

## INDEPENDENT AUDITOR'S REPORT

### To the Members of Gloster Nuvo Limited Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying financial statements of **Gloster Nuvo Limited** ("the Company"), which comprise the balance sheet as at March 31, 2022, the statement of profit and loss, (including the statement of other comprehensive income), the cash flow statement and the statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (The "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

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

#### Information Other than the financial statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprise the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information, and we will 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 material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

#### Managements' Responsibility for the 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 Financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



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

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

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

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

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

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.



## 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.

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) 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 the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time;

(e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirement of section 197(16) of the Act:

In our opinion, the company has not paid any managerial remuneration for the year ended March 31, 2022 to its directors and accordingly the provisions of section 197 read with Schedule V to the Act is not applicable; 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 does not have any pending litigations which may impact its financial position in its financial statements;

II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as on March 31, 2022;

III. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

IV. (a) The management has represented to us that, to the best of its knowledge and belief, as disclosed in the note 28(h) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



(b) The management has represented to us that, to the best of its knowledge and belief, as disclosed in the note 28(i) to the financial statements, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on our audit procedures that are 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) as provided under paragraph 2(h) (iv)(a) &(b) above, contain any material mis-statement.

- V. The Company has not declared any dividend in previous financial year which has been paid in current year. Further, no dividend has been declared in current year.



For Singhi & Co.  
Chartered Accountants  
Firm Registration Number: 302049E

Ankit Dhelia

Ankit Dhelia  
Partner

Membership Number:069178  
UDIN: 22069178AISFAT4681

Place: Kolkata

Date: May 10, 2022

## Annexure A

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of the Company of even date)

- i. (a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.  
  
(a)(B) The Company has not capitalized any intangible assets in the books of the Company and accordingly, the requirement to report on clause 3(i)(a)(B) of the Order is not applicable to the Company.  
  
(b) The property, plant and equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.  
  
(c) 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 favour of the lessee) are held in the name of the Company.  
  
(d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2022.  
  
(e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii. (a) The company is in nascent stage and has not yet commenced commercial operations and does not maintain inventories. Accordingly, the requirement to report on clause 3(ii)(a) of the Order is not applicable to the Company.  
  
(b) The Company has not been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.
- iii. (a)(b)(c)(d) During the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a)(b)(c)(d) of the Order is not applicable to the Company.  
  
(e) According to the information and explanations given to us, there were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.  
  
(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.
- iv. In our opinion, and according to the information and explanations given to us, there are no loans, investments, guarantees, and security has been made by the company during the year in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.
- v. The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.



vi. Since the Company has not commenced commercial production, the requirements relating to report on clause 3(vi) of the Order are not applicable to the Company

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs and other statutory dues applicable to it.

According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) There are no dues of goods and services tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess, goods and service tax and other statutory dues which have not been deposited on account of any dispute.

viii. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

ix. (a) The Company did not have any outstanding loans or borrowings or interest thereon due to any lender during the year. Accordingly, the requirement to report on clause ix(a) of the Order is not applicable to the Company.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.

(d) The Company did not raise any funds during the year hence, the requirement to report on clause (ix)(d) of the Order is not applicable to the Company.

(e) & (f) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e)&(f) of the Order is not applicable to the Company.

x. (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit. However, the Company has complied with provisions of sections 62 of the Act in respect of the further issue of Equity Share Capital during the year. The amount raised, have been used for the purposes for which the funds were raised except for idle/surplus funds amounting to Rs 6400 lakhs which were not required for immediate utilization and which have been invested in short term deposits with banks. The maximum amount of idle/surplus funds invested during the year was Rs 6400 lakhs, of which Rs 2400 lakhs was outstanding at the end of the year.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, which has been noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the cost auditor/ secretarial auditor or by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year.



- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- xii. (a)(b)(c) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) (b)(c) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. (a) In our opinion and based on our examination, 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. The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.  
(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.  
(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.  
(d) According to the information, explanations and management representation provided to us during the course of audit, the Group does not have any Core Investment Company.
- xvii. The Company has incurred cash losses amounting to Rs. 115.68 lakh in the current year and amounting to Rs. 118.31 lakh in the immediately preceding financial year respectively.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- 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. (a) & (b) The company is not liable to spent on account of corporate social responsibility under section 135 of the Act. Accordingly, the requirement to report on clause 3(xx)(a) & (b) of the Order is not applicable to the Company.



- xxi. The Company does not have any subsidiary, associate or joint venture and there is no requirement to prepare consolidated financial statements. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Company.



**For Singhi & Co.**  
*Chartered Accountants*  
Firm Registration Number: 302049E

*Ankit Dhelia.*

Ankit Dhelia  
*Partner*

Membership Number: 069178  
UDIN : 22069178AISFAT4681

Place: Kolkata

Date: May 10, 2022



**ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of even date)

**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")**

We have audited the internal financial controls with reference to financial statements of **Gloster Nuvo Limited** ("the Company") as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on the 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") 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 and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements 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 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 with reference to financial statements.



## Meaning of Internal financial controls with reference to financial statements

A company's internal financial control over financial reporting 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 control 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 control 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements 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 Singhi & Co.**  
Chartered Accountants  
Firm Registration Number: 302049E

*Ankit Dhelia.*

Ankit Dhelia  
Partner

Membership Number: 069178  
UDIN : 22069178AISFAT4681

Place: Kolkata

Date: May 10, 2022

(All amounts in Rs. lakhs)

Particulars	Notes	31st March 2022	31st March 2021
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3(a)	25.59	0.84
Right of Use Assets	4	1,677.53	1,571.88
Capital work in Progress	3(b)	3,426.78	323.98
Financial assets			
(i) Other financial assets	5(a)	19.68	6.07
Non-current tax assets	6	-	1.56
Other non-current assets	7	457.22	-
<b>Total non-current assets</b>		<b>5,606.80</b>	<b>1,904.33</b>
<b>Current assets</b>			
(i) Cash and cash equivalents	8(a)	176.80	26.28
(ii) Bank balances other than (i) above	8(b)	2,400.00	-
(iii) Other Current Financial Assets	5(b)	17.91	-
Other current assets	9	37.02	14.18
<b>Total current assets</b>		<b>2,631.73</b>	<b>40.46</b>
<b>Total assets</b>		<b>8,238.53</b>	<b>1,944.79</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	10	6,600.00	200.00
Other equity	11	(229.44)	(107.56)
<b>Total equity</b>		<b>6,370.56</b>	<b>92.44</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Lease liabilities	12	1,629.76	1,509.26
(ii) Other Financial Liabilities	13(a)	40.28	-
<b>Total non-current liabilities</b>		<b>1,670.04</b>	<b>1,509.26</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Lease Liabilities	12	53.56	-
(ii) Trade payables			
a) Total outstanding dues of Micro and Small Enterprises		-	-
b) Total outstanding dues of creditors other than Micro and Small Enterprises	14	11.74	24.44
(iii) Other financial liabilities	13(b)	123.34	317.82
Other current liabilities	15	7.84	0.83
Provisions			
Current tax liabilities (net)	16	1.45	-
<b>Total current liabilities</b>		<b>197.93</b>	<b>343.09</b>
<b>Total liabilities</b>		<b>1,867.97</b>	<b>1,852.35</b>
<b>Total equity and liabilities</b>		<b>8,238.53</b>	<b>1,944.79</b>

Corporate Information

1

Significant Accounting Policies

2

The accompanying notes are an integral part of these Financial Statements


As per our report of even date

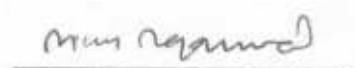
For and on behalf of Board of Directors

For Singhi & Co.  
 Firm Registration No. 302049E  
 Chartered Accountants

 Director

 Director

 Director

 Director

Ankit Dhelia  
 Partner  
 Membership No. 069178  
 Place : Kolkata  
 Date : 10<sup>th</sup> May, 2022



Rina Khandelwal c.s

 CFO

(All amounts in Rs. lakhs)

Particulars	Notes	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
<b>INCOME</b>			
Other Income	17	25.55	6.54
<b>Total Income</b>		<b>25.55</b>	<b>6.54</b>
<b>EXPENSES</b>			
Finance costs	18	0.06	23.35
Employee benefits expense	19	27.51	-
Depreciation and amortization expense	20	2.02	10.75
Other expenses	21	109.63	80.00
<b>Total Expenses</b>		<b>139.22</b>	<b>114.10</b>
<b>Profit before exceptional item and tax</b>	(A)	<b>(113.67)</b>	<b>(107.56)</b>
Exceptional Items	(B)	-	-
<b>Profit before tax</b>	(A-B)	<b>(113.67)</b>	<b>(107.56)</b>
<b>Tax expense</b>			
Current tax		6.68	-
Tax for earlier year		1.51	-
Deferred tax		-	-
<b>Total Tax expenses</b>		<b>8.21</b>	-
<b>Profit / (Loss) after Tax for the period</b>	(C)	<b>(121.88)</b>	<b>(107.56)</b>
Other comprehensive income for the year, net of tax	(D)	-	-
<b>Total comprehensive income for the year</b>	(C+D)	<b>(121.88)</b>	<b>(107.56)</b>
<b>Earnings per equity share</b>			
Basic and Diluted (Nominal Value per Share Rs.10/-)	22	(1.03)	( 5.38)

Corporate Information 1  
 Significant Accounting Policies 2

The accompanying notes are an integral part of these Financial Statements

As per our report of even date

For and on behalf of Board of Directors

For Singhi & Co.  
 Firm Registration No. 302049E  
 Chartered Accountants

Ankit Dhelia




Ankit Dhelia  
 Partner  
 Membership No. 069178  
 Place : Kolkata

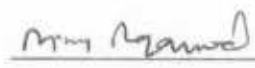
Date : 10th May, 2022

Rima Karanji CS

 Director

 Director

 Director

 Director

 CFO

## A. Equity share capital

(All amounts in Rs. lakhs)

	Amount
As at 27 January 2020	-
Add: Shares issued during the period	200.00
Less: Shares cancelled during the period	-
<b>As at 31 March 2021</b>	<b>200.00</b>
Issued during the year	6,400.00
Cancelled during the year	-
<b>As at 31st March 2022</b>	<b>6,600.00</b>

## B. Other equity

	Retained earnings
As at 27 January 2020	-
Profit/(Loss) for the period	(107.56)
Other comprehensive income, net of tax	-
<b>Total comprehensive income</b>	<b>(107.56)</b>
Adjustment during the year	-
<b>As at 31 March 2021</b>	<b>(107.56)</b>
Profit/(Loss) for the year	(121.88)
Other comprehensive income, net of tax	-
<b>Total comprehensive income</b>	<b>(229.44)</b>
Adjustment during the year	-
<b>As at 31st March 2022</b>	<b>(229.44)</b>

The accompanying notes are an integral part of these Financial Statements

As per our report of even date

For Singhi & Co.  
Firm Registration No. 302049E  
Chartered Accountants

Ankit Dhelia


Ankit Dhelia  
Partner  
Membership No. 069178

Place : Kolkata

Date : 10<sup>th</sup> May, 2022


Rimza Khandelwal<sub>CS</sub>

For and on behalf of Board of Directors

 Director

 Director

 Director

 Director

 CFO

(All amounts in Rs. lakhs)

Particulars	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
<b>(A) Cash flows from operating activities:</b>		
Profit before tax	(113.67)	(107.56)
Adjustments for:		
Depreciation and amortisation expense	2.02	10.75
Interest and finance charges	0.06	23.35
Interest income	(25.55)	(6.54)
<b>Operating profit before changes in operating assets and liabilities</b>	<b>(137.14)</b>	<b>(80.00)</b>
Adjustments for:		
(Increase) / decrease in Non-Current/Current financial and other assets	(36.45)	(20.26)
(Decrease) / Increase in Non-current/ current financial and other liabilities/provisions	(323.50)	343.09
<b>Cash generated from operations</b>	<b>(497.09)</b>	<b>242.83</b>
Income taxes paid (net)	(5.26)	(1.56)
<b>Net cash inflow / (outflow) from operating activities</b>	<b>(502.35)</b>	<b>241.27</b>
<b>(B) Cash flows from investing activities:</b>		
Payments for acquisition of property, plant and equipment/ intangible assets (including CWIP, Capital Advance & Capital Creditors)	(3,247.21)	(324.89)
Payments for acquisition of Right of use assets (Investment in)/ Redemption of Fixed Deposit with Bank	(107.56)	(96.64)
Interest received	(2,400.00)	-
	7.64	6.54
<b>Net cash inflow / (outflow) from investing activities</b>	<b>(5,747.13)</b>	<b>(414.99)</b>
<b>(C) Cash flows from financing activities:</b>		
Proceeds from issue of equity shares	6,400.00	200.00
<b>Net cash inflow / (outflow) from financing activities</b>	<b>6,400.00</b>	<b>200.00</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>150.52</b>	<b>26.28</b>
Cash and cash equivalents- Opening Balance	26.28	-
<b>Cash and cash equivalents - Closing Balance</b>	<b>176.80</b>	<b>26.28</b>

**Notes:**

1 Cash and cash equivalents as per above comprise of the following :

Cash on hand	0.07	0.20
Balances with banks in current accounts	176.73	26.08
<b>Total Cash and cash equivalents (Refer Note-8(a))</b>	<b>176.80</b>	<b>26.28</b>

2 The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

The accompanying notes are an integral part of these Financial Statements

As per our report of even date

For Singhi & Co.  
 Firm Registration No. 302049E  
 Chartered Accountants

Ankit Dhelia

Ankit Dhelia  
 Partner  
 Membership No. 069178  
 Place : Kolkata  
 Date : 19th May, 2022



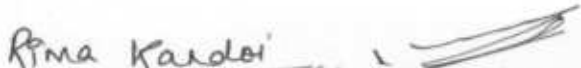
For and on behalf of Board of Directors

 Director

 Director

 Director

 Director

 CFO

(All amounts in Rs. Lakhs)

Particulars	Gross Carrying Amount				Accumulated Depreciation				Net Carrying Amount	
	As at 31 March 2021	Additions	Disposals/ adjustments	As at 31 March 2022	As at 31 March 2021	For the period	Disposals/ adjustments	As at 31 March 2022	As at 31 March 2022	As at 31 March 2021
BUILDING	-	14.58	-	14.58	-	0.24	-	0.24	14.34	-
FURNITURE	-	0.12	-	0.12	-	0.01	-	0.01	0.11	-
VEHICLE	-	8.36	-	8.36	-	0.73	-	0.73	7.63	-
OFFICE EQUIPMENT	0.91	3.71	-	4.62	0.07	1.04	-	1.11	3.51	0.64
	0.91	26.77	-	27.68	0.07	2.02	-	2.09	25.59	0.64

Note: 3(a) Property, plant and equipment

Particulars	Gross Carrying Amount				Accumulated Depreciation				Net Carrying Amount	
	As at 27 January 2020	Additions	Disposals/ adjustments	As at 31 March 2021	As at 27 January 2020	For the period	Disposals/ adjustments	As at 31 March 2021	As at 31 March 2021	As at 31 March 2021
OFFICE EQUIPMENT	-	0.91	-	0.91	-	0.07	-	0.07	0.84	-
	-	0.91	-	0.91	-	0.07	-	0.07	0.84	-

Note: 3(b) Capital Work in Progress

Particulars	Gross carrying amount			
	As at 31 March 2021	Additions	Disposals/ adjustments	As at 31 March 2022
Land & Land Development	318.22	-208.04	-	526.36
Building	5.76	2,724.63	-	2,730.39
Emergent Installation	-	2.80	-	2.80
Road	-	55.25	-	55.25
Others *	-	112.08	-	112.08
	323.98	3,102.80	-	3,426.78

\* including construction material lying at site amounting to Rs. 54.13 Lakhs

Note: 3(b) Capital Work in Progress

Particulars	Gross Carrying Amount			
	As at 27 January 2020	Additions	Disposals/ adjustments	As at 31 March 2021
Land & Land Development	-	318.22	-	318.22
Building	-	5.76	-	5.76
	-	323.98	-	323.98

Capital Work in Progress (CWIP) ageing schedule - Based on the requirements of Amended Schedule III

Particulars	Amount in CWIP for a period of				As at March 31, 2022	
	As at 27 January 2020	1-2 years	2-3 Years	More than 3 years	Total	Total
Projects in progress	3,102.80	323.98	-	-	3,426.78	-
Projects temporarily suspended	-	-	-	-	-	-
	3,102.80	323.98	-	-	3,426.78	-
		Amount in CWIP for a period of				As at March 31, 2021
		Less than 1 year	1-2 Years	More than 3 years		
Projects in progress	323.98	-	-	-	323.98	-
Projects temporarily suspended	-	-	-	-	-	-
	323.98	-	-	-	323.98	-

There are no projects as on each reporting period where activity had been suspended. Also there are no projects as on the reporting period which has exceeded cost as compared to its original plan or where completion is overdue.



**Note: a Right of Use Assets**

Particulars	Gross carrying amount				Accumulated amortisation				Net carrying amount	
	As at 31 March 2021	Additions	Disposal/ adjustments	As at 31 March 2022	As at 31 March 2021	For the period	Disposal/ adjustments	As at 31 March 2022	As at 31 March 2022	As at 31 March 2021
Lease hold Land	1,592.56	161.12	-	1,753.68	10.68	55.47	-	66.15	1,677.53	1,571.88
	1,592.56	161.12	-	1,753.68	10.68	55.47	-	66.15	1,677.53	1,571.88

**Note: a Right of Use Assets**

Particulars	Gross Carrying Amount						Accumulated Depreciation		Net Carrying Amount	
	As at 27 January 2020	Additions	Disposal/ adjustments	As at 31 March 2021	As at 27 January 2020	For the period	Disposal/ adjustments	As at 31 March 2021	As at 31 March 2021	As at 31 March 2021
Lease hold Land	-	1,592.56	-	1,592.56	-	10.68	-	10.68	1,571.88	1,571.88
	-	1,592.56	-	1,592.56	-	10.68	-	10.68	1,571.88	1,571.88

Note 4(a): The Company has entered into lease agreement for a term of three years commencing from January 16, 2021 for factory land situated at Bauria, West Bengal with it's fellow subsidiary. The lease payments are on fixed rental basis along with an escalation clause with an option to renew at the end of lease period. As per the lease agreement, the incidence of lease rent payment would begin on the company on being able to put the Demised Property to beneficial commercial use and no rent shall be payable for the period till the Demised Property becomes usable following commencement of such commercial operations not later than 24 (Twenty Four) months from the date of the lease.

**Note 4(b): The movement in lease liabilities during the year ended is as follows:**

Particulars	March 31, 2022	March 31, 2021
Opening Balance	1,509.26	-
Additions	53.56	1,481.91
Finance cost accrued during the period	120.50	23.95
Dividends	-	-
Payment of lease liabilities	-	-
<b>Closing Balance</b>	<b>1,683.32</b>	<b>1,509.26</b>
Current Lease liabilities	53.56	-
Non - Current Lease liabilities	1,629.76	1,509.26

**Note 4(c): Amount recognised in Statement of Profit or Loss**

Particulars	March 31, 2022	March 31, 2021
Interest expense on lease liabilities	-	23.35
Depreciation expense of right-of-use assets	-	10.68
<b>Total</b>	<b>-</b>	<b>34.03</b>

During the year, the company has capitalised interest expenses on lease liability and depreciation on ROU aggregating to Rs. 175.97 lakh (pr Nil)

**Note 4(d): Amounts recognised in the statement of cash flow**

Particulars	March 31, 2022	March 31, 2021
Total cash outflow for purchase portion of lease liabilities	-	-
Total cash outflow for interest portion of lease liabilities	-	-
Total cash outflow for short term/low value lease liabilities	-	-

**Note 4(e): Future payment of lease liabilities on an undiscounted basis are as follows:**

Particulars	March 31, 2022	March 31, 2021
Lease during the year	60.00	360.00
Over five years	4,314.24	4,652.24
Over ten five years	5,072.24	5,072.24
<b>Total undiscounted lease liabilities</b>	<b>9,446.48</b>	<b>10,084.48</b>

Note 4(f): The weighted average incremental borrowing rate of 7.75% has been applied to lease liabilities recognised in the Balance Sheet.





Note: 5(a) Other Financial Assets (Non-Current)

Particulars	INR amounts in Rs. lakh(s)	
	As at 31st March 2022	As at 31st March 2021
Unsecured, considered good (An amortised cost) Security Deposits on fellow subsidiary	18.68	6.07
<b>Total</b>	<b>18.68</b>	<b>6.07</b>

Note: 5(b) Other Financial Assets (Current)

Particulars	As at 31st March 2022	As at 31st March 2021
Interest Accrued on Fixed Deposits	17.93	-
<b>Total</b>	<b>17.93</b>	<b>-</b>

Note: 6 Non-Current tax assets (Net)

Particulars	As at 31st March 2022	As at 31st March 2021
Advance income tax & TDS/TCS (net of provision)	-	1.38
<b>Total</b>	<b>-</b>	<b>1.38</b>

Note: 7 Non-Current assets (Net)

Particulars	As at 31st March 2022	As at 31st March 2021
Advance for Capital goods	457.22	-
<b>Total</b>	<b>457.22</b>	<b>-</b>

Note: 8(a) Cash and cash equivalents

Particulars	As at 31st March 2022	As at 31st March 2021
Cash and cash equivalents	0.07	0.20
Balances with banks in current accounts	178.73	26.08
<b>Total</b>	<b>178.80</b>	<b>26.28</b>

Note: 8(b) Deposit Other Bank Balances

Particulars	As at 31st March 2022	As at 31st March 2021
Fixed Deposits with Banks (Having original maturity more than three months but less than twelve months)	2,400.00	-
<b>Total</b>	<b>2,400.00</b>	<b>-</b>

Note: Out of the above fixed deposits amounting to Rs. 900 Lakhs is under lien against Bank Guarantee

Note: 9 Other current assets

Particulars	As at 31st March 2022	As at 31st March 2021
Unsecured, considered good (unless otherwise stated) Balances with Government Authorities	36.17	14.18
Prepaid Expenses	0.35	-
<b>Total</b>	<b>37.52</b>	<b>14.18</b>

Note: 10 Equity share capital

Particulars	Equity Shares		Amount
	Number of shares		(Rs. in Lakhs)
As at 27 January 2021	-	-	-
Add: Shares issued during the period	20,00,000		20.00
As at 31 March 2021	20,00,000		20.00
Add: Shares issued during the year	6,60,00,000		660.00
As at 31 March 2022	6,80,00,000		680.00

(i) General terms and conditions

The Company has one class of shares referred to as Equity Shares having a par value of Rs. 10/-, in the event of liquidation of the Company, the equity shareholders will be entitled to receive assets of the Company remaining after distribution of all preferential amounts, in proportion of their shareholding.

(ii) Issued, subscribed and fully paid-up shares

Particulars	As at 31st March 2022		As at 31st March 2021	
	Number of shares	Amount (Rs. in Lacs.)	Number of shares	Amount (Rs. in Lacs.)
Glaxo Limited (Holding Company)	6,80,00,000	680.00	20,00,000	20.00

(a) Details of the shareholding by holding company

Name of the shareholders	As at 31st March 2022		As at 31st March 2021	
	Number of shares	% Share holding	Number of shares	% Share holding
Glaxo Limited (Holding Company)	6,80,00,000	100%	20,00,000	100%

(b) Details of the shareholders holding more than 1% of the Company

Name of the shareholders	As at 31st March 2022		As at 31st March 2021	
	Number of shares	% Share holding	Number of shares	% Share holding
Glaxo Limited (Holding Company)	6,80,00,000	100%	20,00,000	100%

(c) Shares held by promoters at the end of the year

Sl.	Promoter name	As at March 31, 2022			As at March 31, 2021	
		No. of shares	% of total shares	% Change during the year	No. of shares	% of total shares
1	Glaxo Limited	6,80,00,000	100.00%	-	20,00,000	100.00%

1) The company has neither issued bonus shares nor has bought back any shares since date of incorporation.

2) No warrants/ shares have been reserved for issue under options and contracts/ commitments for the issue of shares/ investments as at the Balance Sheet date.

3) No securities convertible into Equity/ Preference shares have been issued by the Company since date of incorporation.

4) No calls are unpaid by any Director or Officer of the Company since date of incorporation.



**UJOSTER NUVO LIMITED**

Notes to the financial statements for the period from 01st April 2021 to 31st March 2022

**Note: 11 Other Equity**

Particulars	As at 31st March 2022	As at 31st March 2021
(i) Retained Earnings		
Balance at the beginning of the year	(107.94)	-
Profit / (Loss) for the period / year	(127.86)	(107.94)
Balance at the end of the year	(235.80)	(107.94)

**Nature and purpose of reserves**

**(i) Retained Earnings**

This reserve represents the cumulative profit/ (loss) of the Company after appropriation. This reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

**Note: 12 Leave liabilities**

Particulars	As at 31st March 2022	31st March 2021
Non Current		
Leave Liability (Refer Note: 4(i))	1,529.76	1,709.26
Current		
Leave Liability (Refer Note: 4(i))	53.28	-
Total	1,583.04	1,709.26

**Note: 13(i) Other Financial Liabilities - Non Current**

Particulars	As at 31st March 2022	31st March 2021
Capital Creditors*	49.28	-
Total	49.28	-

\* Represents balance in respect of extension money

**Note: 13(ii) Other Financial Liabilities - Current**

Particulars	As at 31st March 2022	As at 31st March 2021
Provision to holding company	-	317.82
Liabilities for Capital Goods & Services	128.39	-
Employee related liabilities	0.01	-
Total	128.40	317.82

**Note: 14 Trade payables**

Particulars	As at 31st March 2022	As at 31st March 2021
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	11.74	24.44
Total	11.74	24.44

**Note 14 (a) Trade Payables Against Schedule - Based on the requirements of Amended Schedule III**

Particulars	Outstanding as on March 31, 2022 from date of payment					
	Unbilled Due	Up to 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	1.85	9.57	0.32	-	-	11.74
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	1.85	9.57	0.32	-	-	11.74

Particulars	Outstanding as on March 31, 2021 from date of payment					
	Unbilled Due	Up to 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	1.50	22.94	-	-	-	24.44
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	1.50	22.94	-	-	-	24.44

**Note 14 (b) Disclosure as required under the Micro, Small and Medium Enterprises Development Act, 2006, to the extent ascertained and as per notification number GSR 679 (E) dated 04 September, 2015**

Particulars	As at 31st March 2022	As at 31st March 2021
(i) The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year.	-	-
- Towards principal amount	-	-
- Towards interest on above	-	-
(ii) The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(iii) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(v) The amount of further interest remaining due and payable even in the succeeding years, until such time when the interest dues shown are actually paid to the small enterprise, for the purpose of discharge of a deductible expenditure under section 21 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

**Note: 15 Other current liabilities**

Particulars	As at 31st March 2022	As at 31st March 2021
Statutory dues	7.88	0.88
Total	7.88	0.88

**Note: 16 Current Tax Liability (Net)**

Particulars	As at 31st March 2022	As at 31st March 2021
Provision for Income Tax (Net of Advance Tax)	8.21	-
Advance income tax & TDS/TCS (Net of payments)	(6.70)	-
Total	1.51	-

**Note: 17 Other Income**

Particulars	For the Year ended 31st March 2022	For the period 27th January 2022 to 31st March 2022
Interest income on deposits from bank	24.30	6.49
Interest income on security deposits	1.10	0.05
Total	25.40	6.54



**GLOSTER NIPCO LIMITED**

Notes to the financial statements for the period from 01st April 2021 to 31st March 2022

**Note: 18 Finance costs**

Particulars	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
Interest and finance charges on financial liabilities at amortised cost		
- On lease liabilities	220.50	23.85
Less: Transfer to Capital Work in Progress - Land & Land Development	(130.50)	-
Interest on Income Tax	0.06	-
<b>Total</b>	<b>89.06</b>	<b>23.85</b>

**Note: 19 Employee benefit expense**

Particulars	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
Sources, Wages & Bonus	27.51	-
<b>Total</b>	<b>27.51</b>	<b>-</b>

**Note: 20 Depreciation and amortization expense**

Particulars	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
Depreciation of Property, Plant and Equipment	2.02	0.27
Depreciation Of Right of Use Assets	35.47	30.68
Less: Transfer to Capital Work in Progress - Land & Land Development	(33.47)	-
<b>Total</b>	<b>3.99</b>	<b>30.95</b>

**Note: 21 Other expenses**

Particulars	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
Rates & Taxes	0.10	0.28
Repairs & Maintenance	4.85	29.87
Filing fee	48.49	2.84
Auditor's Remuneration		
- as Audit fee	1.76	1.30
- as Other services	0.75	-
Security Charges	32.16	32.88
Printing & Stationery	0.15	0.14
Bank Charge	0.94	0.00
Repair to Building	3.12	0.30
Professional charge	10.70	10.92
Computer Maintenance	0.14	0.18
Insurance Charges	0.10	-
Freight Charges	0.00	0.05
Conveyance expenses	0.94	-
Office Maintenance (Factors)	2.83	-
Miscellaneous expenses	2.75	1.04
<b>Total</b>	<b>109.61</b>	<b>80.00</b>

**Notes:**

**(a) Corporate social responsibility expenditure:**

The provisions of Section 135 of the Companies Act, 2013 and rules made thereunder in respect of Corporate social responsibility is not applicable to the company for the year ended 31 March, 2022. Accordingly, no further disclosure has been made in the financial statements in respect of the same.

**Note 22: Earning per share**

Particulars	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
(a) Profit / (Loss) attributable to equity holders of the company used in calculating basic and diluted earnings per share (Rs. in lakh)	(121.88)	(107.54)
(b) Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share (in numbers)	1,18,19,176	20,00,000
(c) <b>Basic and diluted earnings per share (Rs.)</b>	<b>(1.03)</b>	<b>(5.38)</b>



**GLACIER NUVO LIMITED**

Notes to the financial statements for the period from 01st April 2021 to 31st March 2022

**Note 23: Disclosure on Financial Instruments**

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments. The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument, are disclosed in Note 2.7 & 2.8 to the financial statements.

**Financial Asset and Liabilities (Measurement and content)**

Particulars	As at 31st March 2022			As at 31st March 2021	
	Fair value through statement of profit and loss	Fair value through other comprehensive income	Amortised cost	Fair value through statement of profit and loss	Amortised cost
<b>Financial assets</b>					
Cash & Cash Equivalents	-	-	176,801	-	16,18
Bank balances other than above	-	-	2,400,000	-	-
Other financial assets	-	-	37,39	-	8,07
<b>Total financial assets</b>			<b>2,614,19</b>		<b>24,25</b>
<b>Financial liabilities</b>					
Loans liabilities	-	-	1,887,32	-	1,208,70
Trade payables	-	-	11,78	-	14,88
Other financial liabilities	-	-	392,62	-	117,82
<b>Total financial liabilities</b>			<b>2,291,72</b>		<b>1,341,40</b>

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair value since the Company does not anticipate that the carrying amounts would be significantly different from the values that would ultimately be realised or settled.

**Fair value hierarchy**

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

**Quoted prices in an active market (Level 1):** This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investments in quoted equity shares, and mutual fund investments.

**Valuation techniques with observable inputs (Level 2):** This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). This level of hierarchy includes Company's own debt instrument (DTT) derivative contracts.

**Valuation techniques with significant unobservable inputs (Level 3):** This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are not supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The company has measured all its Financial Assets and Financial liabilities at amortised cost. Hence, no separate disclosure has been given on fair value hierarchy.

**Note 24: Related party transactions**

**(a) Holding Company (Parent)**

The company is controlled by the following entity:

Name	Type	Place of Incorporation	Ownership interest	
			As at 31 March 2022	As at 31 March 2021
Glacier Limited	Holding Company	India	100%	100%

**(b) Fellow subsidiaries**

- Glacier Lifestyle Limited (100% subsidiary of Glacier Limited)
- Glacier Socialites Limited (100% subsidiary of Glacier Limited)
- Network Industries Limited (100% subsidiary of Glacier Limited)
- Net Glacier Industries Limited (100% subsidiary of Glacier Limited)

**(c) Key Management Personnel**

- Shree Harvath Rangun, Director (w.e.f. 13-04-2021)
- Shree Dharam Chand Baheti, Director
- Shree Ajay Kumar Tuli, Director
- Shree Kavya Kumar Agarwal, Director
- Shree Pawan Kumar Gupta, Chief Financial Officer (w.e.f. 13-04-2021)
- Shree Rishi Kumar, Company Secretary (w.e.f. 11-03-2021)

**(d) Transaction with related parties**

Particulars	Period	Amount (Rs. in Lacs)			
		Glacier Limited	Network Industries Limited	KMP - Shree Pawan Kumar Gupta (CFO)	KMP - Shree Ajay Kumar Tuli (Director)
<b>A. Transactions during the year</b>					
Advances received	01-Apr-21 to 31-Mar-2022 01-Apr-20 to 31-Mar-2021	2,082.76 327.03	-	-	-
Advances granted	01-Apr-21 to 31-Mar-2022 01-Apr-20 to 31-Mar-2021	2,430.38 10.11	-	-	-
Loans Capital	01-Apr-21 to 31-Mar-2022 01-Apr-20 to 31-Mar-2021	6,800.00	-	-	-
Security deposit given*	01-Apr-21 to 31-Mar-2022 01-Apr-20 to 31-Mar-2021	-	120.00 60.00	-	-
Revenue from cost	01-Apr-21 to 31-Mar-2022 01-Apr-20 to 31-Mar-2021	-	-	14.26	-
Reimbursement of Expenses	01-Apr-21 to 31-Mar-2022 01-Apr-20 to 31-Mar-2021	-	-	-	0.77
<b>Outstanding balances at year end</b>					
Other financial liabilities	As at 31-Mar-2022 As at 31-Mar-2021	- 117.82	-	-	-
Security deposit given*	As at 31-Mar-2022 As at 31-Mar-2021	-	180.00 60.00	-	-
Loans Capital	As at 31-Mar-2022 As at 31-Mar-2021	6,000.00 200.00	-	-	-
Payable for Capital Goods & Services	As at 31-Mar-2022 As at 31-Mar-2021	-	-	8.28	-
Other Payable	As at 31-Mar-2022 As at 31-Mar-2021	-	-	-	0.23

\* The security deposit balance represents the amount actually paid by the company without impact of fair valuation.

**(e) Terms and conditions of the transactions**

As confirmed by the management, all transactions during the period have been carried at their length price. All outstanding balances are unsecured and are repayable in cash.

**Note 25 (a): Contingent Liabilities**

Particulars	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
Bank Guarantee *	830.00	-

\*Note: Bank Guarantees are availed against pledge of STPs for the incumbent amount on account of capital purchase.

**Note 25 (b): Commitments**

Particulars	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
Estimated amounts of contracts remaining to be executed on capital account and not provided for property, plant and equipment (net of advances)	6,265.80	-



**DEEPTER FUND LIMITED**

Notes to the financial statements for the period from 01st April 2021 to 31st March 2022  
 Note 20: Financial Risk Management, Objectives and Policies

**A) Capital Management**

**i) Risk Management**

The Company's objective when managing capital is to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. Consistent with others in the industry, the Company monitors capital on the basis of net debt to equity ratio and market value of overall debt portfolio of the Company. Net debt implies total borrowings of the Company as reduced by Cash and Cash Equivalents and Equity comprises all components attributable to the owners of the Company.

The following table summarizes the Net Debt, Equity and Ratio thereof:

Particulars	31 March 2022	31 March 2021
Total borrowings		
Current liabilities	1,081.32	1,509.29
Long Term & Cash Equivalents & Other Bank balances	2,576.80	26.28
Net Debt (A)	495.48	1,482.99
Total equity (B)	6,175.38	93.44
Net debt to capital employed Ratio (A/B)	8.03%	15.88%

No changes were made to the objective policy & process for expenditure as on 31st March 2022 & 31st March 2021.

**ii) Dividends**

The company has not declared any dividend for FY 2020-21 and no dividend has been proposed for FY 2021-22.

**Note 20 (B) Financial Risk Management**

The Company has a risk management policy which covers risk associated with the financial assets and liabilities. The risk management policy is approved by the Directors. The different types of risk impacting the fair value of Non-derivative instruments are as below:

**i) Credit Risk**

The credit risk is the risk of financial loss arising from counter party failing to discharge an obligation. The credit risk is controlled by applying credit limits and creditworthiness of customers on continuous basis to reduce the credit risk bearing assets, after obtaining satisfactory approvals for credit.

The company is at nascent stage and has not yet commenced commercial operations. Accordingly, the company does not have any significant Credit risk as on the reporting date.

**ii) Liquidity risk**

Liquidity risk is the risk that the Company may not be able to meet its financial obligations as they become due.

**iii) Maturity analysis for financial liabilities**

The following are the remaining contractual maturities of financial liabilities at the reporting date:

Particulars	On demand	Up to 1 Year	1-3 Years	More than 3 years	Total
<b>As at 31st March, 2022</b>					
<b>Non-derivative</b>					
Trade liabilities (net unsecured bank)	-	90.90	438.00	4,519.29	5,027.24
Trade receivables	1.80	9.37	0.52	-	11.74
Other financial liabilities	-	-	40.28	-	40.28
	1.80	100.27	478.80	4,519.29	5,124.26
<b>As at 31st March, 2021</b>					
<b>Non-derivative</b>					
Trade liabilities (net unsecured bank)	-	-	300.00	4,812.29	5,112.29
Trade receivables	-	14.44	-	-	14.44
Other financial liabilities	117.22	-	-	-	117.22
	117.22	14.44	300.00	4,812.29	5,224.00

**iv) Market risk**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of following risks: Interest rate risk, foreign currency risk, other price risk. Financial instruments affected by market risk include investments, trade receivables, borrowings and trade payable.

**i) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of the Company's financial instruments will fluctuate because of changes in market interest rates.

The Company does not have any interest bearing borrowing. Accordingly there is no interest rate risk as at the reporting date on financial liability. The Company's fixed deposits are carried at amortized cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 207, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

**ii) Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company has no exposure to foreign currency risk at the end of the reporting period and end of the previous year.

**iii) Other price risk**

The company is at nascent stage and has not yet commenced commercial operations. In view of the above, the company does not face any other price risks.

**iv) Other risk**

The outbreak of Coronavirus (COVID-19) pandemic globally and in India causing significant disturbance and slowdown of economic activity. The Company's operations and revenue during the period were also impacted due to COVID-19. The

Company has made detailed assessments of its liquidity position, the recoverability and carrying value of its assets and ability to pay its liabilities as they become due and effectiveness of internal financial controls at the balance sheet date, and has concluded that there are no material impact or adjustments required in the financial statements and does not anticipate any challenges in the Company's ability to continue as a going concern. The impact of the pandemic may be different from that estimated as at the date of approval of these results and the management continues to closely monitor any material changes to future economic conditions.



GLOSTER NUVO LIMITED

Notes to the financial statements for the period from 01st April 2021 to 31st March 2022.

Note 27 : Ratio Analysis and its elements

Sl.No	Ratio	31 March 2022	31 March 2021	% Variance	Reason for variance
1	Current ratio	13.30	0.12	11177%	Due to Proceeds from issue of share capital invested in Fixed Deposit temporarily
2	Debt-equity ratio	Not Applicable	Not Applicable	Not Applicable	Not Applicable since the company does not have any debt or borrowings  The company is in nascent stage and has not yet commenced commercial operations.
3	Debt service coverage ratio	Not Applicable	Not Applicable	Not Applicable	
4	Return on equity ratio	(0.04)	(1.16)	-97%	
5	Inventory turnover ratio	Not Applicable	Not Applicable	Not Applicable	
6	Trade receivables turnover ratio	Not Applicable	Not Applicable	Not Applicable	
7	Trade payables turnover ratio	Not Applicable	Not Applicable	Not Applicable	
8	Net capital turnover ratio	Not Applicable	Not Applicable	Not Applicable	
9	Net profit ratio	Not Applicable	Not Applicable	Not Applicable	
10	Return on capital employed	(0.02)	(0.91)	-98%	
11	Return on investment	0.04	-	Not Applicable	

Sl.No	Ratio	Numerator	Denominator
1	Current ratio	Current Assets	Current Liabilities
2	Debt-equity ratio	Total Debt	Shareholder's Equity
3	Debt service coverage ratio	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.	Debt service = Interest & Lease Payments + Principal Repayments
4	Return on equity ratio	Net Profits after taxes - Preference Dividend (if any)	Average Shareholder's Equity
5	Inventory turnover ratio	Cost of goods sold OR sales	Average inventory = (Opening + Closing balance / 2)
6	Trade receivables turnover ratio	Net Credit Sales = Net credit sales consist of gross credit sales minus sales return. Trade receivables includes sundry debtors and bill's receivables.	Average trade debtors = (Opening + Closing balance / 2)
7	Trade payables turnover ratio	Net Credit Purchases = Net credit purchases consist of gross credit purchases minus purchase return.	Average Trade Payables
8	Net capital turnover ratio	Net Sales / Net sales shall be calculated as total sales minus sales returns.	Working Capital = Working capital shall be calculated as current assets minus current liabilities.
9	Net profit ratio	Net profit shall be after tax	Net Sales = Net sales shall be calculated as total sales minus sales returns.
10	Return on capital employed	Earning before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability
11	Return on investment	Interest earned	Weighted Average investment (based on no. of days)



**GLOSTER NUVO LIMITED**

Notes to the financial statements for the period from 01st April 2021 to 31st March 2022

**Note 25 Other Statutory Information**

- (a) The company has taken Land on long-term lease basis and all immovable property / construction work in progress is being carried on the aforesaid Leasehold Land (being classified as Right-of-use assets). Accordingly, there are no other immovable properties in the books of the company.
- (b) The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and intangible assets during the year.
- (c) The Company has not give any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment granted to promoters, directors, KMPs and related parties.
- (d) The Company did not raise any term loans or working capital borrowings during the current year. Accordingly, the Company does not have any charges to be filed or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (e) The Company does not have any Benami property. Further, there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (f) The Company does not have transactions with any struck off companies during the year.
- (g) The Company has not traded or invested in Crypto currency or Virtual Currency during the current financial year.
- (h) The 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:
  - (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries); or
  - (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (i) The 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.
- (j) The Company have not any 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.
- (k) The Company has not been declared as a wilful defaulter by any bank or financial institution or government or any government authority.
- (l) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- (n) The company has not filed any Scheme of Arrangements in terms of sections 230 to 237 of the Companies Act, 2013 with any Competent Authority.



**Note 29 : Reconciliation of Tax Expense**

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate and the reported tax expense in profit or loss are as follows:

Particulars	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
Current tax	6.68	-
Tax for earlier year	1.53	-
Deferred tax	-	-
<b>Total Tax expenses</b>	<b>8.21</b>	<b>-</b>

Particulars	For the Year ended 31st March 2022	For the period 27th January 2020 to 31st March 2021
Profit/(loss) before tax		
Income tax using the Company's domestic tax rate u/s 115BAB	(133.67)	(107.56)
<b>Expected tax expense (A)</b>	<b>(19.51)</b>	<b>(18.46)</b>
Tax effect of adjustment to reconcile expected income tax expense to reported income tax expense		
Non-deductible expenses	-	6.24
Deferred Tax not recognised on business loss/absorbed depreciation	19.51	12.22
Income taxable under other sources at higher rate	6.68	-
<b>Total Income tax expense (B)</b>	<b>26.19</b>	<b>18.46</b>
<b>Actual tax expense recognised in statement of profit &amp; loss [C=A+B]</b>	<b>6.68</b>	<b>0.00</b>

\*Deferred tax asset for temporary difference has not been recognized in accordance with Ind AS 12 on Income taxes as there is no virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Business losses cannot be carry forward as the company has not yet set up any business facility in India. The Company has computed current tax on interest and service income as the Company has not set up any business facility in India.

**Note 30: Segment Information**

The company is in nascent stage and has not yet commenced commercial operations. The Company is a wholly-owned subsidiary of Gloster Limited and shall be

**Note 31:**

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

The accompanying notes are an integral part of these Financial Statements

As per our report of even date

For Singhi & Co.  
Firm Registration No. 302049E

Chartered Accountants

Ankit Dhelia.

Ankit Dhelia  
Partner  
Membership No. 069178  
Place : Kolkata  
Date : 10th May, 2022



For and on behalf of Board of Directors

 Director

 Director

 Director

 Director

 Director

Rima Karoloi c.s



## Gloster Nuvo Limited

Notes annexed to and forming part of the Financial Statements

### 1. Corporate Information

Gloster Nuvo Limited is a public company within the meaning of Companies Act, 2013 and incorporated on 27<sup>th</sup> January, 2020. The Company is a wholly owned subsidiary of Gloster Limited and shall be engaged in manufacture and sale of Jute & allied products. Currently, the company is in the process of set-up of manufacturing facilities at Bauria, West Bengal.

### 2. Summary of significant accounting policies

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

#### 2.1 Basis of Preparation

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

These financial Statements relate to Gloster Nuvo Ltd Limited comply in all material aspects with Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act 2013 ("the Act"), read with the Companies (Indian Accounting Standard) Rules, as amended from time to time and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the Financial Statement.

The financial statements have been prepared under the historical cost convention on accrual basis except for following assets and liabilities which have been measured at fair value:

- Financial instruments - Measured at fair value;

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in the financial statement is determined on such a basis, except for share-based payment transactions, leasing transactions and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Inventories or value in use in Impairment of Assets. The basis of fair valuation of these items is given as part of their respective accounting policies.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.
- The financial statements have been presented in Indian Rupees (INR), which is the Company's Functional Currency. All Financial information presented in INR has been rounded off to nearest two decimals of lakh, unless otherwise indicated.



## Gloster Nuvo Limited

Notes annexed to and forming part of the Financial Statements

### (ii) Classification of current and non-current

All asset and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Ind AS 1 - Presentation of Financial Statements and Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

### (iii) New and amended standards adopted by the company

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, as below-

- **Ind AS 16 – Property Plant and equipment** - The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022
- **Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets** – The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022, although early adoption is permitted.
- **Ind AS 103 – Reference to Conceptual Framework:** The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103.
- **Ind AS 109 – Annual Improvements to Ind AS (2021):** The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognize a financial liability.
- **Ind AS 106 – Annual Improvements to Ind AS (2021):** The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration.

The company has evaluated the above amendments and there is no material impact on its standalone financial statement.

### (iv) Use of Estimates and Management Judgments

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

- Recognition of deferred tax assets for carried forward tax losses
- Useful life of property, plant and equipment's
- Right-of-use assets and lease liability



## **Gloster Nuvo Limited**

Notes annexed to and forming part of the Financial Statements

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

### **2.2 Property, Plant and equipment and Depreciation**

a) All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

b) 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 statement of profit or loss during the reporting period in which they are incurred.

c) Depreciation is provided on Straight line method over the estimated useful lives of the assets. Pursuant to Notification of Schedule II of the Companies Act, 2013 becoming effective, the Company has adopted the useful lives as per the lives specified for the respective fixed assets in the Schedule II of the Companies Act, 2013.

d) Gains and losses on disposal of Property, plant and equipment is recognized in the statement of profit and loss.

e) An impairment loss is recognized where applicable when the carrying amount of property, plant and equipment exceeds its recoverable amount.

### **2.3 Intangible assets and amortization**

a) Intangible assets are stated at cost of acquisition including duties, taxes and expenses incidental to acquisition and installation, net of accumulated depreciation. Recognition of costs as an asset is ceased when the asset is complete and available for its intended use.

b) Intangible assets are amortized on straight line method as per the management estimated useful life.

c) Gains and Losses on disposal of Intangible assets are recognized in the Statement of Profit and Loss.

### **2.4 Impairment of assets**

Assessment is done at each balance sheet date as to whether there is any indication that an asset (property, plant and equipment) may be impaired. If any such indication exists, an estimate of the recoverable amount of the asset/ cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to their coverable amount.

Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Assessment is also done at each balance sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased /increased. An impairment loss is recognised in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount. Where an impairment loss subsequently reverses, the carrying value of the asset is increased to the revised estimate of its recoverable amount so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised in the statement of profit and loss immediately.

### **2.7 Financial assets**

The financial assets are classified in the following categories:



## **Gloster Nuvo Limited**

Notes annexed to and forming part of the Financial Statements

- a) Financial assets measured at amortised cost,
- b) Financial assets measured at fair value through profit and loss (FVTPL), and
- c) Financial assets measured at fair value through other comprehensive income (FVOCI).

The classification of financial assets depends on the Company's business model for managing financial assets and the contractual terms of the cash flow.

At initial recognition, the financial assets are measured at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in the Profit or Loss. Financial assets are not reclassified subsequent to their recognition except if and in the period the Company changes its business model for arranging financial assets.

### **Financial assets measured at amortised cost**

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method. The losses arising from impairment are recognised in the Statement of Profit or Loss. Trade Receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for impairment, if any.

### **Financial instruments measured at FVTPL**

Financial instruments included within FVTPL category are measured initially as well as at each reporting period at fair value plus transaction costs as applicable. Fair value movements are recorded in statement of profit and loss. Investments in units of mutual funds, alternate investment funds (AIF's) other than equity and debentures are accounted for at fair value and the changes in fair value are recognised in the statement of Profit and Loss.

### **Financial assets at FVOCI**

Financial assets are measured at FVOCI if these financial assets are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

### **Equity instruments**

The Company measures all equity investments at fair value. The Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, and accordingly there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

### **De-recognition of financial asset**

The Company de-recognises a financial asset when the contractual rights to the cash flows from the financial assets expire or it transfers the financial assets and such transfer qualifies for de-recognition under Ind AS 109 : Financial Instruments.

### **Impairment of financial assets**

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Only for Trade receivables, the simplified approach of lifetime expected credit losses is recognised from initial recognition of the receivables as required by Ind AS 109: Financial Instruments. Impairment loss allowance recognised /reversed during the year is charged/written back to Statement of Profit and Loss.



## **Gloster Nuvo Limited**

Notes annexed to and forming part of the Financial Statements

### **2.8 Financial Liabilities**

Financial liabilities are measured at amortised cost using the effective interest method. Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction cost of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

For Trade and Other Payables maturing within one year from the balance sheet date, the carrying amount approximates fair value to short-term maturity of these instruments. A financial liability (or a part of financial liability) is de-recognised from Company's balance sheet when obligation specified in the contract is discharged or cancelled or expired.

### **2.9 Subsidy / Government Grant**

Subsidy/ Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the statement of profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in other liabilities as deferred income and are credited to statement of profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

### **2.10 Inventories**

Raw materials, Stores and Spares parts and components are valued at cost (cost being determined on weighted average basis) or at net realizable value whichever is lower.

Semi-finished goods and stock-in-process are valued at raw materials cost plus labour and overheads apportioned on an estimated basis depending upon the stages of completion or at net realizable value whichever is lower. Finished goods are valued at cost or at net realizable value whichever is lower.

Cost includes all direct cost and applicable manufacturing and administrative overheads. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and the estimated cost necessary to make the sale.

### **2.11 Employee Benefit**

#### **a) Defined Contribution Plans**

Payments to defined contribution plans are charged as an expense as they fall due. Payments made to state managed retirement benefit schemes are dealt with as payments to defined contribution schemes where the Company's obligations under the schemes are equivalent to those arising in a defined contribution benefit scheme.

#### **b) Defined Benefit Plans**



## **Gloster Nuvo Limited**

Notes annexed to and forming part of the Financial Statements

For defined benefit retirement schemes the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuation being carried out at each balance sheet date. Re-measurement gains and losses of the net defined benefit liability/ (asset) are recognised immediately in other comprehensive income. The service cost and net interest on the net defined benefit liability/ (asset) is treated as a net expense within employment costs.

Past service cost is recognised as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognised, whichever is earlier. The retirement benefit obligation recognised in the balance sheet represents the present value of the defined-benefit obligation as reduced by the fair value plan assets.

### **c) Compensated absences**

Accrued liability in respect of leave encashment benefit on retirement is accounted for on the basis of actuarial valuation as at the year end and charged in the Statement of Profit and Loss every year.

Compensated absences benefits comprising of entitlement to accumulation of Sick Leave is provided for based on actuarial valuation at the end of the year. Actuarial gains and losses are recognized immediately in the statement of Profit and Loss.

Accumulated Compensated Absences and Gratuity liability, which are expected to be availed or encashed or contributed within the 12 months from the end of the year are treated as short term employee benefits and the balance expected to be availed or encashed or contributed beyond 12 months from the year end are treated as long term liability.

### **d) Other short term employee benefits**

Short Term Employee Benefits are recognized as an expense as per the Company's schemes based on expected obligation on an undiscounted basis.

## **2.12 Revenue Recognition**

Revenue from contracts with customers are recognised when the control over the goods or services promised in the contract are transferred to the customer. The amount of revenue recognised depicts the transfer of promised goods and services to customers for an amount that reflects the consideration to which the Company is entitled to in exchange for the goods and services.

Revenue from sale of products is recognised when the control over such goods have been transferred, being when the goods are delivered to the customers. Delivery occurs when the products have been shipped or delivered to the specific location as the case may be, risks of loss have been transferred to the customers, and either the customer has accepted the goods in accordance with the sales contract or the acceptance provisions have lapsed or the Company has objective evidence that all criteria for acceptance have been satisfied. Revenue from these sales are recognized based on the price specified in the contract, which is fixed. No element of significant financing is deemed present as the sales are made against the receipt of advance or with an agreed credit period (in a very few cases) of upto 90 days, which is consistent with the market practices. A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only passage of time is required before payment is done.

### **Other Income**

Interest income is recognized on a time proportion basis taking in to account the amount outstanding and the effective interest rate applicable. Dividend income is recognized when the right to receive dividend is established. Export incentives are accounted as income in the Statement of Profit and Loss when no significant uncertainty exists regarding the collectability. Insurance claims are accounted to the extent the Company is reasonably certain of their ultimate collection.

## **2.13 Foreign Currency Transaction**

### **(i) Initial Recognition**

On initial recognition, all foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction.



## **Gloster Nuvo Limited**

Notes annexed to and forming part of the Financial Statements

### **(ii) Subsequent Recognition**

At the reporting date, foreign currency non-monetary items carried in terms of historical cost are reported using the exchange rate at the date of transactions. All monetary assets and liabilities in foreign currency are restated at the end of accounting period at the closing exchange rate. Gains/losses arising out of fluctuations in the exchange rates are recognised in the Statement of Profit and Loss in the period in which they arise.

### **2.14 Derivative Instruments**

The Company uses derivative financial instruments such as foreign exchange contracts to hedge its exposure to movements in foreign exchange rates relating to the underlying transactions.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value and resulting gain or loss is recognized in the statement of profit and loss at the end of each reporting period. Any profit or loss arising on cancellation of derivative instruments is recognized as income or expense for the period.

### **2.15 Taxation**

Current tax is determined as the amount of tax payable in respect of taxable income for the year based on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

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 financial statements. 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.

### **2.16 Borrowing Cost**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Other borrowing costs are expensed in the period in which they are incurred.

### **2.17 Provisions:**

Provisions are recognized when there is a present obligation 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 there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value, except where the effect of the time value of money is material.



## **Gloster Nuvo Limited**

Notes annexed to and forming part of the Financial Statements

### **2.18 Contingent Liabilities:**

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 company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

### **2.19 Earnings per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders 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 or loss 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.

### **2.20 Cash and Cash Equivalents**

In the cash flow statement, cash and cash equivalents include cash in hand, and balance with bank in current account.

### **2.21 Dividends**

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the Company, on or before the end of the reporting period but not distributed at the end of the reporting period.

### **2.22 Offsetting Financial Instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in event of default, insolvency or bankruptcy of the Company or the counterparty.

### **2.23 Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Board of directors of the Company has been identified as being the chief operating decision maker.

### **2.24 Leases**

#### **As a lessee**

Leases are recognised as right of use assets and a correspondence liability at the date at which the leased asset is available for use by the company. Contract may contain both lease and non lease components. The Company allocates the consideration in the contract to the lease and non lease components based on their relative standalone prices.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payment:- a) Fixed payments (including in substance fixed payments) less any lease incentive receivable. b) Variable lease payment that are based on an index or a rate, initially measured using the index or a rate at the commencement date. c) Amount expected to be paid by the Company as under residual value guarantees. d) Exercise price of a purchase option if the Company is reasonably certain to exercise that option. e) Payment of penalties for terminating the lease, if the lease term reflects the Company exercising that option.





## **Gloster Nuvo Limited**

Notes annexed to and forming part of the Financial Statements

To determine the incremental borrowing rate, the Company: a) Where possible, use recent third party financing received by the individual lessee as a starting point, adjusted to reflect changes in the financing conditions since third party financing was received b) use a built up approach that starts with risk free interest rate adjusted for credit risk of leases held by Gloster Nuvo Limited, which does not have recent third party financing.

Lease payments are allocated between principal and finance cost. The finance cost is charged to Statement of 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.

Right-of-use assets are measured at cost comprising - i) the amount of the initial measurement of lease liability ii) any lease payment made at or before the commencement date less any lease incentive received iii) any initial direct cost and iv) restoration costs. Right of use of assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight line basis.

Payment associated with short-term leases of equipment and all the leases of low value assets are recognised on a straight line basis as expenses in the statement of profit and loss. Short term leases are leases with a lease term of less than 12 months or less.

### **As a Lessor**

Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature. The Company did not need to make any adjustments to the accounting for assets held as lessor as a result of adopting the new leasing standard.



## GLOSTER NUVO LIMITED

### DIRECTORS' REPORT

#### **DEAR SHAREHOLDERS**

Your Directors present the 2nd Annual Report of the Company together with the Audited Accounts for the Year ended 31st March, 2022.

#### **FINANCIAL RESULTS**

The highlights of the financial results for the year ended 31st March, 2022 are as under:

(Rupees in Lakhs)

<b>PARTICULARS</b>	<b>Year ended 31st March, 2022</b>	<b>For the period from 27th Jan, 2021 to 31st March, 2021</b>
Total Income	25.55	6.54
Less: Total Expenses	139.22	114.10
Profit/(Loss) before Tax	(113.67)	(107.56)
Provision for Taxation	8.21	-
Profit/(Loss) for the Year	(121.88)	(107.56)

#### **STATE OF COMPANY'S AFFAIRS**

The Company is setting up a green field jute mill at P.O. Fort Gloster, Bauria, Howrah with an estimated Project Cost of Rs. 312 Crores with a Capacity to manufacture Jute yarn and its products of 138 TPD in 2 phases. The Phase I is estimated to be commissioned by March, 2023.

#### **OPERATIONAL PERFORMANCE**

The financial statements have been prepared to comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016] and other relevant provisions of the Act.

During the financial year 2021-2022 the Company had no operational activity.

#### **DIVIDEND**

The Board of Directors of your Company does not recommend any dividend for the financial year 2021-2022.

#### **TRANSFER TO RESERVES**

The Company has not transferred any amount to Reserves during the financial year 2021-2022.

#### **CHANGE IN NATURE OF BUSINESS, IF ANY**

During the year, there was no change in the nature of business of the Company.

#### **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There have been no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report

#### **HOLDING, SUBSIDIARY COMPANY, JOINT VENTURES AND ASSOCIATE COMPANY**

The Company is a wholly owned subsidiary of Gloster Limited.

The Company does not have any Subsidiary Company, Joint Ventures and Associate Company as required to be disclosed in terms of provisions of Section 134(3) (q) of the Companies Act, 2013 read with Rule 8(5) (iv) of the Companies (Accounts) Rules, 2014.

#### **SHARE CAPITAL**

During the year 2021 –2022, the authorized share capital of the Company is increased from Rs. 2 crore (divided into 20 Lacs) Equity Shares of Rs. 10/- each to Rs.66 Crore divided into 6 Crore 60 lacs Equity Shares of Rs. 10/- each

The Company has raised Equity Share Capital of Rs. 64 crores through rights issue in the ratio of 32:1. The Paid-up share capital of the Company as on 31st March, 2022 stood at Rs. 66 crores. As on 31st March, 2022, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

#### **NUMBER OF BOARD MEETINGS HELD**

During the financial year ended 31st March, 2022, Eight (8) Board Meetings were held on 13<sup>th</sup> April,2021, 10<sup>th</sup> June,2021,12<sup>th</sup> August,2021,28<sup>th</sup> October,2021,15<sup>th</sup> January,2022,29<sup>th</sup> January,2022,3<sup>rd</sup> February,2022 and 10<sup>th</sup> March,2022 The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

During the year under review, the composition and attendance of Directors at the Board Meetings was as follows:

<b>Name of Director</b>	<b>Category of Directorship</b>	<b>No. Board Meetings entitled to attend</b>	<b>No. of Board meetings attended</b>
Sri Hemant Bangur *	Non-Executive Director	7	7
Sri Dharam Chand Baheti	Non-Executive Director	8	8
Sri Ajay Kumar Todi	Non-Executive Director	8	8
Sri Ajay Kumar Agarwal	Non-Executive Director	8	8

\*Appointed as Additional Director w.e.f 13.04.2021

## **DIRECTORS & KEY MANAGERIAL PERSONNEL**

### **DIRECTORS**

In accordance with the provisions of Section 152 of the Companies Act, 2013 & Articles of Association Sri Ajay Kumar Agarwal, Director (DIN -03159384) retires by rotation at the forthcoming Annual General Meeting and, being eligible offers himself for reappointment. The Board recommends his re-appointment.

During the year 2021-2022, Shri Hemant Bangur (DIN-00040903) was appointed as Non Executive Director of the Company w.e.f 13th April, 2021, liable to retire by rotation.

None of the Directors of the Company are disqualified for being continuing as Directors, as specified in section 164(2) of the Companies Act, 2013 and rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules 2014.

### **KEY MANAGERIAL PERSONNEL**

The Company has appointed three Key Managerial Personnel during the year 2021-2022 under Section 203 of the Companies Act, 2013;

1. Sri Ajay Kumar Todi – Whole Time Director w.e.f 31.03.22
2. Shri Pawan Kumar Gupta - CFO w.e.f.15.04.21
3. Smt. Rima Kandoi- Company Secretary w.e.f 31.03.22
4. Sri Hemant Bangur – Director w.e.f 13.04.21

### **CORPORATE SOCIAL RESPONSIBILITY(CSR)**

In view of the applicable provisions of the Companies Act 2013 the provisions of CSR are not applicable to the Company.

### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

The contracts / arrangements / transactions entered into by the Company with the related parties during the financial year under reporting were in ordinary course of business and were negotiated on an arms' length basis. The details of the transactions with related parties during 2021-22 are provided in the accompanying financial statements.

### **INTERNAL CONTROL SYSTEM & ADEQUACY**

Your Company has adequate internal control systems and procedures in place commensurate with the size and nature of its business.

### **RISK MANAGEMENT**

The Company is exposed to business risks and compliance risk. These risks are assessed periodically and appropriate steps are taken to mitigate the risks.

### **AUDITORS & AUDITOR'S REPORT**

M/s. Singhi & Co., Chartered Accountants, the Statutory Auditors of the Company hold office up-to the ensuing Annual General Meeting of the Company and are recommended for re-appointed to hold office till the conclusion of 6<sup>th</sup> Annual General meeting of the Company in accordance with the requirements of Companies Act 2013.

The Auditor's report on the financial statements for the year 2021-2022 does not contain any qualifications, reservations or adverse remarks.

The auditors have not reported any fraud during the year as specified under Section 143(12) of the Companies Act, 2013.

### **ANNUAL RETURN**

With Notification of the Companies (Management and Administration) Rules, 2021 dated 5<sup>th</sup> March, 2021 the erstwhile Rule 12 of the Companies (Management & Administration) Rules, 2014 (MGT-Rules) has been substituted to do away with the requirement of attaching the extract of annual return with the Board's report completely. Companies having a website shall place annual return on the website and web link of the same should be disclosed in the Board Report. Companies not having a website are not required to attach either extract or annual return itself in the Board Report.

The Company does not have a website so the requirement of placing annual return on website does not apply.

### **PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTFLOW**

Your Company has no activities relating to conservation of energy and technology absorption as required to be disclosed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014. However, your Company uses information technology extensively in its operations and also continues its endeavour to improve energy conservation and utilization, safety and environment.

Your Company has not utilized or earned any foreign exchange during the year under review (Previous Year – Nil).

### **PARTICULARS OF EMPLOYEES**

Disclosures pursuant to the provisions of Section 134(3)(q) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for receipt of remuneration are not applicable as no employee is drawing remuneration in excess of the limits set out in the Rules .

### **PUBLIC DEPOSITS**

The Company has not invited or accepted deposits from the public covered under Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY COMPANY**

There are no loans given or guarantee given by the Company or investments made during the year under review under Section 186 of the Companies Act, 2013.

#### **SECRETARIAL AUDIT**

Pursuant to provisions of Section 204 of the Companies Act, 2013, and rules made there under, Ms. Sweety Kapoor, Company Secretary, is the Secretarial Auditors of the Company for the financial year 2021-22. The Secretarial Audit Report for the financial year ended 31st March, 2022 is attached and forms part of this Report.

#### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS**

During the Financial Year 2021-2022, no significant and material orders has been passed by regulators or courts or tribunals.

#### **DIRECTORS RESPONSIBILITY STATEMENT**

In terms of provisions of Section 134(3)(c) of the Companies Act, 2013 your Directors confirm that :

- i) In the preparation of Annual Accounts, the applicable Standards have been followed and that there are no material departures;
- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) The annual accounts have been prepared on a going concern basis;
- v) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

#### **COMPLIANCE OF SECRETARIAL STANDARDS**

The Company has complied with the applicable Secretarial Standards-SS-1 and SS-2 issued by Institute of Company Secretaries of India.

**DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (Prevention, Prohibition and Redressal) ACT, 2013**

In line with the provisions of Sexual Harassment of Women in Workplace (Prevention, Prohibition and Redressal) Act, 2013, during the financial year 2020-2021, the Company has not received any complaints during the year.

**COST RECORDS**

The Company is not required to maintain cost records as per Section 148 of the Companies Act, 2013.

**DEMATERIALISATION OF SHARES**

MCA vide notification dated 22<sup>nd</sup> June, 2019 exempted unlisted public companies who are wholly owned subsidiary of public companies for getting its shares dematerialized. The Company being a wholly owned subsidiary of Gloster Limited is exempted to comply with Rule 9A of Companies (Prospectus and Allotment of Securities) Rules, 2014.

**DETAILS OF APPLICATION MADE OR ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE 2016(IBC) DURING THE YEAR ALONG WITH THE STATUS AT THE END OF THE YEAR**

The Company has not made or received any application under the IBC during the Financial Year.

**DETAILS OF DIFFERENCE BETWEEN AMOUNT OF VALUATION DONE AT TIME OF ONE TIME SETTLEMENT AND VALUATION DONE WHILE TAKING LOAN FROM BANKS/FI (S) ALONG WITH REASONS**

The Company has not made any one time settlement with the Bank during the current year.

**ACKNOWLEDGEMENTS**

The Directors would like to thank the bankers and all the other business associates for the continuous support given by them to the Company and their confidence in its management and Gloster Limited, the holding company for its trust and support.

For and on behalf of the Board of Directors



D.C. Baheti (DIN- 00040953)  
Chairman

Place – Kolkata

Dated – 10th May, 2022