



78<sup>th</sup>

ANNUAL REPORT  
2021-2022



**Maha Rashtra Apex  
Corporation Limited**

Registered Office: 3rd Floor Front Wing, North Block  
Manipal Centre, #47, Dickenson Road, Bengaluru-42

*Respectful Salutations...*



Late Sri T Ramesh U Pai

## BOARD OF DIRECTORS

Chairman	: Sri K B Shetty
Managing Director	: Sri Aspi Nariman Katgara
Director	: Smt Jyothi V B
Director	: Sri Manjunath Manohar Singh
Director	: Sri Yazdin Jimmy Mistry
Director	: Sri Gev Framroze Engineer upto 23.03.2022
Director	: Smt Vidya Mananjay More from 23.03.2022
Company Secretary/CFO	: Sri J M Panday
Bankers	: Canara Bank Union Bank of India
Auditors	: M/s. Maiya & Maiya Chartered Accountants Vidyarthna Building UDUPI - 576 101
Registered Office	: 3 <sup>rd</sup> Floor, Front Wing North Block, Manipal Centre 47, Dickenson Road Bengaluru – 560042
Administrative Office	: Syndicate House Upendra Nagar MANIPAL – 576104
Share Transfer Agents	: M/s. Purva Shareregistry (India) Pvt Ltd. Unit Maha Rashtra Apex Corporation Ltd 9 Shiv Shakti Industrial Estate 7-B J R Boricha Marg Opp: Kasturba Hospital Lower Parel (E) MUMBAI-400 011



CIN: L85110KA1943PLC001177

Registered Office: 3rd Floor, Front Wing, North Block, Manipal Centre,  
Bengaluru, Karnataka-560 042

Tel no: 080-40313131 Fax No: 080-25587189

Email Id: mracl.ho@manipal.com, Website: www.maharashtraapex.com

## NOTICE

NOTICE IS HEREBY GIVEN THAT THE 78<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF MAHA RASHTRA APEX CORPORATION LIMITED will be held on Wednesday, 28<sup>th</sup> September, 2022 at 12.00 Noon (IST) through two-way Video Conferencing ('VC') facility or other audio visual means ('OAVM') to transact the following businesses:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statement for the year ended 31<sup>st</sup> March, 2022 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr Aspi Nariman Katgara (DIN-06946494) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a director in place of Mr Yazdin Jimmy Mistry (DIN-07897995) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the eighty third Annual General Meeting of the Company and to fix their remuneration and for the purpose, to pass the following resolution, which will be proposed as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the recommendations of the Audit Committee and the Board of Directors, M/s. H G Sarvaiya & Co, Chartered Accountants, Mumbai (Registration FRN. 0115705W), be and are hereby appointed as the Statutory Auditors of the Company in place of M/s Maiya&Maiya (Registration No. 001944S), the retiring Statutory Auditors, for a period of five years, to hold office from the conclusion of this Annual General Meeting till the conclusion of the eighty third Annual General Meeting of the Company to be held in the year 2027 at such remuneration as may be mutually agreed between the Board of Directors and the Auditors from time to time.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient to give effect to this Resolution."

### SPECIAL BUSINESS:

5. To consider and if thought fit, to pass the following resolution as a Special resolution.

**"RESOLVED THAT** pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in terms of Clause No. XIX (73) of the Articles of Association, approval of the Company be and is hereby accorded to the re-appointment of Mr. Aspi Nariman Katgara (DIN: 06946494) as the Managing Director of the Company for a period of 5 years from 22nd December, 2022 to 21<sup>st</sup> December, 2027 on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Mr Aspi Nariman Katgara (DIN: 06946494), subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and actions as may be necessary to give effect to the above resolution."

### NOTES:

- 1) In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA"), vide its General Circular No.14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No.

SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 (collectively “**SEBI Circulars**”), have permitted companies to conduct AGM through VC or other audiovisual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**Listing Regulations**”) the 78th AGM of the Company is being convened and conducted through VC. The registered office of the Company shall be deemed to be the venue for the AGM.

- 2) The Company has enabled the Members to participate at the 78th AGM through VC facility. The instructions for participation by Members are given in the subsequent pages. Participation at the AGM through VC shall be allowed on a first-come-first-served basis.
- 3) As per the provisions under the MCA Circulars, Members attending the 78th AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 4) The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote-voting and e-voting during the AGM. The process and instructions for remote e-voting are provided in the subsequent paragraphs. Such remote e-voting facility is in addition to voting that will take place at the 78th AGM being held through VC.
- 5) Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, will be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
- 6) The Company has appointed M/s P M Agarwal & Co, Practicing Company Secretaries, as the Scrutinizers to scrutinize the e-voting process in a fair and transparent manner.
- 7) As per the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the 78th AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 78th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 8) Corporate Members are required to access the link <https://www.cdslindia.com> and upload a certified copy of the Board resolution authorizing their representative to vote on their behalf. Institutional investors are encouraged to attend and vote at the meeting through VC.
- 9) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 10) The Register of Members and Share Transfer books will remain closed from Thursday, 22 September, 2022 to Wednesday, 28 September, 2022 (both days inclusive).
- 11) In line with the MCA and SEBI Circulars, the notice of the 78th AGM along with the Annual Report 2021-22 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may please note that this Notice and Annual Report 2021-22 will also be available on the Company's website at <https://www.maharashtraapex.com>, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.
- 12) Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent, M/s Purva Share Registry (India) Pvt Ltd, 9 Shiv Shakti Industrial Estate, 7-B J R Boricha Marg, Opp: Kasturba Hospital, Lower Parel (E), MUMBAI – 400 011
- 13) The following documents will be available for inspection by the Members electronically during the 78th AGM. Members seeking to inspect such documents can send an email to [mrac.l.ho@manipal.com](mailto:mrac.l.ho@manipal.com).
  - a) Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013.
  - b) All such documents referred to in this Notice and the Explanatory Statement.
- 14) The details of the Director seeking re-appointment at the 78th AGM are provided in Annexure A of this Notice. The Company has received the requisite consents / declarations for the re-appointment under the Companies Act, 2013 and the rules made thereunder.
- 15) In accordance with the proviso to Regulation 40(1) of the Listing Regulations, effective from April 1, 2019, and SEBI notification dated January 24, 2022, transfers of securities of the Company including transmission and transposition requests shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them, eliminate

all risks associated with physical holding and participate in corporate actions.

- 16) Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH-13, prescribed by the Government can be obtained from the Registrar and Share Transfer Agent or the Secretarial Department of the Company at its registered office.
- 17) SEBI, vide its circulars dated November 3, 2021 and December 14, 2021, has mandated Members holding shares in physical form to submit PAN, KYC and Nomination details in specified forms. Members may access [www.support@purvashare.com](http://www.support@purvashare.com) for Form ISR-1 to register PAN/email id/bank details/other KYC details, Form ISR-2 to update signature and Form ISR-3 for declaration to opt out. Members may make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the website of Registrar and Transfer Agents.
- 18) In case a holder of physical securities fails to furnish PAN, KYC details and Nomination by March 31, 2023, RTA will be obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the registrar/the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and/or the Prevention of Money Laundering Act, 2002.
- 19) As the 78th AGM is being held through VC, the route map is not annexed to this Notice.

#### **e-Voting System – For Remote e-voting and e-voting during AGM.**

1. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
2. The voting period begins on Sunday 25<sup>th</sup> September, 2022 at 9.00 a.m (IST) and ends on Tuesday 27<sup>th</sup> September, 2022 at 5.00 p.m. During this period Shareholder's of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 21<sup>st</sup> September, 2022 may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME/PURVA, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> </ol>

	<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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on 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 &amp; voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>1) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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



<b>Login type</b> Individual Shareholders holding securities in Demat mode with CDSL	<b>Helpdesk details</b> Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 2244 30

- (i) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.
- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
  - 2) Click on "Shareholder/Member" 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) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) or [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 5) If you are a first-time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>● 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.</li> </ul>
Dividend Bank Details OR Date of Birth	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>● 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 as mentioned in instruction (v).</li> </ul>

- (i) After entering these details appropriately, click on "SUBMIT" tab.
- (ii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.\
- (v) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO/ABSTAIN" for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (vi) Click on the "NOTICE FILE LINK" if you wish to view the Notice.
- (vii) 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.



- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (ix) Facility for Non – Individual Shareholders and Custodians – Remote Voting
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [evoting@purvashare.com](mailto:evoting@purvashare.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.
  - 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; [mrac.lho@manipal.com](mailto:mrac.lho@manipal.com) (designated email address by company) , if they have voted from individual tab & not uploaded same in the Purva 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 the same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote 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 at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). 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 Company/RTA email id.



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 Purva e-Voting System, you can write an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022-49614132 and 022-23018261.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022-022-49614132 and 022-23018261.

The voting right of the shareholders shall be in proportion to their shares in the paid up share capital of the Company as on the cut-off date.

11. A copy of this notice is placed on the website of the Company and the website of CDSL.
12. The Scrutinizer shall after the conclusion of the voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not later than 3 days of the conclusion of AGM, a consolidated Scrutinizer Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by the chairman in writing, who shall countersign the same and declare the result of the voting forthwith.
13. Pursuant to provisions of Section 47 of the Companies Act, 2013 the Preference Shareholders of the Company are entitled to vote on all the resolutions as mentioned in the aforesaid Notice.
14. The result declared along with the Scrutinizer Report shall be placed on the Company's website – [www.maharashtraapex.com](http://www.maharashtraapex.com) and the website of CDSL within two days of passing the resolutions at the AGM of the Company and communicated to Stock Exchanges where the shares of the Company are listed.

By Order of the Board

Bengaluru  
August 10, 2022

**(K B Shetty)**  
Chairman  
DIN-01451944

## ANNEXURE TO NOTICE

### Explanatory Statements under Section 102 (1) of the Companies Act, 2013.

#### Item No.4

Presently, M/s. Maiya & Maiya are the Statutory Auditors of the Company. Pursuant to the provisions of the Companies Act, 2013, M/s. H G Sarvaiya & Co, Chartered Accountants, Mumbai (Registration FRN. 0115705W) were appointed as the auditors for a period of five years i.e. from the conclusion of the seventy-eighth Annual General Meeting until the conclusion of the eighty third Annual General Meeting of the Company to be held in the calendar year 2027. Pursuant to the provisions of the Companies Act, 2013 "the Act" and the Companies (Audit and Auditors) Rules, 2014, the Board of Directors in the meeting held on 10<sup>th</sup> August, 2022, on the recommendation of the Audit Committee, recommended appointment of M/s. H G Sarvaiya & Co, Chartered Accountants, Mumbai (Registration FRN. 0115705W), as the Statutory Auditors of the Company in place of M/s Maiya & Maiya, the retiring Statutory Auditors, for a period of five years subject to approval of shareholders at such remuneration as may be mutually agreed between the Board of Directors and the Auditors from time to time. Consent of the Auditors and certificate u/s 139 of the Act have been obtained from the Auditors to the effect that their appointment, if made, shall be in accordance with the applicable provisions of the Act and the Rules issued thereunder. M/s. H G Sarvaiya & Co, Chartered Accountants, Mumbai (Registration FRN. 0115705W). Chartered Accountants LLP have also confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI. None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution. The Board recommends the Ordinary Resolution as set out in Item No. 4 of this Notice for your approval.

#### Item No.5

The Shareholders of the Company at the 74<sup>th</sup> Annual General Meeting held on September 28, 2018 had approved the appointment of Mr. Aspi Nariman Katgara as the Managing Director for a period of 5 years effective from 22<sup>nd</sup> December, 2017. His current term of appointment shall expire on December 21, 2022. Based on the performance evaluation of the

Managing Director, considering his knowledge of various aspects relating to the Company's affairs and long business experience, given the background and contribution made by him during his tenure and for smooth and efficient running of the business and as per the recommendation of the Nomination and Remuneration Committee, the Board considers that the continue the association of Mr. Aspi Nariman Katgara would be beneficial to the Company for a further period of 5 (Five) years with effect from December 22, 2022 to December 21, 2027 subject to the approval of Members of the Company at this Annual General Meeting. Mr. Aspi Nariman Katgara will attain the age of 70 years in August 2022. Mr. Aspi Nariman Katgara has rich and varied experience in the industry and has been involved in the business operations of the Company. It would be in the interest of the Company to continue to avail his considerable expertise. Accordingly, approval of the members is sought for passing a Special Resolution for reappointment of Mr. Aspi Nariman Katgara as a Managing Director as set out under sub-section (3) of Section 196 and read with Part I of Schedule V of the Companies Act 2013.

Broad particulars of the terms of appointment and remuneration payable to Mr Aspi Nariman Katgara are as under:

- a. Salary:** Rs.75,000/- p.m. with suitable annual increment as decided by the Board.
- b. Medical Reimbursement:** For self and his family members, the total cost of which shall not exceed one month's salary in a year.
- c. Leave:** On full pay and allowances in accordance with the rules of the Company.
- d. Personal Accident Insurance:** Insurance coverage upto an extent of Rs.6 lakhs only.
- e. Provident Fund:** Company's contribution to PF as per the applicable rules and norms.
- f. Leave Encashment:** Encashment as per the rules of the Company
- g. Car Facility:** Provision of a car with a Driver for Company's business purposes.
- h. Telephone:** Provision of telephone at residence for business purposes.
- i. Variation:** The terms and conditions as set out in the above resolution may be altered or varied from time to time by the Board with mutual consent of Sri Aspi Nariman Katgara provided it does not exceed the limits as specified in Schedule V of the Companies Act, 2013.

**Statement showing the additional information as required to be given alongwith a Notice calling General Meeting as required under Section II, Part II of Schedule V to the Companies Act, 2013.**

## I. GENERAL INFORMATION

1. Nature of industry: Financial Activities.
1. Date of commencement of commercial production: 5<sup>th</sup> May, 1943
2. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: N A
3. Financial performance based on given indicators: The financial performance of the Company in last three years is as under:

Amt (Rs. in Lacs)

Financial Parameters	Year Ended as on		
	March 31, 2020	March 31, 2021	March 31, 2022
Total Income	244.16	646.47	588.59
Profit before exceptional items and tax	-128.73	522.58	439.84
Net Profit/ (Net Loss)	-74.29	794.26	522.64
Dividend %	Nil	Nil	Nil

4. Foreign investment or collaboration: Rs. Nil as on March 31, 2022.

## II INFORMATION ABOUT THE APPOINTEE

1. Background details: Name: Sri Aspi Nariman Katgara  
 Father's Name: Sri Nariman Katgara  
 Nationality: Indian  
 Date of Birth: 30<sup>th</sup> August, 1953  
 Qualifications: M.Com, C.A.I.I.B  
 Experience: 50 years experience in Financial Sector as well as in administration
2. Past remuneration: Rs.25,000/-p m
3. Recognition and awards: - NA
4. Job profile and his suitability: Mr Aspi Nariman Katgara, as Managing Director will look after general administration, set goals and plans for reaching the goals and take care of the employees, protect shareholders interest and build assets of the Company.
5. Remuneration proposed: The terms of the remuneration proposed to be paid to Mr Aspi Nariman Katgara have been specified in the Explanatory Statement as above.
6. Comparative remuneration profile with respect to industry size of the company: Comparatively low.
7. Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel: None

## III OTHER INFORMATION

1. Reasons for loss: Not applicable, the Company has not incurred any losses and the Company has adequate profit to pay remuneration to its Directors. The resolution which is ought to be passed is a precautionary step taken by the Company for compliance purpose in the near future. Accordingly the members approval is required for that event, if any in future, when the company has no profit or its profits are inadequate in any financial year, the Company shall pay remuneration as mentioned in Schedule V of the Companies Act, 2013.
2. Steps taken or proposed to be taken for improvement: Company is trying to increase the income from properties. New business and enforcements can be planned only after paying deposit holders in full.
  1. Expected increase in productivity and profits in measurable terms: NA

This explanatory statement may also be read and treated as written memorandum setting out the terms of re-appointment of Sri Aspi Nariman Katgara in compliance with the requirements of Section 190 of the Companies Act, 2013. Mr. Aspi Nariman Katgara has given a declaration to the Board that he is not disqualified from becoming a director under the Companies Act, 2013 and has also consented to the proposed appointment as Managing Director.



Apart from Sri Aspi Nariman Katgara, none of the other Directors/Key Managerial Personnel of the Company / their relatives are in any way ,concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding. The Board commends the Special Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

**Disclosure relating to Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting pursuant to Regulation 36 (3) of SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard 2 on General Meetings:**

<b>Particulars</b>	Yazdin Jimmy Mistry (DIN:07897995)	Aspi Nariman Katgara (DIN:06946494)
<b>Age</b>	45	69
<b>Date of Birth</b>	6 <sup>th</sup> January, 1978	30 <sup>th</sup> August, 1953
<b>Nationality</b>	India	India
<b>Date of Appointment on the Board</b>	20 <sup>th</sup> October, 2020	22 <sup>nd</sup> December, 2017
<b>Qualification</b>	MBA in Finance from Jamnalal Bajaj Institute of Management Studies.	M.Com, C.A.I.I.B
<b>Experience</b>	24 years - Banking & Finance	50 years experience in Financial Sector as well as in administration
<b>Name of Listed entities in which the person also holds the Directorship</b>	Nil	M/s Polo Queen Industrial and Fintech Limited
Chairman/ Member in the Committees of the Boards of companies in which he is Director*	Nil	Member-Audit Committee of Company and M/s Polo Queen Industrial and Fintech Limited
<b>Terms &amp; Conditions of appointment/ re-appointment</b>	Liable to retire by rotation.	Terms and Conditions as per appointment letter
<b>Remuneration to be paid</b>	Sitting fees as per company policy	75,000.00 p m
<b>Remuneration last drawn</b>	NA	25,000-00 p m
<b>Date of first appointment on Board</b>	20 <sup>th</sup> October, 2020	22 <sup>nd</sup> December, 2017
<b>Shareholding in the Company</b>	Nil	Nil
<b>Relationship with other Directors/Manager/ Key Managerial Personnel</b>	NA	NA
<b>Number of Board Meetings attended</b>	5	5
<b>Other Directorship</b>	1. ACQUA BUSINESS CONSULTING & TRADING PRIVATE LIMITED 2. INNOVATIVE FOAM LIMITED 3. SEVALAL SOLAR PRIVATE LIMITED 4. SIRAR DHOTRE SOLAR ENERGIES PRIVATE LIMITED 5. SIRAR SOLAR ENERGIES PRIVATE LIMITED. 6. MPLS AGRITECH PROJECT PRIVATE LIMITED.	1.KURLON LIMITED 2.MAHARASHTRA APEX ASSET MANAGEMENT COMPANY LIMITED 3.POLO QUEEN INDUSTRIAL AND FINTECH LIMITED 4.INNOVATIVE FOAM LIMITED 5. SEVALAL SOLAR PRIVATE LIMITED 6. SIRAR SOLAR ENERGIES PRIVATE LIMITED 7. SIRAR DHOTRE SOLAR PRIVATE LIMITED

## DIRECTORS' REPORT

To  
 The Members  
 Maha Rashtra Apex Corporation Limited

Your Directors have pleasure in presenting their Annual Report on the business and operation of the company and the accounts for the financial year ended 31<sup>st</sup> March, 2022.

### 1. FINANCIAL SUMMARY OR HIGHLIGHTS:

The financial summary for the year ended 31<sup>st</sup> March, 2022 along with the corresponding figures for the previous year are as under:-

Particulars	Standalone		Consolidated	
	2021-2022	2020-2021	2021-2022	2020-2021
Revenue from operations	1,63,87,779.52	1,07,79,896.00	3,89,24,267.52	3,06,57,489.00
Other income	4,24,71,153.79	5,38,67,268.93	4,37,81,137.18	5,53,42,574.51
Sub total	5,88,58,933.31	6,46,47,164.93	8,27,05,404.70	8,60,00,053.51
Total expenses including depreciation and finance cost	1,48,74,933.62	1,23,89,413.22	3,80,44,224.79	3,21,15,517.14
Profit before tax & extraordinary & exceptional items	4,39,83,999.69	5,22,57,751.71	4,46,61,179.91	5,38,84,546.37
Share of Profit/Loss of Associates	-	-	(3,77,66,207.45)	25,51,88,225.50
Exceptional items	1,37,09,012.11	1,35,72,534.39	12,36,80,030.48	1,22,82,836.92
Current Tax	(49,35,000.00)	(55,25,000.00)	(50,63,079.00)	(56,37,679.00)
Tax (Adjustments of tax for earlier years)	(4,93,808.94)	1,91,21,344.82	7,80,044.94	2,14,57,982.82
Profit After Tax	5,22,64,202.86	7,94,26,630.92	1,34,19,879.00	33,71,75,912.61
Other Comprehensive income	-4,51,00,732.08	25,47,56,521.59	15,57,847.28	4,06,301.50
Net profit	71,63,470.78	33,41,83,152.51	1,49,77,726.28	33,75,82,214.11

### 2. REVIEW OF OPERATION AND STATE OF COMPANY'S AFFAIRS:

During the year under review, the business operations of Company generated revenue of Rs.588.59 lacs inclusive of interest remission of Rs. 125.04 lacs. The net profit before tax is Rs.439.84. lacs as compared to net profit of Rs. 522.58 lacs for the previous year. Profit for the year after tax Rs. 522.64 lacs compared to profit of Rs. 794.27 lacs for the previous year.

The Company is not carrying out any activity as a Non-Banking Financial Company and is under Scheme of Arrangement as approved by Hon'ble High Court of Karnataka under Section 391 of Companies Act 1956. Presently the company is engaged only in recovery of its assets and repayment of liabilities under the said arrangement.

### 3. RESERVE & SURPLUS:

The profit after tax of Rs.522.64 lacshas been transferred to the reserves for the year ended on 31<sup>st</sup> March, 2022.

### 4. DIVIDEND:

No dividend is recommended in view of the accumulated losses and the need to retain funds to meet the deposit liabilities.

### 5. SCHEME OF ARRANGEMENT AND PUBLIC DEPOSIT:

In terms of Scheme of arrangement sanctioned by the Hon'ble High Court of Karnataka, the Company has on its part has fulfilled all the instalments. The Company has given Public notice to the Deposit/Bond holders in News Paper on 14<sup>th</sup> May, 2019 to surrender their Certificates and collect their final instalment dues. The outstanding balance of Deposit/Bond was Rs.1995.62 lacs as on 31<sup>st</sup> March, 2021 and Rs. 1886.16lacsas on 31<sup>st</sup> March, 2022.

During the year, Company has not taken any public deposit falling under the purview of Section 73 of the Companies Act, 2013.

## 6. CHANGE IN THE NATURE OF BUSINESS:

There is no change in the nature of the business of the Company during the year.

## 7. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Appointments & Cessation of Directors:

The tenure of Mr Kudi Bhoja Shetty as an Independent Director on the Board of the Company ended on March 1, 2022 and he thereafter been re-designated as a Non-Executive Director with effect from March 2, 2022.

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board had appointed Mrs. Vidya Mananjay More (DIN: 06904529) as Additional Director to hold office as Non-Executive Independent Director on the Board of the Company with effect from March 23, 2022.

As per amended LODR Company have to regularize the appointment of Mrs Vidya Mananjay More on or before 23<sup>rd</sup> June, 2022 by AGM/EGM.

In compliance to the above Regulation the Board of Directors had decided to obtain Shareholders approval for regularization of appointment of Mrs Vidya Mananjay More through Postal Ballot. Accordingly Shareholders have approved the appointment of Mrs Vidya Mananjay More through Postal Ballot.

Mr. Aspi Nariman Katgara (DIN 06946494) Executive, (Non-Independent) Director and Mr Yazdin Jimmy Mistry (DIN 07897995) Non-Executive Director of the Company, retires by rotation and being eligible, offers themselves for re-appointment. A resolution seeking Shareholders' approval for their re-appointment forms part of the Notice of the ensuing Annual General Meeting.

Mr Gev Framroze Engineer (DIN: 06861913) Non-Executive Non-Independent director of the Company has resigned and ceased to be Director of the Company effective from 23<sup>rd</sup> March, 2022. The Board places on record its appreciation for his invaluable contribution and guidance.

The Shareholders of the Company at the 74<sup>th</sup> Annual General Meeting held on September 28, 2018 had approved the appointment of Mr. Aspi Nariman Katgara as the Managing Director for a period of 5 years effective from 22<sup>nd</sup> December, 2017. His current term of appointment shall expire on December 21, 2022. Based on the performance evaluation of the Managing Director, considering his knowledge of various aspects relating to the Company's affairs and long business experience, given the background and contribution made by him during his tenure and for smooth and efficient running of the business and as per the recommendation of the Nomination and Remuneration Committee, the Board considers that the continue the association of Mr. Aspi Nariman Katgara would be beneficial to the Company for a further period of 5 (Five) years with effect from December 22, 2022 to December 21, 2027 subject to the approval of Members of the Company at this Annual General Meeting. Mr. Aspi Nariman Katgara will attain the age of 70 years in August 2022. Mr. Aspi Nariman Katgara has rich and varied experience in the industry and has been involved in the business operations of the Company. It would be in the interest of the Company to continue to avail his considerable expertise. Accordingly, approval of the members is sought for passing a Special Resolution for reappointment of Mr. Aspi Nariman Katgara as a Managing Director as set out under sub-section (3) of Section 196 and read with Part I of Schedule V of the Companies Act 2013.

Brief particulars and expertise of directors seeking appointment/re-appointment together with their other directorships and committee memberships have been given in the annexure to the Notice of the AGM in accordance with the requirements of the Listing Regulations and Secretarial Standard

Present Board Consist of below mentioned Directors:

DIN/PAN	Board of Directors and Key Managerial Personnel.	Designation
01451944	Kudi Bhoja Shetty	Chairman-Non-Executive Non- Independent
06946494	Aspi Nariman Katgara	Managing Director-Executive Director
07133349	Jyothi Vishweshwaraiah Bhadravathi	Independent- Non-Executive Director
01111861	Manjunath Manohar Singh	Non-Executive Non-Independent Director
07897995	Yazdin Jimmy Mistry	Non-Executive Non-Independent Director
06904529	Vidya Mananjay More	Independent-Non – Executive Director
AACPP7417J	Jamsheed Minocher Panday	Chief Financial Officer/ Company Secretary

None of the Directors of the Company is disqualified under Section 164 of the Companies Act, 2013.

The Company is required to appoint Key Managerial Personnel under Section 203 of Companies Act 2013. Details are given below:



Sl. No	Name of the Key managerial personnel	DIN/PAN	Designation
01	ASPI NARIMAN KATGARA	06946494	Managing Director
02	JAMSHEED MINOCHER PANDAY	AACPP7417J	Chief Financial Officer/ Company Secretary

**1. Committees of the Board:**
**a) AUDIT COMMITTEE:**

The Audit Committee comprised of the following members:

Name of the Director	Category
Sri K B Shetty	Chairman-Independent Non-Executive- Director till 1 <sup>st</sup> March, 2022.
Sri Aspi NarimanKatgara	Executive-Director-Member
Smt. Jyothi V B	Chairperson- Independent Non-Executive-Director from 23 <sup>rd</sup> March, 2022
Smt. Vidya Mananjay More	Member- Independent Non-Executive-Director from 23 <sup>rd</sup> March, 2022

**b) NOMINATION AND REMUNERATION COMMITTEE:**

The Nomination and Remuneration Committee comprised of the following members

Name of Director	Category
Mr K B Shetty	Non-Executive-Non-Independent Director
Mrs Jyothi V B	Chairperson- Independent Non-Executive-Director
Mrs Vidya M More	Independent Non-Executive Director

**c) STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Stakeholders Relationship Committee comprised of the following members:

Sl.No	Name of Director	Category of Directorship
1.	Mr K B Shetty	Non-Executive-Non-Independent
2.	Mrs Jyothi V B	Chairperson-Non-Executive-Independent
3.	Mr ManjunathManohar Singh	Non-Executive-Non Independent

**9. Remuneration to Directors and other employees:**

The Board is comprised of Managing Director, 3 non-executive directors and 2 independent directors. Only Managing Director is paid remuneration and non-executive directors and independent directors are not paid any remuneration.

A) Ratio of remuneration of director to the median remuneration of the employees:

Name of the director	Ratio to median remuneration of the employees
Sri AspiNarimanKatgara Managing Director	1:1.82

B) No percentage increase in remuneration has been made to Managing Director of your company for the year ended March 2022.

C) Percentage increase in median remuneration of the employeesfor the year ended March 2022:Nil

D) Number of permanent employees on the rolls: 20

E) Average percentile increase already made in the salaries of employees and comparison with managerial remuneration and justification thereof and exceptional circumstances for increase in the managerial remuneration: Due to on-going arrangement under Section 391 of Companies Act 1956 under the order of Honourable High Court of Karnataka, the Managing Director is drawing minimum salary compared to industry standards.

F) The remuneration is as per remuneration policy of the company.

The statement containing particulars of employees as required under section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

Under Section 197(14) of Companies Act 2013, it is hereby informed that none of the directors are in receipt of commission from the company / from holding / subsidiary company.

#### 10. SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANY:

The Company has Subsidiary and Associate Companies. Details are given below:

Sl.No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY ASSOCIATE
01	Maharashtra Apex Asset Management Company Limited	U85110KA1995PLC016881	Subsidiary
02	Eldorado Investments Company Private Limited	U65910MH1986PTC039904	Subsidiary
03	Manipal Crimson Estate & Properties Private Limited	U7010MH1987PTC042955	Subsidiary
04	Kurlon Limited	U17214KA1962PLC001443	Associate
05	Manipal Home Finance Limited	U85110KA1994PLC016671	Associate
06	Manipal Springs Limited	U29309KA1984PLC005964	Associate

There is no Joint venture for the Company.

Pursuant to Section 129(3) of the Companies Act, 2013 the salient features of financial Statement of Subsidiaries and Associate Companies in Form AOC-1 as 'Annexure I' to this report.

#### 11. INTERNAL FINANCIAL CONTROL:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

#### 12. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate and the date of this report.

#### 13. MEETINGS:

During the financial year ended 31.03.2022, five Board Meetings were held. These meetings were held on were held on 29<sup>th</sup> June, 2021, 11<sup>th</sup> August, 2021, 01<sup>st</sup> October, 2021, 11<sup>th</sup> November, 2021 and 14<sup>th</sup> February, 2022. The attendance of the directors is provided in the Corporate Governance Report enclosed to this report.

##### a) Audit Committee Meeting:

During the financial year ended 31.03.2022, four Audit Committee Meetings were held. These meetings were held on 29<sup>th</sup> June, 2021, 11<sup>th</sup> August, 2021, 11<sup>th</sup> November, 2021 and 14<sup>th</sup> February, 2022. The attendance of the directors is provided in the Corporate Governance Report enclosed to this report.

##### b) Nomination and Remuneration Committee Meeting:

During the financial year ended 31.03.2022, one Nomination and Remuneration Committee Meeting was held on 23<sup>rd</sup> March, 2022. The attendance of the directors is provided in the Corporate Governance Report enclosed to this report.

##### c) Stakeholders Relationship Committee meeting:

During the financial year ended 31.03.2022, thirty Stakeholders Relationship Committee Meetings were held. The attendance of the directors is provided in the Corporate Governance Report enclosed to this report.

#### 14. INDEPENDENT DIRECTORS:

The Company has appointed independent directors in terms of Section 149(4) read with Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014. The Company has received necessary declarations from the Independent Directors confirming their Independence. There has been no re-appointment of independent director during the year.

#### 15. CORPORATE GOVERNANCE REPORT:

As required under Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed Report on Corporate Governance is enclosed. A Certificate from the Practicing Company Secretary regarding compliance of the conditions of Corporate Governance is made as part of this Report.

#### 16. RISK MANAGEMENT POLICY :

Pursuant to Scheme of Arrangement, sanctioned by the High Court of Karnataka, to repay the deposit liabilities and also in compliance of RBI restrictions, the Company focused only on recovery of loans and repayment of deposits. At present the risk is associated with this activity and all efforts are on to manage the delay and shortfall in instalment payments and assessment of its impact on the Company.

#### 17. POLICIES ON DIRECTOR'S APPOINTMENT AND REMUNERATION:

The Company is covered under Section 178(1) of Companies Act 2013 read with Rule 6 of Companies (Meeting of Board and its Powers) Rules 2014. Accordingly Section 134(3)(e) of the Act requires the Company to disclose policy on director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and matters relating to remuneration for directors, key managerial personnel and employees. The highlights of the said policy is provided hereunder:

- The policy is recommended by Remuneration Committee and approved by the Board
- The policy provides for criteria for appointment / continuation of appointment of directors on the basis of requirements of Companies Act 2013 and Rules made thereunder
- The policy also specifies minimum - qualification, experience and other attributes
- The policy lays down criteria for evaluation of performance of board, committees and individual directors (as elaborated under separate heading in this report)
- Other matters like criteria for removal of directors, components of remuneration...etc are specified by the policy

#### 18. CONSTITUTION OF NOMINATION AND REMUNERATION COMMITTEE AND AUDIT COMMITTEE AND STAKEHOLDER RELATIONSHIP COMMITTEE :

The Company is required to constitute a Nomination and Remuneration Committee, Audit committee and Stakeholders Relationship Committee under section 178(1), 177 & 178(5) respectively of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014. Consequently disclosure pertaining to composition thereof and their recommendations are covered in Corporate Governance Report. During 2021-22, all recommendations of Audit Committee are accepted by the board. The company has adopted vigil mechanism and the same is available on the website of the company.

#### 19. FORMAL ANNUAL EVALUATION:

The Company is covered under Section 134(3)(p) read with Rule 8(4) of Companies (Accounts) Rules 2014. Accordingly formal annual evaluation of performance of Board, committees and individual directors have been conducted by the Nomination & Remuneration Committee in the following manner:

- The evaluation is done internally
- The evaluation is done on the basis of inputs received from the directors regarding the performance of board & committees as a whole and also of director in individual capacity. Specific inputs have been collected from Independent Directors regarding performance of Managing Director.
- Broad parameter for board performance have been the efficiency to guide the company through the process of recovering the assets and paying-off liabilities under the scheme of arrangement approved by Honourable High Court of Karnataka under Section 391 of Companies Act 1956. Supplementary parameter is exploring opportunities for bringing new business opportunities for the company. Specific parameter for Managing Director is achievement of

targets on the said recoveries and payments. Specific parameter for independent directors is attendance at board / committee meetings and providing independent judgements on the board decisions. Specific parameter for committees is execution of their terms of reference

## **20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:**

During the year, the Company has not given any loans, provided any securities or guarantee to any persons within the meaning of Section 186 of the Companies Act, 2013.

The investments as on 31.03.2022 are provided under schedule 5(b) to the Balance Sheet.

## **21. CORPORATE SOCIAL RESPONSIBILITY:**

As per the provisions of Section 135(1) of the Companies Act, 2013 as the said provisions are not applicable to the Company for the time being. Pursuant to Section 135 of the Companies Act, 2013, every company having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during any financial year shall constitute a Corporate Social Responsibility (CSR) Committee of the Board. Your Company does not fall under the provisions of aforesaid Section; therefore, CSR Committee has not been constituted.

## **22. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The Management Discussion and Analysis Report as required under Companies Act, 2013, Regulation 34(2)(e) read with Schedule-V of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) is given in this Annual Report as Annexure –III for the year under review.

## **23. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:**

The information relating to energy conservation, technology absorption and research & development pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as follows:.

### **A. Conservation of Energy- Nil**

### **B. Technology absorption:-**

#### **i. Efforts made towards technology absorption: Nil**

#### **ii. Benefits derived like product improvement, cost reduction, product development or import substitution: Nil**

#### **iii. Imported technology (imported during the last three years reckoned from the beginning of the financial year):**

a) Details of technology imported - No technology was imported during the year.

b) Year of import - Not Applicable

c) Whether the technology been fully absorbed- Not Applicable

d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof - Not Applicable

#### **iv. Expenditure incurred on Research and Development - Your Company is predominantly a service provider and is not required to set up a formal R&D unit.**

C .During the year 2021-22, there has been no foreign exchange earnings or outgo.

## **24. SHARE CAPITAL:**

A) Issue of equity shares with differential rights: None

B) Issue of sweat equity shares: None

C) Issue of employee stock options: None

D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees: None

E) Redemption of securities: Nil

## **25. DIRECTORS' RESPONSIBILITY STATEMENT:**

In accordance with the provisions of section 134(5) the Board confirm and submit the Directors' Responsibility Statement that:—

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the loss of the company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis;

(e) The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

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

## **26. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

The particulars of every contract or arrangement entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto has been disclosed in Form No. AOC -2 as 'Annexure II'

## **27. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS OF THE COMPANY:**

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

## **28. REPORTING OF FRAUD:**

The auditor of the company has not reported any fraud under Section 143(12) read with Rule 13 of Companies (Audit & Auditors) Rules 2014

## **29. EXTRACT OF ANNUAL RETURN: {Section 134(3)(a)}**

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 as at March 31, 2022 on its website at [www.maharashtraapex.com](http://www.maharashtraapex.com). By virtue of amendment to Section 92(3) of the Companies Act, 2013, the Company is not required to provide extract of Annual Return (Form MGT-9) as part of the Board's report

## **30. DISCLOSURE ON SEXUAL HARASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company is an equal opportunity employer and consciously strives to build a work culture that promotes dignity of all employees. As required under the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, and Rules framed there under, the Company has implemented a policy on prevention, prohibition and redressal of Sexual harassment of Women at workplace. All employees (permanent, contractual, temporary, trainees) are covered under this policy. Accordingly, an Internal Complaint Committee has been formed and the policy on 'Anti-Sexual Harassment' is posted on the website of the Company at [www.maharashtraapex.com](http://www.maharashtraapex.com).

Matters handled by Internal Complaint Committee during the year 2021-22, are as follows:-

- Number of complaints on sexual harassment received during the year: NIL
- Number of complaints disposed off during the year: N.A.
- Number of cases pending for more than 90 days: N.A.
- Nature of action taken by the Employer: N.A.
- Number of Workshops: NIL

## **31. PARTICULARS OF EMPLOYEES:**

In terms of the provisions of Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, disclosures pertaining to remuneration and other details are appended to the Directors' Report.

None of the employees of the Company employed throughout the year were in receipt of remuneration in excess of the limits set out in Rule 5(2) of the said rules.

### 32. STATUTORY AUDITORS AND THEIR REPORT:

The term of current Auditor M/s Maiya & Maiya. will be expiring at the conclusion of ensuing Annual General Meeting. Therefore, M/s H G Sarvaiya & Co has appointed as Statutory Auditor of Company for a period of five years i.e. from the conclusion of the seventy-eighth Annual General Meeting until the conclusion of the eighty third Annual General Meeting of the Company to be held in the calendar year 2027. Pursuant to the provisions of the Companies Act, 2013 "the Act" and the Companies (Audit and Auditors) Rules, 2014, the Board of Directors in the meeting held on 10<sup>th</sup> August, 2022, on the recommendation of the Audit Committee, recommended appointment of M/s. H G Sarvaiya & Co, Chartered Accountants, Mumbai (Registration FRN. 0115705W), as the Statutory Auditors of the Company in place of M/s Maiya & Maiya, the retiring Statutory Auditors, for a period of five years subject to approval of shareholders at such remuneration as may be mutually agreed between the Board of Directors and the Auditors from time to time. Consent of the Auditors and certificate u/s 139 of the Act have been obtained from the Auditors to the effect that their appointment, if made, shall be in accordance with the applicable provisions of the Act and the Rules issued thereunder. M/s. H G Sarvaiya & Co, Chartered Accountants, Mumbai (Registration FRN. 0115705W). Chartered Accountants LLP have also confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI. None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution. The Board recommends the Ordinary Resolution as set out in Item No. 4 of this Notice for your approval.

The report of the statutory auditor for the financial year 2021-22 is circulated to the members along with financials for the said period.

No frauds have been reported by the Statutory Auditors during the financial year 2021-22 pursuant to the provisions of Section 143(12) of the Companies Act, 2013.

### 33. REPLY TO AUDITORS' OBSERVATION

Pursuant to requirements of Section 134 (3) (f) of the Companies Act, 2013, explanation is necessary, as there is qualification, reservation or adverse remark made by the Statutory Auditors of the Company in their report.

Reply to the Auditors' observations:

a) Interest is required to be provided for delays, if any, by the Company in payment of instalment. So, interest was provided up to 30<sup>th</sup> September, 2019. The Management decided not to provide interest after 1<sup>st</sup> October, 2019 as there was a Public notice issued by the Company in News Paper on 14<sup>th</sup> May, 2019 to the Bond & Deposit holders to surrender their Certificates and collect their final instalment dues. The public notice conveys that Company is ready to pay and, therefore, no further delay and, therefore, no delayed period interest need to be provided.

b) As observed by the auditors in the absence of audited financials of associate M/s Kurlon Limited, the management is unable to assess the gain or loss on the investment of the company for the year under report

### 34. The provisions of Section 204 regarding Secretarial Audit are applicable to the company and accordingly Secretarial

Audit Report is enclosed to this report as 'Annexure IV'. Qualifications by Secretarial Auditor is answered in the annexure to this report.

### 35. ACKNOWLEDGEMENTS:

The directors place on record their sincere appreciation for the assistance and co-operation extended by Bank, its employees, its investors and all other associates and look forward to continue fruitful association with all business partners of the company.

For and on behalf of the Board

Place: Bengaluru  
 Date: 10th August 2022

**For Maha Rashtra Apex Corporation Limited**

**K B Shetty**  
 Chairman  
 DIN: 01451944

**Annexure I**

**Form AOC-1**  
**(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies**  
**(Accounts) Rules, 2014)**

**Statement containing salient features of the financial statement of subsidiaries or associate companies or Joint ventures**

**Part A subsidiaries**  
**(Information in respect of each subsidiary to be presented with amounts in Rs. in lacs)**

₹ in lakhs

Particulars	Maharashtra Apex Asset Management Company Limited	Eldorado Investments Company Private Limited	Manipal Crimson Estate & Properties Private Limited
Relation	Subsidiary	Subsidiary	Subsidiary
The date since when subsidiary was acquired	2002	2002	2002
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA	NA
Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	INR	INR	INR
Share capital	502.58	100.00	180.00
Reserves and surplus	(217.17)	192.66	104.18
Total assets	345.56	296.17	285.58
Total Liabilities	345.56	296.17	285.58
Investments	107.49	0.00	55.54
Turnover	226.14	3.00	9.33
Profit/loss before taxation	4.15	0.92	6.95
Excess/(short) Provision for taxation	(2.89)	(0.56)	0.69
Profit/loss after taxation	1.26	0.36	6.26
Proposed Dividend	0.00	0.00	0.00
Extent of shareholding (in percentage)	99.99	81.00	99.99

**Notes:**

- Names of subsidiaries which are yet to commence operations: NONE
- Names of subsidiaries which have been liquidated or sold during the year: NONE



**Part B Associates and Joint Ventures**
**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

₹ in lakhs

Name of Associates or Joint Ventures	Kurlon Limited	Manipal Home Finance Limited	Manipal Springs Limited
Relationship	Associate	Associate	Associate
Latest audited Balance Sheet Date	31.03.2021	31-03-2022	31-03-2021
Date on which the Associate or Joint Venture was associated or acquired.	2004	2013	
No. Shares of Associate or Joint Ventures held by the company on the year end	5693020	895000	33990
Amount of Investment in Associates or Joint Venture	1726.06	89.77	34.16
Extent of Holding (in percentage)	38.25	38.11	22.97
Description of how there is significant influence	Note –A	Note –A	Note –A
Reason why the associate/ joint venture is not consolidated	N A	N A	N A
Net worth attributable to shareholding as per latest audited Balance Sheet	59513.38	1021.50	-1081.19
Profit or Loss for the year:	2582.21	176.35	24.76
i. Considered in Consolidationii. ii. Not Considered in Consolidation	No	Yes	No

**Notes:**
**A. There is significant influence due to percentage (%) of Share Capital.**

- Names of associates or joint ventures which are yet to commence operations: NONE
- Names of associates or joint ventures which have been liquidated or sold during the year:Nil



**Annexure II**

**Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

**1. Details of contracts or arrangements or transactions not at arm's length basis: NONE**

**2. Details of material contracts or arrangement or transactions at arm's length basis: NONE**

SL No	Name of the Contracting Party	Nature of Relationship	Nature of Transaction	Period of Transaction	Salient terms of the contracts or arrangement or transactions including the value, if any	Date(s) of approval by the Board, if any:	Advance (paid) / received (if any) (Rs. In lakhs)
1	Kurlon Limited	Associate company	Advance Received for purchase of property	On-going	Refer to note below	As per the order of Honourable Karnataka High Court dt 25.5.2012	3300.00
2	Kurlon Limited	Associate company	Advance Received for purchase of property	On-going	Refer to note below	11.08.2021	1273.37

Note:

- The company has entered into transaction with M/s.Kurlon Limited (Associate Company) for sale of property situated at Yashwanthpur, Bangalore. The said transaction is as per the order of Honourable Karnataka High Court on 25.05.2012 – as a part of on-going scheme of arrangement with depositors
- Company entered in to an agreement to sell with Kurlon Limited and Kurlon Enterprise Limited, for the sale of Non agricultural Land measuring 233 cents, including RCC Building with 3, Floors, total Built-up area about 17149 Sq. Ft situated in 76,Badagubettu Village, Udipi at survey No 102 /16P2, 16P3,9,12 . As per the agreed terms Purchaser agreed to release the funds out of the balance purchase price to the vendor as and when required for the payment of companies liabilities to the deposit holders. This asset along with other assets is earmarked to secure the payment of deposit liabilities as mentioned in CP 30/2003. The sale and registration of the same in favour of the purchaser is subject to auction bidding and Karnataka High Court Approval

For and on behalf of the Board

**Maha Rashtra Apex Corporation Limited**

**K B Shetty**

Chairman

DIN: 01451944

Place: Bengaluru

Date: 10th August 2022



Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2021-22				
The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager in the financial year 2021-22	Name & Designation	2020-21 (in ₹.)	2021-22 (in ₹.)	% increase
	Mr. Aspi Nariman Katgara – MD	3,39,992.00	3,64,980.00	0
	Mr. Jamsheed Panday – CS & CFO	80,434.00	7,008.00	0
The percentage increase in the median remuneration of employees in the financial year 2021-22.	The Median Remuneration of Employees (MRE) of the Company during the financial year 2021-22 2,00,040/ and for previous year it was Rs. 1,95,754/-.			
The number of permanent employees on the rolls of company	20			

It is affirmed that the remuneration is as per the Remuneration Policy of the Company

## ANNEXURE -III

### MANAGEMENT DISCUSSION AND ANALYSIS

#### INDUSTRY STRUCTURE AND DEVELOPMENTS

As India ("Country") gears to celebrate its 75th Anniversary of Independence on 15th August, 2022, it's also the time to appreciate the spirit of courage and fortitude with which all citizens have braved the deadly Corona virus ("COVID-19" or "COVID") over the past couple of years. Several lives were also lost and economies across the globe were impacted. However this phase has also taught the world, the importance of flexibility, adaptability And has changed social life on a global scale.

The Financial year 2021-22 was once again dominated by COVID-19 as new waves of the virus swept across countries. However, India's huge vaccination drive helped in curbing hospitalisation and also curbed the losses of all business sectors which would have incurred had there been multiple lockdowns and mass hospitalisations. Thus the vaccination drive, was instrumental in weakening the impact of the corona virus waves on the country's GDP in comparison to the previous year 2020-2021

#### OPPORTUNITIES AND THREATS

Your Company seeks opportunities in the market. The volatility in stock indices in the financial year under report represents both an opportunity and challenge for the Company.

Finance market activities in which most of our activities depend on is also influenced by global events happening in the country and hence there is an amount of uncertainty in the near term outlook of the market.

However, strong and stable government at centre, the finance market prospect would significantly improve.

#### SEGMENT WISE / PRODUCT WISE PERFORMANCE

The Company is engaged in financial activities and other related services during the year under review, hence the requirement of segment-wise reporting is considered irrelevant.

#### OUTLOOK

The Company is not carrying out any activity as a Non-Banking Financial Company and is under Scheme of Arrangement as approved by Hon'ble High Court of Karnataka under Section 391 of Companies Act 1956. Presently the company is engaged only in recovery of dues of Hire Purchase/Lease, Loans and other dues and repayment of liabilities under the arrangement.

The Company has given Public notice to the Deposit/Bond holders in News Paper on 14<sup>th</sup> May, 2019 to surrender their Certificates and collect their final instalment dues. The outstanding balance of Deposit/Bond was Rs.1995.62 lacs as on 31<sup>st</sup> March, 2021 and Rs. 1886.16lacs as on 31<sup>st</sup> March, 2022.

The company is hopeful of continuing non banking business activities after repayment to depositors/bond holders of the company.

#### RISKS AND CONCERNS

The very nature of the Company's business makes it subject to various kinds of risks. The Company encounters credit risk and operational risks in its daily business operations. said The Company is not carrying out any activity as a Non-Banking Financial Company and is under Scheme of Arrangement as approved by Hon'ble High Court of Karnataka under Section 391 of Companies Act 1956. Presently the company is engaged only in recovery of its assets and repayment of liabilities under the arrangement.

#### INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate system of internal controls to ensure accuracy of accounting records, compliance with all laws & regulations and compliance with all rules, procedures & guidelines prescribed by the management. An extensive internal audit is carried out by independent firm of Chartered Accountants. An internal team of inspection also regularly visits branches for ensuring regulatory compliance.

#### FINANCIAL PERFORMANCE AND OPERATIONAL REVIEW

During the year under review, the business operations of Company generated revenue of Rs.588.58 lacs inclusive of interest remission of Rs. 125.04 lacs. The net profit before tax is Rs.439.83. lacs as compared to net profit of Rs. 522.58 lacs for the previous year. Profit for the year after tax Rs. 522.64 lacs compared to profit of Rs. 794.26 lacs for the previous year.



## **HUMAN RESOURCES**

The total number of employees in the Company was 20 as on 31<sup>st</sup> March, 2022. During the year under review there has been no material development on the Human Resource/Industrial Relations front during the year. The Company places significant importance to its human capital. The Company has been paying special attention to improve the skill set of the employees.

## **CAUTIONARY STATEMENT**

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking' within the meaning of applicable laws and regulations. Actual results may differ from those expressed or implied. Investors are advised to exercise due care and caution while interpreting these statements.

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 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,

**Maha Rashtra Apex Corporation Limited**

**03<sup>rd</sup> Floor, Front Wing North Block,**

**Manipal Centre,**

**Bangalore-560001.**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Maha Rashtra Apex Corporation Limited** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives, its Statutory Auditor during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2022 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (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; **(Not applicable to the Company during the audit period)**
- (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, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (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; **(Not applicable to the Company during the audit period)**
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the audit period)**and



- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the audit period)**
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

- (i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreement entered into by the Company with BSE Ltd. read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. Promoter and promoter group shareholding is 100% in demat, except for (i) Sheela Pai-part shareholding of 8044 equity shares; and (ii) Varads S Prabhu-entire shareholding of 562 equity shares;
2. Structured digital database under Regulation 3(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015 is not maintained by the Company;
3. There was a delay in uploading of Annual Report as per Regulation 34 of SEBI (LODR) Regulations, 2015 and accordingly, Company had paid the fine of Rs. 2,360/- (towards fine imposed for non-compliance of Regulation 34 of SEBI (LODR)).

**We further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.

Majority decision of the Board of Directors and its Committees is carried through and are captured and recorded as part of the minutes. There were no dissenting views.

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

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

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

Date : 05<sup>th</sup> August 2022  
Place: Mumbai

Peer Review No: 1654/2022

**For P M AGARWAL & CO.**  
**Company Secretaries**

Sd/-  
**(Priyanka M. Agarwal)**  
Proprietor

ACS: 51154 CP: 19363  
UDIN: **A051154D000750303**



**Annexure A**

**ANNEXURE TO SECRETARIAL AUDITOR'S REPORT**

To,  
The Members,  
**Maha Rashtra Apex Corporation Limited**  
**03<sup>rd</sup> Floor, Front Wing North Block,**  
**Manipal Centre,**  
**Bangalore-560001.**

Our Secretarial Audit Report of even date, for the financial year ended 31<sup>st</sup> March, 2022 is to be read along with this letter.

1. The compliance of provisions of all laws, rules, regulations, standards applicable to **Maha Rashtra Apex Corporation Limited** (the 'Company') is the responsibility of the management of the Company. My examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. My responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to me by the Company, along with explanations where so required.
3. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to me. I believe that the processes and practices I followed, provides a reasonable basis for my opinion for the purpose of issue of the Secretarial Audit Report.
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date : 05<sup>th</sup> August 2022  
Place: Mumbai

UDIN:A051154D000750303  
Peer Review No: 1654/2022

**For P M AGARWAL & CO.**  
**Company Secretaries**

Sd/-  
**(Priyanka M. Agarwal)**  
Proprietor

ACS: 51154 CP: 19363



**BOARD'S REPLY TO SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2022**

To,  
The Members,  
Maha Rashtra Apex Corporation Limited  
BENGALURU

*1.Promoter and promoter group shareholding is 100% in demat, except for (i) Sheela Pai-part shareholding of 8044 equity shares; and (ii)Varads S Prabhu-entire shareholding of 562 equity shares;*

All Promoters shares are in Demat except two promoters and company is making effort to convert all those shares into Demated.

*2.Structured digital database under Regulation 3(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015 is not maintained by the Company;*

Company has started Maintaining Structured Digital data base under Regulation 3(5) of SEBI (Prohibition of Insider Trading Regulations, 2015 1stApril 2022 onwards.

Date: 10.08.2022  
Place: Bengaluru

(K B Shetty)  
Chairman  
DIN-01451944

**P M AGARWAL & CO.**  
**COMPANY SECRETARIES**

**Regd. Off: 503, Atlanta Estate, Near Virwani Estate, Goregaon East, Mumbai-400063.**

**TO WHOMSOEVER IT MAY CONCERN**

Based on the information provided by M/s. Maha Rashtra Apex Corporation Limited ("Company") and also information taken from website of Ministry of Corporate Affairs, Stock Exchanges and SEBI, I hereby certify 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.

Place: Mumbai

Date: 05<sup>th</sup> August 2022

Peer Review No: 1654/2022

**For P M AGARWAL & CO.**  
**Company Secretaries**  
**Sd/-**

**(Priyanka M. Agarwal)**  
Proprietor

ACS: 51154 CP: 19363

## CORPORATE GOVERNANCE REPORT- 2022

### 1. COMPANY'S PHILOSOPHY:

The primary motive of the Company is to uphold good Corporate Governance and the management did not spare any effort in implementing all possible measures by adopting adequate steps in order to achieve this objective.

### 2. BOARD OF DIRECTORS:

#### Composition and category of directors:

As of 31<sup>st</sup> March, 2022 the total strength of the Board of Directors was six directors. All the directors except the Managing Director are Non-Executive Directors. 33% of the Board Members consisted of Independent Directors. Composition of the Board of Directors of the Company and their other Directorship(s)/Committee Membership(s)/Chairmanship(s) as on 31st March, 2022 was as under:

During the financial year ended 31.03.2022, five Board Meetings were held. These meetings were held on 29<sup>th</sup> June, 2021, 11<sup>th</sup> August, 2021, 01<sup>st</sup> October, 2021, 11<sup>th</sup> November, 2021 and 14<sup>th</sup> February, 2022.

The details are follows:

Sl. No	Name of Directors	Category of Directorship	No of Board Meetings Attended	Attendance at last AGM	No of other Directorship	No. of other Committee Membership or Chairmanship	
						Member	Chairman
1.	Sri K B Shetty	Non-Executive Director	5	Yes	Nil	2	Nil
2.	Sri Aspi Nariman Katgara	Executive Director	5	Yes	4	2	Nil
3.	Smt. Jyothi V B	Independent Non Executive Director	5	Yes	Nil	3	3
4.	Sri Manjunath Manohar Singh	Non-Executive Director	0	No	Nil	1	Nil
5.	Mr Yazdin Jimmy Mistry	Non-Executive Director	5	Yes	1	Nil	Nil
6.	Mr Gev Framroze Engineer Upto 23-03-2022	Non-Executive Director	5	Yes	2	Nil	Nil
7.	Smt Vidya M More	Independent Non-Executive Director	0	NA	0	2	Nil

**Note:** \*Excludes directorship in Private Companies, foreign companies, companies incorporated under Section 8 of the Companies Act, 2013 and alternate directorships.

Name of other listed entities where Directors of the Company are Directors and the category of Directorship:

S.N.	Name of Director	Name of listed entities in which the concerned Director is a Director	Category of Directorship
1.	Mr K B Shetty	Nil	Non-Executive Non Independent Director
2.	Mr Aspi Nariman Katgara	Polo Queen Industrial Fintech Ltd.	Executive Director
3.	Mrs Jyothi V B	Nil	Independent Non Executive Director
4.	Mr Manjunath Manohar Singh	Nil	Non-Executive Non Independent Director
5.	Mr Yazdin Jimmy Mistry	Nil	Non-Executive Non Independent Director
6.	Mrs Vidya Mananjay More	Nil	Independent Non Executive Director

1. None of the above directors are related inter-se.
2. None of the Directors hold the office of director in more than the permissible number of companies under the Companies Act, 2013 or under the Listing Regulations.
3. Committee Membership and Chairmanship includes in Audit Committee and Stakeholder Relationship Committee of all public limited companies, whether listed or not, and excludes private limited companies, foreign companies and Section 8 Companies.
4. The Committee Chairmanship / Memberships are within the limits laid down in Listing Regulations.
5. All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 'the Act' and Listing Regulations as laid down under Listing Regulations.
6. None of the Non-executive directors of the company had shares and convertible instruments in the Company. The familiarization programmes imparted to independent directors is disclosed at company's website at [www.maharashtraapex.in](http://www.maharashtraapex.in) at Investor relation section.

### **Skills / Expertise / Competencies of the Board of Directors**

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

- i) Knowledge on Company's businesses, policies and culture (including the Mission, Vision and Values), major risks /threats and potential opportunities and knowledge of the industry in which the Company operates
- ii) Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company
- iii) Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making,
- iv) Financial and Management skills
- v) Technical / Professional skills and specialized knowledge in relation to Company's business

Given below is a list of core skills, expertise and competencies of the individual Directors:

S.N.	Name of Director	Knowledge of the Sector	Accounting and Finance	Behavioral skills	Technical / Professional skills	Corporate Governance Compliances And Economic regulation
1.	Sri K B Shetty	√	√	√	√	√
2.	Sri Aspi Nariman Katgara	√	√	√	√	√
3.	Smt. Jyothi V B	√	√	√	√	√
4.	Sri Manjunath Manohar Singh	√	√	√	√	√
5.	Mr Yazdin Jimmy Mistry	√	√	√	√	√
6.	Mrs Vidya Mananjay More	√	√	√	√	√

### **3. Committees of the Board**

#### **a) AUDIT COMMITTEE:**

Composition of the Audit Committee meets all the criteria under the law. The members of the Audit Committee possess financial/accounting expertise and exposure. The Audit Committee consists of the majority of Independent Directors.

The Committee comprises of three Directors. It met Four times during the period 29<sup>th</sup> June, 2021, 11<sup>th</sup> August, 2021, 11<sup>th</sup> November, 2021 and 14<sup>th</sup> February, 2022.

**The Audit Committee comprised of the following members:**

Sri K B Shetty	Chairman-Independent Non-Executive Director till 1 <sup>st</sup> March, 2022.
Sri Aspi Nariman Katgara	Executive-Director-Member
Smt. Jyothi V B	Chairperson- Independent Non-Executive Director from 23 <sup>rd</sup> March, 2022
Smt. Vidya Mananjay More	Member- Independent Non-Executive Director from 23 <sup>rd</sup> March, 2022

The Company Secretary acts as the Secretary to the Audit Committee.

The Chairman of the Audit Committee was present at the annual general meeting held on 28<sup>th</sup> September, 2021. The Composition of the committee is in accordance with the requirements of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013. The particulars of meetings and attendance by the members of committee during the year under review as are given in the table below:

**Attendance of the Directors in the Audit Committee Meeting:**

Date of Meeting	Members Present
29 <sup>th</sup> June, 2021	Mr K B Shetty Mrs Jyothi V B
11 <sup>th</sup> August, 2021	Mr K B Shetty Mrs Jyothi V B
11 <sup>th</sup> November, 2021	Mr K B Shetty Mrs Jyothi V B
14 <sup>th</sup> February, 2022	Mr K B Shetty Mrs Jyothi V B

**Roles and responsibilities of Audit Committee:**

- (1) oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - (a) matters required to be included in the director's responsibility statement to be included in the Board's Report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - (b) changes, if any, in accounting policies and practices and reasons for the same;
  - (c) major accounting entries involving estimates based on the exercise of judgment by management;
  - (d) significant adjustments made in the financial statements arising out of audit findings;
  - (e) compliance with listing and other legal requirements relating to financial statements;
  - (f) disclosure of any related party transactions;
  - (g) modified opinion(s) in the draft audit report;
- (3) reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- (4) reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- (5) recommendation for appointment, remuneration and terms of appointment of auditors of the Company, including their replacement or removal;

- (6) approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (7) reviewing and monitoring with the management, independence and performance, of statutory and internal auditors, adequacy of the internal control systems, and effectiveness of audit process;
- (8) evaluation of internal financial controls and risk management systems;
- (9) reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (10) discussion with internal auditors of any significant findings and follow up there on;
- (11) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- (12) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- (13) approval or any subsequent modification of transactions of the Company with related parties;
- (14) reviewing of related party transactions entered into by the Company pursuant to omnibus approval(s), on quarterly basis
- (15) scrutiny of inter-corporate loans and investments;
- (16) valuation of undertakings or assets of the Company, wherever it is necessary;
- (17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (18) Reviewing the financial statements, in particular the investments, if any made by the unlisted subsidiary company(ies)
- (19) to review the functioning of the whistle blower mechanism/vigil mechanism;
- (20) approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
- (21) reviewing mandatorily the following information:
  - (a) The Management Discussion and Analysis of financial condition and results of operations;
  - (b) Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
  - (c) Management letters/letters of internal control weaknesses issued by the statutory auditors;
  - (d) Internal audit reports relating to internal control weaknesses;
  - (e) appointment, removal and terms of remuneration of the Chief internal auditor / internal auditor(s); and
  - (f) Statement of deviation:
    - i) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI Listing Regulations; and
    - ii) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the SEBI Listing Regulations.
- (22) Carrying out any other function as is mandated by the Board from time to time and/or enforced by any statutory / regulatory requirement, as may be applicable.
- (23) Review its Terms of Reference on an annual basis and recommend any changes to the Board;
- (24) In terms of the Insider Trading Code adopted by the Company, the Committee shall consider the following matters: –
  - (i) To approve policies/framework in relation to the implementation of the Insider Trading Code and to supervise implementation of the Insider Trading Code.
  - (ii) To note and take on record the status reports detailing the dealings by Designated Persons in Securities of the Company, as submitted by the Compliance Officer on a quarterly basis.
  - (iii) To provide directions on any penal action to be initiated, in case of any violation of the Prohibition of Insider Trading Regulations by any person..



The powers of the Audit Committee will include the following:

1. To investigate into any matter in relation to the role/terms of reference and to obtain external professional advice, if necessary and shall have full access to the information contained in the records of the Company;
2. To seek information from employees and secure attendance of outsiders, if necessary; and
3. To call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company.

The Audit Committee shall meet at least four times in a year and not more than 120 days shall elapse between two meetings. The quorum shall be either two members or one third of the members of the Audit Committee whichever is greater, but there should be a minimum of two independent members present.

The Chairperson of the Audit Committee shall be present at the Annual General Meeting of the Company to answer shareholder queries.

The Company Secretary shall act as Secretary to the Committee

#### **b) NOMINATION AND REMUNERATION COMMITTEE:**

The Board constituted a Nomination and Remuneration Committee in terms of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company Secretary shall act as Secretary to the Committee.

The Nomination and Remuneration Committee comprised of the following members:

<b>Name of Director</b>	<b>Status</b>
Mr K B Shetty	Non-Executive-Non-Independent Director
Mrs Jyothi V B	Chairperson- Independent Non-Executive-Director
Mrs Vidya M More	Independent Non-Executive Director

Attendance of the Directors in the Nomination and Remuneration Committee Meeting:

<b>Date of Meeting</b>	<b>Members Present</b>
23 <sup>rd</sup> March, 2022	Sri K B Shetty Smt Jyothi V B

Nomination and Remuneration Policy:

1. To formulate the criteria for determining qualifications, positive attributes and independence of a director;
2. To devise a policy on Board diversity;
3. To identify persons who are qualified to become Director in accordance with the criteria laid down and recommend to the Board, their appointment/removal;
4. To identify persons who may be appointed in Senior Management in accordance with the criteria laid down and recommend to the Board, their appointment /removal;
5. To formulate and recommend to the Board policies relating to the remuneration for:
  - a. Directors;
  - b. Key Managerial Personnel; and
  - c. Other Employees of the Company;
6. To formulate criteria for performance evaluation of independent directors and the Board and to carry out evaluation of every director's performance;
7. To recommend remuneration payable to Managing Directors and Whole-time Directors;
8. To recommend the sitting fees payable, if any to Non-Executive Directors;
9. To review and recommend nature of services rendered by any director in other capacity and requisite qualification thereof;
10. To discharge the roles envisaged under the SEBI (Share Based Employee Benefits) Regulations, 2014;



11. Determine whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
12. Review its Terms of Reference on an annual basis and recommend any changes to the Board;
13. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory / regulatory requirement, as may be applicable.

Details of remuneration paid to the Whole-Time Director and Managing Director during the period from 1.4.2021 to 31.3.2022 is given here below:

- i) Whole-Time Director: 0.00
- ii) Managing Director : 3.65 lacs
- ii) Non-Executive Directors - Nil

#### **c) STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Committee comprising three members of the Board.

Roles and responsibilities of Stakeholders Relationship Committee:

1. To oversee and review all matters connected with the transfer of the Company's securities and to approve allotment, transfer / transmission of securities. As per SEBI notification number SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018, transfer of securities of listed companies shall not be processed unless the securities are held in the demat form. The same shall be effective from April 01, 2019.
2. To consider, resolve and monitor redressal of investors' complaints/ grievances like non-transfer of securities, non-receipt of annual report etc.;
3. To approve issue of duplicate share certificates and new certificates on split/consolidation/renewal;
4. To oversee the performance of the Company's Registrar and Share Transfer Agent(s);
5. To recommend methods to upgrade the standards of services to investors;
6. Review its Terms of Reference on an annual basis and recommend any changes to the Board; and
7. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory / regulatory requirement, as may be applicable."

The composition of Stakeholders Relationship Committee and attendance of members in the meeting are given below:

Sl.No	Name of Director	Category of Directorship	No. of Meeting attended
1.	Mr K B Shetty	Non-Executive-Non-Independent	30
2.	Mrs Jyothi V B	Chairperson-Non-Executive-Independent	30
3.	Mr Manjunath Manohar Singh	Non-Executive-Non Independent	0

Mrs. Jyothi V B heading the Committee, Company Secretary is the Compliance Officer.

No. of Share Holders Complaints received during the year	- 4
No. of complaints not solved to the satisfaction of shareholders	- 4
No. of pending Complaints	- 0

#### **4. GENERAL BODY MEETINGS:**

The 75<sup>th</sup> Annual General Meetings was held at Sri T Ramesh Pai Memorial Hall at Kurlon Factory, Jalahalli Camp Road, Yashwantpur, Bangalore and 76<sup>th</sup> and 77<sup>th</sup> Annual General Meetings were held through two-way Video Conference (VC) the details are given here below:

AGM No.	DATE	TIME	Special Resolution required for
75	30.9.2019	11.00 a. m	*1
76	30.9.2020	12.00 noon	Nil
77	28.9.2021	11.00 a m	Nil



\*Consent for Continuation of Mr.Kudi Bhoja Shetty (DIN 01451944), as a Non-Executive Independent Director.

All the resolutions as set out in the respective notices were passed by the Share holders. No special resolution was passed through Postal Ballot in the financial year 2020-21 and the Company does not propose to pass any Special Resolution through Postal Ballot as on the date of report.

## 5. DISCLOSURES:

### Disclosure regarding Material Related Party Transaction:

The Company does not have any related party transactions during the year, that are material in nature either with its promoters and/or their subsidiary Companies, Directors, Management and relatives etc that may have potential conflict with the interests of company at large.

### Disclosures regarding non-compliance:

There were no instances of non-compliance or penalty, strictures imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority on any matter related to capital markets during the last three years.

### Vigil Mechanism:

Your Company has in place a Vigil Mechanism for Directors and employees to report concern about the unethical behaviour, actual or suspected fraud and violation of the Code of Conduct or Ethics Policy. The Policy is in line with your Company's Code of Conduct, Vision and Values and forms part of good Corporate Governance.

### Compliance with mandatory requirements:

The Company has complied with all the mandatory requirements of Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## 6. MEANS OF COMMUNICATION:

- Quarterly/Half/Yearly Financial Results of the Company were forwarded to Stock Exchanges in addition to getting the same published in the leading English Daily (Indian Express) & Regional Newspaper (Kannada Prabha) as per the Listing Agreement and SEBI (LODR) Regulations, 2015.
- The financial results also displayed on the Company's website – [www.maharashtraapex.com](http://www.maharashtraapex.com)
- Company has not made any presentations to any institutional Investors/Analyst during the year.

## 7. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Consequent upon the cancellation of the NBFC license the Company desisted from accepting deposit and doing Hire Purchase/Lease/Loan Business. At present Company's activities are restricted to recovery of Hire Purchase instalments/Loans. The Company is also concentrating on repayment of Deposit/Bonds as per the Scheme of arrangement/ restructure sanctioned by the Hon'ble High Court of Karnataka.

### BUSINESS REVIEW:

During the year Company collected ₹ 276 .66 lakhs by debt recoveries.

### REPAYMENT OF DEPOSIT/BOND:

In terms of Scheme of arrangement sanctioned by the Hon'ble High Court of Karnataka, the Company has on its part has fulfilled all the instalments. The Company has given Public notice to the Deposit/Bond holders in News Paper on 14<sup>th</sup> May, 2019 to surrender their Certificates and collect their final instalment dues. The outstanding balance of Deposit/Bond was Rs.1995.62 lacs as on 31<sup>st</sup> March, 2021 and Rs. 1886.16 lacs as on 31<sup>st</sup> March, 2022.

### INTERNAL CONTROL SYSTEM:

All payments are made from Head Office only and all branches were closed.

### DISCUSSION ON FINANCIAL PERFORMANCE:

This subject has been covered in the Directors' Report.

### HUMAN RESOURCE DEVELOPMENT:

The Number of staff has been reduced to the minimum which is essential to run the organisation. There are only 20 Staff members working in the entire organisation as on 31.3.2022 .

**8. GENERAL SHAREHOLDER INFORMATION:**

a) Annual General Meeting:	78 <sup>th</sup> Annual General Meeting
Date:	28.09.2022
Time:	12.00 noon
b) Financial Year:	1 <sup>st</sup> April to 31st March.
c) Date of Book-Closure:	22.09.2022 to 28.09.2022 (both days inclusive) for the purpose of Annual General Meeting of the Company.
d) Dividend:	The Board of Directors has not recommended any dividend for the period 2021-22.
e) Registered Office:	3 <sup>rd</sup> Floor, Front Wing, North Block, Manipal Centre, 47, Dickenson Road, Bangalore – 560 042
f) Listing on Stock-Exchanges:	The Equity Shares are listed at the Bombay Stock Exchange Ltd & National Stock Exchange Ltd. The Listing Fee for the year 2021-22 has been paid to both of the Stock Exchanges and custodial fees paid for the year 2021-22 to NSDL and CDSL.
g) Stock Code BSE:	<b>523384</b>
NSE:	<b>MAHAPEXLTD</b>
h) Demat ISIN Number of Equity Shares of Company and liquidity:	<b>INE843B01013</b> As on 31st March, 2022 1,18,92,329 Equity Shares the forming 84.39% Share Capital of the Company stands Dematerialized.

**i) Registrar and Share Transfer Agents:**

**M/s PurvaShare Registry (India) Pvt Ltd.**  
 Unit MahaRashtra Apex Corporation Ltd  
 9 Shiv Shakti Industrial Estate, 7-B J R Boricha Marg  
 MUMBAI-400 011  
 Tel: 23010771, 23016761  
 Email – support@purvashare.com  
 Web site – www.purvashare.com  
 Share Transfer Systems

Shares received for transfer by the Company or its Registrar and Transfer Agent in physical mode are processed and all valid transfers are approved. The Share Certificates are duly transferred and dispatched within stipulated time.

**j) Share Price Data:**

Market price data of the Company's equity Shares in Bombay Stock Exchange Ltd for the period from April, 2021 to March 2022 is as below:

Month	Open Price	High Price	Low Price	Close Price	No. of Shares	No. of Trades
Apr-21	65.85	72	63.1	67	19983	205
May-21	68.8	99.75	64.15	86	143191	727
Jun-21	89.45	99.3	81.6	98.35	69636	446
Jul-21	102.75	124	97	119.95	75291	543
Aug-21	124	126	96.7	105.95	14349	206
Sep-21	109	109	85.55	89.95	33711	305
Oct-21	89.95	109.5	85.05	94.05	64643	540
Nov-21	96.5	96.5	85.4	88.9	18882	249
Dec-21	89	101	84.05	94.5	45896	380
Jan-22	94.5	123.95	89.5	107.45	123666	774
Feb-22	107.45	116.35	93.2	93.35	23668	338
Mar-22	92	104.9	84.1	93.45	42433	1015

**k) DISTRIBUTION OF EQUITY SHAREHOLDING ON 31st MARCH, 2022:**

SHARE HOLDING OF NOMINAL VALUE OF (1)	NUMBER (2)	% TO TOTAL (3)	IN ₹ (4)	% TO TOTAL (5)
UPTO 5,000	8995	86.49	18750100.00	13.31
5,001 - 10,000	819	7.88	5957300.00	4.23
10,001 - 20,000	324	3.12	4658150.00	3.31
20,001 - 30,000	86	0.83	2134460.00	1.51
30,001 - 40,000	46	0.44	1591990.00	1.13
40,001 - 50,000	23	0.22	1081030.00	0.77
50,001 - 1,00,000	55	0.53	3858900.00	2.74
1,00,001 AND ABOVE	52	0.50	102887030.00	73.01
TOTAL	10400	100	140918960.00	100.00

**I) SHAREHOLDING PATTERN AS ON 31st MARCH, 2022**

Category	No. of Shares Held	Percentage of Shareholding
A. Directors and Promoters	8813105	62.54
B. Institutional Investors	0.00	0.00
C. Mutual Funds and UTI	0.00	0.00
D. Banks	799	0.01
E. FIIs	0.00	0.00
F. Private Corporate Bodies	85827	0.61
G. Indian Public	5003470	35.50
H. NRI ((Repat& Non-Repat)	43093	0.31
I. Any other(Please specify)		
i.Hindu Undivided Family	127427	0.90
ii..Trust	4340	0.03
iii. Clearing Member	13835	0.10
GRAND TOTAL	14091896	100

Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity - Nil

**m) Plant Locations: Nil**
**n) ADDRESS FOR INVESTORS CORRESPONDENCE:**

M/s PurvaShareRegistry (India) Pvt Ltd.  
Unit MahaRashtra Apex Corporation Ltd  
9 Shiv Shakti Industrial Estate  
7-B J R BorichaMarg  
MUMBAI-400 011  
Phone: (022) 2301 6761E-mail:support@purvashare.com  
Web site – www.purvashare.com

**9. OTHER DISCLOSURES:**
**a. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;**

During the year 2021-22, there were no materially significant transactions with related parties i.e., directors, management, subsidiaries, Key Managerial Personnel or relatives conflicting with the Company's Interest at large. Attention of Members is drawn to the disclosures of transactions with related parties set out in the Notes on Accounts forming part of the Annual Report.

**b. Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years;**

The Company has complied with all the requirements of regulatory authorities. No penalties were imposed on the Company by Stock Exchanges, SEBI or any other statutory authority on any matter related to capital market during the last three years except by BSE & NSE for non-compliance of provisions of Regulation 34 of SEBI (LODR) Regulations, 2015 for delay in uploading Annual Report. The penalty amount was Rs.2360/- each.

**c. Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel has been denied access to the audit committee;**

With a view to maintain the high standards of transparency in Corporate Governance and in compliance with the Section 177 of the Companies Act, 2013 and Regulation 22 of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), the Company has adopted Whistle blower policy and effective vigil mechanism system.

The Whistle blower mechanism enables employees and Directors to raise their concerns about any malpractice, impropriety or abuse at an early stage and in the right way, without fear of victimization, subsequent discrimination or disadvantage. The policy is intended to encourage and enable the employees and Directors to raise concerns within the Company than overlooking the issues keeping the organizations' interest in mind. The details of the policy are posted on the website. www.maharashtraapex.com.

A Committee has been constituted which looks into the complaints raised and has not received any complaint for the financial year 2021-22. The Committee reports to Audit Committee and the Board.



## Subsidiary Companies

The Company has 3 subsidiaries and all are operational subsidiaries. Pursuant to the Regulation 24 of

Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) the Company has adopted a policy for determining "material subsidiary" which is published on the website of the Company at [www.maharashtraapex.com](http://www.maharashtraapex.com).

### d. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements;

The Company has complied with all the applicable mandatory requirements relating to Corporate Governance under the Listing Regulations.

The status of adoption of Non - mandatory requirement provided under Schedule II (E) of the Listing Regulation is as below;

#### i. Shareholder Rights

The Company publishes its quarterly/half yearly and annual financial results in English and Regional language newspapers. The financial results and significant events, if any, are communicated by the Company to the Stock Exchanges and are also uploaded on its website i.e. [www.maharashtraapex.com](http://www.maharashtraapex.com).

#### ii. Modified opinion(s) in audit report

The Auditors report is with modified opinion.

#### iii. Reporting of Internal Auditor

The internal Auditor of the Company report directly to the Audit Committee of the Company

**f. The Company has laid down the procedures to inform Board Members about the risk assessment and minimization procedures. The Board is periodically informed about business and other risks and its minimization procedures. Further there are no disclosures to be made with regards to commodity price risks and commodity hedging activities.**

**g. The Quarterly Report on Corporate Governance Report, Statement of Investor Complaints, Shareholding pattern and financial results are posted on the Company's website [www.maharashtraapex.com](http://www.maharashtraapex.com)**

**h. A certificate from a Company Secretary in practice has been received stating 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 Board/Ministry of Corporate Affairs or any such statutory authority.**

**i. During the year, details of fees paid/payable to the Statutory Auditors and all entities in the network firm/network entity of which the Statutory Auditor is a part, by the Company and its subsidiaries, are given below:**

Amount in ₹

Particulars	*By the Company	By the Subsidiaries	Total Amount
Audit Fees	3,50,000.00	97,200.00	4,47,200.00
Tax Matters	-	46,200.00	46,200.00
Certification	-	84,500.00	84,500.00
Reimbursement	-		
Other Services	-	27,500.00	27,500.00
Total	3,50,000.00	2,55,400.00	6,05,400.00

\*The above fees are exclusive of applicable tax.

### Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has complied with the applicable provisions of the aforesaid Act and the Rules framed thereunder, including constitution of the Internal Complaints Committee (ICC). The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the same is available on the Company's website at [www.maharashtraapex.com](http://www.maharashtraapex.com).



Status of complaints as on 31st March 2022:

1. Number of complaints filed during the financial year: Nil
2. Number of complaints disposed off during the financial year: Nil
3. Number of complaints pending at the end of the financial year: NIL

The Company has complied with all the requirements of corporate governance as specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

**CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT**

I hereby confirm that the Company has obtained from all the members of the Board and Management Personnel, affirmation that they have complied with the 'Code of Conduct' for the Financial Year 2021-22.

Place: Bengaluru  
Date: 10th August 2022

**K. B. Shetty**  
Chairman  
DIN: 01451944



## MANAGING DIRECTOR/CFO CERTIFICATION

To

The Board of Directors  
MAHA RASTRA APEX CORPORATION LTD  
Bangalore

We, Managing Director, and Chief Financial Officer of the Company certify to the Board that:

- (a) We have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:
  - (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) 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) there is no significant changes in internal control over financial reporting during the year;
  - (ii) there is 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) there are no instances of significant fraud of which they have become aware and the involvement therein, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**CHIEF FINANCIAL OFFICER**

**MANAGING DIRECTOR**



## AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members of  
MahaRashtra Apex Corporation Limited  
Bangalore.

We have examined the compliance of the conditions of Corporate Governance by Maha Rashtra Apex Corporation Limited ("the Company") for the year ended on 31<sup>st</sup> March, 2022 as stipulated in Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with the BSE Limited and NSE India Limited.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI (LODR) Regulations, 2015.

We 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.

Place: Mumbai  
Date: 05<sup>th</sup> August, 2022

**For P M AGARWAL & CO.**  
**Company Secretaries**

Sd/-  
**(Priyanka M. Agarwal)**  
Proprietor  
ACS: 51154 CP: 19363  
UDIN: A051154D000750556  
Peer Review No.: 1654/2022



## INDEPENDENT AUDITOR'S REPORT

To the Members of **MAHA RASHTRA APEX CORPORATION LIMITED**  
**Report on the Audit of the Standalone Financial Statements**

### Qualified Opinion

We have audited the standalone financial statements of MAHA RASHTRA APEX CORPORATION LIMITED ("the Company"), which comprise the balance sheet as at 31 March 2022, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter refer to standalone financial statements).

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and its profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Qualified Opinion

a. The Company has Not provided for Delayed Period Interest cost amounting to ₹ 70.32 Lakhs for the year ending 31st March 2022 cumulative impact of Interest Cost Not Provided from 1st October 2019 to 31st March 2022 is ₹ 181.70 Lakhs to that extent profit is overstated and Liability is understated.

b. Investment in Associate, Kurlon Limited not shown at fair value as at 31st March 2022, in absence of audited statement, we are unable to quantify the effect on the value of Investment and other comprehensive Income and corresponding figures are incomparable.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the 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

- As per the scheme sanctioned by Honourable High Court of Karnataka vide order dated 8th October 2004 all Deposit/ Bonds should have been repaid by 15.09.2009/15.06.2009. The balance outstanding as on date are shortfall of repayment is ₹ 4,581.87 Lakhs.
- RBI has cancelled the Certificate of Registration Granted to the company to Act as Non-Banking Financial Company by its order dated 13th June 2002.
- Unpaid creditors being outstanding Bonds / Deposit with Interest under Other Financial Liability-Current Includes ₹ 552.91 Lakhs, Deposit/Bonds and Cheques Issued Pending Realisation year wise/ Instalment wise reconciliation not produced for verification.
- Company entered in to agreement for Sale of Property with Kurlon Limited / Kurlon Enterprises Limited Total Amount Credited up to 31-03-2022 is ₹ 1273.37 Lakhs. Out of which ₹ 300.95 Lakhs Kurlon Limited / Kurlon Enterprises Limited Directly settled Maha Rashtra Apex Bonds / Deposit liability is also adjusted towards Advance for Property purchase.

Our conclusion is not modified in respect of (a) to (d) of above paragraph

### Key Audit Matters

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

### 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. These are expected to be made available to us after the date of this auditor's report.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. Except for the matters described in the Basis for Qualified Opinion section above, we have nothing to this regard.

### **Management's Responsibility for the Standalone Financial Statements**

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

In preparing the standalone financial statements, 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 the Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

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

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

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

Materiality is the magnitude of misstatements in the 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.

#### Other Matters

1. Refer to Note No 35 in respect of an investment of 50,000 equity shares of ₹ 10/- each in M/s Eldorado Investments Company (P) Ltd., a subsidiary company physical Shares not produced for verification.

#### 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 sub-section (11) of Section 143 of the Act, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - (a) 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.
  - (b) Except for the effect of the matters described in the Basis for Qualified Opinion paragraph above, 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 (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account;
  - (d) Except for the effects of the matter described in the Basis for Qualified Opinion paragraph above, in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of the written representations received from the directors as on 31 March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 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 with reference to financial statements 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 the requirements of Section 197(16) of the Act, as amended: in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and
  - (h) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 37 to the standalone financial statements;
    - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. Refer to Note No 30. The entire deposit liability is covered under the scheme of arrangement, hence the transfer of unclaimed deposit and remaining unpaid for a period of exceeding 7 years to Investor Education and Protection fund, the question of delay in transferring such sums does not arise.
    - iv. (a). The Management has represented that, to the best of it's knowledge and belief, other than as disclosed in the note 39 (Xiii) A to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds



or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The Management has represented, that, to the best of its knowledge and belief, other than as disclosed in the note 39 (Xiii) B to the accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement
- (d) The Company has not declared any Dividend and paid during the year hence compliance with Section 123 of the Act not applicable

For **MAIYA AND MAIYA**  
Chartered Accountants  
Firm Registration No.: 003105S

**RAVI PRASAD K**  
PARTNER  
MEMBERSHIP NO.: 228348  
UDIN NO.: 22228348AJWRAR5643

PLACE: UDUPI  
DATE: 30TH MAY 2022.

## Annexure “A” to the Independent Auditor's Report\*

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of the Independent Auditor's Report of even date to the members of MAHARASTRAAPEX CORPORATION LIMITED on the standalone financial statements as of and for the year ended 31st March 2022.

i)	a)	A)	The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.				
		B)	The Company does not have any intangible assets. Accordingly, the provisions of clause 3(i)(a)(B) of the Order are not applicable.				
	b)		The Property, Plant and Equipment have been physically verified by the management during the year and according to the information and explanation given to us, material discrepancies were noticed on such verification; however, these have been properly dealt with in the books of account. In our opinion, the frequency of verification of Property, Plant and Equipment is reasonable having regard to the size of the Company and the nature of its assets.				
	c)		According to the information and explanations given to us and based on the examination of the registered sale deed provided to us, we report that, the title deeds of all the immovable properties, other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee are held in the name of the Company, except for the following properties as stated in Note 4 to the financial statements under investment property.				
Description of property			Gross carrying value	Held in name of	Whether promoter director or their relative or employee	Period held	Reason for not being held in name of Company
Land - at Chanthar of Brahmar			₹ 318.30	Vittal Pai	None	18-06-1961	Not able to assess Document due to dispute on rights
Land -at Matapady of Brahmar			₹10052.90	Joseph Lobo	None	21-06-1963	Property Not Transferred due to non-Availability of original Document
Building - Shop No. 8 & 9 - Ground Floor Commerce House Miranda Road Margao, Goa			₹ 22,30,432.00 #	Antonio Joao Fortunato Fernandes	None	24-05-1995	Shop No.9 still not registered due to misplace of documents #

# Value of ₹ 22,30,432 for shop No 8 and 9 Title Deed of Shop No 8 is held in the name of company and Title deed of Shop No 9 Company has Not produced the document for verification, However Rent Agreement for the same Property is held in the name of the company.

	d)		The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year, being under cost model. Accordingly, the provisions of clause 3(i)(d) of the Order are not applicable.		
	e)		There are no proceedings which have been initiated or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) (as amended in 2016) and rules made thereunder. Accordingly, the provisions of clause 3(i)(e) of the Order are not applicable.		
ii)	a)		According to the information and explanations given to us, the Company does not have any inventory. Accordingly, the provisions of clause 3(ii)(a) of the Order are not applicable		



	b)	In our opinion and according to the information and explanations given to us, during the year, the Company has not been sanctioned any working capital from banks or financial institutions on the basis of security of current assets. Accordingly, the provisions of clause 3(ii) (b) of the Order are not applicable.
iii)	a)	In our opinion and according to the information and explanations given to us, Company was carrying on NBFC business and RBI has Cancelled the Certificate of Registration on 13th June 2002. Subsequently the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or any other parties. Accordingly, the provisions of clause 3(iii)(a) - (f) Not Applicable.
iv)		In our opinion and according to the information and explanations given to us, the Company has not entered into any transaction covered under Sections 185 and 186 of the Act. Accordingly, the provisions of clause 3(iv) of the Order are not applicable.
v)		In our opinion and according to the information and explanations given to us, the Company cannot carry on the NBFC Business without prior approval From RBI as per the Scheme Sanctioned by Karnataka High Court and Certificate of Registration Cancelled by RBI with effect from 13th June 2002. Subsequently the Company has neither accepted any deposits nor the amounts which are deemed to be deposits during the year and all the deposits and Bonds are bound by Karnataka High Court order hence unclaimed deposits at the beginning of the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) Not applicable. Accordingly, the provisions of clause 3(v) of the Order are not reported.
vi)		According to the information and explanations given to us, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
vii)	a	In our opinion and according to the information and explanations given to us, the Company is regular in depositing 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, as applicable, to the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.
	b	According to the information and explanations given to us, there are no statutory dues referred to in sub-clause (a) that have not been deposited with the appropriate authorities on account of any dispute except Disputed sales tax amounting to ₹ 17.54 Lakhs for the assessment year 1995-96 and 1996-97 in Telangana pending for disposal before sales tax appellate Tribunal.
viii)		In our opinion and according to the information and explanations given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable.
ix)	a	In our opinion and according to the information and explanations given to us, the Company has no loans or other borrowings or interest payable to any lender during the year. In respect of Debenture interest accrued there on up to 31.03.2002, the company is in the process of repayment as per the scheme of compromise and arrangement sanctioned by the Honourable High Court of Karnataka dated 8th October 2004.
	b	In our opinion and according to the information and explanations given to us, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority, however RBI has Cancelled Certificate of Registration from 13th June 2002, hence company cannot carry on the NBFI Business without prior approval from RBI as per the Scheme Sanctioned by the Karnataka High Court company.
	c	In our opinion and according to the information and explanations given to us, the Company did not have any term loans outstanding during the year. Accordingly, the provisions of clause 3(ix)(c) of the Order are not applicable.



	d	In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
	e	In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its Subsidiaries, associates The Company did not have any joint ventures during the year. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.
	f	In our opinion and according to the information and explanations given to us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies. The Company did not have any joint ventures during the year. Hence, the requirement to report on clause (ix) (f) of the Order is not applicable to the Company
x)	a)	In our opinion and according to the information and explanations given to us, the Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions of clause 3(x)(a) of the Order are not applicable.
	b)	No report under sub-section (12) of Section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 (as amended) with the Central Government, during the year and upto the date of this report.
	c)	As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
xii)		According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions of clause 3(xii)(a)to(c) of the Order are not applicable.
xiii)		In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable accounting standards. However, in respect of advance from Kurlon limited in absence of adequate evidence we are unable to comment upon related party transaction entered in respect of arm's length price.
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)	We have considered the internal audit reports of the Company issued till date, for the period under audit.
xv)		In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act. Accordingly, provisions of clause 3 (xv) of the order are not applicable.
xvi)	a)/b	The Certificate of registration granted to the company as Non-Banking Financial company under section 45-IA of the Reserve Bank of India Act 1934, has been cancelled by an order dated 13th June 2002. As per the Scheme approved by Honorable Karnataka High court Company Cannot carry on NBFC Business prior approval from RBI.
	c)	The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
	d)	According to the information and explanations provided to us during the course of audit, the Group does not have any CICs. Accordingly, the provisions of clause 3(xvi) (d) of the order are not applicable.



xvii)		The Company has not incurred any cash losses in the financial year and in the immediately preceding financial year. Accordingly, provisions of clause 3 (xvii) of the order are not applicable.
xviii)		There has been no resignation of the statutory auditors during the year. Accordingly, provisions of clause 3 (xviii) of the order are not applicable.
xix)		According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
xx)		Since the provisions of Section 135 of the Act are not applicable to the Company. Accordingly, provisions of clause 3 (xx) (a) and (b) of the order are not applicable.

For **MAIYA AND MAIYA**  
Chartered Accountants  
Firm Registration No.: 003105S

**RAVI PRASAD K**  
Partner  
Membership No.: 228348  
UDIN No.: 22228348AJWRAR5643

Place: Udupi  
Date: 30th May 2022.



## **Annexure "B"**

**Independent Auditor's report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

**Report on the internal financial controls under clause (i) of sub-section 3 of section 143 of the companies act, 2013 (the 'Act')**

We have audited the internal financial controls with reference to financial statements of **MAHA RASTRA APEX CORPORATION LIMITED** ("the Company") as of 31 March 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The 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 Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by the Institute of Chartered Accountants of India ("the ICAI") and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the 'CAI. 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 with reference to financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

### **Meaning of Internal Financial Controls with reference to Financial Statements**

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

### **Inherent Limitations of Internal Financial Controls with reference to Financial Statements**

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

Chartered Accountants

Firm's Registration No.: 003105S

**RAVI PRASAD K**

Partner

Membership No.: 228348

UDIN No.: 22228348AJWRAR5643

Place: UDUPI

Date: 30th May 2022.

**BALANCE SHEET AS AT MARCH 31, 2022**

₹ in lakhs

Particulars	Note No.	31st March, 2022	31st March, 2021
<b>I ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	3	13.16	15.24
Investment property	4	137.13	138.96
Investment in Subsidiaries and Associates	5	22,328.91	22,759.40
Financial assets			
Investments	5	616.52	545.11
Other Tax Assets	6	411.08	404.96
Other non-current assets	7	-	-
<b>TOTAL NON-CURRENT ASSETS</b>		<b>23,506.80</b>	<b>23,863.67</b>
<b>Current Assets</b>			
Financial assets			
Investments	8	248.64	220.57
Cash and cash equivalents	9	223.73	296.10
Other financial assets	10	964.04	707.20
Assets classified as held for sale	11	35.07	32.40
<b>TOTAL CURRENT ASSETS</b>		<b>1,471.48</b>	<b>1,256.27</b>
<b>TOTAL ASSETS</b>		<b>24,978.28</b>	<b>25,119.94</b>
<b>II EQUITY &amp; LIABILITIES</b>			
<b>EQUITY</b>			
Equity Share Capital	12	1,411.78	1,411.78
Other Equity	13	12,563.88	12,492.25
<b>TOTAL EQUITY</b>		<b>13,975.66</b>	<b>13,904.03</b>
<b>CURRENT LIABILITIES</b>			
Financial liabilities			
Other Financial Liabilities	14	7,702.62	7,915.91
Liabilities directly associated with the assets classified as held for sale	31	3,300.00	3,300.00
<b>TOTAL CURRENT LIABILITIES</b>		<b>11,002.62</b>	<b>11,215.91</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>24,978.28</b>	<b>25,119.94</b>
Summary of significant accounting policies	2		

The accompanying notes are an integral part of these financial statements

As per our report of even date

**For MAIYA & MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

**Ravi Prasad K**

Partner

Membership Number: 228348

Place: Udupi

Date: 30-05-2022

**Aspi Nariman Katgara**

Managing Director

Din: 06946494

**Vidya Mananjay More**

Director

Din: 06904529

**Yazdin Jimmy Mistry**

Director

Din: 07897995

Place: Bengaluru

Date: 30-05-2022

For and on behalf of the Board of Directors of

**Maha Rashtra Apex Corporation Limited**
**K B Shetty**

Chairman

Din: 01451944

**Jyothi V B**

Director

Din: 07133349

**J M Panday**

Company Secretary/CFO

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2022**

₹ in lakhs

Particulars	Note No.	31-March-2022	31-March-2021
<b>INCOME</b>			
Revenue from Operations	15	163.88	107.80
Other Income	16	424.71	538.67
<b>TOTAL INCOME</b>		<b>588.59</b>	<b>646.47</b>
<b>EXPENSES:</b>			
Employee Benefits Expense	17	60.72	54.81
Finance Cost	18	1.66	3.04
Depreciation and Amortisation	19	3.59	3.21
Other Expenses	20	82.78	62.83
<b>TOTAL EXPENSES:</b>		<b>148.75</b>	<b>123.89</b>
<b>Profit before Exceptional and Tax</b>		439.84	522.58
Exceptional Items	21	137.09	135.73
<b>Profit before Tax</b>		<b>576.93</b>	<b>658.31</b>
Tax Expense:			
Current Tax		49.35	55.25
Adjustment of Tax For Earlier Years		4.94	-191.21
Deferred Tax		-	-
<b>Total Tax Expense:</b>		54.29	-135.96
<b>Profit for the year</b>		<b>522.64</b>	<b>794.27</b>
Other Comprehensive Income		-451.01	2,547.57
<b>Total comprehensive income for the year</b>		<b>71.63</b>	<b>3,341.84</b>
<b>Earnings per Equity Share:</b>			
Basic (Rs.)		3.71	5.64
Diluted (Rs.)		3.71	5.64

Summary of significant accounting policies

2

The accompanying notes are an integral part of these financial statements

As per our report of even date

**For MAIYA & MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

 For and on behalf of the Board of Directors of  
**Maha Rashtra Apex Corporation Limited**
**Ravi Prasad K**

Partner

Membership Number: 228348

Place: Udupi

Date: 30-05-2022

**Aspi Nariman Katgara**

Managing Director

Din: 06946494

**Vidya Mananjay More**

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Place: Bengaluru

Date: 30-05-2022

**K B Shetty**

Chairman

Din: 01451944

**Jyothi V B**

Director

Din: 07133349

**J M Panday**

Company Secretary/CFO



<b>CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022</b>		
<b>Particulars</b>	<b>March 31, 2022</b>	<b>March 31, 2021</b>
<b>A. Cash flow from operating activities</b>		
<b>Profit/(Loss) before tax</b>	<b>576.93</b>	<b>658.31</b>
<b>Adjustments to reconcile profit before tax to net cash flows</b>		
Gain / Loss on Sale of Assets	-0.07	-0.11
Finance income (including fair value change in financial instruments)	-101.87	-331.96
Depreciation Expenses	3.59	3.21
Reversal of provision on other financial assets	-113.30	-162.45
Reversal of provision on diminution in the value of investments	-18.66	-
Interest Remission from Bonds/Deposits	-48.18	-128.45
Investment written off	0.14	-
Income Tax Expenses Recognised during the year ( Net of Reversal)	-54.29	135.97
Dividend	-120.75	-4.05
<b>Operating profit/(loss) before working capital changes</b>	<b>123.54</b>	<b>170.47</b>
<b>Movements in working capital:</b>		
Decrease/(increase) in other Non-current assets	-	-
Decrease/(increase) in trade receivables	-	-
Decrease/(increase) in other financial assets	-143.54	55.86
Increase/(decrease) in trade payables	-	-
Increase/(decrease) in Other Current financial liabilities	-213.29	-140.95
Increase/(decrease) in Provision	0.40	-14.98
<b>Cash generated from/(used in) operations</b>	<b>-232.89</b>	<b>70.40</b>
Direct taxes paid (net of refunds)	-6.12	-84.92
<b>Net cash flow from/(used in) operating activities</b>	<b>-239.01</b>	<b>-14.52</b>
<b>B. Cash flows from investing activities</b>		
Purchase of non-current investments	-	-
Purchase of current investments	-0.02	-0.02
Dividend	120.75	4.05
Interest received	48.18	128.45
Sales /(Purchase ) of Fixed Assets	-2.27	-0.48
Proceeds from Agreement to Sale f Property	-	1.02
<b>Net cash flow from/(used in) investing activities</b>	<b>166.64</b>	<b>133.02</b>
<b>C. Cash flow from financing activities</b>		
Proceeds from short-term borrowings	-	-
Repayment of short-term borrowings	-	-
Interest Paid	-	-
<b>Net cash flow from/(used in) financing activities</b>	<b>-</b>	<b>-</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>-72.37</b>	<b>118.50</b>
Cash and cash equivalents at the beginning of the year	296.10	177.60
<b>Cash and cash equivalents at the end of the year</b>	<b>223.73</b>	<b>296.10</b>

₹ in lakhs

Particulars	March 31, 2022	March 31, 2021
<b>Components of cash and cash equivalents</b>		
Cash on hand	1.82	1.36
Balances with scheduled banks:		
- In current accounts	12.48	26.01
- In deposit accounts with original maturity less than 3 months	209.00	268.25
- Stamps in hand	0.04	0.02
- Stock of Stationery on hand at cost	0.39	0.46
<b>Total Cash and cash equivalents</b>	<b>223.73</b>	<b>296.10</b>

Summary of significant accounting policies

2

The accompanying summary of significant accounting policies and other explanatory information (notes) are an integral part of the financial statements.

**Notes :**

- 1 All figures in bracket are outflow.
- 2 Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.
- 3 The cash flow statement has been prepared under Indirect Method as per Ind AS 7 "Statement of Cash Flows" as under section 133 of Companies Act, 2013.

As per our report of even date

**For MAIYA & MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

**Ravi Prasad K**

Partner

Membership Number: 228348

Place: Udupi

Date: 30-05-2022

**Aspi Nariman Katgara**

Managing Director

Din: 06946494

**Vidya Manan Jay More**

Director

Din: 06904529

**Yazdin Jimmy Mistry**

Director

Din: 07897995

Place: Bengaluru

Date: 30-05-2022

For and on behalf of the Board of Directors of

**Maha Rashtra Apex Corporation Limited**
**K B Shetty**

Chairman

Din: 01451944

**Jyothi V B**

Director

Din: 07133349

**J M Panday**

Company Secretary/CFO





₹ in lakhs

### A. Equity share capital

Equity shares of Rs. 10 each issued, subscribed and fully paid	
As at 1 April 2021	1,409.19
Add: Forfeited Shares	2.59
As At 31 March 2022, Equity shares of Rs. 10 each issued, subscribed and fully paid	1,411.78
As at 31 March 2022	1,411.78

### B. Other Equity

Particulars	Securities Premium	Capital Reserve	Capital Redemption Reserve	Special Reserve - (Pursuant to RBI (Amendment) Act, 1997]	General reserve	Retained Earnings	Other Comprehensive Income	Total
As at 1 April 2021	998.14	1.03	176.35	159.52	218.61	-9,490.70	20,429.30	12,492.25
Profit for the Year	-	-	-	-	-	522.64	-	522.64
Transfer From P&L Statement Additions	-	-	-	-	-	-	-451.01	-451.01
Less: Appropriation	-	-	-	-	-	-	-	-
<b>As at 31 March 2022</b>	<b>998.14</b>	<b>1.03</b>	<b>176.35</b>	<b>159.52</b>	<b>218.61</b>	<b>-8,968.06</b>	<b>19,978.29</b>	<b>12,563.88</b>
As at 1 April 2020	998.14	1.03	176.35	159.52	218.61	-10,284.97	17,881.73	9,150.41
Profit for the Year	-	-	-	-	-	794.27	-	794.27
Transfer From P&L Statement Additions	-	-	-	-	-	-	2,547.57	2,547.57
Less: Appropriation	-	-	-	-	-	-	-	-
As at 31 March 2021	998.14	1.03	176.35	159.52	218.61	-9,490.70	20,429.30	12,492.25

As per our report of even date

**For MAIYA & MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

For and on behalf of the Board of Directors of  
**Maha Rashtra Apex Corporation Limited**

**Ravi Prasad K**

Partner

Membership Number: 228348

Place: Udupi

Date: 30-05-2022

**Aspi Nariman Katgara**

Managing Director

Din: 06946494

**Vidya Mananjay More**

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Director

Din: 07897995

Place: Bengaluru

Date: 30-05-2022

**K B Shetty**

Chairman

Din: 01451944

**Jyothi V B**

Director

Din: 07133349

**J M Panday**

Company Secretary/CFO

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

### 1. Background

Maha Rashtra Apex Corporation Limited ('the Company') is a public limited company domiciled in India and is incorporated on 26th April 1943. The Company is engaged in the business of Hire Purchase and Leasing Business. Presently the company has discontinued the operation and concentrated on recovery of Hire Purchase and Leasing Business. The registered office of the company is located at 3rd Floor, front Wing North Block, Manipal Centre, Bangalore, Karnataka - 560001.

The financial statements were authorized for issue in accordance with a resolution of the directors on 30<sup>th</sup> May, 2022.

#### Abbreviations

Indian Accounting Standards - ('Ind AS')

Fair Value through Profit and Loss - ('FVTPL')

Other Comprehensive Income - ('OCI')

Fair Value Through Other Comprehensive Income - ('FVTOCI')

### 2. Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial statements are prepared for Maha Rashtra Apex Corporation Limited.

#### (a) Basis of Preparation

##### (i) Compliance with Ind AS

The financial statement comply in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

All the amount included in standalone financial statements are reported in Indian Rupees. (₹) all values are rounded off to the nearest lakhs except where otherwise indicated.

##### (ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities that is measured at fair value; and
- defined benefit plans plan assets measured at fair value

#### (b) Current versus Non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

#### (c) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director and CEO of the Company.

**(d) Foreign Currency Transactions**

**(i) Functional and presentation currency (if any)**

Items included in the financial statements of each of the company's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The standalone financial statements are presented in Indian rupee (INR), which is Hershey functional and presentation currency.

**(ii) Transactions and balances (IF Aany)**

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the period are recognised in the statement of profit and loss of the period.

Monetary assets and liabilities in foreign currency, which are outstanding as at the year-end, are translated at the year-end at the closing exchange rate and the resultant exchange differences are recognised in the statement of profit and loss. Non-monetary foreign currency items are carried at cost.

**(e) Fair Value Measurement**

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or

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

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

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

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

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

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

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

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

**(f) Revenue Recognition**

Revenue is measured at the fair value of the consideration received or receivable.

The company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the entity's activities. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in 'Other income' in the Statement of Profit and Loss.

## (g) Income tax

### Current Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in India. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

### Deferred tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Note: Company has accumulated loss as a matter of prudence company has not recognised Deferred tax during the financial Year.

## (h) Leases

### As a Lessee

Leases of property, plant and equipment where the company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

## (i) Impairment

### Financial assets

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired, if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

### Non-financial assets

The carrying amount of non-financial assets other than inventories are assessed at each reporting date to ascertain whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated. An impairment loss is recognised, as an expense in the Statement of Profit and Loss, for the amount by which the asset's carrying

amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. Value in use is ascertained through discounting of the estimated future cash flows using a discount rate that reflects the current market assessments of the time value of money and the risk specific to the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels into cash generating units for which there are separately identifiable cash flows.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment had been recognised.

**(j) Cash and cash equivalents**

Cash and Cash equivalents in the balance sheet comprise cash at bank and in hand and short term fixed deposits with an original maturity of less than or equal to three months.

**(k) Inventories**

Finished goods are carried at the lower of cost and net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis. Damaged and unserviceable stocks are suitably depreciated.

Cost of all inventories is determined based on weighted average cost method. Cost of raw material, packing material and stores and spares comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-process includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads, excise duty as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities. Valuation of work-in-progress is based on stage of completion or as certified by management.

**(l) Financial instruments**

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial assets Recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at 'Fair value through profit or loss', transaction costs that are attributable to the acquisition of the financial asset. Financial assets are classified, at initial recognition, as financial assets measured at fair value or as 'Financial assets measured at amortised cost'.

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

- Financial assets at amortised cost
- Financial assets at fair value

A financial asset is measured at amortised cost net of impairment, if the objective of the Company's business model is to hold the financial asset to collect the 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.

All other financial assets are measured at fair value through Statement of Profit or Loss.

**Derecognition**

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

**Financial liabilities Recognition and measurement**

Financial liabilities are classified, at initial recognition, as either 'Financial liabilities at fair value through profit or loss' or 'Other financial liabilities'.

- (a) Financial liabilities are classified as 'Financial liabilities at fair value through profit or loss', if they are held for trading or if they are designated as financial liabilities at fair value through profit or loss. These are measured initially at fair value with subsequent changes recognised in profit or loss.
- (b) Other financial liabilities, are initially measured at fair value, net of directly attributable transaction costs. Subsequent to initial recognition, these are measured at amortised cost using the effective interest rate method.

### **Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

### **Offsetting of 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.

### **(m) Property, plant and equipment**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is provided on a pro-rata basis on the Written Down Value ('WDV') as per the useful life prescribed under Schedule II of the Act, which, in management's opinion, reflect the estimates useful economic lives of fixed assets.

Capital work-in-progress includes the cost of fixed assets that are not ready to use at the balance sheet date.

Advance paid for acquisition/construction of fixed assets which are not ready for their intended use at each balance sheet date are disclosed under long-term loans and advances as capital advances.

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.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

### **(n) Intangible assets**

Intangible assets that are acquired by the Company are measured initially at purchase cost. The cost of an item of intangible fixed asset comprises its purchase price, including duties and other non-refundable taxes or levies. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

Subsequent expenditure is capitalised only when it increases the future economic benefits from the specific asset to which it relates.

The useful lives are reviewed by the management at each financial year-end and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the revised remaining useful life.

An intangible asset is derecognised on disposal or when no future economic benefits are expected from its use and disposal.

Losses arising from retirement and gains or losses arising from disposal of tangible/intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss.

### **(o) Provisions and contingent liabilities**

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

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.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognised or disclosed in the financial statements.

**(p) Retirement and other employee benefits**

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

As required by Ind AS 19 'Employee Benefits', the discount rate used to arrive at the PV of the defined benefit obligation is based on the Indian government security yields prevailing as at the Balance Sheet date that have maturity date equivalent to the tenure of the obligation.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

**(q) Earnings per share**

The Basic Earnings Per equity Share ('EPS') is computed by dividing the net profit after tax for the year attributable to the equity shareholders of the Company by weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share are computed by dividing the net profit attributable to equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period unless issued at a later date.

**Notes to the financial statements for the year ended March 31, 2022**
**Note No.3: Property, Plant and Equipment**

₹ in lakhs

Particulars	Property plant and equipment		Property plant and equipment on lease				Total
	Office Furniture & Equipments	Motor Cars & Other Vehicles	Plant & Machinery	Motor Vehicle	Gas Cylinder	Furniture	
<b>COST</b>							
<b>At 1st April 2020</b>	<b>67.13</b>	<b>5.70</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>677.92</b>
Additions	0.96	-					0.96
Disposal	-0.75	-4.15					-4.90
Impairment Loss	-0.79	-					-0.79
							-
<b>At 31st March 2021</b>	<b>66.55</b>	<b>1.55</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>673.19</b>
Additions	2.40						2.40
Disposal	-0.16	-0.47					-0.63
Assets held for sale	-50.38	-0.45					-50.83
<b>At 31st March 2022</b>	<b>18.41</b>	<b>0.63</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>624.13</b>
<b>DEPRECIATION</b>							
<b>At 1st April 2020</b>	<b>51.61</b>	<b>5.15</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>661.85</b>
Additions	1.32	0.06					1.38
Disposal	-0.59	-3.94					-4.53
Impairment Loss	-0.75	-					-0.75
<b>Lease Terminal Adj.</b>			-				-
<b>At 31st March 2021</b>	<b>51.59</b>	<b>1.27</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>657.95</b>
Depreciation expense	1.70	0.06					1.76
Disposal	-0.12	-0.45					-0.57
Assets held for sale	-47.74	-0.43					-48.17
<b>At 31st March 2022</b>	<b>5.43</b>	<b>0.45</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>610.97</b>
<b>Net Block</b>							
At 31st March 2021	14.96	0.28	-	-	-	-	15.24
At 31st March 2022	12.98	0.18	-	-	-	-	13.16

No Revaluation of property, plant and equipment has been carried out during the year.

The company do not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.



**NOTES FORMING PART OF BALANCE SHEET AS ON 31-03-2022**

₹ in lakhs

Particulars					March 31, 2022	March 31, 2021		
4	Investment Properties							
	Gross carrying amount							
	Opening balance				185.89	185.89		
	Addition				-	-		
	Disposal				-	-		
	Closing balance				185.89	185.89		
	Depreciation and impairment							
	Opening balance				46.93	45.10		
	Depreciation				1.83	1.83		
	Closing balance				48.76	46.93		
Net block				137.13	138.96			
Description of item of property					Carrying value in rupees	Title deed in the name of	property held since which date	reason for not being held in the name of company
Land -at Chanthar of Brahmar					Rs. 318.30	Mr. Vittal Pai	18.06.1961	Not able to assess document due to dispute on rights
Land -at Matapady of Brahmar					Rs. 10,052.90	Mr. Joseph Lobo	21.06.1963	Property not transferred due to non availability of original documents
Building - Shop No. 8 & 9 -Ground Floor Commerce house, Mirand Raod Panaji-Goa					Rs. 22,30,432.00	Mr. Antonio Joao Fortunato Fernandes	24.05.1995	Shop No. 9 still not registered due to misplace of documents#
# Value of Rs. 22,30,432 for Shop No. 8 & 9 title deed of Shop No. 8 is held in the name of company and the title deed of Shop No. 9 has been misplaced and the company is in the process of getting the documents. None of the title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director.								
Particulars					March 31, 2022	March 31, 2021		
5	Non Current Investments							
	Investments In Equity Instruments							
	Long term at cost							
	A	Investment in Subsidiary and Associates						
		Investment in Associates						
		(Unquoted Equity Shares, Fair value through OCI)						
	5693020 Kurlon Limited shares of Rs. 10/- each				21,687.89	22,137.03		
Investment in Associates								
(Unquoted Equity Shares, at cost)								
895000 Manipal Home Finance Ltd. Shares of Rs. 10/- each				89.77	89.77			
33990 Manipal Springs Ltd. Shares of Rs. 100/- each				34.16	34.16			



Particulars	March 31, 2022	March 31, 2021
<b>Unquoted Equity Shares of Subsidiaries:</b> <b>(Unquoted, at cost)</b>		
5025100 Maharashtra Apex Asset Management Co. Ltd. shares of Rs. 10/- each	502.51	502.51
810000 Eldorado Investments Co. (P) Ltd. shares of Rs. 10/- each	85.63	85.63
1799950 Manipal Crimson Estates & Properties Pvt. Ltd. shares of Rs. 10/- each	180.30	180.30
<b>Total</b>	<b>22,580.26</b>	<b>23,029.40</b>
Less: Diminution in the value of Investment	251.35	270.00
<b>Total ::::</b>	<b>22,328.91</b>	<b>22,759.40</b>
<b>B Other Investments</b>		
<b>Quoted Equity Shares : Long Term</b> (Fair value through Profit & Loss account)		
20000 Voltas Limited shares of Rs. 1/- each	248.90	200.37
22000 TATA Power Company Limited shares of Rs. 1/- each	52.55	22.70
19310 HDFC Bank Ltd. Shares of Rs. 1/- each	283.85	288.41
<b>Unquoted Equity Shares Others</b> <b>(Fair value through OCI)</b>		
16000 I C D S Ltd. shares of Rs. 10/- each	2.08	2.77
3000 General Investment & Commercial Corporation Ltd. shares of Rs. 10/- each	3.46	3.49
2000 Shamrao Vithal Co-operative Bank Ltd. shares of Rs. 25/- each	9.69	9.34
200000 Manipal Motors (P) Ltd. Shares of Rs. 10/- each	-	20.00
4000 MPL Enterprises Ltd. Shares of Rs. 10/- each	1.57	1.47
750000 Bhooma Automobiles (P) Ltd. shares of Rs. 10/- each	-	75.00
58436 Mangala Investments Ltd. Shares of Rs. 10/- each	1.50	1.50
36368 Manipal Rajmahal Hotels Ltd. Shares of Rs. 10/- each	14.42	16.42
<b>Investment in Government or Trust Securities (at amortised cost)</b>		
6 year National Savings Certificate at cost	-	0.14
<b>Investment in Debentures or Bonds</b> <b>Unquoted Debentures (At amortised cost)</b> <b>Unquoted Debentures</b>		
750 Jay Rapid Roller Limited Debentures of Rs. 1000/- each	-	7.50
<b>Sub Total</b>	<b>618.02</b>	<b>649.11</b>
Less: Diminution In the value of Investment	1.50	104.00
<b>TOTAL</b>	<b>616.52</b>	<b>545.11</b>
<b>Aggregate book value of quoted investments</b>	511.48	269.45
<b>Market value of quoted investments</b>	585.30	511.48
<b>Aggregate amount of unquoted investments</b>	32.72	137.63
<b>Aggregate amount of impairment in value of investments</b>	252.85	374.00
<b>6 Non Current Tax Assets</b>		
Advance Income-Tax and TDS - Net of Provision	411.08	404.96
<b>Total ::::</b>	<b>411.08</b>	<b>404.96</b>
<b>7 Other Non Current Asset</b>		
Advance for purchase of property	64.72	64.72
Less: diminution in value of Investment	-64.72	-64.72
<b>Total ::::</b>	<b>-</b>	<b>-</b>



₹ in lakhs

Particulars	March 31, 2022	March 31, 2021		
<b>8 Current Investments</b>				
<b>Investment in Mutual Funds:</b>				
<b>(Fair value through Profit &amp; Loss account)</b>				
54001.28 Franklin India Equity Hybrid Fund (Growth)	93.19	82.14		
91762.726 units of UTI - Flexi cap fund regular plan (Div)	152.69	135.98		
6500 units of UTI - Mastershare Regular Plan (Div)	2.76	2.45		
<b>Total ::::</b>	<b>248.64</b>	<b>220.57</b>		
Aggregate book value of quoted investments	220.57	130.64		
Market value of quoted investments	248.64	220.57		
<b>9 Cash and cash equivalents</b>				
Cash on hand	1.82	1.37		
Balances with Banks	12.48	26.00		
Deposits with maturity less than 6 months	209.00	268.25		
Stamps in hand	0.04	0.02		
Stock of Stationery on hand at cost	0.39	0.46		
<b>Total ::::</b>	<b>223.73</b>	<b>296.10</b>		
<b>10 Other Financial Asset - Current</b>				
Demand Loans	775.18	880.84		
Staff Demand Loan	0.79	0.75		
Bills Discounted	85.59	89.59		
Other Advance	0.56	0.56		
Other Deposits	13.07	13.07		
Interest accrued on Investments	1.94	5.13		
Other Receivables.	589.34	592.25		
Input Tax Credit on GST	4.66	2.40		
Bank Deposit with Maturity Less than 12 months	935.79	678.79		
Less: Provision for doubtful receivables	-1,442.88	-1,556.18		
<b>Total</b>	<b>964.04</b>	<b>707.20</b>		
<b>Loans &amp; advances to Promoters etc.</b>				
	2021-2022	2020 - 2021		
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total loans and advances loan in the nature of	Amount of loan or advance in the nature of loan outstanding	Percentage to the total loans and advances in the nature of loans
Promoter- Mangala Investment Ltd.	60.89	5%	60.89	5%
Promoter - Efficient Management Services P Ltd.	173.14	13%	173.14	13%
Less: 100% provision for doubtful receivables	234.03	-	234.03	-
Net Impact	-		-	
Director	Nil	-	Nil	-
KMPs	Nil	-	Nil	-

Note:

Above loans made when the company was a NBFC and its certificate of registration cancelled by RBI on 13<sup>th</sup> June 2022, and 100% provision made in the books on above loans.

Particulars		March 31, 2022	March 31, 2021		
11	<b>Assets classified as held for sale</b>				
	Land and Building	32.40	32.40		
	Office Furniture & Equipments	2.64	-		
	Motor Cars & Other Vehicles	0.03	-		
		<b>35.07</b>	<b>32.40</b>		
12					
(i)	<b>Authorised Capital:</b>				
	3,00,00,000 March 31, 2022 ( April 01, 2021: 30,00,00,000) Equity Shares of Rs. 10/- each	3,000.00	3,000.00		
	1,00,00,000 March 31,2022 ( April 01,2021 ,1,00,00,000) Preference Shares of Rs. 10/- each	1,000.00	1,000.00		
	<b>Total :::::</b>	<b>4,000.00</b>	<b>4,000.00</b>		
(ii)	<b>Issued, Subscribed and Paid-up Capital (Fully Paid-up):</b>				
	1,40,91,896 Equity Shares of Rs. 10/- each fully Called-Up (March 31, 2021) 1,40,91,896, Equity Shares of Rs 10/- each fully Called-Up (March 31,2022)	1,409.19	1,409.19		
	Less: Calls Unpaid:	-	-		
	Add: Forfeited Shares	2.59	2.59		
	<b>Total :::::</b>	<b>1,411.78</b>	<b>1,411.78</b>		
<b>Terms / rights attached to shares</b>					
The equity shares have a par value of Rs 10 per share. Each shareholders is eligible for one vote per each share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company(after distribution of all preferential amounts including payment to the preference shareholders) in proportion to their shareholding.					
<b>(iii) Details of shares in the Company held by each shareholder holding more than 5% shares:</b>					
<b>Equity Shares</b>		<b>March 31, 2022</b>		<b>March 31, 2021</b>	
		<b>No. of Shares</b>	<b>%</b>	<b>No. of Shares</b>	<b>%</b>
M/s Manipal Holdings (P) Ltd		2,488,875	17.66%	2,488,875	17.66%
Mrs Jaya S Pai		1,627,365	11.55%	1,627,365	11.55%
M/s Chitrakala Inv. Trade & Business Fin. Ltd.		906,297	6.43%	906,297	6.43%
M/s Metropolis Builders (P) Ltd.		1,888,364	13.40%	1,888,364	13.40%
<b>(iv) Reconciliation of Number of Shares Outstanding at the beginning and at the end of the reporting periods</b>					
<b>Particulars</b>		<b>March 31, 2022</b>		<b>March 31, 2021</b>	
<b>Equity Shares</b>		<b>No. of Shares</b>	<b>Amount</b>	<b>No. of Shares</b>	<b>Amount</b>
At the beginning of the year		14,091,896	1,409.19	14,091,896	1,409.19
Changes during the year		-	-	-	-
<b>At the end of the year</b>		<b>14,091,896</b>	<b>1,409.19</b>	<b>14,091,896</b>	<b>1,409.19</b>
<b>(v) Details of forfeited shares and amount originally paid - up</b>					
		<b>March 31, 2022</b>		<b>March 31, 2021</b>	
		<b>No. of Shares</b>	<b>Amount</b>	<b>No. of Shares</b>	<b>Amount</b>
Equity Shares of ₹ 10 Each		58,204	2.59	58,204	2.59

Particulars	March 31, 2022	March 31, 2021
<b>(vi) Share holdings of promoters</b>		
<b>Promoter Name</b>	<b>No of shares **</b>	<b>% of total shares ***% Change during the year</b>
METROPOLIS BUILDERS PVT LTD	1890150	13.41 -
MANGALA INVESTMENTS LIMITED	670000	4.75 -
MANIPAL HOLDINGS PRIVATE LIMITED	2488875	17.66 -
GENERAL INVESTMENT AND COMMERCIAL CORPORATION LTD	38059	0.27 -
CHITRAKALA INVESTMENT TRADE & BUSINESS FINANCE LTD	906297	6.43 -
EFFICIENT MANAGEMENT SERVICES (P) LTD.	400	0.00 -
TONSE SUDHAKAR PAI (TRUSTEE-ANANTH TRUST)	388060	2.75 -
TONSE SUDHAKAR PAI	3138	0.02 -
JAYA S PAI	1627365	11.55 -
TONSE SUDHAKAR PAI (TRUSTEE-TRUST FOUNDATION)	393195	2.79 -
SHEELA PAI	265184	1.88 -
VARADA S PRABHU	562	0.00 -
T SATISH U PAI	120	0.00 -
MANIPAL HOME FINANCE LIMITED	141700	1.01 -
<b>Total Shares held by Promoters:</b>	<b>8813105</b>	<b>61.53 -</b>
Particulars	March 31, 2022	March 31, 2021
<b>13 Other Equity</b>		
<b>a. Securities Premium</b>		
At the beginning of the year	998.14	998.14
Increase/(decrease) during the year	-	-
<b>At the end of the year</b>	<b>998.14</b>	<b>998.14</b>
<b>b Capital Reserve</b>		
At the beginning of the year	1.03	1.03
Increase/(decrease) during the year		
<b>At the end of the year</b>	<b>1.03</b>	<b>1.03</b>
<b>c Capital Redemption Reserve</b>		
At the beginning of the year	176.35	176.35
Increase/(decrease) during the year		
<b>At the end of the year</b>	<b>176.35</b>	<b>176.35</b>
<b>d Special Reserve - [Pursuant to RBI (Amendment) Act, 1997]</b>		
At the beginning of the year	159.52	159.52
Increase/(decrease) during the year		
<b>At the end of the year</b>	<b>159.52</b>	<b>159.52</b>
<b>e Other Reserves</b>		
<b>i General Reserve</b>		
At the beginning of the year	218.61	218.61
Increase/(decrease) during the year	-	-
<b>At the end of the year</b>	<b>218.61</b>	<b>218.61</b>
<b>ii Retained Earnings</b>		
At the beginning of the year	-9,490.70	-10,284.97
Profit / (loss) for the year	522.64	794.27
Less: Appropriations	-	-
<b>Total Retained Earnings</b>	<b>-8,968.06</b>	<b>-9,490.70</b>



Particulars	March 31, 2022	March 31, 2021
<b>Other Compransive Income</b>		
Balance as per Last balance Sheet	20,429.30	17,881.73
Transfer from Statement of Profit and Loss	-451.01	2,547.57
Deduction During the year	-	-
<b>As at end of year</b>	<b>19,978.29</b>	<b>20,429.30</b>
<b>Total Other Reserves</b>	<b>11,228.84</b>	<b>11,157.21</b>
<b>Total Other Equity</b>	<b>12,563.88</b>	<b>12,492.25</b>
<b>14 Other Financial liabilities - Current</b>		
<b>Secured</b>		
Unpaid Creditors being outstanding Bonds/Deposits with interest	2,816.00	2,981.82
Deposit / Bonds with interest less than Rs. 5000/-*	65.00	67.45
Delayed period interest on deposit	1,700.87	1,825.71
(Secured by first charge on Co's financial assets, book debts & receivables)		
<b>Unsecured</b>		
Amount due to Subsidiaries	116.95	117.45
Lease Security Deposits	438.78	438.78
Inter Corporate Deposits	561.81	561.81
Rent Security Deposit	28.18	28.95
TDS for Payments made 2021-2022	1.33	0.48
Liabilities for Expenses	14.74	13.03
Other payables	1.64	1.71
Gratuity Liability	2.79	2.36
Other Advances	0.04	0.20
Collection and other Accounts	2.25	0.40
Amount Received Pending Before Court <sup>1</sup>	647.25	570.77
<b>Total ::::</b>	<b>6,397.63</b>	<b>6,610.92</b>

**1 As Per the orders of District Court, D.K Mangaluru released Rs.5,70,76,529/- on 19.03.2020. Also received Rs. 76,48,471/- on 20.11.2021 an excess amount after adjustment to Ep 31/2007, as a part payment in Ep 222/2014. By challanging this Other Party has filed Special Leave Pition 4004/ 2021 before the Supreme Court of India and the Company has also filed caveat. The order may go either way as there is uncertainty of Income not recognised in the current Period.**

**14 (a) Redeemable Cumulative Preference share**

316,200 14% Redeemable Cumulative Preference shares of Rs. 10/- each

31.62	31.62
-------	-------

Particulars

	March 31, 2022		March 31, 2021	
	No. of Shares	Amount	No. of Shares	Amount
14% Preference share	316,200	31.62	316,200	31.62

**Details of Preference shares in the Company held by each shareholder holding more than 5% shares:**

Preference Shares	March 31, 2022		March 31, 2021	
	No. of Shares	%	No. of Shares	%
M/s General Investmant and Commercial Corp Ind.	20,100	6.36%	20,100	6.36%
M/s Kurlon Limited	80,100	25.33%	80,100	25.33%
Mr T Sudhakar Pai	25,800	8.16%	25,800	8.16%

Redeemable Cumulative Preference Shares shall be redeemable after expiry of 5 years from the date of allotment. The shares are entitled for preferential right over dividend (before the equity share holders) at the rate 14% which is to be proposed by the Board of Directors and subject to approval of shareholders in the ensuing annual general meeting. however the shares are Cumulative Preference Share and therefore the Shareholders are entitled to carry forward the dividend of a year to the forth coming year/s in case the same is not declared in a year. In the event of liquidation such shareholders are eligible to receive the face value along with



Particulars	March 31, 2022	March 31, 2021
cumulative dividend (after distribution of all preferential amount) before the distribution of assets to the equity share holders. In case the assets are not sufficient to cover up the face value, then the same will be distributed in proportion to their shareholding if the surplus available, after distribution of all preferential amount.		
Preference share capital is in the nature of finance as the preference share is non- convertible redeemable preference share, Hence As Per IndAs 109 Preference share is classified as Financial Liability and disclosed separately.		
<b>14 (b) Advance received for sale of property</b>	1,273.37	1,273.37
Note: Company entered in to an agreement to sell with Kurlon Limited and Kurlon Enterprise Limited, for the sale of Non agricultural Land measuring 233 cents, including RCC Building with 3 Floors, total Built-up area about 17149 Sq. Ft situated in 76,Badagubettu Village, Udipi at survey No 102 /16P2, 16P3,9,12 . As per the agreed terms Purchaser agreed to release the funds out of the balance purchase price to the vendor as and when required for the payment of companies liabilities to the deposit holders. This asset along with other assets is earmarked to secure the payment of deposit liabilities as mentioned in CP 30/2003. The sale and registration of the same in favour of the purchaser is subject to auction bidding and Karnataka High Court Approval.		
<b>TOTAL - (14+14a+14b)</b>	<b>7,702.62</b>	<b>7,915.91</b>
<b>15 Revenue From Operations</b>		
Income from Hire Purchase, Lease, Loans & Advances	151.34	93.18
Lodging Business	12.54	14.62
<b>Total :::::</b>	<b>163.88</b>	<b>107.80</b>
<b>16 Other Income</b>		
Interest Income on		
Bank Deposit (Net of Int. Recovered on Premature Withdrawal)	47.72	46.84
Others	0.46	81.61
Service Charges	0.12	0.13
Income from House Property	20.48	17.18
Dividend Income on long term Investments	120.75	4.05
Interest Remission from Bonds/Deposits	125.04	55.01
Profit/loss on Sale of Assets	0.07	0.11
Sale of scrap papers	-	0.01
Fair value gain on financial instruments at fair value through profit or loss	101.87	331.96
Miscellaneous Receipts	8.20	1.77
<b>Total :::::</b>	<b>424.71</b>	<b>538.67</b>
<b>17 Employee Benefits Expense</b>		
Salaries, Wages and Bonus	38.19	37.69
Retainership Fees	13.02	10.76
Contribution to Provident and Other Funds	2.85	3.03
Gratuity Expenses	0.82	0.87
Staff Welfare Expenses	5.84	2.46
<b>Total :::::</b>	<b>60.72</b>	<b>54.81</b>
<b>18 Finance Cost</b>		
Deposit Interest cost	-	-
Interest on Income Tax	1.66	3.04
<b>Total :::::</b>	<b>1.66</b>	<b>3.04</b>
<b>19 Depreciation And Amortisation</b>		
Depreciation on tangible fixed assets	3.59	3.21
<b>Total :::::</b>	<b>3.59</b>	<b>3.21</b>



₹ in lakhs

Particulars	March 31, 2022	March 31, 2021
<b>20 Other Expenses</b>		
Electricity Expenses	1.42	1.38
Rent	7.59	7.96
<b>Rates &amp; Taxes</b>		
Taxes and Licence	1.28	1.40
GST Paid	5.60	3.26
Filing Fees	0.22	0.16
Insurance	0.31	0.31
<b>Repairs and Maintenance</b>		
Buildings	8.62	9.55
<b>Others</b>		
Other Repairs & Maintenance	1.16	0.97
Vehicle Maintenance	0.64	0.54
Computers and other Service Charges	2.47	3.03
Advertisement Charges	1.77	1.92
Printing and Stationery	0.81	0.66
Postage and Telephones	0.80	0.67
Newspapers, Books & Periodicals	0.02	0.04
<b>Travelling and Conveyance</b>		
Others	3.35	2.23
Legal and Professional fees	22.85	11.87
Consultancy & Other Advisory Services	10.92	4.49
Directors' Sitting Fees	0.40	0.42
<b>Payment to Auditors as:</b>		
Statutory Audit Fees	3.50	3.50
Miscellaneous expenses	8.74	8.19
Commission Expenses on Recoveries	0.03	0.20
Bank Charges	0.28	0.08
<b>Total ::::</b>	<b>82.78</b>	<b>62.83</b>
<b>21 Exceptional Items</b>		
<b>Exceptional Income:</b>		
Reversal of NPA Provision	113.31	168.43
Reversal of Provision for Diminution in Value of Investment	121.16	11.04
Bad Debts Recovered	5.26	8.57
	<b>239.73</b>	<b>188.04</b>
<b>Exceptional Expenses:</b>		
Bad Debts Written off	-	52.15
Impairment Loss	-	0.04
Investment Written off	102.64	-
Other Deposit Written Off (Net of Liability No Longer payable)	-	0.12
	<b>102.64</b>	<b>52.31</b>
<b>Exceptional Expenses/ (Income)</b>	<b>137.09</b>	<b>135.73</b>



**22 Earnings per Share (EPS)**

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the period/year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	March -2022	March - 2021
<b>Nominal Value of Equity Shares (Rs. Per Share)</b>	10.00	10.00
<b>Total number of equity shares outstanding at the beginning of the period</b>	14,091,896	14,091,896
Total number of equity shares outstanding at the end of period	14,091,896	14,091,896
<b>Weighted average number of equity shares at the end of period</b>	14,091,896	14,091,896
<b>Profit / (Loss) for the period (Rs.)</b>	5,22,64,202.86	7,94,26,630.92
Basic and Diluted Earnings per share not annualized (Rs.)	3.71	5.64

**23. Details of dues to micro and small enterprises as per MSMED Act, 2006**

There are no Micro and Small Enterprises as defined in the Micro and Small Enterprises Development Act, 2006 to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro and Small Enterprises has been determined to the extent such parties has been identified on the basis of information available with the Company.

**24 Fair Values**

The carrying values of financial instruments of the Company are reasonable and approximations of fair values.

Particulars	Carrying amount		Fair Value	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
<b>Financial assets</b>				
<b><u>Financial assets measured at amortised cost</u></b>				
Loans	-	-	-	-
Other Financial Assets	964.04	707.20	964.04	707.20
Assets classified as held for sale	35.07	32.40	35.07	32.40
Cash and cash equivalents	223.73	296.10	223.73	296.10
<b>Total financial assets carried at amortised cost</b>	<b>1,222.84</b>	<b>1,035.70</b>	<b>1,222.84</b>	<b>1,035.70</b>
<b><u>Financial assets measured at fair value through statement of Profit &amp; Loss</u></b>				
Investments (quoted)	732.05	400.09	833.94	732.05
Investments (unquoted)*	31.22	33.63	31.22	33.63
<b>Financial assets measured at fair value through statement of Profit &amp; Loss</b>	<b>763.27</b>	<b>433.72</b>	<b>865.16</b>	<b>765.68</b>
<i>* Does not Include Investment in Subsidiary and Associates</i>				
<b>Financial liabilities</b>				
<b><u>Financial liabilities measured at amortised cost</u></b>				
Borrowings	-	-	-	-
Other financial liabilities	7,702.62	7,915.91	7,702.62	7,915.91
<b>Total Financial liabilities measured at amortised cost</b>	<b>7,702.62</b>	<b>7,915.91</b>	<b>7,702.62</b>	<b>7,915.91</b>
The Management assessed that carrying amount of Loans, Cash and Cash Equivalents, Borrowings, Trade Payables and Other Financial Assets & Liabilities are reasonable estimates of their Fair Value.				

**Fair Value Hierarchy**

₹ in lakhs

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis :

Particulars	As on March 31, 2022	Fair value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
<b>Financial Assets measured at Amortised Cost</b>				
Loans	-	-	-	-
Other Financial Assets	964.04	-	-	964.04
Assets classified as held for sale	35.07	-	-	35.07
Cash and Cash Equivalents	223.73	-	-	223.73
<b>Financial assets measured at fair value through statement of Profit &amp; Loss</b>				
Investments (quoted)	833.94	-	-	833.94
<b>Financial assets measured at fair value through Other Comprehensive Income</b>				
Investments (unquoted)	32.72	-	-	32.72
<b>Total :::</b>	<b>2,089.50</b>	<b>-</b>	<b>-</b>	<b>2,089.50</b>
<b>Financial Liabilities measured at Amortised Cost</b>				
Borrowings	-	-	-	-
Other financial liabilities	7,702.62	-	-	7,702.62
Liabilities directly Associated with Assets Held for Sale	3,300.00	-	-	3,300.00
<b>Total :::</b>	<b>11,002.62</b>	<b>-</b>	<b>-</b>	<b>11,002.62</b>

Particulars	As on March 31, 2021	Fair value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
<b>Financial Assets measured at Amortised Cost</b>				
Loans	-	-	-	-
Other Financial Assets	707.20	-	-	707.20
Assets classified as held for sale	32.40	-	-	32.40
Cash and Cash Equivalents	296.10	-	-	296.10
<b>Financial assets measured at fair value through statement of Profit &amp; Loss</b>				
Investments (quoted)	732.05	-	-	732.05
<b>Financial assets measured at fair value through Other Comprehensive Income</b>				
Investments (unquoted)	137.63	-	-	137.63
<b>Total :::</b>	<b>1905.38</b>	<b>-</b>	<b>-</b>	<b>1905.38</b>
<b>Financial Liabilities measured at Amortised Cost</b>				
Borrowings	-			
Other financial liabilities	7,915.91	-	-	7,915.91
Liabilities directly Associated with Assets Held for Sale	3,300.00	-	-	3,300.00
<b>Total :::</b>	<b>11,215.91</b>	<b>-</b>	<b>-</b>	<b>11,215.91</b>

### **Financial risk management objectives and policies:**

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company also holds FVTOCI investments and enters into derivative transactions. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management of the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below

#### **a. Financial risk management**

The Company has a Risk Management Policy established by its Board of Directors for overseeing the Risk Management Framework and developing and monitoring the Company's risk management policies. The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying and mapping controls against these risks, monitor the risks and their limits, improve risk awareness and transparency. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Company's activities to provide reliable information to the Management and the Board to evaluate the adequacy of the risk management framework in relation to the risk faced by the Company.

#### **The risk management policies aims to mitigate the following risks arising from the financial instruments:**

- Market Risk
- Credit Risk
- Liquidity Risk

#### **Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market prices. The Company is exposed in the ordinary course of its business to risks related to changes in Market Prices and Interest rates. The Company seeks to minimize the effects of these risks by using Diversified Investment. The Company has the policy approved by the Board of Directors, which provide written Principles on Price Risk, Interest rate risk, credit Risk. Compliance with policies and exposure limits is reviewed by the Management on continuous basis.

#### **Price Risk:**

The Company's exposure to securities price risk arises from Investment held in Quoted equity Investment classified in the Balance Sheet at Fair Value through Profit and Loss and Unquoted Investment are Classified in the Balance sheet at Fair Value through Other Comprehensive Income. Profit/ Loss for the year would increase/ Decrease as a result of gain/Losses on these Quoted Securities classified at fair Value through Profit or Loss and in the case of unquoted Investment gain/ losses are passed through Other Comprehensive Income.

#### **Interest Rate Risk Management**

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. However Company's Debt Instrument is Not Material.

#### **Credit Risk Management**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Company's credit risk arises principally from the trade receivables, loans, cash & cash equivalents and financial guarantees.

#### **Cash and cash equivalents**

Credit risks from balances with banks and financial institutions are managed in accordance with the Company policy. the Company attempts to limit the credit risk by only dealing with reputable banks.

The Carrying Value of the Financial Assets to approximate its fair values. The above financial assets are not impaired as at the reporting date.

### Liquidity risk Management

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing.

The Company has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining reserve borrowing facilities on Sale of Property and by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods and its non-derivative financial assets. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the Company may be required to pay.

₹ in lakhs

#### Liquidity exposure as at 31 March 2022

Particulars	< 1 Year	1-5 Years	> 5 Years	Total
Financial Asset				
Non-current assets	-	616.52	-	616.52
Current Investments	248.64	-	-	248.64
Cash and cash equivalents	223.73	-	-	223.73
Other financial assets	964.04	-	-	964.04
Assets classified as held for sale*	35.07	-	-	35.07
<b>Total</b>	<b>1,471.48</b>	<b>616.52</b>	<b>-</b>	<b>2,088.00</b>
Financial Liability				
Other Financial Liabilities	7,702.62	-	-	7,702.62
Advance for sale of property- Refer note no. 14 (b)	-	-	-	-
Liabilities directly associated with the assets classified as held for sale*	3,300.00	-	-	3,300.00
<b>Total</b>	<b>11,002.62</b>	<b>-</b>	<b>-</b>	<b>11,002.62</b>

\* Sale Deed Yet to Be executed only after Approval of Karnataka High Court Refer to Note No 31 Below

Liquidity exposure as at 31 March 2021				
Particulars	< 1 Year	1-5 Years	> 5 Years	Total
Financial Asset				
Non-current assets	-	545.11	-	545.11
Current Investments	220.57	-	-	220.57
Cash and cash equivalents	296.10	-	-	296.10
Other financial assets	707.20	-	-	707.20
Assets classified as held for sale*	32.40	-	-	32.40
<b>Total</b>	<b>1,256.27</b>	<b>545.11</b>	<b>-</b>	<b>1,801.38</b>
Financial Liability				
Other Financial Liabilities	7,915.91	-	-	7,915.91
Advance for sale of property- Refer note no. 14 (b)	-	-	-	-
Liabilities directly associated with the assets classified as held for sale	3,300.00	-	-	3,300.00
<b>Total</b>	<b>11,215.91</b>	<b>-</b>	<b>-</b>	<b>11,215.91</b>

\* Asset Value shown at Book Value at the time of First time adoption of Financial Statement.

## Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, convertible preference shares and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

## 25 Related Parties Disclosure as per Ind AS 24

### a. List of Related parties and Relationship

Relationship	Related Parties
Directors are interested:	Polo Queen Industrial Fintech Ltd Sirar Dhotre Solar (P) Ltd. Sirar Solar Energies (P) Ltd. Innovative Foam Ltd Sevalal Solar (P) Ltd Integrated Risk Control Applications (P) Ltd Fikka Technologies (P) Ltd 03 Infotech (P) Limited Alpasara Finvest Care Advisory (P) Ltd Maharashtra Apex Asset Management Co. Ltd. Kurlon Ltd. Acqua Business Consulting & Trading (P) Ltd. Long Miles Technology Solution OPC (P) Ltd. MPLS Agritech Project (P) Ltd
Key Management	Mr Aspi Nariman Katgara Mr J M Panday
Subsidiary	Maharashtra Apex Asset Management Co. Ltd. Manipal Crimson Estates & Properties Pvt. Ltd. El'Dorado Investments Co. Pvt. Ltd.
Associate	Kurlon Ltd. Manipal Home Finance Ltd. Manipal Springs Ltd.

## Related Party Transactions Details

### 1. Loans and Advance given and Recovered :

₹ in lakhs

Name of the party	Transaction Value		Outstanding Value	
	March 2022	March 2021	March 2022	March 2021
Maharashtra Apex Asset Management Co. Ltd., Manipal Springs Ltd.,	0.50 (4.00)	0.48 (2.00)	(116.95) 494.47	(117.45) 498.47

### 2. Advance Received for Purchase of Property

Name of the party	Transaction Value		Outstanding Balance	
	March 2022	March 2021	March 2022	March 2021
Kurlon Ltd.	-	-	2,077.24	2,077.24
Kurlon Ltd.	-	1.02	1,273.37	1,273.37

**3. Dividend received**

₹ in lakhs

Name of the party	Transaction Value		Outstanding Value	
	March 2022	March 2021	March 2022	March 2021
Kurlon Ltd.	113.86	-	-	-

**4. Remuneration to Managing Director**

Name of the party	Transaction Value		Outstanding Value	
	March 2022	March 2021	March 2022	March 2021
Sri Aspi Nariman Katgara	3.65	3.65	0.65	0.65

**5. Remuneration to CFO**

Name of the party	Transaction Value		Outstanding Value	
	March 2022	March 2021	March 2022	March 2021
Sri J M Panday	0.07	0.80	0.07	0.14

In accordance with the provision of Schedule - V of companies act 2013.

**26 Employee benefits as per Ind As 19 “Employee benefits”**
**(a) Defined contribution plans:**

The following amount recognized as an expense in Statement of profit and loss on account of provident fund and other funds. There are no other obligations other than the contribution payable to the respective authorities.

Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the statement of profit and loss for the year when the contributions are due. The company has no obligation, other than the contribution payable to the provident fund

**(b) Defined benefit plan:**

The Company operates a gratuity plan wherein every employee is entitled to a benefit equivalent to 15 days salary (includes dearness allowance) last drawn for each completed year of service. The same is payable on termination of service, or retirement, or death, whichever is earlier. The benefits vests after five years of continuous service. Gratuity benefits are valued in accordance with the Payment of Gratuity Act, 1972



₹ in lakhs

(i) Net benefit expense recognised in profit or loss	March 31, 2022	March 31, 2021
Current service cost	0.66	0.69
Interest expense	0.16	0.18
<b>Total amount recognized in profit or loss</b>	<b>0.82</b>	<b>0.87</b>
(ii) <b>Other Comprehensive Income for the current period</b>		
Actuarial (Gain) / Losses due to Demographic Assumption changes	0.00	0.00
(Gain)/loss from changes in financial assumptions	-0.27	-0.03
Experience (gain)/loss for plan liabilities	0.04	0.60
Return on plan assets excluding amounts included in interest income	-0.16	0.00
<b>Amounts recognized in Other Comprehensive Income</b>	<b>-0.39</b>	<b>0.57</b>
(iii) <b>Reconciliation of opening and closing balances of the defined benefit obligation:</b>		
Present value of obligation as at the beginning of the year	22.11	27.14
Current service cost	0.66	0.69
Interest expense	1.41	1.53
<b>Total amount recognized in profit or loss</b>	<b>24.18</b>	<b>29.36</b>
<i>Re-measurements</i>		
(Gain)/loss from changes in financial assumptions	-0.27	-0.03
Experience (gain)/loss for plan liabilities	0.04	0.60
<b>Total amount recognized in other comprehensive income</b>	<b>-0.23</b>	<b>0.57</b>
Benefits paid	-1.59	-7.82
<b>Present value of obligation as at the end</b>	<b>22.36</b>	<b>22.11</b>
(iv) <b>Reconciliation of opening and closing balances of the fair value of plan assets:</b>		
Fair value of plan assets at the begin	19.75	22.47
Interest Income	1.25	1.35
Return on plan assets excluding amount included in interest income	0.00	0.00
Contributions by employer	0.00	3.75
Benefits paid	-1.59	-7.82
Fair value of plan assets at the end	19.41	19.75
Less: Actuarial Gain / (Loss)	0.16	0.00
<b>Fair value of plan assets at the end excluding interest</b>	<b>19.57</b>	<b>19.75</b>
<b>Net defined benefit liability</b>		
Present value of funded obligations	22.36	22.11
Fair value of plan assets	19.57	19.75
<b>Net defined benefit liability</b>	<b>-2.79</b>	<b>-2.36</b>
(v) <b>Bifurcation of liability as per schedule III</b>		
Current Liability	-2.79	-2.36
Non-Current Liability	-	-
	<b>-2.79</b>	<b>-2.36</b>
(vi) <b>Significant estimates: actuarial assumptions and sensitivity</b>		
Discount rate	6.98%	6.60%
Salary Escalation	6.00%	6.00%
Retirement age	60	60
Mortality Table	Indian Assured Lives Mortality (2012-14) Table	Indian Assured Lives Mortality (2012-14) Table
Withdrawal rate(p.a.)	5% at all age	5% at all age



The estimates of future salary increases, considered in actuarial valuation, is based on inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(vii) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

	March 31, 2022	March 31, 2021
Discount rate +100 basis points	21.60	21.25
Discount rate - 100 basis points	23.18	23.05
Salary growth+100 basis points	23.18	23.04
Salary growth - 100 basis points	21.58	21.24
Attrition rate + 100 basis points	22.34	22.09
Attrition rate - 100 basis points	22.36	22.13

The sensitivity analysis above have been determine based on reasonably possible change of the respective assumptions occurring at the end of the reporting period, whileholding all other assumptions constant.

The estimates of future salary increases, considered in actuarial valuation, is based on inflation, seniority, promotion and other relevant factors, such as supply and demandin the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

## 27. Financial Ratios

Particulars	2021-22	2020-21	Variance (%)	Reason for variance
<b>1. Current Ratio</b> Current Assets/Current laibilities excluding current maturities of long term borrowings	0.11	0.09	20.36%	
<b>2. Debit Equity Ratio</b> Total debt/Shareholders Equity	Not applicable	Not applicable		
<b>3. Debt Service Coverage Ratio</b> Earnings before interest, depreciation and tax/ interest+principal	Not applicable	Not applicable		
<b>4. Return on Equity</b> Net profits after taxes-Preference dividend (if any)/Average shareholders equity	3.71%	5.64%	-34.20%	Decrease in Fair Value Gain in Investment in Quated Share As per Market Rate.
<b>5. Inventory turnover ratio</b> Cost of goods sold or sales/Average inventory	Not applicable	Not applicable		
<b>6. Trade receivables turnover ratio</b> Net credit sales/Average accounts receivables	Not applicable	Not applicable		
<b>7.Trade payables turnover ratio</b> Net credit purchase/Average trade payables	Not applicable	Not applicable		
<b>8. Net capital turnover ratio</b> Operating revenue/working capital (current asset-current laibilities)	-0.02%	-0.01%	58.25%	Due to recovery in suit filed demand loan
<b>9. Net profit ratio</b> Net profit after tax (After exceptional item)/ value of operating revenue	3.19%	7.37%	-56.72%	Decrease in income due to lower fair value gain compared to previous year
<b>10. Return on capital employed</b> EBIT/ Average Capital Employeed	0.04%	0.05%	-23.09%	-
<b>11. Return on investment</b> Income generated from investment / Average investment	0.01%	0.02%	-32.81%	Decrease in fair value gain in financial instruments - quoted shares, also dividend received from the associates



## 28. Scheme of Compromise and Arrangement:

The salient features of the scheme of Compromise and Arrangement sanctioned by the High Court of Karnataka under sections 391 to 394 of the Companies Act, 1956 vide its Order dated 8th October, 2004 and filed with the Registrar of Companies, Karnataka on 15th December 2004 with its effective date is as under

- a) No interest shall accrue or be payable on the bonds/deposits maturing on or after 1st April, 2002 and remaining unpaid/outstanding as on 31.3.2002
  - b) Bonds/deposits matured prior to 31st March, 2002 and remaining unclaimed shall be repaid with interest upto the date of maturity and Bonds/deposits accepted/renewed in between 1st April, 2002 and 15th April, 2002 shall be repaid without any interest, on receipt of the claim from the holders thereof.
  - c) Any loans/advances granted to any bond/deposit holders shall be set off/adjusted against the deposits/ bonds and the outstanding debts payable by the Company shall be reduced accordingly.
  - d) All deposits and bonds of the face value of Rs. 5,000/- and less shall be paid within six months from the date of order in one installment with interest accrued upto 31st March, 2002
  - e) Deposits/ bondholders receiving interest at monthly/quarterly rests shall be paid the face value in 20 equal quarterly installments.
  - f) Outstanding deposits/bonds other than those stated in para d & e above shall be paid as follows:
    - i) 15% of the face value on or before the expiry of 6th month of the Effective date
    - ii) 20% of the face value on or before the expiry of the 18th month of the Effective date
    - iii) 25% of the face value on or before the expiry of the 30th month of the Effective date
    - iv) 20% of the face value on or before the expiry of the 42nd month of the Effective date
    - v) Balance 20% of the face value and interest payable upto 31st March 2002 on or before the expiry of the 54th month of the Effective date against the surrender of the bond/deposit certificates.
  - g) For delay in payment of installments interest shall be paid @ 6% p.a.
  - i) The Company shall not carry on the business as a non-banking financial company without the prior permission of the RBI
29. All the Installments as per the scheme in respect of Note 28 (e) and Note 28 (f) have fallen due on 15th Sept., 2009 and 15th June, 2009 respectively. The shortfall in repayment as per the scheme up-to 31st March, 2022 amounts to Rs. 4581.87 lakhs, (Up to Previous year Rs. 4874.98 lakhs). The Company has issued public notice to deposit/bond holders to surrender their certificates and collect the balance dues.
30. There are no deposits matured and remaining unpaid for a period of 7 years during the year ended 31.03.2022. The transfer of unclaimed matured deposits to Investor Protection Fund does not arise in view of the entire deposit liability being covered under the scheme of arrangement.
31. The Property at Jai Bharath Industrial Estate, Jalahalli Camp Road, Yashanthpur Bangalore was let out to Kurlon Ltd. This property was auctioned by the Karnataka High court on 20/04/2012. M/s Kurlon Ltd was the highest bidder and the Court permitted them to pay the auction price in installments. Vide letter dated 5/4/2013 M/s Kurlon Ltd requested the company for waiver of rent from 1/4/2013 in view of substantial payment of purchase price for which the company agreed. Confirmation of sale is pending before the High Court of Karnataka. Consideration of Rs. 33.00 crores received, Rs. 2,077.24 lakhs from M/s Kurlon Ltd. and balance Rs. 1,222.76 lakhs from its subsidiary M/s Kurlon Enterprises Ltd. The company is waiting for the auction bidder M/s Kurlon Ltd. to initiate registration process.
32. Though the Company is incurring losses since 2001 and its funds are blocked in non-performing assets, it has prepared the accounts ongoing concern basis as the management is of the view that the company will be able to recover the dues from most of the borrowers/ debtors and monitor effectively the deficit in operations.
33. Land includes agricultural land of the book value of Rs. 0.10 lakhs acquired in 1963 in satisfaction of debt. The Company has claimed compensation in respect of the said property. But as the compensation is not yet determined, the profit or loss is not adjusted in the accounts.
- Investment includes Land acquired in satisfaction of debt of Rs.56.22 lakhs. (previous year Rs. 56.22 Lakhs).
34. 750000 equity shares of Rs10/- each in Bhooma Automobiles Ltd., sent for transfer in June 2012 is still pending for transfer in the name of the company. These shares were initially held by the company shown under investment and included in the list submitted to Honorable High Court of Karnataka in CP/37/2003. Subsequently these shares were sold, but ROC Karnataka objected for sale

of these shares for not obtaining prior permission from Honorable High Court of Karnataka. Therefore the company repurchased these shares during 2012 and sent for transfer in the companies name. Company has written off this investment in the books during the financial year.

35. For investment in 50000 Equity Shares of ₹ 10 each in M/s Eldordo Investment Company (P) Ltd., which is a subsidiary and consideration amounting to Rs. 9,50,000/- still pending for transfer in the name of the company.

**36. Significant accounting judgements, estimates and assumptions**

The preparation of the company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. 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.

**Judgements**

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

**Operating lease commitments –as lessor**

The Company has entered into leases on its property portfolio. The Company has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a major part of the economic life of the commercial property and the fair value of the asset, that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

**Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

**Impairment of non-financial assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill and other intangibles with indefinite useful lives recognised by the Company.

**Taxes**

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred income taxes reflects the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities related to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each balance sheet date the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax assets to the extent that it has become reasonably certain that sufficient future taxable income will be available against which such deferred tax assets can be realised or virtually certain as the case may be.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying

amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Minimum alternative tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay income tax higher than that computed under MAT, during the period that MAT is permitted to be set off under the Income Tax Act, 1961 (specified period). In the year, in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in the guidance note issued by the Institute of Chartered Accountants of India (ICAI), the said asset is created by way of a credit to the Statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay income tax higher than MAT during the specified year.

#### **Defined benefit plans (gratuity benefits)**

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

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in Note 26

### **37. Contingent Liabilities**

- a) No provision is made in the books for the disputed Sales tax liability amounting to Rs.17.54 lakhs for the Assessment years 1995-96 to 1996-97 as the appeals filed by the company are pending disposal.
- b) No Provision is made for Arrears of Cumulative Fixed Dividend from 31.03.2001 to maturity date for redemption amounts to Rs.17.14 lakhs.

### **38. Preference Share not redeemed**

Cumulative Preference Shares amounting to Rs. 31.62 lakhs are not redeemed and no redemption reserve is created as the Company is incurring losses since 2001.

### **39 Other Regulatory Information**

- (i) The company holds all the title deeds of immovable property in its name except Disclosed in Note Number 4 Under Investment Properties.
- (ii) During the year, the Company has not revalued its Property, Plant & Equipments (including Right of Use Asset).
- (iii) During the year Company has not revalued its intangible Property, Plant & Equipments (including Right of Use Asset).
- (iv) Company do not have any Intangible asset
- (v) During the year, the Company has not given any loans to the Promoters, Directors, KMPs and the Related Parties either severally or jointly, with any other person, however Loans advanced in earlier years balance outstanding for which 100% Provision Made on those balances are Disclosed under Note No: 10
- (vi) There are No Capital Work in Progress
- (vii) There are No Intangible Asset under Development.
- (viii) The company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ix) Company has Not availed any loan from Bank
- (x) The company is not declared as wilful defaulter by any bank or financial Institution or other lender , However RBI has cancelled Certificate of Registration with effect from 13th June 2002.

(xi) As per the information available with the Company, it does not have any kind of transaction / relation with Companies struck-off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956 however during the year Company has Written of Investment in shares with Bhooma Automobiles (P) Ltd. (refer to Note No 34 above), Manipal Motars (P) Ltd., and Debenture of Jay Rapid Roller Limited.

(xii) The company does not have any charges or satisfaction thereof, which is yet to be registered with ROC beyond the statutory period.

(xiii) Scheme of Arrangements approved by the Karnataka High Court as disclosed in Note No.28

(xiv) (A) During the year company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: a) 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 b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(xiv) (B) During the year company has 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: (a) 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 (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(xv) The company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961. (xvi) The company has not traded or invested in Crypto currency or Virtual Currency during the year.

40 Events after the reporting period There is no subsequent event after reporting period for reportable.

41 Previous year comparatives The Previous figures have been reclassified to conform to current year's Ind AS presentation requirements. The accompanying notes are an integral part of these the financial statements.

As per our report of even date

**For MAIYA & MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

**Ravi Prasad K**

Partner

Membership Number: 228348

Place: Udupi

Date: 30-05-2022

**Aspi Nariman Katgara**

Managing Director

Din: 06946494

**Vidya Mananjay More**

Director

Din: 06904529

**Yazdin Jimmy Mistry**

Director

Din: 07897995

Place: Bengaluru

Date: 30-05-2022

For and on behalf of the Board of Directors of  
**Maha Rashtra Apex Corporation Limited**

**K B Shetty**

Chairman

Din: 01451944

**Jyothi V B**

Director

Din: 07133349

**J M Panday**

Company Secretary/CFO



**SCHEDULE TO THE BALANCE SHEET OF A NON-BANKING FINANCIAL COMPANY**  
(as required in terms of Paragraph 9BB of Non-banking Financial Companies Prudential Norms(Reserve Bank) Directions, 1998)

₹ in lakhs

Liabilities side:	Particulars	Amount Outstanding	Amount Overdues
(1) Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:			
(a) Debentures	: Secured	3538.26	3538.26
	: Unsecured (other than falling within the meaning of public deposits*)	....	....
(b) Deferred Credits		....	....
(c) Term Loans		....	....
(d) Inter-corporate loans and borrowing		....	....
(e) Commercial Paper		....	....
(f) Public Deposits*		1043.61	1043.61
(g) Other Loans (specify nature)		....	....
*Please see Note 1 below			
(2) Break-up of (1) (f) above (outstanding public deposits inclusive of interest accrued thereon but not paid):			
(a) In the form of Unsecured debentures		....	....
(b) In the form of partly secured debentures i.e., debentures where there is a shortfall in the value of security		....	....
(c) Other public deposits		....	....
*Please see Note 1 below			
<b>Assets Side:</b>		<b>Amount outstanding</b>	
(3) Break-up of Loans and Advances including bills receivables [other than those included in(4) below]:			
(a) Secured			44.29
(b) Unsecured			816.48
(4) Break-up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities:			
(i) Lease assets including lease rentals under sundry debtors:			
(a) Financial Lease			36.53
(b) Operating Lease			-



(ii) Stock on hire including hire charges under  
sundry debtors:

(a) Assets on hire	216.47
(b) Repossessed Assets	0.00

(iii) Hypothecation loans counting towards EL/HP  
activities:

(a) Loans where assets have been repossessed	....
(b) Loans other than above	....

(5) Break-up Investments: (at cost)

Current Investments:

1. Quoted:

(i) Shares :	(a) Equity	....
	(b) Preference	....
(ii) Debentures and Bonds		
(iii) Units of mutual funds		
(iv) Government Securities		
(v) Others (please specify)		

2. Unquoted:

(i) Shares :	(a) Equity	....
	(b) Preference	....
(ii) Debentures and Bonds		
(iii) Units of mutual funds		
(iv) Government Securities		....
(v) Others (please specify)		

Long term investments:

1. Quoted:

(i) Shares :	(a) Equity	12.38
	(b) Preference	....
(ii) Debentures and Bonds		....
(iii) Units of mutual funds		23.81
(iv) Government Securities		....
(v) Others (please specify)		....

2. Unquoted

(i) Shares :	(a) Equity	1861.29
	(b) Preference	0.00
(ii) Debentures and Bonds		-
(iii) Units of mutual funds		-
(iv) Government Securities		-
(v) Others (please specify)		768.44



(6) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances:

Category	Amount net of provisions		₹ in lakhs
	Secured	Unsecured	Total
**			
1. Related Parties			
(a) Subsidiaries	...	...	...
(b) Companies in the same group	...	...	...
(c) Other related parties	...	...	...
2. Other than related parties	44.29	0.00	44.29
Total	44.29	0.00	44.29

(7) Investor group-wise classification of all investments(current and long term) in shares and securities (both quoted and unquoted):  
Please see note 3 below

Category	Market Vale/Break up or fair value or NAV	Book value (Net of provisions)
**		
1. Related Parties		
(a) Subsidiaries	768.44	551.36
(b) Companies in the same group	....	....
(c) Other related parties	1852.54	1816.88
2. Other than related parties	44.93	44.93
Total	2665.92	2413.17

\*\* As per Accounting Standard of ICAI  
(Please see Note 3)

(8) Other information:

Particulars	Amount
(i) Gross Non-performing Assets	
(a) Related parties	560.22
(b) Other than related parties	947.38
(ii) Net Non-performing Assets	
(a) Related parties	....
(b) Other than related parties	---
(iii) Assets acquired in satisfaction of debt	56.22

Notes:

1. As defined in paragraph 2(1)(xii) of Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
2. Provisioning norms shall be applicable as prescribed in Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.
3. All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed



## INDEPENDENT AUDITOR'S REPORT

To the Members of **MAHA RASTRAAPEX CORPORATION LIMITED**

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the accompanying consolidated financial statements of **MAHA RASTRA APEX CORPORATION LIMITED** ("the Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates, which comprise the consolidated Balance Sheet as at 31 March 2022, and the consolidated statement of Profit and Loss including other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies "the consolidated financial statements"

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements/financial information of the subsidiaries, associates referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of their consolidated state of affairs of the Group, its associates as at 31 March 2022, of consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

#### Basis for Qualified Opinion

- It has been explained to us that the financial statement of one Associate, Kurlon Limited is still under compilation, Accordingly Not forming part of consolidated financial results. Its impact on consolidated profit and Investment in Associates is Not quantified corresponding figures incomparable.*
- We draw attention to standalone financial statement, which indicate that:*

The Company has Not provided for Delayed Period Interest cost amounting to ₹ 70.32 Lakhs for the year ending 31st March 2022 cumulative impact of Interest Cost Not Provided from 1st October 2019 to 31st march 2022 is ₹ 181.70 Lakhs to that extent profit is overstated and Liability is understated.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made 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 other auditors in terms of their reports referred to in sub-para (a) and (b) of the Other Matters paragraph below is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

#### Emphasis of Matter

We Draw attention to Stand alone financial statement which includes following matters:

As per the scheme sanctioned by Honourable High Court of Karnataka vide order dated 8th October 2004 all Deposit/ Bonds should have been repaid by 15.09.2009/ 15.06.2009. The balance outstanding as on date are shortfall of repayment is ₹ 4,581.87 Lakhs.

Company entered in to agreement for Sale of Property with Kurlon Limited / Kurlon Enterprises Limited Total Amount Credited up to 31-03-2022 is ₹1273.37 Lakhs. Out of which ₹ 300.95 Lakhs Kurlon Limited / Kurlon Enterprises Limited Directly settled Maha Rashtra Apex Bonds / Deposit liability is also adjusted towards Advance for Property purchase.

Our Conclusion is not modified in respect of (a) and (b) above

#### Key Audit Matters

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

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

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the financial statements and our report thereon. The Holding Company's Annual Report is expected to be made available to us after the date of this auditors' report.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of subsidiaries and associates audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to subsidiaries and associates, is traced from their financial statements audited by the other auditors.

When we read the Holding Company's Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

### **Management's Responsibility for the Consolidated Financial Statements**

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

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the entity's internal controls. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the consolidated financial statements of which we are the independent auditors. For entities or business activities included in the consolidated financial statements, which have been audited by the branch auditors or other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

#### **Other Matters**

- a) We did not audit the financial statements / financial information of Three subsidiaries, whose financial statements / financial information reflect total assets after eliminating intra-group transactions of Rs. 1012.24 Lakhs as at 31 March 2022, total revenues after eliminating intra-group transactions of Rs.238.46 Lakhs and net cash inflows amounting to Rs. 271.33 Lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss of Rs. 377.66 Lakhs for the year ended 31 March 2022, as considered in the consolidated financial statements, in respect of one associate, whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, and associates, is based solely on the reports of the other auditors.
- b) Manipal Springs Ltd., is an associate and its financial statement is also not considered while consolidation; however, in our opinion and according to the information and explanations given to us by the Management, this financial statements/financial information are not material to the Group.

Our opinion on the consolidated financial statements above, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of other auditors and the financial statements / financial information certified by the Management.

#### **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 sub-section (11) of Section 143 of the Act, based on the comments in the auditors' reports of the Holding company,

subsidiaries, associate incorporated in India, we report hereunder the matter specified in paragraphs 3 and 4 of the Order, to the extent applicable:

(xxi) There are qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, the details of which are given below:

S. No.	Name	CIN	Relation	Clause number of the CARO report which is qualified or adverse
1	Maha Rastra Apex Corporation Limited	L85110KA1943PLC001177	Holding Company	i(c), vii(b), ix (a) (xiii)

2. As required by Section 143(3) of the Act [based on our audit and on the consideration of reports of the branch auditors and other auditors on separate financial statements and the other financial information of subsidiaries, associates, as noted in the 'Other Matters' paragraph, we report, to the extent applicable, that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) Except for the effects of the matters described in the Basis for Qualified Opinion paragraph above, In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (d) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, and the Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (e) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- (g) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries, associates incorporated in India, none of the directors of the Group companies, its associates incorporated in India is disqualified as on 31 March 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- (h) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**" which is based on the auditors' reports of the Company, subsidiary companies, associate companies to whom internal controls over financial reporting is applicable. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies, for the reasons stated therein.
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:  
 In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
- (j) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, associates as noted in the 'Other matter' paragraph:
  - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates Refer Note 36 to the consolidated financial statements.
  - ii. The Group, its associates did not have any material foreseeable losses on long-term contracts including derivative contracts.

- iii. The entire deposit liability is covered under the scheme of arrangement hence the transfer of unclaimed deposit and remaining unpaid for a period of exceeding 7 years to Investor Education and Protection fund, the question of delay in transferring such sum does not arise.
- iv. (a). The respective Managements of the Holding Company and its subsidiaries, associates which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and the other auditors of such subsidiaries, associates that, to the best of their knowledge and belief, other than as disclosed in the note 39(xiii) A to the accounts, 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 Holding Company or any such subsidiaries, associates or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries, associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.  
  
(b). The respective Managements of the Holding Company and its subsidiaries, associates which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and the other auditors of such subsidiaries, associates that, to the best of their knowledge and belief, other than as disclosed in note 39(xiii) B to the accounts, no funds have been received by the Holding Company or any of such subsidiaries, associates from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries, associates shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.  
  
(c). Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries, associates which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditors' notice that has caused us or other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.
- (v) The Holding Company and its subsidiaries have not declared any dividend and one of the Associate have paid during the current year in respect of dividend declared for the previous year is in accordance with section 123 of the Companies act 2013, to the extent it applies to payment of Dividend. The Board of Directors of Holding company, subsidiaries and Associates its Directors Have not proposed any dividend for the current year considered for consolidation have not declared interim/final dividend during the year and until the date of this audit report hence compliance under section 123 Not applicable.

For **MAIYA AND MAIYA**  
Chartered Accountants  
Firm Registration No: 003105S

**RAVI PRASAD K**  
Partner  
Membership No.: 228348  
UDIN No.: 22228348AJWRGV6639  
Place: Udupi.  
Date: 30 May 2022.

## ANNEXURE “A”

### **Independent Auditor’s report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of the consolidated financial statements of the company as of and for the year ended 31 March 2022, we have audited the internal financial controls with reference to financial statements of MAHARASTRAAPEX CORPORATION LIMITED (hereinafter referred to as the “Holding Company”) and its subsidiaries, its associates, which are companies incorporated in India, as of that date.

#### **Management’s Responsibility for Internal Financial Controls**

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

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, its subsidiary companies, its associate companies, 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 was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditors of the subsidiary companies, associate companies, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company, its subsidiary companies, its associate companies, which are companies incorporated in India.

#### **Meaning of Internal Financial Controls Over Financial Reporting with Reference to these consolidated IND AS Financial Statement.**

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

#### **Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference to these Consolidated Ind AS Financial Statement.**

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





evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Company, its subsidiary companies, its associate companies which are companies incorporated in India, have in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting established by the respective companies 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.

### **Other Matters**

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

Our opinion is not modified in respect of the above matters.

For **MAIYA AND MAIYA**

Chartered Accountants

Firm's Registration No.:003105S

**RAVI PRASAD K**

Membership No.: 228348

UDIN No.: 22228348AJWRGV6639

Place: UDUPI

Date: 30th May 2022.



## CONSOLIDATED BALANCE SHEET AS ON - 31.03.2022

₹ in lakhs

	Particulars	Note No.	March 31 2022	March 31, 2021
<b>I</b>	<b>ASSETS</b>			
	<b>Non-current assets</b>			
	Property, plant and equipment	4	13.16	15.24
	Investment Property	6	275.14	276.97
	Other Intangible assets	5	0.09	0.15
	Investment in Associates	7	22,154.27	22,531.93
	Financial assets			
	Investments	7	1,156.06	1,067.21
	Other Non-Current Financial Assets	8	17.65	33.65
	Other Tax Assets	9	460.18	457.79
	Other non-current assets	10	137.38	137.38
	<b>Total non-current assets</b>		<b>24,213.93</b>	<b>24,520.31</b>
	<b>Current assets</b>			
	Inventories	11	13.31	13.31
	Financial assets			
	Investments	12	248.65	220.57
	Trade receivables	13	19.73	18.34
	Cash and cash equivalents	14	495.06	545.01
	Other financial assets	15	964.63	707.44
	Other current assets	16	0.14	1.81
	Assets classified as held for sale		35.07	32.40
	<b>Total current assets</b>		<b>1,776.59</b>	<b>1,538.89</b>
	<b>Total Assets</b>		<b>25,990.52</b>	<b>26,059.20</b>
<b>II</b>	<b>EQUITY &amp; LIABILITIES</b>			
	<b>Equity</b>			
	Equity Share Capital	17	1,411.78	1,411.78
	Other Equity	18	13,626.98	13,477.20
	<b>Equity attributable to equityholders of the parent</b>		<b>15,038.76</b>	<b>14,888.99</b>
	Non Controlling Interest		1.01	1.01
	<b>Total equity</b>		<b>15,039.77</b>	<b>14,890.00</b>
	<b>Non-current liabilities</b>			
	Deferred tax liabilities (Net)		0.01	0.01
	<b>Total non-current Liabilities</b>		<b>0.01</b>	<b>0.01</b>
	<b>Current Liabilities</b>			
	Financial liabilities			
	Trade payables			
	Dues of creditors other than Micro and Small Enterprises	19	32.45	28.36
	Other financial liabilities	20	7,610.77	7,829.82



## CONSOLIDATED BALANCE SHEET AS ON - 31.03.2022

₹ in lakhs

Particulars	Note No.	March 31, 2022	March 31, 2021
Other current liabilities	21	7.51	11.02
Liabilities directly associated with the assets classified as held for sale	35	3,300.00	3,300.00
<b>Total Current Liabilities</b>		<b>10,950.74</b>	<b>11,169.20</b>
<b>Total liabilities</b>		<b>10,950.75</b>	<b>11,169.21</b>
<b>Total equity and liabilities</b>		<b>25,990.52</b>	<b>26,059.20</b>

Summary of significant accounting policies

2

As per our report of even date

**For MAIYA & MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

**Aspi Nariman Katgara**

Managing Director

Din: 06946494

For and on behalf of the Board of Directors of

**Maha Rashtra Apex Corporation Limited**

**Ravi Prasad K**

Partner

Membership Number: 228348

**Vidya Mananjay More**

Director

Din: 06904529

**K B Shetty**

Chairman

Din: 01451944

Place: Udipi

Date: 30-05-2022

**Yazdin Jimmy Mistry**

Director

Din: 07897995

**Jyothi V B**

Director

Din: 07133349

Place: Bengaluru

Date: 30-05-2022

**J M Panday**

Company Secretary/CFO



## CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2022

₹ in lakhs

Particulars	Note No.	31-March-2022	31-March-2021
<b>Income</b>			
Revenue from Operations	22	389.24	306.57
Other Income	23	437.81	553.43
<b>Total Income</b>		<b>827.05</b>	<b>860.00</b>
<b>Expenses</b>			
Employee Benefits Expenses	24	265.52	230.88
Finance Cost	25	1.65	3.04
Depreciation and Amortisation	26	3.65	3.25
Other Expenses	27	109.62	83.98
<b>Total Expense</b>		<b>380.44</b>	<b>321.16</b>
<b>Profit/(loss) before Share of Profit / (Loss) of associates Exceptional Items</b>		<b>446.61</b>	<b>538.85</b>
Share of Profit / (loss) of associates		-377.66	2,551.88
<b>Profit/(loss) before Exceptional Item and Tax</b>		<b>68.95</b>	<b>3,090.73</b>
Exceptional Items	28	123.68	122.83
<b>Profit/(loss) before Tax</b>		<b>192.63</b>	<b>3,213.56</b>
<b>Tax Expense</b>			
Current Tax		50.63	56.38
Adjustment of tax relating to earlier periods		6.72	-190.83
MAT Credit Entitlement		1.09	-23.76
Deferred Tax		-0.00	-
<b>Total tax expense</b>		<b>58.43</b>	<b>-158.21</b>
<b>Profit/(loss) for the year</b>		<b>134.20</b>	<b>3,371.77</b>
<b>Other comprehensive income:</b>			
Re-measurement gains/ (losses)		15.58	4.06
<b>Other comprehensive income / (loss) for the year, net of tax</b>		<b>15.58</b>	<b>4.06</b>
<b>Profit/(loss) for the year</b>			
Attributable to			
Equity holders of the parent		134.20	3,371.77
Non-controlling interest		0.00	0.00
<b>Other comprehensive income for the year Attributable to</b>			
Equity holders of the parent		15.58	4.06
Non-controlling interest		-	-
<b>Total Comprehensive Income for the year Attributable to</b>			
Equity holders of the Parent		149.78	3,375.83
Non-controlling interests		0.00	0.00
<b>Earnings per share</b>			
Basic computed on the basis of profit/(loss) for the year		0.95	23.93
Diluted computed on the basis of profit/(loss) for the year		0.95	23.93

Summary of significant accounting policies

As per our report of even date

**For MAIYA & MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

**Ravi Prasad K**

Partner

Membership Number: 228348

Place: Udupi

Date: 30-05-2022

**Aspi Nariman Katgara**

Managing Director

Din: 06946494

**Vidya Mananjay More**

Director

Din: 06904529

**Yazdin Jimmy Mistry**

Director

Din: 07897995

Place: Bengaluru

Date: 30-05-2022

2

For and on behalf of the Board of Directors of  
**Maha Rashtra Apex Corporation Limited**

**K B Shetty**

Chairman

Din: 01451944

**Jyothi V B**

Director

Din: 07133349

**J M Panday**

Company Secretary/CFO



**Consolidated Cash flow statement for the year ended March 31, 2022**

₹ in lakhs

Particulars	March 31, 2022	March 31, 2021
<b>A. Cash flow from operating activities</b>		
<b>Profit/(Loss) before tax</b>	<b>192.63</b>	<b>3,213.56</b>
<b>Adjustments to reconcile profit before tax to net cash flows</b>		
Share of (Profit) / loss of Associates	377.66	-2,551.88
Net (gain)/loss on sale of current investments - Written off	0.14	-
Gain on Disposal of property, plants and equipment	-0.07	-0.11
Financial (Income) / Loss ( incl.fair value changes in financial instruments)	-101.87	-331.96
Reversal of Provision on Other financial assets	-113.31	-
Impairment loss, net of reversals on Non Current assets	-	1.86
Depreciation of Fixed Assets and Investment of properties	3.65	3.25
Income Tax Expenses ( Net of Reversal)	-58.44	167.08
Interest Remission from Bonds/Deposit	-58.28	-
Dividend Income	-120.75	-4.05
Profit / Loss on Sale of Investment		
<b>Operating profit/(loss) before working capital changes</b>	<b>121.38</b>	<b>497.74</b>
<b>Movements in working capital:</b>		
Decrease / (Increase) in Other Non-current Assets	16.00	-
Decrease / (Increase) in Other Current Assets	1.67	3.84
Decrease / (Increase) in trade and other receivables and prepayments	-1.40	-
Increase / (Decrease) in trade payables	8.27	-7.54
Increase / (Decrease) in financial liabilities	-219.04	-132.36
Increase / (Decrease) in other current liabilities	-7.68	5.57
Increase / (Decrease) in Financial Assets	-143.89	-1.01
Increase / (Decrease) in Provisions	0.40	-162.40
<b>Cash generated from/(used in) operations</b>	<b>-224.29</b>	<b>203.84</b>
Direct taxes paid (net of refunds)	-2.39	-117.32
<b>Net cash flow from/(used in) operating activities (A)</b>	<b>-226.69</b>	<b>86.52</b>
<b>B. Cash flows from investing activities</b>		
Proceed from sale / (Purchase) of Property, plant and equipment	-2.27	-0.67
Proceeds from sale / (Purchase) of Investment properties	-	-
Proceed from sales / (Purchase) of Non-current Investments	-	-
Proceed from sales / (Purchase) of Current Investments	-0.02	-0.01
Interest received ( Finance Income)	58.28	-
Proceeds from Agreement to Sale of property	-	-
<b>Net cash flow from/(used in) investing activities (B)</b>	<b>55.99</b>	<b>-0.68</b>
<b>C. Cash flow from financing activities</b>		
Proceeds from / (Purchase) of other Current financial assets	-	52.77
Interest Paid	-	-
Dividend received	120.75	4.05
<b>Net cash flow from/(used in) financing activities (C)</b>	<b>120.75</b>	<b>56.82</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>-49.95</b>	<b>142.66</b>
Cash and cash equivalents at the beginning of the year	545.01	402.35
<b>Cash and cash equivalents at the end of the year</b>	<b>495.06</b>	<b>545.01</b>
<b>Components of cash and cash equivalents</b>		
Cash on hand	2.38	1.92
Balances with scheduled banks:	62.17	73.06
- In current accounts		
- In deposit accounts with original maturity less than 3 months	430.08	469.55

₹ in lakhs

Particulars	March 31, 2022	March 31, 2021
Stamps in hand	0.04	0.02
- Stocks of Stationery on hand at cost	0.39	0.46
<b>Total Cash and cash equivalents</b>	<b>495.06</b>	<b>545.01</b>
Summary of significant accounting policies	2	

As per our report of even date

**For MAIYA & MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

**Ravi Prasad K**

Partner

Membership Number: 228348

Place: Udupi

Date: 30-05-2022

**Aspi Nariman Katgara**

Managing Director

Din: 06946494

**Vidya Mananjay More**

Director

Din: 06904529

**Yazdin Jimmy Mistry**

Director

Din: 07897995

Place: Bengaluru

Date: 30-05-2022

For and on behalf of the Board of Directors of

**Maha Rashtra Apex Corporation Limited**

**K B Shetty**

Chairman

Din: 01451944

**Jyothi V B**

Director

Din: 07133349

**J M Panday**

Company Secretary/CFO



**Maha Rashtra Apex Corporation Limited**  
**Notes to Consolidated Financial Statements for the year ended March 31, 2022**

**1. Basis of preparation and Significant Accounting Policies**

**Background**

Maha Rashtra Apex Corporation Ltd., ("the Company" or "the Holding Company") is a public limited company domiciled in India registered under the provision of Companies Act 1913. The main object of the company is to carry on the business of hire purchase and leasing. Presently the company has discontinued the operation and concentrated the recovery of Hire purchase and Leasing business. The Consolidated Financial Information of the Company comprise the Company and its subsidiaries (together referred to as "the Group") and its associates. The registered office of the company is situated at Bangalore, Karnataka, India. The company has listed in BSE & NSE stock exchanges.

**2 Significant accounting policies**

This note provides a list of the significant accounting policies adopted in the preparation of this Consolidated Financial Information. These policies have been consistently applied to all the years presented, unless otherwise stated.

**Basis of preparation**

**a) Historical cost convention**

The Consolidated Financial Information has been prepared under historical cost convention except for certain financial assets and financial liabilities that are measured at fair value as required under relevant Ind AS. All the amounts included in Standalone Financial Statements are reported in Indian Rupees (₹) and all values are rounded off to the nearest Lakhs except where otherwise indicated.

b) All the amount included in consolidated financial statements are reported in Indian Rupees. (₹) all values are rounded off to the nearest lakhs except where otherwise indicated.

**c) Functional and presentation currency**

Items included in the Consolidated Financial Information of each of the Group's entities and of its associate are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Consolidated Financial Information is prepared in Indian Rupees (Rs.), which is also the Holding Company's functional Currency.

**d) Principles of consolidation**

Consolidated Financial Information comprise the financial information of the Holding Company, and the entities controlled by the Holding Company including its subsidiaries as at 31, March 2021. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee); Exposure, or rights, to variable returns from its involvement with the investee; and The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including: The contractual arrangement with the other vote holders of the investee; Rights arising from other contractual arrangements; The Group's voting rights and potential voting rights; and The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Financial Information from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated Financial Information are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the Consolidated Financial Information for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial information in preparing the Consolidated Financial Information to ensure conformity with the Group's accounting policies.

The details of the consolidated entities are as follows:

	<b>Subsidiaries</b>	<b>2022</b>	<b>2021</b>
1	Eldorado Investments Co (P Ltd	81.00%	81.00%
2	Maharashtra Apex Asset Management Co.Ltd.	99.99%	99.99%
3	Manipal Crimson Estates & Properties Pvt. Ltd.	99.99%	99.99%
	<b>Associates</b>		
1	Manipal Home Finance Ltd.	38.11%	38.11%

Kurlon Limited (an Associate) Financial statement is under preparation not been part of the consolidated financial statement Percentage of Holding is 38.25% Manipal Springs Ltd is also Not Considered for Consolidation, However there is No Impact on the Financial statement

### 3 Consolidation procedures

Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

Eliminate in full, intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory, are eliminated in full). IndAS 12 "Income Taxes" applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

The Group's interests in equity accounted investees comprise interests in an associate. An associate is an entity in which the Group has significant influence, but not control or joint control, over the financial and operating policies.

Interests in an associate are accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of profit or loss and OCI of equity-accounted investees until the date on which significant influence ceases

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. Non-controlling interest in the results and the equity of subsidiaries are shown separately in the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and Consolidated Statement of Assets and Liabilities. The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

Current versus non-current classification

The Group presents assets and liabilities in the Consolidated Statement of Assets and Liabilities based on current/non-current classification. An asset is treated as current when:

It is expected to be realised or intended to be sold or consumed in normal operating cycle It is held primarily for the purpose of trading

It is expected to be realised within twelve months after the reporting period or

It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

A liability is current when

It is expected to be settled in normal operating cycle

It is held primarily for the purpose of trading

It is due to be settled within twelve months after the reporting period or

There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle for the purpose of current and non current classification of assets and liabilities.

### Property, plant and equipment (PPE) and intangible assets

#### Property, plant and equipment

Items of PPE are stated at cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment loss, if any.

The cost of an item of a PPE comprises its purchase price including import duties, and other non-refundable purchase taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Expenditure incurred on startup and commissioning of the project and/or substantial expansion, including the expenditure incurred on trial runs (net of trial run receipts, if any) up to the date of commencement of commercial production are capitalised. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Consolidated Statement of Profit and Loss during the reporting period in which they are incurred.



Advances paid towards acquisition of PPE outstanding at each period end date, are shown under other non-current assets and cost of assets not ready for intended use before the period end, are shown as capital work-in-progress.

#### **Intangible assets**

Intangible assets that are acquired are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less accumulated amortisation and any accumulated impairment loss. Subsequent expenditure is capitalised only when it increases the future economic benefits from the specific asset to which it relates.

Advances paid towards acquisition of intangible assets outstanding at each period end date, are shown under other non-current assets and cost of assets not ready for intended use before the period end, are shown as intangible asset under development.

#### **Depreciation and amortisation methods, estimated useful lives and residual value**

Depreciation on property, plant and equipment is provided on written-down value method on cost of property, plant and equipment as per the useful life specified in Part 'C' of Schedule II of the Companies Act 2013

#### **Derecognition**

An item of PPE and intangible asset is derecognised on disposal or when no future economic benefits are expected from its use and disposal. Losses arising from retirement and gains or losses arising from disposal of an item of PPE and intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Consolidated Statement of Profit and Loss.

#### **Transition to Ind AS**

On transition to IndAS, the Group has elected to continue with the carrying value of all of its property, plant and equipment and intangible assets recognised as at 1 April 2015, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment and intangible assets.

#### **Financial instruments**

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

#### **Recognition and initial measurement**

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

#### **Classification and subsequent measurement**

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

Debt instruments at amortised cost

Debt instruments at fair value through other comprehensive income (FVOCI)

Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

Equity instruments measured at fair value through other comprehensive income (FVOCI)

Equity instrument at FVOCI

All equity investments in scope of IndAS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. If the Group decides to classify an equity instrument as FVOCI then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the Consolidated Statement of Profit and Loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Consolidated Statement of Profit and Loss. These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management.

### **Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Group's Consolidated Statement of Assets and Liabilities) when:

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

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

### **Financial liabilities**

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Consolidated Statement of Profit and Loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in Consolidated Statement of Profit and Loss. Any gain or loss on derecognition is also recognised in Consolidated Statement of Profit and Loss.

### **Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or 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 the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Consolidated Statement of Profit and Loss.

### **Offsetting**

Financial assets and financial liabilities are offset and the net amount is presented in the Consolidated Statement of Assets and Liabilities when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

### **Impairment**

#### **Impairment of non-financial assets**

The Group's non-financial assets other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into a cash-generating unit (CGU). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU.

The Group's corporate assets (e.g., office building for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment loss is recognised in the Consolidated Statement of Profit and Loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of assets for which impairment loss has been recognized in prior periods, the Group reviews at reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.



**Inventories**

Inventories which comprise raw materials, work-in-progress, finished goods, stock-in-trade, packing materials, and stores and spares are carried at the lower of cost or net realisable value.

Cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories, other than finished goods and work-in-progress, is determined on the weighted average basis. Cost of finished goods and work-in-progress includes the cost of materials determined on the weighted average basis and also includes an appropriate portion of allocable overheads.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials and other supplies held for use in the production of finished products are not written down below cost, except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

**Cash and cash equivalents**

Cash and cash equivalents comprise cash at banks and on hand (including imprest) and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

**Provisions and contingent liabilities**

A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

**Revenue recognition**

The income from Suit Filed Accounts and Non-Performing Assets, Overdue compensation interest on debenture are recognised on receipt basis.

Income from one time settlement of Deposit/Bonds (under Hardship Route) is credited to P&L A/c as and when the option is availed by the Deposit/Bond Holder during the year.

Other revenues are recognized based on the nature of activity when consideration can be reasonably measured and there exists reasonable certainty of its recovery.

Dividend income is recognized in the year in which the right to receive is established.

**Employee benefits***Short-term employee benefits*

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

**Defined contribution plans**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions towards Government administered provident fund. Obligations for contributions to defined contribution plan is recognised as an employee benefit expense in the Consolidated Statement of Profit and Loss in the periods during which the related services are rendered by employees. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

**Defined benefit plans**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's gratuity benefit scheme is a defined benefit plan. The Group's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) are recognised in other comprehensive income. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit [payments](#). Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

**Other long-term employee benefits**

The employees can carry forward a portion of the unutilised accrued compensated absences and utilise in future service periods or receive cash compensation during service or on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilised wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Group's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The obligation is measured by a qualified actuary using the projected unit credit method. Remeasurement gains or losses are recognised in profit or loss in the period in which they arise.

**Finance costs**

Finance costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Finance cost also includes exchange differences to the extent regarded as an adjustment to the finance costs. Finance costs that are directly attributable to the construction or production or development of a qualifying asset are capitalized as part of the cost of that asset. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. All other finance costs are expensed in the period in which they occur.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the finance costs eligible for capitalization. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Consolidated Statement of Profit and Loss over the period of the borrowings using the effective interest method. Ancillary costs incurred in connection with the arrangement of borrowings are amortised over the period of such borrowings.

Interest expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

**Income tax**

Income tax expense comprises current and deferred tax. It is recognised in Consolidated Statement of Profit and Loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

**i) Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received after considering uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted by the reporting date. Current tax assets and liabilities are offset only if, the Group:

has a legally enforceable right to set off the recognised amounts; and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**ii) Deferred tax**

Deferred tax is recognised in respect of taxable/ deductible temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.



Deferred tax is not recognised for:

- taxable/ deductible temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- taxable/ deductible temporary differences arising on the initial recognition of goodwill/

Deferred tax assets (DTA) include Minimum Alternate Tax (MAT) paid in accordance with the Income-tax Act, 1961 prevalent in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability.

Deferred tax assets are recognised for unused tax losses, unused tax credits and taxable/ deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if, the Group:

### **Operating leases**

Assets acquired under leases other than finance leases are classified as operating leases. Payments made under operating leases are generally recognised in profit or loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Lease incentives received are recognised as an integral part of the total lease expense over the term of the lease.

### **Segment reporting**

The company is primarily engaged in the business of financial activities and managed as one entity for its various activities. There is only one "business segment" and "geographical segment" and, therefore, the segment information as required by Ind AS 108 is not provided by the company.

### **Earnings per share**

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Holding Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

### **Measurement of fair values**

A number of the accounting policies and disclosures require measurement of fair values, for both financial and nonfinancial assets and liabilities. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Group has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values.

The finance team regularly reviews significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values, then the finance team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values used in preparing this Consolidated Financial Information is included in the respective notes.



**Notes to the financial statements for the year ended March 31, 2022**

**Note No. 4 Property, Plant & Equipment**

₹ in lakhs

Particulars	Property plant and equipment		Property plant and equipment on lease				TOTAL
	Office Furniture & Equipments	Motor Cars & Other Vehicles	Plant & Machinery	Motor Vehicles	Gas Cylinders	Furniture	
<b>COST</b>							
<b>At 1st April 2020</b>	<b>67.13</b>	<b>5.70</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>677.92</b>
Additions	0.96						0.96
Disposal	-0.75	-4.15					-4.90
Impairment Los	-0.79						-0.79
<b>At 31st March 2021</b>	<b>66.55</b>	<b>1.55</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>673.19</b>
Additions	2.40						2.40
Disposal	-0.16	-0.47					-0.63
Asset trfd. held fo sale	-50.38	-0.45					-50.83
<b>At 31st March 2022</b>	<b>18.41</b>	<b>0.63</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>624.13</b>

<b>DEPRECIATION</b>							-
<b>At 31st March 2020</b>	<b>51.61</b>	<b>5.15</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>661.85</b>
Depreciation	1.32	0.06					1.38
Disposal	-0.59	-3.94					-4.53
Impairment Loss	-0.75						-0.75
<b>Lease Terminal Adj.</b>							-
<b>At 31st March 2021</b>	<b>51.59</b>	<b>1.27</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>657.95</b>
Depreciation expense	1.70	0.06					
Disposal	-0.12	-0.45					
Impairment Loss	-47.74	-0.43					
<b>At 31st March 2022</b>	<b>5.43</b>	<b>0.45</b>	<b>587.41</b>	<b>5.11</b>	<b>3.20</b>	<b>9.37</b>	<b>610.96</b>

**Net Block**

<b>At 31st March 2021</b>	14.96	0.28	0	0	0	0	15.24
<b>At 31st March 2022</b>	12.98	0.18	0	0	0	0	13.16

**Note: 5: Intangible Assets**

Particulars	Computer Software	Total
<b>Cost</b>		
As At 31 March 2020	0.17	0.17
Additions	0.19	0.19
Disposal	-	-
As at 31 March 2021	0.36	0.36
Additions	-	-
Disposal	-	-
As at 31 March 2022	0.36	0.36
<b>Depreciation and Amortisation</b>		
As At 31 March 2020	0.16	0.16
Additions	0.04	0.04
Disposal	-	-
As at 31 March 2021	0.20	0.20
Additions	0.06	0.06
Disposal	-	-
As at 31 March 2022	0.26	0.26
<b>Net Block</b>		
At 31 March 2021	0.15	0.15
At 31 March 2022	0.09	0.09

No Revaluation of Property, Plant and Equipment has been carried out during the year

The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property

**NOTES FORMING PART OF BALANCE SHEET AS ON 31-03-2022**

₹ in lakhs

Particulars		March 31, 2022	March 31, 2021
<b>6. Investment Properties</b>			
<b>Gross carrying amount</b>			
Opening balance		323.89	323.89
Addition		-	-
Disposal		-	-
<b>Closing balance</b>		<b>323.89</b>	<b>323.89</b>
<b>Depreciation and impairment</b>			
Opening balance		46.93	45.10
Depreciation		1.83	1.83
<b>Closing balance</b>		<b>48.76</b>	<b>46.93</b>
<b>Net block</b>		<b>275.14</b>	<b>276.97</b>

  

Description of Item of Property	Carrying Value ( In Rupees)	Title Deed in the name of	Property held since which date	Reason for not being held in the name of the company
Land - at Chanthar of Brahmavar	₹ 318.30	Vittal Pai	18-Jun-1961	Not able to assess Document due to dispute on rights
Land -at Matapady of Brahmavar	₹ 10,052.90	Joseph Lobo	21-06-1963	Property Not Transferred due to Non Availability of original Document
Building - Shop No. 8 & 9 Ground Floor Commerce House Miranda Road Margao, Goa	₹ 22,30,432.00 #	Antonio Joao Fortunato Fernandes	24-05-1995	Shop No.9 still not reigstered due to misplace of documents #

# Value of ₹ 22,30,432 for shop No 8 and 9 Title Deed of Shop No 8 is held in the name of company and Title deed of Shop No 9 has been misplaced and the company is in the process of getting the documents.

\* None of the Title Deed Holder is a Promoter director or relative/ of promoter/director or employee of promoter/director.

Particulars		March 31, 2022	March 31, 2021
<b>7. Non Current Investments</b>			
<b>A Investment in Equity Intruments</b>			
<b>Alnvestment in Associates</b>			
<b>Unquoted Equity Shares, Fair value through P&amp;L</b>			
5693020 Kurlon Limited shares of Rs. 10/- each		21,687.89	22,137.04
58990 Manipal Springs Ltd. Shares of Rs. 100/- each		-	-
895000 Manipal Home Finance Ltd. Shares of Rs. 10/- each		466.38	394.89
<b>Unquoted Equity Shares of Subsidiaries:</b>			
<b>Unquoted, at cost</b>			
5025100 Maharashtra Apex Asset Managment Co. Ltd. shares of Rs. 10/- each		-	-
810000 Eldorado Investments Co. (P) Ltd. shares of Rs. 10/- each		-	-
1799950 Manipal Crimson Estates & Properties Pvt. Ltd. shares of Rs. 10/- each		-	-
<b>Total</b>		<b>22,154.27</b>	<b>22,531.93</b>
Less: Dimunition in the value of Investment		-	-
<b>Total :::::</b>		<b>22,154.27</b>	<b>22,531.93</b>



₹ in lakhs

Particulars	March 31, 2022	March 31, 2021
<b>B Other Investments</b>		
<b>Quoted Equity Shares :</b>		
<b>Fair Value Through Profit and Loss</b>		
15000 (PY 15000) India Cements Capital & Finance Ltd Equity Shares of Rs. 10/- each fully paid up	0.00	0.00
25000 (PY 25000) Parekh Platinum Ltd Equity Shares of Rs. 10/- each fully paid up	0.00	0.00
20000 Voltas Limited shares of Rs. 1/- each	248.90	200.37
22000 TATA Power Company Limited shares of Rs. 1/- each	52.55	22.70
19310 HDFC Bank Ltd. Shares of Rs. 1/- each	283.85	288.40
<b>Unquoted Equity Shares</b>		
<b>Others</b>		
<b>Fair value through OCI</b>		
4,00,000 Canara Steel Limited Equity shares of Rs 10/- each	107.24	89.80
16000 I C D S Ltd. shares of Rs. 10/- each	2.08	2.77
3000 General Investment & Commercial Corporation Ltd. shares of Rs. 10/- each	3.46	3.49
2000 Shamrao Vithal Co-operative Bank Ltd. shares of Rs. 25/- each	9.69	9.34
352000 Manipal Motors (P) Ltd. Shares of Rs. 10/- each	-	20.00
4000 MPL Enterprises Ltd. Shares of Rs. 10/- each	1.57	1.47
750000 Bhooma Automobiles (P) Ltd. shares of Rs. 10/- each	-	75.00
58436 Mangala Investments Ltd. Shares of Rs. 10/- each	428.46	428.46
36368 Manipal Rajmahal Hotels Ltd. Shares of Rs. 10/- each	18.26	20.25
	-	-
<b>Investment in Government or Trust Securities (at amortised cost)</b>		
6 year National Savings Certificate at cost	-	0.14
	-	-
<b>Investment in Debentures or Bonds</b>		
<b>Unquoted Debentures (at amortised cost)</b>		
750 Jay Rapid Roller Limited Debentures of Rs. 1000/- each	-	7.50
	<b>1,156.06</b>	<b>1,169.71</b>
Less: Demunition In the value of Investment	-	102.50
	<b>1,156.06</b>	<b>1,067.21</b>
<b>Total ::::</b>		
<b>Aggregate book value of quoted investments</b>	<b>511.48</b>	<b>269.45</b>
<b>Market value of quoted investments</b>	<b>585.29</b>	<b>511.48</b>
<b>Aggregate amount of unquoted investments</b>	<b>570.77</b>	<b>658.23</b>
<b>Aggregate amount of impairment in value of investments</b>	<b>-</b>	<b>102.50</b>
<b>8. Other Non-Current Financial Assets</b>		
Security Deposit	10.00	10.00
Other Receivable Considered Good	7.65	23.65
<b>Total ::::</b>	<b>17.65</b>	<b>33.65</b>
<b>9. Other Tax Assets - Non current</b>		
Advance Income-Tax and TDS - Net of Provision	418.51	415.06
MAT Credit	41.67	42.72
<b>Total ::::</b>	<b>460.18</b>	<b>457.79</b>
<b>10. Other Asset Non Current</b>		
Advance for purchase of property	201.72	201.72
Other Receivables	1.86	1.86
Security Deposit	2.38	2.38
Less: Dimunition in the Value of Investment	-68.58	-68.58
<b>Total ::::</b>	<b>137.38</b>	<b>137.38</b>



Particulars	March 31, 2022	March 31, 2021
<b>11. Inventory</b> (Valued at the lower value of cost or realisable value)		
Stock-in-Trade - Decree Debts	13.29	13.29
Stock-in-Trade	0.02	0.02
<b>Total ::::</b>	<b>13.31</b>	<b>13.31</b>
<b>12. Current Investments</b>		
<b>Investment in Mutual Funds:</b>		
<b>Quoted investments - Fair Value Through Profit and Loss (FVTPL)</b>		
54001.28 Franklin India Equity Hybrid Fund (Growth)	93.20	82.14
91762.726 units of UTI - Flexi cap fund Regular Plan (Div)	152.69	135.98
6500 units of UTI - Mastershare (Div) Regular Plan (Div)	2.76	2.45
<b>Total ::::</b>	<b>248.65</b>	<b>220.57</b>
Aggregate book value of quoted investments	<b>220.57</b>	<b>130.64</b>
Market value of quoted investments	<b>248.64</b>	<b>220.57</b>
<b>13. Trade receivables - Current</b>		
<b>Unsecured, considered good</b>		
Trade receivables - Dues exceeding Six Months	19.73	18.34
Trade receivables - others	-	-
<b>Sub Total</b>	<b>19.73</b>	<b>18.34</b>

Trade Payable ageing schedule: as on 31-03-2022

Particulars	Outstanding for following period from due date of payment					Total
	Less than 6 Months	6 Month to 1 Year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	-	19.73	-	-	-	19.73
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-



Trade Payable ageing schedule: as on 31-03-2021

Particulars	Outstanding for following period from due date of payment					Total
	Less than 6 Months	6 Month to 1 Year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	-	18.34	-	-	-	18.34
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-

Particulars	March 31, 2022	March 31, 2021
<b>14. Cash and cash equivalents</b>		
<b>A. Cash &amp; Cash Equivalents</b>		
Cash on hand	2.38	1.92
Balances with Banks	62.17	73.06
Deposits with maturity less than 3 months	430.08	469.54
Stamps in hand	0.04	0.02
Stock of Stationery on hand at cost	0.39	0.46
<b>Total ::::</b>	<b>495.06</b>	<b>545.01</b>
<b>15. Other Financial Asset</b>		
<b>Current</b>		
Other Advances	0.56	0.56
Others Receivable	589.34	592.25
Others Deposite	13.07	13.07
Demand Loans	775.17	880.84
Staff Demand Loan	0.79	0.75
Input Tax Credit on GST	4.66	2.4
Bills Discounted	85.59	89.59
Interest accrued but not due	0.01	0.00
Interest accrued on Investments	2.53	5.38
Bank Deposit with Maturity Less than 12 months	935.79	678.79
Less: Provision for doubtful receivables	-1,442.88	-1,556.19
<b>Total ::::</b>	<b>964.63</b>	<b>707.44</b>



<u>Loans &amp; Advances to Promoters etc</u>				
Type of Borrower	2021-2022		2020-21	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoter -Mangala Investment Ltd.,	60.89	5%	60.89	5%
Promoter - Efficient Management Services Pvt Ltd	173.14	13%	173.14	13%
Less: 100% Provision for doubtful receivables	234.03	-	234.03	-
<b>Net Impact</b>	<b>0.00</b>		<b>0.00</b>	
Director	Nil	-	Nil	-
KMPs	Nil	-	Nil	-
# All the Loans are repayable on Demand				
Above Loans Made when the company was a NBFC and its Certificate Of Registration Cancelled by RBI on 13th June 2002, and 100% Provision made in the books on above loans.				
Particulars		March 31, 2022	March 31, 2021	
<b>16. Other Asset</b>				
<b>Current</b>				
Deferred Revenue Expenses		0.14	1.81	
<b>Total ::::</b>		<b>014</b>	<b>1.81</b>	
<b>17. Equity Share Capital</b>				
<b>(i) Authorised Capital:</b>				
3,00,00,000 March 31, 2022 (April 01, 2021: 30,000,000) Equity Shares of Rs. 10/- each		3,000.00	3,000.00	
1,00,00,000 March 31,2022 (April 01,2021,1,00,00,000) Preference Shares of Rs. 10/- each		1,000.00	1,000.00	
<b>Total ::::</b>		<b>4,000.00</b>	<b>4,000.00</b>	
<b>(ii) Issued, Subscribed and Paid-up Capital (Fully Paid-up):</b>				
14,091,896 Equity Shares of Rs. 10/- each fully Called-Up (P.Y.14,091,896 Equity Shares of Rs. 10/- each		1409.19	1409.19	
Add: Forfeited Shares		2.59	2.59	
<b>Total ::::</b>		<b>1,411.78</b>	<b>1,411.78</b>	
<b>Terms / rights attached to shares</b>				
The equity shares have a par value of Rs 10 per share. Each shareholders is eligible for one vote per each share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company(after distribution of all preferential amounts including payment to the preference shareholders) in proportion to their shareholding.				
<b>(iii) Details of shares in the Company held by each shareholder holding</b>				
<b>Equity Shares</b>	<b>March 31, 2022</b>		<b>March 31, 2021</b>	
	No. of Shares	%	No. of Shares	%
M/s Manipal Holdings (P) Ltd	2488875	17.66%	2488875	17.66%
Mrs Jaya S Pai	1627365	11.55%	1627365	11.55%
M/s Chitrakala Inv. Trade & Business Fin. Ltd.	906297	6.43%	906297	6.43%
M/s Manipal Metropolis Builders (P) Ltd.	1888364	13.40%	1888364	13.40%



Particulars		March 31, 2022		March 31, 2021	
(iv) Reconciliation of Number of Shares Outstanding at the beginning and at the end of the reporting periods					
Equity Shares		March 31, 2022		March 31, 2021	
		No. of Shares	Amount	No. of Shares	Amount
At the beginning of the year		14091896	1,409.19	14091896	1,409.19
Changes during the year		-	-	-	-
At the end of the year		14091896	1409.19	14091896	1,409.19
(v) Details of forfeited shares and amount originally paid - up					
Equity Shares		March 31, 2022		March 31, 2021	
		No. of Shares	Amount	No. of Shares	Amount
Equity Shares of ₹ 10 Each		58204	2.59	58204	2.59
(vi) Share holding of Promoters					
Promoter name		No of shares	Percentage of Total Shares	Percentage of Change during the year	
Manipal Metropolis Builders Pvt Ltd		1,890,150	13.41	-	
Mangala Investments Limited		670000	4.75	-	
Manipal Holdings Private Limited		2,488,875	17.66	-	
General Investment And Commercial Corporation Ltd		38059	0.27	-	
Chitrakala Investment Trade & Business Finance Ltd		906297	6.43	-	
Efficient Management Services (P) Ltd.		400	0.00	-	
Tonse Sudhakar Pai (Trustee - Ananth Trust)		388060	2.75	-	
Tonse Sudhakar Pai		3138	0.02	-	
Jaya S Pai		1627365	11.55	-	
Tonse Sudhakar Pai (Trustee - Trust Foundation)		393195	2.79	-	
Sheela Pai		265184	1.88	-	
Varada S Prabhu		562	0.00	-	
T Satish U Pai		120	0	-	
Manipal Home Finance Limited		141700	1.01	-	
Total Shares Held By Promoters:		8813105	61.53		
Particulars			March 31, 2022	March 31, 2021	
18. Other Equity					
a. Securities Premium					
At the beginning of the year			998.14	998.14	
Increase/(decrease) during the year			-	-	
As at end of year			998.14	998.14	
b. Capital Reserve					
At the beginning of the year			78.13	78.13	
Increase/(decrease) during the year			-	-	
At the end of the year			78.13	78.13	
c. Capital Redemption Reserve					
At the beginning of the year			176.35	176.35	
Increase/(decrease) during the year			-	-	
At the end of the year			176.35	176.35	
d. Special Reserve - [Pursuant to RBI (Amendment) Act, 1997]					
At the beginning of the year			159.52	159.52	



Particulars	March 31, 2022	March 31, 2021
Increase/(decrease) during the year	-	-
<b>At the end of the year</b>	<b>159.52</b>	<b>159.52</b>
<b>e. Other Reserves</b>		
<b>i) General Reserve</b>		
At the beginning of the year	331.20	331.20
Increase/(decrease) during the year	-	-
<b>As at end of year</b>	<b>331.20</b>	<b>331.20</b>
<b>ii) Retained Earnings</b>		
At the beginning of the year	2,206.12	-1,165.64
Add/(Less): Re-statement of Other Comprehensive Income	-	-
Profit / (loss) for the year	134.20	3,371.76
<b>Amount available for appropriations</b>	<b>2,340.32</b>	<b>2,206.12</b>
Less : Appropriation	-	-
Less : Negative Minority Interest	-	-
<b>Balance at the End of the year</b>	<b>2,340.32</b>	<b>2,206.12</b>
<b>iii) Other Compransive Income</b>		
Balance as per Last balance Sheet	9,527.74	9523.68
Add/(Less): Re-statement of Other Comprehensive Income	-	-
Transfer from Statement of Profit and Loss	15.58	4.06
Deduction During the year	-	-
<b>As at end of year</b>	<b>9,543.32</b>	<b>9,527.74</b>
<b>iv) Capital Reserve / (Goodwill on Consolidation)</b>		
Total Other Reserves	12,214.84	12,065.06
<b>Total Other Equity</b>	<b>13,626.98</b>	<b>13,477.20</b>
<b>19. Trade Payables</b>		
Total outstanding dues of creditors other than micro and small enterprises	-	-
Others	32.45	28.36
<b>Total :::</b>	<b>32.45</b>	<b>28.36</b>

**For the year ending 31st March 2022**

Particulars	Outstanding for following period from due date of payment					Total
	Unbilled	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	-	26.68	4.17	1.60	-	32.45
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-



**For the year ending 31st March 2021**

Particulars	Outstanding for following period from due date of payment					Total
	Unbilled	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	-	27.96	-	0.40	-	28.36
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-

Particulars	March 31, 2022	March 31, 2021
<b>20. Other Financial liabilities - Current</b>		
<b>Secured</b>		
200 13.5% Redeemable Cumulative Preference shares of Rs. 10/- each	0.20	0.20
Unpaid Creditors being outstanding Bonds/Deposits with interest	2,816.00	2,981.67
Deposit / Bonds with interest less than Rs. 5000/-*	65.00	67.60
Delayed period interest on deposit	1,700.87	1,825.71
(Secured by first charge on Co's financial assets, book debts & receivables)		
<b>Unsecured</b>		
Inter Corporate Deposits	561.81	561.81
Rent Security Deposit	28.18	29.95
TDS for Payments made 2021-2022	1.33	0.48
Lease Security Deposits	438.78	438.78
Liabilities for Expenses	14.74	13.03
Other Payable	1.64	1.71
Gratuity payable	2.79	2.36
Other Advances	0.04	0.20
Advances for sale of property	2.25	0.40
Expenses /Gratuity Exp. Payable	24.90	30.15
Amount Received Pending Before Court 1	647.25	570.77
<b>Total :::</b>	<b>6,305.78</b>	<b>6,524.82</b>

**1 As Per the orders of District Court, D.K Mangaluru released Rs.5,70,76,529/- on 19.03.2020. Also received Rs. 76,48,471/- on 20.11.2021 an excess amount after adjustment to Ep 31/2007, as a part payment in Ep 222/2014. By challenging this Other Party has filed Special Leave Pitiition 4004/ 2021 before the Supreme Court of India and the Company has also filed caveat . The order may go either way as there is uncertainty of Income not recognised in the current Period.**

**20 (a) Redeemable Cumulative Preference shares**

316,200 14% Redeemable Cumulative Preference shares of Rs. 10/- each	31.62	31.62
	<b>31.62</b>	<b>31.62</b>

Particulars	March 31, 2022		March 31, 2021	
	No. of Shares	Amount	No. of Shares	Amount
14% Preference share	3,16,200	31.62	3,16,200	31.62
Redeemable Cumulative Preference Shares shall be redeemable after expiry of 5 years from the date of allotment. The shares are entitled for preferential right over dividend (before the equity share holders) at the rate 14% which is to be proposed by the Board of Directors and subject to approval of shareholders in the ensuing annual general meeting. however the shares are Cumulative Preference Share and therefore the Shareholders are entitled to carry forward the dividend of a year to the forth coming year/s in case the same is not declared in a year. In the event of liquidation such shareholders are eligible to receive the face value along with cumulative dividend (after distribution of all preferential amount) before the distribution of assets to the equity share holders. In case the				



Particulars	March 31, 2022	March 31, 2021
assets are not sufficient to cover up the face value, then the same will be distributed in proportion to their shareholding if the surplus available, after distribution of all preferential amount.		
<b>20 (b) Advance Received for Sale of Property</b>	<b>1,273.37</b>	<b>1,273.37</b>
Company entered in to an agreement to sell with Kurlon Limited and Kurlon Enterprise Limited, for the sale of Non agricultural Land measuring 233 cents, including RCC Building with 3 Floors, total Built-up area about 17149 Sq. Ft situated in 76,Badagubettu Village, Udupi at survey No 102 /16P2, 16P3,9,12 . As per the agreed terms Purchaser agreed to release the funds out of the balance purchase price to the vendor as and when required for the payment of companies liabilities to the deposit holders. This asset along with other assets is earmarked to secure the payment of deposit liabilities as mentioned in CP 30/2003. The sale and registration of the same in favour of the purchaser is subject to auction bidding and Karnataka High Court Approval.		
<b>Total (20 +20(a)+20(b))</b>	<b>7,610.77</b>	<b>7,829.82</b>
<b>21. Other liabilities Current</b>		
Other liabilities	7.51	11.02
<b>Total :::</b>	<b>7.51</b>	<b>11.02</b>
<b>22. REVENUE FROM OPERATIONS</b>		
Income from Hire Purchase, Lease, Loans & Advances	151.34	93.18
Lodging Business	12.54	14.62
Supervision Charges Received	225.36	198.78
<b>Total</b>	<b>389.24</b>	<b>306.57</b>
<b>23. OTHER INCOME</b>		
Interest Income		
On Bank Deposits	51.05	58.41
On Others	7.23	81.79
Rent	3.00	3.00
Service Charges	0.12	0.13
Income from House Property	20.48	17.18
Dividend Income on long term Investments	120.75	4.05
Interest Remission from Bonds/Deposits	125.04	55.01
Profit/loss on Sale of Assets	0.07	0.11
Sale of scrap papers	-	0.01
Fair value gain on financial instruments at fair value through profit or loss	101.87	331.96
Miscellaneous Receipts	8.20	1.77
<b>Total</b>	<b>437.81</b>	<b>553.43</b>
<b>24. EMPLOYEE BENEFITS EXPENSE</b>		
Salaries, Wages and Bonus	218.32	185.78
Retainership Fees	13.02	10.76
Contribution to Provident and Other Funds	27.52	22.49
Gratuity Expenses	0.82	8.81
Staff Welfare Expenses	5.84	3.04
<b>Total</b>	<b>265.52</b>	<b>230.88</b>
<b>25. FINANCE COST</b>		
Deposit Interest cost	-	-
Interest on Income Tax	1.65	3.04
<b>Total</b>	<b>1.65</b>	<b>3.04</b>
<b>26. DEPRECIATION AND AMORTISATION</b>		
Depreciation on tangible fixed assets	3.65	3.25
<b>Total</b>	<b>3.65</b>	<b>3.25</b>



Particulars	March 31, 2022	March 31, 2021
<b>27. OTHER EXPENSES</b>		
Electricity Expenses	1.42	1.38
Rent	15.69	15.57
Taxes and Licence	1.28	1.40
GST Paid	5.99	3.63
Filing Fees	0.31	0.20
Insurance	0.31	0.31
Repairs and Maintenance		
Buildings	8.62	9.55
Other Repairs & Maintenance	1.16	0.97
Vehicle Maintenance	0.65	0.54
Computers and other Service Charges	2.48	3.03
Advertisement Charges	1.77	1.92
Printing and Stationery	0.81	0.66
Postage and Telephones	0.80	0.67
Newspapers, Books & Periodicals	0.02	0.04
Travelling Expenditure	3.35	2.23
Legal & Professional Charges	37.81	21.63
Consultancy & Other Advisory Services	10.92	4.49
Directors - Sitting Fees	0.40	0.42
Payment to Auditor as		
i) Audit Fees	4.47	4.45
ii) Company Law Matters	-	0.25
iii) Tax Matters	0.46	0.45
iv) Other Matters	1.12	0.95
Reimbursement of Recovery Expenses	0.58	0.63
Miscellaneous Expenses	8.88	8.26
Commission Expenses on Recoveries	0.03	0.20
Bank Charges	0.30	0.14
<b>Total</b>	<b>109.62</b>	<b>83.98</b>
<b>28. Exceptional Items</b>		
<b>Exceptional Income:</b>		
Reversal of NPA Provision	113.31	168.42
Reversal of Provision for Diminution in Value of Investment	102.50	
Bad Debts Recovered	5.26	8.57
Excess Gratuity Provision Reversal	5.25	
	<b>226.32</b>	<b>176.99</b>
<b>Exceptional Expenses:</b>		
Bad Debts Written off	-	52.15
Impairment Loss	-	0.04
Other Deposit Written off	-	0.12
Provision for Doubtful Receivables	-	1.86
Investment Written off	102.64	
	<b>102.64</b>	<b>54.16</b>
<b>Exceptional Expenses/ (Income)</b>	<b>123.68</b>	<b>122.83</b>
<b>29. Earnings per Share (EPS)</b>		
Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.		
Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the period/year plus the weighted average number of Equity shares that would be issued on conversion		



of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	March 31, 2022	March 31, 2021
Nominal Value of Equity Shares (Rs. Per Share)	10	10
Total number of equity shares outstanding at the beginning of the period	1,40,91,896	1,40,91,896
Total number of equity shares outstanding at the end of period	1,40,91,896	1,40,91,896
Weighted average number of equity shares at the end of period	1,40,91,896	1,40,91,896
Profit / (Loss) for the period(Rs.)	1,34,19,879	33,71,76,826
Basic and Diluted Earnings per share not annualized (Rs.)	0.95	23.93

### 30. Details of dues to micro and small enterprises as per MSMED Act, 2006

There are no Micro and Small Enterprises as defined in the Micro and Small Enterprises Development Act, 2006 to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro and Small Enterprises has been determined to the extent such parties has been identified on the basis of information available with the Company.

### 31. Fair Values

The carrying values of financials instruments of the Company are reasonable and approximations of fair values.

Particulars	Carrying amount		Fair Value	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
<b>Financial assets</b>				
<u>Financial assets measured at amortised cost</u>				
Loans	-	-	-	-
Other Financial Assets	964.64	707.44	964.64	707.44
Trade receivable	19.73	18.34	19.73	18.34
Assets classified as held for sale	35.06	32.40	35.06	32.40
Cash and cash equivalents	495.06	545.01	495.06	545.01
<b>Total financial assets carried at amortised cost</b>	<b>1,514.49</b>	<b>1,303.19</b>	<b>1,514.49</b>	<b>1,303.19</b>
<u>Financial assets measured at fair value through Statement of Profit and Loss</u>				
Investments (quoted)	732.05	400.08	833.94	732.05
Investments (unquoted)*	658.23	658.23	570.77	555.73
<b>Financial assets measured at fair value through statement of Profit &amp; Loss</b>	<b>1,390.28</b>	<b>1,058.31</b>	<b>1,404.70</b>	<b>1,287.78</b>
*Note : Does not Include Investment in Associate				
<b>Financial liabilities</b>				
<u>Financial liabilities measured at amortised cost</u>				
Borrowings	-	-	-	-
Trade payables	32.45	28.36	32.45	28.36
Other financial liabilities	7610.77	7829.82	7610.77	7829.82
<b>Total Financial liabilities measured at amortised cost</b>	<b>7643.22</b>	<b>7858.18</b>	<b>7643.22</b>	<b>7858.18</b>

The Management assessed that carrying amount of Loans, Cash and Cash Equivalents, Borrowings, Trade Payables and Other Financial Assets & Liabilities are reasonable estimates of their Fair Value.

**32. Related Party Transaction**

Relationship	Related Parties
Directors are interested:	Polo Queen Industrial Fintech Ltd Sirar Dhotre Solar (P) Ltd. Sirar Solar Energies (P) Ltd. Innovative Foam Ltd Sevalal Solar (P) Ltd Integrated Risk Control Applications (P) Ltd Fikka Technologies (P) Ltd 03 Infotech (P) Limited Alpasara Finvest Care Advisory (P) Ltd Maharashtra Apex Asset Management Co. Ltd. Kurlon Ltd. Acqua Business Consulting & Trading (P) Ltd. Long Miles Technology Solution OPC (P) Ltd. MPLS Agritech Project (P) Ltd
Key Management Personnel	Mr Aspi Nariman Katgara Mr J M Panday Mr S.R Gowda Mr K Prakash Shetty Mr. Gev Framroze Engineer (from 30.07.2021) Mr. SS Kamath (Up to 30.07.2021)
Holding Company	Maha Rashtra Apex Corporation Ltd.,
Subsidiary	Maharashtra Apex Asset Management Co. Ltd. Manipal Crimson Estates & Properties Pvt. Ltd. El'Dorado Investments Pvt. Ltd.
Associate	Kurlon Ltd. Manipal Home finance Ltd. Manipal Springs Ltd.

**Related Party Transactions Details**
**1. Loans and Advance given and Recovered :**

₹ in lakhs

Name of the party	Transaction Value		Outstanding Value	
	2022	2021	2022	2021
Maharashtra Apex Asset Management Company Ltd.,	0.50	0.48	(116.95)	(117.45)
Sirar Dhotre Solar (P) Ltd.	-	-	-	4.87
Manipal Springs Ltd.,	(4.00)	(2.00)	494.47	498.47

**2. Advance Received for Purchase of Property**

Name of the party	Transaction Value		Outstanding Balance	
	2022	2021	2022	2021
Kurlon Ltd.	-	-	2,077.24	2,077.24
Kurlon Ltd.	-	1.02	1,273.37	1,272.37

**3. Dividend Received**

Name of the party	Transaction Value		Outstanding Value	
	2022	2021	2022	2021
Kurlon Ltd.	113.86	-	-	-



**4. Remuneration to Managing Director**

Name of the party	Transaction Value		Outstanding Value	
	2022	2021	2022	2021
Sri Aspi Nariman Katgara	3.65	3.65	0.65	0.65

**4. Remuneration to CFO**

Name of the party	Transaction Value		Outstanding Value	
	2022	2021	2022	2021
Sri J M Panday	0.07	0.80	0.07	0.14

**5. Rent Paid**

Name of the party	Transaction Value		Outstanding Value	
	2022	2021	2022	2021
Eldorado Investment Company Pvt Ltd	1.50	1.50	-	-
Manipal Crimson Estates & Properties Pvt Ltd	1.50	1.50	-	-

**6. Rent Paid in Advance**

Name of the party	Transaction Value		Outstanding Value	
	2022	2021	2022	2021
Eldorado Investment Company Pvt Ltd	-	0.80	-	0.80
Manipal Crimson Estates & Properties Pvt Ltd	-	0.80	-	0.80

33 As per the Scheme of Compromise and Arrangement of the holding company sanctioned by the High Court of Karnataka under section 391 to 394 of the Companies Act, 1956 vide its order dated 08.10.2004 and filed with the Registrar of Companies, Karnataka on 15.12.2004, which is the effective date, the holding company has not carried on any business of non-banking financial company during the year except recoveries of advances done in earlier years and repayment of liabilities.

All the Installments as per the scheme have fallen due on 15th September 2009 and 15th June 2009 and aggregate short fall in repayment as per the scheme up to 31.03.2022 amounts to Rs. 4581.87 lakhs.

34 Though the holding company is incurring losses since 2001 and its substantial funds are blocked in non- performing assets, the accounts have been prepared on going concern basis, as it has started implementing the scheme sanctioned by the High Court of Karnataka and the management is of the view that the company will be able to recover its dues from most of the borrowers/debtors and monitor effectively the deficit in operations.

35 The Property at Jai Bharath Industrial Estate, Jalahalli Camp Road, Yashanthpur Bangalore was let out to Kurlon Ltd. This property was auctioned by the Karnataka High court on 20/04/2012. M/s Kurlon Ltd was the highest bidder and the Court permitted them to pay the auction price in installments. Vide letter dated 5/4/2013 M/s Kurlon Ltd requested the company for waiver of rent from 1/4/2013 in view of substantial payment of purchase price for which the company agreed. Confirmation of sale is pending before the High Court of Karnataka. Consideration Received is ₹ 3300.00 Lakhs, out of which amount received from Kurlon Ltd., is ₹ 2,077.24 Lakhs and balance ₹ 1,222.76 Lakhs Received from its subsidiary Kurlon Enterprise Ltd.,. The company is waiting for the auction bidder M/s Kurlon Ltd., to initiate the registration process.

**36 Contingent Liabilities:**

- No provision is made in the accounts for the disputed sales tax liability amounting to Rs. 17.54 lakhs for the Assessment Year 1995-96 to 1996-97 as the appeal filed by the Company is pending disposal.
- No Provision is made for Arrears of Cumulative Fixed Dividend from 31.03.2001 to maturity date for redemption amounts to Rs.17.14 lakhs.

**37 Deferred Tax**

The holding company has not accounted Deferred Tax Asset resulting from accumulated losses and excess depreciation claimed in Income-tax, because of uncertainty of availability of sufficient future taxable income. Deferred tax liability represents that of the Subsidiaries.

**38 Significant accounting judgements, estimates and assumptions**

The preparation of the company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. 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.

**Judgements**

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

**Operating lease commitments -as lessor**

The Company has entered into leases on its property portfolio. The Company has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a major part of the economic life of the commercial property and the fair value of the asset, that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

**Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

**Impairment of non-financial assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill and other intangibles with indefinite useful lives recognised by the Company.

**Taxes**

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred income taxes reflects the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities related to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each balance sheet date the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax assets to the extent that it has become reasonably certain that sufficient future taxable income will be available against which such deferred tax assets can be realised or virtually certain as the case may be.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.



Minimum alternative tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay income tax higher than that computed under MAT, during the period that MAT is permitted to be set off under the Income Tax Act, 1961 (specified period). In the year, in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in the guidance note issued by the Institute of Chartered Accountants of India (ICAI), the said asset is created by way of a credit to the Statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay income tax higher than MAT during the specified year.

#### Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

	2021-22	2020-21	Variance (%)	Reason for variance
<b>39 1. Current Ratio</b>				
Current Assets / Current Liabilities excluding current maturities of Long-Term Borrowings)	0.14	0.09	57.58%	During the year Deposit in Bank exceeding 12 Months is more compared to last year
<b>2. Debt Equity Ratio</b>				
Total Debt / Shareholders Equity	Not Applicable	Not Applicable	-	-
<b>3. Debt Service Coverage Ratio</b>				
Earnings before Interest, Depreciation and Tax / Interest + Principal	Not Applicable	Not Applicable	-	-
<b>4. Return on Equity</b>				
Net Profits after taxes – Preference Dividend (if any) /Average Shareholder's Equity	0.95	23.93	-96.02%	One of The Associate profit Not considered upto 31st March 2022
<b>5. Inventory turnover ratio</b>				
Cost of goods sold OR sales /Average Inventory	Not Applicable	Not Applicable	-	-
<b>6.Trade receivables turnover ratio</b>				
Net Credit Sales /Average Accounts Receivable	Not Applicable	Not Applicable	-	-
<b>7. Trade payables turnover ratio</b>				
Net Credit Purchases /Average Trade Payables	Not Applicable	Not Applicable	-	-
<b>8. Net Capital Turnover Ratio</b>				
Operating Revenue / Working Capital (Current Asset - Current Liabilities)	-0.04%	-0.03%	32.73%	Due to recovery in suit filed demand loan
<b>9. Net Profit Ratio</b>				
Net Profit After Tax (After Exceptional Item) / Value of Operating Revenue	0.34%	11.00%	-96.87%	One of The Associate profit Not considered upto 31st March 2022



	2021-22	2020-21	Variance (%)	Reason for variance
<b>10. Return on Capital Employed</b>				
EBIT/ Average Capital Employed	0.03%	0.06%	-44.92%	Decrease in fair value gain in financial instruments - quoted shares
<b>11. Return on Investment</b>				
Income generated from investment / Average investment	0.01%	0.02%	-34.46%	Decrease in fair value gain in financial instruments - quoted shares

#### 40. Other Regulatory Information

(i) The Group holds all the title deeds of immovable property in its name except Disclosed in Note Number 6 Under Investment Properties.

(ii) During the year, the Company has not revalued its Property, Plant & Equipments (including Right of Use Asset).

(iii) During the year Company has not revalued its intangible Property, Plant & Equipments (including Right of Use Asset).

(iv) The company has no such transaction which is not recorded in the books of accounts hat has been surrendered or disclosed as income during the year in the Tax assesment under the Income Tax Act, 1961 (such as, search or survey or any other relevant provision of the Income Tax Act, 1961).

(v) During the year, the Company has not given any loans to the Promoters, Directors, KMPs and the Related Parties either severally or jointly, with any other person, however Loans advanced in earlier years balance outstanding for which 100% Provision Made on those balances are Disclosed under Note No: 15

(vi) There are No Capital Workin Progress

(vii) There are No Intangible Asset under Development.

(viii) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

(ix) Group has Not availed any loan from Bank

(x) The Group is not declared as wilful defaulter by any bank or financial Institution or other lender , However RBI has cancelled Certificate of Registration with effect from 13th June 2002.

(xi) As per the information available with the Company, it does not have any kind of transaction / relation with Companies struck-off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956 however during the year Company has Written of Investment in shares with Bhooma Automobiles (P) Ltd. Manipal Motars (P) Ltd., and Debenture of Jay Rapid Roller Limited.

(xii) The Group does not have any charges or satisfaction thereof, which is yet to be registered with ROC beyond the statutory period.

(xiii) (A) During the year company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) 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

b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(xiii) (B) During the year company has 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:

(a) 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

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(xiv) The company has not traded or invested in Crypto currency or Virtual Currency during the year.

#### 41. Events after the reporting period

There is no subsequent event after reporting period for reportable.

#### 42. Previous year comparatives

Previous year's figures have been regrouped/reclassified, wherever necessary, to conform to current year classification.

As per our report of even date

**For MAIYA & MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

**Ravi Prasad K**

Partner

Membership Number: 228348

Place: Udupi

Date: 30-05-2022

**Aspi Nariman Katgara**

Managing Director

Din: 06946494

**Vidya Mananjay More**

Director

Din: 06904529

**Yazdin Jimmy Mistry**

Director

Din: 07897995

Place: Bengaluru

Date: 30-05-2022

For and on behalf of the Board of Directors of

**Maha Rashtra Apex Corporation Limited**

**K B Shetty**

Chairman

Din: 01451944

**Jyothi V B**

Director

Din: 07133349

**J M Panday**

Company Secretary/CFO