working towards minimizing the environmental footprint of its ongoing operations, as well as future projects. The Company is continually exploring new ways to make its operations more efficient by putting technology to use for direct energy savings and increasing renewable energy sources.

- **Improving efficiency of electricity use**

Lighting: Due to its nature of operations, the share of lighting in electricity use is relatively high. It is important to re- examine whether the light source is utilized in the most efficient way and take electricity saving measures.

Electric motor: The textile industry uses a vast number of relatively small electric motors. While a conventional machine was driven by a single motor with the generated mechanical power transmitted to various parts of the machine in a collective manner, many modern machines utilize multiple motors with a control board controlling the movement of each motor, which is directly coupled to a machine part to drive it independently from others.

Electric heating: In the textile industry, electric heating has largely been replaced by other methods (steam, gas heating, or direct or indirect fired heating) for some time in order to achieve cost reductions

- **Non-conventional sources of energy**

The different alternative renewable sources of energy are biomass, tidal energy, geothermal energy, solar energy and wind energy. The technology is easy and straightforward to control, with nearly very little maintenance cost. There will not be any drawback of air pollution.

- **The Capital investment on energy conservation equipment**

During the year under review, Company has not incurred any capital expenditure on energy conservation equipment.

B. TECHNOLOGY ABSORPTION:

- **Efforts, in brief, made towards technology absorption, adaptation & innovation:**

The Company is taking necessary steps to replace certain existing equipment's by installing new equipments having better technology. In addition to this, the company has installed plant for re-processing for its waste material.

- **Benefit derived as a result of above efforts:**

The benefits of technology upgraded equipments will be visible in future working. Further, the Company has imported machinery spare parts to maintain the products quality and life of machine.

- **Expenditure incurred on Research and Development:**

During the year under review, Company has not incurred any Expenditure on Research and Development.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year under review, the Company has foreign exchange outgo as mentioned below:-

| (Rs. In Lakhs) | | |
|-------------------------|---------|---------|
| Particulars | 2020-21 | 2019-20 |
| Foreign Exchange Earned | NIL | NIL |
| Foreign Exchange Used | 11.47 | 21.88 |

INTERNAL CONTROL SYSTEMS AND ITS ADEQUACY:

The Company has an effective internal control and risk mitigation system, which is reviewed and constantly updated. The internal controls including the internal financial control of the Company are managed and reviewed by the Audit Committee and apart from the staff employed by the Company, the Company has also appointed Internal Auditors (M/s. PGT & Associates, Chartered Accountant Ahmedabad) of the Company to review and monitor the internal financial controls and their adequacy. The Internal Financial Controls of the Company are adequate and commensurate with the size and nature of business of the Company.

RISK MANAGEMENT

Your Company has a well-defined Risk Management System in place, as a part of good governance practice. The risks are identified at various departmental levels and suitable mitigation measures are thereafter adopted. The business risk framework defines the risk management approach across the enterprise at various levels including documentation and reporting. These are further subjected to a quarterly review. The framework has different risk models which help in identifying risk trends, exposure and potential impact analysis at a Company level as also separately for business segments. Risk management forms an integral part of the Company's planning cycle. At present the Company has not identified any element of risk which may be of threat to the existence of the Company.

REPORTING OF FRAUDS

There was no instance of fraud during the Financial Year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of the Companies Act 2013 and Rules framed there under.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In order to address the genuine concerns and grievances of the Directors and Employees of the Company, the Company has established a Vigil Mechanism/ Whistle Blower Policy for Directors and employees pursuant to Section 177(9) of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Vigil Mechanism provides adequate safeguards against victimization of Director(s) or employee(s) or any other person who avails the mechanism and also provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. Further, the policy has been posted on the website of the Company. It is pertinent to note that no fraud case has been reported in the year under review.

SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATOR / COURTS / TRIBUNAL:

There are no significant / material orders passed by the Regulator / Courts / Tribunal impacting the going concern status of your Company and its operations in future.

HUMAN RESOURCES AND POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE:

Your Company is committed to provide and promote a safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees. However the Company does not have female employee as mentioned in the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and therefore the Internal Complaints Committees (ICC) cannot be constituted due to the lack of number of female employees.

COMPLIANCE WITH THE SECRETARIAL STANDARDS OF ICSI

The Company is in compliance with the Secretarial Standard on Meetings of the Board of Directors (SS-1) and General Meeting (SS-2) issued by the Institute of Company Secretaries of India and approved by the Central Government.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134(5) of the Act, your Directors confirm, to the best of their knowledge and belief:

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- (b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) they have prepared the annual accounts on a going concern basis;
- (e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- (f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

FINANCE AND ACCOUNTS

During the year under review, the Rating Agency CARE Ratings Limited maintained the “B” rating for the Company’s Non Cumulative Non Convertible Redeemable Preference shares.

As mandated by the Ministry of Corporate Affairs, the financial statements for the year ended on March 31, 2021 has been prepared in accordance with the Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014. The estimates and judgments relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company’s state of affairs, profits and cash flows for the year ended March 31, 2021.

FAMILIARIZATION PROGRAMME TO INDEPENDENT DIRECTORS

The Company provides suitable familiarization programme to Independent Directors to help them familiarize themselves with the nature of the industry in which the company operates and the business model of the company in addition to regular presentation on expansion plans and their updates, business operations and financial statements. In addition to the above, Directors are periodically advised about the changes effected in the Corporate Law, Listing Regulations about their roles, rights and responsibilities as Directors of the company.

There is a regular interaction of Directors with the Key Managerial Personnel of the Company.

RETIREMENT BY ROTATION AND SUBSEQUENT RE-APPOINTMENT:

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Sunny Sunil Singhi (Non Executive Director), is liable to retire by rotation at the ensuing Annual General Meeting (AGM) and being eligible have offered himself for re-appointment.

CHANGE IN NATURE OF BUSINESS:

During the year under review, your Company has not changed its nature of business. The Board is of the opinion that the existing operations of Yarn Manufacturing will not result in improved working since the products of the Company are mainly used by the Textile denim manufacturers and the present market conditions of Textile Denim Manufacturers are not good. In addition to this, the Company's plant is of old technology which results in higher cost of production in comparison to new technology plants. The cost of production is also higher due to higher rate of electricity in comparison to Electricity rate in the State of Maharashtra for textile units at present and also higher cost of manpower. In these circumstances, the Board is of the view that Company should dispose off existing movable assets and should develop the existing land of the Company for commercial / industrial / residential purpose since the location of the land is very near to Ahmedabad. The company had also added three object clauses to the main object clause for the same.

DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT / UNCLAIMED SUSPENSE ACCOUNT

During the years under review, no shares were held in demat suspense account or unclaimed suspense account of the Company.

INSURANCE

The Company has taken all the necessary steps to insure its properties and insurable interest, as deemed appropriate and as required under the various legislative enactments. There were no major incidents or accidents to warrant insurance claims during the year under review.

INITIATIVE

Your Directors would like to draw your attention to Section 20 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as may be amended from time to time, which permits paperless compliances and also service of notice / documents (including annual report) through electronic mode to its members. To support this green initiative of the Central Government in full measure, we hereby once again appeal to all those members who have not registered their e-mail addresses so far are requested to register their e-mail address in respect of electronic holdings with their concerned depository participants and / or with the Company.

ANNEXURES

The lists of annexure forming part of the Board Report are as follows:

| Annexure | Annexure No. |
|--|---------------------|
| Certificate of Non Disqualification of Directors | I |
| Ratio of the remuneration of each director to the median employee's remuneration | II |
| Management Discussion and Analysis Report | III |
| Secretarial Audit Report (MR-3) | IV |
| Extract of Annual Return (MGT-9) | V |

ACKNOWLEDGMENT

Your Directors place on record their sincere appreciation for the assistance and guidance provided by the Regulators, Stock Exchanges, other statutory bodies and the Company's bankers for the assistance, cooperation and encouragement extended to the Company. Your Directors wish to place on record their appreciation for the contributions made by the employees of **Premier Synthetics Limited** at all levels for their efforts, hard work and support, which are indispensable for smooth functioning of the Company. Your involvement as Shareholders is also greatly valued and your Directors look forward to your continued support.

**By order of the Board of Directors
For, Premier Synthetics Limited**

**Gautamchand Surana
Managing Director**

**Sanjay Majethia
Director**

**Place: Ahmedabad
Date: 12th August, 2021**

DIN: 00955362

DIN: 06555488

ANNEXURE – I

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

{Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}

To
The Members of
Premier Synthetics Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Premier Synthetics Limited** having CIN : **L70100GJ1970PLC100829** and having registered office at Surana House, Behind Klassic Chambers, Swastik X Road, Opp. Narnarayan Complex, Navrangpura, Ahmedabad – 380 009, Gujarat, India (hereinafter referred to as “*the Company*”), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications [including Directors Identification Number (DIN) status at the portal www.mca.gov.in] 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, 2021 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority:

| Sr. No. | Name of Director | DIN | Date of Appointment |
|----------------|--------------------------------|------------|----------------------------|
| 1 | Gautamchand Kewalchand Surana | 00955362 | 10/02/2016 |
| 2 | Sachin Kanwarlal Kansal | 03566139 | 10/02/2016 |
| 3 | Sanjaykumar Vinodbhai Majethia | 06555488 | 10/02/2016 |
| 4 | Sunny Sunil Singhi | 07210706 | 06/04/2017 |
| 5 | Jayesh Rajmal Jain | 07427867 | 10/02/2016 |
| 6 | Anusha Maheshwary | 07761325 | 06/04/2017 |

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

Place : **Ahmedabad**
Date : **August 12, 2021**

For **Yogesh Chhunchha & Co.**
Sd/-
CS Yogesh Chhunchha
Proprietor
Membership No. : F9306
COP No.: 11005
Unique Code No. : S2012GJ184200
UDIN : F009306C000772145

ANNEXURE - II

**Information required under Section 197 of the Companies Act, 2013 read with Companies
(Appointment and remuneration) Rules, 2014**

(i) The ratio of the remuneration of Directors and Key Managerial Personnel to the median remuneration of the employees of the Company for the financial year 2020-21:

| Sl. No. | Name of Director and KMP | Designation | Ratio of the remuneration of each Director/KMP to median remuneration of employees | % increase in Remuneration |
|----------------|---------------------------------|-------------------------|---|-----------------------------------|
| 1 | Sanjaykumar Majethia | Director | - | - |
| 2 | Gautamchand Surana | Managing Director | - | - |
| 3 | Sunny Singhi | Non-Executive Director | - | - |
| 4 | Sachin Kansal | Independent Director | - | - |
| 5 | Jayesh Jain | Independent Director | - | - |
| 6 | Anusha Maheshwary | Independent Director | - | - |
| 7 | Kartik Jain | Chief Financial Officer | 3.97 | 0.97 |
| 8 | Vinod Rana* | Company Secretary | 2.41 | 12.06 |
| 9 | Vismay Makwana# | Company Secretary | - | - |

* Mr. Vinod Rana has given resignation on 30/04/2021

Mr. Vismay Makwana has been appointed on 01/06/2021

None of the Directors took any remuneration / sitting fees in the F. Y. 2020-21.

- a. The percentage increase in the median remuneration of the employees of the Company for the Financial Year 2020-21: 11.53%**
- b. The number of permanent employees on the rolls of the Company: 37**
- c. Average percentage increase already made in the salaries of employees other than the key managerial personnel in financial year 2020-21 and its comparison with the percentage increase in the managerial remuneration:**

(Amount in Rs.)

| Remuneration paid to employees (excluding managerial personnel) for the FY 2019-20 | Remuneration paid to employees (excluding managerial personnel) for the FY 2020-21 | (%) Change in remuneration paid to employees (excluding managerial personnel) | Remuneration paid to managerial personnel for the FY 2019-20 | Remuneration paid to managerial personnel for the FY 2020-21 | (%) change in remuneration paid to managerial personnel |
|--|--|---|--|--|---|
| 11738837 | 6140843 | (47.69) | 7,97,000 | 836000 | 4.89 |

(ii) **Affirmation that the remuneration is as per the remuneration policy of the Company**

The remuneration is as per the Remuneration Policy of the Company.

By order of the Board of Directors
For, Premier Synthetics Limited

Gautamchand Surana
Managing Director

Sanjay Majethia
Director

Place: Ahmedabad
Date: 12th August, 2021

DIN: 00955362

DIN: 06555488

DECLARATION ON CODE OF CONDUCT

Note: The Company is exempted from taking declaration signed by Chief Executive Officer stating that the members of Board of Directors and Senior Management personnel have affirmed compliance with the code of conduct of board of directors and senior management under regulation 15 (2) read with regulation 17(5) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

MANAGING DIRECTOR / CHIEF EXECUTIVE OFFICER CERTIFICATION

Note: The Company is exempted from obtaining compliance certificate from chief executive officer and chief financial officer required to be obtained under regulation 17(8) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 under regulation 15 (2) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

ANNEXURE - III

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

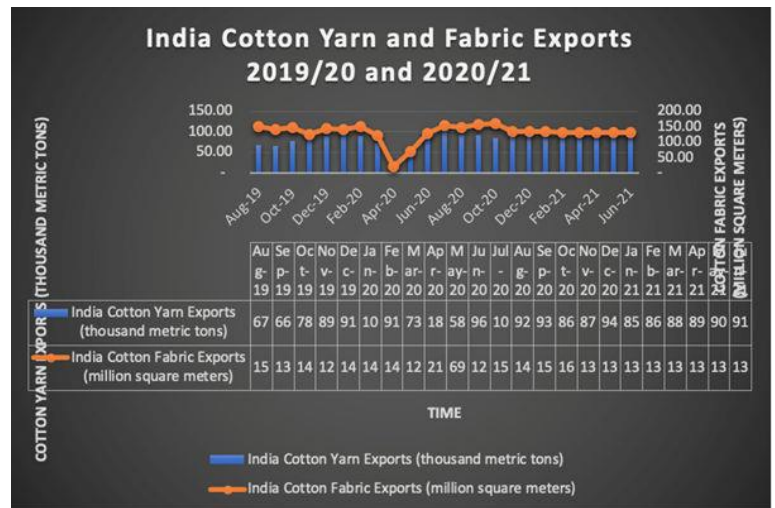
(a) INDUSTRY STRUCTURE AND DEVELOPMENT

India's textiles sector is one of the oldest industries in the Indian economy, dating back to several centuries. The industry is extremely varied, with hand-spun and hand-woven textiles sectors at one end of the spectrum, while the capital-intensive sophisticated mills sector on the other end. The decentralised power looms/ hosiery and knitting sector forms the largest component in the textiles sector. The close linkage of textiles industry to agriculture (for raw materials such as cotton) and the ancient culture and traditions of the country in terms of textiles makes it unique in comparison to other industries in the country. India's textiles industry has a capacity to produce wide variety of products suitable for different market segments, both within India and across the world.

(b) COTTON YARN INDUSTRY AND EXPORT

The prices of cotton yarn (40s combed spun yarn) hovered in the range of Rs.212 per kg to Rs.218 per kg during the period April-October 2020 which improved to Rs.220 per kg in November 2020 and continued to increase by 3%-4.5% on m-o-m basis during December 2020 – March 2021 backed by better demand for cotton yarn in domestic and international markets and higher cotton prices.

Cotton plays an important role in the Indian economy as the country's textiles industry is predominantly cotton based. India is one of the largest producers as well as exporters of cotton yarn. The Indian textiles industry contributes around 5% to country's gross domestic product (GDP), 14% to industrial production and 11% to total export earnings. The industry is also the second-largest employer in the country after agriculture, providing employment to over 51 million people directly and 68 million people indirectly, including unskilled women. The textiles industry is also expected to reach US\$ 223 billion by 2021.



Gujarat, Maharashtra, Telangana, Andhra Pradesh, Karnataka, Madhya Pradesh, Haryana, Rajasthan, and Punjab are the major cotton producers in India.

(c) OPPORTUNITY AND THREATS

➤ ***Opportunities in Cotton Yarn Segment***

Cotton exports are likely to jump 40% in 2020-21 to 7 million bales, the highest in seven years, as depreciation of the rupee and a rally in global prices have allowed exporters to clinch contracts.

India had exported nearly 50 lakh bales in the previous season.

Cotton yarn and fabrics export account for about 23% of India's total textiles and apparel export.

➤ ***Threats in Cotton Yarn Segment***

Yarn exports, however, are declining. Senior officials from the South India Mills Association (SIMA) said exports of cotton yarn reached its peak in 2013-14 (1,313.43 million kg), after which it sharply declined. During 2019-20, exports further fell to 959 million kg, primarily because of absence of incentives, which were given to the sector earlier.

(d) COTTON TEXTILE EXPORT PROMOTION COUNCIL

The Cotton Textile Export Promotion Council (TEXPROCIL) takes part in national and international events to enhance the visibility of Indian products, advertise and promote Indian products in various media vehicles such as fashion magazines, event-related pull-outs, India reports and leading trade magazines, and organise buyer-seller meets (BSM) and trade delegation visits.

(e) COVID-19 IMPACT

Cotton yarn prices have dropped from the peak seen at the beginning of this year and could decline further from May 1, 2021 when a revision in rates is due owing to slack demand. Production in textile mills has dropped and it is impacting yarn offtake," said Rajkot-based trader Anand Poppat, a trader in raw cotton, yarn and spinning waste. Last six months were a good period for Indian spinning mills because there was a huge shortage of cotton yarn due to last year's lockdown (to tackle Covid) and huge demand for yarn came from domestic and international markets. So, spinning mills performed well. But again the problem has slowly started due to the increase of Covid cases and many States have announced lockdowns. This has forced many spinning mills' workers, who have come from other States, to go back to their villages due to fears of strict lockdown like last year," said Atul Ganatra, President, Cotton Association of India, a representative body of cotton trade.

(f) SURPLUS STOCKS

Warp yarn prices have dropped by 30 a kg as there is surplus. Even weft yarn demand is down due to closure of mills in Maharashtra. From May 1 onwards, prices could drop further," said K Selvaraju, Secretary-General, Southern India Mills Association (SIMA), the apex body of the textile industry in southern India.

The current trend is in sharp contrast to the price surge witnessed during January-March this year following domestic and export demand.

Last year, cotton consumption dropped by 80 lakh bales (of 170 kg) to 250 lakh bales due to the lockdown to tackle Covid from the usual 330 lakh bales, said Ganatra.

Selvaraju said a hue and cry was raised over the spike in yarn prices despite the fact that cotton prices had increased sharply from 34,000-48,000 a candy (of 356 kg) in the last 6-9 months.

“Exchange rates have increased, diesel prices have gone up and we were forced to give credit during May-July last year. Whatever the hike in yarn prices, they have gone only to pay the interest for the loans availed of by spinning mills,” Selvaraju said.

Though over 90 per cent of the cotton produced this year has been sold, there are still farmers who are holding their produce. They had held the stocks back expecting prices to rise during the off-peak arrival season during April-August.

SIMA’s Selvaraju said that spinning mills were put under tremendous pressure to bring down yarn prices despite their overheads rising due to a slew of factors.

“The Cotton Corporation of India (CCI) bought cotton at MSP. Still, it cut prices of the current season’s crop by only 100 a candy. It cut rates of cotton produced last year by 1,100 a candy. And cotton from Gujarat, whose quality was affected, was offered 800 lower,” he said.

(g) LOCKDOWNS AFFECT BUSINESS

Spinning mills have urged the Centre to allow their units to run without any curbs now. Lockdowns in some States have resulted in just one shift being run and production dropping to 25-30 per cent of the capacity, an industry source said.

The second wave of Corona virus has affected yarn movement over the past 15 days. “A yarn inventory of 15 days has built up,” the SIMA Secretary-General said, adding that the situation could improve once the vaccination of those aged between 18 and 45 years began.

“Workers are more safe in factories. Mills are making arrangements to vaccinate workers within their premises. Once the process begins, all mills will start,” Selvaraju said.

(h) HIGHER COTTON PRICES

The slowdown in yarn demand comes at a time when cotton prices have gained nearly 13 per cent since the beginning of the year. Prices were up over five per cent last week and nearly nine per cent in the past month.

On Monday, cotton prices rose on dry weather in key growing regions and higher-than-expected demand. Cotton futures on International Continental Exchange for delivery in July increased to 89.84 cents a pound.

On MCX, cotton futures for June delivery quoted at 22,200 a bale or 46,490 a candy. Export benchmark Shankar-6 cotton was quoted at 45,800-46,200 a candy on Monday, according to Gujarat Cotton Trading Association.

In Gujarat, India’s largest cotton producer, prices at terminal agricultural markets have dropped to below minimum support price level of 5,515 a quintal. In districts such as Vadodara, Amreli, Bharuch and Ahmedabad, prices are ruling between 5,200 and 5,600 a quintal.

Yarn prices headed north after supplies were unable to match demand from December onwards. The mismatch cropped up as garment and fabric manufacturers resumed production operations quicker than the spinning sector.

This results in the yarn inventory with the spinning mills drying up, while the rise in cotton prices compounded the issue.

As regards raw material cotton, there is no concern on its availability. CAI has estimated production unchanged from last year at 360 lakh bales, while the Committee on Cotton Production and Consumption, a body comprising all stakeholders of the textile industry, has pegged it at 371 lakh bales against 365 lakh bales.

(i) Financial Results:

(Amount Rs. In Lakhs)

| Particulars | Year Ended 31st March, 2021 | Year Ended 31st March, 2020 |
|--|---|---|
| Gross Revenue | 2459.83 | 4310.11 |
| Profit before Interest, Depreciation & tax | 233.21 | 94.53 |
| Less : Interest | 1.76 | 11.24 |
| Less : Depreciation | 72.95 | 72.63 |
| Profit before exceptional items and tax | 158.50 | 10.66 |
| Less : Exceptional Items | - | - |
| Profit before Tax | 158.50 | 10.66 |
| Less : Provision for Tax | - | - |
| Less: Provision for Dividend | - | - |
| Profit after tax & dividend | 158.50 | 10.66 |
| Add : Profit/(Loss) brought forward from previous year | (2907.72) | (2918.38) |
| Balance carried to Balance Sheet | (2749.22) | (2907.72) |

(a) Segment –Wise or product wise performance

The Company operates in only single segments. Hence segment wise performance is not applicable.

(b) Internal Control Systems and their adequacy

Pursuant to the provisions of section 134(5) (e) Companies Act, 2013, every listed company has to lay down Internal Financial Controls and ensure that these are adequate and are operating effectively. Internal Finance Controls means the policies and procedures adopted by the company for ensuring the following:

- Orderly and efficient conduct of its business
- Adherence to company's policies
- Safeguarding of its assets
- Prevention and detection of frauds and errors
- Accuracy and completeness of the accounting records and timely preparation of reliable financial information

The Company has adequate and suitable internal control systems that are continuously monitored and updated to ensure that its assets are safeguarded. These systems also ensure that established regulations are complied with and pending issues are addressed promptly. The adequacy of the internal control systems are audited by the internal auditors and the reports are reviewed quarterly by the Audit Committee.

Based on the report of Internal Audit, the Committee makes note of the audit observations and undertakes corrective actions, where necessary. It maintains a constant dialogue with the statutory and internal auditors to ensure that internal control systems are operating effectively.

(c) Details of Significant Changes in key financial ratios, along with detailed explanations therefore, including:

(i) Debtors Turnover : 2.99

(ii) Inventory Turnover : 4.97

(iii) Interest Coverage Ratio : 168.07

(iv) Current Ratio : 1.90

(v) Debt Equity Ratio : 0.32

(vi) Operating Profit Margin (%) : 0.07

(vii) Net Profit Margin (%) : 0.07

❖ Details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof:-

Current year RONW is 0.05 as compared to previous year RONW 0.00, the increase in RONW is primarily due to increase in profit as compared to previous year's profit.

(d) Cautionary Statement

Certain statements in the Management Discussion and Analysis describing the Company's objectives, predictions may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may vary significantly from the forward-looking statements contained in this document due to various risks and uncertainties. These risks and uncertainties include the effect of economic and political

conditions in India, volatility in interest rates new regulations and Government policies that may impact the Company's business as well as its ability to implement the strategy.

**By order of the Board of Directors
For, Premier Synthetics Limited**

**Place: Ahmedabad
Date: 12th August, 2021**

**Gautamchand Surana
Managing Director
DIN: 00955362**

**Sanjay Majethia
Director
DIN: 06555488**

ANNEXURE - IV

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31st March, 2021

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

To,
The Members,
Premier Synthetics Limited
(CIN: L70100GJ1970PLC100829)
Surana House, Behind Klassic Chambers,
Swastik X Road, Opp. Narnarayan Complex,
Navrangpura, Ahmedabad – 380 009,
Gujarat, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Premier Synthetics Limited having CIN: L70100GJ1970PLC100829 (hereinafter referred as “the Company”). Secretarial Audit was conducted in a manner that provided me 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, I hereby report that in our opinion, the Company has, during the Period under review covering the Financial Year ended on March 31, 2021 (hereinafter referred as “the Period under review”) 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 Period under review 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 Byelaws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable during the Period under review);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
 - a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

- b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1999;
- 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) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- f) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (**Not applicable during the Period under review**);
- g) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable during the Period under review**);
- h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable during the Period under review**);
- i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable during the Period under review**); and
- j) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not applicable during the Period under review**),

(vi) Other Laws and Rules specifically to the Company specified as under :

- a) The Environment Protection Act, 1986 and Other environmental laws; and
- b) The Industrial Dispute Act, 1947;

We have also examined compliance with the Secretarial Standards issued by the Institute of Company Secretaries of India during **the Period under review**.

We report that, during the Period under review, the Company has complied with the provisions of the Acts, Rules, Regulations and Guidelines mentioned above, to the extent applicable.

We further report that, based on the information provided by the Company, its officers and authorized representatives during the conduct of the Audit, there are adequate systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report, that the compliance by the Company of applicable Financial Laws, like Direct & Indirect tax laws and Labour Laws have not been reviewed in this Audit since the same have been subject to review by Statutory Auditors and other designated professionals.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during **the Period under review** under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance to all Directors, *except Meetings called at shorter notice to transact urgent business*, 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. As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that, during *the Period under review*, there were no instances of Public / Preferential issue of Shares / Debentures / Sweat Equity etc.; Redemption / Buy-back of Securities; Merger / Amalgamation / Reconstruction etc. and Foreign technical collaborations.

Place : **Ahmedabad**
Date : **August 12, 2021**

For, **Yogesh Chhunchha & Co.**
Sd/-
CS Yogesh Chhunchha
Proprietor
Membership No. : F9306
COP No.: 11005
Unique Code No. : S2012GJ184200
UDIN : F009306C000772970

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

'ANNEXURE A'

(To the Secretarial Audit Report for the Financial Year ended March 31, 2021)

To

The Members

Premier Synthetics Limited

Surana House, Behind Klassic Chambers,
Swastik X Road, Opp. Narnarayan Complex,
Navrangpura, Ahmedabad – 380 009,
Gujarat, India.

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

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

Place : **Ahmedabad**
Date : **August 12, 2021**

For, **Yogesh Chhunchha & Co.**

Sd/-

CS Yogesh Chhunchha

Proprietor

Membership No. : F9306

COP No.: 11005

Unique Code No. : S2012GJ184200

UDIN : F009306C000772970

ANNEXURE – V**EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2021

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014**FORM NO. MGT – 9**

| I. REGISTRATION & OTHER DETAILS: | | |
|---|--|--|
| 1 | CIN | L70100GJ1970PLC100829 |
| 2 | Registration Date | 09/10/1970 |
| 3 | Name of the Company | PREMIER SYNTHETICS LIMITED |
| 4 | Category | PUBLIC COMPANY LIMITED BY SHARES |
| 5 | Sub-category of the Company | INDIAN NON-GOVERNMENT COMPANY |
| 6 | Address of the Registered office & contact details | Surana House, Behind Klassic Chambers, Swastik X Rd, Opp. Namarayan Complex, Navrangpura Ahmedabad-380009, Gujarat. Tel. No.: 079-26431558/ 079-26430946 Email: premiersynthetics@gmail.com |
| 7 | Whether listed company | YES |
| 8 | Name, Address & contact details of the Registrar & Transfer Agent, if any. | Skyline Financial Services Private Limited D-153a, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110 020. Tel No.:011 – 64732681 Fax : 011 – 26812682 Email : info@skylinerta.com Website:www.skylinerta.com |

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 | TEXTILE | 17111 | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| SN | Name and address of the Company | CIN/GLN | Holding/Subsidiary/ Associate | % of shares held | Applicable Section |
|-----|---------------------------------|---------|----------------------------------|------------------|--------------------|
| NIL | | | | | |

(IV) SHARE HOLDING PATTERN (Equity Share Capital breakup as percentage of total equity)

(I) Category wise Share Holding

| | Category of Shareholders | Shares Held at the Beginning of the Year 31/03/2020 | | | | | | Shares Held at the Beginning of the Year 31/03/2021 | | | | | | % Change During Year |
|----------|---|---|---------------|---------------|---------------|----------------|-------------------|---|---------------|---------------|---------------|----------------|-------------------|----------------------|
| | | Demat | | Physical | | Total | % of Total Shares | Demat | | Physical | | Total | % of Total Shares | |
| | | Fully Paidup | Partly Paidup | Fully Paidup | Partly Paidup | | | Fully Paidup | Partly Paidup | Fully Paidup | Partly Paidup | | | |
| A | Promoters | | | | | | | | | | | | | |
| 1 | Indian | | | | | | | | | | | | | |
| a) | Individual Huf | 2206100 | 0 | 0 | 0 | 2206100 | 48.03 | 2206100 | 0 | 0 | 0 | 2206100 | 48.03 | 0.00 |
| b) | Central Govt | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| c) | State Government | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| d) | Bodies Corporate | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| e) | Banks/FI | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| f) | Any Other | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Sub-Total (A)(1) | 2206100 | 0 | 0 | 0 | 2206100 | 48.03 | 2206100 | 0 | 0 | 0 | 2206100 | 48.03 | 0.00 |
| 2 | Foreign | | | | | | | | | | | | | |
| a) | NRI Individuals | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| b) | Other Individuals | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| c) | Bodies Corporate | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| d) | Banks /FI | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| e) | Any Other | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Sub-Total (A)(2) | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Total Shareholding of Promoters(A) | 2206100 | 0 | 0 | 0 | 2206100 | 48.03 | 2206100 | 0 | 0 | 0 | 2206100 | 48.03 | 0.00 |
| B | Public Shareholding | | | | | | | | | | | | | |
| 1 | Institutions | | | | | | | | | | | | | |
| a) | Mutual Funds | 34475 | 0 | 121900 | 0 | 156375 | 3.40 | 34475 | 0 | 121900 | 0 | 156375 | 3.40 | 0.00 |
| b) | Banks/FI | 820 | 0 | 1300 | 0 | 2120 | 0.05 | 680 | 0 | 1300 | 0 | 1980 | 0.04 | -0.01 |
| c) | Central Government | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| d) | State Government | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| e) | Venture Capital Fund | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| f) | Insurance Companies | 27600 | 0 | 0 | 0 | 27600 | 0.60 | 27600 | 0 | 0 | 0 | 27600 | 0.60 | 0.00 |
| g) | FIs | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| h) | Foreign Venture Capital Fund | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| i) | Foreign Portfolio Investor | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| j) | Alternate Investment Fund(s) | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| k) | Any Other | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Sub-Total (B)(1) | 62895 | 0 | 123200 | 0 | 186095 | 4.05 | 62755 | 0 | 123200 | 0 | 185955 | 4.05 | 0.00 |
| 2 | Non-Institutions | | | | | | | | | | | | | |

| | | | | | | | | | | | | | | |
|-----------|--|----------------|----------|---------------|----------|----------------|---------------|----------------|----------|---------------|----------|----------------|---------------|-------------|
| a) | Bodies Corporate | | | | | | | | | | | | | |
| 1) | Indian | 12753 | 0 | 47550 | 0 | 60303 | 1.31 | 6601 | 0 | 47550 | 0 | 54151 | 1.18 | -0.13 |
| 2) | Overseas | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| b) | Individuals | | | | | | | | | | | | | |
| 1) | Individual shares holders having nominal share capital upto Rs. 1,00,000 | 1056779 | 0 | 67972 | 0 | 1124751 | 24.49 | 998650 | 0 | 67497 | 0 | 1066147 | 23.21 | -1.28 |
| 2) | Individual shares holders having nominal share capital Excess of Rs. 1,00,000 | 985312 | 0 | 0 | 0 | 985312 | 21.45 | 1047698 | 0 | 0 | 0 | 1047698 | 22.81 | 1.36 |
| c) | HUF | 27446 | 0 | 0 | 0 | 27446 | 0.60 | 28943 | 0 | 0 | 0 | 28943 | 0.63 | 0.03 |
| d) | Non Resident Indian | 1632 | 0 | 0 | 0 | 1632 | 0.04 | 1502 | 0 | 0 | 0 | 1502 | 0.03 | -0.01 |
| e) | NBFC Registered with RBI | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| f) | Foreign National | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| g) | Clearing Members | 553 | 0 | 0 | 0 | 553 | 0.01 | 1696 | 0 | 0 | 0 | 1696 | 0.04 | 0.03 |
| h) | Trust | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| i) | Foreign Corporate Bodies | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| j) | Investor Education and Protection Fund | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| k) | Others | 1008 | 0 | 0 | 0 | 1008 | 0.02 | 1008 | 0 | 0 | 0 | 1008 | 0.02 | 0.00 |
| | Sub-Total (B)(2) | 2085483 | 0 | 115522 | 0 | 2201005 | 47.92 | 2086098 | 0 | 115047 | 0 | 2201145 | 47.92 | 0.00 |
| | Total Public Shareholding (B) | 2148378 | 0 | 238722 | 0 | 2387100 | 51.97 | 2148853 | 0 | 238247 | 0 | 2387100 | 51.97 | 0.00 |
| C | Non-Promoter Non-Public Shareholding | | | | | | | | | | | | | |
| 1) | Shares Held By Custodian for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| 2) | Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations 2014) | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Total Non-Promoter Non-Public Shareholding (C) | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Grand Total | 4354478 | 0 | 238722 | 0 | 4593200 | 100.00 | 4354953 | 0 | 238247 | 0 | 4593200 | 100.00 | 0.00 |

(ii) Shareholding of Promoter

| | Shareholding at the beginning of the year | Shareholding at the end of the year | % change in shareholding |
|--|---|-------------------------------------|--------------------------|
|--|---|-------------------------------------|--------------------------|

| SN | Shareholder's Name | 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 | during the year |
|----|----------------------|---------------|----------------------------------|---|---------------|----------------------------------|---|-----------------|
| 1 | Gautamchand Surana | 1059870 | 23.07% | - | 1059870 | 23.07% | - | - |
| 2 | Sanjaykumar Majethia | 584650 | 12.73% | - | 584650 | 12.73% | - | - |
| 3 | Rajiv Bansal | 327720 | 7.13% | - | 327720 | 7.13% | - | - |
| 4 | Vikram Sanghvi | 233860 | 5.09% | - | 233860 | 5.09% | - | - |

(iii) Change in Promoter's Shareholding

| SR. No. | Name & Type of Transaction | Shareholding as on 31/03/2020 | | Transactions during the year – 2020-21 | | Cumulative Shareholding as on 31/03/2021 | |
|--|----------------------------|-------------------------------|----------------------------------|--|---------------|--|----------------------------------|
| | | No. of Shares Held | % of Total Shares of the Company | Date Of Transaction | No. of Shares | No of Shares Held | % of Total Shares of the Company |
| There was no change in the Promoter's Share holdings | | | | | | | |

(iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs) as on March 31, 2021:

| | | Shareholding as on 31/03/2020 | | Transactions during the year – 2020-21 | | Cumulative Shareholding as on 31/03/2021 | |
|---|------------------------------------|-------------------------------|----------------------------------|--|---------------|--|----------------------------------|
| | | No. of shares held | % of total Shares of the company | Date of Transaction | No. of shares | No. of shares held | % of total Shares of the company |
| 1 | Purvi Krishan Panshari | 151250 | 3.29 | 0 | 0 | 151250 | 3.29 |
| | Balance | | | | | 151250 | 3.29 |
| 2 | Indian Bank A/C Indian Bank Mutual | 121900 | 2.65 | 0 | 0 | 121900 | 2.65 |
| | Balance | | | | | 121900 | 2.65 |
| 3 | Urmila Bardia | 88879 | 1.94 | 26/02/2021 | -100 | 88779 | 1.93 |
| | | | | 05/03/2021 | -10 | 88769 | 1.93 |
| | | | | 12/03/2021 | -10 | 88759 | 1.93 |
| | | | | 26/03/2021 | -5 | 88754 | 1.93 |
| | Balance | | | | | 88754 | 1.93 |
| 4 | Bhargav Shrikant Hasurkar | 82877 | 1.80 | 0 | 0 | 82877 | 1.80 |
| | Balance | | | | | 82877 | 1.80 |

| | | | | | | | |
|----|-------------------------------|-------|------|------------|-------|--------------|-------------|
| 5 | Deepa Divyesh Vora | 64011 | 1.39 | 0 | 0 | 64011 | 1.39 |
| | Balance | | | | | 64011 | 1.39 |
| 6 | Mahaveer Jain | 0 | 0 | 15/01/2021 | 49996 | 49996 | 1.09 |
| | Balance | | | | | 49996 | 1.09 |
| 7 | Adyashakti Finance Limited | 39750 | 0.87 | 0 | 0 | 39750 | 0.87 |
| | Balance | | | | | 39750 | 0.87 |
| 8 | Canara Robeco Mutual Fund A/C | 34475 | 0.75 | 0 | 0 | 34475 | 0.75 |
| | Balance | | | | | 34475 | 0.75 |
| 9 | Parasdevi Laxmilal Mogra | 34000 | 0.75 | 0 | 0 | 34000 | 0.74 |
| | Balance | | | | | 34000 | 0.74 |
| 10 | Rakhiben Sahitya | 30000 | 0.65 | 0 | 0 | 30000 | 0.65 |
| | Balance | | | | | 30000 | 0.65 |

(v) Shareholding of Directors and Key Managerial Personnel:

| Sr. No. | For each of the Directors and Key Managerial Personnel | Beginning of the Year | | End of the Year | |
|---------|--|-----------------------|----------------------------------|-----------------|----------------------------------|
| | | No. of Shares | % of total shares of the Company | No. of Shares | % of total shares of the Company |
| 1 | Gautamchand Surana | 1059870 | 23.07 | 1059870 | 23.07 |
| 2 | Sanjay Majethia | 584650 | 12.73 | 584650 | 12.73 |
| 3 | Rajiv Giriraj Bansal | 327720 | 7.13 | 327720 | 7.13 |
| 4 | Sunny Sunil Singhi | 324600 | 7.07 | 324600 | 7.07 |
| 5 | Vikram Amritlal Sanghvi | 233860 | 5.09 | 233860 | 5.09 |

The following Directors and KMP did not hold any Shares during Financial Year 2020-21

Jayesh Jain - Independent Director

Vismay Makwana - KMP

Sachin Kansal - Independent Director

Kartik Jain – KMP

Anusha Maheshwary - Independent Director

| V. INDEBTEDNESS | | | | (Amt. in Crores) |
|---|----------------------------------|-----------------|----------|--------------------|
| Indebtedness of the Company including interest outstanding/accrued but not due for payment. | | | | |
| Particulars | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 0.00 | 6.48 | - | 6.48 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 0.00 | 6.48 | - | 6.48 |

| | | | | |
|---|-------------|-------------|----------|-------------|
| Change in Indebtedness during the financial year | | | | |
| * Addition | 0.00 | 0.19 | - | 0.19 |
| * Reduction | - | - | - | - |
| Net Change | - | - | - | - |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 0.00 | 6.67 | - | 6.67 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 0.00 | 6.67 | - | 6.67 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

| SN | Particulars of Remuneration | Name of MD/WTD/ Manager | Total Amount |
|----|---|----------------------------|-----------------|
| | Name | Gautamchand Surana | |
| 1 | Gross salary | 0 | 0 |
| | (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, specify | - | - |
| 5 | Others, Bonus etc. | 0 | 0 |
| | Total (A) | 0 | 0 |
| | Ceiling as per the Act | | |

| Particulars of Remuneration | Independent Directors | | | Non-Executive Director | Director | Managing Director | Total Amount |
|----------------------------------|-----------------------|----------------------|-------------------------------|---------------------------|------------------------|------------------------------|-----------------|
| | Mr. Jayesh Jain | Mr. Sachin Kansal | Miss. Anusha Maheshwary | Mr. Sunny Singhi | Mr. Sanjay Majethia | Mr. Gautamchand Surana | |
| Fee for attending board meetings | - | - | - | - | - | - | - |
| Committee meetings | - | - | - | - | - | - | - |
| Commission | - | - | - | - | - | - | - |
| Others, please specify | - | - | - | - | - | - | - |
| Total Managerial Remuneration | - | - | - | - | - | - | - |
| Overall Ceiling as per the Act | - | - | - | - | - | - | - |

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

| SN | Particulars of Remuneration | Name of Key Managerial Personnel | | Total Amount |
|----|-----------------------------|----------------------------------|-----------------|-----------------|
| | Name | Mr. Vinod Rana* | Mr. Kartik Jain | |

| | Designation | Company Secretary | Chief Financial Officer | |
|---|---|--------------------------|--------------------------------|-----------------|
| 1 | Gross salary | 3,16,000 | 5,20,000 | 8,36,000 |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 0 | 0 | 0 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 0 | 0 | 0 |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | 0 | 0 | 0 |
| 2 | Stock Option | 0 | 0 | 0 |
| 3 | Sweat Equity Commission | 0 | 0 | 0 |
| | - As % of profit | 0 | 0 | 0 |
| 4 | - others, specify Others, Bonus | 0 | 0 | 0 |
| | Total | 3,16,000 | 5,20,000 | 8,36,000 |

* Mr. Vinod Rana has resigned on Dtd. 30/04/2021 and in replacement Mr. Vismay Makwana has joined on Dtd. 01/06/2021

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There was no Penalties/Punishments/Compounding of Offences for the year ended March 31, 2021

Independent Auditors' Report

To
The Members of
PREMIER SYNTHETICS LIMITED

Report on the Financial Statements

We have audited the accompanying Ind As Financial Statements of **PREMIER SYNTHETICS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), and the Statement of Changes in Equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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

Key Audit Matters

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

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis Report, Board's Report including Annexures to Board's Report, and Shareholder's Information, but does not include the financial statements and our auditor's report thereon. The above mentioned reports are expected to be made available to us after the date of this auditor's report.

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

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("**the Act**") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance including other Comprehensive Income, cash flows and Changes in Equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.

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

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the

financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements:

1. As required by the Companies (Auditor's Report) Order, 2016 ("**the Order**") issued by the Central Government of India in terms of sub-section (11) of section 143 of the 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.
2. **As required by section 143(3) of the Act, we further report that:**
 - (i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - (ii) 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.
 - (iii) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the statements of Cash Flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account.
 - (iv) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - (v) On the basis of written representations received from the directors as on March 31, 2021, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021, from being appointed as a director in terms of Section 164(2) of the Act.
 - (vi) With respect to 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",
 - (vii) With respect to 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; as such the question of commenting on any material foreseeable losses thereon does not arise.
- iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

3. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the company did not pay any remuneration to its directors during the year in terms of section 197 of the Act.

For Loonia & Associates
Chartered Accountants
(Registration No.130883W)

Place: Ahmedabad
Date: 29th June, 2021

Hitesh Loonia
Proprietor
Membership No. 135424
UDIN:21135424AAAAEE2583

Annexure 'A' to the Independent Auditor's Report

Referred to in paragraph 1 under the heading "Report on Other Legal And Regulatory Requirements" of Our Independent Audit Report of even date on the Financial Statements of PREMIER SYNTHETICS LIMITED for the year ended 31st March, 2021.

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

(i) In respect of its Property, plant and equipments:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipments.

(b) As explained to us, the management during the year has physically verified the Property, plant and equipments in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties included in Property, plant and equipments are held in the name of the Company.

(ii) As explained to us, in our opinion, the management has physically verified inventories at reasonable intervals during the year and there was no material discrepancies noticed on such physical verification as compared to the book records.

(iii) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013 and hence, paragraph 3(iii) of the Order is not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, the Company has not given any loans, investments, guarantees and security in terms of section 185 and 186 of the Companies Act, 2013.

(v) The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013, in respect of products of the Company. Accordingly, paragraph 3(vi) of the Order is not applicable

(vii) In respect of statutory dues:

(a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Goods and Services Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues have been generally deposited regularly with the appropriate authorities in India.

According to the information and explanation given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods and Services Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues were in arrears as at 31 March, 2021 for a period of more than six months from the date they become payable.

(b) According to the information and explanations given to us, there are no dues of Income-tax or Sales tax or Service tax or Goods and Services tax or duty of Customs or duty of Excise or Value added tax which have not been deposited by the Company on account of disputes.

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- (ix) According to information and the explanations given by the management, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
- (x) During the course of our examination of the books and records of the Company carried out in accordance with the auditing standards generally accepted in India, we have neither come across any instance of fraud by the Company or by its officers or employees on it, has been noticed or reported during the course of our audit nor have we been informed of any such instance by the Management.
- (xi) According to the information and explanation given to us and based on our examination of the records of the Company, the Company did not pay any managerial remuneration in terms of Section 197 of the Act read with Schedule V to the Act. Accordingly, paragraph 3(xi) of the Order is not applicable.
- (xii) In our opinion and according to information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to information and explanations given to us and based on our examination of the records of the Company, in our opinion, all the transactions entered with the related parties are in compliance with sections 177 and 188 of the Act and the details of such transactions have been disclosed in the Financial Statements as required by the applicable Indian Accounting Standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures during the year and hence reporting under paragraph 3(xiv) of the order is not applicable.
- (xv) According to information and explanations given to us and based on our examination of the records of the Company, the company has not entered into any non-cash transactions with directors or persons connected with directors. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us and the records of the Company examined by us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting requirement under clause 3(xvi) of the Order is not applicable.

For Loonia & Associates
Chartered Accountants
(Registration No.130883W)

Place: Ahmedabad
Date: 29th June, 2021

Hitesh Loonia
Proprietor
Membership No. 135424
UDIN:21135424AAAAEE2583

Annexure - B to the Independent Auditors' Report

Referred to in paragraph 2(F) under the heading “Report on Other Legal And Regulatory Requirements” of Our Independent Audit Report of even date on the Financial Statements of PREMIER SYNTHETICS LIMITED for the year ended 31st March, 2021.

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

We have audited the internal financial controls over financial reporting of Premier Synthetics Limited (“the Company”) as of 31 March, 2021 in conjunction with our audit of the Ind As financial statements of the Company for the year ended on that date.

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

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

For Loonia & Associates
Chartered Accountants
(Registration No.130883W)

Place: Ahmedabad
Date: 29th June, 2021

Hitesh Loonia
Proprietor
Membership No. 135424
UDIN:21135424AAAAEE2583

PREMIER SYNTHETICS LIMITED
Balance Sheet as at 31st March, 2021

| Particulars | Note No. | As At 31.03.2021 Rs. | As At 31.03.2020 Rs. |
|---------------------------------------|----------|----------------------------|----------------------------|
| I ASSETS | | | |
| 1 Non-current Assets | | | |
| a) Property, Plant & Equipment | 2 | 241,042,031 | 240,831,501 |
| b) Capital Work-in-Progress | | - | - |
| c) Deferred tax assets (net) | 3 | 40,213,090 | 39,603,470 |
| d) Financial Assets: | | | |
| (i) Loans | 4 | <u>5,752,961</u> | <u>8,414,592</u> |
| Total Non-Current Assets | | 287,008,082 | 288,849,563 |
| 2 Current Assets | | | |
| a) Inventories | 5 | 42,931,584 | 33,107,553 |
| b) Financial Assets: | | | |
| (i) Trade Receivables | 6 | 69,293,465 | 93,455,462 |
| (ii) Cash and cash equivalents | 7 | 5,430,178 | 459,409 |
| (iii) Loans | 8 | 22,549,868 | 1,413,258 |
| c) Other Current Assets: | 9 | 3,158,024 | 2,708,322 |
| d) Income Tax Assets: | 10 | <u>1,515,001</u> | <u>1,359,505</u> |
| Total Current Assets | | 144,878,120 | 132,503,509 |
| Total Assets | | <u>431,886,202</u> | <u>421,353,072</u> |
| II EQUITY & LIABILITIES | | | |
| A Equity | | | |
| a) Equity Share Capital | 11 | 45,932,000 | 45,932,000 |
| b) Other Equity | 12 | <u>280,026,103</u> | <u>265,911,469</u> |
| Total Equity | | 325,958,103 | 311,843,469 |
| B Liabilities | | | |
| 1 Non-current Liabilities | | | |
| a) Financial Liabilities: | | | |
| (i) Borrowings | 13 | 28,511,883 | 26,167,190 |
| b) Provisions | 14 | <u>1,353,884</u> | <u>1,729,409</u> |
| Total Non-Current Liabilities | | 29,865,767 | 27,896,599 |
| 2 Current Liabilities | | | |
| a) Financial Liabilities: | | | |
| (i) Trade payables | 15 | 8,544,235 | 13,036,215 |
| (ii) Borrowings | 16 | 66,713,563 | 64,811,163 |
| b) Other Current Liabilities | 17 | 343,464 | 2,705,958 |
| c) Provisions | 18 | <u>461,070</u> | <u>1,059,668</u> |
| Total Current Liabilities | | 76,062,332 | 81,613,004 |
| Total Liabilities | | 105,928,099 | 109,509,603 |
| Total Equity & Liabilities | | <u>431,886,202</u> | <u>421,353,072</u> |

Significant Accounting Policies

Notes forming part of the Financial Statements

1
2-39

As per our report of even date

For Loonia & Associates

Chartered Accountants

Registration No. 130883W

Hitesh Loonia

Proprietor

M No 135424

Place - Ahmedabad

Date - 29th June, 2021

For and on behalf of the Board

Gautamchand Surana
Managing Director

Sanjaykumar Majethia
Director

Kartik Jain
Chief Financial Officer

Vismay Makwana
Company Secretary

PREMIER SYNTHETICS LIMITED

Statement of Profit and Loss for the Year ended 31st March,2021

| Particulars | | Note No. | 2020-21 Rs. | 2019-20 Rs. |
|-----------------|---|----------|--------------------|--------------------|
| INCOME | | | | |
| (I) | Revenue from Operations | 19 | 243,580,450 | 429,170,914 |
| (II) | Other Income | 20 | 2,402,844 | 1,840,265 |
| (III) | Total Income (I) + (II) | | 245,983,294 | 431,011,179 |
| EXPENSES | | | | |
| (IV) | Cost of Raw Material Consumed | 21 | 162,125,681 | 334,961,441 |
| | Changes in inventories of finished goods, work in progress and Stock-in-trade | 22 | (2,506,559) | (5,791,181) |
| | Employee benefits expenses | 23 | 9,912,170 | 15,184,060 |
| | Finance Costs | 24 | 175,566 | 1,123,674 |
| | Depreciation and amortization expenses | | 7,295,267 | 7,262,978 |
| | Other expenses | 25 | 53,131,462 | 77,204,035 |
| | Total Expenses (IV) | | 230,133,587 | 429,945,007 |
| (V) | Profit before Exceptional Items & Taxes | | 15,849,707 | 1,066,172 |
| (VI) | Exceptional Items - (Net) | | - | - |
| (VII) | Profit before tax (V)-(VI) | | 15,849,707 | 1,066,172 |
| (VIII) | Tax Expenses : | | | |
| | (1) Current tax | | - | - |
| | (2) Deferred tax | | - | - |
| | | | - | - |
| (IX) | Profit for the Period (VII)-(VIII) | | 15,849,707 | 1,066,172 |
| (X) | Other Comprehensive Income | | | |
| A(i) | items that will not be reclassified to profit or loss | | - | - |
| (ii) | income tax relating to items that will not be reclassified to profit or loss | | - | - |
| B(i) | items that will be reclassified to profit or loss | | - | - |
| (ii) | income tax relating to items that will be reclassified to profit or loss | | - | - |
| (XI) | Total Comprehensive Income for the Period [(IX)+(X)] (Comprising Profit and Other Comprehensive Income for the period) | | 15,849,707 | 1,066,172 |
| (XII) | Earning Per Equity Share(Nominal Value per Share: (Rs. 10) | 26 | | |
| | 1. Basic | | 3.45 | 0.23 |
| | 2. Diluted | | 3.45 | 0.23 |

Significant Accounting Policies

1

Notes forming part of the Financial Statements

2-39

As per our report of even date

For and on behalf of the Board

For Loonia & Associates

Chartered Accountants

Registration No. 130883W

Hitesh Loonia

Proprietor

M No 135424

Place - Ahmedabad

Date - 29th June,2021

Gautamchand Surana
Managing Director

Sanjaykumar Majethia
Director

Kartik Jain
Chief Financial Officer

Vismay Makwana
Company Secretary

PREMIER SYNTHETICS LIMITED
Statement of Changes in Equity
For the year ended 31st March, 2021

(Amount in Rs.)

A. Equity Share Capital

| Particulars | No. of Shares | Amount |
|--|------------------|-------------------|
| Equity Shares of Rs. 10/- each, Issued, Subscribed and Fully Paid-up: | | |
| As at 31.03.2019 | 4,593,200 | 45,932,000 |
| Movement during the year | - | - |
| As at 31.03.2020 | 4,593,200 | 45,932,000 |
| Movement during the year | - | - |
| As at 31.03.2021 | 4,593,200 | 45,932,000 |

B. Other Equity

| Particulars | Reserves and Surplus | | | | | Total |
|--|----------------------|---------------------|--------------------|----------------------|----------------------------|--------------------|
| | Securities Premium | Revaluation Reserve | Capital Reserve | Retained Earnings | Deemed Equity Contribution | |
| Balance as at 31st March,2019 | 48,360,000 | 150,000,000 | 310,842,550 | (291,838,498) | - | 217,364,052 |
| Profit for the year | - | - | - | 1,066,172 | - | 1,066,172 |
| Other Comprehensive Income for the Year | - | - | - | - | - | - |
| Total Comprehensive Income for the Year | - | - | - | 1,066,172 | - | 1,066,172 |
| Recovered against payments to secured lenders and structural changes in property, plant and equipments | - | - | (3,455,035) | - | - | (3,455,035) |
| Deemed Equity Contribution | - | - | - | - | 50,936,280 | 50,936,280 |
| Balance as at 31st March,2020 | 48,360,000 | 150,000,000 | 307,387,515 | (290,772,326) | 50,936,280 | 265,911,469 |
| Balance as at 1st April,2020 | 48,360,000 | 150,000,000 | 307,387,515 | (290,772,326) | 50,936,280 | 265,911,469 |
| Profit for the year | - | - | - | 15,849,707 | - | 15,849,707 |
| Other Comprehensive Income for the Year | - | - | - | - | - | - |
| Total Comprehensive Income for the Year | - | - | - | 15,849,707 | - | 15,849,707 |
| Recovered against payments to secured lenders and structural changes in property, plant and equipments | - | - | - | - | - | - |
| Deemed Equity Contribution | - | - | - | - | (1,735,073) | (1,735,073) |
| Balance as at 31st March,2021 | 48,360,000 | 150,000,000 | 307,387,515 | (274,922,619) | 49,201,207 | 280,026,103 |

The accompanying notes are an integral part of the financial statements

As per our report of even date

For Loonia & Associates
Chartered Accountants
Registration No. 130883W

Hitesh Loonia
Proprietor
M No 135424
Place - Ahmedabad
Date - 29th June,2021

Gautamchand Surana
Managing Director

Kartik Jain
Chief Financial Officer

For and on behalf of the Board

Sanjaykumar Majethia
Director

Vismay Makwana
Company Secretary

PREMIER SYNTHETICS LIMITED

Cash Flow statement for the year ended 31st March 2021

| | March 31,2021 | (Amount in Rs) March 31,2020 |
|--|--------------------|---------------------------------|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit before tax as per Statement of Profit and Loss | 15,849,707 | 1,066,172 |
| Adjusted for: | | |
| Depreciation | 7,295,267 | 7,262,978 |
| (Profit) Loss on Sale of Fixed Assets | 500,000 | 1,300,000 |
| Interest income earned | (1,547,454) | (540,265) |
| Finance Cost | 175,566 | 1,123,674 |
| Operating Profit before working capital changes | 22,273,086 | 10,212,559 |
| Adjusted for: | | |
| Trade and other receivables | 5,081,820 | 23,571,976 |
| Inventories | (9,824,031) | 9,279,743 |
| Trade and others Payables | (7,828,598) | (4,303,893) |
| Cash Generated from Operations | 9,702,277 | 38,760,385 |
| Adjusted for: | | |
| Direct Tax Refund (Net of Payment) | - | - |
| Net Cash from Operating activities | 9,702,277 | 38,760,385 |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | |
| (Purchase)/Sale of Fixed Assets (Net) | (7,505,796) | 628,935 |
| (Profit) Loss on Sale of Fixed Assets | (500,000) | (1,300,000) |
| Net Cash Flow from Investing Activities | (8,005,796) | (671,065) |
| C. Cash Flow from Financing activities: | | |
| Borrowings (Net) | 1,902,400 | (33,995,136) |
| Recovered against payments to secured lenders and structural changes in property, plant and equipments | | (3,455,035) |
| Preference Dividend (Including Dividend Distribution Tax) | - | - |
| Finance Cost | (175,566) | (1,123,674) |
| Interest earned | 1,547,454 | 540,265 |
| Net cash from Financing Activities | 3,274,288 | (38,033,580) |
| Net Increase/(Decrease) in cash | 4,970,769 | 55,740 |
| Opening Balance of Cash & Cash equivalents | 459,409 | 403,669 |
| Closing Balance of Cash & Cash equivalents | 5,430,178 | 459,409 |

The accompanying notes are an integral part of the financial statements

As per our report of even date
For Loonia & Associates
Chartered Accountants
Registration No. 130883W

Hitesh Loonia
Proprietor
M No 135424
Place - Ahmedabad
Date - 29th June,2021

For and on behalf of the Board

Gautamchand Surana
Managing Director

Sanjaykumar Majethia
Director

Kartik Jain
Chief Financial Officer

Vismay Makwana
Company Secretary

“1” SIGNIFICANT ACCOUNTING POLICES:

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

COMPANY INFORMATION / OVERVIEW

Premier Synthetics Limited (the “Company”) is a public limited company domiciled in India. The Company was incorporated on 09 October 1970 under the provisions of the Company’s Act, 1956. The Company’s registered office is at Surana House, B/h. Klassic Chambers, Near Swastik Char Rasta, Navrangpura, Ahmedabad 380009. The shares of the company are listed on BSE Limited (BSE). The Company is engaged in the business of manufacturing of Cotton Yarn.

STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as “Ind AS”) prescribed under section 133 of the Companies Act, 2013 (“the Act”) read with the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment Rules issued thereafter.

The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013.

The financial statements were authorised for issue by the Company's Board of Directors on 29th June, 2021.

BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared on historical cost basis except for certain financial instruments and defined benefit plans which are measured at fair value or amortized cost at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle. Based on the nature of the products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities

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

These Financial Statements are presented in Indian Rupees (₹), which is also the Company’s functional currency and all values are rounded to the nearest rupees, except when otherwise indicated.

The Company follows the mercantile system of accounting and recognizes incomes and expenditures on accrual basis. The accounts are prepared on historical cost basis, as a going concern, and are consistent with accounting principles generally accepted in India.

The statement of cash flows have been prepared under indirect method.

USE OF ESTIMATES

The preparation of the financial statements in conformity with Ind AS requires the management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed below. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

PROPERTY, PLANT & EQUIPMENT

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are charged to the Statement of Profit and Loss in the period in which the costs are incurred. Major shut-down and overhaul expenditure is capitalized as the activities undertaken improves the economic benefits expected to arise from the asset.

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

Property, plant and equipment except freehold land held for use in the production, supply or administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses, if any.

Advances paid towards the acquisition of Property, Plant & Equipment outstanding at each reporting date is classified as Capital advances under Other Non –Current Assets and assets which are not ready for intended use as on the date of Balance sheet are disclosed as “Capital Work in Progress.”

Depreciation on Property, Plant & Equipment is charged on Straight Line Method. Depreciations are charged over the estimated useful lives of the assets as specified in Schedule II of the Companies Act, 2013. Depreciation in respect of additions to/and deletion from assets has been charged on pro-rata basis from/till the date they are put to commercial use.

IMPAIRMENT OF ASSESTS

Assessment for impairment is done at each Balance Sheet date as to whether there is any indication that a non-financial asset may be impaired. Impairment loss, if any, is provided to the extent, the carrying amount of non- financial assets or cash generating units exceed their recoverable amount.

Recoverable amount is higher of an asset’s or cash generating unit’s fair value less cost of disposal and its value in use. Value in use is the net present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life.

Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased, basis the assessment a reversal of an impairment loss of an asset is recognised in the Statement of Profit and Loss.

FOREIGN CURRENCY TRANSACTIONS

Initial Recognition:

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Subsequent Recognition:

As at the reporting date, non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. All non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined. All monetary assets and liabilities in foreign currency are reinstated at the end of accounting period. Exchange differences on reinstatement of all monetary items are recognised in the Statement of Profit and Loss.

INVENTORIES

Inventories are valued at lower of cost and net realizable value. Cost of inventories comprises of purchase cost and other costs incurred in bringing the inventory to present location and condition which includes appropriate share of overheads. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

CASH AND CASH EQUIVALENTS

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks (other than deposits pledged with government authorities and margin money deposits) with an original maturity of three months or less.

CASH FLOW STATEMENT

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

PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions: Provisions are recognised when there is a present obligation as result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date and are not discounted to its present value.

Contingent Liabilities : Contingent liabilities are not provided for in the books but are disclosed by way of notes in the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent Assets: Contingent Assets are neither recognized nor disclosed in the financial statements.

RELATED PARTY TRANSACTIONS

Related party transactions are transfer of resources or obligations between related parties, regardless of whether a price is charged. Parties are considered to be related, if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial or operating decisions. Parties are considered to be related if they are subject to common control or common significant influence.

REVENUE RECOGNITION

Revenue is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment. The Company is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks. However, Goods and Services tax (GST) are not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

The specific recognition criteria from various stream of revenue is described below:

Sale of Goods:

Revenue from sales is recognised when the substantial risks and rewards of ownership of goods are transferred to the buyer and the collection of the resulting receivables is reasonably expected. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Rendering of Services:

Revenue from services rendered is recognised when the work is performed and as per the terms of agreement.

Interest income:

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

TAXATION

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the relevant prevailing tax laws.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the Company re-assesses unrecognized deferred tax assets, if any.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

EARNINGS PER SHARE (EPS)

The earnings considered in ascertaining the Company's earnings per share comprise the net profit after tax (and include post tax effect of any extraordinary items.) The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises of the weighted average number of shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises of the weighted average shares considered for deriving basic earning per share, and also the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

EMPLOYEE BENEFITS

Staff benefits arising out of retirement/death comprising contributions to Provident Fund, Gratuity Scheme and other post separation benefits are accounted for on the basis of the schemes or by an independent actuarial valuation at the year-end as the case may be.

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

BORROWING COST

Borrowing costs that are attributable to the acquisition or construction of qualifying assets (assets which require substantial period of time to get ready for its intended use) are capitalized as part of the cost of that asset. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

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 initially recognised when the Company becomes a party to the contractual provisions of the instrument. All financial assets are initially measured 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.

Subsequent measurement

❖ Classification

For the purpose of subsequent measurement, the Company classifies financial assets in following categories:

- **Financial assets at amortized cost**
Financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses, if any. Interest income and impairment are recognized in the Statement of Profit and Loss.
- **Financial assets at fair value through other comprehensive income (FVTOCI)**
These assets are subsequently measured at fair value through other comprehensive income (OCI). Changes in fair values are recognized in OCI and on de-recognition, cumulative gain or loss previously recognized in OCI is reclassified to the Statement of Profit and Loss. Interest income calculated using EIR and impairment loss, if any, are recognized in the Statement of Profit and Loss.
- **Financial assets at fair value through profit or loss (FVTPL)**
These assets are subsequently measured at fair value. Net gains and losses, including any interest income, are recognized in the Statement of Profit and Loss.

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

De-recognition

The Company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not de-recognised.

Any gain or loss on de-recognition is recognised in the Statement of Profit and Loss.

Impairment of financial assets

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, lease receivable, trade receivable other contractual rights to receive cash or other financial assets. For trade receivable, the Company measures the loss allowance at an amount equal to life time expected credit losses. Further, for the measuring life time expected credit losses allowance for trade receivable the Company has used a practical expedient as permitted under Indian AS 109. This expected credit loss allowance is computed based on provisions, matrix which takes into account historical credit loss experience and adjusted for forward looking information.

FINANCIAL LIABILITIES

Initial recognition and measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. All financial liabilities are initially measured at amortized cost unless at initial recognition, they are classified as fair value through profit or loss. In case of trade payables they are initially recognize at fair value and subsequently, these liabilities are held at amortized cost, using the Effective interest method.

Classification and subsequent measurement

Financial liabilities are classified as measured at amortized cost or FVTPL.

A financial liability is classified as FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in the Statement of Profit and Loss.

Financial liabilities other than classified as FVTPL, are subsequently measured at amortized cost using the effective interest method. Interest expense is recognised in Statement of Profit and Loss. Any gain or loss on de-recognition is also recognised in the Statement of Profit and Loss.

De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on subsequently different terms, or the terms of an existing liability are subsequently modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of the new liability. The difference in the respective carrying amount is recognize in the Statement of Profit & Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the assets and settle the liabilities simultaneously.

"2" Property, Plant & Equipment

Amount in Rs

| PARTICULARS | FREEHOLD LAND | FACTORY BUILDING | PLANT & MACHINERY | ELECTRIC INSTALLATION | FURNITURE & FITTINGS | VEHICLES | OFFICE EQUIPMENTS | COMPUTER | AIR CONDITIONER | TOTAL TANGIBLE ASSETS | CAPITAL WORK IN PROGRESS |
|--|---------------|------------------|-------------------|-----------------------|----------------------|----------|-------------------|----------|-----------------|-----------------------|--------------------------|
| Gross Carrying Amount as at March 31,2019 | 153,185,086 | 77,895,300 | 89,360,793 | 634,531 | 2,177,760 | - | 511,371 | 286,886 | 353,776 | 324,405,503 | - |
| Additions | - | - | 2,826,100 | - | - | - | - | - | - | 2,826,100 | - |
| Disposals | - | - | 5,743,223 | - | - | - | - | - | - | 5,743,223 | - |
| Gross Carrying Amount as at March 31,2020 | 153,185,086 | 77,895,300 | 86,443,670 | 634,531 | 2,177,760 | - | 511,371 | 286,886 | 353,776 | 321,488,380 | - |
| Additions | - | - | 7,498,000 | - | - | - | - | 7,796 | - | 7,505,796 | - |
| Disposals | - | - | - | - | - | - | - | - | - | - | - |
| Gross Carrying Amount as at March 31,2021 | 153,185,086 | 77,895,300 | 93,941,670 | 634,531 | 2,177,760 | - | 511,371 | 294,682 | 353,776 | 328,994,176 | - |
| Accumulated Depreciation/ Amortization and Impairment | | | | | | | | | | | |
| Balance as at March 31,2019 | - | 51,874,601 | 21,074,540 | 217,602 | 2,019,292 | - | 326,001 | 104,212 | 65,840 | 75,682,088 | - |
| Depreciation for the year | - | 2,601,703 | 4,535,255 | 30,140 | 18,022 | - | 14,394.00 | 44,785 | 18,679 | 7,262,978 | - |
| Depreciation on Disposals | - | - | 2,288,188 | - | - | - | - | - | - | 2,288,188 | - |
| Balance as at March 31,2020 | - | 54,476,304 | 23,321,607 | 247,742 | 2,037,314 | - | 340,395 | 148,997 | 84,519 | 80,656,878 | - |
| Depreciation for the year | - | 2,601,703 | 4,580,721 | 30,140 | 8,063 | - | 14,394.00 | 41,567 | 18,679 | 7,295,267 | - |
| Depreciation on Disposals | - | - | - | - | - | - | - | - | - | - | - |
| Balance as at March 31,2021 | - | 57,078,007 | 27,902,328 | 277,882 | 2,045,377 | - | 354,789 | 190,564 | 103,198 | 87,952,145 | - |
| Net Carrying Amount | | | | | | | | | | | |
| As at March 31,2021 | 153,185,086 | 20,817,293 | 66,039,342 | 356,649 | 132,383 | - | 156,582 | 104,118 | 250,578 | 241,042,031 | - |
| As at March 31,2020 | 153,185,086 | 23,418,996 | 63,122,063 | 386,789 | 140,446 | - | 170,976 | 137,889 | 269,257 | 240,831,502 | - |

"3" Deferred Tax Assets (Net)

| | As At | As At |
|---------------------------------|--------------|------------|
| | 31.03.2021 | 31.03.2020 |
| | Rs. | Rs. |
| Deferred Tax Assets | | |
| On Unabsorbed Depreciation | 57,500,000 | 57,500,000 |
| Deferred Tax Liabilities | | |
| On Deemed Equity Contribution | (17,286,910) | (17896530) |
| | 40,213,090 | 39,603,470 |

"4" Non Current Loans

| Unsecured, considered good | | | |
|--|-----------|-----------|-----------|
| Deposits with Govt. Authorities & Others | 5,752,961 | | 8,414,592 |
| | | 5,752,961 | 8,414,592 |

"5" Inventories

| (As taken, valued & certified by the Management) | | | |
|--|------------|--|------------|
| Raw- Materials | 21,491,865 | | 16,726,037 |

| | | | | |
|--|-------------------|-------------------|------------|------------|
| Work - in -progress | 2,202,947 | | 1,420,478 | |
| Finished Goods (At lower of cost and net realizable value) | 12,623,771 | | 10,760,247 | |
| Waste & Reprocessed Waste | 1,936,140 | | 723,466 | |
| Stores, Spare Parts & Packing Materials | 4,676,861 | | 3,477,325 | |
| | | 42,931,584 | | 33,107,553 |
| The above includes Goods in transit as under: | | | | |
| Raw- Materials | - | | - | |

"6" Trade Receivables

| | | As at 31.03.2021 | | As at 31.03.2020 |
|--|-------------------|-----------------------------|------------|-----------------------------|
| Unsecured, considered good: | | | | |
| (i) Outstanding for a period exceeding 6 months from the date they are due for payment | - | | - | |
| (ii) Others | 69,293,464 | | 93,455,463 | |
| | | 69,293,464 | | 93,455,463 |

"7" Cash and cash equivalents

| | | | | |
|-----------------------|------------------|------------------|---------|---------|
| Balances with Bank | | | | |
| - In Current Accounts | 5,225,936 | | 135,268 | |
| Cash on hand | 204,242 | | 324,141 | |
| | | 5,430,178 | | 459,409 |

"8" Current Loans

| | | | | |
|--|-------------------|-------------------|-----------|-----------|
| Unsecured, considered good | | | | |
| Advances recoverable in cash or in kind for value to be received | | | | |
| Others | 22,549,868 | | 1,413,258 | |
| | | 22,549,868 | | 1,413,258 |

"9" Other Current Assets

| | | | | |
|---------------------------------------|------------------|------------------|-----------|-----------|
| Unsecured, considered good | | | | |
| Deposits with Govt. Authorities - GST | 2,512,039 | | 1,861,702 | |
| Advance to Suppliers | 555,091 | | 757,403 | |
| Prepaid Expenses | 90,894 | | 89,217 | |
| | | 3,158,024 | | 2,708,322 |

"10" Income Tax Assets

| | | | | |
|-----------------------------------|------------------|------------------|-----------|-----------|
| Unsecured, considered good | | | | |
| Tax deducted at source receivable | 1,515,001 | | 1,359,505 | |
| | | 1,515,001 | | 1,359,505 |

"11" Equity Share Capital

| | Number of Shares | Amount | Number of Shares | Amount |
|---|-------------------------|--------------------|------------------|-------------|
| Equity Shares of Rs.10 each | | | | |
| Authorised | 10,000,000 | 100,000,000 | 10,000,000 | 100,000,000 |
| Issued, Subscribed & Fully paid up | 4,593,200 | 45,932,000 | 4,593,200 | 45,932,000 |
| (a) Reconciliation of Number of Shares | Number of Shares | Amount | Number of Shares | Amount |
| Balance as at the beginning of the Year | 4,593,200 | 45,932,000 | 4,593,200 | 45,932,000 |
| Issued During the Year | - | - | - | - |
| Balance as at the end of the Year | 4,593,200 | 45,932,000 | 4,593,200 | 45,932,000 |
| (b) Details of Shareholder holding more than 5% of the share capital : Equity Shares | | | | |
| Gautamchand K. Surana | 1,059,870 | 23.07 | 1,059,870 | 23.07 |
| Sanjay V. Majethia | 584,650 | 12.73 | 584,650 | 12.73 |
| Rajiv G. Bansal | 327,720 | 7.13 | 327,720 | 7.13 |
| Sunny Sunil Singhi | 324,600 | 7.07 | 324,600 | 7.07 |
| Vikram A. Sanghvi | 233,860 | 5.09 | 233,860 | 5.09 |

(c) Rights, preferences and restrictions attached to shares :-

The Company has only one class of equity shares having par value of ` 10 each and the holder of the equity share is entitled to one vote per share. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in proportion to the number of equity shares held.

"12" Other Equity

| Securities Premium Account | As at 31.03.2021 | | As at 31.03.2020 | |
|---|-------------------------|--|-------------------------|--|
| Balance as per last Balance Sheet | 48,360,000 | | 48,360,000 | |
| Add: Addition pursuant to issue of shares | - | | - | |

| | | | | |
|---|---------------|--------------------|---------------|---------------|
| Balance as at the end of the year | | 48,360,000 | | 48,360,000 |
| Revaluation Reserve | | | | |
| Balance as per last Balance Sheet | 150,000,000 | | 150,000,000 | |
| Add: Addition | - | | - | |
| Balance as at the end of the year | | 150,000,000 | | 150,000,000 |
| Capital Reserve | | | | |
| Balance as per last Balance Sheet | 307,387,515 | | 310,842,550 | |
| Add: Recovered against payments to secured lenders and structural changes in property, plant and equipments | - | | (3,455,035) | |
| Balance as at the end of the year | | 307,387,515 | | 307,387,515 |
| Deemed Equity Contribution | | | | |
| Balance as per last Balance Sheet | 50,936,280 | | - | |
| Add: Addition | (2,344,693) | | 68,832,810 | |
| Less: Deletion on account of tax expense | (609,920) | | 17,896,530 | |
| Balance as at the end of the year | | 49,201,207 | | 50,936,280 |
| Retained Earnings | | | | |
| Balance as per last Balance Sheet | (290,772,326) | | (291,838,498) | |
| Add: Profit for the year | 15,849,707 | | 1,066,172 | |
| | | (274,922,619) | | (290,772,326) |
| Less: Preference Dividend | - | | - | |
| Less: Dividend Distribution Tax | - | | - | |
| | | | - | |
| Balance as at the end of the year | (274,922,619) | | | (290,772,326) |
| Total | | 280,026,103 | | 265,911,469 |

Equity component of compound financial instruments:

(i) Details of authorized, issued, subscribed and paid-up capital

| 0.01% Non Cumulative Non Convertible Redeemable Preference Share of Rs.100 each | Number of Shares | Amount | Number of Shares | Amount |
|---|------------------|--------------------|------------------|-------------|
| Authorised | 2,000,000 | 200,000,000 | 2,000,000 | 200,000,000 |
| Issued, Subscribed & Fully paid up | 950,000 | 95,000,000 | 950,000 | 95,000,000 |

(ii) Reconciliation of number of Preference shares outstanding at the beginning and at the end of the year is not given as there is no change in number of Preference shares and amount in above share capital from the previous year.

| (iii) Details of Share holding more than 5% Shares:- | No. of shares | % held | No. of shares | % held |
|---|----------------|--------------|---------------|--------|
| Gautamchand K. Surana | 949,310 | 99.93 | 949,310 | 99.93 |

(iv) Rights, preferences and restrictions attached to the preference shares

The Company has preference shares having a par value of ` 100/- per share. Preference shares shall carry voting rights as per the provisions of Section 47(2) of the Companies Act, 2013.

The Company declares and pays dividend in Indian rupees. The preference shares shall carry a preferential right vis-à-vis equity shares of the Company with respect to payment of dividend and repayment of capital. However, the holders of the preference shares shall be paid dividend on a non-cumulative basis.

The preference shares shall be non-participating in the surplus funds and also in the surplus assets and profits which may remain after the entire capital has been repaid, on winding up of the Company.

"13" Non Current Borrowings

| | | | |
|---|-------------------|--|------------|
| (i) Liability component of financial instruments | 28,511,883 | | 26,167,190 |
|---|-------------------|--|------------|

Terms of Repayment of Non Cumulative Non Convertible Redeemable Preference Shares are set out as below:

| Borrowings | Terms of Repayment |
|---|--|
| Non Cumulative Non Convertible Redeemable Preference Shares of Rs. 100/- each | Repayable in October 2035. Rate of interest 0.01% p.a. |

| (ii) Secured Borrowings: | Rs. | Rs. |
|--|-------------------|------------|
| Mortgage Loan From Banks | - | - |
| | - | - |
| Mortgage Loan- Secured by Personal Guarantee of directors and relatives and also secured by creating charge on immovable property of guarantors. | | |
| | 28,511,883 | 26,167,190 |

"14" Non Current Provisions

| | | |
|-----------------------------------|------------------|-----------|
| Provisions for employees benefits | 1,353,884 | 1,729,409 |
| | 1,353,884 | 1,729,409 |

"15" Trade Payables

| | | |
|--|------------------|------------|
| Total outstanding dues of micro and small enterprises | - | - |
| Total outstanding dues of creditors other than micro and small enterprises | 8,544,235 | 13,036,215 |
| | 8,544,235 | 13,036,215 |

| | | | | |
|-------------|--|-------------------|------------|------------|
| "16" | Current Borrowings | | | |
| | Unsecured, repayable on Demand: | | | |
| | - From Related Parties | 40,213,563 | 38,311,163 | |
| | - From others | 26,500,000 | 26,500,000 | |
| | | 66,713,563 | | 64,811,163 |

| | | | | |
|-------------|---|----------------|--|-----------|
| "17" | Other Current Liabilities | | | |
| | Other Payables * | 343,464 | | 2,705,958 |
| | | 343,464 | | 2,705,958 |
| | * Includes Statutory dues. | | | |
| | (a)There are no amounts due for payment to the Investor Education and Protection Fund as at the year end. | | | |

| | | | | |
|-------------|--|----------------|-----------|-----------|
| "18" | Current Provisions | | | |
| | (i) Provisions for Preference Dividend & Tax thereon | 9,500 | 11,452 | |
| | (i) Provisions for employees benefits | 451,570 | 1,048,216 | |
| | | 461,070 | | 1,059,668 |

| | | | | |
|-------------|--------------------------------|--------------------|--|-------------------|
| "19" | Revenue from Operations | As At | | As At |
| | | 31.03.2021 | | 31.03.2020 |
| | | Rs. | | Rs. |
| | a) Sale of Products (Net) | 240,456,700 | | 429,170,914 |
| | b) Sale of Services | 3,123,750 | | - |
| | | 243,580,450 | | 429,170,914 |

| | | | | |
|-------------|----------------------------------|------------------|--|-----------|
| "20" | Other Income | | | |
| | a) Interest income | 1,547,454 | | 540,265 |
| | b) Excess Provision written back | 355,390 | | - |
| | c) Profit on Sale of Assets | 500,000 | | 1,300,000 |
| | | 2,402,844 | | 1,840,265 |

| | | | | |
|-------------|----------------------------------|--------------------|--|-------------|
| "21" | Cost of Material Consumed | | | |
| | Opening Stock | 17,133,979 | | 30,053,418 |
| | Add: Purchase | 168,243,617 | | 322,042,002 |
| | | 185,377,596 | | 352,095,420 |
| | Less: Closing Stock | 23,251,915 | | 17,133,979 |

| | | | | |
|--------------------------|--|--------------------|--|-------------|
| | | 162,125,681 | | 334,961,441 |
| % of Consumption: | | | | |
| Imported | | 0.00% | | 0.00% |
| Indigenous | | 100.00% | | 100.00% |

"22" Changes in Inventories of Finished goods, Work-in-progress and Stock-in-trade

| | | | | |
|--|-------------------|--------------------|------------|-------------|
| Stock at the beginning of the year | | | | |
| Waste | 315,525 | | 709,780 | |
| Finished Goods | 10,760,247 | | 3,742,153 | |
| Work-in-progress | 1,420,478 | | 2,253,135 | |
| Total-A | | 12,496,249 | | 6,705,068 |
| Stock at the end of the year | | | | |
| Waste | 176,090 | | 315,524 | |
| Finished Goods | 12,623,771 | | 10,760,247 | |
| Work-in-progress | 2,202,947 | | 1,420,478 | |
| Total-B | | 15,002,808 | | 12,496,249 |
| (Increase) / Decrease in Stocks (A-B) | | (2,506,559) | | (5,791,181) |

"23" Employees Benefits Expenses

| | | | | |
|---|--|------------------|--|------------|
| (a) Salaries and Wages | | 6,976,843 | | 12,535,837 |
| (b) Contribution to Provident & Other Funds | | 342,311 | | 734,216 |
| (c) Employees Welfare & other Amenities | | - | | 698,534 |
| (d) Ex-gratia, Bonus and Gratuity | | 2,593,016 | | 1,215,473 |
| | | 9,912,170 | | 15,184,060 |

"24" Finance Cost

| | | | | |
|---------------------------|--|----------------|--|-----------|
| Interest Expenses | | 138,757 | | 1,091,943 |
| Bank Charges & Commission | | 36,808 | | 31,730 |
| | | 175,566 | | 1,123,674 |

"25" Other Expenses

| | | 2020-21 | | 2019-20 |
|--|-------------------|-------------------|------------|------------|
| Hank Yarn Obligation | 70,733 | | 183,937 | |
| Stores & Spares Consumed | 11,591,566 | | 9,010,896 | |
| Labour & Job Charges | 186,635 | | 1,214,520 | |
| Power and Fuel Charges | 28,039,238 | | 43,870,364 | |
| Repairs to Building | 20,000 | | - | |
| Repairs to Plant & Machinery | 432,065 | | 970,216 | |
| Commission Expense | 4,828,168 | | 618,815 | |
| Advertisement Expenses | 79,680 | | 135,192 | |
| Freight & Forwarding Charges | 4,182,899 | | 8,021,908 | |
| Rates & Taxes | 779,969 | | 631,897 | |
| Postage & Telephone | 12,042 | | 47,453 | |
| Printing & Stationery | - | | 80,611 | |
| Legal & Professional Charges | 357,031 | | 330,385 | |
| Annual Listing Fees | 303,750 | | 303,750 | |
| Other Repairs | 95,160 | | 21,700 | |
| Sundry Expenses | 986,921 | | 1,367,817 | |
| Insurance Premium | 240,067 | | 405,682 | |
| Security Charges | 896,038 | | 998,451 | |
| Auditors' Remuneration (Refer Note 25.3 below) | 29,500 | | 29,500 | |
| | | 53,131,462 | | 77,204,035 |

"25.1" Value of Stores & Spares Consumed and Packing Materials Consumed

| | | Rs % of Consumption | | Rs % of Consumption | |
|------------|-------------------|---------------------|------------|---------------------|--|
| Indigenous | 10,444,544 | 90.10 | 15,783,595 | 87.82 | |
| Imported | 1,147,022 | 9.90 | 2,188,242 | 12.18 | |
| | 11,591,566 | 100.00 | 17,971,837 | 100.00 | |

| "25.2" | Value of Imports on CIF Basic | | Rs. | | Rs. |
|--------|-------------------------------|--|-----------|--|-----------|
| | Stores & Spares | | 1,147,022 | | 2,188,242 |
| | | | 1,147,022 | | 2,188,242 |

| "25.3" | Payments to Auditors | | | | |
|--------|----------------------|--|--------|--|--------|
| | Statuary Audit fees | | 25,000 | | 25,000 |
| | Tax Audit fees | | 4,500 | | 4,500 |
| | Taxation Matters | | - | | - |
| | | | 29,500 | | 29,500 |

| | | | | | |
|--------|--|--|-----------|--|-----------|
| "25.4" | Expenditure in Foreign Currency | | 1,147,022 | | 2,188,242 |
|--------|--|--|-----------|--|-----------|

"26" Earning per Equity Shares

| | | | | | |
|----|---|--|------------|--|-----------|
| 1. | Net Profit/(Loss) after tax as per Statement of Profit and Loss attributable to Equity Shareholders | | 15,849,707 | | 1,066,172 |
| 2. | Weighted Average number of equity shares used as denominator for calculating EPS | | 4,593,200 | | 4,593,200 |
| 3. | Basic and Diluted Earning per Share | | 3.45 | | 0.23 |
| 4. | Face Value per equity share (in Rs) | | 10.00 | | 10.00 |

| | | | | | |
|------|------------------------------------|--|-----|--|-----|
| "27" | Earning in Foreign Exchange | | Nil | | Nil |
|------|------------------------------------|--|-----|--|-----|

"28 " No Provision for taxation has been made in view of the brought forwarded losses

"29" Related Party Disclosures under IND AS 24

Related Parties/Nature of Relationship :

Key Managerial Persons

Mr. Gautamchand K. Surana

Mr. Sanjay V. Majethia

Mr. Sachin K. Kansal

Mr. Sunny Singhi

Mr. Jayesh Rajmal Jain

Ms. Anusha Maheshwary

Associates (Enterprise where KMP and/or close member of the family have significant influence or control) :

Sun Insulators Private Limited

Ampinity Power Equipments Private Limited

| Nature of Transaction | (Amount in Rs.) | | |
|--|--|------------------|--|
| | Key Managerial Persons | Associates | Total |
| Loans and advances Accepted/(Repaid) (Net) | 1,890,500 <i>(5,515,000)</i> | - | 1,890,500 <i>(5,515,000)</i> |
| Reimbursement of Expenses | 11,900 <i>4,800</i> | - | 11,900 <i>4,800</i> |
| Payment of Dividend on Non Cumulative Non Convertible Redeemable Preference Shares | 9,493 <i>9,493</i> | - | 9,493 <i>9,493</i> |
| Service provided | - | 3,123,750 | 3,123,750 |
| Purchase of Assets | - | 3,374,800 | 3,374,800 |

Balances as at 31st March ,2021

| | | | |
|---------------------------|--|---|--|
| Loans & Advances Receipts | 40,213,563 <i>38,311,163</i> | - | 40,213,563 <i>38,311,163</i> |
|---------------------------|--|---|--|

Note : *Figures in Italic represent Previous Year's amount*

➤ **Segment Information**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM is considered to be the Board of Directors who makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments.

Textile business is the Company's only business segment, hence the disclosure of segment wise information as required by Ind AS 108 on "Segment Reporting" is not applicable.

"30" Financial Instruments

| Particular | Carrying Value | | Fair Value | |
|---|--------------------|---------------|--------------------|---------------|
| | March 31,2021 | March 31,2020 | March 31,2021 | March 31,2020 |
| Financial Assets | | | | |
| Amortized cost | | | | |
| Trade receivables | 69,293,465 | 93,455,462 | 93,455,462 | 93,455,462 |
| Cash and cash equivalents | 5,430,178 | 459,409 | 459,409 | 459,409 |
| Loans and Advances (Current) | 22,549,868 | 1,413,258 | 22,549,868 | 1,413,258 |
| Loans and Advances (Non Current) | 5,752,961 | 8,414,592 | 5,752,961 | 8,414,592 |
| FVTOCI | | | | |
| Investment in equity instruments | - | - | - | - |
| FVTPL | | | | |
| Investment in equity instruments (Unquoted) | - | - | - | - |
| Total Assets | 103,026,472 | 103,742,720 | 103,026,472 | 103,742,720 |
| Financial Liabilities | | | | |
| Amortized cost | | | | |
| Non Current Borrowings | 28,511,883 | 26,167,190 | 28,511,883 | 26,167,190 |
| Current Borrowings | | | 66,713,563 | |

| | | | | |
|--------------------------|--------------------|-------------|-------------|-------------|
| | 66,713,563 | 64,811,163 | | 64,811,163 |
| Trade payables | 8,544,235 | 13,036,215 | 8,544,235 | 13,036,215 |
| Total Liabilities | 103,769,681 | 104,014,568 | 103,769,681 | 104,014,568 |

The management assessed that fair value of cash and short-term deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

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

The following methods and assumptions were used to estimate the fair values:

i) Long-term fixed-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected losses of these receivables.

ii) Fair values of the Company's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non- performance risk as at March 31, 2021 was assessed to be insignificant.

iii) The fair values of the unquoted equity shares, if any have been estimated using a discounted cash flow model. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility, the probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted equity investments.

"31" Financial Risk Management

The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below:

Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counter parties, taking into account their financial position, past experience and other factors.

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to Bad debt is not significant. Also the Company does not enter into sales transaction with customers having credit loss history. There are no significant Credit risk with related parties of the Company. The Company is exposed to Credit risk in the event of non payment of customers. Credit risk concentration with respect to Trade Receivables is mitigated by the Company's large customer base. Adequate expected credit losses are recognised as per the assessment.

The history of Trade receivables shows an allowance for bad and doubtful debts of Rs Nil (Nil as at March 31,2020). The Company has made allowance of Rs Nil (Nil as at March 31,2020) against Trade receivable of Rs. 692.93 lacs (Rs. 934.55 Lacs as at March 31,2020).

Bank Deposits

The company maintains its cash and cash equivalents and bank deposits with reputed and highly rated bank. Hence, there is no significant credit risk on such deposits.

Investments

The Company limits its exposure to credit risk by generally investing in liquid securities and only with counterparties that have a good credit rating. The company does not expect any losses from non- performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk through credit limits with banks.

The Company's corporate treasury 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.

The working capital position of the Company is given below :

| Particulars | For the year ended March 31, 2021 | For the year ended March 31, 2020 |
|---------------------------|--------------------------------------|--------------------------------------|
| Cash and Cash equivalents | 5,430,178 | 459,409 |
| Total | 5,430,178 | 459,409 |

The table below provides details regarding the contractual maturities of significant financial liabilities as at March 31, 2021 and March 31, 2020.

| Particulars | As at | Less than 1 year | 1-2 years | More than 2 years |
|-----------------------------|---------------|---------------------|-----------|----------------------|
| Borrowings | March 31,2021 | 66,713,563 | | 95,000,000 |
| | March 31,2020 | 64,811,163 | | 95,000,000 |
| Trade Payables | March 31,2021 | 8,544,235 | - | - |
| | March 31,2020 | 13,036,215 | - | - |
| Other Financial Liabilities | March 31,2021 | - | - | - |
| | March 31,2020 | - | - | - |

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. Foreign Exchange risks arise from recognized assets and liabilities, when they are denominated in a currency other than functional currency of the company. To a limited extent, the company imports certain spare parts used in manufacturing and therefore is exposed to foreign exchange risks arising from various currency exposures. Primarily with respect to Euro. Company's exposure to foreign currency risk is very limited and Company always ensures that such exposure is within the approved limit for which company does not require to hedge through derivatives and therefore foreign currency risk is

negligible.

Foreign currency sensitivity analysis

As the Foreign Currency risk is negligible and therefore foreign currency sensitivity analysis would not affect the operations of the Company.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates and investments.

If interest rates had been 1% higher and all other variables were held constant, the company's profit for the year ended would have impacted in the following manner:

| Particulars | For the year ended March 31, 2021 | For the year ended March 31, 2020 |
|--|--|-----------------------------------|
| Increase / (decrease) in the Profit for the year | (13,500) | (114,000) |

If interest rates were 1% lower, the company's profit would have increased by the equivalent amount as shown in the above table.

"32" Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company monitors the return on capital. The Company's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

The capital structure is as follows :

| Particulars | March 31, 2021 | March 31, 2020 |
|--|-----------------------|-----------------------|
| Total equity attributable to the equity share holders of the company | 325,958,103 | 311,843,469 |
| As percentage of total capital | 77.39% | 77.41% |
| Current borrowings | 66,713,563 | 64,811,163 |
| Non-current borrowings | 28,511,883 | 26,167,190 |
| Total borrowings | 95,225,446 | 90,978,353 |
| As a percentage of total capital | 22.61% | 22.59% |
| Total capital (borrowings and equity) | 421,183,549 | 402,821,822 |

The Company is predominantly debt financed which is evident from the capital structure table.

"33" Segment Information

Operation Segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM is considered to be the Board of Directors who makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments.

Textile business is the Company's only business segment, hence the disclosure of segment wise information as required by Ind AS 108 on "Segment Reporting" is not applicable.

"34" Balances of Sundry Debtors, Creditors, Loans and Advances and transactions are subject to their confirmation.

"35" Except otherwise mentioned herein, in the opinion of the Board, the Current Assets, Loans and Advances are approximately of the value stated if realized in the ordinary course of business and the provision of all known liabilities are adequate and not in excess of the amount reasonably necessary.

"36" **Event occurring after balance sheet date**

The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to the approval of financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements.

The Board of Directors has recommended Preference dividend of Rs. 0.01 per share for the Financial Year 2020-21, which is subject to approval by the shareholders.

"37" The outbreak of COVID'19 pandemic has caused slow-down in economic activity having impact in operations and revenue of the company since activities were resumed from first week of May 2020 and could be stabilised during the first quarter of the year. The Company has reviewed and considered the impact upto the date of approval of these financial statements based on internal and external information's and related estimates and assumptions and no adjustments in the carrying value of current and non-current assets and liabilities as on March 31, 2021 are expected to arise.

"38" Previous Year figures have been regrouped and recasted wherever necessary.

"39" These financial statements have been approved by the Board of Directors of the Company on June 29, 2021, for issue to the shareholders for their adoption.

Signatures to Schedules 1 to 39

As per our report of even date
For Loonia & Associates
Chartered Accountants
Registration No. 130883W

Hitesh Loonia
Proprietor
M No 135424
Place - Ahmedabad
Date - 29th June,2021

For and on behalf of the Board

Gautamchand Surana
Managing Director

Kartik Jain
Chief Financial Officer

Sanjaykumar Majethia
Director

Vismay Makwana
Company Secretary

PREMIER SYNTHETICS LIMITED

CIN: L70100GJ1970PLC100829 Surana House,
Behind Klassic chambers, Swastik Cross Road,
Opp. Narnarayan Complex, Navrangpura,
Ahmedabad - 380009, Gujarat Email: premiersynthetics@gmail.com

ATTENDANCE SLIP

For the **51st Annual General Meeting** of the **PREMIER SYNTHETICS LIMITED** on Tuesday, September 28, 2021 at 02:30 P.M a the registered office of the Company i.e. Surana House, B/h. Klassic Chambers, Opp. Narnarayan Complex, Near Swastik X Road, Navrangpura, Ahmedabad – 380009.

(to be handed over at the Registration Counter at the venue of the Meeting)

| | |
|--|--|
| Name and Registered Address of the Share Holder / Proxy (in Block Letters) | |
| Registered Folio No. / DP ID – Client ID No. | |
| No. of Shares | |

I certify that I am a Member / Proxy / Authorised Representative for the Member of the Company (Stike off whichever is not applicable). I hereby record my presence at the 51st Annual General Meeting of the Company.

Signature of the Member / Proxy

PREMIER SYNTHETICS LIMITED

CIN: L70100GJ1970PLC100829 Surana House,
Behind Klassic chambers, Swastik Cross Road,
Opp. Narnarayan Complex, Navrangpura,
Ahmedabad - 380009, Gujarat Email: premiersynthetics@gmail.com

PROXY FORM

51st Annual General Meeting on Tuesday 28th September, 2021

| | |
|--|--|
| Name of the Member (s) | |
| Registered Address | |
| Email Address | |
| Registered Folio No. / DP ID – Client ID No. | |

I/ We being the member holding _____ shares of the above named Company hereby appoint:-

- I. Name: _____ Signature: _____
Address: _____
Email ID: _____ or failing him / her
- II. Name: _____ Signature: _____
Address: _____
Email ID: _____ or failing him / her
- III. Name: _____ Signature: _____
Address: _____
Email ID: _____ or failing him / her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 51st Annual General Meeting of the Company, to be held on Tuesday 28th September, 2021 at the registered office of the Company at Surana House, B/h. Klassic Chamber, Opp. Narnarayan Complex, Near Swastik X Road, Navrangpura, Ahmedabad - 380009, and at any adjournment thereof in respect of such resolutions as are indicated below:

| Sr. No. | Particulars of Resolution | Please mention No. of Shares (Optional) | |
|---------|--|---|---------|
| | | For | Against |
| 1 | To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon. | | |
| 2 | To declare dividend on Non-convertible Non-Cumulative Redeemable Preference Shares for the financial year ended 31st March, 2021. | | |
| 3 | To appoint a Director in place of Mr. Sunny Sunil Singhi (DIN: 07210706), who retires by rotation and being eligible, offers himself for re-appointment. | | |
| 4 | To appoint M/s. Purushottam Khandelwal & Co., Chartered Accountants, Ahmedabad (FRN No.123825W) as Statutory Auditors of the Company in place of Retiring Auditors M/s. Loonia & Associates, Chartered Accountants (FRN No.130883W) to hold office from the conclusion of 51st Annual General meeting until the conclusion of 56th Annual General meeting of the members of the Company, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the statutory auditors. | | |

Signed on this _____ day of _____ 2021

Signature of the Share Holder:

Signature of 1st Proxy holder:

Signature of 2nd Proxy holder:

Signature of 3rd Proxy holder:

Affix
Revenue
Stamp
Rs. 1

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

If undelivered please return to :

PREMIER SYNTHETICS LIMITED

CIN: L70100GJ1970PLC100829

Registered Office: Surana House, Behind Klassic Chambers, Swastik X Rd, Opp. Narnarayan Complex,
Navrangpura Ahmedabad-380009, Gujarat. Tel No.: (079) 26431558, Fax No.: (079) 26430946

E-mail: premiersynthetics@gmail.com, Website: www.premiersyntheticsltd.com