

TAN No. : CHEG00709C
PAN No. : AAACG1149F



GSTIN : 34AAACG1149F2Z2
CIN No: L45400PY1994PLC008380

GOTHI PLASCON (INDIA) LIMITED

Date: 17/08/2021

To,
Bombay Stock Exchange Limited
Department of Corporate Services
Floor 25, PJ Towers
Dalal Street
Mumbai-400 001

Dear Sir,
Sub : 26th Annual Report of 2020-21 as per Regulation 34 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Ref: Scrip Code: 531111

With reference to the above matter , please find enclosed herewith the copy of our 26th Annual Report for the year ended 31st March 2021.

Kindly take the information on record.

Thanking You.

Yours sincerely,
For Gothi Plascon (India) Limited

Megha Somani
(Company Secretary & Compliance Officer)
(A36303)

REGD OFFICE : 17/5B,1A, Vazhudavur Road, Opp. Agriculture Research Center,
Kurumbapet, Pondicherry - 605 009. India.

Ph : 0413 - 2271151, E-mail : plascon747@gmail.com www.gothiplascon.com

GOTHI PLASCON (INDIA) LIMITED

**ANNUAL REPORT
2020-2021**

CORPORATE INFORMATION

BOARD OF DIRECTORS

Name of director	DIN	Designation
Mr. Sanjay Gothi	00600357	Managing Director
Mr. Parasmal Gothi	00600370	Non Executive Director
Mr. Prakash Chand Jain	01741059	Non Executive Independent Director
Mrs. Monica Ajit Singh Jain	07173303	Non Executive Independent Women Director

TWENTY SIXTH ANNUAL GENERAL MEETING

DATE	15.09.2021
DAY	WEDNESDAY
TIME	11:00 A.M
MODE	Video conference and other audio-visual means
Deemed Venue	17/5B,1A,Vazhudavur Road,Opp to Agri.Research centre,Kurumbapet,Pondicherry-605009

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Megha Somani

CHIEF FINANCIAL OFFICER

Mr.Rajesh Jain

REGISTRAR & TRANSFER AGENT

Cameo Corporate Service Limited

Subramaniam Buildig

No.1, Club House Road

Chennai - 600 002

Ph :044-28460390

Email: murali@cameoindia.com

AUDITORS

M/s.Yeshwant Chopra & Co

Chartered Accountants

No.45, Narayan Mudali Street

Chennai - 600 079

Mob : 9444010750

Email : choprayeshwant@gmail.com

BANKERS

Bank of Baroda

80, Ritherton Road

Purasaiwakkam

Chennai - 600 007

Ph: 044-23454294

REGISTERED OFFICE& FACTORY

17/5B,1A,Vazhudavur Road,

Opp to Agri. Research centre,

Kurumbapet,Pondicherry-605009

Ph: 0413-2271115

Email :plascon747@gmail.com

Website :www.gothiplascon.com

NOTICE TO SHAREHOLDERS

Notice is hereby given that the **26TH** Annual General Meeting of the shareholders of the company will be held on Wednesday 15th September, 2021 at 11:00 a.m IST through Video Conferencing / Other Audio Visual Means (VC) without the in-person presence of members at a common venue to transact the following business:

ORDINARY BUSINESS:

As an Ordinary Resolution

1. To receive, consider and adopt the Audited Standalone Financial Statements for the year ended 31st March 2021 together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm payment of interim dividends, aggregating to Rs.1/- per equity share, on equity shares for the financial year ended 31st March,2021.

As a Special Resolution:

3. To Appoint a director in place of Mr.Parasmal Gothi (DIN: 00600370) who retires by rotation and being eligible, offers himself for re-appointment.

Re-appointment of Mr.Parasmal Gothi (DIN: 00600370), who retires by rotation and being eligible, offers himself for re-appointment

Place : Chennai
Date : 12/08/2021

For and on behalf of the Board
Sd/-
Sanjay Gothi
(DIN 00600357)
Chairman and Managing Director

Notes:

1. The Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business set out in the Notice is annexed.

2. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 05, 2020 read with circulars dated April 08, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its circular dated May 12, 2020 and January 15, 2021 (collectively referred to as “SEBI Circulars”) permitted convening the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (“Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and the SEBI circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for AGM shall be the registered office of the Company. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions for e-voting section which forms part of this Notice.

4. Pursuant to the provisions of the Act, a Member is entitled to attend and vote at the AGM is entitled to appoint proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since, this AGM is being held through VC/OAVM, the physical attendance has been dispensed with. Accordingly, the facility for appointment of proxies by the members to attend and cast vote is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act (“the Act”).

6. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload on the VC portal / e-voting portal.

7. Notice is also given under section 91 of the Companies Act, 2013 read with Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 that the Register of Members and the Share Transfer books of the Company will remain closed from 09th September 2021 to 15th September 2021, both days inclusive.

8. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/beneficial owner (in case of electronic Notice shareholding) as on the cut-off date, i.e., September 08th, 2021. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. September 08th, 2021 only shall be entitled to avail the facility of e-voting.

9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and all other documents referred to in the Notice will be available for inspection in electronic mode

10. Members holding shares in dematerialized form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to RTA / Company

11. The Board has appointed Mr. N.K Bhansali Practicing Company Secretary (Membership No. FCS 3942), as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges and will also be displayed on the Company's website, www.gothiplascon.com.

12. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.

13. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request to RTA However, if he / she is already registered with CDSL for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.

14. In compliance with the Circulars, the Annual Report 2020-21, the Notice of the 26th AGM, and instructions for e-voting are being sent only through electronic mode to those members whose email addresses are registered with the Company / depository participant(s).

15. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository participants, and members holding shares in physical mode are requested to update their

email addresses with the Company's RTA, to receive copies of the Annual Report 2020-21 in electronic mode.

16. Members may also note that the Notice of 26th Annual General Meeting and the Annual Report 2020-21 will be available on the Company's website at www.gothiplascon.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.. and the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

17. Additional information, pursuant to Regulation 36 of the Listing Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.

18. SEBI, vide its Circular No. SEBI/LAD-NRO/ GN/2018/24 dated June 8, 2018, amended Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to which after December 5, 2018 transfer of securities could not be processed unless the securities are held in the dematerialized form with a depository. The said deadline was extended by Securities and Exchange Board of India ('SEBI') to March 31, 2019. Members holding shares in physical form are requested to dematerialize their holdings at the earliest as it will not be possible to transfer shares held in physical mode as per extension of the deadline announced by SEBI.

19. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA. Members are requested to write to the Registrar and Share Transfer Agents of the Company, Cameo Corporate Service Limited, Chennai for more information, if any needed, on Nomination facility and/ or to get a copy of Nomination Form, for shares held in physical mode. For shares held in demat mode, Members are requested to contact their respective Depository Participant for availing Nomination facility

20. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The remote e-voting period commences on Sunday, September 12, 2021 (9:00 a.m. IST) and ends on Tuesday, September 14, 2021 (5:00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e September 08, 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 and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<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.nsdl.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 or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
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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

(v) Login method for e-Voting and joining virtual meetings 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.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.

- (vii) 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <GOTHI PLASCON> on which you choose to vote.
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) 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.
- (xvi) **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 "Corporates" 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; plascon747@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.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at **plascon747@gmail.com**. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 . **murali@cameoindia.com**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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.

I. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, brief profile of the Directors seeking re-appointment at the forthcoming Annual General Meeting is as follows:

Particulars	Item no.3
Name of the Director	Mr. Parasmal Gothi
DIN	00600370
Date of Birth	03/02/1939
Date of first appointment on the Board	11/10/1994
Qualification	Matriculation

Experience in specific functional areas	Founder of the company and having few decades of experience in the operations of the company. Manufacturing & Management
List of other Public Companies in which Directorship held	-
Chairman/ Member of the Committee of the Board of Director of the Company	3
Chairman/ Member of the Committee of the other companies in which he/she is a Director	-
Number of Shares held in the Company	0
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Father of Mr.Sanjay Gothi, Managing director of the company

ANNEXURE TO THE NOTICE : Explanatory Statement [Pursuant to Section 102(1) of the Companies Act, 2013] / SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No.3 : Re-appointment of Mr.Parasmal Gothi (DIN: 00600370), who retires by rotation and being eligible, offers himself for re-appointment

Mr.Parasmal Gothi is the founder of the company in whose guidance and direction the company had achieved the present position. A perfect business man who dreamt about this company and a pioneer in his belief for compliances and governance.As per the regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect, Being the founder and the most experienced director on the board , the Board recommends passing of the Special Resolution in relation to re-appointment of Mr.Parasmal Gothi (DIN: 00600370)as an non-executive Director of the Company.

No Director, Key Managerial Personnel or their relatives, except Mr.Parasmal Gothi and Mr Sanjay Gothi is interested or concerned in the resolution set out at Item No. 3 of the accompanying Notice of the AGM.

Place : Chennai
Date : 12/08/2021

Sd/-
Sanjay Gothi
(DIN 00600357)
Chairman and Managing Director

DIRECTOR'S REPORT

Dear Members,

Your Company's Directors are pleased to present the 26th Annual Report of the Company, along with Audited Accounts, for the Financial Year ended 31st March, 2021 along with the auditors report and notes to the accounts thereon which forms part of this report .

FINANCIAL RESULTS

The highlights of the financial of your company are as under:

Rs.(In Lacs)

PARTICULARS	31/03/2021	31/03/2020
Income	357.88	382.39
Total Expenses	109.53	102.38
Profit before depreciation	248.35	280.01
Depreciation	31.71	31.52
Profit / (loss) before Tax	216.64	248.49
Tax Expense	54.52	64.81
Profit / (loss)After Tax	162.12	183.68
Balance in Retained earnings at the beginning of the year	86.86	26.15
Payment Of Dividend & DDT	102.00	122.97
Balance in Retained earnings at the end of the year	146.98	86.86

COURSE OF BUSINESS AND OUTLOOK:

The company had a profit of Rs.162.12 lacs as compared to the previous year of Rs.183.68 lacs . Your Directors are hopeful that the Company's performance will improve in the years to come which is subject to various other prevailing market/ industrial/ economic conditions applicable to the company.

GLOBAL HEALTH PANDEMIC FROM COVID-19:

The COVID-19 pandemic is a global humanitarian and health crisis. The actions taken by various governments to contain the pandemic, such as closing of borders and lockdown restrictions, resulted in significant disruption to people and businesses which will also may have impact on the company's operations . The Company has considered such impact to the extent known and available currently.. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The Company does not foresee any large-scale contraction in demand which could result in significant downsizing of its operations .The agreement / leases that the Company has entered with are majorly towards properties are in general long term in nature and no material changes in terms of those leases are expected due to the COVID-19.

DIVIDEND :

The Board has declared an interim dividend of Rs. 1.00 per equity share of the face value of Rs.10/- each for the financial year ended 31/03/2021 and same is proposed as final dividend for the year ended 31/03/2021.

TRANSFER TO RESERVES:

Your Company does not propose to transfer any amount to the Reserves during the year.

SHARE CAPITAL :

The authorized share capital of the Company is Rs.1,10,000,000 divided into 11,000,000 equity shares of Rs.10 each. At the beginning of the year under review, the issued, subscribed and fully paid up capital was Rs.1,02,000,000 divided into 102,00,000 equity shares of ₹10 each .

There was no change in share capital of the Company during the year under review.

DEPOSITS:

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 during the said financial year. In accordance with the Companies (Acceptance of Deposits) Rules, 2014 (as amended), the monies received from the Directors, if any, has been disclosed under relevant notes to the financial statements.

NUMBER OF MEETINGS OF THE BOARD:

During the year, 8 (Eight) meetings of the Board of Directors were held. The details of the meetings are furnished in the Corporate Governance Report which is attached to this report.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

There are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The particulars of loans, guarantees, securities and investments as covered under the provisions of section 186 of the Companies Act, 2013 are furnished in the financial statements.

DIRECTORS / KEY MANAGERIAL PERSONNEL :

The composition of the Board of Directors of the Company and other details related to the board is furnished in the Corporate Governance Report annexed to this report.

COMMITTEES

The composition of the committees of the Company and other related details is furnished in the Corporate Governance Report annexed to this report.

DECLARATION FROM INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 and Regulation 16 of the SEBI (LODR) Regulations, 2015 that the Independent Directors of the Company meet the criteria of their Independence laid down in Section 149(6).

BOARD EVALUATION :

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (10) of SEBI (Listing Obligations and Disclosure Requirement Regulations) to the extent applicable, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its various Committees. The Directors held separate discussions with each of the Directors of the Company and obtained their feedback on overall Board effectiveness as well as each of the other Directors.

A separate meeting of the independent directors was convened, which reviewed the performance of the Board (as a whole), the Non-Independent director and the Chairman.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management and their remuneration. The salient features of the Remuneration Policy details are stated in the Corporate Governance Report. The Remuneration Policy approved by the Board of Directors is uploaded on the website of the Company www.gothiplascon.com.

ANNUAL RETURN

Pursuant to Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, the Company has placed a copy of the annual return i.e Form MGT 7 on the website of the Company : <http://gothiplascon.com/annual-return/>.

CORPORATE GOVERNANCE:

Your Company has been complying with the principles of good Corporate Governance practices over the years. A report on Corporate Governance is attached to this report as Annexure -I.

SECRETARIAL AUDIT REPORT:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Mr. N.K Bhansali Practicing Company Secretary (Membership No: FCS 3942) to undertake the Secretarial Audit of the Company for the financial year 2020-21. The Secretarial Audit report is annexed as Annexure- II to this report. There has been no qualification, reservation or adverse remark or disclaimer in their Report.

MANAGEMENT DISCUSSION & ANALYSIS REPORT:

As required under SEBI (Listing Obligations and Disclosure Requirements Regulations) Regulations 2015, the Management Discussion and Analysis Report is annexed as Annexure - III to this report.

PARTICULARS OF EMPLOYEES:

The information required pursuant to Section 197 read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company are being annexed as part of the Annual Report as Annexure-IV to this report.

RISK MANAGEMENT:

Your Company continues to have an effective Risk Management. The management continuously oversees the risk management process including identification, impact assessment and drawing mitigation plans. The details of risks perceived by the Management are annexed as part of the Management Discussion and Analysis Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE:

The company's income is mainly from rentals, the information on conservation of energy, technology absorption does not arise and there was no foreign Exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 during the year .

CHANGE IN NATURE OF BUSINESS:

There was no change in the nature of business during the financial year.

DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of Section 134 clause (C) of sub-section (3) of the Companies Act, 2013, the Directors would like to state that:

- (i) In preparation of the annual accounts for the financial year ended March 31, 2021, the applicable accounting standards have been followed and there are no material departures
- (ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the Company for the year under review.
- (iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The directors have prepared the annual accounts on a going concern basis.

(v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

VIGIL MECHANISM / WHISTLE BLOWER MECHANISM:

The Company has a vigil mechanism to deal with instances of fraud and mismanagement, if any. The details of the Policy is posted on the website of the Company.

SECRETARIAL STANDARDS:

The Company state that applicable Secretarial Standards have been duly followed by the Company.

CORPORATE SOCIAL RESPONSIBILITY:

The Company does not fall under the criterion as laid down in Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 hence there is no requirement of constituting Corporate Social Responsibility Committee.

RELATED PARTY TRANSACTIONS:

There are no materially significant related party transactions made 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.

AUDITOR AND AUDIT REPORT :

M/s.Yeshwant Chopra & Co, Charatered Accountants was appointed as Auditors of the Company for a term of 5 (five) consecutive years, at the Annual General Meeting held on June 19, 2017.

The report of the auditor & notes to the accounts thereof are self explanatory and forms part of this report and the contents of the same be read as content of director's report wherever applicable and warranted . The contents of the same be read as part and parcel of the director's report wherever required.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) of the COMPANIES ACT,2013.:

During the year under review, there were no frauds reported by the auditors under Section 143(12) of the Companies Act,2013.

SUBSIDIARIES/JOINT VENTURES/ASSOCIATE COMPANY:

The Company do not have any Subsidiary, Joint Ventures or Associate Company. Hence the requirement of presenting the consolidated financial statements in Annual Report is not applicable.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS/ TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

There are no significant material orders passed by the Regulators/Courts/Tribunal which would impact the going concern status of the Company and its future operations.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Gothi Plascon (India) Limited has an adequate system of internal financial control in place which has been designed to provide a reasonable assurance with regard to maintaining of proper accounting controls, monitoring of operations, protecting assets from unauthorized use or losses, compliance with regulations and for ensuring reliability of financial reporting.

MAINTENANCE OF COST RECORDS:

The maintenance of cost records as specified by the central government under sub-section (1) of section 148 of the Companies Act, 2013, is not required to be done by the company.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been setup by your Company to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed off during the year 2020-21:

- a. No. of complaints received : Nil
- b. No of complaints disposed off : NA

ANNEXURES FORMING A PART OF THIS REPORT OF THE DIRECTORS:

The following annexures referred in this report and other information which are required to be disclosed are attached and forms an Integral part of this report

ANNEXURE	PARTICULARS
I	Corporate Governance Report
II	Secretarial Audit Report
III	Management Discussions and Analysis Report
IV	Information required under section 197 of the Companies Act, 2013
V	Certificate by Chief Executive Officer (CEO) And Chief Financial Officer (CFO)
VI	Certificate On Compliance With The Conditions Of Corporate Governance Under The Listing Agreement

VII	Certificate Of Non-Disqualification Of Directors
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CAUTIONARY STATEMENT:

Statements in this Report, particularly those which relate to Management Discussion & Analysis as explained in the Corporate Governance Report, describing the Company's objectives, estimates and expectations may constitute "forward looking statements" within the meaning of the applicable laws and regulations. Actual results might differ materially from those expressed or implied in the statements depending on the circumstances.

ACKNOWLEDGMENT:

Your directors wish to place on record their appreciation for the continuous support received from the members, customers, suppliers, various statutory bodies of the Government of India and the company's employees at all levels.

Place: Chennai
Date:12/08/2021

By Order of the Board
For GOTHI PLASCON (INDIA) LIMITED
-sd-

Sanjay Gothi
(DIN 00600357)
Chairman and Managing Director

Pls Note that wherever the name of the director appears, the same be read with the DIN as mentioned in page no.: 2

ANNEXURE 'I' TO THE DIRECTOR'S REPORT
CORPORATE GOVERNANCE REPORT

In accordance with the provisions of Regulation 34(3) read with Schedule V and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”), the Directors of the Company have pleasure in presenting the Company’s Report on Corporate Governance for the Financial Year 2020-2021.

1. COMPANY'S PHILOSOPHY

The company is committed to implement sound corporate governance practices with a view to bring transparency, accountability and equity in all facets of its operations and maximizing shareholders value. The company is committed to achieve the good standards of Corporate Governance on continuous basis by laying emphasis on ethical corporate citizenship and establishment of good corporate culture which aims at true Corporate Governance.

Good Corporate governance practices is intrinsic to the management of the affairs of the company . Its businesses focus on getting best returns on assets and capital deployed with minimum risks. Therefore, it always ensures that its targets and performance are met with integrity and accountability to investors and all other associates , governmental and non governmental agencies.

The Company’s philosophy of corporate governance is to achieve business excellence by enhancing the long-term welfare of all its Stakeholders. The Company believes that corporate governance is about creating organizations that succeed in the marketplace with the right approach and values. This will enhance the value for all its Stakeholders.

With emphasis on transparency, integrity and accountability, the Board of Directors adopted the principles of good corporate governance by setting up an Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee.

2. BOARD OF DIRECTORS

(a) The company’s board strength is 4 comprising of 1 executive directors and 3 non-executive directors of which 2 are Independent Directors.

Name	Designation	Category	No. of Board Meetings attended during 2020-21	Whether attended last AGM	No. of directorships in other public companies	No. of committee memberships/ (chairmanship) in other public companies *		Shareholding of the non-executive directors
						Member	Chairman	

Mr.Sanjay Gothi	Managing Director	Executive & Non-independent (Promoter)	8	Yes	Nil	Nil	Nil	45,00,000
Mr.Parasmal Gothi	Director	Non-Executive Non-Independent (Promoter)	1	Yes	Nil	Nil	Nil	-
Mr.Prakash Chand Jain	Director	Non-Executive Independent	8	Yes	Nil	Nil	Nil	1000
Ms.Monicaajit Singh Jain	Director	Non-Executive Independent	8	No	Nil	Nil	Nil	-

*Covers only the membership/chairmanship in Audit Committee and Stakeholders Relationship Committee.

Mr Parasmal Gothi and Mr. Sanjay Gothi directors of the company are related to each other, Mr. Sanjay Gothi being son of Mr. Parasmal Gothi.

The skills/expertise/competence of the board of directors

In the table below, the specific areas of focus or expertise of individual board members have been highlighted. However, the absence of a mark against a member's name does not necessarily mean the member does not possess the corresponding qualification or skills:

Name of Director	Business Leadership	Financial Expertise	Business Experience	Corporate Governance
Mr.Sanjay Gothi	√	√	√	√
Mr.Parasmal Gothi	√	√	√	√
Mr.Prakash Chand Jain	√	√	√	√
Ms.Monicaajit Singh Jain	√	√	√	√

(b). Meetings:

During the year 2020-21, 8 (Eight) Board Meetings were held on the following dates:

29/05/2020, 10/06/2020, 01/07/2020, 01/08/2020, 13/08/2020, 30/10/2020, 10/02/2021 and 17/03/2021.

(c) Directors/Key Managerial Personnel seeking Reappointment:

Mr.Parasmal Gothi (DIN: 00600370) who retires by rotation and being eligible, offers himself for re-appointment

On the recommendation of the Nomination and Remuneration Committee, the Board recommends appointment of Mr Parasmal Gothi..

(d) Disclosure of Director's Interests in Transaction with the Company:

None of the non-executive directors had any pecuniary relationship or transaction with the company pursuant to the provisions of SEBI LODR other than that of sitting fees.

No director has been paid any remuneration as the Director of the Company except the executive director who is being paid remuneration for acting as Managing Director of the Company.

(e) Code of Conduct:

The Board of directors had implemented a Code of Conduct to be applicable to all Board members and Senior Management of the Company. The same has been posted on the Company's website - www.gothiplascon.com

The Board of Directors and Members of the Senior Management, have affirmed compliance with the code of conduct for the financial year 2020-21.

(f) Familiarisation Programmes Imparted To Independent Directors

The details of the same has been posted on the Company's website - www.gothiplascon.com

(g) Confirmation of independence of Independent directors

The Board of the Company confirms that all the Independent directors fulfill the conditions specified in Listing Regulations and are independent of the Management.

(h). None of the Independent Director(s) of the Company resigned before the expiry of their tenure.

3. BOARD COMMITTEES:

3.1 AUDIT COMMITTEE:

I. Terms of Reference:

The Audit Committee of the company has been mandated with the same terms of reference as specified in Part C of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements Regulations) 2015 as well as Section 177 of the Companies Act, 2013.

The Audit Committee reviews all mandatory information under Part C of Schedule II pursuant to Regulation 18 of SEBI LODR, including review of internal auditor observations and statutory compliance.

II. Composition:

The Committee consists of 3 directors. The committee was reconstituted on July 01, 2020 pursuant to Mr.Prakash Chand Jain becoming Chairman of Audit Committee in place of Mrs. Monica Ajith Singh.

Mr.Prakash Chand Jain	Chairman
Mrs. Monica Ajith Singh	Member
Mr.Parasmal Gothi	Member

Among the three members of the Committee, two are Independent. They have considerable financial expertise and experience.

The Chief Financial Officer and the Statutory Auditors are permanent invitees to the committee. The Company Secretary shall act as the secretary to the committee.

III. Meetings and Attendance:

Audit committee meeting held during the year and attendance details

DATE OF MEETING	NO OF MEMBERS PRESENT
29/05/ 2020	3
10/06/2020	2
01/07/2020	2
13/08/2020	2
30/10/2020	2
10/02/2021	2
17/03/2021	2

3.2 NOMINATION & REMUNERATION COMMITTEE:

The Company has constituted 'Nomination and Remuneration Committee', meeting the requirements of Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements Regulations) 2015 as well as Section 178 of the Companies Act, 2013.

(i) Terms of Reference:

The Nomination & Remuneration Committee has been constituted to formulate, review and recommend a policy relating to remuneration of directors, key managerial personnel and other employees. The Committee also formulates the criteria for evaluation of Independent Directors and the Board.

(ii) Composition:

The Committee consists of 3 directors. The committee was reconstituted on July 01, 2020 pursuant to Mr. Prakash Chand Jain becoming Chairman of Audit Committee in place of Mrs. Monica Ajith Singh..

Mr. Prakash Chand Jain	Chairman
Ms. Monica Ajith Singh	Member
Mr. Parasmal Gothi	Member

Among the three members of the Committee, two are Independent.

(iii) Meetings and Attendance:

Nomination and remuneration committee meeting held during the year and attendance details

DATE OF MEETING	NO OF MEMBERS PRESENT
10/06/2020	2
01/07/2020	2
01/08/2020	2

3.3 Remuneration Policy:

The Nomination and Remuneration committee has adopted a Charter which, inter alia deals with the manner of criteria for determining qualifications positive attributes of Independent Directors and a remuneration policy for Directors, key managerial personnel and other employees. This Policy is accordingly derived from the said Charter.

(I) Criteria for Determining Qualifications, Positive Attributes & Independence of Director:

(i) Qualifications of Independent Director:

An Independent director shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, operations or other disciplines related to the company's business.

(ii) Positive attributes of Independent Directors: An independent director shall be a person of integrity, who possesses relevant expertise and experience and who shall uphold ethical standards of integrity and probity; act objectively and constructively; exercise his responsibilities in a bona-fide manner in the interest of the company; devote sufficient time and attention to his professional obligations for informed and balanced decision making; and assist the company in implementing the best corporate governance practices.

(iii) Independence of Independent Directors: An Independent director should meet the requirements of the Companies Act, 2013 and the Listing Agreement concerning independence of directors.

(II) Remuneration Policy for Directors, Key Managerial Personnel and other employees:

(a) NON-EXECUTIVE DIRECTORS (NEDs)

The Non-Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the

maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

(b) MANAGING DIRECTOR(MD) & KEY MANAGERIAL PERSONNEL & OTHER EMPLOYEES:

The objective of the policy is directed towards having a compensation philosophy and structure that will reward and retain talent. The Remuneration to Managing Director is paid salary after taking into account the Company's overall performance, MD's contribution for the same & trends in the industry in general, in a manner which will ensure and support a high performance culture. As per policy The Remuneration to others will be such as to ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

Remuneration to Directors, Key Managerial Personnel and Senior Management will involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

The above criteria and policy are subject to review by the Nomination & Remuneration committee & the Board of Directors of the Company.

3.4 Independent Directors Meeting:

During the year under review, the Independent Directors met once in the year without the attendance of Non- Independent Directors, inter alia, to discuss the following matters:

- i. Evaluation of the performance of Non Independent Directors and Board of Directors as a Whole;
- ii. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
- iii. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

3.5 Stakeholders Relationship Committee

The Stakeholders Relationship Committee was constituted in compliance with the requirements of the Listing Agreement and Section 178 of the Companies Act, 2013.

The Stakeholders Relationship Committee has been constituted by the Board to monitor the redressal of the shareholders / investors grievances. The Committee reviews the status of complaints received from shareholders/investors and redressal thereof. A status report of shareholders complaints and redressal thereof is prepared and placed before the Committee. As on 31st March 2021 no shares / debentures are pending for transfer for more than 15 days.

As required by the regulations of SEBI, the issued and listed capital of the Company is reconciled with the aggregate of the number of shares held by Investors in physical mode and in the demat mode. A certificate is being obtained on a quarterly basis to this effect from a Practicing Company Secretary and submitted to the Stock Exchanges where the Company's Shares are listed.

As on 31st March 2021, there were no differences between the issued and listed capital and the aggregate of shares held by investors in both physical form and in electronic form with the depositories.

Composition

The Committee consists of 3 directors. The committee was reconstituted on July 01, 2020 pursuant to Mr. Prakash Chand Jain becoming Chairman of Audit Committee in place of Mrs. Monica Ajith Singh.

Mr.Prakash Chand Jain	Chairman
Ms. Monica Ajith Singh	Member
Mr.Parasmal Gothi	Member

The Company is in compliance with the SCORES, which has initiated by SEBI for processing the investor complaints through centralized web based redressal system and online redressal of all the shareholders complaints. Details of complaints received and resolved from 1st April, 2020 to 31st March, 2021:

No. of Complaint	Nature of complaint	Status
1	Miscellaneous	Redressed

There were no outstanding complaints as on 31/03/2021.

As on the date of this report Mrs.Megha Somani, Company Secretary of the company is the Compliance Officer.

4 GENERAL BODY MEETINGS:

I. Meeting Details:

Year	Location	Date	Time	Whether any special resolutions passed
2017-2018	A.K.C. Palace, 273 & 274, GST Road, Chrompet, Chennai - 600044	16/08/2018	10:00 a.m	Yes. One (1) Special Resolutions were passed.
2018-2019	Abirami Hall, 1 st Floor, Villianur, Pondicherry – 605110	24/07/2019	02:30 p.m	Yes. Four (4) Special Resolutions were passed.
2019-2020	Video Conferencing or Other Audio Visual Means (VC/OAVM)	01/08/2020	11:00 a,m	Yes. Two (2) Special Resolutions were passed.

II. Postal Ballot:

No resolutions were passed in the year 2020-2021 through Postal Ballot.

5 MEANS OF COMMUNICATION:

The quarterly / half-yearly / annual financial results are published in Trinity Mirror (English Daily) and Makkal Kural (Tamil Daily).

The financial results are also placed on the Company's website :www.gothipluscon.com

6 GENERAL SHAREHOLDER INFORMATION:

6.1 Participation and voting at 26th AGM

Pursuant to the General Circular numbers 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by SEBI, the 26th AGM of the Company will be held through video-conferencing and the detailed instructions for participation and voting at the meeting is available in the notice of the 26th AGM.

Day and Date	Wednesday 15/09/2021
Time	11:00 A.M
Deemed Venue	17/5B,1A,Vazhudavur Road, Opp to Agri. Research centre, Kurumbapet,Pondicherry-605009
Mode	Video conference and other audio-visual means
Financial year	April 1, 2021 to March 31, 2022
Book closure date	09 th September, 2021 to 15 th September 2021, both days inclusive.
Listed on Stock Exchange	Bombay Stock Exchange
Annual Listing Fees	The Listing Fees for the FY 2021-2022 has been paid timely to the aforesaid Stock Exchanges.
Stock Code	531111
ISIN	INE 538001018

6.2 Tentative Financial Reporting Calendar :

Financial reporting 2021-2022	From	To	Date
1 st quarter	April	June	On or before August 14, 2021
2 nd quarter	July	September	On or before November 14, 2021
3 rd quarter	October	December	On or before February 14, 2022
4 th quarter	January	March	On or before May 30, 2022
Annual general meeting	April 2021	March 2022	On or before 30/09/2022

6.3 Market price data:

High and low prices of Equity shares in the financial year 2020-21 were as follows

MONTH	BOMBAY STOCK EXCHANGE	
	HIGH (Rs)	LOW (Rs)
APRIL 2020	7.50	7.50
MAY 2020	7.87	7.87
JUNE 2020	8.25	8.25
JULY 2020	15.12	13.78
AUGUST 2020	15.30	12.00
SEPTEMBER 2020	14.28	13.80
OCTOBER 2020	14.49	13.00
NOVEMBER 2020	16.24	12.60
DECEMBER 2020	13.20	11.78
JANUARY 2021	22.34	20.54
FEBRUARY 2021	22.15	19.60
MARCH 2021	19.70	18.90

6.4 Performance in comparison to broad based indices

GOTHI PLASCON v/s BSE Sense



6.5 Registrar and Share Transfer Agent :

Cameo Corporate Service limited
Subramaniam Building
1, Club house Road,
Chennai – 600 002.

6.6 Share Transfer System:

The Share Transfer work is being handled by Company's Registrar and Transfer Agents. Share transfers are processed and share certificates duly endorsed are returned within the stipulated period as specified under the Companies Act, 2013 and the listing agreement with the Stock Exchange, from the date of receipt if the documents are correct and valid in all respects.

The Company obtains from a Company Secretary in Practice half-yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements Regulations) Regulations 2015 and files a copy of the said certificate with the Stock Exchange. As on 31-03-2021 there were no valid requests pending for transfer of shares.

6.7 Distribution of Shareholding As on 31st March 2021

	Category	Number of Shares held	% of holding
1	Promoters		
	-Indian	74,86,000	73.39
	-Foreign	Nil	Nil
2.	Persons acting in concert	Nil	Nil
3.	Institutional Investors		
	a. Mutual Funds & UTI	Nil	Nil
	b. Banks, Financial Institutions, Insurance Companies (Central/State Govt. Inst./Non-Govt. Inst)	Nil	Nil
	c. FIIs	Nil	Nil
4.	Others		
	-Bodies Corporate	50,900	0.50
	-Indian Public	25,89,600	25.39
	-NRIs / OCBs	35,600	0.35
	-LLP	Nil	Nil
	Other than specified above Clearing Members & HUF	37,900	0.37
	Total	102,00,000	100.00
	Paid-up Shares	102,00,000	100.00

6.8 Distribution Schedule As on 31st March, 2021

Sl.No.	Category of Shares	Share holders		Share amount	
		No.	%	No.	%
1	10 – 5000	5015	83.64	10397000	10.19
2	5001 - 10000	600	10.01	5339000	5.24
3	10001 - 20000	217	3.62	3360000	3.30
4	20001 - 30000	65	1.08	1673000	1.64
5	30001 - 40000	26	0.43	912000	0.89
6	40001 - 50000	31	0.52	1432000	1.40
7	50001 - 100000	31	0.52	2294000	2.25
8	100001 and above	11	0.18	76593000	75.09
Total		5996	100	1020,00,000	100

6.9 Bifurcation of shares held in physical and demat form as on 31st March, 2021

Physical segment	17,89,719	17.55
Demat segment		
NSDL(A)	82,52,281	80.90
CDSL(B)	1,58,000	1.55
Total (A+B)	84,10,281	82.45
Total	102,00,000	100.00

6.10 Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, Conversion Date and Likely Impact on Equity

As on date, the Company has not issued GDRs, ADRs or any other Convertible Instruments and as such, there is no impact on the equity share capital of the Company.

6.11 Commodity price risk or foreign exchange risk and hedging activities

Not Applicable

6.12 Operational location and Address for Correspondence

17/5B,1A,Vazhudavur Road,
Opp to Agri. Research centre,
Kurumbapet,Pondicherry-605009
Ph:0413-2271115

6.13 List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listing entity involving mobilization of funds, whether in India or abroad

Not applicable

7 DISCLOSURES:

I. Related Party Transactions:

There has been no materially significant related party transaction with promoters, directors, management or their relatives which may have a potential conflict with the interests of the company.

II. Details of non-compliance by the Company, penalties, strictures imposed by Stock Exchange, SEBI or any statutory authority, on any matter related to the capital markets during the last three years –

There have been no instances of non-compliance by the company on any matters related to the capital markets, nor as any penalty or stricture been imposed on the Company by Stock Exchange, SEBI or any other Statutory authority.

III. Whistle Blower Policy/Vigil Mechanism:

The Company has adopted Whistle Blower Policy where it has a mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Code of Conduct / Business Ethics. No personnel have been denied access to the Audit Committee. The Company has established whistle blower policy and the same is available on the website of the Company: www.gothiplascon.com

IV. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements:

During the year, the Company has complied with the mandatory requirements of the Listing Regulations to the extent applicable.

V. The Company has complied with all non-mandatory requirements and discretionary requirements as per Schedule II Part E of the SEBI Listing Regulations:

i. The quarterly and half-yearly financial results are published in the newspaper and are also posted on the website of the Company and hence, it is not being sent to the Shareholders.

ii. The internal auditors of the Company makes presentation to the Audit Committee on their reports.

iii. The Company's financial statement for the year 2020-21 does not contain any audit qualification. The Company's audited financial statements are accompanied with unmodified opinion from the Statutory Auditor of the Company.

VI. Policy for determining ‘material’ subsidiaries :

Pursuant to Regulation 16(1)(c) of the Listing Regulations, the Company has formulated a policy for determining a “material” subsidiary, the details of which is available on the website of the Company : www.gothiplascon.com .

VI. Policy on dealing with related party transactions :

Details of the Policy on dealing with related party transactions is available on the website of the company : www.gothiplascon.com.

VII. Policy on Preservation Of Documents

In accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Regulations”) the company has formulated the policy on preservation of documents which is available on the website of the Company : www.gothiplascon.com .

VIII. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A)

Not applicable

IX. Disclosure of accounting treatment

There was no deviation in following the treatments prescribed in any of Accounting Standards (AS) in the preparation of the financial statements of your Company.

8 Details of fees paid to Statutory Auditor

Statutory Auditor: M/s.Yeshwant Chopra & Co,Charatered Accountants

a) Statutory audit fee - Rs. 2,00,000

9 DETAILS OF SEXUAL HARASSMENT COMPLAINTS RECEIVED AND REDRESSED : NIL

10 COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations, to the extent as applicable, with regards to Corporate Governance.

11 CEO/CFO / PCS CERTIFICATION:

i. A Compliance Certificate in accordance with Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 given by the Mr. Sanjay Gothi ,Managing Director & Chief Executive officer (CEO) and Mr. Rajesh Jain ,Chief Financial Officer (CFO) of the Company give forms part of the Annual Report as ‘Annexure- V’

ii. A certificate On Compliance With The Conditions Of Corporate Governance Under The Listing Agreement (Schedule V Part E) forms part of the Annual Report as 'Annexure- VI'

iii. A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority forms part of the Annual Report as 'Annexure- VII'

For and on behalf of the Board

Sd/-

Mr. Sanjay Gothi

(DIN 00600357)

Chairman and Managing director

Place : Chennai
Date : 12/08/2021

Annual Compliance of the Code of Conduct for the Financial Year 2020-2021

I, Sanjay Gothi, Managing Director of the Company, hereby declare that the Board of Directors have laid down a code of conduct for its Board Members and Senior Management Personnel of the Company pursuant to the Schedule V (Part D) of SEBI (Listing Obligations and Disclosure Requirements Regulations), 2015, have affirmed compliance with the said code of conduct.

For and on behalf of the Board

Sd/-

Mr. Sanjay Gothi

(DIN 00600357)

Chairman and Managing Director

Place : : Chennai
Date : 12/08/2021

ANNEXURE II - SECRETARIAL AUDIT REPORT

FORM –MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31/03/2021

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

To

The Members,

GOTHI PLASCON (INDIA) LIMITED

CIN No: L45400PY1994PLC008380

17/5B,1A,Vazhudavur Road,

Opp to Agri. Research centre,

Kurumbapet,Pondicherry-605009

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GOTHI PLASCON (INDIA) LIMITED (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts with statutory compliances and expressing our opinion thereon.

Based on our verification of the company books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31/03/2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s **GOTHI PLASCON (INDIA) LIMITED** for the financial year ended on March 31, 2021, according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made there under;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations(2015) as applicable from time to time;
 - c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - d) The Securities and Exchange Board of India (Listing Obligations and disclosure requirements) Regulations,2015;

I have also examined compliance with the applicable clauses of the following

- i. The listing agreement entered into by the company with Bombay Stock Exchange Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
- ii. Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

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

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent adequately in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. All the decisions at the Board Meetings are carried out unanimously as recorded in the minutes of the meetings.

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

I further report that during the audit period there were no incidence / events / actions having a major bearing on the Company's affairs in pursuance of the various laws, rules, regulations, guidelines, standards, etc. referred to above.

For N.K.BHANSALI & CO.,
Company Secretaries
sd/-
(N.K.BHANSALI)
Proprietor
C.P No:2321 FCS No. 3942
UDIN : F003942C000716467

Place: Chennai
Date:31/07/2021

Due to the Covid – 19 Pandemic and the restrictions faced due to the same, physical verification of documents / records have been impacted and hence reliance has been placed on the scanned / soft copies of various documents / records which were provided by the Company.

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

Annexure A

To
The Members,
GOTHI PLASCON (INDIA) LIMITED
CIN No: L45400PY1994PLC008380
17/5B,1A,Vazhudavur Road,
Opp to Agri. Research centre,
Kurumbapet,Pondicherry-605009

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

1. It is the management's responsibility to identify the laws, rules, regulations, guidelines and directions which are applicable to the company depending upon the industry in which it operates and to comply and maintain those records with the same in letter and in spirit. Our responsibility is to express opinion on these records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the secretarial records .The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required we have obtained the management's representations about the compliance of laws, rules, regulations, guidelines and directions and happening of event etc.,
5. This report 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

For N.K.BHANSALI& CO.,
Company Secretaries
sd/-
(N.K.BHANSALI)
Proprietor
C.P No:2321 FCS No. 3942

Place: Chennai
Date:31/07/2021

ANNEXURE 'III' TO THE DIRECTOR'S REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

We the Board of Directors, present its analysis covering performance of the Company for the year 2020 - 2021 and the business outlook for the future.

The business outlook performance is based on the current business environment and do not include any economic variation.

(a) Industry structure and developments.

The Real Estate sector in India commands high importance in the Government's agenda due to its position as the second-largest employer after agriculture. This is reflected in the series of reforms that the Government has rolled out for the sector over the last few years to improve formalization, increase customer-centricity, reduce regulatory complexities, minimize compliance costs and taxation, and enhance access to capital.

In recent years, the sector has undergone a structural change, with the introduction of reforms such as the Real Estate (Regulation and Development) Act (RERA), the Goods and Services Tax (GST), and the Insolvency and Bankruptcy Code (IBC). Together, they have helped formalise the sector, which previously was largely unorganised.

Though Financial year 2020-21 was one of the most challenging years of our lifetime. Innumerable lives, jobs and growth prospects were lost due to the corona virus induced pandemic. The unprecedented health hazard continued to disrupt the lives and livelihoods of millions of people across the globe throughout the year.

While the ongoing pandemic has challenged the survival of some small businesses, it has also opened up avenues for listed and large players with scale and agility as their advantage.

The real estate sector is anticipated to undergo further consolidation. With demand sentiment improving, execution of projects back at pre-Covid levels, and incentives for buyers like lowest interest rates and schemes for achieving housing for all by the Government of India, we trust that the coming years will be better operationally and will also give us an edge over the other sectors.

We need to review and monitor with great caution, the short-to-medium term impact of the second and a probable third wave of the pandemic while continuing to work on more efficient ways of tackling its economic impact.

(b) Opportunities

The outbreak of Second Wave of COVID pandemic could impact the demand, economic environment/economic policies. At the same time, government thrust on vaccination will soon

reduce the impact of pandemic. Government initiatives like make in India will give good opportunity for growth.

Government of India along with the governments of respective States has taken several initiatives to encourage development in the sector.

Infrastructure has a significant impact on land and the built environment and once again is a principal and critical issue affecting real estate this year.

(c) Threats , Risks And Concerns

The Coronavirus pandemic led to a hard stalling of economic activity as the Government implemented a severe lockdown, travel and trade restrictions, and social distancing measures.

The Company is exposed to a number of risks such as economic, regulatory, taxation and environmental risks as well as sectoral investment outlook. Some risks that may arise in the normal course of business and could impact its ability to address future developments comprise credit risk, liquidity risk, counterparty risk, regulatory risk, commodity inflation risk and market risk.

A new risk emanating from the COVID-19 pandemic has also emerged which could affect our business. The Company's strategy is exposed to economic and market conditions.

Its to be noted that Negative implications on real estate are immediate. Uncertainty about changes to trade and any Unfavourable changes in government policies and the regulatory environment can adversely impact the performance of the sector.

(d) Segment –wise or product -wise performance :

During the financial year ended March 31, 2021 the Company operated only in one segment of business viz, real estate and other related services.

(e) Outlook

With the Indian economy expected to slightly bounce back in the second half of FY2020-21 after lifting of lockdown and pandemic related restrictions and reforms and support package announced by the government, the macro environment was also expected to turn positive and encouraging.

(f) Internal control systems and their adequacy

The Company's internal controls are commensurate with nature, size & complexities of operations. The internal control system ensures compliance with all applicable laws and regulations and facilitates optimum utilization of available resources and protects the interests of all stakeholders. The Company has clearly defined policies to ensure a smooth conduct of its business.

(g) Discussion on financial performance with respect to operational performance :

The company had a profit of Rs.162.12 lacs as compared to the previous year of Rs.183.68 lacs .

(h) Material developments in Human Resources / Industrial Relations front, including number of people employed. : There is no material development in human resources and industrial relations are cordial.

The total employees as at the year end were 24 and the employer-employee relations have been cordial throughout the year.

(i) details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor, including: NIL

(j) details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof : The return on net worth for the financial year is 14% as compared to 17% in the previous year

Accounting Treatment in preparation of Financial Statements

The Company has prepared the Financial Statements in accordance with the Indian Accounting Standards (Ind AS) to comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the relevant provisions of the Act, as applicable.

ANNEXURE 'IV' TO THE DIRECTOR'S REPORT

PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197(12) AND THE RELEVANT RULES

1. Disclosure pursuant to Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel)Rules,2014

i. The ratio of the remuneration of each director to the median employee's remuneration of the company for the financial year :

Sl.No.	Name	Designation	Ratio
i.	Sanjay Gothi	Managing Director	6.88

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

KMP	% Increase
Managing director	72.72
Company secretary	14.28

- iii. The percentage increase in the median remuneration of employees in the financial year: 10.82%
- iv. The number of permanent employees on the rolls of company : 24
- v. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof : Nil
- vi. The board Affirms that the remuneration is as per the remuneration policy of the company

2. Disclosure pursuant to Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel)Rules,2014 – NIL

ANNEXURE 'V' TO THE DIRECTOR'S REPORT

**CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)
CERTIFICATION (Pursuant to Regulation 17(8) of SEBI (LODR) Regulations,2015)**

To
The Board of Directors,
GOTHI PLASCON (INDIA) LIMITED
CIN No: L45400PY1994PLC008380
17/5B,1A,Vazhudavur Road,
Opp to Agri. Research centre,
Kurumbapet,Pondicherry-605009

We the undersigned in our respective capacity as CEO and CFO of the company to the best of our knowledge and belief certify that:

A. We have reviewed the financial statement and the cash flow statement for the year ended 31/03/2021 and based on our knowledge and belief we state that :

- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.

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

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

- (i) that there are no significant changes in internal control over financial reporting during the year;
- (ii) that there are no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- (iii) that there are no Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place : Chennai
Date: 12/08/2021

sd/-
Sanjay Gothi.
Managing Director & CEO
(DIN:00600357)

sd/-
Rajesh Jain
Chief Financial Officer
(PAN: ADDPR7077C)

ANNEXURE 'VI' TO THE DIRECTOR'S REPORT

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE (Schedule V Part E)

To
The Members,
GOTHI PLASCON (INDIA) LIMITED
CIN No: L45400PY1994PLC008380
17/5B,1A,Vazhudavur Road,
Opp to Agri. Research centre,
Kurumbapet,Pondicherry-605009

1. I have examined the compliance of the conditions of Corporate Governance by M/S GOTHI PLASCON (INDIA) LIMITED ('the Company') for the year ended 31st March 2021, as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations).
2. The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the company.
3. In my opinion and to the best of my information and according to the explanations given to me, and the representations made by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations during the year ended 31st March 2021.
4. I further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

Date: 31/07/2021

Place:Chennai

For N.K.BHANSALI & CO
sd/-
Company Secretaries
(N. K. BHANSALI)
Proprietor
C.P No:2321 FCS No. 3942
UDIN: F003942C000716491

Due to the Covid – 19 Pandemic and the restrictions faced due to the same, physical verification of documents / records have been impacted and hence reliance has been placed on the scanned / soft copies of various documents / records which were provided by the Company.

ANNEXURE 'VII' TO THE DIRECTOR'S REPORT

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,
GOTHI PLASCON (INDIA) LIMITED
CIN No: L45400PY1994PLC008380
17/5B,1A,Vazhudavur Road,
Opp to Agri. Research centre,
Kurumbapet,Pondicherry-605009

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of GOTHI PLASCON (INDIA) LIMITED having CIN L45400PY1994PLC008380 and having registered office at 17/5B,1A,Vazhudavur Road, Opp to Agri. Research centre, Kurumbapet,Pondicherry-605009 (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 my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www. mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers. I hereby certify that none of the Directors on the Board of the Company for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of the Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion 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.

Date: 31/07/2021
Place: Chennai

For N.K.BHANSALI & CO
Company Secretaries
sd/-
(N. K. BHANSALI)
Proprietor
C.P No:2321 FCS No. 3942
UDIN: F003942C000716445

Due to the Covid – 19 Pandemic and the restrictions faced due to the same, physical verification of documents / records have been impacted and hence reliance has been placed on the scanned / soft copies of various documents / records which were provided by the Company.

INDEPENDENT AUDITORS REPORT

To,

The Members of Gothi Plascon (India) Limited

Puducherry

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of Gothi Plascon (India) Limited (“the Company”), which comprise the balance sheet as at March 31, 2021, and the Statement of Profit and Loss (including other comprehensive Income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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 (‘Act’) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the 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 in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor’s responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

EMPHASIS OF MATTER

Generic Note

Due to outbreak of COVID-19 globally and in India, the Company’s management has made initial assessment of likely adverse impact on business and financial risks, and believes that the impact is likely to be short term in nature. The management does not see any medium to long term risks in the Company’s ability to continue as a going concern and meeting its liabilities as and when they fall due.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. We did not come across any matter of such material significance to be reported in this section.

Management’s responsibility for the financial statements

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

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

The board of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our 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"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d. in our opinion, the aforesaid financial statements comply with the Accounting Standards notified under section 133 of companies Act,2013 (the "Act") as per Companies (Indian Accounting Standard (Ind As)) Rules, 2015
 - e. On the basis of written representations received from the directors as on March 31, 2021 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.

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.

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

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

For and on behalf of
Yeswant Chopra & Co
Chartered Accountants
Firm’s registration number: 010542S
Sd/-

Yeswant Chopra
Proprietor
Membership number: 212296
Place: Chennai
Date: 14/06/2021
Udin: **21212296AAAAFE4491**

Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2021:

- 1)
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
 - (b) The Fixed Assets have been physically verified by the management at reasonable intervals which in our opinion, is reasonable having regard to the size of the company and nature of its business. No material discrepancies between the books records and the physical fixed assets have been noticed.
 - (c) According to the information and explanation given to us, the record examined by us and based on the examination of conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and building which are freehold, are held in the name of the company as at the balance sheet date
- 2)
 - (a) The management has conducted the physical verification of inventory at reasonable intervals.
 - (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.

4) In our opinion and according to the information and explanations given to us, the company has complied with the provision of the section 185 & 186 of the Act, in respect of grant of loans, making investments and providing guarantees, and securities

5) The Company has not accepted any deposits from the public during the year and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Service Tax, Cess, Gst and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable.

b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax ,Gst outstanding on account of any dispute.

8) In our opinion and according to the information and explanations given to us, the Company has not taken any loan from any banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures. Hence this clause is not applicable and not commented upon.

9) Based upon the audit procedures performed and the information and explanations given by the management, the company has utilized the money raised by public issue for the purpose for which it was disclosed in the prospectus.

10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;

- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For and on behalf of

Yeswant Chopra & Co

Chartered Accountants

Firm's registration number: 010542S

Sd/-

Yeswant Chopra

Proprietor

Membership number: 212296

Place: Chennai

Date: 14/06/2021

Udin: **21212296AAAAFE4491**

“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of Gothi Plascon India Limited

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 Gothi Plascon India Limited

(“the Company”) as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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. 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

Opinion

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

For and on behalf of

Yeswant Chopra & Co

Chartered Accountants

Firm's registration number: 010542S

Sd/-

Yeswant Chopra

Proprietor

Membership number: 212296

Place: Chennai

Date: 04/06/2021

Udin: **21212296AAAAFE4491**

Balance Sheet as on 31st March, 2021

(Rs. In actual denomination except for share and per share data, unless otherwise stated)

Particulars	Notes	As at	
		31st March 2021	31st March 2020
ASSETS			
<i>Non Current Assets</i>			
Property, Plant and Equipment	4	6,74,94,911	7,02,02,049
Deferred Tax Assets		-	
Other Non Current Assets	5	45,000	45,000
Total Non Current Assets		6,75,39,911	7,02,47,049
<i>Current Assets</i>			
Inventories			
Financial Assets			
a. Inventories	6	66,010	-
b. Trade Receivables	7	33,862	
c. Cash and Cash Equivalents	8	12,64,553	21,03,601
c. Other Financial Assets			
Other Current Assets	9	7,26,71,444	6,03,57,700
Total Current Assets		7,40,35,869	6,24,61,301
TOTAL ASSETS		14,15,75,780	13,27,08,350
EQUITY AND LIABILITIES			
<i>Equity</i>			
Equity Share Capital	10	10,20,00,000	10,20,00,000
Other Equity		1,46,97,334	86,85,653
Total Equity		11,66,97,334	11,06,85,653
<i>Liabilities</i>			
<i>Non Current Liabilities</i>			
Financial Liabilities			

a. Borrowings			
b. Other Financial Liabilities			
Provisions			
Deferred Tax Liabilities (Net)		5,75,163	3,40,824
Other Non Current Liabilities	11	2,10,40,000	2,10,60,000
Total Non Current Liabilities		2,16,15,163	2,14,00,824
Current Liabilities			
Financial Liabilities			
a. Borrowings			
b. Other Financial Liabilities			
Provision for Taxes	12	24,98,603	-
Current Tax Liabilities			
Other Current Liabilities	13	7,64,680	6,21,873
Total Current Liabilities		32,63,283	6,21,873
TOTAL LIABILITIES		2,48,78,446	2,20,22,697
NOTES (including Significant Accounting Policies) FORMING PART OF THE FINANCIALS STATEMENTS	1-3		
TOTAL EQUITY AND LIABILITIES		14,15,75,780	13,27,08,350

The accompanying notes form an integral part of these Financial Statements

As per our report of even date attached

Yeswant Chopra & Co.,

Chartered Accountants

(Firm Registration N. 10542S)

SD/-

(YESWANT CHOPRA)

Proprietor

Membership N. 0212296

Chennai

June 14th, 2021

For and On Behalf of the Board of Directors

SD/-

PARASMAL GOTHI

Director

DIN :

00600370

SD/-

RAJESH JAIN

CFO

(PAN:ADDPR7077C)

SD/-

SANJAY GOTHI

Managing

Director

DIN :

00600357

SD/-

MEGHA

SOMANI

COMPANY

SECRETARY

(A36303)

Statement of Profit and Loss

(Rs. In actual denomination except for share and per share data, unless otherwise stated)

Particulars	Notes	Year Ended	
		31st March 2021	31st March 2020
INCOME			
Revenue from Operations	14	3,57,84,173	3,81,17,305
Other Operating Income			
Other Income	15	4,027	1,21,852
TOTAL INCOME		3,57,88,200	3,82,39,157
EXPENSES			
Purchases of Stock in Trade	16	1,98,638	-
Changes in Inventories of Stock in Trade	17	(66,010)	-
Employee Benefit Expenses	18	42,91,071	46,85,907
Finance Costs	19	1,01,922	6,549
Depreciation and Amortisation Expense	4	31,71,103	31,52,255
Other Expense	20	64,27,375	55,45,667
TOTAL EXPENSES		1,41,24,099	1,33,90,379
PROFIT BEFORE EXTRAORDINARY ITEMS AND TAXES		2,16,64,101	2,48,48,778
Extraordinary/Exceptional Items		-	-
PROFIT BEFORE TAXES		2,16,64,101	2,48,48,778
Tax Expenses			
Current Tax Expenses for Current Year		52,18,081	60,06,143
Current Tax Expenses for Prior Year		-	1,34,157

Deferred Tax/Assets	2,34,339	3,40,824
PROFIT FOR THE YEAR	1,62,11,681	1,83,67,654
Earnings Per Equity Share (Equity Shares of par value of Rs.10 each)		
Basic	1.59	1.80
Diluted	1.59	1.80
Number of Equity Shares		
Basic	10200000	10200000
Diluted	10200000	10200000

The accompanying notes form an integral part of these Financial Statements

As per our report of even date attached

Yeswant Chopra & Co.,
Chartered Accountants
(Firm Registration N. 10542S)

SD/-
(YESWANT CHOPRA)

Proprietor
Membership N. 0212296
Chennai
June 14th, 2021

For and On Behalf of the Board of Directors

SD/-
PARASMAL GOTHI
Director
DIN :
00600370

SD/-
RAJESH
JAIN
CFO
(PAN:ADDPR7077C)

SD/-
SANJAY GOTHI
Managing
Director
DIN :
00600357
SD/-
MEGHA
SOMANI
COMPANY
SECRETARY
(A36303)

Statement of Cash Flows

(Rs. In actual denomination except for share and per share data, unless otherwise stated)

Particulars	Notes	For The Year Ended	
		31st March 2021	31st March 2020
A. Cash Flows from Operation Activities:			
Profit for the year		1,62,11,681	1,83,67,654
Adjustments to reconcile profit for the year to net cash generated from operating activities			
(Gain) / loss on sale of property, plant and equipment - Net			-
Income tax expense		54,52,420	64,63,973
Depreciation and amortisation expense		31,71,103	31,52,255
Interest (income)/expenses - Net		97,895	(1,15,303)
Changes in Operating Assets and Liabilities:			
(Increase)/Decrease in Inventories		(66,010)	-
(Increase)/Decrease in Trade Receivable		(33,862)	-
(Increase)/Decrease in Other Current Assets		(1,23,13,744)	(74,47,642)
(Decrease)/Increase in Other Non Current Liabilities		(20,000)	-
(Decrease)/Increase in Other Current Liabilities & provision for Taxes		26,41,410	5,09,373
Cash generated from operating activities before taxes		1,51,40,893	2,09,30,310
Income taxes paid		52,18,081	55,18,945
Net cash generated from operating activities		99,22,812	1,54,11,365
B. Cash Flows from Investing Activities:			
Purchase of property, plant and equipment		(4,63,965)	(13,01,573)

Proceeds from sale of property, plant and equipment		
Interest received/(Paid)	(97,895)	1,15,303
Net cash generated from/(used in) investing activities	(5,61,860)	(11,86,270)
C. Cash Flows from Financial Activities:		
Repayment of loans and borrowings		
Proceeds from loans and borrowings		-
Interest paid on loans and borrowings		
Divident paid to owners of the Company (including Tax)	(1,02,00,000)	(1,22,97,120)
Net cash used in financing activities	(1,02,00,000)	(1,22,97,120)
	-	
Net decrease in cash and cash equivalents during the year	(8,39,048)	19,27,975
Cash and cash equivalents at the beginning of the year	21,03,601	1,75,626
Cash and cash equivalents at the end of the year	12,64,553	21,03,601

The accompanying notes form an integral part of these Financial Statements

As per our report of even date attached

For and On Behalf of the Board of Directors

Yeswant Chopra & Co.,
Chartered Accountants
(Firm Registration N. 10542S)

SD/-
PARASMAL GOTHI
Director
DIN : 00600370

SD/-
SANJAY GOTHI
Managing
Director
DIN : 00600357

SD/-
(YESWANT CHOPRA)

SD/-
RAJESH JAIN

SD/-
MEGHA SOMANI
COMPANY
SECRETARY

Proprietor
Membership N. 0212296
Chennai
June 14th, 2021

CFO
PAN:
ADDPR7077C

(A36303)

Notes to Financial Statements

Note 1. The Company Overview

Gothi Plascon (India) Limited (or the “Company”), is a pioneer in real estate has excelled over the years to offer an array of professional services in the realty business.

Gothi Plascon (India) Limited is a public limited company incorporated and domiciled in India. The address of its registered office is , Gothi Plascon (India) Limited, 17/5B,1A ,Vazhudavur Road, Kurumbapet, Puducherry - 605009, India. The company has its primary listing with BSE Ltd. (Bombay Stock Exchange) .Company is Engaged in business of renting of Immovable Properties and interest on loan granted.

Note 2. Basis of preparation of financial statements

I. Statement of compliance and basis of preparation

These financial statements are prepared in accordance with Indian Accounting Standards (“Ind AS”), the provisions of the Companies Act, 2013 (“the Companies Act”), as applicable and guidelines issued by the Securities and Exchange Board of India (“SEBI”). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. Accounting policies have been applied consistently to all periods presented in these financial statements. The financial statements correspond to the classification provisions contained in Ind AS 1, “Presentation of Financial Statements”. For clarity, various items are aggregated in the statements of profit and loss and balance sheet. These items are disaggregated separately in the notes to the financial statements, where applicable.

All amounts included in the financial statements are reported in actual denominations of Indian rupees except share and per share data, unless otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures. Previous year figures have been regrouped/re-arranged, wherever necessary.

II. Basis of measurement

These financial statements have been prepared on a historical cost convention and on an accrual basis.

III. Use of estimates and judgement

The preparation of the financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are included in the following notes:

a. Revenue Recognition

Revenue has been measured based on fair value of the consideration received/receivable.

b. Income Tax

The major tax jurisdiction for the Company is in India. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax

assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods. Income Taxes have been calculated based on The Income Tax Act, 1961 read with Rules thereunder.

c. Deferred Tax

Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry forwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realisable, however, could be reduced in the near term if estimates of future taxable income during the carry-forward period are reduced.

d. Useful lives of property, plant and equipment

The Company depreciates property, plant and equipment on a straight-line basis over estimated useful lives of the assets. The charge in respect of periodic depreciation is derived based on an estimate of an asset's expected useful life and the expected residual value at the end of its life. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology. The estimated useful life is reviewed at least annually.

IV. Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

Note 3: Significant accounting policies

i. Functional and presentation currency

These financial statements are presented in Indian rupees, which is the functional currency of the Company.

ii. Cash and cash equivalents

The Company's cash and cash equivalents consist of cash on hand and in banks, which can be withdrawn at any time, without prior notice or penalty on the principal.

iii. Equity

a. Share capital and share premium

The authorised share capital of the Company as of March 31, 2021 is Rs.11,00,00,000 divided into 1,10,00,000 equity shares with voting rights of Rs.10 each.

Every holder of the equity shares, as reflected in the records of the Company as of the date of the shareholder meeting shall have one vote in respect of each share held for all matters submitted to vote in the shareholder meeting.

b. Retained earnings

Retained earning represent the surplus/(deficit) of the statement of profit or loss. The amount that can be distributed by the company to its equity shareholder is determined based on the financial statements of the company and also considering the requirement of Companies Act, 2013.

c. Details of Dividend paid/proposed

A dividend of Rs.1 per share has been recommended on equity shares for the year ended March, 2021 and same has been paid during the year.

V. Property, plant and equipment

a. Recognition and measurement

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalised as part of the cost.

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

b. Depreciation

The Company depreciates property, plant and equipment over the estimated useful life on a straight-line basis from the date the assets are available for use. The Management estimate of useful live in accordance with schedule II to the Companies Act, 2013.

The estimated useful lives of assets are as follows:

Category	Useful Lives
Computer equipment	3 Years
Electrical Installations	10 Years
Motor Car	10 Years
Office Equipment	5 Years
Buildings	30 Years

VI. Non-current advances

The Company measures advance received as deposits against property rented at their actual amounts.

VII. Other Income

Other Income comprises of interest income on loans advanced, which is measured through fair value measurement using accrual basis of accounting.

VIII. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefit will flow to the company and the revenue can be reliably measured. The Following specific recognition criteria must also be met before revenue is recognized.

Sale of Goods

Revenue from sale of goods is recognised on transfer of all significant risks and reward of ownership to the Buyer. The amount recognised as sale is exclusive of sales tax/vat and are net of Returns

Sales of Service:

Revenue from rented properties is is recognised over time on satisfying performance obligation as per agreement, that is ,by reference to the period in which service are being rendred.

Interest income is recognised on a time proporation basis taking into account the amount outstanding and the applicable interest rate.

IX. Taxes

a. Income Tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted as at the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and liability simultaneously.

b. Deferred Tax

Deferred Tax assets arising from unabsorbed depreciation or carry forward losses are recognized only if there is virtual certainty of realization of such amounts. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realization in future. Deferred tax assets are reviewed at each Balance Sheet date to reassess their reliability.

X. Earnings per share

Basic earnings per share is computed using the number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be anti-dilutive.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any splits and bonus shares issues including for change effected prior to the approval of the financial statements by the Board of Directors.

XI. Cash Flow Statement

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

XII. Investments and other financial assets:

Initial recognition

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

Subsequent measurement

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

(a) Financial Assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets is included in finance income using the effective

interest rate ("EIR") method. Impairment gains or losses arising on these assets are recognised in the Statement of Profit and Loss.

(b) Financial Assets measured at fair value

Financial assets are measured at fair value through other comprehensive income (FVOCI) if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Statement of Profit and Loss.

Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets and credit risk exposures.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Simplified approach does not require the Company to changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognised during the period is recorded as expense/ income in the Statement of Profit and Loss.

De-recognition of Financial Assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Equity investments

All equity investments in the scope of Ind AS 109, Financial Instruments, are measured at fair value. For equity instruments, the Company may make an irrevocable election to present the subsequent fair value changes in Other Comprehensive Income (OCI). The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. Equity instruments included within the FVTPL (fair value through profit and loss) category are measured at fair value with all changes in fair value recognized in the profit or loss.

XIII. Financial Liabilities

Initial Recognition

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL, loans and borrowings and payables as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement

Financial liabilities at FVPL

Financial liabilities at FVPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the Statement of Profit and Loss.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

Where the terms of a financial liability is re-negotiated and the Company issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in the Statement of Profit and Loss; measured as a difference between the carrying amount of the financial liability and the fair value of equity instrument issued.

De-recognition of Financial Liabilities

Financial liabilities are de-recognised when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Fair value measurement

The Company measures financial assets and financial liability at fair value at each balance sheet date.

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

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

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

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

- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable. For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's Valuation team determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement

XIV. Impairment of non-financial assets

Assessment is done at each Balance Sheet date to evaluate whether there is any indication that a non-financial asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to their recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. A previously recognised impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment.

XV. Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Group or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognize contingent asset unless the recovery is virtually certain.

XVI. Borrowing costs

General and specific borrowing costs directly attributable to the acquisition/ construction of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time the assets are substantially ready for their intended use. All other borrowing costs are recognised as an expense in Statement of Profit and Loss in the period in which they are incurred.

XVII. Employee benefits

a) Defined contribution plan

The Company's contribution to Provident Fund and Employees State Insurance Scheme is determined based on a fixed percentage of the eligible employees' salary and charged to the Statement of Profit and Loss on accrual basis. The Company has categorised its Provident Fund, labour welfare fund and the Employees State Insurance Scheme as a defined contribution plan since it has no further obligations beyond these contributions.

b) Defined benefits plan

The Company's liability towards gratuity, being a defined benefit plan are accounted for on the basis of an independent actuarial valuation based on Projected Unit Credit Method.

Service cost and the net interest cost is included in employee benefit expense in the Statement of Profit and Loss. Actuarial gains and losses comprise experience adjustments and the effects of changes in actuarial assumptions and are recognised immediately in 'other comprehensive income' as income or expense.

c) Compensated absences

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end. The Company's liability is actuarially determined (using the Projected Unit Credit method).

XVIII. Significant management judgements in applying accounting policies and estimation uncertainty

When preparing the financial statements, management makes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Impairment of non-financial assets

In assessing impairment, management estimates the recoverable amount of each asset or cash-generating unit based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate.

Depreciation and useful lives of property, plant and equipment

Property, plant and equipment are depreciated over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation for future periods is adjusted if there are significant changes from previous estimates.

Recoverability of trade receivable

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

Defined benefit obligation (DBO)

Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Fair value measurement

Management uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

XIX. Foreign Currency transaction

Transactions denominated in foreign currency are recorded at exchange rate prevailing on the date of the:

- I.) Transactions or that approximates the actual rate at the date of transaction.
- II.) Non- Monetary foreign currency items are carried at cost.
- III.) Any income or expenses on account of exchange difference either on settlement or on translation is recognised in the statement of profit and loss account

XX. Lease

On March 30,2019, Ministry of Corporate Affairs has notified Ind AS 116,Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases, and related Interpretations. The standard set out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently operating lease expenses are charged to the statement of Profit & Loss. The Standard also contains enhanced disclosure requirements for lessees. Ind AS 116 SUBSTANTIALLY carries forward the lessor accounting requirements in Ind AS 17.

The effective date for adoption of Ind 116 is annual periods beginning on or after April 1, 2019. The standard permits two possible method of transition :

1. Full restrospective - Retrospectively to each prior period presented applying Ind AS 8 Accounting policies, changes in accounting estimates and errors

2.Modified retrospective - Retrospectively, with the cumulative effect of initially applying the standard recognized at the date of initial application

Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as :

Its carrying amount as if the standard had been applied since the commencement date, but discounted at lesse's incremental borrowing rate at the date of initial application or

An amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognized under Ind AS 17 immediately before the date of initial application.

As a Lessor: Lease income from operating lease ,whers the company is a lessor is recognised on a straight line basis over the lease term unless the receipts are structured to increase in the line with general inflation to compensate for the expected inflation

XXI. Inventories

Inventories are valued at lower of cost and net realizable value.Net Realizable value repret estimated selling price for inventories less all estimated cost of completion and cost necessary to make sale.

General Note

- 1.Previous years figures has been reclassified in confirmity with Current Year's Classification.
2. Rs 446629/- excess Interest Income offered in previous year has been reversed in the Current year.

Yeswant Chopra & Co.,

For and On Behalf of the Board of Directors

Chartered Accountants

(Firm Registration N. 10542S)

SD/-
(YESWANT CHOPRA)
Proprietor
Membership N. 0212296
Chennai
June 14th, 2021

SD/-
PARASMAL GOTHI
Director
DIN : 00600370
SD/-
RAJESH JAIN

CFO
(PAN:ADDPR7077C)

SD/-
SANJAY GOTHI
Managing Director
DIN : 00600357
SD/-
MEGHA SOMANI
COMPANY
SECRETARY
(A36303)

Note 4		Property, Plant and Equipment			
					(Rs. In actual denomination except for share and per share data, unless otherwise stated)
Particulars		Land	Building	Plant and Machinery	Total
Gross Carrying Value:					
As at 1st April 2019		48,51,324	8,34,69,659	19,43,627	9,02,64,610
Additions		-	2,23,974	10,77,599	13,01,573
Disposal/Adjustments		-	-	-	-
As at 31st March 2020		48,51,324	8,36,93,633	30,21,226	9,15,66,183
Accumulated Depreciation:					
As at 1st April 2019		-	1,74,51,316	7,60,563	1,82,11,879
Depreciation		-	27,44,066	4,08,189	31,52,255
Disposal/Adjustments		-	-	-	-
As at 31st March 2020		-	2,01,95,382	11,68,752	2,13,64,134
Net book value as on 31st March 2020		48,51,324	6,34,98,251	18,52,474	7,02,02,049
Gross Carrying Value:					
As at 1st April 2020		48,51,324	8,36,93,633	30,21,226	9,15,66,183
Additions		-	4,63,965	-	4,63,965
Disposal/Adjustments		-	-	-	-
As at 31st March 2021		48,51,324	8,41,57,598	30,21,226	9,20,30,148
Accumulated Depreciation:					
As at 1st April 2020		-	2,01,95,382	11,68,752	2,13,64,134
Depreciation for present financial year		-	27,59,815	4,11,288	31,71,103
Depreciation for prior financial year		-	-	-	-
Disposal/Adjustments		-	-	-	-
As at 31st March 2021		-	2,29,55,197	15,80,040	2,45,35,237
Net book value as on 31st March 2021		48,51,324	6,12,02,401	14,41,186	6,74,94,911
Computation for depreciation has been made by the management using estimates and best possible available data thereon from past records.					
Plant and Machinery comprises of					
a. Office Equipments with useful life of 5 years					
b. Computers with useful life of 3 years					
c. Electrical Equipments with useful life of 10 years					

Particulars	As at	
	31st March 2021	31st March 2020
Note 5		
Other Non Current Assets		
Deposits (Asset)		
Sales Tax Deposits	45,000	45,000
TDS Receivable for earlier AY's	-	-
	45,000	45,000

Note 6 Inventories

Particulars	As at	
	31st March 2021	31st March 2020
At Lower of Cost or Net Realisable Value		
a) Finished Goods	66,010	-
	66,010	-

Note 7 Trade Receivables

Particulars	As at	
	31st March 2021	31st March 2020
Debts Outstanding for the Period exceeding Six months from due date of Payment	-	-
Other Debts Receivable	33,862	-
	33,862	-

**Note 8 Cash and cash
equivalents**

Particulars	As at	
	31st March 2021	31st March 2020
Balances with Banks	12,26,009	20,96,107
Cash in Hand	38,545	7,494
	12,64,554	21,03,601

**Note 9 Other Current
Assets**

Particulars	As at
-------------	-------

	31st March 2021	31st March 2020
Deposits	59,140	59,140
Income Tax Refund Due (AY 2020-2021)	3,65,425	4,10,088
Advance to staff	-	21,800
Advances receivable in cash or kind	7,22,46,879	5,98,66,672
	7,26,71,444	6,03,57,700

Note

10 Equity Share Capital

(Rs. In actual denomination except for share and per share data, unless otherwise stated)

Particulars	As at	
	31st March 2021	31st March 2020
Authorised capital		
1,10,00,000 equity shares with voting rights (As at 31st March 2020: 1,10,00,000) of par value Rs.10 each	11,00,00,000 0	11,00,00,000 0
Issued, Subscribed and fully paid up capital		
1,02,00,000 equity shares with voting rights (As at 31st March 2020: 1,02,00,000) of par value Rs.10 each	10,20,00,000 0	10,20,00,000 0
	10,20,00,000 0	10,20,00,000 0

i. Reconciliation of number of shares

Particulars	As at 31st March 2021		As at 31st March 2020	
	No of shares	Value	No of shares	Value

Opening number of equity shares with voting rights	1,02,00,000	10,20,00,000	1,02,00,000	10,20,00,000
Shares issued during the year		0		
Shares bought back during the year				
Total number of shares outstanding	1,02,00,000	10,20,00,000	1,02,00,000	10,20,00,000

ii. Details of shareholders holding more than 5 % of total equity share capital with voting rights in the Company

Name of the shareholder	As at 31st March 2021		As at 31st March 2020	
	No of shares	% of holding	No of shares	% of holding
Sanjay Gothi	45,00,000	44.12	45,00,000	44.12
Sanjay Gothi HUF	15,00,000	14.71	15,00,000	14.71
Priyadarshana Gothi	14,01,600	13.74	14,01,600	13.74

iii. Terms/Rights attached to Equity Shares

The company has only one class of equity shares having par value of 10 per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2021, the amount of per share dividend recognised as distributions to equity shareholders was Rs.1/- (As on 31st March 2020 : Rs.1/-).

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

Note

11 Other Non Current Liabilities

Particulars	As at	
	31st March 2021	31st March 2020
Non-Current		
Secured		
Unsecured		
Refundable Lease deposits against properties leased out	2,10,40,000	2,10,60,000

2,10,40,000	2,10,60,000
-------------	-------------

Note

12 Current Tax Liabilities (Net)

Provision for Taxation (Net of Advance Tax and Tds Receivable)	24,98,603.00	-
	24,98,603.00	-

Note

13 Other Current Liabilities

Particulars	As at	
	31st March 2021	31st March 2020
Audit Fees Payable	1,38,750	1,12,500
ESI Payble	6,962	5,216
Provident Fund Payble		16,059
Tds Payable	11,250	38,678
GST Payable	6,07,719	4,49,420
	7,64,680	6,21,873

Note

14 Revenue from Operations

Particulars	As at	
	31st March 2021	31st March 2020
Rent received	2,79,34,000	2,97,06,850
Sales	17,567	-
Interest received on loans granted	77,89,356	83,92,455
Maintance & Electricity Charges Received	43,250	18,000
	3,57,84,173	3,81,17,305

**Note
15 Other Income**

Particulars	As at	
	31st March 2021	31st March 2020
Interest-it refund	-	1,10,167
Interest on Bank FDR	4,027	11,685
	4,027	1,21,852

Note 16 Purchases of Stock in Trade

Particulars	As at	
	31st March 2021	31st March 2020
Cost of Material Consumed	1,98,638	-
	1,98,638	-

Note 17 Changes in inventories of Stock-in-Trade

Particulars	As at	
	31st March 2021	31st March 2020
Opening Stock of Finished Goods	-	
Closing Stock of Finished Goods	66,010	
	(66,010)	-

Note 18 Employee Benefit Expenses

Particulars	As at	
	31st March 2021	31st March 2020
Staff Salary and Bonus	37,82,252	39,42,747
Staff Welfare Expenses	5,08,819	7,43,160

42,91,071 46,85,907

Note 19 Finance Costs

Particulars	As at	
	31st March 2021	31st March 2020
Bank Charges	4,607	6,549
Interest Paid	97,315	-
	1,01,922	6,549

Note 20 Other Expense

Particulars	As at	
	31st March 2021	31st March 2020
Advertisement and Publicity	22,320	26,994
AGM Expenses	-	85,935
Audit Fees	2,00,000	1,25,000
Building Maintenance	4,46,974	7,59,216
Computer Maintenance	6,104	-
Consultancy Charges	-	30,000
Director Remuneration	22,00,000	6,00,000
Electricity Charges	3,390	3,368
E Voting Charges	45,743	5,754
GST Input not availed	-	4,748
Insurance	10,38,565	9,95,226
Legal and Professional Fees	5,92,105	7,30,000
Miscellaneous Expenses	-	1,650
Car Maintenance Exp	1,76,159	1,59,788
Postage and Telegram	400	2,41,590

Printing and Stationery	68,486	14,220
Rent, Rates and Taxes inclusive of listing fees	6,59,213	10,26,235
Reversal of Excess Interest Income offered	4,46,629	-
Roc Filing Charges	-	39,000
Sales Promotion	2,487	-
Security Charges	2,88,375	1,20,750
Share Transfer Charges	1,00,826	93,785
Travelling and Communication	1,24,599	4,48,249
Website Development Charges	5,000	34,160
	<u>64,27,375</u>	<u>55,45,667</u>
Note (a)		
Auditor remuneration and out of pocket expenses (net of GST/Service Tax)		
(i) As Auditors - Statutory Auditors	1,50,000	1,25,000
(ii) Other Services - GST Audit	50,000	-
(iii) Auditor out of pocket expenses		
	<u>2,00,000</u>	<u>1,25,000</u>

Note 21 Related party transaction and disclosures

Transaction/balances

Key Management personnel

Remuneration and other benefits to Mr.Sanjay Gothi (Director)	22,00,000	600000
Remuneration and other benefits to Mr.Rajesh Pincha (CFO)	3,00,000	300000
Professional fee Paid to Megha Somani (Company Secretary)	4,20,000	360000

Note 22 Earning Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the

period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

	2020-2021	2019-20
Profit attributable to equity share holders	1,62,11,681	1,83,67,654
Number of Equity Shares outstanding	1,02,00,000	1,02,00,000
Earnings per share (Basic)	1.59	1.80
Earnings per share (Diluted)	1.59	1.80