

40TH ANNUAL REPORT

OF

DTL INDIA HOLDINGS LIMITED

[CIN: L50300UP1981PLC005289]

FINANCIAL YEAR 2020-2021

COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Vijay Mohan Jain	Chairman and Managing Director
Ms. Santosh Jain	Director
Mr. Sidharth Jain	Director
Mr. Darshan Jindal	Independent Director
Mr. Shashank Ramesh Anikhindi	Independent Director
*Mr. Varun Jain	Additional Director

*[*Mr. Varun Jain appointed as an Additional Director w.e.f. 10.04.2021]*

CHIEF FINANCIAL OFFICER

Mr. Kameswar Narain Pandey

COMPANY SECRETARY

Mr. Nitin Siddheshwar Metkari

AUDITORS

M/s VG & Associates

Chartered Accountants

REGISTERED OFFICE

Flat No. 102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg, 3 Way Road, Lucknow

226001

E-mail: csnitin@dtlpune.com , Website: www.dtlindiaholdings.com

CIN: - L50300UP1981PLC005289

REGISTRAR & SHARE TRANSFER AGENT

Skyline Financial Services Private Limited, New Delhi

DIRECTORS' REPORT

To,
The Members of
DTL India Holdings Limited

Your Directors present herewith the Thirty Ninth Annual Report and Audited Financial Statements of the Company for the financial year ended 31st March, 2021.

1. Financial Results:

The performance during the period ended 31st March, 2021 has been as under:

[Amount in Rs.]

Particulars	Standalone		Consolidated	
	Year ended 31st March, 2021	Year ended 31st March, 2020	Year ended 31st March, 2021	Year ended 31st March, 2020
Income				
Revenue from operations	80,04,788	15,828,355	80,04,788	15,828,355
Total income	80,04,788	15,828,355	80,04,788	15,828,355
Expenses-				
Purchase of Stock-in-trade	1,04,04,921	1,185,824	1,04,04,921	1,185,824
Changes in inventories	(65,02,121)		(65,02,121)	
Employee benefits expense	41,00,230	3,721,811	41,00,230	3,721,811
Finance costs	2,91,588	2,006	2,91,588	2,006
Depreciation and amortization expense	11,54,007	540,255	11,54,007	540,255
Other expenses	1,62,34,608	6,588,105	1,62,34,608	6,588,105
Total expenses	2,56,83,233	12,038,001	2,56,83,233	12,038,001
Profit /(Loss) before tax	(1,76,78,444)	3,790,353	(1,76,78,444)	3,790,353
Income tax expense				
Current tax	0	954,032	0	954,032
Deferred tax	12,53,220	-125,736	12,53,220	(125,736)
Total income tax expense	12,53,220	828,296	12,53,220	828,296
		2,962,058		

Add: Share of profit from Associates				(2,29,43,450)	48,511,877
Profit/(Loss) for the year		(1,89,31,664)	2,962,058	(4,18,75,112)	51,473,935
Earnings per share Basic		(17.42)	2.73	(17.42)	2.73
Earnings per share Diluted		0	0	0	0

2. THE STATE OF COMPANY AFFAIRS:

During the year under review Total Income of the Company has declined from Rs. 158.28 Lakhs to Rs. 80.04 Lakhs in the Current Year. The Company has earned a Net Profit/(Loss) of (Rs.189.31) Lakhs in the Current Year as against Net Profit of Rs. 29.62 Lakhs in the Previous Year. Your Directors are making constant efforts to improve performance of the Company.

3. TRANSFER TO RESERVES

The Board of Directors of your Company has decided not to transfer any amount to the General Reserves for the financial year ended 31st March, 2021.

4. DIVIDEND:

With a view to conserve resources for general corporate purposes and working capital requirements, your Directors considered it prudent not to recommend any Dividend for the year under review.

5. CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the Companies Act, 2013 and Accounting Standard AS-21 on Consolidated Financial Statements read with Accounting Standard AS-23 and 27 on Accounting for Investments in Associates / Subsidiaries, the Companies are required to prepare Consolidated Financial Statements of its Associate(s) / Subsidiary(ies) to be laid before Annual General Meeting of the Company, accordingly, the Consolidated Financial Statement incorporating the Accounts of Associate Company(ies) along with the Auditors' Report thereon forms part of this Annual Report.

The Consolidated Net Profit/ (Loss) of the Company amounted to (Rs. 418.75) Lakhs **in the current year** as compared to Net Profit of Rs.514.73 Lakh in the previous year.

6. SUBSIDIARIES, JOINT VENTURES (JV) OR ASSOCIATE COMPANIES :

As on date of this report, The Company has no Direct and Indirect subsidiaries. There is one Associate Company namely DTL Ancillaries Ltd. A report in **Form AOC-1** on performance and financial position of the subsidiaries as per the Companies Act, 2013 is provided in the Financial Statements annexed as 'Annexure - A' of this Annual Report.

7. MATERIAL SUBSIDIARIES

The Company has no material subsidiary and has only one Associate Company viz. DTL Ancillaries Limited (DTLAL). DTLAL is in the business of manufacturing of Cold Roll Forming Profiles, shell sub-assemblies of end-wall, side-walls, roofs, under-frames, entrance doors and partition frames, etc. of LHB, MRVC, metro-cars, etc. and are approved suppliers to Indian Railway Manufacturing Units-ICF, MCF and RCF, OEMs of Metro-cars and freight wagons in their pursuit for faster innovation and technological excellence.

The total revenue of DTLAL for FY 2021-21 stood at Rs.13756 Lakh as compared with Rs. 30154 Lakhs FY 2019-2020. The Profit after tax of DTLAL for FY 2020-21 stood at Rs.482.48 Lakh as compared with Rs. 361.10 Lakh for FY 2019-20.

7. AUDITORS:

- i) **STATUTORY AUDITORS:** The Company at its 36th Annual General Meeting held on 29th September 2017 had appointed M/s V.G. Associates, Chartered Accountants (Firm Reg. No. 001240C), Lucknow as the Statutory Auditors of the Company to hold office for a period of 5 (Five) years i.e. up to the conclusion of the 41st Annual General Meeting in terms of Section 139 of the Companies Act, 2013 read with Rules framed thereunder. The requirement to place the matter relating to the Re-appointment of Auditors for ratification by the Members at every Annual General Meeting has been done away by the Companies (Amendment) Act, 2017 with effect from 7th May, 2018. Accordingly, no resolution is being proposed for ratification of appointment of Statutory Auditors at the ensuing Annual General Meeting and a note in respect of the same has been included in the Notice for the ensuing Annual General Meeting of the Company.

AUDITOR'S REMARKS

In respect of Emphasis of Matter by the Statutory Auditors on the Standalone Financial Statements, it has been explained in Notes forming part of said Financial Statements which is self-explanatory and, therefore, do not call for any further comments.

REPORTING OF FRAUDS BY THE AUDITOR:

No material frauds by the Company or on the Company by its officers or employees has been noticed or reported during the course of our Audit as per Section 143(12) of the Companies Act, 2013.

ii) SECRETARIAL AUDITOR:

Pursuant to the provisions of Section 204 of Companies Act, 2013. The Board has appointed Mrs. Deepti Agarwal Bindal, Practicing Company Secretary (Membership No. 5437) as Secretarial Auditor to conduct Secretarial Audit of the Company for the Financial Year ended 31st March, 2021 and the Report of Secretarial Auditor of the Company is annexed herewith marked as Annexure- 'B' to this Report.

8. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR 31.03.2021 OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred from the end of the Financial year 2020-2021 till the date of this Report. Further, there was no change in the nature of business of the Company.

9. EVENT BASED DISCLOSURES IN DIRECTORS REPORT:

The Company has not issued any shares with differential voting rights or sweat equity shares or shares under Employee Stock Option Scheme.

The Company has not provided any money to its employees for purchase of its own shares.

10. DEPOSITS:

The Company has not accepted any deposits under the provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 as amended.

11. DIRECTORS:

In accordance with the provisions of the Companies Act, 2013 read with Articles of Association of the Company, Mrs. Santosh Jain, Director [DIN: 00691936] retires by rotation at the ensuing Annual General Meeting and being eligible, has offered herself for reappointment.

The Company has appointed Mr. Varun Jain [DIN: 08715605] as the Additional Director (Non-Executive Non-Independent) of the Company w.e.f. 10th April, 2021. His regularization is subject to the approval of Members at the ensuing Annual General Meeting of the Company.

There was no other change in the Board of Directors of the Company during the year under review.

INDEPENDENT DIRECTORS

There was no change in the Independent Directors of the Company during the year under review.

DECLARATION FROM THE INDEPENDENT DIRECTORS

The Company have received the Declarations under Section 149(7) of the Companies Act, 2013 from all the Independent Directors of the Company that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

MEETINGS OF THE BOARD

Details of Board Meetings held during the financial year 2020-2021 are as under:

First Quarter	Second Quarter	Third Quarter	Fourth quarter
April to June	July to September	October to December	January to March
---	31 st July 2020 14 th September 2020	12th November 2020	13th February 2021

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

The details of attendance of each Director at the respective meetings held during the Financial Year 2020-2021 are as under:-

Name of the Director	Category	No. of Board meetings attended during FY 2019-20
Mr. Vijay Mohan Jain	Chairman and Managing Director	4
Mrs. Santosh Jain	Director	4
Mr. Sidharth Jain	Director	4
Mr. Darshan Jindal	Independent Director	4
Mr. Shashank Ramesh Anikhindi	Independent Director	4
Mr. Varun Jain	Additional Director	0

*[*Mr. Varun Jain appointed as Add.Director w.e.f. 10.04.2021]*

12. AUDIT COMMITTEE

Qualifications: Individuals must possess integrity and relevant industrial expertise.

Positive Attributes: All members of Audit committee shall be financially literate and at least one member shall have accounting or related financial management expertise.

Independence: An Independent director should meet the requirements of Section 149 of the Companies Act, 2013 and rules made thereunder.

The present composition of Audit Committee is as follows:

Name of the Director	Chairman/Member
Mr. Shashank Ramesh Anikhindi	Chairman [Independent Director]
Mr. Vijay Mohan Jain	Member [Managing Director]
Mr. Darshan Jindal	Member [Independent Director]

13. NOMINATION AND REMUNERATION COMMITTEE

- (a) Qualifications: Individuals must possess integrity and relevant industrial expertise.
- (b) Independence: An Independent director should meet the requirements of Section 149 of the Companies Act, 2013 and rules made thereunder.

The present composition of Nomination and Remuneration Committee is as follows:

Name of the Director	Chairman/Member
Mr. Shashank Ramesh Anikhindi	Chairman [Independent Director]
Mr. Vijay Mohan Jain	Member [Managing Director]
*Mr. Sidharth Jain	Member [Director]
Mr. Darshan Jindal	Member [Independent Director]

Details of Nomination and Remuneration Committee Meetings held during the financial year 2020-2021 are as under:

First Quarter	Second Quarter	Third Quarter	Fourth quarter
April to June	July to September	October to December	January to March
---	31 st July 2020 14 th September 2020	12th November 2020	13th February 2021

NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Policy of the Company on director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters is available on its website www.dtlindiaholdings.com

The criteria for performance evaluation as laid down by Nomination and Remuneration Committee has been defined in the Nomination and Remuneration Policy is attached as **Annexure - C'** with this report.

14. EVALUATION OF BOARD OF DIRECTORS, COMMITTEES AND INDIVIDUAL DIRECTOR:

The company has set up an independent evaluation system in which the formal annual evaluation was made by the board of its own performance and that of its committees and individual directors.

15. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings (SS-1) and General Meetings (SS-2).

16. MANAGEMENT DISCUSSION & ANALYSIS

Management Discussion and Analysis Report is annexed as 'Annexure D' of this Report.

17. CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 15(2) of the SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015, the provisions relating to Corporate Governance Report are not applicable to the Company.

18. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) read with Section 134 (5) of the Act, your Directors make the following statement:

- i) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii) that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates, that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 31st March , 2021 and of the Profit of the Company for that period;
- iii) that the Directors had 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) that the Directors had prepared the annual accounts on a going concern basis;
- v) that the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- vi) that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

19. EXTRACT OF ANNUAL RETURN

The extract of Annual Return in Form MGT-9 is annexed as 'Annexure E' of this Report.

20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information required under section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given herein below:

A. CONSERVATION OF ENERGY

Your company being in the business of manufacturing has not consumed energy of any significant level and accordingly, no comments are necessary in respect of energy conservation and reduction of energy consumption.

B. TECHNOLOGY ABSORPTION

No comments is necessary considering the nature of activities undertaken by your company during the year under review.

C. FOREIGN EXCHANGE EARNINGS & OUTGO:

Foreign exchange earned in terms of actual inflows during the year and the foreign exchange outgo during the year in terms of actual outflows is NIL.

21. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Particulars of Loans, Guarantees and Investments covered under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are provided in the Notes to Financial Statements forming part of this Annual Report.

22. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

There were no instances during the year attracting the provisions of Rule 8 (5)(vii) of the Companies (Accounts) Rules, 2014.

23. DETAILS OF IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

1. The Company has appointed an Internal Auditor to ensure compliance and effectiveness of the Internal Control Systems set up by the company as required under Section 138 of the Companies Act 2013 read with the Rules made there under to report about the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records etc.
2. The Audit Committee regularly reviews the Internal Audit Reports for the auditing carried out in all the key areas of the operations. Additionally, the Audit Committee approves all the audit plans and reports for significant issues raised by the Internal and External Auditors. Regular reports on the business development, future plans and projections are given to the Board of Directors.
3. Internal Audit Reports are regularly circulated for perusal of Senior Management for appropriate action as required.

24. VIGIL MECHANISM

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established.

Company has in its place a vigil mechanism and any person any stake holder can communicated to the chairman audit committee about his concern and observations in respect of working of the Company. During the year under report company has not received any communication from any whistle blower.

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

The Company as required under the provisions of Section 22 and 28 of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has in place an Anti-Sexual Harassment Policy in line with the requirements of the Act. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

Company did not receive any complaints during the year.

26. RISK MANAGEMENT

The Company is developing a risk management frame work including the policy covering material risks. Further, it is difficult to predict events that might result in unplanned non-availability or loss of the Aircraft which can have significant negative impact on the operations of the Company.

27. INTERNAL FINANCIAL CONTROLS

The Company has established a system of internal financial controls which has been reviewed from time to time.

28. GENERAL

No significant or material orders were passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

29. REGISTRAR AND SHARE TRANSFER AGENT

Shareholders may contact Registrar and Share Transfer Agent of the Company at the Following address:

Skyline Financial Services Private Ltd.
Registrar and Share Transfer Agents
D-153 A, 1st Floor
Okhla Industrial Area
Phase-I- New Delhi 110 020

30. REMUNERATION PAID TO THE EMPLOYEES:

This clause is not applicable since the remuneration drawn by the Directors and employees was less than the limits prescribed in the rule. Therefore, the statement as required under rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014) is not required to be given.

31. LISTING

The Equity Shares of the Company are presently listed at Metropolitan Stock Exchange of India Limited (MSEI) and the listing fee for the said Stock Exchanges is paid upto date.

32. ACKNOWLEDGEMENTS

The Directors express their appreciation for the continued support and co-operation received by the Company from its Customers, Bankers, Shareholders, Suppliers, Business Partners and other Indian Services and the Central and State Governments. The Directors also express their sincere appreciation to all the employees of the Company for their contribution, hard work and commitment.

For and on behalf of Board of Directors

Sd/-

Place: Pune
Dated: 30th June, 2021

(Vijay Mohan Jain)
Chairman and Managing Director
DIN: 00691974

Form AOC-1

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the Financial Statement of
Subsidiaries/Associate Companies/Joint Ventures**

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

1.	Sl. No.	N.A.
2.	Name of the Subsidiary	N.A.
3.	The date since when subsidiary was acquired	N.A.
4.	Reporting period for the subsidiary concerned, if different from the Holding Company's reporting period.	N.A.
5.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	N.A.
6.	Share Capital	N.A.
7.	Reserve & Surplus (in Rupees)	N.A.
8.	Total Assets (in Rupees)	N.A.
9.	Total Liabilities (in Rupees)	N.A.
10.	Investments (in Rupees)	N.A.
11.	Turnover (in Rupees)	N.A.
12.	Profit/ (Loss) before taxation (in Rupees)	N.A.
13.	Provision for taxation (in Rupees)	N.A.
14.	Profit/ (Loss) after taxation (in Rupees)	N.A.
15.	Proposed Dividend	N.A.
16.	% of Shareholding	N.A.

Notes:

1. Names of subsidiaries which are yet to commence operations: **N.A.**
2. Names of subsidiaries which have been liquidated or sold during the year: **N.A**

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

Name of Associates/ Joint Venture	DTL ANCILLARIES LIMITED
1. Latest audited Balance Sheet Date	31.03.2020
2. Date on which the Associate or Joint Venture was associated or acquired	13.03.2005
3. Shares of Associate/ Joint Ventures held by the company on the year end	
No.	1327216
Amount of Investment in Associates/ Joint Venture	13272160
Extent of holding %	46.05%
4. Description of how there is significant influence	By virtue of Shareholding
5. Reason why the associate/joint venture is not consolidated	N.A.
6. Net-worth attributable to Shareholding as per latest audited Balance Sheet FY 2019-20	1,035,145,731
7. Profit / (Loss) for the year (INR)	14,95,83,755/-
i. Considered in Consolidation (INR)	7,12,62,145/-
ii. Not considered in Consolidation (INR)	7,83,21,610/-

Notes:

1. Names of associates or joint ventures which are yet to commence operations:
N.A.
2. Names of associates or joint ventures which have been liquidated or sold during the year: **N.A.**

For and on behalf of the Board
DTL INDIA HOLDINGS LIMITED

Place: Pune
Dated: 30th June, 2021

Sd/-
(Vijay Mohan Jain)
Chairperson & Managing Director
DIN: 00691974

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021

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

To,
The Members,
DTL India holdings Limited
(CIN: L50300UP1981PLC005289)
Regd Offc: Flat No. 102, Utraula Complex,
27/6 Raja Ram Mohan Rai Marg, 3 Way Road,
Lucknow -226001 (U.P.) INDIA

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by DTL India Holdings Limited (here in after referred to as "the Company").

Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Management's Responsibility for Secretarial Compliances

The Company's management is responsible for preparation and maintenance of Secretarial Records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Auditor's Responsibility

Our responsibility is to express an opinion on the Secretarial records, standards and procedures followed by the Company with respect to Secretarial Compliances on test basis.

Opinion

We have examined the books, papers, minute books, forms and returns filed and other records maintained by "the Company" as made available to us and also the information provided by "the Company", its officers, agents and authorised representatives during the conduct of Secretarial Audit for the financial year ended on 31st March , 2021 according to the provisions of;

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under; -Not Applicable for the period under review as no events occurred for the compliances.
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment;

v. The following Regulations and Guidelines prescribed under the securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; - No events had happened under this, however, complied to the extent of shareholding disclosure requirements as applicable.
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - Not Applicable for the period under review.
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - Not Applicable for the period under review.
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not Applicable for the period under review.
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - Not Applicable for the period under review; and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - Not Applicable for the period under review.

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

- Secretarial Standards 1, 2 and 3 as issued and notified by The Institute of Company Secretaries of India.
- The Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Based on our verification of the company's relevant books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided to us by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March , 2021, complied with the above listed statutory provisions; to the extent in the manner and subject to the reporting herein.

Based on the information received and records maintained, we further report that;

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
2. Adequate notices were given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. Majority decision is carried through while there were no dissenting members' which were captured and recorded as part of the minutes.

Based on the Compliance mechanism processes as explained by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and

authorized departmental compliance officers of the Company and taken on record by the Board of Directors at their duly convened and held meetings, we are of the opinion that the management has;

- A. Adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- B. Systems and processes are in place and the Company has implemented compliance tool for better and more efficient compliances for the laws applicable to it.

As informed to us and as per the data of reports of Compliance tool, we report that there are no Legal Dispute/s, corporate and Industrial issues/ cases going on against the Company, other than of normal routine nature, which we were informed that the company is contesting legally.

For Deepti Agarwal & Associates

Sd/-

Deepti Agarwal

Company Secretary in Practice,

3/229, Viram Khand ,Gomti Nagar,

Lucknow-226010

FCS: 5437

Place: Lucknow

CP No.:4860

Date: 30/06/2021

UDIN: F005437C000494563

I. NOMINATION & REMUNERATION POLICY:

The Board of Directors of DTL India Holdings Limited ("the Company"), in view of enforcement of Companies Act, 2013 read with rules framed thereunder and to align with the objectives and goals of the Company with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended time to time) (Listing Regulations), framed the Nomination and Remuneration Policy.

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as may be amended from time to time).

II. DEFINITIONS:

"the Act" means the Companies Act, 2013 and the Rules framed thereunder as may be amended from time to time

"Board" means Board of Directors of the Company.

"Company" means Magnanimous Trade & Finance Limited

"Committee" means the Nomination and Remuneration Committee of the Board of Directors.

"Compliance Officer" means Company Secretary of the Company.

"Directors" mean members of the Board of Directors of the Company.

"Executive Director" means the Managing Director, Whole-time Director, as the case may be and includes Directors who are in the full time employment of the Company.

"Key Managerial Personnel" shall have the same meaning as given in Section 2 (51) of the Listing Regulations and Section 203 of the Companies Act, 2013 read with rules framed thereunder.

"Senior Management" shall mean personnel of the company (which include persons engaged as retainer or on contractual basis) and who are members of its core management team excluding the Board of Directors, comprising all members of management one level below the executive directors, including the functional heads.

Explanation 1: In case of any dispute whether a person is member of Senior Management or not, decision of concerned Executive Director shall be final.

Explanation 2: Considering the criticality of a particular function, even if a person is not covered in the above definition, the Chairman will have discretion to treat him/ her as member of Senior Management for the purpose of this Policy.

The words and definitions not described herein above shall have the respective meanings under the Acts and legislations governing the same.

III. TERMS OF REFERENCE / ROLE OF COMMITTEE:

The Terms of Reference of the Committee shall be:-

- a) To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and to carry out evaluation of every Director's performance.
- b) To ensure that the level and composition of remuneration is reasonable and is sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- c) To ensure that relationship of remuneration to performance in respect of Directors, Key Managerial Personnel and employees of Senior Management is clear and meets appropriate performance benchmarks; and
- d) To ensure that remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and variable pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:
- e) To formulate the criteria for determining qualifications of Directors, Key Managerial Personnel and employees of Senior Management, and also to determine criteria for positive attributes and independence of Directors.
- f) To formulate criteria for evaluation of every Director including Independent Director and the Board.
- g) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation by the Board.
- h) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and employees of Senior Management.
- i) To provide to Key Managerial Personnel and Senior Management, reward linked directly to their efforts, performance, dedication and achievement relating to the Company's operations.
- j) To devise a policy on Board diversity from time to time.
- k) To develop a succession plan for the Board and to regularly review the plan.

IV. STATUTORY POWERS OF THE COMMITTEE

The Committee shall have a power to express opinion whether the Director possesses the requisite qualification for the practice of the profession, when remuneration is proposed to be paid for the services to be rendered in any other capacity and such services to be rendered are of a professional nature. Where in any financial year during the currency of tenure of a managerial person, a company has no profits or its profits are inadequate, the Committee may approve the payment of remuneration as per Section II of Part II of Schedule V to the Companies Act, 2013.

V. COMPOSITION OF COMMITTEE

The Committee shall comprise of at least three Non-Executive Directors, at least half of whom shall be Independent Directors. The Board may appoint the Chairperson of the Company whether executive or non-executive as member of this committee.

VI. CHAIRPERSON

The Chairperson of the Committee shall be an Independent Director. In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one of the Independent Directors amongst them to act as Chairperson.

The Chairperson of the Nomination and Remuneration Committee shall endeavor to be present at the Annual General Meeting of the Shareholders of the Company.

VII. CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES AND INDEPENDENCE OF DIRECTORS

The Committee shall identify:

- a. Persons who possess adequate qualifications, expertise and experience for the position he / she is considered to be appointed. The person should have knowledge of at least one or more domain areas like, finance, law, management, sales, marketing, administration, research, governance, strategy, operations or other disciplines related to the Company's business.
- b. Person shall uphold ethical integrity, have a pedigree of acting objectively, shall have no adverse order(s) passed by any Regulatory body, should have a proven track record of meeting professional obligations including a reputation to manage challenges.
- c. An Independent Director should meet with requirements of the Act read with Schedule IV of the Act and provisions of the Listing Regulations.
- d. An Independent Director shall hold office for a term upto 5 consecutive years and will be eligible for re-appointment on passing of a special resolution by the Company and following the procedure under the Act / Listing Regulations.
- e. No Independent Director shall hold office for more than two consecutive terms of maximum 5 years each. In the event the same person is to be appointed as an Independent Director after two consecutive terms of two years, a cooling period of three years is required to be fulfilled.

VIII. CRITERIA FOR APPOINTMENT OF KMP / SENIOR MANAGEMENT PERSONNEL AND PERFORMANCE EVALUATION

- a. The Company has a well-defined and structured recruitment process for Key Managerial Personnel and Senior Management.
- b. The appointment of KMP and Senior Management shall be approved by the Board on prior recommendation of the Nomination and Remuneration Committee.
- c. The management considers various factors while evaluating a person for appointment as senior management including individual's background, business acumen, analytical abilities, competency, skills, abilities (viz. leadership, ability to exercise sound judgment), educational and professional background, personal accomplishment, age, relevant experience and understanding of related field viz; marketing technology, prospective operations of the Company;
- d. The appointee while continuing in his / her office shall not engage in any business or commercial activity, which might detrimentally conflict with the interest of the Company.
- e. The KMP and Senior Management shall have a well-defined appraisal and performance evaluation framework.

IX. TERM OF EXECUTIVE DIRECTORS, KMP AND SENIOR MANAGEMENT PERSONNEL

The Company shall appoint or re-appoint Executive Directors for a term not exceeding five years at a time.

The KMP and Senior Management Personnel shall retire as per the prevailing HR policy of the Company. In the event any Director, KMP and Senior Management attracts any disqualification mentioned in the Act or under any law, the Committee may recommend to the Board the removal of the said Director, KMP or Senior Management.

X. REMUNERATION TO DIRECTORS / KMP (NON-BOARD AND OTHER THAN SENIOR MANAGEMENT) / SENIOR MANAGEMENT AND OTHER EMPLOYEES:

Remuneration to Directors:

a. Executive Directors

- The remuneration to the Executive Directors shall be governed by the provisions of the Act, Listing Regulations or any other enactment for the time being in force. The remuneration shall take into account the Company's performance, the contribution of the Executive Directors for the same, remuneration trends in general, meeting of appropriate benchmarks (such as remuneration paid in like- size companies) and which will ensure and support a high performance culture. The Executive Directors will also be entitled to sitting fees as paid to Non-Executive and Independent Directors (unless specifically waived by them or not entitled in terms of their respective agreements).

b. Non-Executive Directors

- The Non-Executive Directors and Independent Directors will receive sitting fees / commission as per the provisions of the Act and in compliance with the provisions of the Listing Regulations. The amount of the sitting fees will not exceed the ceiling / limit under the Act. An Independent Director will not be eligible to any stock option of the Company.
- The Board of Directors will from time-to-time fix the sitting fees for attending the meetings of the Board and its Committees on the recommendations of the Committee. The Board of Directors has fixed the sitting fees payable to Directors for attending the Meetings of the Board and its respective Committees.
- The Non-Executive Directors and Independent Directors will be paid commission in aggregate an amount of 1% of the standalone Net Profit of the Company in the financial year as calculated in terms of Section 198 read with Section 197 of the Act. The Commission to Non-Executive Directors and Independent Directors will be paid on a uniform basis to reinforce the principle of collective responsibility. If a Non-Executive Director or Independent Director works as such only for a part of the year, he will be paid commission for the relevant financial year on a proportionate basis for the period during which he held the post of such Director. The commission will be payable only after the Annual Audited Financial Statements are approved by the Shareholders at the Annual General Meeting of the Company. The Non-Executive Directors and Independent Directors may forgo receiving of commission / sitting fees by making a request to the Board.

c. Remuneration to KMP and Senior Management

- The remuneration to KMPs and Senior Management will be benchmarked on the remuneration package prevailing in the country and industry and will have a fixed component and a performance based component.
- Remuneration to be paid to Senior Management in whatever form, whether at the time of appointment or during annual revisions shall be recommended by the Committee to the Board for its approval.

d. Remuneration to other employees

- The remuneration including revision in remuneration of other employees shall be decided by the Board of Directors in consultation with the Manager (HR) within the overall framework of compensation and appraisal policy of the Company.

XI. Board Diversity

- a. The Company acknowledges the importance of diversity within the Board and the Committee is fully committed to ensure that a transparent board nomination process is in place which is based on merit and that encourages diversity of thought, experience, background, knowledge, ethnicity, perspective, age and gender.

- b. The Company recognizes that gender diversity is a significant aspect of diversity and acknowledges the role that woman with the right skills and experience can play in contributing to diversity of perspective in the Boardroom;

- c. The Committee shall ensure that the Company has an appropriate blend of functional and industry expertise;

- d. The Committee shall monitor and periodically review the Board Diversity and recommend to the Board so as to improve one or more aspects of its diversity and measure progress accordingly;

- e. The Committee shall monitor and periodically review the Board Diversity and recommend to the Board any changes so as to improve one or more aspects of its diversity and measure progress accordingly.

MANAGEMENT DISCUSSION & ANALYSIS

INDUSTRY STRUCTURE

The Indian industry is growing one of the fastest in the emerging economies thereby creating jobs and contributing towards the GDP of the country. Over the last few years, there has been a consistent growth in the business.

Given the investment climate we believe this growth will continue to be sustained. There are little entry barriers in the industry which can potentially lead to unfair, though temporary, competition.

ABOUT THE COMPANY

The Company is engaged in the business of Renting the Machinery and Rent out Plant/land and also in Job Work. The Company at present operates from Pune Location.

OPPORTUNITIES AND THREATS

With Governments initiative for Make in India together with steady growth in the economy should create sufficient business opportunities and is likely to give further impetus to its growth.

There is however a threat from low entry barrier competitors including international players.

RISKS AND CONCERNS

Financial stability and revenue enhancement by improving performance are some of the important identified risks. Further, being in a highly regulated market, adverse changes in Railway Ministry regulations can also have a negative impact on the operations.

The impact of COVID-19 in the fourth quarter of fiscal 2020 & 2021 on the Company was not significant. The Company anticipates a continued slowdown in client technology spending in the near term, influenced by a broader global economic recession and impact to certain sectors. In the near term, this could result in continued lower demand for our services and solutions. However, in the longer term, we see increased opportunity for our business as enterprises accelerate their businesses.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS

The Company maintained good industrial relations with its employees and staff. Human Resources remained a key focus area for your Company during the year under review.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's expectations or predictions are 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include demand-supply conditions, changes in Government regulations, tax regime, economic developments within the country and other factors such as litigations.

FORM NO. MGT-9**EXTRACT OF ANNUAL RETURN**as on the financial year ended on 31st March, 2021

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	L50300UP1981PLC005289
Registration Date	28/04/1981
Name of the Company	DTL India Holdings Limited
Category/Sub-category of the Company	Public Limited Company / Limited by shares/ Indian Non-Government Company.
Address of the Registered office and contact details	Flat No. 102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg, 3, Way Road, Lucknow, Uttar Pradesh - 226001
Whether listed company (Yes/ No)	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	SKYLINE FINANCIAL SERVICES PRIVATE LTD. D-153 A, 1 st Floor Okhla Industrial Area Phase-I- New Delhi 110 020

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the activities contributing 10 % or more of the total turnover of the company business shall be stated:-

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Forging, Pressing & Roll Forming of Metal	25920	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name and Address of the	CIN / GLN	Holding / Subsidiary /	% of Total Shares Held	Applicable Section
---------	-------------------------	-----------	------------------------	------------------------	--------------------

	Company		Associate		
1	DTL Ancillaries Ltd [Regd. Office: Flat No. 102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg, 3, Way Road, Lucknow, Uttar Pradesh - 226001]	U34102UP1996PLC020585	Associate	46.05	2(6)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding

Category of shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	800055	0	800055	73.61	800055	0	800055	73.61	0
b) Central Govt	0								
c) State Govt (s)	0								
d) Bodies Corp.	0								
e) Banks / FI	0								
f) Any Other	0								
Sub-total (A)(1)	800055	0	800055	73.61	800055	0	800055	73.61	0
(2) Foreign									
a) NRIs -	0	0	0	0	0	0	0	0	0
Individuals	0	0	0	0	0	0	0	0	0
b) Other -	0	0	0	0	0	0	0	0	0
Individuals	0	0	0	0	0	0	0	0	0

c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other...	0	0	0	0	0	0	0	0	0
Sub-total (A)(2)									
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	800055	0	800055	73.61	800055	0	800055	73.61	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance	0	0	0	0	0	0	0	0	0
Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture	0	0	0	0	0	0	0	0	0
Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0								
Sub-total (B)(1)									
2. Non-Institutions	0	0	0	0	0	0	0	0	0

a) Bodies Corp.	0	0	0	0	0	0	0	0	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual Shareholders holding nominal share capital upto Rs.1 Lakh	0	20843	0	1.91	0	20843	0	1.91	0
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	0	219465	0	20.19	0	219465	0	20.19	0
c) Others (Specify)	0	46530	0	4.28	0	0	0	0	0
Sub-total (B)(2)	0	0	0	0	0	0	0	0	0
Total Public Shareholding B)=(B)(1)+ (B)(2)	0	286838	0	26.40	0	286838	0	26.40	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
GRAND TOTAL (A+B+C)	800055	286838	1086893	100	800055	286838	1086893	100	0

ii) SHAREHOLDING OF PROMOTERS

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change In shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of shares	% of Total shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Mr. Vijay Mohan Jain	333000	30.64	0	333000	30.64	0	0
2	Vijay Mohan Jain HUF	152550	14.03	0	152550	14.03	0	0
3	Mrs. Santosh Jain	314505	28.94	0	314505	28.94	0	0
	TOTAL	800055	73.61	0	800055	73.61	0	0

iii) CHANGE IN PROMOTERS' SHAREHOLDING: NIL

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / sweat equity, etc.)				
	At the end of the year				

iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

SR.No	For each of the Top 10 shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Mr. Vijay Prakash Agarwal (HUF)				
	At the beginning of the year	30150	2.70	30150	2.70
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
	At the End of the year (or on the date of separation, if separated during the year)	30150	2.70	30150	2.70
2	Mr. Vijay Prakash Agarwal				
	At the beginning of the year	27270	2.51	27270	2.51
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	08-10-2018	605	0.6	27875	2.57
	At the End of the year (or on the date of separation, if separated during the year)	27875	2.57	27875	2.75
3	Mrs. Savitri Devi				

	At the beginning of the year	22320	2.05	22320	2.05
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year (or on the date of separation, if separated during the year)	22320	2.05	22320	2.05
4	Mrs. Neelam Agarwal				
	At the beginning of the year	27000	2.48	27000	2.48
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year (or on the date of separation, if separated during the year)	27000	2.48	27000	2.48
5	Mr. Varun Jain				
	At the beginning of the year	158850	14.61	158850	14.61
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	At the End of the year (or on the date of separation, if separated during the year)	158850	14.61	158850	14.61
6	Ms. Manju Goel				
	At the beginning of the year	3240	0.30	3240	0.30
	Date wise Increase / Decrease in Shareholding during the year specifying	0	0	0	0

	the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	At the End of the year (or on the date of separation, if separated during the year)	3240	0.30	3240	0.30
7	Smt. Beena Gupta				
	At the beginning of the year	625	0.06	625	0.06
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year (or on the date of separation, if separated during the year)	625	0.06	625	0.06
8	Mrs. Geeta Gupta				
	At the beginning of the year	675	0.06	675	0.06
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year (or on the date of separation, if separated during the year)	675	0.06	675	0.06
9	Ms. Anju Jain				
	At the beginning of the year	675	0.06	675	0.06
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year (or	675	0.06	675	0.06

	on the date of separation, if separated during the year)				
10	Mr. Daya Shankar Gupta				
	At the beginning of the year	675	0.06	675	0.06
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year (or on the date of separation, if separated during the year)	675	0.06	675	0.06

v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
A.	Director				
1.	Mr. Vijay Mohan Jain- Managing Director				
	At the beginning of the year	333000	30.64	333000	30.64
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year (or on the date	333000	30.64	333000	30.64

	of separation, if separated during the year)				
2.	Mrs. Santosh Jain-Director				
	At the beginning of the year	314505	28.94	314505	28.94
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year (or on the date of separation, if separated during the year)	314505	28.94	314505	28.94
3	Mr. Sidharth Jain-Director				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year	0	0	0	0
4	Mr. Darshan Jindal- Independent Director				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease	0	0	0	0

	(e.g. allotment / transfer / bonus / sweat equity etc):				
	At the End of the year	0	0	0	0
5	Mr. Varun Jain—Additional Director appointed on 10.04.2021				
	At the beginning of the year	158850	14.61	158850	14.61
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	--	--	--	--
	At the End of the year	158850	14.61	158850	14.61
6	Mr. Shashank Ramesh Anikhindi-Independent Director				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year	0	0	0	0
B.	Key Managerial Personnel				
1	Mr. Nitin Siddheshwar Metkari-Company Secretary				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Shareholding during the year specifying	50	0.00	50	0.0

	the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	At the End of the year	50	0.0	50	0.0
2.	Mr. Kameshwar Narain Pandey-CFO				
	At the beginning of the year	365	0.03	365	0.03
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	0	0	0	0
	At the End of the year	365	0.03	365	0.03

[*Mr. Varun Jain appointed as Add. Director w.e.f. 10.04.2021]

V. INDEBTEDNESS: NIL

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the year				
i) Principal amount				
ii) Interest due but not paid				
iii) Interest accrued but not due.				
Total (i+ ii+ iii)				
Changes during the financial year				
Addition				
Reduction			NIL	
Net Change				
Indebtedness at the end of the financial year				
i) Principal amount				
ii) Interest due but not paid				
iii) Interest accrued but not due.				
Total (I +ii + iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole Time Directors and / or Manager:**

Sl. No.	Particulars of Remuneration	Name of MD/ WTD / Manager			Total Amount
		Mr. Vijay Mohan Jain, Managing Director			
1.	Gross Salary	9,60,000/-			9,60,000/-
(a)	Salary as per provisions contained in section 17(1) of Income Tax Act, 1961	0			
(b)	Value of perquisites under section 17(2) of Income Tax Act, 1961	0			
(c)	Profits in lieu of salary under section 17(3) of Income Tax Act, 1961	0			
2.	Stock Options	0			
3.	Sweat Equity	0			
4.	Commission	0			
	- as % of profit	0			
	- others, specify	0			
5.	Others, Please specify Sitting fees-	0			
	Total (A)	9,60,000/-			9,60,000/-
	Ceiling as per the Act				

B. REMUNERATION TO OTHER DIRECTORS: NIL

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount
1.	Independent Directors			
(a)	Fee for attending Board / Committee meetings			
(b)	Commission			

(c)	Others, specify			
	Total (1)			
2.	Other Non-executive Directors			
(a)	Fee for attending Board / Committee meetings			
(b)	Commission			
(c)	Others, specify			
	Total (2)			
	Total (B)= (1+2)			
	Total Managerial Remuneration			
	Overall ceiling as per the Act			

C. REMUNERATION TO MANAGERIAL PERSONNEL OTHER THAN MANAGING DIRECTOR / WHOLE TIME DIRECTOR / MANAGER:

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr. Kameshwar Narain Pandey, CFO	Mr. Nitin Siddheshwar Metkari, Company Secretary	
1.	Gross Salary			
(a)	Salary as per provisions contained in section 17(1) of Income Tax Act, 1961	7,74,000/-	6,00,000/-	13,74,000/-
(b)	Value of perquisites under section 17(2) of Income Tax Act, 1961	-	-	
(c)	Profits in lieu of salary under section 17(3) of Income Tax Act, 1961	-	-	
2.	Stock Options	-	-	
3.	Sweat Equity	-	-	
4.	Commission			
	- as % of profit	-	-	

	- others, specify	-	-	
5.	Others, specify	-	-	
	Total	7,74,000/-	6,00,000/-	13,74,000/-

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding Fees imposed	Authority (RD / NCLT / Court)	Appeal Made, if any (Give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board
DTL India Holdings Limited

Sd/-

(Vijay Mohan Jain)
Managing Director

Place: Pune.

Date: 30st June, 2021



Independent Auditor's Report

To the Members of DTL INDIA HOLDINGS LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of DTL INDIA HOLDINGS LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2021, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021, its loss and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the financial statements and auditors' report thereon

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

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Emphasis of Matter

We draw attention to the following matters in the Notes to the financial statements:

- a) Non Compliance of the Provisions of Ind AS 19 "Employee Benefits".
- b) Balance with Bank of India as shown under the head Cash & Cash equivalent are subject to confirmation and reconciliation.
- c) Financial statement have been prepared without taking impact of the uncertainty related to the outcome of the lawsuit filed by or against the Company (if any) in due course of business.

Other Matters

Scope Limitation due to COVID-19

Due to the COVID-19 pandemic and the lockdown and other restrictions imposed by the government and local administration, the audit processes were carried out based on the online and with remote access to the extent available/feasible and necessary records made available by the management through digital medium only, therefore having its own limitations.

Our opinion is not modified in respect of these matters.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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 Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are



considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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

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

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



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements subject to as specified in Emphasis on Matters section above comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 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 matter to be included in the Auditor's Report under section 197(16), In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.
 - 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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - ii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For V.G. Associates
Chartered Accountants
FRN: 001240C

Vinod Kumar Gupta

Vinod Kumar Gupta
(Partner)
Membership No. 070481



Place:-Lucknow
Date: 30/06/2021
UDIN: 2170481AAAAA41453

Annexure 'A'

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".

We report that:

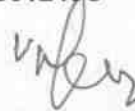
- i.
 - a. As Informed by the management, the company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - b. As explained to us, fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
 - c. The title deeds of immovable properties are held in the name of the company.
- ii. As the company is not maintaining any stock/inventory, the said clause is not applicable.
- iii. As per the information provided by the management the company has not granted any loans to companies covered in the register maintained under section 189 of the Companies Act, 2013.
 - a. The said clause is not applicable;
 - b. The said clause is not applicable.
 - c. The said clause is not applicable.
- iv. In respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v. The company has not accepted any deposits from the public covered under sections 73 to 76 of the Companies Act, 2013.
- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013
- vii.
 - a. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Custom Duty, Excise Duty, value added tax, cess, GST and any other statutory dues to the extent applicable, have generally been deposited with the Appropriate Authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st March, 2021 for a period of more than six months from the date they became payable.
 - b. According to the information and explanations given to us, there is no amount payable in respect of income tax, GST, sales tax, customs duty, excise duty and



cess whichever applicable, which have not been deposited on account of any disputes.

- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues (if any) to a financial institution, bank, Government or debenture holders, as applicable to the company.
- ix. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- x. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us, we report that managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii. The company is not a Nidhi Company. Therefore clause (xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us by the management, all 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 Financial Statements etc. as required by the applicable accounting standards.
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv. The company has not entered into non-cash transactions with directors or persons connected with him.
- xvi. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934

**For V.G. Associates
Chartered Accountants
FRN: 001240C**



**CA. Vinod Kumar Gupta
(Partner)
Membership No. 070481**

**Place:-Lucknow
Date: 30/06/2021**

Report on Internal Financial Controls with reference to financial statements

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

We have audited the internal financial controls over financial reporting of DTL INDIA HOLDINGS LIMITED ("the Company") as of March 31, 2021 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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



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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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



For V.G. Associates
Chartered Accountants
FRN: 001240C



Vinod Kumar Gupta
(Partner)
Membership No. 070481



Place:-Lucknow
Date: 30/06/2021

Balance Sheet as at 31st March 2021

Particulars	Note No.	₹ in rupees	
		As at 31st March 2021	As at 31st March 2020
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	1	1,08,69,300.00	1,08,69,300.00
Reserves and surplus	2	6,72,06,158.91	8,61,37,823.41
Money received against share warrants		0.00	0.00
Share application money pending allotment		7,80,75,458.91	9,70,07,123.41
		0.00	0.00
Non-current liabilities			
Long-term borrowings		0.00	0.00
Deferred tax liabilities (Net)	3	7,55,975.50	0.00
Other long term liabilities	4	8,23,55,865.92	3,01,32,782.25
Long-term provisions	5	0.00	0.00
		8,31,11,841.42	3,01,32,782.25
Current liabilities			
Short-term borrowings		0.00	0.00
Trade payables	6		
(A) Micro enterprises and small enterprises		0.00	0.00
(B) Others		27,936.18	25,39,875.44
Other current liabilities	7	40,11,532.00	22,12,045.00
Short-term provisions	5	9,15,638.00	11,76,020.00
		49,55,106.18	59,27,940.44
TOTAL		16,61,42,406.51	13,30,67,846.10
ASSETS			
Non-current assets			
Property, Plant and Equipment	8		
Tangible assets		1,56,49,096.06	1,48,60,532.64
Intangible assets		0.00	0.00
Capital work-in-Progress		0.00	0.00
Intangible assets under development		0.00	0.00
Non-current investments	9	9,88,13,647.98	8,66,65,509.98
Deferred tax assets (net)	3	0.00	4,97,244.97
Long-term loans and advances	10	0.00	0.00
Other non-current assets	11	2,40,68,517.71	2,40,01,063.61
		13,85,31,261.75	12,62,24,351.20
Current assets			
Current investments		0.00	0.00
Work in Progress	12	65,02,121.00	0.00
Trade receivables	13	1,07,46,474.26	0.00
Cash and cash equivalents	14	6,71,459.24	4,48,031.29
Short-term loans and advances	10	29,62,317.94	29,50,363.44
Other current assets	15	67,28,772.32	34,45,100.17
		2,76,11,144.76	68,43,494.90
TOTAL		16,61,42,406.51	13,30,67,846.10

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For V.G. Associates
Chartered Accountants
(FRN: 001246C)

CA. Vinod Kumar Gupta
Partner
Membership No.: 070481
Place: Lucknow
Date: 30/06/2021



KAMESHWAR NARAIN PANDEY
CFO(KMP)
DIN: AOZPP8266N

VIJAY MOHAN JAIN
Managing Director
DIN: 00691974

NITIN SIDDHESHWAR METKARI
Company Secretary
DIN: BNXP1394N

For and on behalf of the Board of Directors

SANTOSH JAIN
Director
DIN: 00691936



Statement of Profit and loss for the year ended 31st March 2021

₹ in rupees

Particulars	Note No.	31st March 2021	31st March 2020
Revenue			
Revenue from operations	16	78,05,682.95	1,58,28,354.61
Less: Excise duty		0.00	0.00
Net Sales		78,05,682.95	1,58,28,354.61
Other income	17	1,99,105.48	0.00
Total revenue		80,04,788.43	1,58,28,354.61
Expenses			
Cost of material Consumed	18	0.00	0.00
Purchase of stock-in-trade	19	1,04,04,921.06	11,85,824.15
Changes in inventories	20	(65,02,121.00)	0.00
Employee benefit expenses	21	41,00,230.00	37,21,811.00
Finance costs	22	2,91,587.99	2,006.00
Depreciation and amortization expenses	23	11,54,006.77	5,40,255.26
Other expenses	24	1,62,34,607.64	65,88,104.76
Total expenses		2,56,83,232.46	1,20,38,001.17
Profit before exceptional, extraordinary and prior period items and tax		(1,76,78,444.03)	37,90,353.44
Exceptional items		0.00	0.00
Profit before extraordinary and prior period items and tax		(1,76,78,444.03)	37,90,353.44
Extraordinary items		0.00	0.00
Prior period item		0.00	0.00
Profit before tax		(1,76,78,444.03)	37,90,353.44
Tax expenses			
Current tax	25	0.00	9,54,032.00
Deferred tax	26	12,53,220.47	(1,25,736.32)
Excess/short provision relating earlier year tax		0.00	0.00
Profit(Loss) for the period		(1,89,31,664.50)	29,62,057.76
Earning per share			
Basic	27		
Before extraordinary Items		(17.42)	2.73
After extraordinary Adjustment		(17.42)	2.73
Diluted			
Before extraordinary Items		0.00	0.00
After extraordinary Adjustment		0.00	0.00

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For V.G. Associates
Chartered Accountants
(FRN: 001240C)

CA. Vinod Kumar Gupta
Partner
Membership No.: 070481
Place: Lucknow
Date: 30/06/2021



[Signature]
KAMESHWAR NARAIN PANDEY
CFO (KMP)
DIN: AOZPP8266N

[Signature]
NITIN SIDDHESHWAR METKARI
Company Secretary
DIN: BNXP1394N

For and on behalf of the Board of Directors

[Signature]
SANTOSH JAIN
Director
DIN: 00691935

[Signature]
VIJAY MOHAN JAIN
Managing Director
DIN: 00681974



CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2021

₹ in rupees

PARTICULARS		31st March 2021	31st March 2020
A.	Cash Flow From Operating Activities		
	Net Profit before tax and extraordinary items(as perStatement of Profit and Loss)	(1,76,78,444.03)	37,90,353.44
	Adjustments for non Cash/ Non trade items:		
	Depreciation & Amortization Expenses	11,54,006.77	5,40,255.26
	Finance Cost	2,91,587.99	2,006.00
	Interest received	(1,98,296.00)	0.00
	Operating profits before Working Capital Changes	(1,64,31,145.27)	43,32,614.70
	Adjusted For:		
	(Increase) / Decrease in trade receivables	(1,07,46,474.26)	0.00
	Increase / (Decrease) in trade payables	(25,11,939.26)	12,13,536.53
	(Increase) / Decrease in inventories	(65,02,121.00)	0.00
	Increase / (Decrease) in other current liabilities	27,92,325.47	12,22,751.34
	(Increase) / Decrease in Short Term Loans & Advances	(11,954.50)	(5,71,842.16)
	(Increase) / Decrease in other current assets	(32,83,672.15)	(19,47,205.39)
	Cash generated from Operations	(3,66,94,980.97)	42,49,855.02
	Net Cash flow from Operating Activities(A)	(3,66,94,980.97)	42,49,855.02
B.	Cash Flow From Investing Activities		
	Purchase of tangible assets	(19,42,570.19)	(1,21,95,749.00)
	Non Current Investments / (Purchased) sold	(1,19,48,138.00)	0.00
	Interest Received	1,98,296.00	0.00
	Other Inflow / (Outflows) of cash	5,21,55,629.57	89,99,207.98
	Net Cash used in Investing Activities(B)	3,84,63,217.38	(31,96,541.02)
C.	Cash Flow From Financing Activities		
	Finance Cost:	(2,91,587.99)	(2,006.00)
	Other Inflows / (Outflows) of cash	(12,53,220.47)	(9,54,032.00)
	Net Cash used in Financing Activities(C)	(15,44,808.46)	(9,56,038.00)
D.	Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)	2,23,427.95	97,276.00
E.	Cash & Cash Equivalents at Beginning of period	4,48,031.29	3,50,755.29
F.	Cash & Cash Equivalents at End of period	6,71,459.24	4,48,031.29
G.	Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)	2,23,427.95	97,276.00

DTL INDIA HOLDINGS LIMITED
102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg 3 Way Road,
Hazratganj, Lucknow-226001
CIN : L50300UP1981PLC005289

(F.Y. 2020-2021)


The accompanying notes are an integral part of the financial statements.


As per our report of even date

For V.G. Associates
Chartered Accountants
(FRN: 0012409)

CA. Vinod Kumar Gupta
Partner
Membership No.: 070481
Place: Lucknow
Date: 30/06/2021




KAMESHWAR NARAIN PANDEY
CFO(KMP)
DIN: AOZPP8266N


NITIN SIDDHESHWAR METKARI
Company Secretary
DIN: BNXP1394N


VIJAY MOHAN JAIN
Managing Director
DIN: 00691974

For and on behalf of the Board of Directors


SANTOSH JAIN
Director
DIN: 00691936



Note:

1. The Cash Flow Statement has been prepared by Indirect Method as per AS-3 issued by ICAI.
2. Figures of previous year have been rearranged/regrouped wherever necessary
3. Figures in brackets are outflow/deductions

Notes to Financial statements for the year ended 31st March 2021

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.

Note No. 1 Share Capital

Particulars	₹ in rupees	
	As at 31st March 2021	As at 31st March 2020
Authorised :		
1250000 (31/03/2020:1250000) Equity shares of Rs. 10.00/- par value	1,25,00,000.00	1,25,00,000.00
Issued :		
1086930 (31/03/2020:1086930) Equity shares of Rs. 10.00/- par value	1,08,69,300.00	1,08,69,300.00
Subscribed and paid-up :		
1086930 (31/03/2020:1086930) Equity shares of Rs. 10.00/- par value	1,08,69,300.00	1,08,69,300.00
Total	1,08,69,300.00	1,08,69,300.00

Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period

Equity shares	₹ in rupees			
	As at 31st March 2021		As at 31st March 2020	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	10,86,930	1,08,69,300.00	10,86,930	1,08,69,300.00
Issued during the Period	0.00	0.00	0.00	0.00
Redeemed or bought back during the period	0.00	0.00	0.00	0.00
Outstanding at end of the period	10,86,930	1,08,69,300.00	10,86,930	1,08,69,300.00

Right, Preferences and Restriction attached to shares

Equity shares

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

Details of shareholders holding more than 5% shares in the company

Type of Share	Name of Shareholders	As at 31st March 2021		As at 31st March 2020	
		No. of Shares	% of Holding	No. of Shares	% of Holding
Equity [NV: 10.00]	V.M.Jain	3,33,000	30.64	3,33,000	30.64
Equity [NV: 10.00]	V.M.Jain(HUF)	1,52,550	14.03	1,52,550	14.03
Equity [NV: 10.00]	Santosh Jain	3,14,505	28.94	3,14,505	28.94
Equity [NV: 10.00]	Varun Jain	1,58,850	14.61	1,58,850	14.61
	Total :	9,58,905	88.22	9,58,905	88.22

Note No. 2 Reserves and surplus

Particulars	₹ in rupees	
	As at 31st March 2021	As at 31st March 2020
Surplus		
Opening Balance	8,55,37,823.41	8,25,75,765.65
Add: Profit for the year	0.00	29,62,057.78
Less: Loss for the year	(1,89,31,664.50)	0.00
Closing Balance	6,66,06,158.91	8,55,37,823.41
General reserve		
Opening Balance	6,00,000.00	6,00,000.00
Add: Addition during the year	0.00	0.00
Less: Deletion during the year	0.00	0.00
Closing Balance	6,00,000.00	6,00,000.00
Balance carried to balance sheet	6,72,06,158.91	8,61,37,823.41



Handwritten signature and initials.

505

Handwritten signature.

Note No. 3 Deferred Tax

Particulars	₹ in rupees	
	As at 31st March 2021	As at 31st March 2020
Deferred tax liability		
Deferred Tax Liability	7,55,975.50	0.00
Gross deferred tax liability	7,55,975.50	0.00
Deferred tax assets		
Deferred Tax Assets	0.00	4,97,244.97
Gross deferred tax asset	0.00	4,97,244.97
Net deferred tax assets	0.00	4,97,244.97
Net deferred tax liability	7,55,975.50	0.00

Note No. 4 Other long term liabilities

Particulars	₹ in rupees	
	As at 31st March 2021	As at 31st March 2020
Others		
DTL Ancillaries Limited	8,23,55,865.92	3,01,32,782.25
Total	8,23,55,865.92	3,01,32,782.25

Note No. 5 Provisions

Particulars	₹ in rupees					
	As at 31st March 2021			As at 31st March 2020		
	Long-term	Short-term	Total	Long-term	Short-term	Total
Other provisions						
Provision for Income Tax	0.00	1,50,302.00	1,50,302.00	0.00	9,54,032.00	9,54,032.00
V.G Associates	0.00	1,22,425.00	1,22,425.00	0.00	84,780.00	84,780.00
Provision For Salary	0.00	6,42,911.00	6,42,911.00	0.00	1,37,208.00	1,37,208.00
Total	0.00	9,15,638.00	9,15,638.00	0.00	11,76,020.00	11,76,020.00

Note No. 6 Trade payables

Particulars	₹ in rupees	
	As at 31st March 2021	As at 31st March 2020
(B) Others		
Avadh rail	0.00	2,20,775.00
S.V Composites Engineering P Ltd	0.00	2,62,195.10
Sky Laine Financial Services	0.00	26,460.00
Falveley Transport	0.00	8,19,628.00
Arun Verma and Engineering	0.00	19,460.81
Vishal Patil	0.00	500.00
JSL Life Style Ltd.	0.00	7,16,720.00
Mahesh Patil and Co	0.00	6,840.00
Moosa Haji Patrawala Pvt. Ltd.	0.00	62,885.14
Tech Force Engineering Service Ltd.	0.00	2,57,500.00
Nirmal Fiber Pvt. Ltd.	0.00	68,975.00
Unity Industries	0.00	277.21
Sahara Ply Board and Hardware	27,436.18	27,436.18
Sanjay Tools	0.00	6,372.00
Jagnnath Rubber	0.00	43,851.00
SK Gupta	500.00	0.00
Total	27,936.18	25,39,875.44

Note No. 7 Other current liabilities

Particulars	₹ in rupees	
	As at 31st March 2021	As at 31st March 2020
Others payables		
Shri V.M.Jain(HUF)	1,00,000.00	1,00,000.00
Santosh Jain	15,700.00	14,200.00



5/5

9/14

DTL INDIA HOLDINGS LIMITED
102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg 3 Way Road,
Hazratganj, Lucknow-226001
CIN : L50300UP1981PLC005289

(F.Y. 2020-2021)

Sidharth Jain	21,433.72	19,933.72
V.M. Jain	37,88,898.28	19,62,720.28
K.S. Yadav	60,000.00	32,000.00
DTL Ancillaries Ltd	25,500.00	25,500.00
Professional tax payable	0.00	600.00
Maharastra Labour Welfare Fund	0.00	216.00
Shri S.K. Gupta	0.00	16,875.00
Shri K.N. Pandey	0.00	40,000.00
Total	40,11,532.00	22,12,045.00



[Handwritten signature]

505

DTL INDIA HOLDINGS LIMITED
 102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg 3 Way Road, Hazratganj, Lucknow-226001
 CIN : L50300UP1981PLC005289

(F.Y. 2020-2021)

Note No. 8 Property, Plant and Equipment as at 31st March 2021

Assets	Useful Life (in Years)	Gross Block				Accumulated Depreciation/ Amortisation						₹ in rupees	
		Balance as at 1st April 2020	Additions during the year	Addition on account of business acquisition	Deletion during the year	Balance as at 31st March 2021	Balance as at 1st April 2020	Provided during the year	Deletion / adjustments during the year	Balance as at 31st March 2021	Balance as at 31st March 2021	Balance as at 31st March 2020	
A. Tangible assets													
Own Assets													
Plant and Machinery ¹	30.00	15,03,023.50	18,094.84	0.00	0.00	15,11,718.34	15,93,022.50	218.13	0.00	15,93,840.63	17,877.51	1.00	
Plant and Machinery ²	20.00	16,87,878.41	0.00	0.00	0.00	16,87,878.41	12,62,522.32	84,363.92	0.00	12,75,810.24	3,10,888.17	3,85,356.00	
Plant and Machinery ³	20.00	6,74,801.00	0.00	0.00	0.00	6,74,801.00	5,83,946.04	43,740.00	0.00	6,07,889.00	2,67,114.91	3,10,894.96	
Tools and Dye	20.00	54,64,437.52	2,25,000.00	0.00	0.00	56,89,437.52	25,21,998.35	2,74,186.39	0.00	37,36,174.74	18,63,253.68	19,42,439.47	
Crane	20.00	1,71,900.00	0.00	0.00	0.00	1,71,900.00	1,38,808.50	8,993.00	0.00	1,47,401.50	24,498.80	23,093.50	
Machinery	20.00	22,309.80	0.00	0.00	0.00	22,309.80	16,879.25	1,115.00	0.00	17,794.25	4,505.75	3,020.73	
GED Plant	20.00	1,20,00,000.00	0.00	0.00	0.00	1,20,00,000.00	17,178.08	6,06,000.00	0.00	8,17,178.08	1,33,62,821.52	1,19,63,821.52	
Furniture and Fitting	10.00	2,83,414.00	1,99,350.00	0.00	0.00	4,82,714.00	1,99,985.50	30,368.48	0.00	2,27,342.98	2,59,391.00	89,407.50	
Office Equipment	5.00	9,809.00	0.00	0.00	0.00	9,809.00	9,599.00	0.00	0.00	9,809.00	1.00	1.00	
Computer	3.00	1,20,889.00	4,29,383.55	0.00	0.00	5,52,952.55	1,10,418.73	50,733.00	0.00	1,61,151.73	3,91,800.82	16,189.27	
Electrical Fittings	10.00	1,87,174.21	0.00	0.00	0.00	1,87,174.21	1,09,406.63	19,717.42	0.00	1,26,125.45	68,047.78	87,765.18	
S.O. Set	10.00	1,10,512.00	0.00	0.00	0.00	1,10,512.00	1,10,511.00	0.00	0.00	1,10,511.00	1.00	1.00	
Vehicle	12.00	0.00	10,73,792.00	0.00	0.00	10,73,792.00	0.00	49,941.38	0.00	49,941.38	10,32,650.62	0.00	
Total (A)		2,26,42,199.94	19,42,570.19	0.00	0.00	2,44,84,770.13	76,81,667.30	11,34,009.77	0.00	88,35,674.07	1,56,49,096.04	1,48,69,532.84	
P.Y Total		1,92,46,489.94	1,21,95,748.00	0.00	0.00	2,26,42,199.94	71,61,612.84	5,40,253.28	0.00	76,81,667.30	1,48,69,532.84	32,95,038.90	

General Notes:

- No depreciation if remaining useful life is negative or zero.
- Depreciation is calculated on pro-rata basis in case assets is purchased/sold during current F.Y.
- If above assets is used for any time during the year for double shift, the depreciation will increase by 50% for that period and in case of the triple shift the depreciation shall be calculated on the basis of 100% for that period.



[Handwritten signature]

SJT



DTL INDIA HOLDINGS LIMITED
 102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg 3 Way Road, Hazratganj, Lucknow-226001
 CIN : L50300UP1981PLC005289

Note No. 9 Non-current investments

₹ in rupees

Particulars	As at 31st March 2021		As at 31st March 2020	
	Long-term	Short-term	Long-term	Short-term
Trade Investment (Valued at cost unless stated otherwise)				
Investments in equity Instruments (Unquoted)				
In Others				
Investment in other Indian companies equity instruments unquoted trade		8,68,65,509.98		8,68,65,509.98
		8,68,65,509.98		8,68,65,509.98
Non-Trade Investment (Valued at cost unless stated otherwise)				
Other non-current investments (Unquoted)				
In Others				
FD with HDFC Bank		1,19,48,138.00		0.00
		1,19,48,138.00		0.00
Gross Investment		9,88,13,647.98		8,68,65,509.98
Net Investment		9,88,13,647.98		8,68,65,509.98
Aggregate amount of unquoted investments		9,88,13,647.98		8,68,65,509.98

Note No. 10 Loans and advances

₹ in rupees

Particulars	As at 31st March 2021		As at 31st March 2020	
	Long-term	Short-term	Long-term	Short-term
Other loans and advances				
Febro Plastics (India) Pvt Ltd	0.00	8,87,438.28	0.00	8,87,438.28
Darshan Enterprises	0.00	1,00,000.00	0.00	1,00,000.00
Bharat Seats LTD	0.00	7,00,000.00	0.00	7,00,000.00
Arvind Kumar	0.00	72,300.00	0.00	72,300.00
Ecoerth Solutions POC Pvt. Ltd.	0.00	3,67,286.80	0.00	3,67,286.80
Macro Services	0.00	2,854.00	0.00	2,854.00
Rohit Precisen Technologies Pvt. Ltd.	0.00	2,431.36	0.00	2,431.36
Atharva Metal Craft Pvt. Ltd.	0.00	8,970.00	0.00	8,970.00
Spectro Analytical Labs Pvt. Ltd.	0.00	4,435.00	0.00	9,990.00
Security Deposit Guest House	0.00	24,000.00	0.00	24,000.00
R.T. Vision Technology	0.00	46,093.00	0.00	46,093.00
MCF Lalganj	0.00	0.00	0.00	7,08,000.00
BEML Limited	0.00	0.00	0.00	21,000.00
Able Design Engineering	0.00	20,444.50	0.00	0.00
Interior Design and Engineering	0.00	6,60,000.00	0.00	0.00
Om Logistics	0.00	7,065.00	0.00	0.00
SV Aluexat Profile Pvt. Ltd.	0.00	59,000.00	0.00	0.00
Total	0.00	29,62,317.94	0.00	29,50,363.44

Note No. 11 Other non-current assets

₹ in rupees

Particulars	As at 31st March 2021		As at 31st March 2020	
	Long-term	Short-term	Long-term	Short-term
Inventories (Note No.:12)		2,40,68,517.71		2,40,01,063.61
Other Assets				
Total		2,40,68,517.71		2,40,01,063.61



[Handwritten signature]

[Handwritten initials]

Note No. 12 Inventories

₹ in rupees

Particulars (Valued at cost or NRV unless otherwise stated)	As at 31st March 2021		As at 31st March 2020	
	Non-Current	Current	Non-Current	Current
Work In Progress (Prototype Development)	2,40,68,517.71	0.00	94,73,180.85	0.00
Work In Progress (Kapoorthala)	0.00	65,02,121.00	0.00	0.00
Amount disclosed under the head 'Other Non-Current Assets' (Note No.12)	(24068517.71)		(9473180.85)	
Total	0	65,02,121.00	0	0.00

Note No. 13 Trade receivables

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Exceeding six months		
Unsecured, Considered Good	1,07,46,474.26	0.00
Total	1,07,46,474.26	0.00
Total	1,07,46,474.26	0.00

Note No. 14 Cash and cash equivalents

₹ in rupees

Particulars	As at 31st March 2021			As at 31st March 2020		
	Non-Current	Current	Total	Non-Current	Current	Total
Balance with banks						
Central Bank of India	0.00	0.00	0.00	0.00	8,857.27	8,857.27
HDFC Bank(A/c No. 1189)	0.00	96,227.99	96,227.99	0.00	1,16,227.99	1,16,227.99
HDFC Bank(Loan A/c-.0053)	0.00	58,865.34	58,865.34	0.00	60,635.34	60,635.34
UBI(A/c No-353301010134311)	0.00	21,269.92	21,269.92	0.00	21,505.92	21,505.92
UBI(A/c No-35331010134403)	0.00	34,177.50	34,177.50	0.00	34,053.50	34,053.50
HDFC Bank (4750)	0.00	4,48,826.79	4,48,826.79	0.00	1,92,744.57	1,92,744.57
Bank of India	0.00	11,292.00	11,292.00	0.00	11,292.00	11,292.00
Total	0.00	6,70,659.54	6,70,659.54	0.00	4,46,316.59	4,46,316.59
Cash in hand						
Cash in hand	0.00	799.70	799.70	0.00	2,714.70	2,714.70
Total	0.00	799.70	799.70	0.00	2,714.70	2,714.70
Amount disclosed under the head "Other Non-Current Assets" (Note No.:11)	0.00	0.00	0.00	0.00	0.00	0.00
Total	0	6,71,459.24		0	4,48,031.29	

Note No. 15 Other current assets

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Other Assets		
TDS	1,75,218.84	4,56,707.90
SGST	13,09,471.11	5,05,696.84
CGSt	13,09,470.74	5,05,696.84
IGST	31,26,677.28	19,76,998.59
TCS	2,808.11	0.00
GST Paid	69,391.00	0.00
Maharashtra Labour Fund	165.00	0.00
Prepaid Expenses	5,52,143.45	0.00
Interest Receivable	1,83,423.79	0.00
Total	67,28,772.32	34,46,100.17

Note No. 16 Revenue from operations

₹ in rupees

Particulars	31st March 2021	31st March 2020
Sale of products	16,27,101.00	21,05,370.32
Other operating revenues	61,78,581.95	1,37,22,984.29
Net revenue from operations	78,05,682.95	1,58,28,354.61



[Handwritten signature]

[Handwritten initials]

[Handwritten signature]

Note No. 17 Other income

₹ in rupees

Particulars	31st March 2021	31st March 2020
Interest Income	1,98,296.00	0.00
Income		
Misc Income	809.48	0.00
	809.48	0.00
Total	1,99,105.48	0.00

Note No. 19 Purchase of stock-in-trade

₹ in rupees

Particulars	31st March 2021	31st March 2020
Raw Material	1,04,04,921.06	11,85,824.15
Total	1,04,04,921.06	11,85,824.15

Note No. 20 Changes in inventories

₹ in rupees

Particulars	31st March 2021	31st March 2020
Inventory at the end of the year		
Work-in-Progress	65,02,121.00	0.00
	65,02,121.00	0.00
(Increase)/decrease in inventories		
Work-in-Progress	(65,02,121.00)	0.00
	(65,02,121.00)	0.00

Note No. 21 Employee benefit expenses

₹ in rupees

Particulars	31st March 2021	31st March 2020
Salaries and Wages		
Salary and wages	40,76,736.00	37,02,530.00
	40,76,736.00	37,02,530.00
Staff welfare Expenses	23,494.00	19,281.00
Total	41,00,230.00	37,21,811.00

Note No. 22 Finance costs

₹ in rupees

Particulars	31st March 2021	31st March 2020
Bank Charges and Interest	2,91,587.99	2,006.00
Total	2,91,587.99	2,006.00



[Handwritten signature]

505

DTL INDIA HOLDINGS LIMITED
102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg 3 Way Road,
Hazratganj, Lucknow-226001
CIN : L50300UP1981PLC005289

(F.Y. 2020-2021)

Note No. 23 Depreciation and amortization expenses

₹ in rupees

Particulars	31st March 2021	31st March 2020
Depreciation on tangible assets	11,54,006.77	5,40,255.26
Total	11,54,006.77	5,40,255.26



[Handwritten signature]

सुज

Note No. 24 Other expenses

Particulars	₹ in rupees	
	31st March 2021	31st March 2020
Audit fees	45,000.00	25,000.00
Electricity expenses	28,912.00	30,197.00
Professional expenses	49,29,330.00	8,85,580.00
Office Maintenance	72,411.00	34,716.00
Travelling Expenses	2,30,203.00	3,71,129.98
Printing and Stationary	40,295.40	30,981.00
Advertisement and Publicity	62,475.00	74,120.00
Newspaper	3,021.00	3,053.00
Telephone and postage expenses	23,066.00	20,509.78
Rent	4,05,422.00	2,40,000.00
Job Work Expenses	27,38,918.00	40,54,735.00
Guest house expenses	10,750.00	76,836.00
Misc expenses	2,53,091.00	45,406.00
Director fees	3,000.00	3,000.00
Income Tax	0.00	5,74,345.00
Conveyance expenses	2,29,040.00	42,110.00
Insurance charges	38,836.00	0.00
Maintenance charges	1,83,020.55	0.00
Transport Charges	3,88,311.00	76,406.00
Supply Installation and Testing	4,51,207.08	0.00
General Expenses	74,533.25	0.00
Interest paid on TDS	4,549.00	0.00
Design and Technical Fees	13,48,862.00	0.00
Material Consumable Expenses	2,69,047.31	0.00
Medical Expenses	9,210.00	0.00
Subscription and Fee Charges	20,000.00	0.00
Labour Charges	4,67,770.08	0.00
Gas and Fuel Charges	38,50,008.01	0.00
Freight and Cartage	54,319.00	0.00
Total	1,62,34,607.64	65,88,104.76

Note No. 25 Current tax

Particulars	₹ in rupees	
	31st March 2021	31st March 2020
Current tax pertaining to current year	0.00	9,54,032.00
Total	0.00	9,54,032.00

Note No. 26 Deferred tax

Particulars	₹ in rupees	
	31st March 2021	31st March 2020
Deferred Tax Asset	12,53,220.47	(1,25,736.32)
Total	12,53,220.47	(1,25,736.32)

Note No. 27 Earning Per Share

Particulars	₹ in rupees			
	Before Extraordinary items		After Extraordinary items	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Basic				
Profit after tax (A)	(1,89,31,664.50)	29,62,057.76	(1,89,31,664.50)	29,62,057.76
Weighted average number of shares outstanding (B)	10,86,930	10,86,930	10,86,930	10,86,930
Basic EPS (A / B)	(17.42)	2.73	(17.42)	2.73
Face value per share	0.00	10.00	0.00	10.00



Handwritten signature/initials.

505



DTL INDIA HOLDING LIMITED

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENTS

Note No. : 01

A. Significant Accounting Policies

1. Basis of accounting:- These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis as per the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The Company has adopted all the Ind AS except for IND AS 19, the adoption was carried out in accordance with **Ind AS 101, "First-Time Adoption of Indian Accounting Standards"** The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.
2. Revenue (Ind AS 18) :-
Expenses and Income considered payable and receivable respectively are accounted for on accrual basis except discount claims, rebates and retirement benefits which cannot be determined with certainty during the year.
3. Property, Plants and Equipments(Ind AS 16):-
These tangible assets, are held for use in production, supply of goods or services or for administrative purposes. These are recognized and carried under cost model i.e. cost less accumulated depreciation and impairment loss, if any which is akin to recognition criteria under erstwhile GAAP. Depreciation has been provided on straight line method in terms of expected life span of assets as referred to in Schedule II of the Companies Act, 2013
4. Investments :-
Investments are stated at cost.
5. Retirement Benefits(Ind AS-19):-
No provision for terminal benefits to employees has been made by the company during the year. Hence a non compliance of Ind AS 19 was observed.
6. Income Taxes (Ind AS 12):-
Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted by the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is virtual certainty with convincing evidence that these would be realized in future. At each Balance Sheet date, the carrying amount of deferred tax is reviewed to reassure realization.



[Handwritten signature]

SUT

V.M.T.



7. Provisions, Contingent Liabilities and Contingent Assets:- (Ind AS -37)

Contingent Liabilities is disclosed in Notes to the account for:-

- (i) Possible obligations which will be confirmed only by future events not wholly within the control of the company or
- (ii) Present Obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized in the financial statement since this may result in the recognition of the income that may never be realized.

8. General:

Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.

9. Statement of Cash Flows (Ind AS -7)

Cash flows are reported using indirect method as set out in Ind AS -7 "Statement of Cash Flows", whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information

(B) Notes on Financial Statements

1. Salaries includes directors remuneration on account of salary Rs. 9,60,000/- (Previous Year Rs.9,60,000 /-)
2. Loans & Advances, Balance with certain banks have been taken at their book value subject to confirmation and reconciliation.
3. Payments to Auditors:

Auditors Remuneration	2020-21	2019-20
Audit Fees (excluding taxes)	Rs. 25,000.00	Rs. 25,000.00
Tax Audit Fee (excluding taxes)	Rs. 20,000.00	Rs. 20,000.00
Total	Rs.45,000.00	Rs.45,000.00

4. Loans and Advances are considered good in respect of which company does not hold any security.
5. No provision for retirement benefits has been made in view of accounting policy No. 5.The impact of the same on Profit & Loss is not determined.
6. Other Long Term Liabilities includes transactions with concerns in which directors are interested the closing balances of the same as at the yearend are as follows:

Name of Concern	Current Year Closing Balance	Previous Year Closing Balance
DTL ANCILLARIES LIMITED	8,23,55,865.92	3,01,32,782.25



7. Related Party disclosure

(A) Related Parties and their Relationship

(I) Key Management Personnel

1. Santosh Jain
2. Vijay Mohan Jain
3. Siddhartha Jain
4. Rohan Faqirchand Gupta
5. Darshan Jindal
6. Nitin Siddheshwar Metkari
7. Shashank Ramesh Anikhindi
8. Kameshwar Narain Pandey

Transactions with Related parties

(Figure in Laes)

Particulars	Transactions during the year			
	Current Year		Previous year	
	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Remuneration Paid	9.60	-	9.60	-
Other Payment	0.03	-	0.03	-

Outstanding Balances

Particulars	Current Year		Previous year	
	Key Management Personnel	Relative/concerns of Key Management Personnel	Key Management Personnel	Relative/concerns of Key Management Personnel
Loans Taken	-	-	-	-
Loans Repaid	-	-	-	-
Others	39.26	0.25	21.36	0.25

(II) Investments in Entities in which director are interested:-

Entity	Current Year	Previous Year
DTL Ancillaries Limited	8,68,65,510	8,68,65,510



[Handwritten signature]



8. Other income include Rs. Nil on account of interest on FDR (P.Y. Rs. Nil)

9. Value of Imports

Raw Material	Nil	Nil
Finished Goods	Nil	Nil

10. Expenditure in Foreign Currency Nil Nil

11. Earning in Foreign Exchange Nil Nil

12. All assets and liabilities are presented as Current or Non-current as per criteria set out in Schedule III to the Company's Act, 2013 Notified by the Ministry of Corporate affairs vide Notification S.O. 902(E), dated 26-3-2014. Based on the nature of operation of the company and realization from the trade receivable, the company has ascertained its operating cycle of less than 12 months. Accordingly 12 months period has been considered for the purpose of Current /Non-current classification of assets & liabilities.


In terms of Our Separate Audit Report of Even Date Attached.

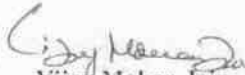
For V.G. Associates
Chartered Accountants

For DTL INDIA HOLDINGS LIMITED


(CA. Vinod Kumar Gupta)
Partner
Membership No. 070481
Registration No. 001240C


Nitin Metkari
Company Secretary
M.NO.A42888


K N Pandey
CFO


Vijay Mohan Jain
Managing Director
DIN:00691974




SANTOSH JAIN
DIRECTOR
DIN: 00691936

Place:- Lucknow
Date: 30/06/2021



INDEPENDENT AUDITOR'S REPORT

To the Members of DTL India Holdings Limited

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of DTL India Holdings Limited (hereinafter referred to as "the Company") and its Associate "DTL Ancillaries Limited" (the Company and its Associate together referred to as "the Group") comprising of the Consolidated Balance Sheet as at March 31, 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated Ind AS financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS"), of the consolidated state of affairs of the Group as at March 31, 2021, their consolidated profit (including other comprehensive income), consolidated changes in equity and their consolidated cash flows for the year ended on that date.

Basis for Opinion

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





Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter. We have determined the matter described below to be the key audit matter to be communicated in our report.

Other Information

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

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

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

Responsibilities of Management and those charged with Governance for the Consolidated Ind AS Financial Statements

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





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

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

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS financial statements. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

Identify and assess the risks of material misstatement of the consolidated Ind AS 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 and its Associate, which is company incorporated in India, have adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.





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

We communicate with those charged with governance of the Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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





Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements;
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;
- d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder;
- e) On the basis of the written representations received from the directors of the Company and its Associate, which is incorporated in India, as on March 31, 2021 and taken on record by the Board of Directors of the Company, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and its Associate company, incorporated in India and the operating effectiveness of such controls, we give our separate report in the "Annexure";
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act;
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act;
- 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, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company and its Associate company incorporated in India.

For V.G.Associates
Chartered Accountants
FRN: 001240C



Place:-Lucknow

Date: 30/06/2021

UDIN: 2170481AAAAA41453

CA. Vinod Kumar Gupta
(Partner)

Membership No. 070481



Annexure to the Independent Auditor's Report

Annexure "A"

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and regulatory Requirements".

We report that:

- i.**
 - a.** As informed by the management, the company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - b.** As explained to us, fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
 - c.** The title deeds of immovable properties are held in the name of the company.
- ii.** As the company is not maintaining any stock/inventory, the said clause is not applicable
- iii.** The company has not granted any loan, secured or unsecured to companies, firms, LLP and other parties covered in the register maintained under section 189 of the Companies Act, 2013 during the year under consideration.
- iv.** In respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v.** The company has not accepted any deposits from public covered under section 73 to 76 of the Companies Act, 2013.
- vi.** As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Govt under sub-section (1) of section 148 of the Companies Act, 2013.
- vii.**
 - a.** According to the records of the company, undisputed statutory dues including income-tax goods & service tax and any other statutory dues to the extent applicable, have generally been regularly deposited with the Appropriate Authorities except for the non-compliance of TDS.

According to the information and explanations given to us there were no outstanding statutory dues as on 31st March, 2021 for a period of more than six months from the date they became payable.
 - b.** According to the information and explanations given to us, there is no amount payable in respect of Income tax, goods & service tax and cess whichever is applicable, which have not been deposited on account of any disputes.





- viii.** In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues (if any) to a financial institution, bank, government or debenture holders, as applicable to the company.
- ix.** Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- x.** According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reports during the year.
- xi.** According to the information and explanations given to us, we report that managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii.** The company is not a Nidhi Company. Therefore clause (xii) of the order is not applicable to the company.
- xiii.** According to the information and explanations given to us by the management, all 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 Financial Statements etc. as required by the applicable accounting standards.
- xiv.** The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv.** The company has not entered into non-cash transactions with directors or persons connected with him.
- xvi.** The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For V.G.Associates
Chartered Accountants
FRN: 001240C

CA. Vinod Kumar Gupta
(Partner)

Membership No. 070481

Place:-Lucknow

Date: 30/06/2021

UDIN: 2170481AAAAA41453





Annexure “B”

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 over financial reporting of DTL INDIA HOLDINGS LIMITED (“the Company”) as of March 31, 2021 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 with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by 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 reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Financial Statements

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

A company's internal financial control over financial reporting includes those policies and procedures that :

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

For V.G.Associates
Chartered Accountants
FRN: 001240C

CA. Vinod Kumar Gupta
(Partner)

Membership No. 070481

Place:-Lucknow

Date: 30/06/2021

UDIN: 2170481AAAAA41453



Consolidated Balance Sheet as at 31st March 2021

₹ in rupees

Particulars	Note No.	As at 31st March 2021	As at 31st March 2020
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	1	1,08,69,300.00	1,08,69,300.00
Reserves and surplus	2	16,14,40,460.99	20,33,15,576.01
Money received against share warrants		0.00	0.00
		17,23,09,760.99	21,41,84,876.01
Share application money pending allotment		0.00	0.00
Non-current liabilities			
Long-term borrowings		0.00	0.00
Deferred tax liabilities (Net)	3	7,55,975.50	0.00
Other long term liabilities	4	8,23,55,865.92	3,01,32,782.25
Long-term provisions	5	0.00	0.00
		8,31,11,841.42	3,01,32,782.25
Current liabilities			
Short-term borrowings		0.00	0.00
Trade payables	6		
(A) Micro enterprises and small enterprises		0.00	0.00
(B) Others		27,936.18	25,39,875.44
Other current liabilities	7	40,11,532.00	22,12,045.00
Short-term provisions	5	9,15,638.00	11,76,020.00
		49,55,106.18	59,27,940.44
TOTAL		26,03,76,708.59	25,02,45,598.45
ASSETS			
Non-current assets			
Property, Plant and Equipment	8		
Tangible assets		1,56,49,096.06	1,48,60,532.64
Intangible assets		0.00	0.00
Capital work-in-Progress		0.00	0.00
Intangible assets under development		0.00	0.00
Non-current investments	9	19,30,47,949.49	20,40,43,262.01
Deferred tax assets (net)	3	0.00	4,97,244.97
Long-term loans and advances	10	0.00	0.00
Other non-current assets	11	2,40,68,517.71	2,40,01,063.61
		21,71,16,467.20	24,34,02,103.23
Current assets			
Current investments		0.00	0.00
Work in Progress	12	65,02,121.00	0.00
Trade receivables	13	1,07,46,474.26	0.00
Cash and cash equivalents	14	6,71,459.24	4,48,031.29
Short-term loans and advances	10	29,62,317.94	29,50,363.44
Other current assets	15	67,28,772.32	34,45,100.17
		2,76,11,144.76	68,43,494.90
TOTAL		26,03,76,708.59	25,02,45,598.45

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For V.G. Associates
Chartered Accountants
(FRN: 0012400)

CA. Vinod Kumar Gupta
Partner
Membership No.: 070481
Place: Lucknow
Date: 30/06/2021



KAMESHWAR NARAIN PANDEY
CFO (KMP)
DIN: AOZPP8265N

VIJAY MOHAN JAIN
Managing Director
DIN: 00691974

NITIN SIDDHESHWAR METKARI
Company Secretary
DIN: BNXP1394N

For and on behalf of the Board of Directors

SANTOSH JAIN
Director
DIN: 00691936



Consolidated Statement of Profit and loss for the year ended 31st March 2021

₹ in rupees

Particulars	Note No.	31st March 2021	31st March 2020
Revenue			
Revenue from operations	16	78,05,682.95	1,58,28,354.61
Less: Excise duty		0.00	0.00
Net Sales		78,05,682.95	1,58,28,354.61
Other income	17	1,99,105.48	0.00
Total revenue		80,04,788.43	1,58,28,354.61
Expenses			
Cost of material Consumed	18	0.00	0.00
Purchase of stock-in-trade	19	1,04,04,921.06	11,85,824.15
Changes in inventories	20	(65,02,121.00)	0.00
Employee benefit expenses	21	41,00,230.00	37,21,811.00
Finance costs	22	2,91,587.99	2,006.00
Depreciation and amortization expenses	23	11,54,006.77	5,40,255.26
Other expenses	24	1,62,34,607.64	65,88,104.76
Total expenses		2,56,83,232.46	1,20,38,001.17
Profit before exceptional, extraordinary and prior period items and tax		(1,76,78,444.03)	37,90,353.44
Exceptional items		0.00	0.00
Profit before extraordinary and prior period items and tax		(1,76,78,444.03)	37,90,353.44
Extraordinary items		0.00	0.00
Prior period item		0.00	0.00
Profit before tax		(1,76,78,444.03)	37,90,353.44
Tax expenses			
Current tax	25	0.00	9,54,032.00
Deferred tax	26	12,53,220.47	(1,25,736.32)
Excess/short provision relating earlier year tax		0.00	0.00
Share of profit from Associates		(2,29,43,450.52)	4,85,11,877
Profit(Loss) for the period		(4,18,75,115.02)	5,14,73,935
Earning per share			
Basic	27		
Before extraordinary Items		(17.42)	2.73
After extraordinary Adjustment		(17.42)	2.73
Diluted			
Before extraordinary Items		0.00	0.00
After extraordinary Adjustment		0.00	0.00

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For V.G. Associates
Chartered Accountants
(FRN: 0012400)

CA. Vinod Kumar Gupte
Partner
Membership No.: 070481
Place: Lucknow
Date: 30/06/2021



KAMESHWAR NARAIN PANDEY
CFO(KMP)
DIN: AOZPP8266N

VIJAY MOHAN JAIN
Managing Director
DIN: 00691974

NITIN SIDDHESHWAR METKARI
Company Secretary
DIN: BNXP1394N

For and on behalf of the Board of Directors

SANTOSH JAIN
Director
DIN: 00691936



CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2021

₹ in rupees

	PARTICULARS	31st March 2021	31st March 2020
A.	Cash Flow From Operating Activities		
	Net Profit before tax and extraordinary items(as per Statement of Profit and Loss)	(1,76,78,444.03)	37,90,353.44
	Adjustments for non Cash/ Non trade items:		
	Depreciation & Amortization Expenses	11,54,006.77	5,40,255.26
	Finance Cost	2,91,587.99	2,006.00
	Interest received	(1,98,296.00)	0.00
	Operating profits before Working Capital Changes	(1,64,31,145.27)	43,32,614.70
	Adjusted For:		
	(Increase) / Decrease in trade receivables	(1,07,46,474.26)	0.00
	Increase / (Decrease) in trade payables	(25,11,939.26)	12,13,536.53
	(Increase) / Decrease in inventories	(65,02,121.00)	0.00
	Increase / (Decrease) in other current liabilities	27,92,325.47	12,22,751.34
	(Increase) / Decrease in Short Term Loans & Advances	(11,954.50)	(5,71,842.16)
	(Increase) / Decrease in other current assets	(32,83,672.15)	(19,47,205.39)
	Cash generated from Operations	(3,66,94,980.97)	42,49,855.02
	Net Cash flow from Operating Activities(A)	(3,66,94,980.97)	42,49,855.02
B.	Cash Flow From Investing Activities		
	Purchase of tangible assets	(19,42,570.19)	(1,21,95,749.00)
	Non Current Investments / (Purchased) sold	(1,19,48,138.00)	0.00
	Interest Received	1,98,296.00	0.00
	Other Inflow / (Outflows) of cash	5,21,55,629.57	89,99,207.98
	Net Cash used in Investing Activities(B)	3,84,63,217.38	(31,96,541.02)
C.	Cash Flow From Financing Activities		
	Finance Cost	(2,91,587.99)	(2,006.00)
	Other Inflows / (Outflows) of cash	(12,53,220.47)	(9,54,032.00)
	Net Cash used in Financing Activities(C)	(15,44,808.46)	(9,56,038.00)
D.	Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)	2,23,427.95	97,276.00
E.	Cash & Cash Equivalents at Beginning of period	4,48,031.29	3,50,755.29
F.	Cash & Cash Equivalents at End of period	6,71,459.24	4,48,031.29
G.	Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)	2,23,427.95	97,276.00

The accompanying notes are an integral part of the financial statements.

As per our report of even date


For V.G. Associates
Chartered Accountants
(FRN: 0012400)

CA. Vinod Kumar Gupte
Partner
Membership No.: 070481
Place: Lucknow
Date: 30/05/2021




KAMESHWAR NARAIN PANDEY
CFO(KMP)
DIN: AO2PP8266N


VIJAY MOHAN JAIN
Managing Director
DIN: 00691974


NITIN SIDDHESHWAR METKARI
Company Secretary
DIN: BNXP41394N

For and on behalf of the Board of Directors


SANTOSH JAIN
Director
DIN: 00691935



Note:

1. The Cash Flow Statement has been prepared by Indirect Method as per AS-3 issued by ICAI.
2. Figures of previous year have been rearranged/regrouped wherever necessary
3. Figures in brackets are outflow/deductions

Notes to Financial statements for the year ended 31st March 2021

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.

Note No. 1 Share Capital

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Authorised :		
1250000 (31/03/2020:1250000) Equity shares of Rs. 10.00/- par value	1,25,00,000.00	1,25,00,000.00
Issued :		
1086930 (31/03/2020:1086930) Equity shares of Rs. 10.00/- par value	1,08,69,300.00	1,08,69,300.00
Subscribed and paid-up :		
1086930 (31/03/2020:1086930) Equity shares of Rs. 10.00/- par value	1,08,69,300.00	1,08,69,300.00
Total	1,08,69,300.00	1,08,69,300.00

Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period

Equity shares

₹ in rupees

	As at 31st March 2021		As at 31st March 2020	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	10,86,930	1,08,69,300.00	10,86,930	1,08,69,300.00
Issued during the Period	0.00	0.00	0.00	0.00
Redeemed or bought back during the period	0.00	0.00	0.00	0.00
Outstanding at end of the period	10,86,930	1,08,69,300.00	10,86,930	1,08,69,300.00

Right, Preferences and Restriction attached to shares

Equity shares

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

Details of shareholders holding more than 5% shares in the company

Type of Share	Name of Shareholders	As at 31st March 2021		As at 31st March 2020	
		No. of Shares	% of Holding	No. of Shares	% of Holding
Equity [NV: 10.00]	V.M.Jain	3,33,000	30.64	3,33,000	30.64
Equity [NV: 10.00]	V.M.Jain(HUF)	1,52,550	14.03	1,52,550	14.03
Equity [NV: 10.00]	Santosh Jain	3,14,505	28.94	3,14,505	28.94
Equity [NV: 10.00]	Varun Jain	1,58,850	14.61	1,58,850	14.61
	Total :	9,58,905	88.22	9,58,905	88.22

Note No. 2 Reserves and surplus

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Surplus		
Opening Balance	20,27,15,576.01	15,12,41,641.27
Add: Profit for the year	0.00	5,14,73,934.75
Less: Loss for the year	(4,18,75,115.02)	0.00
Closing Balance	16,08,40,460.99	20,27,15,576.01
General reserve		
Opening Balance	6,00,000.00	6,00,000.00
Add: Addition during the year	0.00	0.00
Less : Deletion during the year	0.00	0.00
Closing Balance	6,00,000.00	6,00,000.00
Balance carried to balance sheet	16,14,40,460.99	8,61,37,823.41

Note No. 3 Deferred Tax

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Deferred tax liability		
Deferred Tax Liability	7,55,975.50	0.00
Gross deferred tax liability	7,55,975.50	0.00
Deferred tax assets		
Deferred Tax Assets	0.00	4,97,244.97
Gross deferred tax asset	0.00	4,97,244.97
Net deferred tax assets	0.00	4,97,244.97
Net deferred tax liability	7,55,975.50	0.00

Note No. 4 Other long term liabilities

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Others		
DTL Ancillaries Limited	8,23,55,865.92	3,01,32,782.25
	8,23,55,865.92	3,01,32,782.25
Total	8,23,55,865.92	3,01,32,782.25

Note No. 5 Provisions

₹ in rupees

Particulars	As at 31st March 2021			As at 31st March 2020		
	Long-term	Short-term	Total	Long-term	Short-term	Total
Other provisions						
Provision for Income Tax	0.00	1,50,302.00	1,50,302.00	0.00	9,54,032.00	9,54,032.00
V.G.Associates	0.00	1,22,425.00	1,22,425.00	0.00	84,780.00	84,780.00
Provision For Salary	0.00	6,42,911.00	6,42,911.00	0.00	1,37,208.00	1,37,208.00
	0.00	9,15,638.00	9,15,638.00	0.00	11,76,020.00	11,76,020.00
Total	0.00	9,15,638.00	9,15,638.00	0.00	11,76,020.00	11,76,020.00

Note No. 6 Trade payables

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
(B) Others		
Avadh rail	0.00	2,20,775.00
S.V Composites Engineering P Ltd	0.00	2,62,195.10
Sky Laine Financial Services	0.00	26,460.00
Faiveley Transport	0.00	8,19,628.00
Arun Verma and Engineering	0.00	19,460.81
Vishal Patil	0.00	500.00
JSL Life Style Ltd.	0.00	7,16,720.00
Mahesh Patil and Co.	0.00	6,840.00
Moosa Haji Patrawala Pvt. Ltd.	0.00	62,885.14
Tech Force Engineering Service Ltd.	0.00	2,57,500.00
Nirmal Fiber Pvt. Ltd.	0.00	68,975.00
Unity Industries	0.00	277.21
Sahara Ply Board and Hardware	27,436.18	27,436.18
Sanjay Tools	0.00	6,372.00
Jagnath Rubber	0.00	43,851.00
SK Gupta	500.00	0.00
	27,936.18	25,39,875.44
Total	27,936.18	25,39,875.44

Note No. 7 Other current liabilities

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Others payables		
Shri V.M.Jain(HUF)	1,00,000.00	1,00,000.00
Santosh Jain	15,700.00	14,200.00

Krupa

19/12

DTL INDIA HOLDINGS LIMITED
102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg 3 Way Road,
Hazratganj, Lucknow-226001
CIN : L50300UP1981PLC005289

(F.Y. 2020-2021)

Sidharth Jain	21,433.72	19,933.72
V.M. Jain	37,88,898.28	19,62,720.28
K S Yadav	60,000.00	32,000.00
DTL Ancillaries Ltd	25,500.00	25,500.00
Professional tax payable	0.00	600.00
Maharastra Labour Welfare Fund	0.00	216.00
Shri S.K. Gupta	0.00	16,875.00
Shri K.N. Pandey	0.00	40,000.00
	40,11,532.00	22,12,045.00
Total	40,11,532.00	22,12,045.00



[Handwritten signature]



SUT

V.M.J.

Note No. 8 Property, Plant and Equipment as at 31st March 2021

₹ in rupees

	Assets	Useful Life (In Years)	Gross Block				Accumulated Depreciation/ Amortisation				Net Block		
			Balance as at 1st April 2020	Additions during the year	Addition on account of business acquisition	Deletion during the year	Balance as at 31st March 2021	Balance as at 1st April 2020	Provided during the year	Deletion / adjustments during the year	Balance as at 31st March 2021	Balance as at 31st March 2020	Balance as at 31st March 2020
A	Tangible assets												
	Own Assets												
	Plant and Machinery1	20.00	15,93,623.50	18,094.64	0.00	0.00	16,11,718.14	15,93,622.50	218.13	0.00	15,93,840.63	17,877.51	1.00
	Plant and Machinery2	20.00	16,87,878.41	0.00	0.00	0.00	16,87,878.41	12,92,522.32	84,393.92	0.00	13,76,916.24	3,10,962.17	3,95,356.09
	Plant and Machinery3	20.00	8,74,801.00	0.00	0.00	0.00	8,74,801.00	5,63,946.04	43,740.05	0.00	6,07,686.09	2,67,114.91	3,10,854.96
	Tools and Dye	20.00	54,64,427.82	2,25,000.00	0.00	0.00	56,89,427.82	35,21,988.35	2,74,186.39	0.00	37,96,174.74	18,93,253.08	19,42,439.47
	Crane	20.00	1,71,900.00	0.00	0.00	0.00	1,71,900.00	1,38,806.50	8,595.00	0.00	1,47,401.50	24,498.50	33,093.50
	Machinery	20.00	22,300.00	0.00	0.00	0.00	22,300.00	16,679.25	1,115.00	0.00	17,794.25	4,505.75	5,620.75
	CED Plant	20.00	1,20,00,000.00	0.00	0.00	0.00	1,20,00,000.00	17,178.08	6,00,000.00	0.00	6,17,178.08	1,13,82,821.92	1,19,82,821.92
	Furniture and Fitting	10.00	2,83,414.00	1,99,300.00	0.00	0.00	4,82,714.00	1,96,986.50	30,366.48	0.00	2,27,352.98	2,55,361.02	86,427.50
	Office Equipment	5.00	9,600.00	0.00	0.00	0.00	9,600.00	9,599.00	0.00	0.00	9,599.00	1.00	1.00
	Computer	3.00	1,26,569.00	4,26,383.55	0.00	0.00	5,52,952.55	1,10,418.73	50,733.00	0.00	1,61,151.73	3,91,800.82	16,150.27
	Electrical Fittings	10.00	1,97,174.21	0.00	0.00	0.00	1,97,174.21	1,09,409.03	19,717.42	0.00	1,29,126.45	68,047.76	87,765.18
	D.G.Set	10.00	1,10,512.00	0.00	0.00	0.00	1,10,512.00	1,10,511.00	0.00	0.00	1,10,511.00	1.00	1.00
	Vehicle	12.00	0.00	10,73,792.00	0.00	0.00	10,73,792.00	0.00	40,941.38	0.00	40,941.38	10,32,850.62	0.00
	Total (A)		2,25,42,199.94	19,42,570.19	0.00	0.00	2,44,84,770.13	76,81,667.30	11,54,006.77	0.00	88,35,674.07	1,56,49,096.06	1,48,60,532.64
	P.Y Total		1,03,46,450.94	1,21,95,749.00	0.00	0.00	2,25,42,199.94	71,41,412.04	5,40,255.26	0.00	76,81,667.30	1,48,60,532.64	32,05,038.90

General Notes :

- No depreciation if remaining useful life is negative or zero.
- Depreciation is calculated on pro-rata basis in case assets is purchased/sold during current F.Y.
- If above assets is used for any time during the year for double shift, the depreciation will increase by 50% for that period and in case of the triple shift the depreciation shall be calculated on the basis of 100% for that period.



[Handwritten signature]

SUT

WMT



DTL INDIA HOLDINGS LIMITED

102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg 3 Way Road, Hazratganj, Lucknow-226001

CIN : L50300UP1981PLC005289

Note No. 9 Non-current investments

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Trade Investment(Valued at cost unless stated otherwise)		
Investments in equity Instruments (Unquoted)		
In Others		
Investment in other Indian companies equity instruments unquoted trade	20,40,43,262.01	15,55,31,381.84
Add: Post Acquisition Profit of DTL Ancilliaries-Associates Co. for the year	(2,29,43,450.52)	4,85,11,877.21
	18,10,99,811.49	20,40,43,262.01
Non-Trade Investment(Valued at cost unless stated otherwise)		
Other non-current investments (Unquoted)		
In Others		
FD with HDFC Bank	1,19,48,138.00	0.00
	1,19,48,138.00	0.00
Gross Investment	19,30,47,949.49	20,40,43,262.01
Net Investment	19,30,47,949.49	20,40,43,262.01
Aggregate amount of unquoted investments	19,30,47,949.49	20,40,43,262.01

Note No. 10 Loans and advances

₹ in rupees

Particulars	As at 31st March 2021		As at 31st March 2020	
	Long-term	Short-term	Long-term	Short-term
Other loans and advances				
Febro Plastichem (India) Pvt Ltd	0.00	8,87,438.28	0.00	8,87,438.28
Darshan Enterprises	0.00	1,00,000.00	0.00	1,00,000.00
Bharat Seats LTD	0.00	7,00,000.00	0.00	7,00,000.00
Arvind Kumar	0.00	72,300.00	0.00	72,300.00
Ecoerth Solutions POC Pvt. Ltd.	0.00	3,67,286.80	0.00	3,67,286.80
Macro Services	0.00	2,854.00	0.00	2,854.00
Rohit Precisien Technologies Pvt. Ltd.	0.00	2,431.36	0.00	2,431.36
Atharva Metal Craft Pvt. Ltd.	0.00	8,970.00	0.00	8,970.00
Spectro Analytical Labs Pvt. Ltd.	0.00	4,435.00	0.00	9,990.00
Security Deposit Guest House	0.00	24,000.00	0.00	24,000.00
R.T. Vission Technology	0.00	46,093.00	0.00	46,093.00
MCF Lalganj	0.00	0.00	0.00	7,08,000.00
BEML Limited	0.00	0.00	0.00	21,000.00
Able Design Engineering	0.00	20,444.50	0.00	0.00
Interior Design and Engineering	0.00	6,60,000.00	0.00	0.00
Om Logistics	0.00	7,065.00	0.00	0.00
SV Aluexat Profile Pvt. Ltd.	0.00	59,000.00	0.00	0.00
	0.00	29,62,317.94	0.00	29,50,363.44
Total	0.00	29,62,317.94	0.00	29,50,363.44

Note No. 11 Other non-current assets

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Inventories (Note No.:12)	2,40,68,517.71	2,40,01,063.61
Other Assets		
Total	2,40,68,517.71	2,40,01,063.61



Handwritten signature/initials.



Handwritten initials 'SUT' and 'V.M.J.'.

Note No. 12 Inventories

₹ in rupees

Particulars (Valued at cost or NRV unless otherwise stated)	As at 31st March 2021		As at 31st March 2020	
	Non-Current	Current	Non-Current	Current
Work In Progress (Prototype Development)	2,40,68,517.71	0.00	94,73,180.85	0.00
Work In Progress (Kapoorthala)	0.00	65,02,121.00	0.00	0.00
Amount disclosed under the head 'Other Non-Current Assets'(Note No.12)	(24068517.71)		(9473180.85)	
Total	0	65,02,121.00	0	0.00

Note No. 13 Trade receivables

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Exceeding six months		
Unsecured, Considered Good	1,07,46,474.26	0.00
Total	1,07,46,474.26	0.00
Total	1,07,46,474.26	0.00

Note No. 14 Cash and cash equivalents

₹ in rupees

Particulars	As at 31st March 2021			As at 31st March 2020		
	Non-Current	Current	Total	Non-Current	Current	Total
Balance with banks						
Central Bank of India	0.00	0.00	0.00	0.00	8,857.27	8,857.27
HDFC Bank(A/c No. 1189)	0.00	96,227.99	96,227.99	0.00	1,16,227.99	1,16,227.99
HDFC Bank(Loan A/c-.0053)	0.00	58,865.34	58,865.34	0.00	60,635.34	60,635.34
UBI(A/c No-353301010134311)	0.00	21,269.92	21,269.92	0.00	21,505.92	21,505.92
UBI(A/c No-35331010134403)	0.00	34,177.50	34,177.50	0.00	34,053.50	34,053.50
HDFC Bank (4750)	0.00	4,48,826.79	4,48,826.79	0.00	1,92,744.57	1,92,744.57
Bank of India	0.00	11,292.00	11,292.00	0.00	11,292.00	11,292.00
Total	0.00	6,70,659.54	6,70,659.54	0.00	4,45,316.59	4,45,316.59
Cash in hand						
Cash in hand	0.00	799.70	799.70	0.00	2,714.70	2,714.70
Total	0.00	799.70	799.70	0.00	2,714.70	2,714.70
Amount disclosed under the head "Other Non-Current Assets" (Note No.:11)	0.00	0.00	0.00	0.00	0.00	0.00
Total	0	6,71,459.24		0	4,48,031.29	

Note No. 15 Other current assets

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Other Assets		
TDS	1,75,218.84	4,56,707.90
SGST	13,09,471.11	5,05,696.84
CGST	13,09,470.74	5,05,696.84
IGST	31,26,677.28	19,76,998.59
TCS	2,808.11	0.00
GST Paid	69,391.00	0.00
Maharashtra Labour Welfare Fund	168.00	0.00
Prepaid Expenses	5,52,143.45	0.00
Interest Receivable	1,83,423.79	0.00
Total	67,28,772.32	34,45,100.17

Note No. 16 Revenue from operations

₹ in rupees

Particulars	31st March 2021	31st March 2020
Sale of products	16,27,101.00	21,05,370.32
Other operating revenues	61,78,581.95	1,37,22,984.29
Net revenue from operations	78,05,682.95	1,58,28,354.61

[Handwritten Signature]

[Handwritten Signature]

Note No. 17 Other income

₹ in rupees

Particulars	31st March 2021	31st March 2020
Interest Income	1,98,296.00	0.00
Income		
Misc Income	809.48	0.00
	809.48	0.00
Total	1,99,105.48	0.00

Note No. 19 Purchase of stock-in-trade

₹ in rupees

Particulars	31st March 2021	31st March 2020
Raw Material	1,04,04,921.06	11,85,824.15
Total	1,04,04,921.06	11,85,824.15

Note No. 20 Changes in inventories

₹ in rupees

Particulars	31st March 2021	31st March 2020
Inventory at the end of the year		
Work-in-Progress	65,02,121.00	0.00
	65,02,121.00	0.00
(Increase)/decrease in inventories		
Work-in-Progress	(65,02,121.00)	0.00
	(65,02,121.00)	0.00

Note No. 21 Employee benefit expenses

₹ in rupees

Particulars	31st March 2021	31st March 2020
Salaries and Wages		
Salary and wages	40,76,736.00	37,02,530.00
	40,76,736.00	37,02,530.00
Staff welfare Expenses	23,494.00	19,281.00
Total	41,00,230.00	37,21,811.00

Note No. 22 Finance costs

₹ in rupees

Particulars	31st March 2021	31st March 2020
Bank Charges and Interest	2,91,587.99	2,006.00
Total	2,91,587.99	2,006.00



[Handwritten signature]

SUT

V.M.J.



DTL INDIA HOLDINGS LIMITED
102, Utraula Complex, 27/6 Raja Ram Mohan Rai Marg 3 Way Road,
Hazratganj, Lucknow-226001
CIN : L50300UP1981PLC005289

(F.Y. 2020-2021)

Note No. 23 Depreciation and amortization expenses

₹ in rupees

Particulars	31st March 2021	31st March 2020
Depreciation on tangible assets	11,54,006.77	5,40,255.26
Total	11,54,006.77	5,40,255.26



[Handwritten signature]

SUT

W.M.T.



Note No. 24 Other expenses

₹ in rupees

Particulars	31st March 2021	31st March 2020
Audit fees	45,000.00	25,000.00
Electricity expenses	28,912.00	30,197.00
Professional expenses	49,29,330.00	8,85,560.00
Office Maintenance	72,411.00	34,716.00
Travelling Expenses	2,30,203.00	3,71,129.98
Printing and Stationary	40,295.40	30,981.00
Advertisement and Publicity	62,475.00	74,120.00
Newspaper	3,021.00	3,053.00
Telephone and postage expenses	23,066.00	20,509.78
Rent	4,05,422.00	2,40,000.00
Job Work Expenses	27,38,918.00	40,54,735.00
Guest house expenses	10,750.00	76,836.00
Misc expenses	2,53,091.00	45,406.00
Director fees	3,000.00	3,000.00
Income Tax	0.00	5,74,345.00
Conveyance expenses	2,29,040.00	42,110.00
Insurance charges	38,836.00	0.00
Maintenance charges	1,83,020.55	0.00
Transport Charges	3,88,311.00	76,406.00
Supply Installation and Testing	4,51,207.06	0.00
General Expenses	74,533.25	0.00
Interest paid on TDS	4,549.00	0.00
Design and Technical Fees	13,48,862.00	0.00
Material Consumable Expenses	2,69,047.31	0.00
Medical Expenses	9,210.00	0.00
Subscription and Fee Charges	20,000.00	0.00
Labour Charges	4,67,770.06	0.00
Gas and Fuel Charges	38,50,008.01	0.00
Freight and Cartage	54,319.00	0.00
Total	1,62,34,607.64	65,88,104.76

Note No. 25 Current tax

₹ in rupees

Particulars	31st March 2021	31st March 2020
Current tax pertaining to current year	0.00	9,54,032.00
Total	0.00	9,54,032.00

Note No. 26 Deferred tax

₹ in rupees

Particulars	31st March 2021	31st March 2020
Deferred Tax Asset	12,53,220.47	(1,25,736.32)
Total	12,53,220.47	(1,25,736.32)

Note No. 27 Earning Per Share

₹ in rupees

Particulars	Before Extraordinary items		After Extraordinary items	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Basic				
Profit after tax (A)	(1,89,31,664.50)	29,62,057.76	(1,89,31,664.50)	29,62,057.76
Weighted average number of shares outstanding (B)	10,86,930	10,86,930	10,86,930	10,86,930
Basic EPS (A / B)	(17.42)	2.73	(17.42)	2.73
Face value per share	0.00	10.00	0.00	10.00



[Handwritten signature]



307

DTL INDIA HOLDING LIMITED

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENTS

Note No. : 01

A. Significant Accounting Policies

1. Basis of accounting:- These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis as per the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The Company has adopted all the Ind AS except for IND AS 19, the adoption was carried out in accordance with Ind AS 101, "First-Time Adoption of Indian Accounting Standards". The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2. Revenue (Ind AS 18) :-

Expenses and Income considered payable and receivable respectively are accounted for on accrual basis except discount claims, rebates and retirement benefits which cannot be determined with certainty during the year.

3. Property, Plants and Equipments (Ind AS 16):-

These tangible assets, are held for use in production, supply of goods or services or for administrative purposes. These are recognized and carried under cost model i.e. cost less accumulated depreciation and impairment loss, if any which is akin to recognition criteria under erstwhile GAAP. Depreciation has been provided on straight line method in terms of expected life span of assets as referred to in Schedule II of the Companies Act, 2013

4. Investments :-

Investments are stated at cost.

5. Retirement Benefits (Ind AS-19):-

No provision for terminal benefits to employees has been made by the company during the year. Hence a non compliance of Ind AS 19 was observed.

6. Income Taxes (Ind AS 12):-

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted by the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is virtual certainty with convincing evidence that these would be realized in future. At each Balance Sheet date, the carrying amount of deferred tax is reviewed to reassure realization.



[Handwritten signature]

SUT

V.M.T.



7. Provisions, Contingent Liabilities and Contingent Assets:- (Ind AS -37)

Contingent Liabilities is disclosed in Notes to the account for:-

- (i) Possible obligations which will be confirmed only by future events not wholly within the control of the company or
- (ii) Present Obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized in the financial statement since this may result in the recognition of the income that may never be realized.

8. General:

Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.

9. Statement of Cash Flows (Ind AS -7)

Cash flows are reported using indirect method as set out in Ind AS -7 "Statement of Cash Flows", whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information

(B) Notes on Financial Statements

1. Salaries includes directors remuneration on account of salary Rs. 9,60,000/- (Previous Year Rs.9,60,000 /-)
2. Loans & Advances, Balance with certain banks have been taken at their book value subject to confirmation and reconciliation.
3. Payments to Auditors:

Auditors Remuneration	2020-21	2019-20
Audit Fees (excluding taxes)	Rs. 25,000.00	Rs. 25,000.00
Tax Audit Fee (excluding taxes)	Rs. 20,000.00	Rs. 20,000.00
Total	Rs.45,000.00	Rs.45,000.00

4. Loans and Advances are considered good in respect of which company does not hold any security.
5. No provision for retirement benefits has been made in view of accounting policy No. 5.The impact of the same on Profit & Loss is not determined.
6. Other Long Term Liabilities includes transactions with concerns in which directors are interested the closing balances of the same as at the yearend are as follows:

Name of Concern	Current Year Closing Balance	Previous Year Closing Balance
DTL ANCILLARIES LIMITED	8,23,55,865.92	3,01,32,782.25



7. Related Party disclosure

(A) Related Parties and their Relationship

(I) Key Management Personnel

1. Santosh Jain
2. Vijay Mohan Jain
3. Siddhartha Jain
4. Rohan Faqirchand Gupta
5. Darshan Jindal
6. Nitin Siddheshwar Metkari
7. Shashank Ramesh Anikhindi
8. Kameshwar Narain Pandey

Transactions with Related parties

(Figure in Laes)

Particulars	Transactions during the year			
	Current Year		Previous year	
	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Remuneration Paid	9.60	-	9.60	-
Other Payment	0.03	-	0.03	-

Outstanding Balances

Particulars	Current Year		Previous year	
	Key Management Personnel	Relative/concerns of Key Management Personnel	Key Management Personnel	Relative/concerns of Key Management Personnel
Loans Taken	-	-	-	-
Loans Repaid	-	-	-	-
Others	39.26	0.25	21.36	0.25

(II) Investments in Entities in which director are interested:-

Entity	Current Year	Previous Year
DTL Ancillaries Limited	8,68,65,510	8,68,65,510



[Handwritten signature]



8. Other income include Rs. Nil on account of interest on FDR (P.Y. Rs. Nil)

9. Value of Imports

Raw Material	Nil	Nil
Finished Goods	Nil	Nil

10. Expenditure in Foreign Currency Nil Nil

11. Earning in Foreign Exchange Nil Nil

12. All assets and liabilities are presented as Current or Non-current as per criteria set out in Schedule III to the Company's Act, 2013 Notified by the Ministry of Corporate affairs vide Notification S.O. 902(E), dated 26-3-2014. Based on the nature of operation of the company and realization from the trade receivable, the company has ascertained its operating cycle of less than 12 months. Accordingly 12 months period has been considered for the purpose of Current /Non-current classification of assets & liabilities.

In terms of Our Separate Audit Report of Even Date Attached.


For V.G. Associates
Chartered Accountants

For DTL INDIA HOLDINGS LIMITED

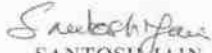

(CA. Vinod Kumar Gupta)
Partner
Membership No. 070481
Registration No. 001240C


Nitin Metkari
Company Secretary
M.NO.A42888


K N Pandey
CFO


Vijay Mohan Jain
Managing Director
DIN:00691974




SANTOSH JAIN
DIRECTOR
DIN: 00691936

Place:- Lucknow
Date: 30/06/2021

NOTICE

NOTICE is hereby given that the **40th (Fourteenth) Annual General Meeting** of the Members of DTL INDIA HOLDINGS LIMITED will be held on **Thursday, the 30th September, 2021** at 4.00 P.M. at the Registered office of the Company at 102, First Floor, Utraula Complex, 3 Way Road, Lucknow-226001 (U.P.) to transact the following business:

1. To receive, consider and adopt:
 - a. the Audited Financial Statement of the Company for the year ended 31st March, 2021 together with the Reports of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statement for the Financial year ended 31st March, 2021 together with the Report of the Auditors thereon.
2. To appoint a Director in place of Mrs. Santosh Jain (DIN: 00691936) who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. To appoint **Mr. Varun Jain** (DIN: 08715605) as Director (Non-executive & Non-Independent) and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Varun Jain (DIN: 08715605) who was appointed as an Additional Director of the Company by the Board of Directors with effect from April 10, 2021, and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of the Act and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as Director (Non-executive & Non-Independent) of the Company whose period of office will be determination by retirement of directors by rotation.”

Registered Office:

Flat No. 102, Utraula Complex,
27/6 Raja Ram Mohan Rai Marg,
3 Way Road,
Lucknow -226001 (U.P.)

Dated: 30.06.2021

By Order of the Board
For **DTL INDIA HOLDINGS LIMITED**

Sd/-
(Vijay Mohan Jain)
Managing Director
DIN: 00691974

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE MEETING IS ATTACHED TO THIS NOTICE.**

A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to remote e-voting are given in this Notice under Note No. 17.
3. Corporate Members intending to depute their Authorised Representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days during the business hours upto the date of the Meeting.
7. The requirement to place the matter relating to the appointment of Auditors for ratification by Members at every Annual General Meeting has been done away with vide notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed from the conclusion of the 36th Annual General Meeting, held on 29th September, 2017.
8. The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, 22nd September, 2021 to Thursday, 30th September, 2021 (both days inclusive).
9. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company or its Registrar and Transfer Agents, Skyline Financial Services Private Limited, New Delhi (hereinafter referred to as "RTA").
10. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018, the Company is required to obtain the copy of PAN Card and Bank details from all the Shareholders holding shares in physical form. Members are requested to get their details updated by sending the below-mentioned documents along-with a duly signed request letter to RTA:

- a) Self-attested copy of PAN Card of all the holders;
 - b) Original cancelled cheque leaf with name of member printed on it (if name is not printed, a copy of Bank Passbook/ Statement bearing name, duly attested by the Bank) and;
 - c) Self-attested copy of address proof (viz. adhaar, voter-id, passport, driving license, any utility bill not older than 3 months).
11. SEBI vide Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 has come out with SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 (effective date of implementation is 5th December, 2018), wherein it has mandated that the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository except in the cases of transmission or transposition of securities. In view of above amended Regulations, Members are requested to get their shares dematerialised at the earliest to avoid any inconvenience.
 12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in Securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
 13. Members holding shares in single name and physical form are advised to make nomination in respect of their Shareholding in the Company. The nomination form can be obtained from the Company / RTA.
 14. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the Share Certificates to RTA for consolidation into a single folio.
 15. The Shareholders who wish to make nomination may send their application in prescribed Form No. SH-13 [under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014 which can be obtained from the Company / RTA.
 16. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.
 17. Information and other instructions relating to remote e-voting are as under:
 - (i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its Members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The Members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
 - (ii) The poll shall be conducted at the Meeting and Members attending the Meeting who have not cast their vote by remote e-voting shall be eligible to vote at the Meeting.
 - (iii) The Members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
 - (iv) the Company has engaged the Services of Central Depository Services Ltd ("CDSL") as the Agency to provide e-voting facility.

- (v) The Board of Directors of the Company has appointed Mrs. Deepti Agarwal Bindal, Practicing Company Secretary [Membership No. 5437] as Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- (vi) Voting rights shall be reckoned on the Paid-up value of Shares registered in the name of the Member / Beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 20th September, 2021.
- (vii) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, i.e. 20th September, 2021, only shall be entitled to avail the facility of remote e-voting.
- (viii) Any person who becomes a Member of the Company after dispatch of the Notice of the Meeting and holding Shares as on the cut-off date i.e. 20th September, 2021, may obtain the User ID and Password for remote e-voting by sending a request at helpdesk.evoting@cdslindia.com or at md@dtl.com.
- (ix) The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	Monday, 27th September, 2021, 09.00 A.M. IST
End of remote e-voting	Wednesday, 29th September, 2021, 05.00 P.M. IST

During this period, Shareholders of the Company holding Shares either in physical form or in dematerialized form, as on the cut-off date i.e. 20th September, 2021, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL after voting period ends.

- (x) The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than forty eight hours of conclusion of the Meeting, make a scrutinizer's report and submit the same to the Chairman. The results declared along with the scrutinizer's report shall be placed on the website of CDSL: <https://www.cdslindia.com>. The results shall simultaneously be communicated to the Stock Exchange.
- (xi) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. 30th September, 2021.

(xii) THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

- (i) The voting period begins on Monday, 27th September, 2021, 09.00 A.M. IST and ends on Wednesday, 29th September, 2021, 05.00 P.M. IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20th September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed

entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

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

	<p>recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

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

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

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

Details	to login.
OR Date of Birth (DOB)	<ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

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

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; csnitin@dtlpune.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

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

(xvi) Since the Company is required to provide Members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th September, 2021 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.

(xvii) The voting rights of Shareholders shall be in proportion to their shares of the Paid-up Equity Share Capital of the Company as on 20th September, 2021.

(xviii) The results shall be declared on or after the AGM of the Company. The results declared alongwith the Scrutinizers' Report shall be placed on the website of CDSL and communicated to the BSE Ltd. within the prescribed period.

18. Route map to the Annual General Meeting venue is annexed with the Annual Report.

19. As required under Listing Regulations and Secretarial Standards on General Meetings (SS-2), the relevant details in respect of Director seeking re-appointment under Item Nos. 3 of this Notice is given below:-

Additional Information on directors recommended for appointment/ re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	Mrs. Santosh Jain	Mr. Varun Jain
DIN	00691936	08715605
Date of Birth	08/10/1948	27/08/1995
Date of Appointment on Board	28/04/1981	10/04/2021
Qualifications	Graduation	BE
Experience and Expertise in specific functional area	40 years' experience in CRF Roll Forming business	2 years' experience in Furnishing business
Chairman/ Director of other Companies (excluding foreign Companies)	---	---
Chairman / Member of Committee of the Board of other Companies of which he is a Director	---	---
Shareholding in DTL India Holdings Limited	314505	158850
Relationship with other Directors / KMPs	1. Mr. Vijay Mohan Jain – Husband 2. Mr. Sidharth Jain - Son	---
No. of Board Meetings attended during the Financial year 2020-2021	4 (Four)	NIL

Registered Office:

Flat No. 102, Utraula Complex,
27/6 Raja Ram Mohan Rai Marg,
3 Way Road,
Lucknow -226001 (U.P.)

Dated: 30.06.2021

By Order of the Board
For **DTL INDIA HOLDINGS LIMITED**

Sd/-
(Vijay Mohan Jain)
Managing Director
DIN: 00691974

ROUTE MAP OF VENUE

