

TAN No. : CHEG00709C
PAN No. : AAACG1149F



GSTIN : 34AAACG1149F2Z2
CIN No: L45400PY1994PLC008380

GOTHI PLASCON (INDIA) LIMITED

Date: 29/08/2022

To,
BSE Limited,
Corporate Relationship Department,
Floor 25, PJ Towers
Dalal Street
Mumbai-400 001

Dear Sir,

ISIN : INE538G01018 SCRIP CODE : 531111

Dear Sir,

Sub : Notice of 27th Annual General meeting of the company along with annual report for the Financial Year 2021-22

We are enclosing the Annual Report for the Financial Year 2021-22 also containing Notice of the 27th Annual General Meeting of the Company (including e-voting instructions) scheduled to be held on Monday, September 26, 2022 at 11.00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

The Notice of the 27th Annual General Meeting and the Annual Report for the Financial Year 2021-22 is available on the Company's website

Kindly take the information on record.

Thanking You.

Yours sincerely,
For Gothi Plascon (India) Limited

Megha Somani

Megha Somani
(Company Secretary & Compliance Officer)
(F12093)



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
(CIN : L45400PY1994PLC008380)

ANNUAL REPORT
2021-2022

CORPORATE INFORMATION

BOARD OF DIRECTORS

Name of director	DIN	Designation
Mr. Sanjay Gothi	00600357	Managing Director
Mr. Prakash Chand Jain	01741059	Non-Executive Director Independent
*Mrs.Monicaajit Singh Jain	07173303	Non-Executive Women Director Independent
*Mrs. PriyadarshanaGothi	09685568	Non-Executive Women Director
*Mr.Manish Tulsyan	07887579	Non-Executive Director Independent
**Mr.Rakesh Rathi	09701954	Non-Executive Director Independent

TWENTY SEVENTH ANNUAL GENERAL MEETING

DATE	26.09.2022
DAY	MONDAY
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	Mrs.Megha Somani
CHIEF FINANCIAL OFFICER	Mr.Rajesh Jain
REGISTRAR & TRANSFER AGENT	Cameo Corporate Service Limited Subramaniyam Buildig No.1, Club House Road,Chennai - 600 002 Ph:044-28460390 Email: murali@cameoindia.com
AUDITOR	M/s. N.Singhal & Company, Chartered Accountants
BANKERS	Bank of Baroda,Chennai Bank of Baroda,Pondicherry
REGISTERED OFFICE& FACTORY	17/5B,1A,Vazhudavur Road, Opp to Agri. Research centre, Kurumbapet,Pondicherry-605009Ph: 0413-2271115
EMAIL	plascon747@gmail.com
WEBSITE	www.gothiplascon.com

*Appointed/Resigned on 12/08/2022

** Appointed on 25/08/2022

NOTICE TO SHAREHOLDERS

Notice is hereby given that the 27th Annual General Meeting of the shareholders of the company will be held on Monday 26th September, 2022 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 2022 together with the Reports of the Board of Directors and Auditors thereon.**
- 2. To confirm payment of interim dividend, aggregating to Rs.1/- per equity share, on equity shares for the financial year ended 31st March, 2022.**
- 3. To Appoint a director in place of Mr. Sanjay Gothi (DIN: 00600357) who retires by rotation and being eligible, offers himself for re-appointment.**
- 4. Appointment of M/s.N. Singhal & Company, Chartered Accountants As Statutory Auditor**

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

“RESOLVED THAT pursuant to the provisions of Section 139,141,142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing obligation and Disclosure Requirements) Regulation, 2015 (including any statutory modification(s) and re-enactment(s) if any thereof for the time being in force), for appointment of statutory auditors M/s. N.Singhal & Company, Chartered Accountants, (Firm Registration No.006249C) be and are hereby appointed as Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of the 27th Annual General Meeting (AGM) of the Company till the conclusion of the 32nd Annual General Meeting, on such remuneration plus applicable taxes and out of pocket expenses, as may be determined and recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company, be and is/are severally/jointly hereby authorized to do all such things, deeds, matters and acts as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

SPECIAL BUSINESS

- 5. To Contribute to Charitable and other Funds**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 181 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules, circulars, notifications, if any, made thereunder (including statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other applicable Regulations, if any, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (or Committee thereof) to contribute, donate, subscribe or otherwise provide assistance from time to time to any bona fide charitable, social, benevolent and other funds, body, university, institute, society, trust, etc. for charitable and other purposes in any financial year of upto a total amount of Rs.50Lacs (Rupees fifty lacs only).

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company, be and is/are severally/jointly hereby authorized to do all such things, deeds, matters and acts as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

6. To appoint Mrs. Priyadarshana Gothi (DIN:09685568) as the Director (Non-Executive) of the Company

To consider and if thought fit to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 of the Companies Act, 2013 read with other applicable provisions and rules of the Companies Act, 2013, (“the Act”) and the Securities and Exchange Board of India (Listing obligation and Disclosure Requirements) Regulation, 2015 (including any statutory Modification(s) or re-enactment(s) thereof, for the time being in force) Mrs. Priyadarshana Gothi (DIN: 09685568) be and is hereby appointed as Director of the Company, whose period of office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company, be and is/are severally/jointly hereby authorized to do all such things, deeds, matters and acts as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

AS AN SPECIAL RESOLUTION

7. To appoint Mr. Manish Tulsyan (DIN: 07887579) as an Independent (Non-Executive) Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, 160 and any other applicable provisions read with Schedule IV and rules made thereunder of the Companies Act, 2013, (“the Act”) and Securities and Exchange Board of India (Listing obligation and Disclosure Requirements) Regulation, 2015 (including any statutory Modification(s) or re-enactment(s) thereof, for the time being in force) Mr. Manish Tulsyan (DIN: 07887579) be and is hereby appointed as an Independent Director of the Company who is not liable to retire by rotation and to hold office for a period of five years effective from 12/08/2022.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company, be and is/are severally/jointly hereby authorized to do all such things, deeds, matters and acts as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

8. To appoint Mr. Rakesh Rathi (DIN: 09701954) as an Independent (Non-Executive) Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 149,150,152,160 and any other applicable provisions read with Schedule IV and rules made thereunder of the Companies Act, 2013, (“the Act”) and Securities and Exchange Board of India (Listing obligation and Disclosure Requirements) Regulation, 2015 (including any statutory Modification(s) or re-enactment(s) thereof, for the time being in force) Mr. Rakesh Rathi(DIN: 09701954) be and is hereby appointed as an Independent Director of the Company who is not liable to retire by rotation and to hold office for a period of five years effective from 25/08/2022.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company, be and is/are severally/jointly hereby authorized to do all such things, deeds, matters and acts as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

Place :Chennai
Date :25/08/2022

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

Notes:

1. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are furnished in the explanatory statement which is annexed hereto.

2. Pursuant to the General Circular Nos. 20/2020, 02/2021, 19/2021, 21/2021 and 2/2022 issued by the Ministry of Corporate Affairs (“MCA”) and Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 issued by SEBI, companies are allowed to hold Annual General Meeting through VC/OAVM up to December 31, 2022, without the physical presence of Members at a common venue. Hence, in compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the 27th AGM (the AGM) of the company is being held through VC / OAVM).

Hence, Members can attend and participate in the ensuing AGM through VC/OAVM only. Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice

3. In compliance with the Circulars, Annual Report along with the Notice of the AGM, and instructions for remote e-Voting/ e-Voting are being sent only through e-mail to those Shareholders whose e-mail addresses are registered with the Company’s Registrar and Transfer Agents. The copy of Annual Report along with the Notice is also available on

Company's website www.gothipluscon.com, www.bseindia.com (where the Company is listed) and www.evotingindia.com (agency providing e-Voting facility).

In case any member is desirous of obtaining physical copy of the Annual Report for the financial year 2021-2022 and Notice of the AGM of the Company, he/she may send a request to the Company by writing at plascon747@gmail.com mentioning their DP ID and Client ID/Folio No.

4. 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 **20/09/2022 to 26/09/2022**, both days inclusive.

5. 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., **19/09/2022**. A person who is not a members on the cut-off date should treat this Notice for information purposes only.

6. Since the AGM will be held through VC, the Route Map is not annexed to this Notice. The registered office of the Company shall be deemed to be the venue for the AGM.

7. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL"), as the authorized agency for conducting the AGM and providing remote e-Voting and e-Voting facility for/during the AGM of the Company. The instructions for participation by Members are given in the subsequent notes.

8. 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").

9. 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. **19/09/2022** only shall be entitled to avail the facility of e-voting.

10. 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.

11. 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.

12. Mr. N.K Bhansali Practicing Company Secretary (Membership No. FCS 3942), have been appointed as the Scrutinizer to scrutinize the remote e-Voting/e-Voting process in a fair and transparent manner. The Scrutinizer will submit the report to the Chairman, or any person authorised by him after completion of the scrutiny and the results of voting will be announced after the AGM of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM. The result will also be displayed on the website of the Company at www.gothipluscon.com, www.bseindia.com (where the Company is listed) and www.evotingindia.com (agency providing e-Voting facility).

13. Members of the Company under the category of Institutional/Corporate Shareholders are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorize their representatives to participate and vote are requested to send a certified copy of the Board resolution / authorization letter to the company by e-mail and the same should also be uploaded on the VC portal / e-Voting portal of CDSL.

14. Members may please note that SEBI vide its Circular dated 25th January, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4. It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and to avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or company's Registrars and Transfer Agents (RTA) Cameo Corporate Service Limited, Chennai, for assistance, if any, in this regard.

15. The Members who are holding shares in demat form and have not yet registered their Bank details, e-mail IDs, mobile numbers and other KYC Details are requested to register the same with their Depository Participant at the earliest, to enable the company to use the same for making payment of their dividend, whenever declared, contact them and serving documents to them electronically, hereinafter. Members holding shares in physical mode are requested to provide, if not provided earlier, their e-mail Ids, mobile numbers, Bank Details and other KYC documents including PAN, to the RTA sending an e-mail.

16. Members holding shares in physical form are advised to update their KYC details and Nomination details as mandated under SEBI Circular Nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 and SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 to avoid freezing of their folios on or after April 1, 2023 with RTA.

17. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in demat mode are, therefore, requested to submit their PAN to their DP. Members holding shares in physical mode are required to submit their PAN details to the RTA.

18. As per the provisions of Section 72 of the Act, the facility for submitting nomination is available for Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same with their DP in case the shares are held by them in demat mode, and to the RTA, in case the shares are held in physical mode.

19. Pursuant to the provisions of Section 124 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), and relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund ("IEPF"), constituted by the Central Government. The shares in respect of such unclaimed Dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their Dividends from the Bank, within the stipulated timeline.

20. 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.

21. E-Voting:

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations and applicable circulars, the Members are provided with the facility to cast their vote electronically (through remote e-Voting as well as the e-Voting on the date of the AGM), through the e-Voting services provided by CDSL, on all the resolutions set forth in this Notice.

The result of the voting will be announced within two working days after the conclusion of the meeting on the Company's website at www.gothipluscon.com, website of CDSL at www.evotingindia.com and communicated to the Stock Exchanges.

INSTRUCTIONS FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The voting period begins on **23/09/2022 at 09.00 a.m. (IST) and ends on 25/09/2022 at 05.00 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 (record date) of **19/09/2022** may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter.
- (ii) The Members who have cast their vote by remote e-Voting prior to the AGM may attend/participate in the AGM through VC but shall not be entitled to cast their vote again.
- (iii) 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	<ul 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 e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during

	<p>the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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.</p> <p>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</p> <p>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>
<p>Individual Shareholders (holding securities in demat mode)</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</p>

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

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

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

(iv) **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.
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PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <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)	<p>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.</p> <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.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <GOTHI PLASCON> on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) **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 3 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 3 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 or toll free no. 1800 22 55 33.

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.

22. To enable ease of participation of the Members, we are providing below the key details regarding the meeting for your reference.

S.no	Particulars	Details
1.	Date of AGM	26/09/2022
2.	Closure of Register of members	20/09/2022 to 26/09/2022
3.	Cut-off date for e-Voting	19/09/2022
4.	Time period for remote e-Voting	23/09/2022 to 25/09/2022

23. Pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015,

The Board of Directors of the Company at its meeting held on 25/08/2022, on the basis of the recommendations of the Audit Committee, recommended for the approval of the Members, the appointment of M/s. N. Singhal & Company, Chartered Accountants, (Firm Regn No: 006249C), as the Statutory Auditor of the Company for a period of 5(five) consecutive financial years from the conclusion of the 27th AGM till the conclusion of the 32nd AGM on remuneration, terms and conditions as may be approved by the Board.

They have given their consent for their appointment as Statutory Auditors of the Company and have issued certificate confirming that their re-appointment, if made, will be within the limits prescribed under the provisions of Section 139 of the Companies Act, 2013 ('the Act') and the rules made thereunder. They have confirmed that they are eligible for the proposed appointment under the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder.

The remuneration proposed to be paid to the Statutory Auditors would be in line with the existing remuneration and shall be commensurate with the services to be rendered by them during the said tenure.

The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

The Audit Committee while recommending M/s. N. Singhal & Company, Chartered Accountants for appointment by the Board also considered various parameters like relevant audit experience, clientele served, technical knowledge etc., and found M/s. N. Singhal & Company, Chartered Accountants to be suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution.

The Board recommends the resolution set out at Item No. 4 of the Notice for approval by the Members by way of an Ordinary Resolution.

II. Details of Directors seeking appointment / re-appointment in the 27th AGM (Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), are given below:

Name of Director	Sanjay Gothi	Priyadarshana Gothi	Manish Tulsyan	Rakesh Rathi
DIN	00600357	09685568	07887579	09701954
Date of Birth	10/04/1969	02/12/1970	28/09/1989	21/10/1980
Age	53	51	32	41
Qualification	Diploma In Auto Engineering	Graduation	B.com ,Chartered Accountant	B.com ,Chartered Accountant
Designation	Managing Director	Director	Independent Director	Independent Director
Date of initial Appointment	11/10/1994	12/08/2022	12/08/2022	25/08/2022
Brief Resume	Founder of the company and having few decades of experience in the operations of the company	She is graduate in Home Science from University of Bombay	He is a qualified practicing chartered accountant registered with Institute of Chartered Accountants of India. He has eleven years of experience in field of Accounting and Taxation.	He is a qualified chartered accountant registered with Institute of Chartered Accountants of India. He has seventeen years of experience in field of Accounting and Taxation.
Expertise in Specific Functional area	In his tenor , the company has achieved new records of profit and is doing well . He is entrusted with overall control and supervision of the company. He is having substantial powers of management and is responsible for the general conduct and management of the business and affairs of the Company subject to the superintendence, control and supervision of the Board of Directors of the Company.	Consultancy services.	Accounting and Taxation	Accounting and Taxation
Remuneration last drawn	Rs.24.00 Lacs	Nil	Nil	Nil
Terms and	Presently	Being an Additional	Being an	Being an

Conditions of appointment/ re-appointment	retiring by rotation.	director Mrs. Priyadarshana Gothi holds office of a director only up to the date of this AGM and is proposed to be appointed as a director, liable to retire by rotation. No remuneration is paid to Non-Executive Non Independent Director except sitting fees as may be decided by the board from time to time.	Additional director Mr. Manish Tulsyan holds office of a director only up to the date of this AGM and is proposed to be appointed as a director, not liable to retire by rotation for a period of five years. No remuneration is paid to Non-Executive Independent Director except sitting fees as may be decided by the board from time to time.	Additional director Mr. Rakesh Rathi holds office of a director only up to the date of this AGM and is proposed to be appointed as a director, not liable to retire by rotation for a period of five years. No remuneration is paid to Non-Executive Independent Director except sitting fees as may be decided by the board from time to time.
Relationships between directors inter-se	He is husband of Mrs. Priyadarshana Gothi, Additional Director of the company	She is wife of Mr. Sanjay Gothi, Managing Director of the company	None	None
Directorship and membership of Committees in other listed entities	Nil	Nil	Nil	Nil
Shares held in the company as on March 31, 2022	45,00,000	14,86,000	Nil	Nil
Shareholding as a beneficial owner	15,00,000	Nil	Nil	Nil
In case of independent directors, the skills and capabilities required for the role and	NA	NA	He is a qualified practicing chartered accountant having experience in field of Accounting, Taxation and	He is a qualified chartered accountant having experience in field of Accounting,

the manner in which the proposed person meets such requirements			Management.	Taxation and Management.
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III. Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (“The Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

i. Item No. 5 :

Being committed to society's welfare, your Company would like to contribute, donate, subscribe or otherwise provide assistance from time to time to any bona fide charitable, social, benevolent and other funds, body, university, institute, society, trust, etc. for charitable and other purposes. In terms of the provisions of Section 181 of the Companies Act, 2013, any amount contributed to any charitable and other funds in excess of 5% of the Company's average net profits during the three immediately preceding financial years need prior approval of the Members of the Company. It is therefore necessary to obtain the approval of the Members of the Company for the contributions to be made by the Company in excess of the limits prescribed under the said section.

Approval of the Members is now being sought pursuant to Section 181 of the Companies Act, 2013, authorising the Board of Directors (or Committee thereof) of the Company to make contributions in any financial year for a total amount of upto Rs. 50.00 Lacs (Rupees Fifty lacs only).

None of the Promoters/ Directors/KMP of the Company/their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No.5 of this Notice.

The Board recommends this Ordinary Resolution for the approval of the Members.

ii. Item No. 6 :

The Board of Directors of the Company at the meeting held on 12/08/2022 appointed Mrs. Priyadarshana Gothi (DIN: 09685568) as an additional Director of the Company in terms of the provisions of Section 161 of the Companies Act, 2013 and rules made thereunder. As per the provisions contained under Section 161 of the Companies Act, 2013, the “Additional Director” so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Mrs. Priyadarshana Gothi as Additional Director, holds office upto the date of this Annual General Meeting. In accordance with the provisions of the Companies Act, 2013, appointment of Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have proposed that Mrs. Priyadarshana Gothi be appointed as Director on the Board, whose office is liable to retire by rotation. Requisite Notice under Section 160 of the Act proposing the appointment of Mrs. Priyadarshana Gothi has been received by the Company.

Additional information in respect of Mrs. Priyadarshana Gothi, pursuant to the SEBI (Listing Obligations & disclosure Requirements) Regulations, 2015, is appearing in the Annual Report.

Mrs. Priyadarshana Gothi satisfies all the applicable conditions of the Act & she is not disqualified from being appointed as director in terms of Section 164 of the Act. She is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority.

Except Mrs. Priyadarshana Gothi, being the appointee and Mr. Sanjay Gothi, Managing Director of the company being relative of appointee, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, are interested in the Resolution set out at Item No.6 of this Notice.

The Board recommends this Ordinary Resolution for the approval of the Members.

iii. Item No. 7:

The Board of Directors of the Company at the meeting held on 12/08/2022 appointed Mr. Manish Tulsyan as an additional Director of the Company in terms of the provisions of Section 161 of the Companies Act, 2013 and rules made thereunder. As per the provisions contained under Section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Mr. Manish Tulsyan as Additional Director- Independent, who holds office upto the date of this Annual General Meeting. In accordance with the provisions of the Companies Act, 2013, appointment of Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have proposed that Mr. Manish Tulsyan be appointed as an independent Director on the Board for the period of five year commencing from 12/08/2022, whose office is not liable to retire by rotation. Requisite Notice under Section 160 of the Act proposing the appointment of Mr. Manish Tulsyan has been received by the Company.

Additional information in respect of Mr. Manish Tulsyan, pursuant to the SEBI (Listing Obligations & disclosure Requirements) Regulations, 2015, is appearing in the Annual Report.

He has given a declaration to the Company that he meets criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment & Qualification of Directors) Rules, 2014 and relevant regulation of SEBI (Listing Obligations & disclosure Requirements) Regulations, 2015. He satisfies all the applicable conditions of the Act & he is not disqualified from being appointed as director in terms of Section 164 of the Act. He is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority.

Except Mr. Manish Tulsyan, being the appointee, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, are interested in the Resolution set out at Item No.7 of this Notice.

The Board recommends this Special Resolution for the approval of the Members.

iv. Item No. 8:

The Board of Directors of the Company at the meeting held on 25/08/2022 appointed Mr. Rakesh Rathi as an additional Director of the Company in terms of the provisions of Section 161 of the Companies Act, 2013 and rules made thereunder. As per the provisions contained under Section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last

date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Mr. Rakesh Rathi as Additional Director, holds office upto the date of this Annual General Meeting. In accordance with the provisions of the Companies Act, 2013, appointment of Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have proposed that Mr. Rakesh Rathi be appointed as Director on the Board for the period of five year commencing from 25/08/2022, whose office is not liable to retire by rotation. Requisite Notice under Section 160 of the Act proposing the appointment of Mr. Rakesh Rathi has been received by the Company.

Additional information in respect of Mr. Rakesh Rathi, pursuant to the SEBI (Listing Obligations & disclosure Requirements) Regulations, 2015, is appearing in the Annual Report.

He satisfies all the applicable conditions of the Act & he is not disqualified from being appointed as director in terms of Section 164 of the Act. He is not debarred from holding the office of Director, pursuant to any SEBI order or any other such authority.

Except Mr. Rakesh Rathi, being the appointee, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, are interested in the Resolution set out at Item No.8 of this Notice.

The Board recommends this Special Resolution for the approval of the Members.

Place : Chennai
Date : 25/08/2022

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

DIRECTOR'S REPORT

Dear Members,

Your Company's Directors are pleased to present the 27th Annual Report of the Company, along with Audited Accounts, for the Financial Year ended 31st March, 2022 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	31/03/2022	31/03/2021
Income	394.35	357.88
Total Expenses	117.68	109.53
Profit before depreciation	276.67	248.35
Depreciation	32.86	31.71
Profit / (loss) before Tax	243.81	216.64
Tax Expense	61.41	54.52
Profit / (loss)After Tax	182.40	162.12
Balance in Retained earnings at the beginning of the year	146.98	86.86
Payment Of Dividend	102.00	102.00
Balance in Retained earnings at the end of the year	227.38	146.98

COURSE OF BUSINESS AND OUTLOOK

The company had a profit of Rs.182.40 lacs as compared to the previous year of Rs.162.12 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. It has been an improved year in terms of profit for the company despite of transitional effect of Covid-19 faced by many industries.

TRANSFER TO RESERVES

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

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 31/03/2022 and same is proposed as final dividend for the year ended 31/03/2022.

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.

CHANGE IN NATURE OF BUSINESS

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

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.

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.

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.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

There were no contracts, arrangements or transactions entered into that fall under the scope of Section 188(1) of the Companies Act, 2013.

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/>

NUMBER OF MEETINGS OF THE BOARD

During the year, 7 (seven) 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.

CHANGES IN DIRECTORS / KEY MANAGERIAL PERSONNEL DURING THE YEAR, IF ANY

Mr. Parasmal Gothi demised on 27/03/2022. The board place on record a deep appreciation for the valuable services rendered by him during his tenure as a Director of the Company.

Mr. Sanjay Gothi (DIN: 00600357), Director of the Company, retire by rotation at the forthcoming Annual General Meeting and being eligible have offered presently himself for re-appointment.

Also Mr. Manish Tulsyan, Mrs. Priyadarshana Gothi and Mr. Rakesh Rathi are proposed for appointment as directors of the company.

The composition of the Board of Directors of the Company and other details related to the board during the year 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 declarations from the Independent Directors under Section 149(6) of the Companies Act and Regulation 25(8) of the SEBI LODR that they meet the criteria of independence laid down thereunder. The Board has reviewed the disclosures of independence submitted by the Independent Directors and is of the opinion that the Independent Directors of the company fulfill the conditions specified in the Companies Act and SEBI LODR and are independent of the management.

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.

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.

FAMILIARISATION PROGRAMMES FOR INDEPENDENT DIRECTORS

The familiarization programme for the Independent Directors are disclosed in the Report on Corporate Governance forming part of this Board's Report.

A STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR

The Board is of the opinion that all the Independent Directors of the Company are person's of integrity and possess relevant expertise and experience (including the proficiency) to act as Independent Directors of the Company. The Independent Directors of the Company have confirmed that they have registered with the Indian Institute of Corporate Affairs and have included their name in the databank of Independent Directors as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

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.

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, 2022, 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; and

(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.

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.

SECRETARIAL STANDARDS

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

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.

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 and relatives, if any, has been disclosed under relevant notes to the financial statements.

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.

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 .

CORPORATE SOCIAL RESPONSIBILITY

The Company provision of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the company.

AUDITOR AND AUDIT REPORT

M/s Yeshwant Chopra & Co, Chartered Accountants , (Firm Regn. No. 010542S), were appointed statutory auditor of the Company for a term of 5 (five) consecutive years, at the Annual General Meeting (AGM) of the company held on 19/06/2017.

They will complete their present term on conclusion of this AGM in terms of the said approval.

The Board of Directors of the Company at its meeting held on 25/08/2022 on the basis of the recommendations of the Audit Committee, recommended for the approval of the Members, the appointment of M/s. N. Singhal & Company, Chartered Accountants, (Firm Registration No.006249C) as the Statutory Auditors of the Company, for a period of 5(five) consecutive financial years from the conclusion of this AGM till the conclusion of the 32nd AGM on remuneration, terms and conditions as may approved by the Board.

The proposal for appointment of M/s. N. Singhal & Company, Chartered Accountants, (Firm Registration No.006249C) as Statutory Auditor of the Company is listed as an item in the Notice convening the forthcoming Annual General Meeting of the Company, for necessary approval of the shareholders.

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.

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.

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 in accordance with Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate report on Corporate Governance forms part of this report as Annexure -I.

A certificate from Mr. N.K Bhansali, Practicing Company Secretary affirming compliance with the various conditions of Corporate Governance in terms of the Listing Regulations is given in Annexure IV to this report.

SECRETARIAL AUDITOR AND 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 2022-23. The Secretarial Audit report is annexed as Annexure- II to this report.

The secretarial auditor report is 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.

DISCLOSE OF THE TOTAL AMOUNT LYING IN THE UNPAID DIVIDEND ACCOUNT

Year wise amount of Unpaid/Unclaimed Dividend lying in the unpaid account upto March 31, 2022 and the corresponding shares, which are liable to be transferred to the IEPF:

S.No	Date of declaration of Dividend	Number of shares against whom Dividend amount is unpaid	Amount Unpaid as on March 31, 2022 (Rs.)	Due date of transfer of Unpaid and Unclaimed Dividend to IEPF
1.	Interim Dividend (FY 2019-20) Board Meeting held on 23/03/2020	13,37,600	13,37,600	23/04/2027
2.	Interim Dividend (FY 2020-21) Board Meeting held on 17/03/2021	12,11,241	12,11,241	17/04/2028

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.

VIGIL MECHANISM / WHISTLE BLOWER MECHANISM:

The Company has established a vigil mechanism to promote ethical behaviour in all its business activities. The details of the Policy is posted on the website of 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. No complaints were received by the Company during the year under review.

THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the year, no application and proceedings has been initiated under Insolvency and Bankruptcy Code for default in payment of debt.

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONETIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

Not applicable

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

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

The Directors would like to place on record their sincere appreciation to the Company's customers, vendors and bankers for their continued support to the Company during the year. The Directors also wish to acknowledge the contribution made by employees at all levels for steering the growth of the organisation. We thank the Government of India, the State Governments and other government agencies for their assistance and cooperation and look forward to their continued support in future. Finally, the Board would like to express its gratitude to the members for their continued trust, co-operation and support.

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

-sd-

Sanjay Gothi
(DIN: 00600357)
Chairman and Managing Director

Place: Chennai
Date: 25/08/2022

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 2021-2022.

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. Composition of Board

Due to demise of Mr.Parasmal Gothi on 27/03/2022, The company's board strength is comprising of 1 executive director and 2 non executive independent directors as on 31/03/2022

B. Details of Directors, attendance records of Board and Other Directorship(S)

The details of Board including the category, attendance of the Directors at the Board Meetings and the last Annual General Meeting ("AGM") along with the number of Directorship(s) and Committee membership(s) in other companies of Directors are as follows:

Name	Designation	Category	No. of Board Meetings attended during 2021-22	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 Promoter	7	Yes	Nil	Nil	Nil	45,00,000
*Mr.Parasmal Gothi	Director	Non-Executive Promoter	2	Yes	Nil	Nil	Nil	-
Mr.Prakash Chand	Director	Non-Executive Independent	7	Yes	Nil	Nil	Nil	1000
Mrs.Monicaajit Singh Jain	Director	Non-Executive Independent	7	Yes	Nil	Nil	Nil	-

*Mr.ParasmalGothi ceased to be director due to death on 27/03/2022

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

C. Meetings

The details of meetings of the Board held during the financial year 2021-22 are as under:

S.no	Date on which Board Meeting was held	Total strength of the Board on the date of Meeting	No. of Directors present at the Board Meeting
i.	28/04/2021	4	4
ii.	14/06/2021	4	4
iii.	12/08/2021	4	3
iv.	15/09/2021	4	3
v.	23/10/2021	4	3
vi.	28/01/2022	4	3
vii.	04/02/2022	4	3

D. Disclosure of relationships between directors inter-se

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

E. Familiarisation Programmes Imparted To Independent Directors

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

F. Matrix setting out 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	√	√	√	√
Mrs.Monicaajit Singh Jain	√	√	√	√

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 during the year under review.

I. 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.gothipluscon.com.

The Board Members and the Senior Management Personnel affirm compliance with the Code of Conduct on an annual basis. The declaration by the MD & CEO as required under Regulation 34(3) read with Schedule V (D) of the Listing Regulations regarding adherence to the Code of Conduct has been obtained for FY 2021-22.

3. COMMITTEES OF THE BOARD

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 and 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 Non-Executive Directors.

Name of director	Position	Category
Mr.Prakash Chand Jain	Chairman	Non-Executive Independent
Ms. Monica Ajith Singh	Member	Non-Executive Independent
*Mr.ParasmalGothi	Member	Non-Executive Promoter

*Mr. Parasmal Gothi ceased to be director due to death on 27/03/2022

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
28/04/2021	3
14/06/2021	3
12/08/2021	2
23/10/2021	2
04/02/2022	2

3.2 NOMINATION & REMUNERATION COMMITTEE:

(i) Terms of Reference:

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.

The Nomination & Remuneration Committee reviews/monitor the information required under Part D (A) of Schedule II pursuant to Regulation 19(4) of SEBI LODR.

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 Non-Executive Directors.

Name of director	Position	Category
Mr.Prakash Chand Jain	Chairman	Non-Executive Independent
Ms. Monica Ajith Singh	Member	Non-Executive Independent
*Mr.Parasmal Gothi	Member	Non-Executive Promoter

*Mr.Parasmal Gothi ceased to be director due to death on 27/03/2022

(iii) Meetings and Attendance:

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

Date Of Meeting	No Of Members Present
12/08/2021	2

3.3 Stakeholders Relationship Committee

The composition of the Stakeholders Relationship Committee is in line with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations. The Stakeholders Relationship Committee reviews/monitor the information required under Part D (B) of Schedule II pursuant to Regulation 20(4) of SEBI LODR.

The Committee is responsible for assisting the Board of Directors in the Board's overall responsibilities relating to attending and redressal of the grievances of the security holders of the Company.

i. Composition

The Committee consists of 3 Non-Executive Directors:

Name of director	Position	Category
Mr.Prakash Chand Jain	Chairman	Non-Executive Independent
Ms. Monica Ajith Singh	Member	Non-Executive Independent
*Mr.ParasmalGothi	Member	Non-Executive Promoter

*Mr.ParasmalGothi ceased to be director due to death on 27/03/2022

ii. Name and Designation of Compliance Officer:

Name of the Compliance Officer	Designation
Mrs.MeghaSomani	Company Secretary

iii. Status Report of Investor Complaints for the year ended March 31, 2022

Complaints pending as on April 1, 2021	Received during the year	Resolved during the year	Number of complaints not solved to the satisfaction of shareholders	Complaints were pending as on March 31, 2022
0	1	1	0	0

3.4 Performance Evaluation criteria for Independent Directors

During the year under review, the Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board.

The exercise was carried out through a structured evaluation process covering various aspects of the Board functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues, etc.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors.

3.5 Remuneration of directors

(a) All pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity:

All Directors, excluding Mr. Sanjay Gothi, Managing Director, are Non-Executive Directors. None of the Non-Executive Directors had any other pecuniary relationship or transactions with the Company during FY 2021-22.

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.

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

(i) 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.

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

The Remuneration to Managing Director is paid 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.

(c) Details of remuneration/sitting fees paid to the Director/s for the Financial Year ended 31.03.2022

The details of remuneration paid during the FY 2021-22 are tabled below:

Name	Designation	Particulars	Amount (Rs.in Lacs)
Sanjay Gothi	Managing Director & Chairman	Salary	24.00

4. GENERAL BODY MEETINGS:

I. Meeting Details:

Year	Location	Date	Time	Whether any special resolutions passed
2018-2019	AbiramiHall, 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). The deemed location of the meeting was 17/5B,1A,Vazhudavur Road, Opp to Agri. Research centre, Kurumbapet,Pondicherry-605009	01/08/2020	11:00 a,m	Yes. Two (2) Special Resolutions were passed.
2020-2021	Video Conferencing or Other Audio Visual Means (VC/OAVM). The deemed location of the meeting was 17/5B,1A,Vazhudavur Road, Opp to Agri. Research centre, Kurumbapet,Pondicherry-605009	15/09/2021	11:00 a.m	Yes. One (1) Special Resolution were passed.

II. Postal Ballot:

No resolutions were passed in the year 2021-2022 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 TWENTY SEVENTH ANNUAL GENERAL METING

Day and Date	Monday 26/09/2022
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	1st April to 31st March
Book closure date	20/09/2022 to26/09/2022, both days inclusive.
Listed on Stock Exchange	BSE Limited
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 538G01018
Dividend Payment Date	Interim Dividend was declared on 04/02/2022 Rs.1/- per share(10%) and same is already paid.

6.2 Market price data

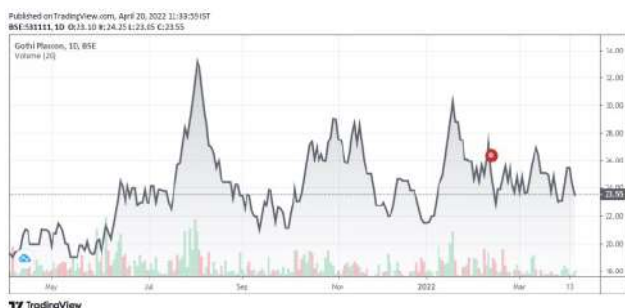
High and low prices of Equity shares in the financial year 2021-22 were as follows:

MONTH	BOMBAY STOCK EXCHANGE	
	HIGH (Rs)	LOW (Rs)
APRIL 2021	21.60	20.80
MAY 2021	21.60	19.25
JUNE 2021	25.15	23.00
JULY 2021	31.75	31.75
AUGUST 2021	34.95	23.50
SEPTEMBER 2021	24.75	21.10
OCTOBER 2021	29.05	29.00
NOVEMBER 2021	28.95	25.10

DECEMBER 2021	25.90	21.55
JANUARY 2022	31.75	26.00
FEBRUARY 2022	27.55	24.85
MARCH 2022	27.70	24.90

6.3 Performance in comparison to broad based indices

GOTHI PLASCON V/S BSE SENSE



6.4 Suspension of Securities from trading – Not applicable

6.5 Registrar and Share Transfer Agent

Cameo Corporate Service limited
Subramaniyam Building
1, Club house Road, Chennai – 600 002.
Email-id :murali@cameoindia.com

6.6 Share Transfer System

The Share Transfer work is being handled by Company's Registrar and Transfer Agents. Pursuant to SEBI notification dated 24th January 2022, requests for effecting transfer of securities in physical form, shall not be processed by the Company. Requests for dematerialisation of shares are processed and confirmation thereof is given to the respective depositories), within the statutory time limit from the date of receipt of share certificates/ letter of confirmation after due verification. Shareholders holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/issuance of equity shares in physical form have been disallowed by SEBI.

As required under Regulation 40 of the SEBI LODR Regulations, a certificate on yearly basis confirming due compliance of share transfer formalities by the Company from Practicing Company Secretary has been submitted to Stock Exchanges within stipulated time.

6.7 Distribution of Shareholding as on 31st March 2022

S.No	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	45,600	0.45
	-Indian Public	25,69,000	25.19
	-NRIs / OCBs	66,800	0.65
	-LLP	Nil	Nil
	Other than specified above Clearing Members & HUF	32,600	0.32
	Total	102,00,000	100.00
	Paid-up Shares	102,00,000	100.00

6.8 Distribution Schedule as on 31st March, 2022

Sl.No	Category of Shares	Share holders		Share amount	
		No.	%	No.	%
1	10 – 5000	5078	84.04	10495000	10.29
2	5001 - 10000	592	9.80	5246000	5.13
3	10001 - 20000	209	3.46	3244000	3.18
4	20001 - 30000	67	1.11	1732000	1.70

5	30001 - 40000	28	0.46	990000	0.97
6	40001 - 50000	30	0.50	1383000	1.36
7	50001 -100000	27	0.45	2067000	2.03
8	100001 and above	11	0.18	76843000	75.34
Total		6042	100.00	1020,00,000	100.00

6.9 Bifurcation of shares held in physical and demat form as on 31st March, 2022

Category	No. of shares	Percentage of Shares held (%)
Physical segment	17,43,919	17.10
Demat segment		
NSDL(A)	82,33,581	80.72
CDSL(B)	2,22,500	2.18
Total (A+B)	84,56,081	82.90
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. OTHER DISCLOSURES:

a. Disclosures on Materially significant Related Party Transactions that may have potential conflict with the Interests of Company at large

There are no material related party transactions during the year under review that have conflict with the interest of the Company. There were no transactions falling under the purview of Section 188(1) of the Companies Act, 2013.

b. 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.

c. 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.gothipluscon.com

d. Details of compliance with mandatory requirements:

The Company has complied with all the mandatory requirements as prescribed under the Listing Regulations.

e. The Company has complied with the following Non-Mandatory And Discretionary requirements as per Schedule II Part E Of The Listing Regulations :

- i. The Board :The details required to be provided with respect to the Non-Executive Chairman are not applicable as the Chairman of the Board is an Executive Chairman.
- ii. Shareholders Right: The Company does not mail the Unaudited Half-yearly Financial Results individually to its shareholders. However, these are published in , Trinity Mirror (English Daily) and Makkal Kural (Tamil Daily) and are also posted on the website of the Company www.gothipluscon.com
- iii. Modified Opinion(s) in Audit Report :The Company's audited financial statements are accompanied with unmodified opinion from the Statutory Auditor of the Company.
- iv. Reporting of Internal Auditor: The Internal Auditor reports to the Audit Committee.

f. 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.gothipluscon.com.

g. 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.gothipluscon.com.

h. Disclosure of commodity price risks and commodity hedging activities :
Not Applicable

i. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) : Not applicable

j. Certification from Company Secretary in Practice

Mr.N.kBhansali , Practicing Company Secretary, has issued a certificate as required under the Listing Regulations confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Director of the Companies by the SEBI/Ministry of Corporate Affairs or such other statutory authority. The Certificate is enclosed as 'Annexure- VII'

k. Details of Recommendation of Committee not accepted by the Board– Nil

l. Details of fees paid to Statutory Auditor:

Payment to Auditor	Amount in Rs.
Statutory audit fee	1,50,000
Other services	25,000
Total	1,75,000

m. Details Of Sexual Harassment Complaints Received And Redressed: Nil

n. Disclosure by listed entity of Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount : Nil

8. COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

The Company has complied with all the mandatory requirements of Corporate Governance Report.

9. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT : Not applicable

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'

Place : Chennai
Date :25/08/2022

For and on behalf of the Board
Sd/-
Mr. Sanjay Gothi
(DIN: 00600357)
Chairman and Managing director

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has obtained affirmation from all the Members of the Board and Senior Management Personnel that they have complied with the Code of Conduct for Directors and Senior Management Personnel as required under Regulation 26(3) of the Listing Regulations for the FY 2021-22.

Place : Chennai
Date : 25/08/2022

For and on behalf of the Board
Sd/-
Mr. Sanjay Gothi
(DIN: 00600357)
Chairman and Managing director

ANNEXURE II - SECRETARIAL AUDIT REPORT

**FORM -MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31/03/2022**

(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 31/03/2022 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, 2022, 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) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - f) 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;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;

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).

and based on the above examination, I hereby report that, during the Review Period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above. However In the absence of any transaction in regulations under clause (iv) and clause v (e) to v (h) as mentioned above during the review period hence the compliance of the relevant regulations concerning these matters as herein above does not arise.

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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. There was change in the composition of the Board of Directors due to death of Mr. Parasmal Gothion 27/03/2022 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)

Place: Chennai
Date: 25/08/2022

Proprietor
C.P No:2321 FCS No. 3942
UDIN : F003942D000845937

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**

My 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. My 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:25/08/2022

ANNEXURE 'III' TO THE DIRECTOR'S REPORT

1. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

We the Board of Directors, present its analysis covering performance of the Company for the year 2021 - 2022 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

In India, the real estate sector is the second-highest employment generator, after the agriculture sector. Real estate sector in India is expected to reach US\$ 1 trillion in market size by 2030, up from US\$ 200 billion in 2021. By 2025, it will contribute 13% to country's GDP. It is also expected that this sector will incur more non-resident Indian (NRI) investment, both in the short term and the long term. Retail, hospitality, and commercial real estate are also growing significantly, providing the much-needed infrastructure for India's growing needs. The growth of this sector is well complemented by the growth in the corporate environment and the demand for office space as well as urban and semi-urban accommodations.

The last couple of years, with Covid-19 induced lockdowns gave a window to catch a glimpse of how the future may look like. Many of the new trends adopted will continue and some adoption may get pushed to the future. However, one thing is certain that the Covid-19 period has changed the world and way of doing businesses forever. The company continued following COVID-19 protocols.

Real estate is a land area with buildings and natural resources on it. It is an immovable property with monetary value vested in it. The Government of India, together with the governments of individual states, have taken many initiatives to encourage development within the sector.

Emergence of nuclear families, rapid urbanisation and rising household income are likely to remain the key drivers for growth in all spheres of real estate, including residential, commercial, and retail. Rapid urbanisation in the country is pushing the growth of real estate.

(b) Opportunities and Threats

The real estate industry globally, nationally as well locally is increasing in terms of job prospects and other opportunities; the industry is also filled with diverse professions working towards achieving ultimate goal of implementing real estate project. The sector no doubt features strengths, weaknesses, opportunities, and threats (SWOT), which entrants must get familiar with before one can fully explore and succeed. The SWOT analysis of the real estate business would help us to see things from different angles like strengths, weaknesses, opportunities, and threats that this industry has to face.

Some of the threats that the real estate business could use to its advantage are economic recession, price falls due to less demand, etc.

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

During the financial year ended March 31, 2022 the Company operated only in one segment of business viz, real estate and other related services.

(d) Outlook

India's real estate sector is witnessing a healthy increase in demand in 2022 and this momentum is expected to hold for the rest of the year. From commercial spaces to the residential market, the overall market outlook is a bright one for the real estate industry.

Certain projections state that the sales momentum is expected to increase in 2022 as prospective homebuyers will continue to prefer bigger homes, better amenities and attractive pricing will keep them interested in sealing the deals. Meanwhile, as work resumes in offices, the recovery in the commercial sector and flight-to-quality trend is expected to keep rents stable to increase in 2022.

(e) Risks And Concerns

In the real estate sector, a company is exposed to risks at various levels some of which are within its control while many of them are not. Hence, a company must have a risk mitigation and management policy in place.

The Company is exposed to a number of risks such as economic, regulatory, taxation and environmental risks as well as sectoral investment outlook. In the course of its business the Company is exposed to stiff competition from other established developers in the market. In addition, it is exposed to certain market related risks, such as increase in interest rates and foreign currency rates, customer risks, changes in the government policies and other related risk i.e. credit risk, liquidity risk, counterparty risk, regulatory risk, commodity inflation risk and market risk.

Uncertainties in the national or global economic scenario, a changing demographic profile of the country, and inflation also have a bearing on the functioning of a company operating in the real estate sector.

(f) Internal control systems and their adequacy

The Company has a proper and adequate system of internal controls commensurate with the size of the Company and the nature of its business to ensure that all the assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorized, recorded and reported correctly and adequately.

The system has been designed to ensure that financial and other records are reliable for preparing financial information and for maintaining accountability of assets. All financial and audit control systems are also reviewed by the Audit Committee of the Board of Directors of the Company

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

The company had a profit of Rs.182.40 lacs as compared to the previous year of Rs.162.12 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 25 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:

Particulars	2021-2022	2020-2021	Variation in %	Reason for variance
Debtors Turnover(Days)	1.18	0.96	22.9	-
Inventory Turnover (Days)	1046.41	685.76	52.60	Variance is on account of decrease in sales. This represents company's secondary business, which represents only 0.06% of the revenue.
Interest Coverage Ratio	911.90	0	100	Interest Coverage ratio was NIL in FY 2020-21 as the company had no debt obligations however, the company had availed term loan in the current financial year resulting in variation.

Current Ratio	22.09	16.09	37.2	The variance is on account of decrease in tax liability and increase in short term advances.
Debt Equity Ratio	0.03	0.0	100	Debt-Equity ratio increased due to availment of term loan.
Operating Profit Margin (%)	62	61	2.2	-
Net Profit Margin (%)	46	45	2.3	-

(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 15% as compared to 14 % in the previous year as a result of increase in revenue and thus profitability.

2. 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 to Median Remuneration	Remuneration (Rs.in lakhs)	% Increase in Remuneration in the FY
i.	Sanjay Gothi	Managing Director	13.25	24.00	9
ii.	Rajesh Pincha	CFO	1.99	3.60	20
iii.	Megha Somani	Company Secretary	2.57	4.65	11

ii. The percentage increase in the median remuneration of employees in the financial year: 16.00%

iii. The number of permanent employees on the rolls of company : 27

iv. 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 : The percentage increase in the salaries of employees other than Managerial Personnel in Financial Year 2021-22 was 26%. The increments given to employees are based on their potential, performance, and contribution, which are benchmarked against applicable Industry norms.

v.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 -There are no employees covered under Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel)Rules,2014 in the company.

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 31/03/2022 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:25/08/2022

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 2022, 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. My 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 not 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 2022.

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: 25/08/2022
Place: Chennai

For N.K.BHANSALI & CO
sd/-
(N. K. BHANSALI)
Proprietor
C.P No:2321 FCS No. 3942
UDIN:F003942D000845926

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, 2022 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: 25/08/2022
Place: Chennai

For N.K.BHANSALI & CO
Company Secretaries
sd/-
(N. K. BHANSALI)
Proprietor
C.P No:2321 FCS No. 3942
UDIN:F003942D000845860

INDEPENDENT AUDITOR'S REPORT

To the Members of Gothi Plascon (India) Limited

Report on the Audit of the Standalone 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, 2022**, and the Statement of Profit and Loss, Statement of Cash Flows and Statement of Changes in Equity 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 Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its profits and cash flows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143 (10) of the Act (SAs). Our responsibilities under those SAs are further described in the Auditor's responsibilities for the Audit of the Financial Results 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 results under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

Key Audit Matters are those matters that, in our professional judgments, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the contexts of our audit of the financial statements as a whole, and in forming our opinion there on, and we do not provide a separate opinion on these matters. We have nothing to report in this regard.

Information other than the Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report including Annexures to the Director's Report, but does not include the financial statements and our auditor's report thereon.

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

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

Management's responsibility for the Standalone Financial Results

The Company's Board of Directors is responsible for the matters stated in sec 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 including other comprehensive income, cash flows and changes in equity of the company in accordance with the IND AS and other Accounting Principles generally accepted in India. This responsibility also includes Maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the asset 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 statement, the 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 as no realistic alternative but to do so.

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

Auditor's responsibilities for the Audit of the Financial Statements

Our objectives are to obtain 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 results.

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 and Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors 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 results 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2.As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid financial statements.

(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, the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the financial statements.

(d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2022 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

(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; and

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

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities 'Intermediaries', with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the company from any persons or entities, including foreign entities 'Funding Parties', with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on audit procedures carried out by us, that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Act, 2014 contain any material misstatement.

v. In our opinion and according to the information and explanations given to us, the dividend declared or paid during the year by the company is in compliance with section 123 of the Companies Act, 2013.

3. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

4. With respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For and on behalf of

Yeswant Chopra & Co
Chartered Accountants
Firm's Registration No. 010542S

(Sd/-)

Yeswant Chopra
Proprietor
Membership number: 212296
UDIN:22212296AJPJXG4003

Place: Chennai
Date: May 25th, 2022

Annexure “A” to the Independent Auditor’s Report

(Referred to in paragraph 1 under ‘Report on other legal and regulatory requirements’ section of our report to the Members of Gothi Plascon (India) Limited of even date)

- i. (a) In our opinion and according to the information and explanations given to us, the Company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant and equipment. The Company does not own any intangible assets.
- (b) The property, plant and equipment of the Company were physically verified by the management during the year. According to the information and explanations given to us and as examined by us, no material discrepancies were noticed on such verification.
- (c) In our opinion and according to the information and explanations given to us and based on the examination of the conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
- (d) The Company has not revalued its property, plant and equipment (including right of use asset) during the year. Accordingly, paragraph 3 (i) (d) of the Order is not applicable.
- (e) In our opinion and according to the information and explanations given to us, there are no proceedings initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, paragraph 3 (i) (e) of the Order is not applicable.
- ii. (a) The inventories have been physically verified by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification.
- (b) The Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year. Accordingly, paragraph 3 (ii) (b) of the Order is not applicable.
- iii. (a) The Company has provided loans or advances in the nature of loans, stood guarantee or provided security to any other entity during the year and details of which are given below:

Particulars	Amount (Rs. In Lakhs)
Aggregate amount provided during the year	
- Other Companies	570
Balance outstanding as at March 31, 2022	
- Other Companies	798

- (b) In our opinion and according to information and explanation given to us, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company’s interest.

(c) In our opinion and according to information and explanation given to us, in respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted and advances in the nature of loans provided by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) In our opinion and according to information and explanation given to us, there are loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

(f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause (iii)(f) is not applicable.

iv. In our opinion and according to information and explanation given to us, in respect of loans, investments, guarantees and security, the Company has complied with the provisions of sections 185 and section 186 of the Companies Act, 2013, as applicable.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits during the year. Accordingly, paragraph 3 (v) of the Order is not applicable.

vi. The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the company and accordingly paragraph 3 (vi) of the order is not applicable.

vii. In our opinion and according to the information and explanations given to us:

(a) Amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been generally regularly deposited by the Company with the appropriate authorities.

(b) No undisputed amounts payable in respect of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

(c) There are no statutory dues referred to in sub-clause (a), which have not been deposited on account of dispute.

viii. According to the information and explanations given by the management, no transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

YESWANT CHOPRA & CO
CHARTERED ACCOUNTANTS
No.95, Narayan Mudali Street, 1st Floor, Sowcarpet, Chennai-600079

- ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- b) In our opinion and according to the information and explanations given to us, the Company has not been declared willful defaulter by any bank or financial institution or other lender.
- c) In our opinion and according to the information and explanations given to us, the term loans were applied for the purpose for which the loans were obtained.
- d) In our opinion and according to the information and explanations given to us, funds raised on short term basis have not been utilised for long term purposes.
- e) The company does not have any subsidiaries/ associates/ joint-ventures and accordingly, paragraphs 3 (ix) (e) and 3 (ix) (f) of the Order are not applicable.
- x. (a) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, paragraph 3 (x) (a) of the Order is not applicable.
- (b) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, paragraph 3 (x) (b) of the Order is not applicable.
- xi. (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by any person has been noticed or reported during the year. Accordingly, paragraph 3 (xi) (a) of the Order is not applicable.
- b) Since there is no fraud by the Company or no material fraud on the Company by any person has been noticed or reported during the year, paragraph 3 (xi) (b) of the Order is not applicable.
- c) To the best of our knowledge and according to the information and explanations given to us, no whistleblower complaints have been received by the Company during the year.
- xii. The Company is not a Nidhi Company as defined in section 406 of the Companies Act, 2013 and accordingly, Paragraphs 3 (xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with section 177 and 188 of the Act, where applicable, for all transaction with the related parties and the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system, commensurate with the size and nature of its business.
- (b) The reports of the internal auditors for the year under audit were considered by us, as part of our audit procedures.

YESWANT CHOPRA & CO
CHARTERED ACCOUNTANTS
No.95, Narayan Mudali Street, 1st Floor, Sowcarpet, Chennai-600079

xv. In our opinion and according to the information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3 (xv) of the Order is not applicable.

xvi. (a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, paragraph 3 (xvi) (c) of the Order is not applicable.

(d) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) and it does not have any other companies in the Group. Accordingly, paragraph 3 (xvi) (d) of the Order is not applicable.

xvii. The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, paragraph 3 (xviii) of the Order is not applicable.

xix. In our opinion and according to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the board of directors and management plans, there are no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

xx. The provisions of section 135 are not applicable on the Company.

xxi. In our opinion and according to the information and explanations given to us, the Company does not have investments in subsidiaries/ associates or joint venture companies. Accordingly, paragraph 3 (xxi) of the Order is not applicable.

For and on behalf of

Yeswant Chopra & Co
Chartered Accountants
Firm's Registration No. 010542S

(Sd/-)
Yeswant Chopra
Proprietor
Membership number: 212296
UDIN: 22212296AJPJXG4003

Place: Chennai
Date: May 25th, 2022

Annexure “B” to the Independent Auditor’s Report

(Referred to in paragraph 2(f) under ‘Report on other legal and regulatory requirements’ of our report to the Members of Gothi Plascon (India) Limited of even date)

Report on the internal financial controls over financial reporting 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 at March 31, 2022, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The board of directors of the Company 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, 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 internal financial controls over financial reporting of the Company 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”) issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement in 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 control 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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) 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 (iii) 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 of 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 and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, 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 No. 010542S

(Sd/-)

Yeswant Chopra
Proprietor
Membership number: 212296
UDIN: 22212296AJPJXG4003

Place: Chennai
Date: May 25th, 2022

Gothi Plascon (India) Limited

CIN: L45400PY1994PLC008380

Regd Office: 17/5B,1A ,Vazhudavur Road, Kurumbapet , Puducherry - 605009.

Balance Sheet as at 31st March, 2022

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

Particulars	Notes	As at	
		31st March 2022	31st March 2021
ASSETS			
Non Current Assets			
Property, Plant and Equipment	4	7,16,95,401	6,74,94,911
Financial Assets			
Other Financial Assets	5	45,000	45,000
Total Non Current Assets		7,17,40,401	6,75,39,911
Current Assets			
Inventories	6	65,024	66,010
Financial Assets			
Trade Receivables	7	20,265	33,862
Cash and Cash Equivalents	8	2,77,358	12,64,553
Bank Balance other than above	9	25,48,841	14,25,798
Other Financial Assets	5	7,98,72,353	7,23,06,019
Other Current Assets	10	11,657	3,65,425
Total Current Assets		8,27,95,498	7,54,61,667
TOTAL ASSETS		15,45,35,899	14,30,01,578
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	11(a)	10,20,00,000	10,20,00,000
Other Equity	11(b)	2,27,37,673	1,46,97,334
Total Equity		12,47,37,673	11,66,97,334
Liabilities			
Non Current Liabilities			
Financial Liabilities			
Borrowings	12	41,93,797	-
Deferred Tax Liabilities (Net)	13(d)	8,15,577	5,75,163
Other Non Current Liabilities	14	2,10,40,000	2,10,40,000
Total Non Current Liabilities		2,60,49,374	2,16,15,163
Current Liabilities			
Financial Liabilities			
Other Financial Liabilities	15	28,26,535	15,64,548
Current Tax Liabilities	13(c)	3,80,586	24,98,603
Other Current Liabilities	16	5,41,731	6,25,930
Total Current Liabilities		37,48,852	46,89,081
TOTAL LIABILITIES		2,97,98,226	2,63,04,244
NOTES (including Significant Accounting Policies) FORMING PART OF THE FINANCIAL STATEMENTS	1-3		
TOTAL EQUITY AND LIABILITIES		15,45,35,899	14,30,01,578

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. 105425)

(Sd/-)
PRAKASH CHAND
Director
DIN : 01740159

(Sd/-)
SANJAY GOTHI
Managing Director
DIN : 00600357

(Sd/-)
(YESWANT CHOPRA)
Proprietor
Membership N. 0212296

(Sd/-)
MEGHA SOMANI
Company Secretary
Membership No: ACS 36303

(Sd/-)
RAJESH PINCHA
Chief Financial Officer
PAN: ADDPR7077C

Chennai
May 25th, 2022

Gothi Plascon (India) Limited

CIN: L45400PY1994PLC008380

Regd Office: 17/5B,1A ,Vazhudavur Road, Kurumbapet , Puducherry - 605009.

Statement of Profit and Loss for the year ended 31st March, 2022

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

Particulars	Notes	Year Ended	
		31st March 2022	31st March 2021
INCOME			
Revenue from Operations	17	3,93,60,750	3,57,84,173
Other Income	18	74,717	4,027
TOTAL INCOME		3,94,35,467	3,57,88,200
EXPENSES			
Purchases of Stock in Trade	19	9,764	1,98,638
Changes in Inventories of Stock in Trade	20	986	(66,010)
Employee Benefit Expenses	21	55,62,310	42,91,071
Finance Costs	22	37,741	1,01,922
Depreciation and Amortisation Expense	4	32,85,725	31,71,103
Other Expense	23	61,57,836	64,27,375
TOTAL EXPENSES		1,50,54,362	1,41,24,099
PROFIT BEFORE EXTRAORDINARY ITEMS AND TAXES		2,43,81,105	2,16,64,101
Extraordinary / Exceptional Items		-	-
PROFIT BEFORE TAXES		2,43,81,105	2,16,64,101
Tax Expenses			
Current Tax Expenses for Current Year	13(a)	59,00,352	52,18,081
Deferred Tax/Assets	13(a)	2,40,414	2,34,339
PROFIT FOR THE YEAR		1,82,40,339	1,62,11,681
Earnings Per Equity Share (Equity Shares of par value of Rs.10 each)			
Basic		1.79	1.59
Diluted		1.79	1.59
Number of Equity Shares			
Basic		1,02,00,000	1,02,00,000
Diluted		1,02,00,000	1,02,00,000

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/-)
PRAKASH CHAND
Director
DIN : 01740159

(Sd/-)
SANJAY GOTHI
Managing Director
DIN : 00600357

(Sd/-)
(YESWANT CHOPRA)
Proprietor
Membership N. 0212296

(Sd/-)
MEGHA SOMANI
Company Secretary
Membership No: ACS 36303

(Sd/-)
RAJESH PINCHA
Chief Financial Officer
PAN: ADDPR7077C

Chennai
May 25th, 2022

Gothi Plascon (India) Limited

CIN: L45400PY1994PLC008380

Regd Office: 17/5B,1A ,Vazhudavur Road, Kurumbapet , Puducherry - 605009.

Statement of Changes in Equity as at 31st March, 2022

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

a. Equity Share Capital

Balance at the end of March 31, 2020	10,20,00,000
Changes in equity share capital due to Prior Period Errors	-
Changes in equity share capital during the year	-
Balance at the end of March 31, 2021	10,20,00,000
Changes in equity share capital due to Prior Period Errors	-
Changes in equity share capital during the year	-
Balance at the end of March 31, 2022	10,20,00,000

b. Other Equity

Particulars	Share Application Money Pending Allotment	Retained Earnings
Balance as on 1st April 2020		86,85,653
Changes due to Prior Period Errors		-
Profit for the year		1,62,11,681
Other Comprehensive Income		-
Total Comprehensive Income		-
Payment of Dividend & DD Tax		(1,02,00,000)
Balance as at 31st March 2021		1,46,97,334
Balance as on 1st April 2021		1,46,97,334
Changes due to Prior Period Errors		-
Profit for the year		1,82,40,339
Other Comprehensive Income		-
Total Comprehensive Income		-
Payment of Dividend & DD Tax		(1,02,00,000)
Balance as at 31st March 2022		2,27,37,673

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. 105425)

(Sd/-)

(YESWANT CHOPRA)
Proprietor
Membership N. 0212296

Chennai
May 25th, 2022

(Sd/-)

PRAKASH CHAND
Director
DIN : 01740159

(Sd/-)

MEGHA SOMANI
Company Secretary
Membership No: ACS 36303

(Sd/-)

SANJAY GOTHI
Managing Director
DIN : 00600357

(Sd/-)

RAJESH PINCHA
Chief Financial Officer
PAN: ADDPR7077C

Gothi Plascon (India) Limited

CIN: L45400PY1994PLC008380

Regd Office: 17/5B,1A ,Vazhudavur Road, Kurumbapet , Puducherry - 605009.

Statement of Cash Flows for the year ended 31st March, 2022

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

Particulars	Notes	For The Year Ended	
		31st March 2022	31st March 2021
A. Cash Flows from Operation Activities:			
Profit before tax		1,82,40,339	1,62,11,681
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		61,40,766	54,52,420
Depreciation and amortisation expense		32,85,725	31,71,103
Interest (income)/expenses - Net		37,741	97,895
Changes in Operating Assets and Liabilities:			
(Increase)/Decrease in Inventories		986	(66,010)
(Increase)/Decrease in Trade Receivable		13,597	(33,862)
(Increase)/Decrease in Other Current Assets		(72,12,566)	(1,23,13,744)
(Decrease)/Increase in Other Non Current Liabilities		-	(20,000)
(Decrease)/Increase in Other Current Liabilities & provision for Taxes		(20,63,272)	26,41,410
Cash generated from operating activities before taxes		1,84,43,316	1,51,40,893
Income taxes paid		59,00,352	52,18,081
Net cash generated from operating activities		1,25,42,964	99,22,812
B. Cash Flows from Investing Activities:			
Purchase of property, plant and equipment		(74,86,215)	(4,63,965)
Interest received/(Paid)		(37,741)	(97,895)
Net cash generated from/(used in) investing activities		(75,23,956)	(5,61,860)
C. Cash Flows from Financial Activities:			
Repayment of loans and borrowings		-	-
Proceeds from loans and borrowings		41,93,797	-
Interest paid on loans and borrowings		-	-
Dividend paid to owners of the Company (including Tax)		(1,02,00,000)	(1,02,00,000)
Net cash used in financing activities		(60,06,203)	(1,02,00,000)
Net decrease in cash and cash equivalents during the year		(9,87,195)	(8,39,048)
Cash and cash equivalents at the beginning of the year		12,64,553	21,03,601
Cash and cash equivalents at the end of the year		2,77,358	12,64,553

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/-)
PRAKASH CHAND
Director
DIN : 01740159

(Sd/-)
SANJAY GOTHI
Managing Director
DIN : 00600357

(Sd/-)
(YESWANT CHOPRA)
Proprietor
Membership N. 0212296

(Sd/-)
MEGHA SOMANI
Director
Membership No: ACS 36303

(Sd/-)
RAJESH PINCHA
Chief Financial Officer
PAN: ADDPR7077C

Chennai
May 25th, 2022

Gothi Plascon (India) Limited

CIN: L45400PY1994PLC008380

Regd Office: 17/5B,1A ,Vazhudavur Road, Kurumbapet , Puducherry - 605009.

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 judgment

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 on going 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.

Gothi Plascon (India) Limited

CIN: L45400PY1994PLC008380

Regd Office: 17/5B,1A ,Vazhudavur Road, Kurumbapet , Puducherry - 605009.

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, 2022 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,2022 and same has been paid during the year.

Gothi Plascon (India) Limited

CIN: L45400PY1994PLC008380

Regd Office: 17/5B,1A ,Vazhudavur Road, Kurumbapet , Puducherry - 605009.

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 fdr and interest on income tax refund, 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 recognised over time on satisfying performance obligation as per agreement, that is ,by reference to the period in which service are being rendered.

Interest income is recognised on a time proportion 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.

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b. Deferred tax

Deferred Tax Assets/Liability 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/Liability 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.

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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.

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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.

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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.

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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 retrospective - 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 lessee'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 ,where 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.

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XXI.Inventories

Inventories are valued at lower of cost and net realizable value. Net Realizable value represents 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 conformity with Current Year's Classification.

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

For and On Behalf of the Board of Directors

(Sd/-)
(YESWANT CHOPRA)
Proprietor
Membership N. 0212296

(Sd/-)
PRAKASH CHAND
Director
DIN : 01740159

(Sd/-)
SANJAY GOTHI
Managing Director
DIN : 00600357

Chennai
May 25th, 2022

(Sd/-)
MEGHA SOMANI
Company Secretary
Membership No: ACS 36303

(Sd/-)
RAJESH PINCHA
Chief Financial Officer
PAN: ADDPR7077C

Gothi Plascon (India) Limited

CIN: L45400PY1994PLC008380

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Note 4 : Property, Plant and Equipment

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

Gross Carrying Value	Land	Building	Plant and Machinery	Total
Gross Carrying Value as at 1st April 2020	48,51,324	8,36,93,633	30,21,226	9,15,66,183
<i>Additions</i>	-	4,63,965	-	4,63,965
<i>Disposal/Adjustments</i>	-	-	-	-
Gross Carrying Value as at 1st April 2021	48,51,324	8,41,57,598	30,21,226	9,20,30,148
<i>Additions</i>	-	4,38,536	70,47,679	74,86,215
<i>Disposal/Adjustments</i>	-	-	-	-
Gross Carrying Value as at 1st April 2022	48,51,324	8,45,96,134	1,00,68,905	9,95,16,363
<hr/>				
Accumulated Depreciation	Land	Building	Plant and Machinery	Total
Accumulated Depreciation as at 1st April 2020	-	2,01,95,382	11,68,752	2,13,64,134
<i>Depreciation Expense</i>	-	27,59,815	4,11,288	31,71,103
<i>Deductions/Adjustments</i>	-	-	-	-
Accumulated Depreciation as at 1st April 2021	-	2,29,55,197	15,80,040	2,45,35,237
<i>Depreciation Expense</i>	-	27,68,794	5,16,931	32,85,725
<i>Deductions/Adjustments</i>	-	-	-	-
Accumulated Depreciation as at 1st April 2022	-	2,57,23,991	20,96,971	2,78,20,962
<hr/>				
Net Carrying Value	Land	Building	Plant and Machinery	Total
Net Carrying Value as on 31st March 2020	48,51,324	6,34,98,251	18,52,474	7,02,02,049
Net Carrying Value as on 31st March 2021	48,51,324	6,12,02,401	14,41,186	6,74,94,911
Net Carrying Value as on 31st March 2022	48,51,324	5,88,72,143	79,71,934	7,16,95,401

(i) All Immovable Properties are held in the name of the Company.

(ii) The Company has not revalued its Property, Plant and Equipment during the current reporting period.

(iii) The Company does not hold any Benami property and does not have any proceedings initiated or pending for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

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Note 5 : Other Financial Assets

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

Particulars	As at			
	31st March 2022		31st March 2021	
	Non-Current	Current	Non-Current	Current
Loans and Advances to Other Parties	-	7,98,13,213	-	7,22,46,879
Security Deposits	-	59,140	-	59,140
Sales Tax Receivable	45,000	-	45,000	-
	45,000	7,98,72,353	45,000	7,23,06,019

Note 6 : Inventories

Particulars	As at	
	31st March 2022	31st March 2021
	a) Finished Goods	65,024
	65,024	66,010

(i) The method of valuation of Inventories has been stated in Note No. 3(XXI) of Significant Accounting Policies

(ii) The Company has physically verified the inventories at reasonable intervals and there are no discrepancies of 10% or more in the aggregate for each class of inventory were noticed during such verification.

Note 7 : Trade Receivables

Particulars	As at	
	31st March 2022	31st March 2021
	Outstanding for a Period exceeding Six months from the due date of Payment	15,421
Other Receivables	4,844	33,862
	20,265	33,862

(i) Trade receivables are neither due from directors or other officers of the Company either severally or jointly with any other person, nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

(ii) Ageing Schedule of Trade Receivables

Particulars	As at March 31, 2022						
	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 Months to 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
Undisputed Trade Receivable							
(i) Considered good	-	4,844	-	-	13,674	-	18,518
(ii) Which have significant increase in credit risk and considered doubtful	-	-	-	-	1,747	-	1,747
(iii) Credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivable							
(i) Considered good	-	-	-	-	-	-	-
(ii) Which have significant increase in credit risk and considered doubtful	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-
Total	-	4,844	-	-	15,421	-	20,265

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Note 8 : Cash and Cash Equivalents/ Bank Balance

Particulars	As at	
	31st March 2022	31st March 2021
	Balances with Banks	2,59,033
Cash in Hand	18,325	38,544
	2,77,358	12,64,553

Note 9 : Other Bank Balance

Particulars	As at	
	31st March 2022	31st March 2021
	Unclaimed Dividend Amount	25,48,841
	25,48,841	14,25,798

Note 10 : Other Current Assets

Particulars	As at	
	31st March 2022	31st March 2021
	Income Tax Refund Due (AY 2020-2021)	-
Balance with Revenue Authorities	2,657	-
Advance to Staff	9,000	-
	11,657	3,65,425

Note 11(a) : Equity Share Capital

Particulars	As at	
	31st March 2022	31st March 2021
	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	11,00,00,000
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	10,20,00,000
	10,20,00,000	10,20,00,000

i. Reconciliation of number of shares

Particulars	As at 31st March 2022		As at 31st March 2021	
	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
Shares issued/(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 Shareholding of Promoters

Name of the Promoters	As at 31st March 2022		As at 31st March 2021		% Change in Holdings
	No of Shares	% of Total Shares	No of Shares	% of Total Shares	
	Sanjay Gothi	45,00,000	44.12%	45,00,000	
Sanjay Gothi HUF	15,00,000	14.71%	15,00,000	14.71%	0.00%
Priyadarshana Gothi	14,86,000	14.57%	14,86,000	14.57%	0.00%

iii. 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 2022		As at 31st March 2021	
	No of shares	% of holding	No of shares	% of holding
	Sanjay Gothi	45,00,000	44.12	45,00,000
Sanjay Gothi HUF	15,00,000	14.71	15,00,000	14.71
Priyadarshana Gothi	14,86,000	14.57	14,86,000	14.57

iv. 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 2022, 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.

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Note 11(b) : Other Equity

Particulars	As at	
	31st March 2022	31st March 2021
Retained Earnings	2,27,37,673	1,46,97,334
	2,27,37,673	1,46,97,334

Note 12 : Borrowings

Particulars	As at	
	31st March 2022	31st March 2021
Secured Loan		
Term Loan - For Car	41,93,797	-
	41,93,797	-

(i) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken as at the reporting date.

(ii) Registration, Modification and Satisfaction of charges relating to the year under review, had been filed with the Registrar of Companies, within the prescribed time or within the extended time requiring the payment of additional fees.

(iii) The Company is not declared as wilful defaulter by any bank or financial Institution or other lenders.

(iv) The Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

Note 13 : Components of Income Tax Expense

a) Tax Charge in the Statement of Profit and Loss

Particulars	As at	
	31st March 2022	31st March 2021
Current Tax		
Current Year	59,00,352	52,18,081
Deferred Tax		
Deferred tax expenses for the year	2,40,414	2,34,339
Income Tax expense for the year	61,40,766	54,52,420

b) Reconciliation of Effective Tax Rate

Particulars	As at	
	31st March 2022	31st March 2021
Profit before tax	2,43,81,105	2,16,64,101
Tax using Domestic tax rate (Current year: 25.168% and Previous year 25.168%)	61,36,236	54,52,420
Tax Effect of		
Non-Deductible Tax Expenses	4,530	-
	61,40,766	54,52,420

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c) Current / Non-current Tax Assets/Liabilities

Particulars	As at	
	31st March 2022	31st March 2021
Current Tax Liabilities	3,80,586	24,98,603
Non-current Tax Assets	-	-
	3,80,586	24,98,603

d) The analysis of Deferred tax Assets and Deferred Tax Liabilities are as follows:

Particulars	As at	
	31st March 2022	31st March 2021
Deferred Tax Assets	-	-
Deferred Tax Liabilities	8,15,577	5,75,163
Net Deferred Tax Liabilities	8,15,577	5,75,163

e) Movement in Deferred Tax Assets and (Liabilities) during the year is as follows:

Particulars	Depreciation	Total
As at April 1, 2020	(3,40,824)	(3,40,824)
(Charged) / Credited		
- to Statement of Profit and Loss	(2,34,339)	(2,34,339)
- to Other Comprehensive Income	-	-
As at April 1, 2021	(5,75,163)	(5,75,163)
(Charged) / Credited		
- to Statement of Profit and Loss	(2,40,414)	(2,40,414)
- to Other Comprehensive Income	-	-
As at March 31,2022	(8,15,577)	(8,15,577)

Note 14 : Other Non Current Liabilities

Particulars	As at	
	31st March 2022	31st March 2021
Non-Current		
Unsecured		
Refundable Lease deposits against properties leased out	2,10,40,000	2,10,40,000
	2,10,40,000	2,10,40,000

Note 15 : Other Financial Liabilities

Particulars	As at	
	31st March 2022	31st March 2021
Unclaimed Dividend	25,48,841	14,25,798
Expenses Payable	1,42,694	-
Audit Fees Payable	1,35,000	1,38,750
	28,26,535	15,64,548

Note 16 : Other Current Liabilities

Particulars	As at	
	31st March 2022	31st March 2021
ESI Payable	11,898	6,962
Provident Fund Payable	34,243	-
TDS Payable	15,061	11,250
GST Payable	4,80,529	6,07,718
	5,41,731	6,25,930

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unless otherwise stated)

Note 17 : Revenue from Operations

Particulars	As at	
	31st March 2022	31st March 2021
Rent received	2,94,85,164	2,79,34,000
Sales	22,853	17,567
Interest received on loans granted	97,52,733	77,89,356
Maintance & Electricity Charges Received	1,00,000	43,250
	3,93,60,750	3,57,84,173

Note 18 : Other Income

Particulars	As at	
	31st March 2022	31st March 2021
Interest - IT Refund	8,925	-
Discount & Rebate	23,882	-
Agricultural Income	41,910	-
Interest on Bank FDR	-	4,027
	74,717	4,027

Note 19 : Purchases of Stock in Trade

Particulars	As at	
	31st March 2022	31st March 2021
Cost of Material Consumed	9,764	1,98,638
	9,764	1,98,638

Note 20 : Changes in inventories of Stock-in-Trade

Particulars	As at	
	31st March 2022	31st March 2021
Opening Stock of Finished Goods	66,010	
Closing Stock of Finished Goods	65,024	66,010
	986	(66,010)

Note 21 : Employee Benefit Expenses

Particulars	As at	
	31st March 2022	31st March 2021
Staff Salary and Bonus	48,08,024	37,82,252
ESI & PF	3,01,130	-
Staff Welfare Expenses	4,53,156	5,08,819
	55,62,310	42,91,071

Note 22 : Finance Costs

Particulars	As at	
	31st March 2022	31st March 2021
Bank Charges	6,649	4,607
Interest Paid	31,092	97,315
	37,741	1,01,922

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Note 23 : Other Expense

Particulars	As at	
	31st March 2022	31st March 2021
Advertisement and Publicity	34,116	22,320
AGM Expenses	61,004	-
Agricultural Expenses	28,350	-
Audit Fees	1,75,000	2,00,000
Building Maintenance	5,00,706	4,46,974
Computer Maintenance	7,600	6,104
Director Remuneration	24,00,000	22,00,000
Electricity Charges	68,811	3,390
E Voting Charges	-	45,743
Membership & Subscription	30,000	-
Insurance	73,527	10,38,565
Legal and Professional Fees	5,25,000	5,92,105
Miscellaneous Expenses	7,790	-
Car Maintenance Exp	2,33,762	1,76,159
Postage and Telegram	4,38,800	400
Printing and Stationery	35,405	68,486
Rent, Rates and Taxes inclusive of listing fees	10,48,327	6,59,213
Reversal of Excess Interest Income offered	-	4,46,629
Sales Promotion	51,160	2,487
Security Charges	1,06,134	2,88,375
Share Transfer Charges	82,064	1,00,826
Travelling and Communication	2,35,280	1,24,599
Website Development Charges	15,000	5,000
	61,57,836	64,27,375
Note (a)		
Auditor remuneration and out of pocket expenses (net of GST/Service Tax)		
(i) As Auditors - Statutory Auditors	1,50,000	1,50,000
(ii) Other Services - GST Audit	25,000	50,000
(iii) Auditor out of pocket expenses	-	-
	1,75,000	2,00,000

Note 24 : Related party transaction and disclosures

Transaction/balances

Key Management personnel

Remuneration and other benefits to Mr.Sanjay Gothi (Director)	24,00,000	22,00,000
Remuneration and other benefits to Mr.Rajesh Pincha (CFO)	3,60,000	3,00,000
Professional fee Paid to Megha Somani (Company Secretary)	4,65,000	4,20,000

Note 25 : 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.

	2021-2022	2020-2021
Profit attributable to equity share holders	1,82,40,339	1,62,11,681
Number of Equity Shares outstanding	1,02,00,000	1,02,00,000
Earnings per share (Basic)	1.79	1.59
Earnings per share (Diluted)	1.79	1.59

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Note 26 : Financial Assets and Liabilities

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

(A) By Category

Particulars	31st March 2022			31st March 2021		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets:						
Loans & Advances	-	-	7,98,13,213	-	-	7,22,46,879
Trade Receivables	-	-	20,265	-	-	33,862
Cash and Cash Equivalents	-	-	2,77,358	-	-	12,64,553
Other Financial Assets	-	-	59,140	-	-	59,140
Total Financial Assets	-	-	8,01,69,976	-	-	7,36,04,434
Financial Liabilities:						
Borrowings	-	-	41,93,797	-	-	-
Other Financial Liabilities	-	-	28,26,535	-	-	15,64,548
Total Financial Liabilities	-	-	70,20,332	-	-	15,64,548

(A) Fair Value

Carrying Value and Fair Value

Particulars	Carrying Value		Fair Value	
	2022	2021	2022	2021
Financial Assets:				
Loans & Advances	7,98,13,213	7,22,46,879	7,98,13,213	7,22,46,879
Trade Receivables	20,265	33,862	20,265	33,862
Cash and Cash Equivalents	2,77,358	12,64,553	2,77,358	12,64,553
Other Financial Assets	59,140	59,140	59,140	59,140
Financial Liabilities:				
Borrowings	41,93,797	-	41,93,797	-
Other Financial Liabilities	28,26,535	15,64,548	28,26,535	15,64,548

Note 27 : Financial Risk Management

The Company's financial liabilities comprise mainly of borrowings, other payables. The Company's financial assets comprise mainly of cash and cash equivalents, loans, trade receivables and other receivables.

The Company is exposed to credit risk, liquidity risk and interest rate risk. The Company's management oversees the management of these risks. The management ensures that the Company's financial risk activities are governed by appropriate policies and procedures.

A. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract leading to a financial loss. The Company is exposed to credit risk primarily from trade receivables, Loans advanced, security deposits and other financial instruments.

Trade and Other Receivables:-

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. Management also considers the factors that may influence the credit risk of its customer base. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Company monitors the payment track record of the customers.

The Carrying amount reflected above represents the maximum exposure to credit risk.

Cash and Cash Equivalents:-

The Company held cash and cash equivalents of Rs. 2.77 Lakh At March 31, 2022 (March 31, 2021: Rs. 12.64 Lakh).

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B. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments.

Maturities of Financial Liabilities:-

	Within 1 Year	Due from 1-3 Years	After 5 Years	Total
For 2022:				
Borrowings	15,95,628	29,25,318	-	45,20,946
Other Financial Liabilities	2,77,358	-	-	2,77,358
Total	18,72,986	29,25,318	-	47,98,304
For 2021:				
Borrowings	-	-	-	-
Other Financial Liabilities	12,64,553	-	-	12,64,553
Total	12,64,553	-	-	12,64,553

C. Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company has Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The Company is primarily exposed to Interest rate risk. The objective of management is to manage and control market risk exposures within acceptable parameters.

Interest Rate Risk:-

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk resulting from fluctuations in interest rates. The Company's Interest rate risk arises from Borrowings.

Interest Rate Sensitivity:-

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of change in interest rates. The following table demonstrates the sensitivity of floating rate financial instruments to a reasonably possible change in interest rates.

Sensitivity Analysis

Particulars	Impact on Profit before Tax	
	31st March 2022	31st March 2021
Interest Rate		
- Increases by 100 basis points	(7,088)	-
- Decreases by 100 basis points	7,085	-

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Note 28 : Key Financial Ratios

Ratios	Numerator	Denominator	March 31, 2022	March 31, 2021	Variation in %	Reason for variance
Current Ratio	Current Assets	Current Liabilities	22.09	16.09	27%	The variance is on account of decrease in tax liability and increase in short term advances.
Debt-Equity Ratio	Total Debt	Total Equity	0.03	0.00	100%	The company had no debt last year, therefore the variance.
Debt Service Coverage Ratio	Earnings available for Debt Service	Debt Service	5.16	N.A	100%	
Return on Equity Ratio	Profit After Tax	Average Equity	15%	14%	6%	
Inventory Turnover Ratio	Net Sales	Average Inventory	1046.41	685.76	34%	Variance is on account of decrease in Company's secondary Business sales, which represents only 0.06% of the Total Revenue.
Trade receivables Turnover Ratio	Revenue from Operations	Average Accounts Receivables	432.25	351.79	19%	
Trade payables Turnover Ratio	Adjusted Expenses	Average Trade Payables	0.00	0.00	0%	
Net Capital Turnover Ratio	Revenue from Operations	Average Working Capital	694.65	676.32	3%	
Net Profit Ratio	Profit After Tax	Revenue from Operations	46%	45%	2%	
Return on Capital Employed	Earnings Before Interest and Tax	Average Capital Employed	20%	19%	4%	
Return on Investment (Assets)	Income generated from Investments	Average Investments	12%	12%	4%	

Note 29 : Relationship with Struck off Companies

Relationship with Struck off Companies - The Company does not have any transactions or relationships with any companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

Note 30 : Compliance with number of layers of companies

The Company do not have any parent company and accordingly, compliance with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 is not applicable for the year under consideration.

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Note 31 : Scheme of arrangements

There are no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year.

Note 32 : Undisclosed Income

There are no transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 which have not been recorded in the books of account.

Note 33 : Details of Crypto Currency or Virtual Currency

The Company did not trade or invest in Crypto Currency or virtual currency during the financial year. Hence, disclosures relating to it are not applicable.

Note 34 : Advance or loan or investment to intermediaries and receipt of funds from intermediaries

The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

The company has also not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(Sd/-)
PRAKASH CHAND
Director
DIN : 01740159

(Sd/-)
SANJAY GOTHI
Managing Director
DIN : 00600357

(Sd/-)
MEGHA SOMANI
Director
Membership No: ACS 36303

(Sd/-)
RAJESH PINCHA
Chief Financial Officer
PAN: ADDPR7077C

Chennai
May 25th, 2022