

74th ANNUAL REPORT 2021-2022

Shervani Industrial Syndicate Limited

Shervani Industrial Syndicate Limited

BOARD OF DIRECTORS

EXECUTIVE CHAIRMAN

Mr. Saleem Iqbal Shervani

MANAGING DIRECTOR

Mr. Mustafa Rashid Shervani

DIRECTOR (CORPORATE AFFAIRS)

Mr. Sadiq Husain Siddiqui

DIRECTORS

Dr. Ashutosh Pratap Singh

Mr. Gopal Swarup Chaturvedi

Mr. Raju Verghese

Mr. Mohammad Aslam Sayeed

Ms. Aradhika Chopra

CHIEF FINANCIAL OFFICER

Mr. Tahir Hasan

COMPANY SECRETARY

Mr. S.K. Shukla

AUDITORS

M/s. Gupta Vaish & Co.
Chartered Accountants,
Kanpur

BANKERS

State Bank of India
Union Bank of India

REGISTERED OFFICE

Shervani Nagar,
Sulem Sarai, Harwara
Prayagraj - 211015
Uttar Pradesh

Annual Report 2021-2022

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NOTICE is hereby given that the Seventy Fourth Annual General Meeting of the Members of Shervani Industrial Syndicate Limited will be held on Friday, the 30th September, 2022 at 11.30 A.M. at 2, New Cantonment, Kanpur Road, Prayagraj to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Report of the Auditors thereon.
2. To declare Dividend for the financial year ended on 31st March, 2022.
3. To appoint a Director in place of Mr. Sadiq Husain Siddiqui (DIN: 02125236) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. P.L. Tandon & Co., Chartered Accountants (Firm Registration No. 000186C), as the Statutory Auditors of the Company and to fix their remuneration 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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to recommendation of the Audit Committee and the Board of Directors, M/s. P.L. Tandon & Co., Chartered Accountants (Firm Registration No. 000186C), be and are hereby appointed as Statutory Auditors of the Company in place of M/s. Gupta Vaish & Co., Chartered Accountants, (whose tenure expires at the ensuing Annual General Meeting) for a term of five consecutive years to hold office from the conclusion of the 74th Annual General Meeting of the Company till the conclusion of the 79th Annual General Meeting of the Company at the remuneration of Rs. 1,50,000/- per annum plus reimbursement of pocket expenses and other applicable taxes.

SPECIAL BUSINESS

5. To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2023 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 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s Shishir Jaiswal & Co., Cost Accountants (Firm Registration No. 102450) appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the Cost Records of the Company for the financial year ending 31st March 2023 amounting to Rs. 40,000/- (Rupees Forty Thousand Only) plus taxes as applicable and re-imbusement of actual travel/conveyance and out of pocket expenses incurred in connection with the aforesaid audit, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified and confirmed.

6. To consider the appointment of Mr. Mustafa Rashid Shervani (DIN: 02379954) as a Director of the Company 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 Mr. Mustafa Rashid Shervani (DIN: 02379954) who was appointed as an Additional Director by the Board pursuant to the provisions of Section 161 of the Companies Act, 2013 read with Articles of Association of the Company and who holds office up to the date of the forthcoming Annual General Meeting and in respect of whom the Company has received a notice from a member under Section 160(1) of the Companies Act, 2013 signifying his intention to propose his candidature be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

7. To appoint Mr. Mustafa Rashid Shervani (DIN: 02379954) as Managing Director and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing

Regulations”), as amended, and subject to such approvals as may be necessary, consent of the Company be and is hereby accorded to the appointment of Mr. Mustafa Rashid Shervani (DIN: 02379954) as Managing Director of the Company, for a period of 3 (three) years with effect from 10th August, 2022, on the following terms and conditions as approved by the Board on the recommendation of the Nomination and Remuneration Committee:-

- A) BASIC SALARY: Rs. 3,00,000/- (Rupees Three Lakhs only) per month.
- B) SPECIAL ALLOWANCE: Rs. 1,25,000/- (Rupees One Lakh Twenty Five Thousand only) per month.
- C) PERQUISITES:

The Managing Director shall be entitled to the perquisites like furnished accommodation or House Rent Allowance in lieu thereof, together with reimbursement of expenses for utilisation of gas, electricity, water, reimbursement of medical expenses, leave travel concession for self and family, club fees, premium towards personal accident insurance and Medclaim and all other payments in the nature of perquisites and allowances as agreed by the Board of Directors from time to time, subject however that the aggregate monetary value of the perquisites in any case shall not exceed Rs. 12,00,000/- per annum without restriction to any sub limit on individual perquisites.

Explanation: “Family” here means the spouse and dependent children of the Managing Director.

For the purpose of calculating the above ceiling, perquisites shall be evaluated as per the Income-Tax Rules, wherever applicable. In the absence of any such Rules, perquisites shall be evaluated at actual cost.

Use of chauffeur driven Company's car for official purpose, mobile and basic telephone at residence (including payment for local calls and long distance official calls), shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.

Apart from the reimbursement of medical expenses as stated above, in case of medical expenses of exceptional nature incurred on the treatment of the Managing Director, the Company will bear total expenses actually incurred on medical treatment including hospitalization and travelling, subject to the necessary approvals, if any.

Provident Fund, Gratuity and Leave shall be as per the rules of the Company.

The Managing Director shall be entitled to reimbursement of entertainment and other expenses

actually and properly incurred by him in connection with the business of the Company.

RESOLVED FURTHER THAT where in any financial year during the currency of term of Managing Director, the Company has no profits or its profits are inadequate, the Company shall pay to Managing Director, remuneration by way of Salary, Allowances and Perquisites as specified above as minimum remuneration, subject however to the provisions of Schedule V and other applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter, vary and modify the terms and conditions of appointment of Mr. Mustafa Rashid Shervani from time to time, during the tenure of his appointment as Managing Director of the Company including but not limited to salary, allowances and perquisites as above provided that the total remuneration payable to him shall not exceed the limit prescribed under Schedule V and all other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and Regulation 17(6)(e) of SEBI Listing Regulations subject ,however, to compliances with the applicable provisions of the Companies Act, 2013, SEBI Listing Regulations and other rules and regulations for the time being in force .

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

- 8. To appoint Mr. Saleem Iqbal Shervani (DIN:00023909) as Wholetime Director designated as Executive Chairman of the Company and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended, and subject to such approvals as may be necessary, consent of the Company be and is hereby accorded to the appointment of Mr. Saleem Iqbal Shervani (DIN:00023909) as Wholetime Director designated as Executive Chairman of the Company for a period of 3 (Three) years with effect from 10th August, 2022 whose

term of office shall be subject to retirement by rotation and to hold and continue to hold that said position even after attaining the age of seventy years on the following terms and conditions as approved by the Board on the recommendation of the Nomination and Remuneration Committee:-

- A) BASIC SALARY: Unless otherwise decided by the Board, the Executive Chairman shall not be paid any remuneration by way of salary.
- B) PERQUISITES:

The Executive Chairman shall be entitled to the perquisites like Rent free furnished accommodation together with gas, electricity, and water, Reimbursement of medical expenses, leave travel concession for self and family, club fees, premium towards personal accident insurance and mediclaim and all other payments in the nature of perquisites and allowances as agreed by the Board of Directors.

Explanation: - "Family" here means the spouse and dependent children of the Executive Chairman.

The perquisites shall be evaluated as per the Income-Tax Rules, wherever applicable. In the absence of any such Rules, perquisites shall be evaluated at actual cost.

Use of chauffeur driven Company's car for official purpose, mobile and basic telephone at residence (including payment for local calls and long distance official calls), shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.

Apart from the reimbursement of medical expenses as stated above, in case of medical expenses of exceptional nature incurred on the treatment of the Executive Chairman, the Company will bear total expenses actually incurred on medical treatment including hospitalization and travelling, subject to the necessary approvals, if any.

Gratuity, Leave and Leave encashment shall be as per the rules of the Company.

The Executive Chairman shall be entitled to reimbursement of entertainment and other expenses actually and properly incurred by him in connection with the business of the Company.

RESOLVED FURTHER THAT where in any financial year during the currency of term of Executive Chairman, the Company has no profits or its profits are inadequate, the Company shall pay to Executive Chairman, remuneration by way of Perquisites as specified above as minimum remuneration, subject however to the provisions of Schedule V and other applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter, vary and modify the terms and conditions of appointment of Mr. Saleem Iqbal Shervani from time to time, during the tenure of his appointment as Executive Chairman of the Company provided that the total remuneration payable to him shall not exceed the limit prescribed under Schedule V and all other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and Regulation 17(6)(e) of SEBI Listing Regulations subject ,however, to compliances with the applicable provisions of the Companies Act,2013, SEBI Listing Regulations and other rules and regulations for the time being in force .

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

9. To re-appoint Mr. Sadiq Husain Siddiqui (DIN: 02125236) as Wholetime Director designated as Director (Corporate Affairs) of the Company and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended, and subject to such approvals as may be necessary, consent of the Company be and is hereby accorded to the re-appointment of Mr. Sadiq Husain Siddiqui (DIN: 02125236) as Whole-time Director designated as Director (Corporate Affairs) of the Company for a further period of 3 (Three) years with effect from 1st October, 2022 whose term of office shall be subject to retirement by rotation to hold and continue to hold the said position even after attaining the age of seventy years, on the following terms and conditions as approved by the Board on the recommendations of the Nomination and Remuneration Committee:-

- A) BASIC SALARY: Rs. 63,500/- (Rupees Sixty Three Thousand and Five Hundred Only) per month.

- B) PERQUISITES:

The Whole-time Director shall be entitled to the perquisites like use of Company's car and mobile

phones for official purpose. Use of Company's car for personal purpose shall be billed by the Company.

RESOLVED FURTHER THAT where in any financial year during the currency of term of Whole-time Director, the Company has no profits or its profits are inadequate, the Company shall pay to Whole-time Director, remuneration by way of Salary and Perquisites as specified above as minimum remuneration, subject however to the provisions of Schedule V and other applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter, vary and modify the terms and conditions of re-appointment of Mr. Sadiq Husain Siddiqui from time to time, during the tenure of his appointment as Whole-time Director of the Company including salary and perquisites provided that the total remuneration payable to him shall not exceed the limit prescribed under Schedule V and all other applicable provisions of the Companies Act, 2013 and Rules framed thereunder subject, however, to compliances with the applicable provisions of the Companies Act, 2013, SEBI Listing Regulations and other rules and regulations for the time being in force .

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

10. To consider continuation of Directorship of Mr. Raju Verghese (DIN-01086812), Non-Executive Director after attaining the age of seventy-five years and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the Company be and is hereby accorded for the continuation of Directorship of Mr. Raju Verghese (DIN-01086812), as a Non Executive Director on the Board of the Company notwithstanding his attaining the age of seventy-five years on 5th November, 2022.

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

11. To consider alteration in Memorandum of Association of the Company and in this regard to consider and, if

thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and such other Rules and Regulations as may be applicable and subject to the necessary approvals, sanctions or consents as may be required in this regard from appropriate authorities and subject to such terms and conditions as may be imposed by any such authority which the Board of Directors is authorized to accept, the consent of the Company be and is hereby accorded to alteration in the Memorandum of Association of the Company as under:

- (i) That the words "The Companies Act, 1956 and The Companies Act, 1913" wherever appearing in the Memorandum of Association of the Company be deleted and substituted by the words "The Companies Act, 2013".
- (ii) That the existing liability Clause 4 of the Memorandum of Association of the Company be deleted and substituted by the following:

4. The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to complete all necessary formalities and to do all acts, deeds, matters and things as may be necessary for giving effect to the above resolution and matters incidental, consequential and connected therewith.

12. To consider alteration in Objects Clause of the Memorandum of Association of the Company and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and such other Rules and Regulations as may be applicable and subject to the necessary approvals, sanctions or consents as may be required in this regard from appropriate authorities and subject to such terms and conditions as may be imposed by any such authority which the Board of Directors is authorized to accept, the consent of the Company be and is hereby accorded to alteration in 'Objects Clause' of the Memorandum of Association of the Company in

the manner and to the extent that the exiting Clause 3 and 3A of Objects Clause of the Memorandum of Association of the Company be and is hereby deleted and substituted by the following new Clause:

3(A) The objects to be pursued by the Company on its incorporation are:

- a. To carry on in India or elsewhere the business of infrastructure developers, real estate, colonizers, site developers, builders, contractors, promoters and developers and to build townships, acquire, develop, construct, erect, alter, buy, sell or otherwise deal in any moveable or immovable property including land, real estate, multi-storied buildings, sheds, dwelling offices, shops, stores, public utility buildings, residential and commercial complexes, hotels, multiplexes, shopping malls and to build, construct, equip, improve, develop, administer, maintain, manage or control works and conveniences of all kinds and infrastructure including roads, ways, highways, dams, flyovers, bridges, aerodromes, airports, railway stations, docks, ports, jetties, piers, wharves, canals, reservoirs, drainage, aqueducts and all kinds of real estate and infrastructure activities .
- b. To carry on the business of construction engineers, technical service providers, brokers, agents, interior decorators, consultants, advisors, supervisors, administrators, contractor, sub-contractor, turnkey contractor and manager of all types of construction and developmental work of real estate, moveable and immovable properties and infrastructural activities.
- c. To carry on in India or elsewhere the business and profession of dispensation of medical advice, services, assistance and relief in all branches and department of medical science and to establish, construct, erect, maintain, run, manage, develop, own, acquire, purchase, undertake, improve, equip, promote and organize hospitals, dispensaries, nursing homes, maternity homes, clinics, poly-clinics, child welfare and family planning centres, wellness and natural cure centres, diagnostic centres, scan centres, X-Ray, MRI and ECG clinics, sonography centres, clinical and pathological testing laboratories, dialysis centres, research laboratories and centres, operations theaters, chemist shops, blood banks, eye banks, kidney banks, physiotherapy centres, investigation centres and other similar establishments for providing treatment and medical relief in all its branches.
- d. To carry on in India or elsewhere the business to manufacture, produce, export, import, buy, sell,

discover, develop, process, investigate, store, formulate, distribute or otherwise to deal in all types, descriptions, specifications and applications of pharmaceutical and chemical products of medicaments in all its branches such as allopathic, ayurvedic, homeopathic, herbal, unani, siddha, biochemic etc. used for treatment, cure and healthcare of human beings and animals including basic drugs, intermediates, tonics, antibiotics, enzymes, steroids, vitamins, hormones, biological and immunological chemicals, contraceptives, surgical plaster of paris, surgical dressings, belladonna plasters, dressings, bandages, waddings, gauges, adhesives, belts, sutures, ligatures, rubber goods, vaccines, toxins, ferments, yeasts, medical gases, diagnostic agents, oils and tinctures, medicinal products in all forms such as capsules, tablets, powders, ointments, syrups, Injectables, pills, fluids, granules, sprayers, inhalers, mineral waters, droppers, removers etc. veterinary medicines, poultry medicines, herbal products, their by-products, intermediates, residues, mixtures, compounds and other allied goods and products associated medical, health and wellness.

- e. To carry on in India or abroad the business of information technology development, data processing, implementation, up-gradation, processing of hardware, software systems, web-sites, web portals, internet based systems, online electronic communication systems, e-learning modules, audio visual flash files, digital video content and dealing in all types of the computer hardwares, softwares, peripherals and to carry out research and development activities in IT fields and telecommunications such as software engineering, mobile software applications, software project management for the Indian and global IT and ITES Industry.
- f. To own, manage and run data processing centers and to act as consultants, advisors, developers in programming, system development, technical writing, system design, system architecture, software designing, computer aided designs, data compilation, statistical analysis and to carry on the business of traders, developers, assemblers, repairs, importers, exporters, sellers, resellers of software packages, computer systems, computer peripherals, computer parts, computer consumables and electronic communication systems, data publishing and processing systems, mobile applications and other industrial automation systems and gadgets.

- (B) Matters which are necessary for furtherance of the objects specified in clause 3(A) are:
- a. To acquire and undertake the whole or any part of the business, property and liabilities of any person carrying on any business which the Company is authorized to carry on or possession of property suitable for the purposes of the objects of the company.
 - b. To apply for, purchase or otherwise, acquire any, patent, patent right, copyright, trademarks, formulae, license, lease, concessions, conferring any exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may directly or indirectly to benefit the company; and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights, or information so acquired.
 - c. To enter into any arrangement for sharing of profits, union of interest, co-operation, reciprocal concession, lease, license or otherwise with any person carrying on or transaction which the Company is authorized to carry on or engage in.
 - d. To enter into any arrangements with any government or authorities, municipal, local or otherwise or any person, firm, institution or company in India or abroad that may seem conducive to the objects of the Company or any of them and to obtain from any such government, authority, person, firm, institution or company, rights, privileges, charters, contracts, licenses and concessions, including in particular rights in respect of waters, waterways, roads and highways which the company may think it desirable and to carry out, exercise and comply therewith.
 - e. To establish or support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences for the benefit of past or present employees or directors of the Company or the dependents of such persons; and to grant pensions and allowances, to make payments towards insurance; to subscribe or guarantee money for charitable or benevolent objects or useful objects for general public.
 - f. To promote, form and register, and aid in the promotions, formation and registration of any company or companies, subsidiary or otherwise, body corporate, partnership or any other association of persons for engaging in any business, for the purpose of acquiring all or any of the property, rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company, and to transfer to any such Company any property of the Company, and to be interested in, or take or otherwise, acquire, hold, sell or otherwise dispose of shares, stock, debentures and other securities in or for any of the objects mentioned in this Memorandum, and to subsidise or otherwise assist any such company.
 - g. To purchase or import, take on lease or in exchange, hire or otherwise acquire any movable or immovable property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business and in particular any land, buildings, easements, machinery, plant and stock-in-trade.
 - h. To invest and deal with money of the Company, not immediately required in such manner as may, from time to time, be thought fit subject to provisions of the Act.
 - i. To lend and advance money or give credit to any person or Company; to give guarantee or indemnify for the payment of money or the performance of contracts or obligations by any person; to secure or undertake in any way the repayment of money lent or advanced to, or the liabilities incurred by any person subject to the provisions of the Act.
 - j. Subject to the provisions of Act, to acquire, purchase, takeover business or undertakings of companies or firms which under existing circumstances, from time to time, may conveniently or advantageously be combined with the business of the company and to enter in to any arrangement for amalgamation or demerger of undertakings or businesses with one or more companies, whether or not having similar objects as of this Company and to do all incidental acts, deeds and things as may be necessary to give effect to the arrangement.
 - k. Subject to the provisions of Act, to receive money in any form, borrow or raise money on such terms and conditions as the Company may consider expedient and secure and discharge any debt or obligation or binding on the Company in such manner as may be thought fit, and in particular, by the issue or sale of debentures, debenture-stock, bonds; obligations, mortgages and securities of all kinds either perpetual or terminable and either redeemable or otherwise, and to charge or secure the same, by trust deed or otherwise, on the undertaking of the Company, or upon any specific property and rights, present and future of the Company or otherwise howsoever, and to pledge or hypothecate any of the securities or investments of the kinds aforesaid. Provided the Company shall not carry on banking business as defined under Banking Regulations Act, 1949, and Reserve Bank of India directives in force from time to time.
 - l. To remunerate any person for services rendered, or to be rendered, in placing or assisting to place or guaranteeing the placing of any of the shares in the

- Company's capital or any debentures or other securities issued by the Company.
- m. To draw, make, execute, issue, endorse, negotiate, accept, discount, buy, sell, collect and deal in bills of exchange, commercial paper, treasury bills, hundies, promissory notes, bills of lading, railway receipts, warrants, debentures, bonds, mortgagebacked securities, letters of credit or obligations, certificates, scripts, warehouse receipts, pass through certificates and other negotiable instruments or securities whether transferable or negotiable or mercantile or not.
- n. To enter into and to complete conveyances, dispositions, assignments, transfers, leases, contracts of co partners, agreements, licenses and other contracts or writings of every description requisite for or incidental to or connected with any of the Company's objects or conducive to the attainment thereof.
- o. To sell or dispose off, to improve, manage, develop or exchange the undertaking, property or rights of the Company or any part thereof for such consideration as the Company may think fit.
- p. To issue or allot fully or partly paid shares in the capital of the Company in payment or part payment of any movable or immovable property purchased or otherwise acquired by the Company or any services rendered to the Company.
- q. To take or hold mortgages, liens, and charges to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Company's property of any kind sold by the Company, or any money due to the Company from buyer.
- r. To institute, conduct, defend, compound or abandon any legal proceedings, by or against the Company or its officers or otherwise concerning the affairs of the Company and also to compound and allow time for payment of satisfaction of any debts due and of any claims or demands by or against the Company.
- s. To pay out of the funds of the Company all or any expenses which the Company may lawfully pay for services rendered for formation and registration of the Company and for promotion of any other Company by it subject to the provisions of the Act.
- t. To insure any of the properties, undertakings, contracts, risk or obligations of the Company in any manner whatsoever.
- u. To make donations either in cash or in kind for such objects or causes as may be directly or indirectly conducive to any of the Company's objects or otherwise expedient.
- v. To aid and support, any person, association, body or movement, whose object is solution, settlement or surmounting of industrial or labour problems or the promotion of the industry, trade or business of the Company or for the promotion of Science and Technology, Cultural activities, Sports, Environment, Rural development and other Social and Welfare activities.
- w. To establish or support associations, institutions, schools, hospitals, guest houses, clubs, funds, and trusts which may be considered beneficial to any employees or ex-employees and to officers and ex-officers of the Company or the dependents of any such person.
- x. To refer all questions, disputes or differences arising between the Company and any other person (other than a Director of the Company) in connection with or in respect of any matter relating to the business or affairs of the Company to arbitration in such manner and upon such terms as the Company and such other person may mutually agree upon in each case and such reference to arbitration may be in accordance with Arbitration law and the Rules of the International Chamber of Commerce relating to arbitration, and to institute legal proceedings or defend any proceedings and to appoint Advocates, Consultants or Advisors in this behalf.
- y. To enter into negotiation or collaboration, technical, financial, or otherwise with any person or Government for obtaining any grant, license or on other terms, formulae and other rights and benefits, and to obtain technical information, knowhow and expert advice for the production, manufacture and export or sale of all types of goods which the Company is authorized to produce or to deal in.
- z. To arrange for the marketing in India and abroad and sale of the products and by-products of the Company and purchase of raw materials, goods and articles as are necessary for carrying on the business of the Company and, for that purpose, either to establish its own shops, agencies or marketing organizations or to appoint selling or buying agents or distributors or both (whether individuals or firms or bodies corporate) in any place in or outside India and to allot, specify, alter, or modify their areas of operation or the terms and conditions of their appointment and to pay remuneration to such selling or buying agents or distributors or both by way of such commission or in such other manner as the Company may deem fit.
- aa. To create any depreciation fund, reserve, reserve fund, sinking fund, insurance fund, or any special or other fund whether for repayment of redeemable preference shares, redemption of debentures or debenture-stock, for dividends, for equalizing dividends, for repairing, improving, extending and maintaining any part of the property of the Company.

- bb. To open and operate any type of bank accounts with the Bank and obtain credit facilities with or without securities for its business.
- cc. To appoint agents, sub-agents, depot-holders, factors, representatives, distributors attorneys and correspondents for the business or purpose of the Company or to carry out any of its objects.
- dd. To train or pay for training in India or abroad of any of Company's employees or officers or any candidate in the interest of or furtherance of the Company's objects.
- ee. Generally to do all such other things as are incidental or conducive to the attainment of the aforementioned objects or any of them.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to complete all necessary formalities and to take all necessary steps and to accept any modification(s) / condition(s) as may be stipulated by the Registrar of Companies or any other authority while granting approval and/or registering the altered objects and to do all acts, deeds, matters and things as may be necessary for giving effect to the above resolution and matters incidental and consequential and connected therewith.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to continue and to undertake and commence all or any of the business activities as specified in newly introduced the Objects Clause 3(A) of the Memorandum of Association of the Company upon the same becoming effective as and when deemed fit and considered most appropriate by the Board of Directors of the Company and all the acts and deeds of the Board of Directors in connection with the above be and are hereby confirmed, approved and ratified.

- 13. To consider adoption of new Articles of Association of the Company containing Regulations in conformity with the Companies Act, 2013 and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors

of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and matters incidental and consequential and connected therewith.

By Order of the Board
For Shervani Industrial Syndicate Limited

S. K. Shukla
Company Secretary

Place: Prayagraj

Date: August 10, 2022

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Proxy in order to be effective must be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Annual General Meeting.

2. A person can act as proxy on behalf of members not exceeding fifty in number 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 proxy for any other person or shareholder.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of business under Item Nos. 5 to 13 as set out above is annexed hereto. Further, the relevant details with respect to Item No. 4 pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") is also annexed hereto.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a scanned copy (PDF/JPG Format) of certified true copy of the relevant Board resolution under section 113 of the Companies Act, 2013 together with the specimen signature(s) of the representative(s) authorised under the said Board resolution to attend and vote on their behalf at the Meeting.
5. Members / Proxies are requested to bring their attendance slip duly filled in along with copy of Annual Report to the Meeting.

6. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto.
7. In case of Joint Shareholders attending the Meeting, only such Shareholder who is higher in the order of names will be entitled to vote.
8. 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, except Saturdays, during business hours up to the date of the Annual General Meeting.
9. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 24th September, 2022 to Friday, 30th September, 2022 (both days inclusive).
10. The Notice of Annual General Meeting along with Annual Report for financial year 2021-2022 is available on the website of the Company at www.shervaniind.com and on the website of Stock Exchanges i.e., BSE Limited at www.bseindia.com. The physical copies of the aforesaid documents will also be available at the Company's Registered office for inspection during business hours.
11. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company's Registrar and Share Transfer Agent (RTA), M/s. Link Intime India Private Limited at C-101, 247-Park, L B S Marg, Vikhroli (West), Mumbai-400083 and through their website www.linkintime.co.in. In this regard, Members are requested to submit a signed request letter mentioning the Folio no., Name of shareholder, Address and e mail id along with a self-attested copy of PAN card.
12. The Dividend on Equity Shares, as recommended by Board of Directors, subject to the provisions of Section 126 of the Companies Act, 2013, if approved by the Members at the Annual General Meeting, will be paid, subject to deduction of Income-Tax at source (TDS) wherever applicable to those Members:
 - (a) Whose names appear as 'Beneficial Owners' as at the end of the business hours on 23rd September, 2022 in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited, in respect of Equity Shares held in dematerialised form; and
 - (b) Whose names appear on the Company's Register of Members after giving effect to valid share transfer request(s) lodged with the Company / its Registrar and Share Transfer Agent on or before the close of business hours on 23rd September, 2022, in respect of Shares held in physical form.
13. Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their Residential Status, Category as per the Income-tax Act and PAN with the Company / RTA (in case of shares held in physical mode) and Depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to its RTA at rnt.helpdesk@linkintime.co.in or Link Intime India Private Ltd., C-101, 247 Park, L. B. S. Marg, Vikhroli West, Mumbai- 400083 by 23rd September, 2022. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to the Company or its RTA at email address mentioned above. The aforesaid declarations and documents need to be submitted by the shareholders latest by 23rd September, 2022.
14. Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013, dividend which remains unpaid / unclaimed in the Unpaid Dividend Account for a period of seven years from the date of transfer of the same, will be transferred to the Investor Education and Protection Fund established by the Central Government. The Members who have not encashed their dividend warrant(s) so far for the financial years 2017-18 (Interim), 2017-18 (Final) and 2019-20 are requested to lodge their claims with Registrar and Transfer Agents (RTA) or with the Company. Further, as per the provisions of Section 124 of the Companies Act, 2013, shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred to the Investor Education and Protection Fund (IEPF) Authority. The Members, whose unclaimed dividend /shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in.
15. 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 (Link Intime India Private Ltd., C-101, 247 Park, L. B. S. Marg, Vikhroli West, Mumbai- 400083) ("RTA").

16. The Members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrants / demand drafts to such Members by postal services.
17. Pursuant to the Listing Regulations read with 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. Accordingly, in order to receive the dividend in a timely manner, members holding shares in physical form, who have not updated their Bank details for receiving the dividends, are requested to give their mandate for receiving dividend directly in their bank accounts by sending scanned copy of a duly signed request letter which shall contain shareholder's name, folio number, bank details (Bank account number, Bank and Branch Name and address, IFSC, MICR details) alongwith the following documents at rnt.helpdesk@linkintime.co.in by 23rd September, 2022 :
 - 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. aadhar, voter-id, passport, driving license, any utility bill not older than 3 months).

Further to support "Green Initiative", 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 Reports, Notices, Circulars etc. from the Company electronically.
18. Members holding Shares in identical order of names in more than one folio are requested to write to the Company's Registrar & Share Transfer Agents, (Link Intime India Private Ltd., C-101, 247 Park, L. B. S. Marg, Vikhroli West, Mumbai- 400083) ("RTA") enclosing the Share Certificates for consolidation of their holdings into one folio.
19. The Equity Shares of the Company are compulsorily tradable in demat form. The Equity Shares of the Company have been assigned ISIN INE011D01013. In

accordance with the proviso to Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from 1st April, 2019, transfer of shares of the Company shall not be processed (except in the cases of transmission or transposition of shares) unless the shares are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in various corporate actions.

20. The separate audited accounts of the subsidiary company are placed on website of the Company at <http://www.shervaniind.com/subsidiary/>. The Company will provide physical copies of these documents to any member of the Company who asks for it. These documents are available for inspection at the Registered office of the Company during business hours on all working days (except Sundays and Public Holidays) upto the date of the Meeting.
21. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in Form No. SH-13 prescribed under Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 which can be obtained from the Company or its RTA.
22. Members desirous of obtaining any information / clarifications, intending to raise any query concerning the annual accounts or operations of the Company, are requested to forward the same at least seven days prior to the date of meeting to the Company Secretary at the Registered office of the Company, so that the same may be attended appropriately.

Voting through Electronic means:

23. In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended applicable Secretarial Standards and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing its members the facility to exercise their right to vote by electronic means (remote e-voting) in respect of any or all businesses specified in the accompanying Notice and the business may be transacted through remote e-voting services. The necessary arrangements have been made by the Company with Central Depository Services Ltd ("CDSL") to facilitate e-voting. E-voting is optional and members shall have the option to vote either through e-voting or in person at the General Meeting. The instructions for shareholders voting electronically are as under:

The Remote E-Voting facility will be available during the following voting period:

Commencement of Remote E-Voting: From 09.00 A.M on Tuesday, 27th September, 2022 and

End of Remote E-Voting: Upto 5.00 P. M on Thursday, 29th September, 2022.

During this period Shareholders of the Company, holding shares either in physical form or in dematerialized form as on the 23rd September, 2022 (cut-off date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Instructions relating to Remote E-Voting are as under:

- (i) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09th December, 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.

- (ii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 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 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. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<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

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

(iii) Login method for e-Voting for shareholders other than individual shareholders holding shares in Demat form & Physical.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on Shareholders.
- 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. Members 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 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 Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details or Date of Birth	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- iv) After entering these details appropriately, click on "SUBMIT" tab.
- v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- vi) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- vii) Click on the EVSN for the <Shervani Industrial Syndicate Limited> on which you choose to vote.
- viii) 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.
- ix) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- x) 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.
- xi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xiii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xiv) Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - 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 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 duly authorized signatory who are authorized to vote, to the Scrutinizers viz. M/s Siddiqui & Associates and to Company at email address shervaniind@rediffmail.com (designated email address by company), if they have voted from individual tab and not uploaded same in the CDSL E-Voting system for the scrutinizer to verify the same.
- If you have any queries or issues regarding attending 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 Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai-400013 or send an email to helpdesk.evoting@cdslindia.com

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

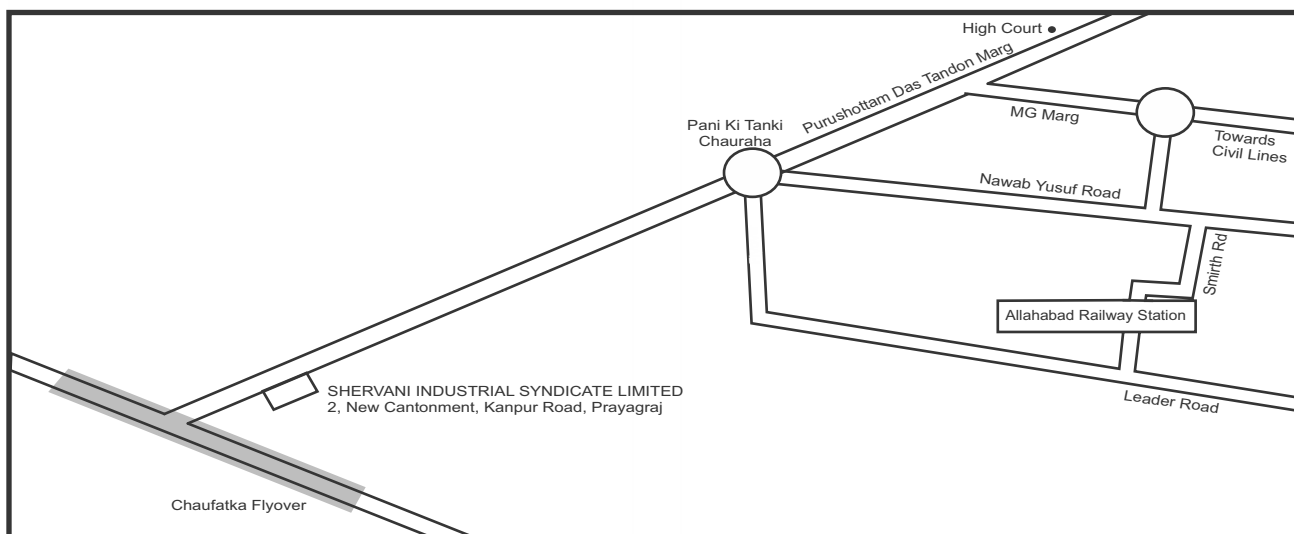
- (i) **For Physical Shareholders** - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- (ii)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

GENERAL INSTRUCTIONS:

- i. The facility of voting through ballot paper shall also be made available at the Meeting. Members attending the Meeting, who have not already cast their vote by remote

- e-voting shall be able to exercise their right at the Meeting through ballot paper.
- ii. Members who have cast their vote by remote e-voting prior to the Meeting, may also attend the Meeting, but shall not be entitled to cast their vote again. Once a vote on a resolution is cast by the Member, the member shall not be allowed to change it subsequently or cast vote again.
 - iii. The voting rights of the shareholders (for voting through remote e-voting or by ballot paper at the Meeting) shall be in proportion to their shares of the paid-up Equity share capital of the Company as on 23rd September, 2022 (the cut-off date).
 - iv. 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 only shall be entitled to avail the facility of remote e-voting as well as voting in the general meeting. Any person who is not a member as on the cut-off date should treat this Notice for information only.
 - v. Any person, who acquires shares of the Company and becomes member of the Company after 27th August, 2022 i.e. BENPOS date considered for dispatch of the notice, and holding shares as on the cut off date i.e. 23rd September, 2022, may obtain the login Id and password by sending a request at helpdesk.evoting@cdslindia.com.
 - vi. M/s. Siddiqui & Associates, Practising Company Secretaries (Membership No. 2229 and Certificate of Practice No.- 1284) have been appointed as the Scrutinizer by the Company to scrutinize the remote e-voting process in a fair and transparent manner.
 - vii. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper / Polling Paper" for all those members who are present at the Annual General Meeting but have not cast their votes by availing the remote e-voting facility.
 - viii. The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman in writing, who shall countersign the same and declare the result of the voting forthwith.
 - ix. The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.shervaniind.com immediately after the declaration of results by the Chairman. The results shall also be immediately forwarded to Stock Exchanges where the shares of the Company are listed.
 24. As required under Listing Regulations and Secretarial Standards - 2 on General Meetings, the relevant details in respect of directors seeking appointment / re-appointment under Item Nos. 3 , 6, 7, 8 , 9 and 10 of this Notice are provided on next page:

LOCATION MAP OF VENUE OF ANNUAL GENERAL MEETING



BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT/ RE- APPOINTMENT

Name	Sadiq Husain Siddiqui	Mustafa Rashid Shervani	Saleem Iqbal Shervani	Raju Verghese
DIN	02125236	02379954	00023909	01086812
Date of Birth / Age	1st January, 1948	1st December, 1982	22nd March, 1953	5th November, 1947
Date of Appointment on the Board	1st October, 2019	10th August, 2022	3rd April 1998	27th January, 2007
Qualifications	M.A. (Economics)	Bachelor in Theatre Arts	B.A. (Hons.)	B.Sc.
Experience and expertise in specific functional area	Legal & Public Relations	Business Strategy, Planning & Marketing	Economics	Finance, Accounts & Taxation
Terms and Conditions of Appointment	As per resolution set out in the notice and Company's Policy on Nomination and Remuneration	As per resolution set out in the notice and Company's Policy on Nomination and Remuneration	As per resolution set out in the notice and Company's Policy on Nomination and Remuneration	As per resolution set out in the notice and Company's Policy on Nomination and Remuneration
Remuneration last drawn per month	Rs. 63,500/-	Rs. 2,05,000 as Chief General Manager	Rs. 1,00,000/-	NIL
Directorship in other Companies	Capon Food Specialities Ltd.	NIL	Farco Foods Pvt. Ltd. Capon Food Specialities Ltd. Shervani Foods Pvt. Ltd. ASE Cargo Pvt. Ltd.	Lebensraum Infra Pvt. Ltd. Capon Food Specialities Ltd.
Chairman/Member of Committee of the Board of other Companies	Nil	Nil	Nil	Nil
Shareholding in Shervani industrial Syndicate Limited	150 Deferred Shares	76575 Equity Shares	384980 Equity Shares	540 Equity Shares
Relationship with other Directors / KMPs	N.A.	Mr. Saleem I. Shervani - Father	Mr. Mustafa R. Shervani - Son	N.A.
No. of Board Meetings attended by the Director during the Financial Year 2021-2022	4	N.A.*	3	1

*Date of Appointment is 10.08.2022

By Order of the Board
For Shervani Industrial Syndicate Limited

S. K. Shukla
Company Secretary

Place : Prayagraj
Date : August 10, 2022

ANNEXURE TO NOTICE**STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****Item No. 4**

This explanatory statement is in terms of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), however, the same is strictly not required as per Section 102 of the Act.

M/s Gupta Vaish & Co., Chartered Accountants (Firm Registration No. 005087C) were appointed as the Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of 69th Annual General Meeting of the Company held on 28th September, 2017, until the conclusion of the 74th Annual General Meeting.

As part of the best practices followed in order to rotate the auditors, the Board of Directors of the Company at its meeting held on 10th August, 2022, based on the recommendation of the Audit Committee had evaluated and considered the various factors such as independence, industry experience, technical skills, geographical presence, audit team, audit quality reports etc. has proposed the appointment of M/s. P.L. Tandon & Co., Chartered Accountants (Firm Registration No. 000186C) as the Statutory Auditors of the Company to hold the office for the term of 5 (five) consecutive years from the conclusion of the 74th Annual General Meeting of the Company till the conclusion of the 79th Annual General Meeting at the remuneration of Rs. 1,50,000/- per annum plus reimbursement of pocket expenses and other applicable taxes.

The Company has received consent letter and eligibility certificate from M/s P.L. Tandon & Co., Chartered Accountants (FRN: 000186C) to act as Statutory Auditors of the Company along with the confirmation that, their appointment, if made, shall be in accordance with the conditions as may be prescribed under the Companies Act 2013.

Brief Profile of M/s. P.L. Tandon & Co., Chartered Accountants:

M/s. P.L. Tandon & Co., Chartered Accountants ('the firm') was founded in 1957 as a partnership firm having Firm Registration No. as 000186C. M/s. P.L. Tandon & Co. is having its office at Westcott Building, M.G. Road, Kanpur-208001.

M/s. P.L. Tandon & Co. provides umbrella of services which includes Audit & Assurance, Tax and Regulatory, Corporate Law and Consulting. M/s P.L. Tandon & Co., is spearheaded by a management team of 11 partners and has over 32 staff including 02 professionals.

M/s P.L. Tandon & Co., embarked on an exceptional journey and has not looked back since 1957. M/s P.L. Tandon & Co. has built a strong culture of authenticity & accountability.

None of the Directors or Key Managerial Personnel and / or their relatives has any concern or interest, financial or otherwise in this item of business.

The Board of Directors recommends the ordinary resolution as set out at item no.4 of the Notice for approval by the members.

Item No. 5

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Shishir Jaiswal & Co., Cost Accountants (Firm Registration No. 102450) as Cost Auditors to conduct the audit of the cost records for the financial year ending 31st March, 2023 on the terms and conditions as set out in the resolution placed at Item No. 5 of the Notice. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company.

Accordingly, consent of the members of the Company is being sought for passing the Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2023.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the members.

Item Nos. 6 and 7

As part of orderly succession planning, the Board of Directors of the Company at its Meeting held on 10th August, 2022, on the recommendations of the Nomination and Remuneration Committee had redesignated Mr. Saleem Iqbal Shervani from the position of Managing Director as Whole time Director designated as Executive Chairman and approved the induction of Mr. Mustafa Rashid Shervani, son of Mr. Saleem Iqbal Shervani as an Additional Director and also as Managing Director of the Company for the period of three years w.e.f. 10th August, 2022, subject to the approval of shareholders of the Company. The proposal is in compliance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Companies Act, 2013 with respect to composition of Board and top-level management change.

Mr. Mustafa Rashid Shervani, aged 39 years, is a graduate from the American International University, London in 2004. He worked as Chief General Manager (Business Planning and Strategy) of the Company since 2014. Under his

leadership, the Company is developing a planned township named as 'Shervani Legacy', in Prayagraj and the Company had successfully completed various projects comprising Residential Plots, Group Housing project named as Tara Towers and another Group Housing for the weaker sections of Society within the premises of said township. The Board is looking up with more expectation on his appointment as Managing Director of the Company which will be beneficial to the Company.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Mustafa Rashid Shervani shall hold office upto the date of ensuing Annual General Meeting and is eligible to be appointed as Managing Director of the Company. The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Mustafa Rashid Shervani as a Director of the Company.

Mr. Mustafa Rashid Shervani satisfies all the conditions set out in Part-I of Schedule V to the Act and is not disqualified from being appointed Managing Director in terms of provisions of Section 196(3) read with Section 164 of the Act. Further, the terms and conditions of appointment are in conformity with the provisions of Section 197 read with Schedule V of the Companies Act, 2013. Additional disclosures with respect to information pursuant to Section II of Part II of Schedule V are given in a separate statement annexed hereto.

The Board recommends the Ordinary and Special Resolutions set out at Item No. 6 and 7 respectively of the Notice for approval by the shareholders.

Except Mr. Mustafa Rashid Shervani, himself, Mr. Saleem Iqbal Shervani being related to him, none of the other Directors / Key Managerial Personnel of the Company and /or their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolutions set out in Item No. 6 and 7 of the Notice.

The resolution along with accompanying Statement may be treated as a memorandum setting out the terms of appointment of Mr. Mustafa Rashid Shervani within the meaning of Section 190 of the Companies Act, 2013.

Item No. 8

The Members at the 70th Annual General Meeting of the Company held on 29th September, 2018 passed the special resolution for appointment of Mr. Saleem Iqbal Shervani (DIN: 00023909) as Managing Director of the Company for a period of five years with effect from 3rd April, 2018. Further pursuant to Regulation 17(4) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, it is imperative for listed entities to develop an action plan for successful transition of key executives. Therefore keeping in view the listing compliances and consequences of sudden or

unplanned gaps in leadership, the Board of Directors of the Company decided to appoint Mr. Mustafa Rashid Shervani as the Managing Director of the Company with effect from 10th August, 2022 in place of Mr. Saleem Iqbal Shervani, who resigned from the present post of Managing Director of the Company with effect from 10th August, 2022. However, considering the role, responsibilities and duties discharged by Mr. Saleem Iqbal Shervani as Managing Director coupled with his experience and valuable contribution to growth of the Company and underlying need to have seamless guidance in management of affairs of the company, the Board of Directors of the Company at its meeting held on 10th August, 2022, on the recommendation of Nomination and Remuneration Committee, approved the appointment of Mr. Saleem Iqbal Shervani as Whole-time Director designated as Executive Chairman of the Company for a period of three years with effect from 10th August, 2022 and holding of such position even after attaining the age of seventy years, on the same terms and conditions set out in Special resolution placed at item No. 8 of the Notice which are in conformity with the provisions of Section 197 read with Schedule V of the Companies Act, 2013. Additional disclosures with respect to information pursuant to Section II of Part II of Schedule V are given in a separate statement annexed hereto.

Mr. Saleem Iqbal Shervani satisfies all the conditions set out in Part-I of Schedule V to the Act and is not disqualified from being appointed Whole-time Director in terms of provisions of Section 196(3) read with Section 164 of the Act.

The Board recommends the Special resolution set out at Item No. 8 of the Notice for approval by the shareholders.

Except Mr. Saleem Iqbal Shervani, himself Mr. Mustafa Rashid Shervani being related to him, none of the other Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the Special resolution set out in Item No. 8 of the Notice.

The resolution along with accompanying Statement may be treated as a memorandum setting out the terms of appointment of Mr. Saleem Iqbal Shervani within the meaning of Section 190 of the Companies Act, 2013.

Item No. 9

The members at the 71st Annual General Meeting of the Company held on 30th September, 2019, approved the appointment of Mr. Sadiq Husain Siddiqui as Whole-time Director of the Company for a period of three years with effect from 1st October, 2019 and his term of office will expire on 30th September, 2022. Considering the role and responsibilities and performance evaluation of Mr. Sadiq Husain Siddiqui, the Board of Directors of the Company at its meeting held on 10th August, 2022, on the recommendation

of the Nomination and Remuneration Committee approved re-appointment of Mr. Sadiq Husain Siddiqui as Whole-time Director of the Company for further period of three years w.e.f. 1st October, 2022 and continuance of office even after attaining the age of seventy years on the same terms and conditions including remuneration as set out in Special resolution placed at item No. 9 of the Notice.

Mr. Sadiq Husain Siddiqui satisfies all the conditions set out in Part-I of Schedule V to the Act and is not disqualified from being appointed as Whole-time Director in terms of provisions of Section 196(3) read with Section 164 of the Act. Additional disclosures with respect to information pursuant to Section II of Part II of Schedule V are given in a separate statement annexed hereto.

The Board recommends the Special resolution set out at Item No. 9 of the Notice for approval by the shareholders.

Except Mr. Sadiq Husain Siddiqui, himself, none of the other Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the Special resolution set out in Item No. 9 of the Notice.

The resolution along with accompanying Statement may be treated as a memorandum setting out the terms of appointment of Mr. Sadiq Husain Siddiqui within the meaning of Section 190 of the Companies Act, 2013.

ITEM No. 10

Mr. Raju Verghese is a Non-Executive Director on the Board of Directors of the Company liable to retire by rotation. In accordance with Regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, no listed entity shall appoint a person or continue the Directorship of any person as a Non-Executive Director who has attained the age of seventy-five years unless a Special resolution is passed to that effect.

Mr. Raju Verghese will attain the age of seventy-five years in November, 2022 as such continuance of his Directorship requires approval of the shareholder by special resolution. Mr. Raju Verghese is quite active and energetic and has been associated with the company over a fairly long period in different capacities and has provided valuable insights to the management and in the opinion of the Board his continuation as Director will be in the best interest of the Company.

The Board recommends the Special resolution set out at Item No. 10 of the Notice for approval of the shareholders.

Except Mr. Raju Verghese, none of the other Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in the resolution set out at item No. 10.

Item Nos. 11 and 12

In terms of the provisions of Section 4 of the Companies Act, 2013 which became effective from 1st April, 2014, the

requirement with regard to contents of the Memorandum of Association of a Company has been changed which inter-alia mandates that the 'Objects Clause' of the Memorandum of Association of a Company should state separately the objects to be pursued by the Company on its incorporation and the matters which are necessary for the furtherance of these objects and the Company is not required to state the 'Other Objects' in its Memorandum of Association. Table A of Schedule I of the Companies Act, 2013 has been modified accordingly to incorporate such changes. The Company was incorporated on 25th February, 1948 under the provisions of the Indian Companies Act, 1913 and despite various legislative changes and re-enactments of the Act, it continued to pursue the Memorandum of Association originally framed and adopted at the time of incorporation, therefore, it has now become imperative to completely revise the same in conformity with the provisions of the Companies Act, 2013. Accordingly, in order to meet the statutory requirements and the management focus on the present and prospective business activities that the company may undertake, the contents of the Memorandum of Association including its objects clause are being altered.

The alterations in the Memorandum of Association proposed by way of Special resolution placed at item No. 11 of the Notice are intended to align it with the provisions of Section 4 and the requirements of Table A of Schedule I to the Companies Act, 2013 whereas the proposed alterations in 'Objects Clause' by way of Special resolution placed at item No. 12 of the Notice are intended to enable the Company to pursue the present business activities and to undertake and commence the newly identified business activities which the company may foray and such alterations in 'Objects Clause' of the Memorandum of Association are subject to registration by the Registrar of Companies, Uttar Pradesh in terms of the provisions of Section 13 of the Companies Act, 2013.

The Board recommends the Special resolutions set out at Item Nos. 11 and 12 of the Notice for approval of the shareholders.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise in the aforesaid resolutions.

A copy of the Memorandum of Association of the Company together with proposed changes is available for inspection of the Members during business hours on all working days up to the date of the Meeting and also on the website of the Company www.shervaniind.com.

Item No. 13

The existing Articles of Association ("AOA") of the Company are based on the Companies Act, 1956 and several regulations in the existing AOA contain references to specific sections of the Companies Act, 1956. With the

coming into force of the Companies Act, 2013, several regulations of the existing AOA of the Company require alteration or deletions as they are no longer in conformity with the Companies Act, 2013. Given this position, it is considered expedient to wholly replace the existing AOA by a new set of Articles. The new AOA to be substituted in place of the existing AOA are in conformity with the Companies Act, 2013 and model Articles of Association for a Company Limited by Shares.

The Board recommends the Special resolution set out at Item No. 13 of the Notice for approval by the Shareholders of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Special resolution set out at Item No. 13 of the Notice.

A copy of new set of Articles of Association along with the existing Articles of Association of the Company and other relevant documents are available for inspection of the Members at the Registered office of the during business hours on all working days up to the date of the Meeting and also on the website of the Company www.shervaniind.com.

By Order of the Board
For Shervani Industrial Syndicate Limited

S. K. Shukla
Company Secretary

Place : Prayagraj
Date : August 10, 2022

ANNEXURE

STATEMENT PURSUANT TO SECTION II OF PART II OF SCHEDULE V TO THE COMPANIES ACT, 2013

I. GENERAL INFORMATION

- (i) Nature of Industry : Real Estate
- (ii) Date of commencement of Commercial Production: The Company is already in operation.
- (iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: N.A.
- (iv) Financial Performance based on given indicators:

Particulars	F.Y 2021-2022 (Rs. in Lakhs)	F.Y 2020-2021 (Rs. in Lakhs)	F.Y 2019-2020 (Rs. in Lakhs)
Turnover	429.75	2752.20	8736.50
Net Profit/(Loss)	(272.27)	703.37	1961.20

- (v) Foreign Investments or Collaboration, if any: NIL

II. INFORMATION ABOUT THE APPOINTEES

(A) Mr. Mustafa Rashid Shervani

(i)	Background Details	Mr. Mustafa Rashid Shervani is a graduate from the American International University, London in 2004. He worked as Chief General Manager (Business Planning and Strategy) of the Company since 2014. Under his leadership, the Company is developing a planned township named as 'Shervani Legacy', in Prayagraj and the Company had successfully completed various projects comprising Residential Plots, Group Housing project named as Tara Towers and another Group Housing for the weaker sections of Society within the premises of said township.
(ii)	Past Remuneration	Rs.2.05 Lakh per month as Chief General Manager.

(iii)	Recognition or Rewards	NIL
(iv)	Job Profile and his Suitability	The managerial experience and past performance makes him most suitable for the position of Managing Director of the Company.
(v)	Remuneration Proposed	Basic Salary: Rs. 3,00,000/- per month Special Allowance: Rs. 1,25,000/- per month Perquisite - Not to exceed Rs. 12,00,000/- per annum, subject to the ceiling limits laid down under section 197 of the Companies Act, 2013 read with Schedule V thereto.
(vi)	Comparative remuneration profile of the Industry, size of the Company, profile of the position and person.	The proposed remuneration is similar to that drawn by peers in the similar capacity in other Industries and is commensurate with the role and responsibilities of the Appointee.
(vii)	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel or other director, if any.	Mr. Mustafa Rashid Shervani holds 76,575 Equity Shares of the Company and except for the payment of remuneration he does not have any other pecuniary relationship with the Company. Except Mr. Saleem Iqbal Shervani, Mr. Mustafa Rashid Shervani is not related with any other director of the Company.

(B) Mr. Saleem Iqbal Shervani

(i)	Background Details	Mr. Saleem Iqbal Shervani is well known personality in industrial and political circles. He is an industrialist by profession. He is a graduate in Economics (Gold Medallist). He has been Member of Lok Sabha several times from Budaun Parliamentary constituency of Uttar Pradesh. He has also been Member of Union Cabinet holding charge of Ministry of
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		Health and Family Planning and as State Minister in Ministry of External Affairs and also been a Member of several Parliamentary Committees. He has also been honoured with Indira Gandhi Unity Award for his services, achievements, and contribution to society. He is on the Board of Company's wholly owned subsidiary and other companies. He served the Company as Managing Director for more than 23 years.
(ii)	Past Remuneration	Basic Salary Rs. 1,00,000/- per month and Perquisites, subject to the ceiling limits laid down under section 197 of the Companies Act, 2013 read with Schedule V thereto.
(iii)	Recognition or Rewards	Mr. Saleem Iqbal Shervani a graduate in Economics (Gold Medallist). He has also been honoured with Indira Gandhi Unity Award for his services, achievements, and contribution to society.
(iv)	Job Profile and his Suitability	The managerial experience and past performance makes him most suitable for the position of Wholetime Director designated as Executive Chairman of the Company.
(v)	Remuneration Proposed	Basic Salary: NIL Perquisites - Not to exceed Rs. 12,00,000/- per annum, subject to the ceiling limits laid down under section 197 of the Companies Act, 2013 read with Schedule V thereto.
(vi)	Comparative remuneration profile of the Industry, size of the Company, profile of the position and person.	Mr. Saleem Iqbal Shervani has requested the Board for not fixing any remuneration for his services as Executive Chairman therefore this does not require any comment.
(vii)	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel or other director, if any.	Mr. Saleem Iqbal Shervani holds 3,84,980 Equity Shares of the Company and except the terms and conditions of his present appointment he does not have any other pecuniary relationship with the Company. Except Mr. Mustafa Rashid Shervani, Mr. Saleem Iqbal Shervani is not related with any other director of the Company.

(C) Mr. Sadiq Husain Siddiqui

(i)	Background Details	Mr. Sadiq Husain Siddiqui joined the Company in 1970 and served the Organisation at various positions. He is very well known social activist in Prayagraj and has been awarded President's Medal, twice for his meritorious and distinguished services. He is also Deputy Chief Warden of Civil Defence of Prayagraj and actively participates in volunteer works through Civil Defence.
(ii)	Past Remuneration	Basic Salary Rs. 63,500/- per month and Perquisites, subject to the ceiling limits laid down under section 197 of the Companies Act, 2013 read with Schedule V thereto.
(iii)	Recognition or Rewards	He has been awarded President's Medal, twice for his meritorious and distinguished services.

(iv)	Job Profile and his Suitability	The managerial experience, past performance and long association makes him most suitable for the position of Director (Corporate Affairs) of the Company.
(v)	Remuneration Proposed	Basic Salary Rs. 63,500/- per month and Perquisites, subject to the ceiling limits laid down under section 197 of the Companies Act, 2013 read with Schedule V thereto.
(vi)	Comparative remuneration profile of the Industry, size of the Company, profile of the position and person.	The proposed remuneration is similar to that drawn by peers in the similar capacity in other Industries and is commensurate with the role and responsibilities of the Appointee.
(vii)	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel or other director, if any.	Mr. Sadiq Husain Siddiqui holds 150 Deferred Shares and except for the payment of remuneration he does not have any other pecuniary relationship with the Company. He is not related to any other directors of the Company.

(iii) OTHER INFORMATION

(i)	Reasons of loss or inadequate Profits	Due to applicability of Ind AS in respect of Revenue from Contracts the turnover of the Company has been declined and company has incurred the net loss of Rs. 227.27 lakh for the year ended on 31st March 2022, therefore, on account of inadequacy of profits, the remuneration proposed to be paid to appointees is as per the ceiling limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013.
(ii)	Steps taken or proposed to be taken for improvement	Cost control measures coupled with market development initiatives and identification of newer business areas for diversification are in place to improve profitability.
(iii)	Expected increase in productivity and profits in measurable terms	Mr. Mustafa Rashid Shervani, Managing Director, Mr. Saleem Iqbal Shervani, Executive Chairman and Mr. Sadiq Husain Siddiqui as Whole Time Director have steered the Company successfully in all ups and downs and their contribution is reflected in consistent performance of the Company. With the surge in demand in Real Estate Sector in post pandemic scenario, the Company expects to improve its performance and profitability to achieve new milestones in times ahead.

IV. DISCLOSURES

The relevant disclosures are being made in the Corporate Governance Report annexed to the Boards' Report which forms part of the Annual Report.

Dear Members,

Your Director's take pleasure in presenting the 74th Annual Report together with the Audited Financial Statements for the year ended on 31st March, 2022.

FINANCIAL RESULTS

Particulars	(Rs. in Lakh)
Total Revenue	529
Profit before Depreciation	(221)
Depreciation	73
Profit after Depreciation before tax	(294)
Profit after Exceptional item	(294)
Tax Expense (including earlier year)	(22)
Profit after Tax	(272)
Other Comprehensive Income	73
Total Comprehensive Income	(200)

DIVIDEND

The Board of Directors have recommended dividend of 20% on the Ordinary and Deferred shares which respectively is Rs 2/- and Rs 5/- on each share of the Company for the financial year ended on March 31, 2022.

OPERATION REVIEW

The adverse impact caused by corona pandemic on the implementation of the 'Naman Homes' Group Housing project has been overcome by the management and the work is now progressing satisfactorily. We are very hopeful that commitment given to customers for delivery / possession of flats will be achieved, although the RERA authorities have given extension of six months to all projects. The construction activity in the housing project 'The Crescent' is also progressing satisfactorily as per time frame given to the customer. The sale of flats of Group Housing projects is satisfactory and as per the expectations.

The Company has also finalised the plans for the next phase of Group Housing Project to be launched within the township 'Shervani Legacy'. The Company is awaiting approval of the plans by the Competent Authorities and thereafter construction activity would be started. We are very hopeful that the construction standards adopted by us and consistently upholding the delivery schedule will go a long way facilitating sales.

MANAGEMENT DISCUSSION AND ANALYSIS

A. Business Overview, Industry Structure and Development

The sluggishness of the real estate sector induced by the second wave of corona pandemic is still persisting despite several steps taken by the Govt. The demand for housing by the middle and salaried class stands unfulfilled and unattended, waiting to be capitalized but the inflationary trends of market have restricted cash inflows consequently they are hesitant to commit themselves to financial impact of

a medium to long term period. In this connection it is pertinent to say that housing although a necessity but is not preferred over other basic needs hence a decision in this regard is usually deferred. Consequently the onus is upon the builders to maintain costs and delivery schedules to retain the trust of customers. In this regard your company has earned sufficient goodwill hence no problems in sales are envisaged. Another outcome of corona pandemic is the general slowdown of construction activity affecting the supply side. Thus the slow down with passage of time has increased the demand which becomes an opportunity for the real estate sector waiting to be seized. The industry is poised for take-off and we think that it is only matter of time when the corrective steps taken by the Central/State Govt s lead this take-off.

B. Outlook on Opportunities, Threats Risks and Concern

The demand for housing by the middle and salaried class forms the bulk of the total demand and our planning revolves around this fact/sector hence the demand is assured. Another adverse factor is that due to market inflation the cash inflows from the customers /allotees has become very irregular which has caused crisis of funds for working capital. At the same time the inflationary trends lead increase in input costs having negative impact on project costs, margins and the trust of the public in the project as well as the builder. Your company is planning better management of men and material to optimize the operating efficiency so as to overcome the risk of inflation and give top priority to issues concerning the customers. Concerted efforts are being made to complete the project within the time given to the buyers.

C. Subsidiary Company

M/s Farco Foods Private Limited, the wholly owned subsidiary of your company is engaged in manufacture of biscuits on job work basis for M/s Surya Foods and Agro Limited for their "Priya Gold" brand. During the year under review the Company produced 5492 MT of biscuits and earned a profit of Rs. 8 lacs after tax. During the year under review the profit has declined due to increase in manufacturing costs and at the same time capacity utilisation could not be optimised because demand from the principals stagnated due to poor demand in market. In respect of the goat farming project, the company is facing problems in rearing of animals because the climatic conditions at site are not conducive to growth of animals. The redeeming feature is that problem areas have been identified and measures to overcome the problem are under implementation.

D. Internal Financial Controls

The Company has an adequate system of internal control to ensure compliance with policies and procedures commensurate with the size and scale of operations. The internal audit work has been assigned to an independent

firm of Chartered Accountant which evaluates the efficiency and adequacy of internal control systems. The internal audit reports and recommendations are reviewed by the Audit Committee of the Board.

E. Development in Human Resource and Industrial Relations

The Company maintains a very cordial relationship with its employees. They whole-heartedly support the management in all its activities and endeavors.

F. Research and Development

In view of the nature of business activities of the Company there is little scope for research and development work. The company is making all efforts to reduce costs by maintaining standards that benefit the consumers.

CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adhere to Corporate Governance requirements set out by SEBI. The Company has complied with all mandatory requirements of Corporate Governance. A separate report on governance practices followed by the Company in compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on Corporate Governance along with a Certificate of Compliance from the Statutory Auditors is attached with the said separate report which forms integral part of this Director's Report.

EXTRACT OF ANNUAL RETURN

Pursuant to section 92(3) of the Companies Act, 2013 read with Rules thereunder and provisions of section 134(3)(a) of the Act, the Annual Return of the Company is available on <http://shervaniind.com>.

BOARD MEETINGS

The calendar of Meetings is prepared and circulated in advance to the Directors. During the year four (4) Board Meetings were convened and details of same are given in the Corporate Governance Report.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) of the Companies Act, 2013, the Directors state that;

- (i) in the preparation of the Annual Accounts, the applicable Indian accounting standards have been followed;
- (ii) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit and loss of the Company for that period;
- (iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other

irregularities;

- (iv) the Directors had prepared the Annual Accounts on a going concern basis;
- (v) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DECLARATION BY INDEPENDENT DIRECTORS

All Independent Directors have given declarations that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

NOMINATION & REMUNERATION

The Board on the recommendation of the Nomination & Remuneration Committee, make the appointment of Directors, senior management and fix their remuneration. Key Management Personnel are appointed by the Board after consideration of their qualification and exposure to required fields. The details are stated in the Corporate Governance Report.

RELATED PARTY TRANSACTIONS

To provide transparency in management and ensure compliance with the provisions of various laws, the Audit Committee has provided guidelines to the Directors/Board. The guidelines inter alia provide for identification, manner of dealing, conduct and documentation of such transactions as per the provisions of the Companies Act and other applicable rules and regulations.

All related party transactions that were entered in to during the financial year were in the ordinary course of business and are disclosed at Note No. 36 attached to the standalone balance sheet and none of the transactions are of material nature and have potential conflict with the interest of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION FOREIGN EXCHANGE EARNINGS AND OUTGO

There is nothing to report about the conservation of energy and technology absorption during the year. There is no foreign exchange earning and outgo.

CORPORATE SOCIAL RESPONSIBILITY

Pursuant to provisions of section 135 of the Companies Act, 2013, a committee of Board of Directors has been formed and the member of the Committee are:

Mr. Mohammad Aslam Sayeed	Chairman
Mr. Saleem Iqbal Shervani	Member
Mr. Tahir Hasan	Member

BOARD EVALUATION

The Board carries out annual evaluation of its own performance, of the Directors individually as well of the working of its various Committees. The key areas for evaluation are the quality of deliberations and contribution towards performance and guidance to management. The Board of Directors expressed their satisfaction with the evaluation process.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors of your Company has recommended the appointment of Mr. Mustafa Rashid Shervani (DIN-02379954) as Additional Director and also as Managing Director of the Company w.e.f. 10th August 2022, Mr. Saleem Iqbal Shervani (DIN-00023909) as Wholetime Director designated as Executive Chairman w.e.f. 10th August 2022, re-appointment of Mr. Sadiq Husain Siddiqui (DIN-02125236), Wholetime Director designated as Director (Corporate Affairs) liable to retire by rotation at the ensuing Annual General Meeting and offers himself for reappointment and continuation of Directorship of Mr Raju Verghese (DIN-01086812) in terms of Reg 17(1A) of SEBI (LODR) Regulations 2015 after the attainment of age of seventy five years in November 2022.

Brief resume of the Directors seeking appointment & re-appointment along with other details as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Section 102(1) of the Companies Act 2013 are provided in the Notice for convening the Annual General Meeting.

The Directors recommend all the resolutions placed before the Members relating to appointment/re-appointment of Directors for their approval.

Pursuant to provisions of section 203 of the Companies Act, 2013 the Key Managerial Personnel of the Company are Mr. Mustafa Rashid Shervani, Managing Director, Mr. Tahir Hasan, Chief Financial Officer and Mr. S. K. Shukla, Company Secretary.

STATUTORY AUDITORS

In accordance with the Provisions of Section 139 of the Companies Act, 2013, M/s Gupta Vaish & Co., Chartered Accountants (FRN No. 005087C) were re-appointed as statutory auditors of the Company to hold office for a period of Second term of 5 years i.e. from the conclusion of the 69th Annual General Meeting (AGM) of the Company held on September 28, 2017 upto the conclusion of the 74th AGM of the Company. Accordingly, the term of existing statutory auditors is ending on the conclusion of ensuing 74th AGM of the Company.

The Board on the recommendation of the Audit Committee, recommended, subject to approval of the Members the appointment of M/s P. L. Tandon & Co., Chartered Accountants (Firm Registration No. 000186C), as Statutory Auditors of the Company for a term of Five consecutive years from the conclusion of this Annual General Meeting

until the conclusion of 79th Annual General Meeting of the Company. The Company has also received written consent and eligibility certificate from M/s P. L. Tandon & Co., Chartered Accountants under Section 141 of the Act. M/s P. L. Tandon & Co., Chartered Accountants also hold peer review certificate issued by the Institute of Chartered Accountants of India. The resolution for the appointment of M/s P. L. Tandon & Co., Chartered Accountants, as statutory auditors of the Company has been placed at the ensuing AGM for approval of members of the Company. Appropriate resolution seeking your approval to the appointment and remuneration of the Auditors is appearing in the Notice convening the 74th AGM of the Company.

The Board of Directors recommends the appointment of M/s P.L. Tandon & Co., Chartered Accountants as auditor of Company as stated in Item No. 4 of the Notice, convening the ensuing Annual General Meeting. The Auditors' Report on the Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2022 forms part of this Annual Report. The Auditors' Report does not contain any qualifications, reservations, adverse remarks or disclaimer. In terms of the provisions of Section 143(12) of the Act, no frauds have been reported by the Statutory Auditors in their report for the year under review. Notes to the Financial Statements are self-explanatory and do not call for any further comments.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 the Company has appointed M/s Siddiqui & Associates, Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Report of Secretarial Audit for the year 2021-22 is annexed herewith as Annexure -B and forms integral part of this Report.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

Pursuant to Regulation 34(3) and Schedule V. Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Certificate regarding Non-Disqualification of Director, issued by M/s Siddiqui & Associates, Company Secretaries in Practice is annexed herewith as Annexure-C and forms integral part of this Report.

INTERNAL AUDITOR

The Board of Directors on the recommendation of the Audit Committee appointed M/s Raju Prem & Associates, Chartered Accountants, to carry out the Internal Audit of the Company.

COST AUDITORS

Pursuant to the provisions of section 148 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment

thereof for the time being in force), M/s Shishir Jaiswal & Co., Cost Accountants (Firm Registration No. 102450) has been appointed as Cost Auditors and the Company is maintaining cost records as per the provision of "Act".

DEPOSITS

The Company has not accepted or renewed any deposit during the year falling within the ambit of Section 73 of the Companies Act 2013 and the Companies (Acceptance of Deposits) Rules 2014, accordingly no amount was outstanding as on the date of Balance Sheet.

CONSOLIDATED FINANCIAL STATEMENT

In accordance with the section 129(3) of the Companies Act, 2013 and the Indian Accounting Standard Ind AS-27 on consolidated financial statement(s) read with Indian Accounting Standard Ind AS-28 on accounting for investments in associates your Company has prepared the consolidated financial statements and annexed to this report. A Statement in form AOC-1 containing salient features of the financial statements of the subsidiary and associate companies are attached as Annexure-D.

AUDITOR'S REPORT

The observations of the Statutory Auditors in their report are appropriately dealt with in notes forming part of Financial Statement. No qualification or adverse remarks has been made by the Secretarial Auditor and Cost Auditor in their Audit Report.

DISCLOSURE UNDER RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014.

None of the employee of the Company was in receipt of total remuneration of Rs. 60,00,000/- per annum or Rs. 5,00,000/- per month during the financial year under review.

Disclosure required under section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration) Rules, 2014 have been annexed as Annexure F.

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

The Company has in place an anti sexual harassment policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013. Till date the company has not received any complaint there under.

UNCLAIMED DIVIDEND

Pursuant to provisions of section 124(5) of the Companies Act, 2013 the company has transferred the unpaid or unclaimed dividends for the financial year up to 2013-14 from time to time on due dates to the Investor Education and Protection Fund (the IEPF) established by the Central Govt.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of loans, guarantees and investments covered

under the provisions of section 186 of the Companies Act, 2013 are given in the notes to the financial statements.

AUDIT COMMITTEE

The Company has an Audit Committee and details of constitution and terms of reference are set out in the Corporate Governance Report.

VIGIL MECHANISM

Pursuant to the provisions of the section 177 of the Companies Act, 2013 the Company has adopted Vigil Mechanism policy which also incorporates a whistle blower policy. Adequate safeguards are provided against victimization of those who avail the mechanism and access to the Chairman of the Audit Committee while reporting about unethical practices, malpractice and non-compliance of policies.

LISTING WITH STOCK EXCHANGE

The Equity shares of the Company are listed on Bombay Stock Exchange Limited. Further details are set out in the Corporate Governance Report.

REPORTING OF FRAUD

The Auditors of the Company have not reported any fraud to Audit Committee as stipulated under second proviso of section 143(12) of the Companies Act, 2013.

INDUSTRIAL RELATIONS

Industrial relations remained cordial during the period under review.

ACKNOWLEDGEMENTS

Your Directors wish to convey their deep sense of appreciation for the continued support, and co-operation extended by banks, Central and State Governments and all other stakeholders. The Directors also wish to place on record their sincere appreciation for the commitment and enthusiasm of the employees for the Company.

For and on behalf of the Board

Mustafa Rashid Shervani
Managing Director
DIN : 02379954

Saleem I. Shervani
Executive Chairman
DIN : 00023909

Place : Prayagraj

Date : August 10, 2022

**Report on Corporate Social Responsibility (CSR) Activities/Initiatives for the year ended 31st March, 2022
(Pursuant to Section 135 of the Companies Act, 2013 and Rule 9 of the Companies (Accounts) Rules, 2014)**

1. Brief outline on CSR Policy of the Company.

In terms of the CSR Policy of the Company, the following areas have been identified:

- Promotion of Education.
- Promoting Gender Equality and empowering women.
- Eradicating hunger, poverty and malnutrition.
- Reducing Child Mortality and improving maternal health.
- Measures for the benefit of armed forces veterans, war widows and their dependents.
- Ensuring Environmental sustainability.
- Social Business Projects.
- Contribution to PM Relief Fund.
- Contribution or funds provided to technology incubators located within academic institutions which are approved by the Central Government.
- Rural Development Projects.
- Slum Area Development.

2. Composition of CSR Committee:

The Corporate Social Responsibility Committee of the Company comprises three Directors, out of which one Director is independent. The Composition of CSR committee is as under:

SL No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Mohammad Aslam Sayeed	Chairman	7	7
2	Mr. Saleem Iqbal Shervani	Member	7	5
3	Mr. Tahir Hasan	Member	7	6

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

Composition of CSR committee: <http://shervaniind.com/CSR%20Policy.pdf>

CSR Policy: <http://shervaniind.com/CSR%20Policy.pdf>

CSR projects: <http://shervaniind.com/policy.html>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). Not Applicable
5. Details of the amount available for setoff in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for setoff for the financial year, if any

SL No.	Financial Year	Amount available for set-off from preceding	Amount required to be set- off for the Financial Year, if any (In Rs.)
Not Applicable			

6. Average net profit of the company as per section 135(5): Rs. 2498.43 Lakh
- 7 (a) Two percent of average net profit of the company as per section 135(5): Rs. 49.97 Lakh
 (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL
 (c) Amount required to be set off for the financial year, if any: NIL
 (d) Total CSR obligation for the financial year(7a+7b-7c): Rs. 49.97 Lakh
8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (Rs. in Lakh)	Amount Unspent (Rs. in Lakh)			
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).	
	Amount	Date of transfer	Name of the Fund Amount	Date of Transfer
50.00	-	-	-	-

(b) Details of CSR amount spent against ongoing projects for the financial year: Not Applicable

1	2	3	4	5		6	7	8	9	10	11	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration	Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration Number

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

1	2	3	4	5		6	7	8	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent in the current financial Year (Rs. in Lakh)	Mode of Implementation Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registra
1	Infrastructure Work at M. R. Shervani Inter College	Promotion of Education	Yes	Uttar Pradesh	Prayagraj	42.50	Yes	-	
2	Donation to NGO "Help for Rare Disease"	Assisting for curing rare disease	Yes	Uttar Pradesh	Prayagraj	7.50	Yes	-	
Total						50.00		-	

- d) Amount spent in Administrative Overheads: NIL
 (e) Amount spent on Impact Assessment, if applicable: NIL
 (f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. 50.00 Lakh

(g) Excess amount for set off, if any:

Sl. No	Particular	Amount (Rs. In Lakh)
1	Two percent of average net profit of the company as per section 135(5)	49.97
2	Total amount spent for the Financial Year	50.00
3	Excess amount spent for the financial year [(ii)-(i)]	0.03
4	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	3.55
5	Amount available for set off in succeeding financial years [(iii)-(iv)]	3.58

9. (a) Details of Unspent CSR amount for the preceding three financial years: Nil
 (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): NA
10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details). Not Applicable
 (a) Date of creation or acquisition of the capital asset(s).
 (b) Amount of CSR spent for creation or acquisition of capital asset.
 (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
 (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).: NA

Saleem I. Shervani
 Member
 CSR Committee

Mohd. Aslam Sayeed
 Chairman
 CSR Committee

S. K. Shukla
 Secretary
 CSR Committee

Form No. MR-3

Annexure - B

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31st March 2022

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

To,
The Members,
Shervani Industrial Syndicate Limited
Shervani Nagar,
Sulem Sarai Harwara,
Prayagraj- 211015 UP

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Shervani Industrial Syndicate Limited having CIN No. L45202UP1948PLC001891 (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of Shervani Industrial Syndicate Limited books, papers, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Shervani Industrial Syndicate Limited for the financial year ended on 31st March 2022 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB);

The Company has complied with the provisions, rules & regulations of FEMA to the extent applicable. The Company is not having any FDI, ODI and ECB during the period.

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
Company has complied the provisions to the extent applicable during the year under review
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 – To the extend applicable to the Company under review
Company has complied the provisions to the extent applicable during the year under review

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
Not Applicable to the Company for the year under review;
 - d. The Securities and Exchange Board of India (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines and the Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 2014;
Not Applicable to the Company for the year under review;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
Not Applicable to the Company for the year 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;
Company has complied the provisions to the extent applicable during the year under review
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
Not Applicable to the Company for the year under review
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998
Not Applicable to the Company for the year under review.
 - vi. The Income Tax Act, 1961 and Rules made thereunder;
 - vii. The Central Goods & Services Tax Act 2017, IGST & SGST.
 - viii. The following laws as undermentioned are also applicable to the Company:
 - RERA Act 2016
 - ix. Company has also complied with various provisions of Labour Laws, Environment Laws and other related laws to the extent applicable to the Company.
- I further report that, having regard to the compliance system prevailing in the Company and on examination of relevant documents and records in pursuance thereof, the Company has complied with other Acts, Regulations, Guidelines and Standards which are specifically applicable on the operation of the businesses of the Company. I have also examined compliance with the applicable clauses of the following:
- The Secretarial Standards issued by the Institute of Company Secretaries of India as notified by Ministry of Corporate Affairs from time to time;
 - The Listing Agreements entered into by the Company with The Bombay Stock Exchange Limited (BSE Limited)
 - SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

Based on my examination and verification of records produced to me and according to the information and explanations given to me by the Company, in my opinion, the Company has complied with the provisions of the Companies Act, 2013, wherever applicable and Rules made thereunder and Memorandum and Articles of Association of the Company with regard to:

- a. Maintenance of statutory registers and documents and making necessary entries therein;
- b. Filing of the requisite forms, returns, documents applications and resolutions as applicable and required with the Registrar of Companies, and such other authorities within the time prescribed or within the extended time with additional fee as prescribed under the Act and Rules made thereunder;
- c. Service of Documents by the Company to its Members, Auditors, Directors, Stock Exchanges and the concerned Registrar of Companies;
- d. Convening and holding of the meetings of the Board, Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholder Relationship Committee;
- e. Convening and holding of the 73rd Annual General Meeting on September 30, 2021.
- f. Minutes of the proceedings of General Meeting, Board Meeting(s), Board's Committees Meeting(s) were properly recorded in loose leaf form, which are being bound in a book form at regular intervals;
- g. Disclosure of interests and concerns in contracts and arrangements, shareholdings and directorships in other companies and interest in other entities by the Directors;
- h. Disclosure requirements in respect of their eligibility for appointment, declaration of their independence, compliance with the code of conduct for Directors and Senior Management Personnel as per the applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, respectively.
- i. Establishing a policy on Related Party Transactions and hosting the same on the website of the Company;
- j. Appointment and remuneration of Statutory Auditor, Secretarial Auditor, Cost Auditor and Internal Auditor of the Company.
- k. Report of the Board of Directors.
- l. Transfer of amounts as required under the Act to the Investor Education and Protection Fund.
- m. Approval of members, Board and its Committees, Government Authorities, wherever required
- n. Borrowing and registration, modification and satisfaction of charges, wherever applicable.
- o. There are adequate systems and processes in the Company that commensurate with the size and operations of the Company to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.
- p. Form of Balance Sheet, Statement of Profit and Loss and disclosures made therein are as per the Schedule III, to the Act;
- q. Key Managerial Personnel as per Section 203 the Act, -
During the financial year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as aforesaid.

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 notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or with shorter notice and a system exist for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. All the decisions of the Board and Committees of Board have been carried out unanimously as recorded in the Minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be and none of the Director had requested noting his dissent in any matter.
4. The Directors have disclosed their interest and concerns in contracts and arrangements, shareholdings and directorships in other companies and interests in other entities as and when required and their disclosures have been noted and recorded by the Board; I further report that during the audit period, the Company had following events having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. which are not in the nature of qualifications but only for drawing attention of shareholders.

For Siddiqui & Associates
Company Secretaries

K.O.SIDDIQUI

FCS 2229 : CP 1284

UDIN - F002229D000512783

Place : New Delhi

Date : June 21, 2022

Annexure - C

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Shervani Industrial Syndicate Limited
Shervani Nagar
Sulem Sarai Harwara
Prayagraj 211015

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Shervani Industrial Syndicate Limited** having **CIN No. L45202UP1948PLC001891** (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V, Para C, Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I/We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

S. No.	Name of Directors	Designation	DIN	Date of Appointment in the Company
1.	Mr. Saleem Iqbal Shervani	Managing Director	00023909	03.04.1998
2.	Mr. Saeed Mustafa Shervani	Director	00024390	09.01.1986
3.	Mr. Tahir Hasan	Whole Time Director	00074282	14.08.2014
4.	Mr. Gopal Swarup Chaturvedi	Independent Director	00148434	12.01.2000
5.	Mr. Azher Nisar Shervani	Director	00424635	31.10.2000
6.	Mr. Raju Verghese	Director	01086812	27.01.2007
7.	Mr. Sadiq Husain Siddiqui	Whole Time Director	02125236	01.10.2019
8.	Dr. Ashutosh Pratap Singh	Independent Director	05354321	14.08.2012
9.	Mr. Mohammad Aslam Sayeed	Independent Director	06652348	06.08.2013
10.	Ms. Aradhika Chopra	Independent Director	08778574	31.07.2020

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Siddiqui & Associates
Company Secretaries

K. O. Siddiqui
FCS 2229; CP 1284
UDIN: F002229D000512783

Place: New Delhi
Date : June 21st, 2022

Annexure - D

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 Rs. in Lakhs)

Name of Subsidiary - Farco Foods Private Limited

Reporting Currency	:	INR
Share Capital	:	90.00
Reserves and Surplus	:	(248.16)
Total Assets	:	696.96
Total Liabilities	:	855.11
Investments	:	NIL
Turnover / Total Income	:	463.84
Profit Before Tax	:	10.75
Provision for Tax	:	(3.10)
Profit after Tax	:	7.65
Proposed Dividend	:	NIL
% of Shareholding	:	100%

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

Sr. No.	Name of Associate	Shares of Associates held by the Company at the end of the Year					Profit/(Loss) for the Year			
		Latest Audited Balance Sheet date	No. of Shares	Amount of Investment in Associate (Rs. In Lakhs)	Extent of Holding %	Net worth attributable to Shareholding as per latest Balance Sheet (Rs. In Lakhs)	Considered in Consolidation (Rs. In Lakhs)	Not Considered in Consolidation	Description of how there is significant influence	Reason why Associate is not considered
1.	Star Hotels Private Limited	31.03.2022	2265750	881.43	35.40%	-	(12.68)	Nil	35.40% Shares Held	NA
2.	Youngtronics India Private Limited	31.03.2022	85000	8.50*	46.33%	-	-	Nil	46.33% Shares Held	NA

*Provision have been made in Previous Years.

DETAILS PERTAINING TO REMUNERATION

[Information pursuant to section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Remuneration Personnel) Rules, 2014]

- (1) The percentage increase in remuneration of each Director, Chief Financial Officer and (KMP) during the Financial Year 2021-22, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2021-22 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the company are as under:

Sl. No.	Name of the Director/ KMP and Designation	Remuneration* of Director/KMP for the financial year 2021-22 (Rs. in Lakh)	% increase in remuneration in the financial year 2021-22	Ratio of remuneration of each Director/KMP to median remuneration of employee	Comparison of the remuneration of the KMP against the performance of the company
1.	Mr Saleem I. Shervani Managing Director	12.00	Nil	2.55	Please refer sub-clause (5) of this annexure
2.	Mr Tahir Hasan Whole Time Director & Chief Financial Officer	3.00	Nil	0.64	
3.	Mr. Sadiq Husain Siddiqui Whole Time Director	7.62	NA	1.62	
4.	Mr S. K. Shukla Company Secretary	2.13	NA	0.45	

*NOTE: Director's sitting fee and perks have not been considered for the purpose of remuneration
Remuneration has been calculated on actual receipt basis and excludes any retirement and other benefit accrued but not paid.

- (2) The median remuneration of employees of the company during the financial year was Rs. 4.71 Lakh p.a.
(3) In the financial year there was an increase of 0.65 % in the median remuneration of employees.
(4) There were 24 no. of permanent employees on the rolls of the company as on 31st March, 2022.
(5) Relationship between average increase in remuneration and company performance: While increasing the remuneration consideration was given to cost of living and inflation.
- (6) (a) Employed throughout the year and were in receipt of remuneration at the rate of not less than Rs. 60,00,000 p.a. : NIL
(b) Employed for a part of the year and were in receipt of remuneration at the rate of not less than Rs. 5,00,000 p.m. : NIL

Pursuant to Reg. 27(2) of SEBI (LODR), 2015

This Report is furnished in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Auditors Certificate on Corporate Governance, as prescribed, is also attached. Further this Report also discloses relevant information in terms of section 134(3) of the Companies Act, 2013 and forms an integral part of the Board's Report to the Shareholders.

1. COMPANY'S PHILOSOPHY

The Company's philosophy on Corporate Governance is to enhance the long-term economic value of the Company. The Company constantly endeavours to enhance the value for its shareholders, other stakeholders and the society at large by adopting better corporate practices in fair and transparent manner. Your Company continues to follow procedures and practices which are in conformity with the code of corporate governance outlined in the LODR Regulations, 2015.

Our Corporate Governance framework ensures that we make timely disclosures and share accurate information regarding our financials and performance, as well as the leadership and governance of the Company. The Company has complied with the requirements of Corporate Governance as laid down under the LODR Regulations, 2015.

2. BOARD OF DIRECTORS**2.1 Composition as on 31.03.2022**

The Board comprises Independent Non-Executive Chairman, Managing Director, Two Whole Time Directors and Six Non-Executive Directors, out of which Three (3) are independent including one Woman Director. The Directors are professionals, have expertise in their respective functional areas and bring a wide range of skills and experience to the Board. The composition of the Board as on 31st March 2022 is as under;

Category	No. of Director
Executive Directors	3
Independent Directors	5
Non-Independent & Non-Executive Directors	2
Total	10

*Out of which 4 Directors were appointed as Independent Directors u/s 149 of the Companies Act, 2013

2.2 Profile of Directors**(i) Dr. Ashutosh Pratap Singh (Chairman, Independent, Non-Executive) DIN: 05354321**

Dr. A.P. Singh is a Medical Practitioner by profession. He is a post graduate and his field of expertise is General Medicine. He is widely acclaimed for his professional work. He is also associated with many cultural activities. He joined the Board of the Company in August 2012 and was reappointed in current term as Independent Director on 30.09.2019 and his tenure will expire upon conclusion of 76th Annual General Meeting.

(ii) Mr. Saleem Iqbal Shervani (Managing Director, Non-Independent) DIN: 00023909

Mr. Saleem Iqbal Shervani is well known personality in industrial and political circles. He is an industrialist by profession. He is a graduate in Economics (Gold Medallist). He has been Member of Lok Sabha several times from Budaun Parliamentary constituency of Uttar Pradesh. He has also been Member of Union Cabinet holding charge of Ministry of Health and Family Planning and as State Minister in Ministry of External Affairs and also been a Member of several Parliamentary Committees. He has also been honoured with Indira Gandhi Unity Award for his services, achievements, and contribution to society. He is on the Board of subsidiary company and other companies. He was reappointed in current term as Managing Director on 29.09.2018 for a period of five years.

(iii) Mr. Tahir Hasan (Whole-time Director, Non-Independent) DIN: 00074282

Mr. Tahir Hasan is a graduate in Engineering and Management. He has a vast managerial experience. He specialises in Product Marketing. He is associated with cricketing activities at state level. He is also on the Board of several other companies. He was re-appointed in current term as Whole-time Director and Chief Financial Officer of the Company on 30.09.2019 for a period of three years, liable to retire by rotation.

(iv) Mr. Azher Nisar Shervani (Non-Independent, Non-Executive) DIN: 00424635

Mr Azher Nisar Shervani is a graduate in Commerce. He has a vast experience of different type of industries. He is also on the Board of other companies. He joined the Board in October 2000 and re-appointed in current term on 30.09.2019, liable to retire by rotation.

(v) Mr. Saeed Mustafa Shervani (Non-Independent, Non-Executive) DIN: 00024390

Mr. Saeed Mustafa Shervani is a graduate with specialisation in Hotel Management. He has a vast experience of managing hotel business across several cities. He is Director of the Hotel and Restaurant Association of Northern India. He joined the Board in January 1986 and was re-appointed in current term on 29.09.2018, liable to retire by rotation.

(vi) Mr. Gopal Swarup Chaturvedi (Independent, Non-Executive) DIN: 00148434

Mr. Gopal Swarup Chaturvedi is a law graduate. He is a designated Senior Advocate practicing in Hon'ble High Court of Judicature at Prayagraj (Allahabad). He is a prominent and renowned lawyer in criminal matters. He joined the Board in January 2000 and re-appointed as Independent Director in current term on 30.09.2019 and his tenure will expire upon conclusion of 76th Annual General Meeting.

(vii) Mr. Mohd. Aslam Sayeed (Independent, Non-Executive) DIN: 06652348

Mr. Mohd. Aslam Sayeed is graduate in law. He is a prominent businessman of Prayagraj dealing in timber and furniture. He joined the Board in August 2013 and reappointed as Independent Director in current term on 30.09.2019 and his tenure will expire upon conclusion of 76th Annual General Meeting.

(viii) Mr. Raju Verghese (Non-Executive) DIN: 01086812

Mr. Raju Verghese is a graduate. He superannuated from the company after more than 35 years of service. He was General Manager in charge of Finance, Indirect and Direct taxes, and Company Law matters. He specialises in Indirect Taxes-Excise law matters. He joined the Board in January 2007 and reappointed in current term on 30.09.2021, liable to retire by rotation.

(ix) Mr. Sadiq Husain Siddiqui (Whole-time Director, Non-Independent) DIN: 02125236

Mr Sadiq Husain Siddiqui is a Post graduate. He has a vast experience in Legal and Public Relations. He is associated with the Company since 1970 and served the organisation at various positions. He was appointed as Whole-time Director designated as Director (Corporate Affairs) of the Company w.e.f. 01.10.2019 for a period of three years.

(x) Ms. Aradhika Chopra, Women Director (Independent & Non Executive) DIN: 08778574

Ms. Aradhika Chopra is a Graduate and expert in Yoga & Fitness routines. She is a certified LesMills Instructor. She was National Gold Medalist in Athletics and Basketball. She is working closely for preservation of art, culture & environment. She was Member of Faculty for the "I am She Miss Universe Pageant" conducted by Ms. Sushmita Sen, former Miss Universe. She joined the board in 2020 and appointed as Independent Director in current term on 30.09.2020 and her tenure will expire upon conclusion of 77th Annual General Meeting.

2.3 Director's resigned during the year

None of the Director's resigned during the year. However Mr. Azher Nisar Shervani has resigned on 01.08.2022, Mr. Saeed Mustafa Shervani has resigned on 08.08.2022 and Mr. Tahir Hasan has resigned on 10.08.2022 and the Board has accepted their resignation in its meeting held on 10.08.2022.

2.4 Appointment / Re-appointment of Director

The Board of Directors of your Company has recommended the appointment of Mr. Mustafa Rashid Shervani (DIN-02379954) as Additional Director and also as Managing Director of the Company w.e.f. 10th August 2022, Mr Saleem Iqbal Shervani (DIN-00023909) as Wholetime Director designated as Executive Chairman w.e.f. 10th August 2022, re-appointment of Mr. Sadiq Husain Siddiqui (DIN-02125236), Wholetime Director designated as Director (Corporate Affairs) liable to retire by rotation at the ensuing Annual General Meeting and offers himself for reappointment and continuation of Directorship of Mr Raju Verghese (DIN-01086812) in terms of Reg 17(1A) of SEBI (LODR) Regulations 2015 after the attainment of age of seventy five years in November 2022.

2.5 Board Meetings

During the Financial Year ended on 31st March, 2022, Four (4) Board Meetings were held on 25th June 2021, 14th August 2021, 13th November 2021 and 10th February, 2022. The details of Directors' attendance at Board Meeting, Annual General Meeting, and details of their interest association or membership in other Companies and Committee(s) as on 31st March, 2022 is given on next page:

Name of Director	Designation	Category	Attendance at		No. of outside director-ship*	No. of other Board Committees		Relationship	No. of shares
			Board Meeting	AGM		Member	Chairman		
Dr A P Singh	Chairman	Independent Non-Executive	4	X	Nil	Nil	Nil	-	500
Mr S. I. Shervani	Managing Director	Executive	3	X	1	Nil	Nil	Brother of Mr A. N. Shervani & Mr. S. M. Shervani	384980
Mr Tahir Hasan#	Whole Time Director & CFO	Executive	4	Yes	3	Nil	Nil	-	13615
Mr. Sadiq Husain Siddiqui	Director (C.A.)	Executive	4	Yes	1	Nil	Nil	-	150
Mr A. N. Shervani#	Director	Non-Executive	1	X	Nil	Nil	Nil	Brother of Mr S. I. Shervani & Mr. S. M. Shervani	101687
Mr S. M. Shervani#	Director	Non-Executive	1	X	Nil	Nil	Nil	Brother of Mr S. I. Shervani & Mr. A. N. Shervani	131386
Mr Raju Verghese	Director	Independent Non-Executive	1	X	Nil	Nil	Nil	-	540
Mr. G. S. Chaturved	Director	Independent Non-Executive	4	Yes	Nil	Nil	Nil	-	800
Mr. Mohd. Aslam Sayeed	Director	Independent Non-Executive	4	Yes	Nil	Nil	Nil	-	-
Ms. Aradhika Chopra	Director	Independent Non-Executive	4	Yes	Nil	Nil	Nil	-	-

*This excludes directorship held in Private Companies

Particulars of Director's being re-appointed by rotation are provided in the notice of Annual General Meeting.

#Resigned after the close of Financial Year under review.

Separate meeting of Independent Directors / Evaluation of Board's performance

As per the provisions of Companies Act, 2013 and Clause 25 of the LODR Regulations a separate meeting of the Independent Directors of the Company was held on 10th February, 2022 to review the working of the Non-Independent Directors, Executive Directors and the Board as a whole by considering the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably discharge its duties.

Performance evaluation of the Board, the Board Committees and the Individual Directors was carried out also by the Board in accordance with the policy approved by the Nomination & Remuneration Committee.

Agenda and Information to the Board

Agenda papers are generally circulated seven days prior to the Board Meeting. The Board Members in consultation with the Chairman may bring up any matter for the consideration of the Board. Price sensitive information is provided before the start of meeting with the consent of Chairman.

All Statutory and other significant & material information are placed before the Board to enable it to discharge its responsibility of strategic supervision of the company in terms of Company's Governance Policy.

Invitees & Proceedings

The Company Secretary assists the Chairman in conducting the meeting and also acts as the Secretary of various committees. Senior Executives are also invited to provide inputs on agenda items under discussion whenever required. The Managing Director or the CFO presents the quarterly/half yearly/yearly results of operation. The Chairman of various Committees brief the Board on all matters discussed and decided in respective Committees.

During the current year no Board meeting was conducted through video or other audio-visual means. The Board reviews compliance reports of all laws applicable to the Company and takes proactive steps to guard against slippages and adopts remedial measures as deemed appropriate. Draft minutes are circulated to all members of the Board to confirm or comment on the proceedings of the meeting.

2.6 Other Directorship

The details of other directorships held by the Directors on the Board of other Companies are provided in the table given above at sr. no. 2.5

2.7 Familiarization Programme of the Independent Directors'

In accordance with the provisions of LODR Regulations, 2015 the Company conducted a Familiarization programme for the Independent Directors of the Company wherein they were made familiar with the various provisions of the Companies Act, 2013 in respect of role, rights, duties and responsibilities of the Independent Director, nature of industry, environment in which the Company operates, business model of the Company and statutory compliance management.

3. AUDIT COMMITTEE

- | | | | |
|----|-----------------------------|----------|---------------------------|
| a. | Mr. Mohammad Aslam Sayeed | Chairman | Independent Non-Executive |
| b. | Mr. Gopal Swarup Chaturvedi | Member | Independent Non-Executive |
| c. | Dr. Ashutosh Pratap Singh | Member | Independent Non-Executive |

Terms of Reference

The terms of reference of the Audit Committee are in conformity with Regulation 18 of the SEBI (LODR) Regulation, 2015 and section 177 of the Companies Act, 2013. The terms of reference inter-alia has responsibilities of monitoring financial reporting processes, reviewing the Company's statutory and internal audit activities, qualification remark of auditors, financial strategies, review the quarterly and annual financial statements before submission to the Board, ensure compliance of regulatory guidelines, financial policies and practices and review of significant related party transactions as per Indian Accounting Standard 18. The Company Secretary of the Company also acts as the Secretary to the Committee.

The Committee Meetings were held on 25th June 2021, 14th August 2021, 13th November 2021 and 10th February, 2022.

Attendance at Audit Committee during the Year

Sl. No.	Members	Meetings Held	Meeting Attended
1.	Mr. Mohammed Aslam Sayeed	4	4
2.	Mr. Gopal Swarup Chaturvedi	4	4
3.	Dr. Ashutosh Pratap Singh	4	4

4. NOMINATION & REMUNERATION COMMITTEE

- | | | | |
|----|-----------------------------|----------|---------------------------|
| a. | Mr. Gopal Swarup Chaturvedi | Chairman | Independent Non-Executive |
| b. | Mr. Mohammad Aslam Sayeed | Member | Independent Non-Executive |
| c. | Dr. Ashutosh Pratap Singh | Member | Independent Non-Executive |

The Committee recommends the appointment, re-appointment and remuneration payable to Executive Directors, key managerial personnel and senior management. The Company Secretary acts as the Secretary to the Committee.

The Committee Meetings were convened on 14th August 2021.

Attendance at Nomination & Remuneration Committee during the Year

Sl. No.	Members	Meetings Held	Meeting Attended
1.	Mr. Gopal Swarup Chaturvedi	1	1
2.	Mr. Mohammed Aslam Sayeed	1	1
3.	Dr. Ashutosh Pratap Singh	1	1

Remuneration and Compensation policy

The Company has a Remuneration and Compensation policy in place which is designed to enhance the value of performance.

The Remuneration/Compensation/Increments to the Whole Time Director and KMP is considered by the Committee and thereafter as and when required the recommendations of the Committee are placed before the Board. Approval of shareholders is taken under the provisions of the Companies Act, 2013 and Schedule V, as and when required. The policy also provides for the identification and evaluation of the personnel eligible for directorship.

5. EXECUTIVE DIRECTOR COMPENSATION**PECUNIARY RELATIONSHIP**

In compliance of Ind AS-24 transactions with related parties and Non- Executive Directors have been furnished under Note No. 36 of Notes to the Accounts of the Financial Statements.

REMUNERATION TO EXECUTIVE DIRECTORS

(Rs. In Lakhs)

Sl. No.	Name and Designation	Salary	Perquisites	Contribution to PF & other funds	Total	Sitting Fee	Total
1.	Mr. S I Shervani Managing Director	12.00	0.40	1.44	13.84	0.75	14.59
2.	Mr. T Hasan Whole Time Director & CFO	3.00	-	-	3.00	1.00	4.00
3.	Mr. Sadiq H. Siddiqui Director (C.A.)	7.62	0.40	-	-	1.00	9.02

6. REMUNERATION TO NON-EXECUTIVE DIRECTORS AND THE SHARES HELD BY THEM

The Non-Executive Directors were paid sitting fees for attending Board Meetings. No sitting fee is paid to the Directors for attending the Committee meetings. The details of payment made towards sitting fees along with respective shareholding of each director is furnished hereunder:

(Rs. In Lakhs)

S.No.	Name	Category	Sitting Fees	Commission	Total	No. of Shares
1.	Dr. A. P. Singh	Independent	1.00	Nil	1.00	500
2.	Mr. G. S. Chaturvedi	Independent	1.00	Nil	1.00	800
3.	Mr. M. A. Sayeed	Independent	1.00	Nil	1.00	Nil
4.	Mr. R. Verghese	Non-Executive	0.25	Nil	0.25	540
5.	Mr. A. N. Shervani	Non-Executive	0.25	Nil	0.25	101687
6.	Mr. S. M. Shervani	Non-Executive	0.25	Nil	0.25	131386
7.	Ms. Aradhika Chopra	Independent	1.00	Nil	1.00	Nil

7. STAKE HOLDERS RELATIONSHIP / GRIEVANCE COMMITTEE

- | | | | |
|----|----------------------------|----------|---------------------------|
| a. | Mr Mohammad Aslam Sayeed | Chairman | Independent Non-Executive |
| b. | Mr Gopal Swarup Chaturvedi | Member | Independent Non-Executive |
| c. | Dr. Ashutosh Pratap Singh | Member | Independent Non-Executive |

The Committee specifically looks into issues / grievances relating to investors including share related matters and redressal thereof. Company Secretary is the Compliance Officer for the redressal of investor grievances and also acts as the Secretary to the Committee.

During the year under review few cases of non-receipt of dividend, share certificates were reported and the same were addressed to the satisfaction of Members.

The Committee Meetings were convened on 12th April 2021, 10th June 2021, 25th June 2021, 12th July 2021, 28th July 2021, 14th August 21, 30th August 2021, 08th September 2021, 23rd September 2021, 08th October 2021, 23th October 2021, 10th November 2021, 26th November 2021, 09th December 2021, 23th December 2021, 11th January 2022, 28th January 2022, 10th February 2022, 23rd February 2022, 07th March 2022 & 25th March 2022.

Attendance at Stake Holder Relationship / Grievance Committee during the Year

Sl. No.	Members	Meetings Held	Meeting Attended
1.	Mr. Mohammed Aslam Sayeed	21	21
2.	Mr. Gopal Swarup Chaturvedi	21	21
3.	Dr. Ashutosh Pratap Singh	21	13

8. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

- | | | | |
|----|--------------------------|----------|---------------------------|
| a. | Mr Mohammad Aslam Sayeed | Chairman | Independent Non-Executive |
| b. | Mr Saleem Iqbal Shervani | Member | Executive |
| c. | Mr Tahir Hasan | Member | Executive |

During the year, CSR committee meeting was held on 29th May 2021, 18th June 2021, 21st July 2021, 14th August 2021, 13th November 2021, 10th February 2022 & 13th March 2022. As prescribed in section 135(5) of the Companies Act, 2013 a budget of Rs 50.00 lacs was allocated for purpose of CSR and a report on the activities during the current year is attached as Annexure to the Report of Directors to the Shareholders.

The Company Secretary acts as a Secretary to the CSR Committee.

Attendance at Corporate Social Responsibility Committee during the Year

Sl. No.	Members	Meetings Held	Meeting Attended
1.	Mr. Mohammed Aslam Sayeed	7	7
2.	Mr. Saleem Iqbal Shervani	7	3
3.	Mr. Taheer Hasan	7	4

9. GENERAL BODY MEETINGS

(1) Annual General Meetings

Particulars of the last three Annual General Meeting and Special Resolution passed thereto

Financial Year	Date and Time	Venue	Special Resolutions Passed
2018-19 (71st AGM)	30th Sept, 2019 At 11.30 a.m.	2, New Cantonment, Kanpur Road, Prayagraj (Allahabad)	Re-appointment of Mr. Tahir Hasan as Whole-time Director of the Company. Re-appointment of Dr. Ashutosh Pratap Singh as Independent Director of the Company. Re-appointment of Mr. Gopal Swarup Chaturvedi as Independent Director of the Company. Re-appointment of Mr. Mohd. Aslam Sayeed as Independent Director of the Company. Re-appointment of Mrs. Shefali Bansal as Independent Director of the Company. Appointment of Mr. Sadiq Husain Siddiqui as Whole-time Director of the Company.
2019-20 (72nd AGM)	30th Sept, 2020 At 11.30 a.m.	2, New Cantonment, Kanpur Road, Prayagraj (Allahabad)	No Special Resolution was passed.
2020-21 (73rd AGM)	30th Sept, 2021 At 11.30 a.m.	2, New Cantonment, Kanpur Road, Prayagraj (Allahabad)	Approval of Remuneration of Mr Saleem Iqbal Shervani as Managing Director for remaining tenure of his appointment Approval of Continuation of Remuneration to Executive Directors.

(2) Extra Ordinary General Meeting

No Extra Ordinary General Meetings was held during the year.

10. DISCLOSURES

- (i) There was no transaction of material nature with the Directors or management or their relatives during the year.
- (ii) There was no default in compliance by the Company on any matter related to capital market. No stricture or penalty has been imposed on the Company by Stock Exchange or SEBI or any other statutory authority on any matter during the year.
- (iii) The Company had established a vigil mechanism for directors and employees to report concerns about unethical behaviour, fraud or violation of the Company's code of conduct or policy. This mechanism also provides for adequate safeguards against victimisation of director(s)/ employee(s) who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee.
- (iv) The Company has obtained the CEO/CFO certificate on the financial results and placed the same before the Board.
- (v) In preparation of financial statements, the Company has followed the Indian Accounting Standards as specified under section 133 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and as amended from time to time.
- (vi) Members who hold shares in physical form are advised that SEBI has made it mandatory that a copy of the PAN Card of members, transferees, surviving joint holders, legal heirs be furnished to the Registrar & Share Transfer Agent (RTA) while obtaining the services from them. Furnishing of KYC data to the RTA is in the interest of shareholder.

11. Code of Conduct

The Company has laid down the code of conduct for the members of the Board and senior management personnel of the Company. The code of conduct also prohibits insider trading pursuant to the requirements of the listing agreement. This prohibition is applicable to all Directors and such identified employees of the Company who are expected to have access

to unpublished price sensitive information relating to the Company. The code of conduct is also posted on the website of the Company.

12. Means of Communication

- (a) Quarterly, half yearly and annual audited results are published in Aaj (Hindi) & Financial Express immediately after they are approved by the Board. Simultaneously they are posted at Company' website and Electronic Data Information Filing and Retrieval (EDIFAR) website maintained by BSE.
- (b) Management Discussion and Analysis forms part of Director Report to Shareholders.

13. The Statutory Auditors' Certificate that the Company has complied with the condition's of Corporate Governance is annexed to the 'Report of the Board of Directors & Management Discussion and Analysis', forming part of the Report and Accounts.

14. General Shareholders Information

Annual General Meeting

Day, Date and time	: Thursday, 30th September 2022 at 11.30 AM
Venue	: 2, New Cantonment, Kanpur Road, Prayagraj (U.P.)-211 001

Financial Calendar

Financial reporting for the Current Financial year	: April – March
1st Quarter ending June 30, 2022	: On or before 14th August 2022
2nd Quarter ending September 30, 2022	: On or before 14th November 2022
3rd Quarter ending December 31, 2022	: On or before 14th February 2023
4th Quarter ending March 31, 2023	: On or before 30th May 2023

Listing on Stock Exchange

Company's Equity Shares are listed on The BSE Ltd. (BSE), Mumbai. The Scrip code in BSE 526117 and ISIN is INE011D01013.

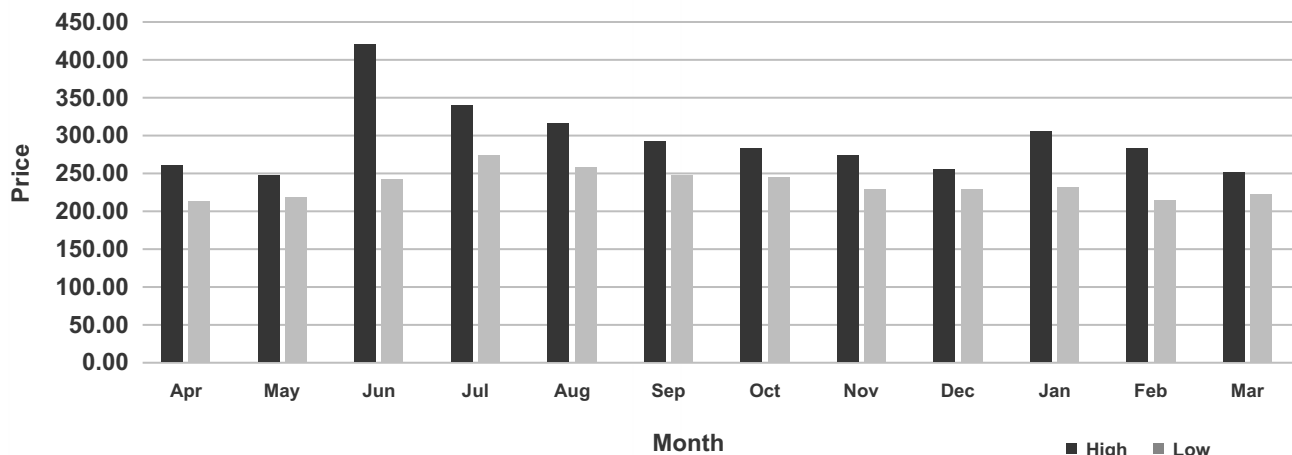
15. Listing Fee

The Company has paid Listing Fee for the Financial Year 2022-23 to BSE Limited, Mumbai

Market Price Data for the Financial Year 2021-2022 on BSE

	Apr.	May	June	July	Aug.	Sep.	Oct.	Nov.	Dec.	Jan.	Feb.	March
High	257.95	245.00	418.00	338.00	312.95	290.00	279.95	269.90	252.00	304.00	280.00	247.90
Low	210.30	216.00	238.50	271.80	255.05	245.05	242.50	225.00	225.00	228.50	211.00	220.00

Chart Title



REGISTRAR & TRANSFER AGENT : Link Intime India Pvt Limited
C-101, 247 Park,
L.B.S. Marg, Vikhroli (West)
Mumbai-400 083

Share Transfer System

The Company has appointed M/s Link Intime India Private Limited, Mumbai as Registrar for Demat as well as for physical segment of shareholders which provides all related services within the period prescribed under law and the Listing Agreements with the Stock Exchange.

Shareholding Pattern and Distribution of Shares as on 31st March 2022

Shareholding Pattern			Distribution of Shareholding		
Category	No. of Shares	%	No. of Shares	No. of Shareholders	Shares
Promoters, Directors & Relatives	1623720	60.12	1-500	1930	148947
Investor Education & Protection Fund	60560	2.24	501-1000	97	72356
Bodies Corporate	394053	14.58	1001-2000	60	86517
Public	590060	21.85	2001-3000	13	31709
HUF	26256	0.97	3001-4000	11	38385
NRI	6369	0.24	4001-5000	13	60757
			5001-10000	18	135367
			10001 and above	31	2126980
Total	2701018	100.00		2151	2701018

Category of Shareholding		
Category	No. of Shares	%
Promoters Group	1623720	60.12
Clearing Members	317	0.01
Other Bodies Corporate	394053	14.59
Government Companies/IEPF	60560	2.24
Hindu Undivided Family	26256	0.97
Non Resident Indians	2109	0.08
Non Resident (Non Repatriable)	4260	0.16
Public	589743	21.84
Total	2701018	100.00

Dematerialisation of Shares

The shares of the Company are fully under the category of compulsory delivery in dematerialised mode by all categories of investors. The Company has signed agreements with both the depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited. As on March 31, 2022 about 95.71% of the shares of the Company are dematerialised.

Address for Correspondence

: SHERVANI INDUSTRIAL SYNDICATE LIMITED
Registered Office: Shervani Nagar, Sulem Sarai,
Harwara, Prayagraj-211015(U.P.)
Phone: +91-7311128115; Fax: 0532-2436928,
Email: shervaniind@rediffmail.com
Website: www.shervaniind.com

CERTIFICATE ON CORPORATE GOVERNANCE

Independent Auditors' Certificate on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

TO THE MEMBERS OF SHERVANI INDUSTRIAL SYNDICATE LIMITED PRAYAGRAJ

1. This certificate is issued in accordance with the terms of our engagement letter dated 10th August, 2022.
2. We, Gupta Vaish & Co., Chartered Accountants, the Statutory Auditors of Shervani Industrial Syndicate Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31st March, 2022, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

Management's Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the "ICAI"), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V to the Listing Regulations during the year ended 31st March, 2022.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Gupta Vaish & Co.
Chartered Accountants
Firm Registration No 0005087C

Rajendra Gupta
(Partner)
Membership Number : 073250
UDIN - 22073250AQIPAE2281

Place : Kanpur
Date : August 10, 2022

TO THE MEMBERS OF SHERVANI INDUSTRIAL SYNDICATE LIMITED

Report on the Audit of Standalone Financial Statements**Opinion**

We have audited the standalone financial statements of **SHERVANI INDUSTRIAL SYNDICATE LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2022, and the statement of Profit and Loss including Other Comprehensive Income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 Indian Accounting Standards prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and the Loss, Total Comprehensive Income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (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 standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Standalone financial statements and Auditor's 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

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

Management's Responsibility for the Standalone Financial 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 standalone financial statements that give a true and fair view of the financial position, financial performance, Total Comprehensive Income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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 standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the 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.

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, statement of changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting

Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- (e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements -Refer Note No. 40. to the financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of

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

- (b) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures we have considered reasonable and appropriate in the circumstances; nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v. The dividend declared or paid during the year by the company is in compliance with section 123 of the Act.

For Gupta Vaish & Co.
Chartered Accountants
Registration Number: 005087C

Rajendra Gupta
(Partner)
Membership Number: 073250
UDIN22073250AJUWCC7323

Place : Kanpur
Date : May 28, 2022

74TH ANNUAL REPORT (2021-2022) INDEPENDENT AUDITOR'S REPORT

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

Re: SHERVANI INDUSTRIAL SYNDICATE LIMITED

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31st March, 2022, we report that:

- i. In respect of its Property, Plant and Equipment and Intangible Assets:
- (a) (A) The Company has maintained proper records showing full particulars, including Quantitative details and situation of fixed assets other than furniture and fixtures and office equipments.
- (B) The company does not have any intangible assets and therefor provision of para 3(i)(a)(B) of Companies (Auditor's Report) Order, 2020 are not applicable to company.
- (b) The assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification.
- (c) According to the information and explanation given to us and on the basis of our examination of the records of the company, the title deeds of the immovable properties are held in the name of the Company.
- (d) According to the information and explanations given to us, the company has not revalued its property, plant and equipments (including right of use assets) or intangible assets or both during the year.
- (c) According to the information and explanations given to us, the company does not hold any benami property under the Benami Transactions (Prohibition) Act 1988 (45 of 1988) and rules made thereunder. Therefore provisions of paragraph 3(l) (e) of the Companies (Auditor's Report) Order, 2020 are not applicable to the company.
- ii. In respect of its Inventories:
- (a) The Company has stock in trade of Land and Building only and, therefore, the provisions of clause 3(ii) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (b) The company has been sanctioned working capital limits of Rs. 1500 Lakh in aggregate during the year from banks on the basis of security of current assets. The quarterly returns or statements filed by the company with such banks are in agreement with the books of account of the Company.
- iii. In respect of loans secured or unsecured, investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability partnerships or any other parties, according to the information and explanations given to us:
- a. The company has made investments in and granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties as under:

	Investment	Security/ Guarantees	Loans	Advances in nature of loans
Aggregate amount granted/provided during the year				
- Subsidiaries	-	NIL	NIL	NIL
- Joint Ventures	-			
- Associates	-			
- Others	387.95			
Balance outstanding as at balance sheet date in respect of above cases				
- Subsidiaries	-	NIL	-	NIL
- Joint Ventures	-		-	
- Associates	881.43		489.73	
- Others	674.52		-	

- b. The investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest.
- c. There are no stipulations for the repayment of loan.
- d. There is no amount overdue for more than ninety days.
- e. There is no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- f. The company has not granted loans to promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013 which are repayable on demand or without specifying any terms or period of repayments. Therefore provisions of paragraph 3 (iii)(f) of Companies (Auditor's Report) Order, 2020 are not applicable to company.
- iv. In our opinion and according to the information and explanation given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, with respect to the loans and investments made.
- v. In our opinion and according to information and explanations given to us, the company has not accepted any deposits within the provisions of sections

73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules made thereunder. Therefore, the provisions of paragraph 3 (v) of the Companies (Auditor's Report) Order, 2020, are not applicable to the company.

vi. We have broadly reviewed the books of account maintained by the company, pursuant to the rules made by the Central Government, for maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 and we are of the opinion that prima-facie the prescribed accounts and records have been maintained.

vii. According to the information and explanations given to us, in respect of statutory and other dues:

(a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, goods and service tax, duty of custom, duty of excise, value added tax, cess and any other statutory dues applicable to it.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, goods and service tax, Duty of Custom, Duty of Excise, Value Added Tax, GST, Cess and other material Statutory dues were in arrear as at 31st March, 2022 for a period more than six months from the date they became payable.

(b) According to the records of the company, income tax, sales tax, service tax, goods and services tax, duty of custom, duty of excise or value added tax which have not been deposited on account of any dispute, are as follows:

Name of the Statute	Nature of the Dues	Amount (Rs. in Lakhs)	Period to which Amount Relates	Forum where Dispute is Pending
Income tax Act	TDS	109.54	AY 2010-11	Commissioner Income Tax Appeal
Income tax Act	Income Tax	2789.62	AY 2018-19	Commissioner Income Tax Appeal

viii. According to the information and explanations given to us, there is no transactions which have not been recorded in the books of account but have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of any loan or other borrowings or any interest due thereon to any lender.

b) In our opinion and according to the information and explanations given to us, the company has not been a declared wilful defaulter by any bank or financial institution or other lender;

c) In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.

d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

e) In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) In our opinion and according to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies;

x. a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

b) In our opinion and according to the information and explanations given to us, the company has not made preferential allotment or private placement of shares during the year and the requirements of section 42 and section 62 of the Companies Act, 2013, therefore, the provisions of paragraph 3 (x)b of the Companies (Auditor's Report) Order, 2020, are not applicable to the company.

xi. a) According to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of our audit.

b) No report under sub-section (12) of section 143 of the Companies Act, has been filed by auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c) As represented to us by the management, there are no Whistle blower complaints received by the company during the year.

xii. In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company. Therefore, the provisions of Clause (xii) of paragraph 3 of the order are not applicable to the Company.

xiii. According to the information and explanations given to

- us and based on our examination of the records of the Company, All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable, and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards;
- xiv. a) In our opinion and based on the examination, the company has an internal audit system commensurate with the size and nature of its business.
- b) We have considered the internal audit reports issued till date, for the period under audit.
- xv. According to the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the company.
- xvi. a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934;
- b) The company has not conducted any Non-Banking Financial or Housing Finance activities during the year;
- c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India;
- d) According to the information and explanations given to us, the group does not have any CIC as part of the group;
- xvii. The company has incurred cash losses only during the current financial year but has not incurred cash losses during the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and therefore the provisions of paragraph 3(xviii) of the Companies (Auditors' Report) order, 2020, are not applicable to the company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge

- of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx. There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- xxi. There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Holding Company.

For Gupta Vaish & Co.
Chartered Accountants
Registration Number: 005087C

Rajendra Gupta
(Partner)
Membership Number: 073250
UDIN22073250AJUWCC7323

Place : Kanpur
Date : May 28, 2022

74TH ANNUAL REPORT (2021-2022) INDEPENDENT AUDITOR'S REPORT

ANNEXURE -“ B” TO THE INDEPENDENT AUDITORS REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF SHERVANI INDUSTRIAL SYNDICATE LIMITED Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **SHERVANI INDUSTRIAL SYNDICATE LIMITED** (“the Company”) as of 31 March 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Gupta Vaish & Co.
Chartered Accountants
Registration Number: 005087C

Rajendra Gupta
(Partner)
Membership Number: 073250
UDIN22073250AJUWCC7323

Place : Kanpur
Date : May 28, 2022

74TH ANNUAL REPORT (2021-2022)

BALANCE SHEET

		As at 31 st March, 2022	As at 31 st March, 2021 (Rs. In Lakhs)
ASSETS			
Non-Current Assets			
Property, Plant and Equipment		782.47	803.07
Investment Property	2	186.74	-
Financial Assets			
Investments	3	908.48	908.48
Other Financial Assets	4	144.61	149.46
Total Non Current Assets		2,022.30	1,861.01
Current Assets			
Inventories	5	16,817.26	14,180.42
Financial Assets			
Investments	6	674.52	286.57
Trade Receivables	7	144.34	158.54
Cash and Cash Equivalents	8	488.20	343.86
Other Bank Balances	9	1,114.20	1,067.47
Loans	10	489.73	489.73
Other Financial Assets	11	24.96	18.94
Other Current Assets	12	63.71	28.16
Total Current Assets		19,816.92	16,573.69
TOTAL ASSETS		21,839.22	18,434.70
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	13	272.10	272.10
Other Equity	14	12,719.90	13,089.76
Total Equity		12,992.00	13,361.86
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	15	34.08	49.35
Provisions	16	13.96	13.48
Deferred Tax Liability (Net)	17	50.59	46.37
Total Non Current liability		98.63	109.20
Current Liabilities			
Financial Liabilities			
Borrowings	18	997.57	309.53
Trade Payables	19	96.07	89.34
Other Financial Liabilities	20	98.41	99.26
Other Current Liabilities	21	7,274.22	4,038.10
Provisions	22	282.31	427.41
Total Current Liability		8,748.58	4,963.64
TOTAL EQUITY AND LIABILITY		21,839.22	18,434.70
Significant Accounting Policies & Notes to Financial Statements	1-56		

As per our report of even date attached

For Gupta Vaish & Co.

Chartered Accountants

Rajendra Gupta
Partner

S.K. Shukla
Company Secretary

Tahir Hasan
Whole Time Director &
Chief Financial Officer
DIN: 00074282

Mohd. Aslam Sayeed
Director
DIN: 06652348

Saleem I. Shervani
Managing Director
DIN: 00023909

Place : Prayagraj
Date : May 28, 2022

74TH ANNUAL REPORT (2021-2022) STATEMENT OF PROFIT & LOSS

PARTICULARS	Note No.	Year Ended	Year Ended
		March 31, 2022	March 31, 2021
			(Rs. In Lakhs)
Revenue from Operations	23	429.75	2,752.20
Other Income	24	99.29	163.67
Total Income		529.04	2,915.87
EXPENSES			
Cost of Construction And Development Expenses	25	2,888.18	2,774.86
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	26	(2,636.84)	(1,119.82)
Employee Benefit Expense	27	139.20	123.42
Finance Costs	28	10.79	28.70
Depreciation and Amortisation Expense		72.82	63.81
Other Expenses	29	348.66	503.05
Total Expenses		822.81	2,374.02
PROFIT/(LOSS) BEFORE TAX AND EXCEPTIONAL ITEMS		(293.77)	541.85
Exceptional Items (Provision for Investments)	30	-	(54.50)
PROFIT/(LOSS) BEFORE TAX		(293.77)	487.35
Tax Expense			
Current Tax		-	(90.50)
Deffered Tax		4.22	(12.76)
Tax Adjustment of Earlier Years		(25.72)	(293.76)
PROFIT/(LOSS) FOR THE YEAR		(272.27)	703.37
OTHER COMPREHENSIVE INCOME:			
Items that will be reclassified to Profit or Loss		(0.12)	-
Fair Value change on Equity Instrument through other comprehensive Income(Net of Tax)		72.80	83.87
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		(199.59)	787.24
Earnings per Equity Share (face value of Rs. 10/- each)			
Basic and Diluted	31	(10.01)	25.85
Significant Accounting Policies & Notes to Financial Statements	1-56		

As per our report of even date attached

For Gupta Vaish & Co.
Chartered Accountants

Rajendra Gupta
Partner

S.K. Shukla
Company Secretary

Tahir Hasan
Whole Time Director &
Chief Financial Officer
DIN: 00074282

Mohd. Aslam Sayeed
Director
DIN: 06652348

Saleem I. Shervani
Managing Director
DIN: 00023909

Place : Prayagraj
Date : May 28, 2022

74TH ANNUAL REPORT (2021-2022)

Statement of changes in Equity for the year ended 31st March, 2022

(Rs. In Lakhs)

Share Capital	Balance at the beginning of the reporting period	Changes in Equity Share Capital during the year	Balance at the end of the reporting period
For the year ended 31 st March, 2021	272.10	-	272.10
For the year ended 31 st March, 2022	272.10	-	272.10

(Rs. In Lakhs)

Reserve and Surplus							
Reserve	Capital Subsidy Reserve	General Reserve	Capital Redemption Reserve	Capital Reserve on Revaluation of Land	Retained Earnings	Other Comprehensive Income	Total
Balance as at 31st March, 2020	19.27	2,971.86	75.92	6,974.22	3,097.54	(51.73)	13,087.09
Profit for the Year	-	-	-	-	703.37	-	703.37
Movement in OCI During the Year	-	-	-	-	-	83.87	83.87
Reclassified to Profit/(Loss) on disposal	-	-	-	-	-	2.79	2.79
Transfer to Profit and Loss Statement	-	-	-	(719.33)	-	-	(719.33)
Final Dividend Paid	-	-	-	-	(68.02)	-	(68.02)
Balance as at 31st March, 2021	19.27	2,971.86	75.92	6,254.89	3,732.89	(34.93)	13,089.76
Profit for the Year	-	-	-	-	(272.27)	-	(272.27)
Movement in OCI During the Year	-	-	-	-	-	72.80	72.80
Reclassified to Profit/(Loss) on disposal	-	-	-	-	-	(0.12)	(0.12)
Transfer to Profit and Loss Statement	-	-	-	(102.23)	-	-	(102.23)
Transfer from General Reserve	-	-	-	-	-	-	-
Final Dividend Paid	-	-	-	-	(68.02)	-	(68.02)
Balance as at 31st March, 2022	19.27	2,971.86	75.92	6,152.66	3,392.59	107.61	12,719.90

	2021-2022		2020-2021	
			(Rs. In Lakhs)	
A) CASH FLOW FROM OPERATING ACTIVITIES				
Profit/(Loss) Before Tax		(293.76)		487.35
Adjustment For				
Exceptional Item (Investments written off)	-		54.50	
Bad Debts and Sundry Balances written off	1.35		1.21	
Transfer from Capital Reserve on revaluation of Land	(102.23)		(719.32)	
Depreciation	72.81		63.81	
Loss /(Profit) on sale of Assets	(0.45)		6.65	
Interest Expense	10.79		28.70	
Interest Income	(59.93)		(77.16)	
(Profit)/Loss on Sale of Investments	(0.70)	(78.36)	(23.99)	(665.60)
Operating Profit before Working Capital Changes		<u>(372.12)</u>		<u>(178.25)</u>
Adjustment For				
(Increase)/Decrease in Trade and Other receivables	(27.71)		(58.52)	
(Increase)/Decrease in Inventories	(2,636.84)		(1,119.82)	
Increase/(Decrease) in Trade and Other Payables	3,242.38		1,773.75	
		577.83		595.41
Cash generated / (used) in operation		<u>205.71</u>		<u>417.16</u>
Add/(Deduct) For				
Direct tax (paid)/Refund of earlier years	(119.27)		107.24	
Net Cash (used in)/from operating activities (Total - A)		<u>86.44</u>		<u>524.40</u>
B) CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(54.48)	-		(96.61)
Sale of Fixed Assets	4.95	-		12.00
(Purchase)/Sale of Current Investments (Net of sale/ Purchase)	(314.57)	-		62.02
Movement in Fixed Deposits	(42.74)	-		(63.99)
Interest Received	58.90	-		76.10
Investment Property	(188.98)			
Net Cash (used in)/from investing activities (Total - B)		<u>(536.92)</u>		<u>(10.48)</u>

	2021-2022	2020-2021 (Rs. In Lakhs)
C) CASH FLOW FROM FINANCING ACTIVITIES		
Loans & Borrowings	672.78	(182.03)
Interest Paid	(10.79)	(28.70)
Change in Other Financial Asset	0.85	(0.40)
Dividend Paid	(68.02)	(68.02)
Net Cash (used in)/from financing activities (Total - C)	594.82	(279.15)
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	144.33	234.76
Add : Cash and Cash Equivalents	343.86	109.10
Closing Cash and Cash Equivalent	488.20	343.86

Notes:

1. Cash and cash equivalents consists of cheques, drafts, balance and deposits with original maturity of upto three months.
2. Reconciliation of Cash and Cash equivalents : Cash and cash equivalents as per Note No. 9

Significant Accounting Policies & Notes to Financial Statements 1-56

As per our report of even date attached

For Gupta Vaish & Co.

Chartered Accountants

Rajendra Gupta

Partner

S.K. Shukla

Company Secretary

Tahir Hasan

Whole Time Director &
Chief Financial Officer
DIN: 00074282

Mohd. Aslam Sayeed

Director
DIN: 06652348

Saleem I. Shervani

Managing Director
DIN: 00023909

Place : Prayagraj

Date : May 28, 2022

NOTES ON FINANCIAL STATEMENTS**NOTE No. 1. SIGNIFICANT ACCOUNTING POLICIES****Reporting Entity**

Shervani Industrial Syndicate Limited (the "Company") is a listed entity domiciled in India and limited by shares (CIN: L45202UP1948PLC001891). The company is engaged in the business of Real Estate and development of infrastructure facilities.

The address of the company's registered office is Shervani Nagar, Sulem Sarai, Harwara, Prayagraj - 211 015.

1.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

1.2 Current and Non-Current Classification

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

- (a) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- (b) it holds the asset primarily for the purpose of trading;
- (c) it expects to realise the asset within twelve months after the reporting period; or
- (d) the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

An entity shall classify a liability as current when:

- (a) it expects to settle the liability in its normal operating cycle;
- (b) it holds the liability primarily for the purpose of trading;
- (c) the liability is due to be settled within twelve months after the reporting period; or
- (d) it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counter party, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

1.3 Revenue Recognition**1.3.1 Revenue from Sale of Real Estate**

The Company recognises revenue from contracts (Ind AS 115) with customers when it satisfies a performance obligation by transferring promised good or service to a customer. The revenue is recognised to the extent of

transaction price allocated to the performance obligation satisfied. Performance obligation is satisfied over time when the transfer of control of asset (good or service) to a customer is done over time and in other cases, performance obligation is satisfied at a point in time. For performance obligation satisfied over time, the revenue recognition is done after complete satisfaction of performance obligation.

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes, levies or duties collected on behalf of the government/ other statutory bodies. The taxes, levies or duties are not considered to be received by the Company on its own account and are excluded from net revenue.

1.3.2 Interest

Interest income is recognised using the Effective Interest Method.

1.3.3 Dividend

Dividend income from investments is recognised when the rights to receive payment is established.

1.3.4 Other Claims

Other claims (including interest on delayed realization from customers) are accounted for, when there is certainty of realisation.

1.4 Property, Plant and Equipment (PPE)

Land is carried at historical cost. Historical cost includes expenditure which are directly attributable to the acquisition of the land like, rehabilitation expenses, resettlement cost etc.

After recognition, an item of all other Property, plant and equipment are carried at its cost less any accumulated depreciation and any accumulated impairment losses under Cost Model. The cost of an item of property, plant and equipment comprises:

- (a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- (b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- (c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item depreciated separately. However, significant part(s) of an item of PPE having same useful life and depreciation method are grouped together in determining the

depreciation charge.

Costs of the day to-day servicing described as for the 'repairs and maintenance' are recognised in the statement of profit and loss in the period in which the same are incurred.

Subsequent Measurement

Subsequent cost of replacing parts of an item of property, plant and equipment are recognised in the carrying amount of the item, if it is probable that future economic benefits associated with the item will flow to the Company; and the cost of the item can be measured reliably. The carrying amount of those parts that are replaced is derecognised in accordance with the derecognition policy mentioned below.

When major inspection is performed, its cost is recognised in the carrying amount of the item of property, plant and equipment as a replacement if it is probable that future economic benefits associated with the item will flow to the Company; and the cost of the item can be measured reliably. Any remaining carrying amount of the cost of the previous inspection (as distinct from physical parts) is derecognised.

An item of Property, plant or equipment is derecognised upon disposal or when no future economic benefits are expected from the continued use of assets. Any gain or loss arising on such derecognition of an item of property plant and equipment is recognised in profit and Loss.

Depreciation

Depreciation on property, plant and equipment, except freehold land, is provided on straightline method based on useful life specified in schedule II to the Companies Act, 2013. The residual value of Property, plant and equipment is considered as 5% of the original cost of the asset.

Depreciation on the assets added / disposed of during the year is provided on pro-rata basis with reference to the month of addition / disposal.

Capital Expenses incurred by the company on construction/development of certain assets which are essential for production, supply of goods or for the access to any existing Assets of the company are recognised as Enabling Assets under Property, Plant and Equipment.

1.5 Financial Instruments

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

1.5.1 Financial assets

1.5.1 Initial recognition and measurement

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

1.5.2 Subsequent measurement

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

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

1.5.2.1 Equity investments in subsidiaries and associates

In accordance of Ind AS 101 (First time adoption of Ind AS), the carrying amount of these investments as per previous GAAP as on the date of transition is considered to be the deemed cost. Subsequently Investment in subsidiaries and associates are measured at cost.

1.5.2.2 Other Equity Investment

All other equity investments in scope of Ind AS 109 are measured at fair value through Other Comprehensive Income (OCI).

For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

1.5.3 Financial Liabilities

1.5.3.1 Initial recognition and measurement

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

1.5.4 Offsetting of financial instruments

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

1.6 Borrowing Costs

Borrowing costs are expense as incurred except where they

are directly attributable to the acquisition, construction or production of qualifying assets i.e. the assets that necessarily takes substantial period of time to get ready for intended use, in which case they are capitalised as part of the cost of those asset up to the date when the qualifying asset is ready for its intended use.

1.7 Taxation

Tax expenses for the period comprises current and deferred tax. Tax is recognised in statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

Current Tax: Current Tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted at the Balance Sheet date.

Deferred Tax: Deferred Tax recognised on temporary difference between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

1.8 Employee Benefits

(i) Short term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(ii) Defined contribution plans

Obligations for contributions to defined contribution plans are expensed as the related service is provided. The company has following defined contribution plan:

a) Provident fund

(iii) Defined benefit plans

The company net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to

the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

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

The company has following defined benefit plan:

a) Gratuity

The company provides for its gratuity liability based on actuarial valuation of the gratuity liability as at the Balance Sheet date, based on Projected Unit Credit Method, carried out by an independent actuary and contributes to the gratuity fund. The contributions made are recognized as plan assets. The defined benefit obligation as reduced by fair value of plan assets is recognized in the Balance Sheet. Remeasurements are recognized in the Other Comprehensive Income, net of tax in the year in which they arise.

b) Leave Encashment

Leave Encashment is payable to eligible employees at the time of retirement. The liability for leave encashment, which is defined benefit scheme, is provided on actuarial valuation as at the Balance Sheet date, based on projected unit credit method, carried out by the independent actuary.

1.9 Inventories

i) Inventories are valued as follows:

Inventory comprises property for sale and the property under construction (Work in progress)

Inventories are valued at cost except for finished goods .Finished goods are valued at cost or market value whichever is lower.

Completed real estate project for sale is valued at lower of cost and net realizable value .Cost is determined by including cost of land , materials, services and other related overheads.

Construction work in progress is valued at cost which comprises of land materials , services and other related overheads.

1.10 Provisions, Contingent Liabilities & Contingent Assets

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

All provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future uncertain events not wholly within the control of the company, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

Contingent Assets are not recognised in the financial statements. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

1.11 Earnings Per Share

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per shares is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per shares and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

1.12 Judgements, Estimates and Assumptions

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of financial statements and the amount of revenue and expenses during the reported period. Application of accounting policies involving complex and subjective judgements and the use of assumptions in these financial statements have been disclosed. Accounting estimates could change from period to period. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimate are recognised in the period in which the estimates are revised and, if material, their effects are disclosed in the notes to the financial statements.

1.12.1 Judgements

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

1.12.1.1 Formulation of Accounting Policies

Accounting policies are formulated in a manner that result in financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. Those policies need not be applied when the effect of applying them is immaterial.

In the absence of an Ind AS that specifically applies to a transaction, other event or condition, management has used its judgement in developing and applying an accounting policy that results in information that is:

- a) relevant to the economic decision-making needs of users and
- b) reliable in that financial statements:
 - (i) represent faithfully the financial position, financial performance and cash flows of the entity;
 - (ii) reflect the economic substance of transactions, other events and conditions, and not merely the legal form;
 - (iii) are neutral, i.e. free from bias;
 - (iv) are prudent; and
 - (v) are complete in all material respects on a consistent basis.

In making the judgement management refers to, and considers the applicability of, the following sources in descending order:

- (a) the requirements in Ind AS dealing with similar and related issues; and
- (b) the definitions, recognition criteria and measurement concepts for assets, liabilities, income and expenses in the Framework.

In making the judgement, management considers the most recent pronouncements of International Accounting Standards Board and in absence thereof those of the other standard-setting bodies that use a similar conceptual framework to develop accounting standards, other accounting literature and accepted industry practices, to the extent that these do not conflict with the sources in above paragraph.

1.12.1.2 Materiality

Ind AS applies to items which are material. Management uses judgment in deciding whether individual items or groups of item are material in the financial statements. Materiality is judged by reference to the size and nature of the item. The deciding factor is whether omission or misstatement could individually or collectively influence the economic decisions that users make on the basis of the financial statements. Management also uses judgement of materiality for determining the compliance requirement of the Ind AS. In particular circumstances either the nature or the amount of an item or aggregate of items could be the determining factor. Further an entity may also be required to present separately immaterial items when required by law.

1.12.2 Estimates and Assumptions

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

1.12.2.1 Impairment of non-financial assets

There is an indication of impairment if, the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. Company considers individual PPE as separate cash generating units for the purpose of test of impairment. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

1.12.2.2 Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

1.12.2.3 Defined Benefit Plan

The cost of the defined benefit gratuity plan and other post-employment medical benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions

that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates.

Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

1.12.2.4 Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

1.15 Abbreviation used:

- | | | |
|----|--------|---|
| a. | CGU | Cash generating unit |
| b. | DCF | Discounted Cash Flow |
| c. | FVTOCI | Fair value through Other Comprehensive Income |
| d. | FVTPL | Fair value through Profit & Loss |
| e. | GAAP | Generally accepted accounting principal |
| f. | Ind AS | Indian Accounting Standards |
| g. | OCI | Other Comprehensive Income |
| h. | P&L | Profit and Loss |
| i. | PPE | Property, Plant and Equipment |
| j. | SPPI | Solely Payment of Principal and Interest |

(Rs. In Lakhs)

Notes on Financial Statements for the year ended 31st March, 2022

2. PROPERTY, PLANT AND EQUIPMENT

PARTICULARS	GROSS BLOCK							As at 31.03.2022
	As at 01.04.2020	Additions	Deductions/ Adjustments	As at 31.03.2021	As at 01.04.2021	Additions	Deductions/ Adjustments	
Freehold Land	164.64	-	-	164.64	164.64	-	-	164.64
Leasehold Land	0.05	-	-	0.05	0.05	-	-	0.05
Non-Factory Building	371.66	-	-	371.66	371.66	-	-	371.66
Plant and Equipments	53.53	3.96	-	57.49	57.49	0.68	-	58.17
Furniture and Fixture	18.64	-	-	18.64	18.64	-	-	18.64
Vehicles (Cars)	457.87	92.00	23.84	526.03	526.03	53.29	25.20	554.12
Office Equipments	1.85	0.11	-	1.96	1.96	-	-	1.96
Computers	52.84	0.55	-	53.39	53.39	0.51	-	53.90
TOTAL	1,121.08	96.62	23.84	1,193.86	1,193.86	54.48	25.20	1,223.14

PARTICULARS	DEPRECIATION AND AMORTIZATION							Upto 31.03.2022
	Upto 01.04.2020	For The Year	Deductions	Upto 31.03.2021	Upto 01.04.2021	For The Year	Deductions	
Freehold Land	-	-	-	-	-	-	-	-
Leasehold Land	-	-	-	-	-	-	-	-
Non-Factory Building	76.38	5.64	-	82.02	82.02	5.64	-	87.66
Plant and Equipments	37.07	2.25	-	39.32	39.32	2.48	-	41.80
Furniture and Fixture	14.06	0.39	-	14.45	14.45	0.39	-	14.84
Vehicles (Cars)	154.12	54.54	5.19	203.47	203.47	61.35	20.70	244.12
Office Equipments	1.25	0.26	-	1.51	1.51	0.23	-	1.74
Computers	49.28	0.74	-	50.02	50.02	0.49	-	50.51
TOTAL	332.16	63.82	5.19	390.79	390.79	70.58	20.70	440.67

PARTICULARS	NET BLOCK	
	As at 31.03.2022	As at 31.03.2021
Freehold Land	164.64	164.64
Leasehold Land	0.05	0.05
Non-Factory Building	284.00	289.64
Plant and Equipments	16.37	18.17
Furniture and Fixture	3.80	4.19
Vehicles (Cars)	310.00	322.56
Office Equipments	0.22	0.45
Computers	3.39	3.37
TOTAL	782.47	803.07

PARTICULARS	GROSS BLOCK			DEPRECIATION AND AMORTIZATION				
	As at 01.04.2021	Additions	Deductions/ Adjustments	As at 31.03.2022	Upto 01.04.2021	For The Year	Deductions	Upto 31.03.2022
Investment Property	-	188.98	-	188.98	-	2.24	-	2.24

PARTICULARS	NET BLOCK	
	As at 31.03.2022	As at 31.03.2021
Investment Property	186.74	-
Total	186.74	-

	As at 31 st March, 2022	As at 31 st March, 2021 (Rs. In Lakhs)
3 Non Current Investments		
Investment in Equity Instrument (Unquoted)		
Investments Measured at Cost		
In Subsidiary Company		
Farco Foods Private Limited (900000 equity shares of Rs. 10/- each)	27.00	27.00
Total (A)	27.00	27.00
In Associate Companies		
Star Hotels Private Limited (2265750 equity shares of Rs. 10/- each)	881.43	881.43
Youngtronics India Private limited (85000 equity shares of Rs. 10/- each)	8.50	8.50
Less:Provision for Diminuation in Investment	(8.50)	(8.50)
460000, 6% Non-Cumulative Redeemable Preference Shares of Rs. 10/- each of Youngtronics India Pvt. Ltd. Less:Provision for Diminuation in Investment	46.00 (46.00)	46.00 (46.00)
Total (B)	881.43	881.43
Investment in Equity Instruments (Unquoted)		
500 shares of Super Bazar Co-Operative Stores Ltd. Of Rs. 10/- each	0.05	0.05
Total (C)	0.05	0.05
Total (A+B+C)	908.48	908.48
Aggregate value of Unquoted investment	908.48	908.48
Amount of Investment measured at Cost	908.48	908.48
4 Other Financial Assets		
Earmarked Balance with Banks	98.41	99.26
Fixed Deposits (Pledged with Govt. Authority)	46.20	50.20
Total	144.61	149.46
5 Inventories		
Work In Progress(Real Estate)	10,510.49	7,770.49
Stock-in-trade (Land and Expenses thereon)	6,306.77	6,409.93
Total	16,817.26	14,180.42

		As at 31 st March, 2022	As at 31 st March, 2021 <small>(Rs. In Lakhs)</small>
6	Current Investment		
	Investment in Equity Instruments (Quoted)		
	Measured at FVOCI		
	Unit		
	1000 Equity Shares of Reliance Infra Limited		
	(1000) of Rs.10/- Each	0.91	0.29
	10000 Equity Shares of Cerebra Integrated Technologies		
	(10000) of Rs.10/-	6.97	4.37
	Total value of Quoted Investment	7.88	4.66
	Units Investment in Mutual Fund (Unquoted)		
	1999990 SBI Long term Advantage Fund Series V- Growth	308.72	241.36
	(1999990)		
	NIL Union Medium Duration Fund	-	5.08
	(49997.50)		
	182960.10 Union Hybrid Equity Fund	22.10	10.46
	(99985.00)		
	2384697.27 SBI Corporate Bond Fund	300.00	-
	(NIL)		
	71520.02 Union Balance Advantage Fund	10.48	9.96
	(71520.02)		
	29651.54 Union Flexi Cap Fund	9.73	-
	(Nil)		
	152703.73 SBI Balanced Advantage Fund	15.61	-
	(Nil)		
	(Nil) SBI Saving Fund	-	15.05
	(46239.32)		
	Total value of Unquoted Investment	666.64	281.91
	TOTAL AGGREGATE VALUE OF INVESTMENT MEASURED AT FVOCI	674.52	286.57
	Investment measured at FVOCI	674.52	286.57
	Total Value of Unquoted Investment	666.64	281.91
	Aggregate amount of Impairment in value of Investment	-	83.87
7	Trade Receivables		
	Trade Receivables Considered good, Unsecured	144.34	158.54
	Total	144.34	158.54
	* Refer Note No. 55		
8	Cash and Cash Equivalents		
	Balance With Banks		
	In Current Account	485.41	338.93
	Cash on Hand	2.79	4.93
	Total	488.20	343.86

	As at 31 st March, 2022	As at 31 st March, 2021 (Rs. In Lakhs)
9 Other Bank Balances		
In Fixed Deposits	6.81	6.50
In Fixed Deposit (Pledged with Bank Rs. 1107.39 Lacs & Previous Year: Rs. 1060.97 Lacs) against Overdraft Facilities	1,107.39	1,060.97
Total	1,114.20	1,067.47
10 Loans		
Loans Receivable Considered Good- Unsecured		
Loans to Related Parties	489.73	489.73
Loans which have significant increase in Credit Risk		
Loans to Related Parties	150.00	150.00
	639.73	639.73
Less: Allowance for bad and doubtful debts	150.00	150.00
Total	489.73	489.73
11 Other Financial Assets		
Interest accrued on FDR with Bank	11.74	10.72
Security Deposit	13.22	8.22
Total	24.96	18.94
12 Other Current Assets		
Unsecured Considered good		
Prepaid Expenses	5.94	4.89
Advance to Others	57.77	23.27
Total	63.71	28.16
13 Share Capital		
Authorised		
6280000 Equity Shares of Rs. 10/- each	628.00	628.00
20000 Cumulative Redeemable Preference Shares of Rs. 100/- each	20.00	20.00
8,000 Deferred shares of Rs. 25/- each fully paid up	2.00	2.00
Total	650.00	650.00
Issued, Subscribed and Fully Paid Up		
2701018 Equity shares of Rs. 10/- each fully paid up	270.10	270.10
8000 Deferred shares of Rs. 25/- each fully paid up	2.00	2.00
Total	272.10	272.10

The Details of Shareholders holding more than 5% shares

Name of Shareholder	As at 31 st March, 2022		As at 31 st March, 2021	
	No. of Shares	% Held	No. of Shares	% Held
Mr. Saleem Iqbal Shervani	384980	14.25	384980	14.25
M/s Lebensraum Infra Private Limited	200221	7.41	200221	7.41
M/s Frost Traders Private Limited	367602	13.61	367602	13.61

(Rs. In Lakhs)

Shares held by Promoters & Promoters' Group at the end of the Year			% Change during the year
Promoters Name	No. of Shares held	% of total shares	
Mr. Saleem Iqbal Shervani	384,980	14.25	Nil
Mr. Saeed Mustafa Shervani	131,386	4.86	Nil
Mr. Azher Nisar Shervani	101,687	3.76	Nil
Mr. Tahir Hasan	13,615	0.50	Nil
Mrs. Salma Hasan	61,728	2.29	Nil
Mrs. Rubina Shervani	66,655	2.47	Nil
Mr. Saad Mustafa Shervani	96,130	3.56	Nil
Mr. Mustafa Rashid Shervani	76,575	2.84	Nil
Mrs. Ursala Fatima Shervani	87,835	3.25	Nil
Mrs. Zeba Hasan	90,089	3.34	Nil
Mrs. Zehra Shervani	12,718	0.47	Nil
Ms. Aisra Amrah Fatima Shervani	14,580	0.54	Nil
Ms. Shamsiya Fatima Shervani	11,790	0.44	Nil
Mr. Mohd. Adil Mustafa Shervani	6,925	0.26	Nil
Azhar Family Trust	48,633	1.80	Nil
Saeed Family Trust	49,308	1.83	Nil
Salama Zeba Family Trust	54,645	2.02	Nil
Saleem Family Trust	60,985	2.26	Nil
Aslam Family Trust	43,945	1.63	Nil
Waqf Haji Bhikkan	7,840	0.29	Nil
Lebensraum Infra Private Limited	200,221	7.41	Nil
Shervani Enterprises Private Limited	1,450	0.05	Nil
Total	1,623,720	60.12	Nil

	As at 31 ST March, 2022	As at 31 ST March, 2021 <small>(Rs. In Lakhs)</small>
14 Other Equity		
Capital Subsidy Reserve		
Balance at the beginning of the year	19.27	19.27
Balance at the end of the year	<u>19.27</u>	<u>19.27</u>
General Reserve		
Balance at the beginning of the year	2,971.86	2,971.86
Balance at the end of the year	<u>2,971.86</u>	<u>2,971.86</u>
Capital Redemption Reserve		
Balance at the beginning of the year	75.92	75.92
Balance at the end of the year	<u>75.92</u>	<u>75.92</u>
Capital Reserve on Revaluation on Land		
Balance at the beginning of the year	6,254.89	6,974.22
Less:- Transfer to Profit and Loss Statement	(102.24)	(719.33)
Balance at the end of the year	<u>6,152.66</u>	<u>6,254.89</u>
Retained Earnings		
Balance at the beginning of the year	3,732.89	3,097.54
Add: Profit as per Profit & Loss Statement	(272.27)	703.37
Less: Final Dividend Paid	68.02	68.02
Balance at the end of the year	<u>3,392.59</u>	<u>3,732.89</u>
Other Comprehensive Income(OCI)		
As per last balance sheet	34.93	(51.73)
Add:- Movement in OCI(Net of Tax) during the year	72.80	83.87
Add: Reclassified to Profit/(Loss) on disposal	(0.12)	2.79
Balance at the end of the year	<u>107.61</u>	<u>34.93</u>
Other Equity	<u>12,719.90</u>	<u>13,089.76</u>
15 Borrowings		
Secured Loan		
Vehicle Loans (Secured by hypothecation of Vehicles & on personal gurantee of Mr. Saleem I Shervani, the Managing Director of the Company)	34.08	49.35
Total	<u>34.08</u>	<u>49.35</u>
16 Provisions		
Provision for Employee Benefit	13.96	13.48
Total	<u>13.96</u>	<u>13.48</u>
17 Deferred Tax (Asset)/Liability (Net)		
Deferred Tax Liabilities		
Related to Property, Plant and Equipment	60.65	56.43
Deferred Tax Assets		
Disallowed Expenditure	(10.06)	(10.06)
Total	<u>50.59</u>	<u>46.37</u>

	Year ended March 31, 2022	Year ended March 31, 2021 (Rs. In Lakhs)
23 Revenue from Operations		
Sale of Plot & Flat (Including transfer from Revaluation Reserve Rs. 102.24, Previous year Rs. 719.33)	429.75	2,752.20
Total	429.75	2,752.20
24 Other Income		
Interest Received	59.93	77.16
Interest Received (Income Tax)	-	26.26
Other Non-Operating Income		
Rent	24.53	8.29
Provision of Liability No Longer Required	0.99	0.66
Profit on Sale of Investments (Net)	0.70	24.40
Dues from Customers Received	3.70	21.70
Miscellaneous Receipts	9.44	5.20
Total	99.29	163.67
25 Cost of Construction and Development Expenses	2,888.18	2,774.86
Total	2,888.18	2,774.86
26 Change in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade		
Stock in Trade (Real Estate)	6,306.77	6,409.93
Work-in-Progress	10,510.49	7,770.49
	16,817.26	14,180.42
Inventories (at commencement)		
Stock in Trade (Real Estate)	6,409.93	7,136.37
Work-in-Progress (Restated)	7,770.49	5,924.23
	14,180.42	13,060.60
Change in Inventories	(2,636.84)	(1,119.82)
27 Employee Benefit Expense		
Salaries and Wages	121.22	112.01
Contribution to Provident and Other Funds	13.30	7.43
Staff Welfare Expenses	4.68	3.98
Total	139.20	123.42
28 Finance Cost		
Interest Paid on Bank Borrowings	1.41	16.43
Interest Paid on Income Tax	0.05	-
Interest Paid on Vehicle Loan	9.33	12.27
Interest Paid on Bank Loan (Project)	22.43	21.74
	33.22	50.44
Less: Capitalised	22.43	21.74
	10.79	28.70

	Year ended March 31, 2022	Year ended March 31, 2021 (Rs. In Lakhs)
29 Other Expenses		
Establishment Expenses		
Rent	3.68	3.68
Project Maintenance Expenses	25.52	109.76
Repair Buildings	2.52	4.24
Insurance	7.53	7.39
Rates and Taxes	2.70	1.51
Vehicle Maintenance	22.48	18.80
Professional Charges	55.71	59.73
Travelling and Conveyance Expenses	5.76	2.20
Payments to The Auditors		
As Auditor	1.77	1.77
For Other Services	0.59	0.59
Directors' Sitting Fee	7.50	7.75
GST Paid (on Reverse Charge)	2.25	2.51
Loss on Sale of Assets	-	6.65
Profit/Loss on sale of Shares (Net)	-	0.42
CSR Expenses	50.00	69.50
Electric Charges	24.05	-
Safety & Protection	20.22	-
Sanitation	11.56	-
Miscellaneous Expenses	86.72	131.19
Total (A)	<u>330.56</u>	<u>427.69</u>
Selling and Distribution Expenses		
Brokerage	18.10	75.36
Total (B)	<u>18.10</u>	<u>75.36</u>
Total (A+B)	<u>348.66</u>	<u>503.05</u>
30 Exceptional Items		
Investment Written Off	-	54.50
	<u>-</u>	<u>54.50</u>
31 Earning Per Share		
Net profit available for Equity Shareholders (Numerator used for calculation)	(272.27)	703.37
Number of Equity Shares (Used as Denominator for calculating EPS)	27.21	27.21
Basic and Diluted Earning per share of Rs. 10/-	(10.01)	25.85

	Year ended March 31, 2022	Year ended March 31, 2021 (Rs. In Lakhs)
32 Tax Expenses		
Amount recognised in Profit and Loss	2021-22	2020-21
Current Tax		
Income Tax for the year	-	90.50
Adjustment/related to previous year -Net	(25.72)	(293.76)
Total Current Tax	<u>(25.72)</u>	<u>(203.26)</u>
Deferred Tax		
Deferred Tax for the year	4.22	12.76
Total Deferred Tax	<u>4.22</u>	<u>12.76</u>
Total Tax Expense	<u>(21.50)</u>	<u>216.02</u>

33 Corporate Social Responsibility Expenditure

a. Gross Amount required to be spent by the company during the year:- Rs. 49.97 Lakh

b. Amount spent during the year on:

Particulars	Actually Paid	Yet to be paid (Rs.)	Total (Rs.)
Construction/acquisition of any asset	-	-	-
On purposes other than above	50.00	-	50.00

The additional disclosures with regard to CSR activities are summarized below:

- i) The excess amount spent of Rs. 0.03 Lakh related to FY 2021-22 will be set off in three succeeding financial years as per Corporate Social Responsibility Rules.
- ii) The excess amount spent of Rs. 3.55 Lakh related to FY 2020-21 will be set off in two succeeding financial years as per Corporate Social Responsibility Rules.
- iii) CSR activities undertaken by the Company include Rs. 42.50 Lakh as donation to M. R. Shervani Inter College for upliftment in the field of education & Rs. 7.50 Lakh as donation to a NGO named as "Help for Rare" at Prayagraj.

34 Investments and Loans outstanding in Subsidiary Company

Name of Company	% of Shareholding	Investment in Shares	Loan Balance Outstanding	Provision Made (Rs. in Lakhs)
Farco Foods Pvt. Ltd.	100	27.00	639.73	150.00

Looking to the financial position of Farco Foods PVT. Ltd., Wholly Owned Subsidiary, of the Company, the Management has decided to continue with the provision of Rs. 150 Lakhs till further improvement.

35 Employee Benefits**A. Gratuity**

Amounts in Balance Sheet	Increase/(Decrease)	31-Mar-22	31-Mar-21 (Rs. in Lakh)
Defined Benefit Obligation (DBO)	(2.38)	26.54	28.92
Fair Value of Plan Assets	2.42	30.84	28.42
Funded Status - (Surplus)/Deficit	(4.80)	(4.30)	0.50
Unrecognized Past Service Cost / (Credit)	-	-	-
Unrecognised Asset due to Limit in Para 64(b)	-	-	-
Liability/(Asset) recognised in the Balance Sheet	(4.80)	(4.30)	0.50

[Reference : Ind AS 19 para 120A (f)]

			(Rs. in Lakh)
Amount Recognised in the Statement of Profit & Loss	Increase/(Decrease)	31-Mar-22	31-Mar-21
Current Service Cost	(0.44)	2.35	2.79
Interest Cost	0.05	1.82	1.77
Expected Return on Plan Assets	0.05	(1.71)	(1.76)
Past Service Cost	-	-	-
"(Gain)/Loss due to Settlements/Curtailments/Acquisitions/Divestitures"	-	-	-
Total Expense/(Income) included in "Employee Benefit Expense"	(0.34)	2.47	2.80
[Reference : Ind AS 19 para 120A (g)]			
Amount recognised in Other Comprehensive Income (OCI)	Increase/(Decrease)	31-Mar-22	31-Mar-21
Amount recognized in OCI, Beginning of Period	(2.45)	(8.53)	(6.09)
Remeasurements due to			
Effect of Change in financial assumptions [C]	(0.18)	(0.70)	(0.53)
Effect of Change in demographic assumptions [D]	-	-	-
Effect of experience adjustments [E]	0.82	(1.24)	(2.06)
Actuarial (Gains)/Losses (C+ D +E)	0.65	(1.94)	(2.59)
Return on plan assets (excluding interest)	0.85	0.71	(0.14)
Total remeasurements recognized in OCI	(0.20)	(2.65)	(2.45)
Amount recognized in OCI, End of Period	(2.65)	(11.18)	(8.53)
[Reference : Ind AS 19 para 120A (i)]			
Actual Return on Plan Assets	Increase/(Decrease)	31-Mar-22	31-Mar-21
Interest Income Plan Asset	(0.05)	1.71	1.76
Actuarial Gains/(Losses) on Plan Assets	0.85	0.71	(0.14)
Actual Return on Plan Assets	0.80	2.42	1.62
[Reference : Ind AS 19 para 120A (m)]			
Change in Present Value of Benefit Obligation during during the Period	Increase/(Decrease)	31-Mar-22	31-Mar-21
Defined Benefit Obligation, Beginning of Period	1.98	28.92	26.94
Current Service Cost	(0.44)	2.35	2.79
Interest Cost	0.05	1.82	1.77
Actual Plan Participants' Contributions	-	-	-
Actuarial (Gains)/Losses	0.65	(1.94)	(2.59)
Acquisition/Business Combination/Divestiture	-	-	-
Actual Benefits Paid	(4.62)	(4.62)	-
Past Service Cost	-	-	-
Changes in Foreign Currency Exchange Rates	-	-	-
Loss / (Gains) on Curtailments	-	-	-
Liabilities Extinguished on Settlements	-	-	-
Defined Benefit Obligation, End of Period	(2.38)	26.54	28.92
[Reference : Ind AS 19 para 120A (c)]			
Change in Fair Value of Plan Assets during the Period	Increase/(Decrease)	31-Mar-22	31-Mar-21
Fair value of Plan Assets, Beginning of Period	1.62	28.42	26.80
Interest Income Plan Asset	(0.05)	1.71	1.76
Actual Enterprise's Contributions	4.62	4.62	-
Actual Plan Participants' Contributions	-	-	-
Actual Benefits Paid	(4.62)	(4.62)	-
Actuarial Gains/(Losses)	0.85	0.71	(0.14)
Acquisition/Business Combination/Divestiture	-	-	-

			(Rs. in Lakh)
Changes in Foreign Currency Exchange Rates	-	-	-
Liabilities Extinguished on Settlements	-	-	-
Fair Value of Plan Assets, End of Period	2.42	30.84	28.42
[Reference : Ind AS 19 para 120A (e)]			

Current / Non Current Benefit Obligation	Increase/(Decrease)	31-Mar-22	31-Mar-21
Current Liability	-	-	-
Non Current Liability	(4.80)	(4.30)	0.50
Liability/(Asset) Recognised in the Balance Sheet	(4.80)	(4.30)	0.50
[Reference : Revised Companies' Schedule IV]			
Other Items	Increase/(Decrease)	31-Mar-22	31-Mar-21
Expected Contributions for the next financial year	-	-	-
Weighted average duration (based on discounted cash flows)	0.10	14.97	14.87
[Reference : Ind AS 19 para 120A (q)]			

Appendix D : Actuarial Assumptions

The principal assumptions used for reporting period 31 March, 2021 and 31 March, 2022 are summarized in the table below. The assumptions as at the balance sheet date are used to determine the defined benefit obligation & employee benefit expense.

Financial Assumptions	Increase/(Decrease)	31-Mar-21	31-Mar-22
Discount Rate	0.40%	6.95%	7.35%
Salary Escalation Rate	0.00%	7.00%	7.00%
Expected Return on Assets	0.70%	6.65%	7.35%

Demographic Assumptions	Increase/(Decrease)	31-Mar-21	31-Mar-22
Mortality Table *		Indian Assured Lives Mortality (2006-08) Ult.	Indian Assured Lives Mortality (2012-14) Ult.
Withdrawal Rate	0.00%	1.00%	1.00%
Retirement Age		58 years or 70 Years	58 years or 70 Years

Timing Related Assumptions

Time of Retirement	Immediately on achieving normal retirement
Salary Increase frequency	Once a year

* Mortality Rates : Representative mortality rates from Indian Assured Lives Mortality (2012-14) Ult. are given in the table below.

Age	Rate	Age	Rate
20	0.0009240	45	0.0025790
25	0.0009310	50	0.0044360
30	0.0009770	55	0.0075130
35	0.0012020	60	0.0111620
40	0.0016800		

B. Leave Salary

Table 1: Amounts in Balance Sheet	Increase/(Decrease)	31-Mar-22	31-Mar-21
Defined Benefit Obligation (DBO)	(1.60)	13.96	15.56
Fair value of plan Assets	-	-	-
Funded Status - (Surplus)/Deficit	(1.60)	13.96	15.56
Unrecognized Past Service Cost / (Credit)	-	-	-
Unrecognised Asset due to Limit in Para 64(B)	-	-	-

Liability/(Asset) Recognised in the Balance Sheet (1.60) 13.96 (Rs. in Lakh) 15.56

[Reference : Ind AS19 para 120A (f)]

Table 2: Amount Recognised in Statement of Profit & Loss	Increase/(Decrease)	31-Mar-22	31-Mar-21
Current Service Cost	(0.45)	2.18	2.63
Interest Cost	0.00	0.95	0.95
Expected Return on Plan Assets	-	-	-
Past Service Cost	-	-	-
Net Actuarial Losses/(Gains)	0.85	(0.97)	(1.82)
"(Gain)/Loss due to Settlements/Curtailments/Acquisitions/Divestitures"	-	-	-
Unrecognised Asset due to Limit in Para 59(B)	-	-	-
Total Expense/(Income) included in "Employee Benefit Expense"	0.40	2.16	1.76

[Reference : Ind AS19 para 120A (g)]

Table 3: Actual Return on Plan Assets	Increase/(Decrease)	31-Mar-22	31-Mar-21
Expected Return on Plan Assets	-	-	-
Actuarial Gains/(Losses) on Plan Assets	-	-	-
Actual Return on Plan Assets	-	-	-

[Reference : Ind AS19 para 120A (m)]

Appendix A : Ind AS 19 Disclosures

Table 4: Change in Present value of Benefit

Obligation during the Period	Increase/(Decrease)	31-Mar-22	31-Mar-21
Defined Benefit Obligation, Beginning of Period	0.80	15.56	14.76
Current Service Cost	(0.45)	2.18	2.63
Interest Cost	0.00	0.95	0.95
Actual Plan Participants' Contributions	-	-	-
Actuarial (Gains)/Losses	0.85	(0.97)	(1.82)
Acquisition/Business Combination/Divestiture	-	-	-
Actual Benefits Paid	(2.81)	(3.76)	(0.96)
Past Service Cost	-	-	-
Changes in Foreign Currency Exchange Rates	-	-	-
Loss / (Gains) on Curtailments	-	-	-
Liabilities Extinguished on Settlements	-	-	-
Defined Benefit Obligation, End of Period	(1.60)	13.96	15.56

[Reference : Ind AS19 para 120A (c)]

Table 5: Change in Fair value of Plan Assets

During the Period	Increase/(Decrease)	31-Mar-22	31-Mar-21
Fair value of Plan Assets, Beginning of Period	-	-	-
Expected Return on Plan Assets	-	-	-
Actual Enterprise's Contributions	-	-	-
Actual Plan Participants' Contributions	-	-	-
Actual Benefits Paid	-	-	-
Actuarial Gains/(Losses)	-	-	-
Acquisition/Business Combination/Divestiture	-	-	-
Changes in Foreign Currency Exchange Rates	-	-	-
Liabilities Extinguished on Settlements	-	-	-
Fair Value of Plan Assets, End of Period	-	-	-

[Reference : Ind AS19 para 120A (e)]

Table 6 : Current / Non Current Benefit Obligation	Increase/(Decrease)	31-Mar-22	(Rs. In Lakhs)
			31-Mar-21
Current Liability	(2.39)	0.18	2.57
Non Current Liability	0.79	13.77	12.98
Liability/(Asset) Recognised in the Balance Sheet	(1.60)	13.96	15.56

[Reference : Revised Companies' Schedule IV]

Table 7 : Other Items	Increase/(Decrease)	31-Mar-22	31-Mar-21
Expected Contributions for the next financial year		-	-
Decrement adjusted estimated tenure of Actuarial liability (years)	0.32	16.08	15.76

[Reference : Ind AS19 para 120A (q)]

Appendix D : Actuarial Assumptions

The principal assumptions used for reporting period 31 March, 2021 and 31 March, 2022 are summarized in the table below. The assumptions as at the balance sheet date are used to determine the defined benefit obligation & employee benefit expense.

Financial Assumptions	Increase/(Decrease)	31-Mar-21	31-Mar-22
Discount Rate	0.40%	6.95%	7.35%
Salary Escalation Rate	0.00%	7.00%	7.00%
Expected Return on Assets	0.00%	0.00%	0.00%

Demographic Assumptions	Increase/(Decrease)	31-Mar-21	31-Mar-22
Mortality Table *		Indian Assured Lives Mortality (2006-08) Ult.	Indian Assured Lives Mortality (2012-14) Ult.
Withdrawal Rate	0.00%	1.00%	1.00%
Availment Percentage		0.00%	0.00%
Retirement Age		58 years	58 years

Timing Related Assumptions

Time of Retirement Immediately on achieving normal retirement

Salary Increase frequency Once a year

* Mortality Rates : Representative mortality rates from Indian Assured Lives Mortality (2012-14) Ult. are given in the table below.

Age	Rate	Age	Rate
20	0.0009240	45	0.0025790
25	0.0009310	50	0.0044360
30	0.0009770	55	0.0075130
35	0.0012020	60	0.0111620
40	0.0016800		

36 Related Party Disclosures as required under Ind AS-24 are given below

Wholly Owned Subsidiary Company

Farco Foods Private Limited

Associate Companies

Star Hotels Private Limited

Youngtronics India Private Limited

Key Managerial Personnel (KMP)

Mr. Saleem Iqbal Shervani, Managing Director

Mr. Tahir Hasan, Whole-time Director & C.F.O.

Mr. S. K. Shukla, Company Secretary

Executive Directors

Mr. Sadiq Husain Siddiqui, Director (C. A.)

(Rs. In Lakhs)

Non Executive Directors

Dr. A.P. Singh, Chairman, Independent, Non Executive
 Mr. A.N. Shervani, Director, Non Executive
 Mr. S.M. Shervani, Director, Non Executive
 Mr. G.S. Chaturvedi, Director, Independent, Non Executive
 Mr. Mohd. Aslam Sayeed, Director, Independent, Non Executive
 Mr. Raju Verghese, Director, Independent, Non Executive
 Ms. Aradhika Chopra, Director, Independent, Non Executive

Relatives

Mr. Mustafa Rashid Shervani
 Mrs. Salma Hasan
 Mr. Yasser Niaz Hasan
 Mr. Sajid Husain Siddiqui

Related parties with whom transactions have taken place

	KMP	Relative of KMP and Other Directors	Associate Companies	Subsidiary Company
Short Term Benefits Remuneration				
Current Year	17.53	53.78	-	-
(Previous Year)	(22.21)	(59.03)	-	-
Employee Benefit Expenses				
Current Year	4.89	5.21	-	-
(Previous Year)	(0.58)	(1.20)	-	-
Rent Paid				
Current Year	-	-	-	-
(Previous Year)	(1.05)	-	-	-
Rent Received				
Current Year	-	-	1.07	-
(Previous Year)	-	-	(0.96)	-
Sitting Fee				
Current Year	7.50	-	-	-
(Previous Year)	(7.75)	-	-	-
Loans				
Balance(Net of Provision) at the beginning and at the end of the year:				
Current Year	-	-	-	489.73
(Previous Year)	-	-	-	(489.73)
Selling Commission				
Current Year	-	18.10	-	-
(Previous Year)	-	(63.87)	-	-

37 Loan Given

No terms of repayment have been specified regarding loan granted to Farco Foods Private Limited, the wholly owned subsidiary of the Company of Rs. 639.73 Lakh (Rs. 489.73 Lakh net of Provision) being 100 % of total loans and advances in the nature of Loan.

38

Balance of personal account of Debtors, Creditors, Unsecured Loans, Loans and advances, Security Deposits and other had not been confirmed and are subject to confirmation by the parties.

39

The Company has not received the required information from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Hence disclosures, if any, relating to amounts unpaid as at the year-end together with interest paid/payable as required under the said Act have not been made.

40 Contingent Liabilities and Commitments

(Rs. In Lakhs)

	Particulars	As At 31st March, 2022	As At 31st March, 2021
(a)	Guarantee given by Company in favour of Union Bank of India on behalf of Omnitel Technologies Private Limited for credit facility extended to them	-	34.23
(b)	In respect of Income Tax Demand for Assessment Year 2018-19 for which appeal is filed with Income Tax Department	2,839.62*	2,839.62
(c)	In respect of Income Tax Demand for Assessment Year 2010-11 for which appeal is filed with Income Tax Department	109.54	109.54

*Rs. 50 Lakh has been deposited against demand of A.Y. 2018-19.

41 Events after the Reporting Period

- a) After the reporting date, the following dividends are proposed by the Board of Directors. The following dividends have not been recognized as liabilities and there are no tax consequences.

Proposed Dividend for the year ended 31st March, 2022	(In Lakh)
On Ordinary Shares @ Rs. 2.00 per share	54.02
On Deferred Shares @ Rs. 5.00 per share	0.40
Total	54.42

- 42 The Government of India on September 20, 2019, vide the Taxation Law (Amendment) Ordinance 2019, inserted a new section 115BAA in the Income Tax Act, 1961 which provides domestic companies a non-reversible option to pay Corporate Tax at reduced rate effective, April 01, 2019, subject to certain conditions. The Company is continuing to provide for income tax at old rates based on the available unutilised minimum alternative tax credit.

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

44 Disclosure of Analytical Ratios

Sl. No.	Ratios	Current Reporting Period	Previous Reporting Period	% Variance#
1	Current Ratio	2.27	3.34	-32%
2	Debt Equity Ratio	0.08	0.03	196%
3	Debt Service Coverage Ratio	0.00	7.95	-100%
4	Return on Equity (%)	-2.07%	5.26%	-139%
5	Inventory Turnover Ratio	0.03	0.20	-86%
6	Trade Receivable Turnover Ratio	NA*	NA*	-
7	Trade Payable Turnover Ratio	31.15	31.37	-1%
8	Net Capital Turnover Ratio	0.04	0.24	-84%
9	Net Profit Ratio (%)	-63.35%	25.56%	-348%
10	Return on Capital Employed (%)	-2.01%	4.16%	-148%
11	Return on Investment (%)	135.38%	20.44%	562%

* There are no trade receivables.

As per Ind AS 115, Sale is recognised on the basis execution of sale deed. During the year under review, projects are ongoing therefore variance of ratios are not comparable with previous year.

FORMULAE FOR COMPUTATION OF RATIOS

S. No.	Ratios	Numerator	Denominator
1	Current Ratio	Current Assets	Current Liabilities
2	Debt Equity Ratio	Total Debt	Shareholder's Equity
3	Debt Service Coverage Ratio	Earnings available for Debt Service (EBITDA)	Debt Service (Intt + Principal)
4	Return on Equity	Net Profits after taxes - Preference Dividend (if any)	Average Shareholder's Equity
5	Inventory Turnover Ratio	SALES	Average Inventory
6	Trade Receivables Turnover Ratio	Net Credit Sales	Average trade receivables
7	Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables
8	Net Capital Turnover Ratio	Net Sales	Average Working Capital (CA-CL)
9	Net Profit Ratio	Net Profit	Net Sales
10	Return on Capital Employed	Earnings before Interest and Tax	Capital Employed Worth (where CE= Tangible Net + Total Debt + Deferred Tax Liability)
11	Return on Investment	{MV(T1) - MV(T0) - Sum [C(t)]}	{MV(T0) + Sum [W(t) * C(t)]}

45 The company did not enter any transaction with companies struck off under section 24B of the Companies Act, 2013 or section 560 of Companies Act, 1956. There are no outstanding balances (payable to / receivable from) with struck off companies.

46 There are no charges or satisfaction yet to be registered with ROC beyond the statutory period as no loan/guarantee have been taken by the company.

47 The company has complied with number of layers of companies.

48 The company has not entered in any Scheme of Arrangements and no Scheme of Arrangements has been approved by the Competent Authority in terms of section 230 to 237 of the Companies Act 2013.

49 The company did not held any Benami Properties and no proceedings has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

50 The company is not declared willful defaulter by any bank or financial institution or any other lender.

51. Disclosure pursuant to Ind AS 115 "Revenue from contracts with Customers"

Particulars	As per Ind AS 11 and AS 18	After application of Ind AS 115	Increase/(Decrease)
Revenue from Operations	3162.86	429.75	(2,733.11)
Change in Inventory	424.87	2636.84	2211.97
Profit Before Tax	227.38	-293.76	(521.14)
Tax Expense	(25.72)	-25.72	-
Less: MAT Credit Entitlement	-	-	-
Deferred Tax	4.22	4.22	-
Profit after Tax	248.88	-272.26	(521.14)
Basic Earnings per Share	9.15	(10.01)	-19.15
Diluted Earnings per Share	9.15	(10.01)	-19.15

52 No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

53 No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

54 The Company has not traded or invested in Crypto currency or virtual currency during the financial year.

55. Trade Receivables Ageing As on 31.03.2022

Particulars	Outstanding from Following Periods from Due date of Receipts					Total
	Less than 6 Months	6 Months-1 Year	1-2 Years	2-3 Years	More Than 3 Years	
Undisputed Trade Receivables						
Considered Good	34.52	10.07	59.29	5.46	35.00	144.34
Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables						
Considered Good	-	-	-	-	-	-
Considered Doubtful	-	-	-	-	-	-
Total	34.52	10.07	59.29	5.46	35.00	144.34

Trade Receivables Ageing As on 31.03.2021

Particulars	Outstanding from Following Periods from Due date of Receipts					Total
	Less than 6 Months	6 Months-1 Year	1-2 Years	2-3 Years	More Than 3 Years	
Undisputed Trade Receivables						
Considered Good	92.59	24.44	41.40	0.11	-	158.54
Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables						
Considered Good	-	-	-	-	-	-
Considered Doubtful	-	-	-	-	-	-
Total	92.59	24.44	41.40	0.11	-	158.54

56. Trade Payable Ageing As on 31.03.2022

Particulars	Outstanding from Following Periods from Due date of Payments				Total
	Less than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	
Undisputed Trade Receivables					
Considered Good	65.27	0.03	3.54	27.23	96.07
Considered Doubtful	-	-	-	-	-
Disputed Trade Receivables					
Considered Good	-	-	-	-	-
Considered Doubtful	-	-	-	-	-
Total	65.27	0.03	3.54	27.23	96.07

Trade Payable Ageing As on 31.03.2021

Particulars	Outstanding from Following Periods from Due date of Payments				Total
	Less than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	
Undisputed Trade Receivables					
Considered Good	59.58	25.66	0.63	3.47	89.34
Considered Doubtful	-	-	-	-	-
Disputed Trade Receivables					
Considered Good	-	-	-	-	-
Considered Doubtful	-	-	-	-	-
Total	59.58	25.66	0.63	3.47	89.34

TO THE MEMBERS OF SHERVANI INDUSTRIAL SYNDICATE LIMITED**Opinion**

We have audited the accompanying consolidated financial statements of **SHERVANI INDUSTRIAL SYNDICATE LIMITED** ("hereinafter referred to as the "Holding Company") and its Subsidiary ("hereinafter referred to as "the Group"), its associate, which comprise the consolidated Balance Sheet as at March 31, 2022, and the consolidated statement of Profit and Loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of their consolidated state of affairs of the Group as at March 31, 2022, of consolidated Loss, consolidated changes in equity and its consolidated cash flows for the year then ended.

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 Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Information Other than the Consolidated Financial Statements and Auditor's 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 Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

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 Financial Statements

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

In preparing the consolidated financial statements, the respective Board of Directors of the Companies included in the Group and of its associates are responsible for assessing the ability of the respective entities 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 their respective entities or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. 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 ability of the Company and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the

related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and its associates to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the one associate included in the consolidated financial statements, which have been audited by other auditor, such other auditor remain responsible for the direction, supervisions and performance of the audits carried out by him .We remain solely responsible for our audit opinion.

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

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

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

Other Matters

The consolidated audited financial results also include the Group's share net Loss of Rs. 13 Lacs and comprehensive Income of Rs 4 Lacs for the year from to 01-04-2021 to 31-03-2022, as considered in the consolidated audited financial results, in respect of an associate, based on their interim financial information which have not been audited by their auditors. According to the information and explanations given to us by the Management, this interim financial information is not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matter.

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

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 financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Company as on 31st March, 2022 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of Subsidiary Company and associate companies, none of the directors of the Company, Subsidiary Company and associate companies incorporated in India is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of internal financial controls over financial reporting of the Company, Subsidiary Company and associate companies the operating effectiveness of such controls, refer to our separate report in "Annexure-C"

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

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- (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 Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- I. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates. Refer Note 26 (b) to the consolidated financial statements.

- II. The Group and its associates did not have any material foreseeable losses on long-term contracts including derivative contracts.

- III. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group and its associate companies.

- IV. (a) The respective Managements of the Company and its subsidiary and associate, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The respective Managements of the Company and its subsidiary and associate which are companies incorporated in India, whose financial statements have been audited under

the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Company and its subsidiary and associate, whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- V. The dividend declared or paid during the year by the Holding company is in compliance with section 123 of the Act.

For Gupta Vaish & Co.
Chartered Accountants
Registration Number: 005087C

Rajendra Gupta
(Partner)
Membership Number: 073250
UDIN22073250AJUVBD8578

Place : Kanpur

Date : May 28, 2022

ANNEXURE "C" TO THE INDEPENDENT AUDITORS REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF SHERVANI INDUSTRIAL SYNDICATE LIMITED

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

In conjunction with our audit of the consolidated financial statements of the company as of and for the year ended 31st March, 2022, we have audited the internal financial controls over financial reporting of **SHERVANI INDUSTRIAL SYNDICATE LIMITED** ("hereinafter referred to as the "Holding Company") and its Subsidiary ("hereinafter referred to as "the Group"), its associate entity as of that date.

Management's Responsibility for Internal Financial Controls

The Respective Board of Directors of the Company and the Company and its associate entity, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal

financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the 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 judgment, 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 Group and its associate entity internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding

prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Group and its associate entity, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Gupta Vaish & Co.
Chartered Accountants
Registration Number: 005087C

Rajendra Gupta
(Partner)
Membership Number: 073250
UDIN22073250AJUVBD8578

Place : Kanpur
Date : May 28, 2022

CONSOLIDATED**BALANCE SHEET**

		As at 31 st March, 2022	As at 31 st March, 2021 (Rs. In Lakhs)
Note No.			
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	2	1169.18	1189.93
Investment Property		186.74	-
Goodwill on Consolidation (Net)		581.64	581.64
Biological Assets		43.45	43.46
Financial Assets			
Investments	3	263.86	271.78
Other Financial Assets	4	144.61	149.46
Total Non Current Assets		2389.48	2236.27
Current Assets			
Inventories	5	16817.26	14180.42
Financial Assets			
Investments	6	674.52	286.57
Trade Receivables	7	201.21	189.18
Cash and Cash Equivalents	8	524.88	366.54
Other Bank Balances	9	1245.07	1213.09
Other Financial Assets	10	36.40	30.96
Other Current Assets	11	71.21	36.28
Total Current Assets		19570.55	16303.04
TOTAL ASSETS		21960.03	18539.31
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	272.10	272.10
Other Equity	13	12648.78	13018.89
Total Equity		12920.88	13290.99
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	14	172.86	196.29
Provisions	15	13.96	13.48
Deferred Tax Liabilities (Net)	16	59.56	53.92
Total Non Current Liability		246.38	263.69
Current Liabilities			
Financial Liabilities			
Borrowings	17	997.57	309.53
Trade Payables	18	128.22	97.92
Other Financial Liabilities	19	98.41	99.26
Other Current Liabilities	20	7309.70	4065.00
Provisions	21	258.87	412.92
Total Current Liability		8792.77	4984.63
TOTAL EQUITY AND LIABILITIES		21960.03	18539.31
Significant Accounting Policies & Notes to Financial Statements	1-38		
As per our report of even date attached			
For Gupta Vaish & Co.			
Chartered Accountants			

Rajendra Gupta
Partner

S.K. Shukla
Company Secretary

Tahir Hasan
Whole Time Director &
Chief Financial Officer
DIN: 00074282

Mohd. Aslam Sayeed
Director
DIN: 06652348

Saleem I. Shervani
Managing Director
DIN: 00023909

Place : Prayagraj
Date : May 28, 2022

CONSOLIDATED**STATEMENT OF PROFIT & LOSS**

PARTICULARS	Note No.	Year ended	Year ended
		March 31, 2022	March 31, 2021
			(Rs. In Lakhs)
Revenue From Operations	22	886.11	3,189.43
Other Income	23	106.77	187.04
Total Revenue		992.88	3,376.47
EXPENSES			
Cost of Construction & Development Expenses	24	2,888.18	2,774.86
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	25	(2,636.84)	(1,119.82)
Employee Benefit Expenses	26	323.63	310.97
Finance Costs		26.70	39.94
Depreciation and Amortization Expense		88.69	74.46
Other Expenses	27	585.54	725.58
Total Expenses		1,275.90	2,805.99
Profit/(Loss) before tax and exceptional items		(283.02)	570.48
Exceptional Items (Provision for doubtful loan written back)	28	-	54.50
Profit/(Loss) before tax and share of profit in Associate Companies		(283.02)	515.98
Share of Profit/(Loss) in Associate Companies		(12.68)	(58.67)
Profit before tax after share of Profit/(Loss) in Associate Companies		(295.70)	457.31
Tax Expense			
Current Tax		(1.68)	95.32
Mat Credit Entitlement		1.68	-
Deffered Tax		(7.32)	(10.53)
Income Tax of Earlier Year		25.72	(293.76)
Profit/(Loss) for the year		(277.30)	666.28
Other Comprehensive Income			
Items that will be reclassified to profit or loss		(0.12)	-
Fair Value change on Equity Instrument through other comprehensive Income (Net of Tax)		72.80	83.87
Share of Profit/(Loss) in Associate Companies		4.76	-
Total Comprehensive Income for the year		(199.86)	750.15
Earnings per Equity Share (face value of Rs. 10/- each)			
Basic and Diluted	29	(10.19)	24.49
Significant Accounting Policies & Notes to Financial Statements	1-38		

As per our report of even date attached

For Gupta Vaish & Co.

Chartered Accountants

Rajendra Gupta
Partner

S.K. Shukla
Company Secretary

Tahir Hasan
Whole Time Director &
Chief Financial Officer
DIN: 00074282

Mohd. Aslam Sayeed
Director
DIN: 06652348

Saleem I. Shervani
Managing Director
DIN: 00023909

Place : Prayagraj
Date : May 28, 2022

CONSOLIDATED

Statement of changes in Equity for the year ended 31st March, 2022

(Rs. In Lakhs)

Share Capital	Balance at the beginning of the reporting period	Changes in Equity Share Capital during the year	Balance at the end of the reporting period
For the year ended 31 st March, 2021	272	-	272
For the year ended 31 st March, 2022	272	-	272

Changes in Equity

(Rs. In Lakhs)

	Reserve and Surplus						Total
	Capital Subsidy Reserve	General Reserve	Capital Redemption Reserve	Capital Reserve on Revaluation of Land	Retained Earnings	Other Comprehensive Income	
Balance at the beginning of the reporting period i.e. As on 31st March, 2020	19.27	2,971.86	75.92	6,974.22	3,052.22	(51.74)	13,041.76
Net Profit for the Year	-	-	-	-	666.28	-	666.28
Movement in OCI during the Year	-	-	-	-	-	83.87	83.87
Reclassified to Profit/(Loss) on disposal	-	-	-	-	-	2.78	2.78
Transfer to/from Profit and Loss Statement	-	-	-	(719.33)	11.54	-	(707.79)
Final Dividend Paid during Year	-	-	-	-	(68.02)	-	(68.02)
Balance at the end of the reporting period i.e. 31st March, 2021	19.27	2,971.86	75.92	6,254.90	3,662.02	34.92	13,018.89
Net Profit for the Year	-	-	-	-	(277.29)	-	(277.29)
Movement in OCI during the Year	-	-	-	-	-	77.56	77.56
Reclassified to Profit/(Loss) on disposal	-	-	-	-	-	(0.12)	(0.12)
Transfer to/from Profit and Loss Statement	-	-	-	(102.23)	-	-	(102.23)
Final Dividend Paid during Year	-	-	-	-	(68.02)	-	(68.02)
Balance at the end of the reporting period i.e. 31st March, 2022	19.27	2,971.86	75.92	6,152.67	3,316.70	112.36	12,648.78

CONSOLIDATED**CASH FLOW STATEMENT**

	2021-2022	2020-2021
		(Rs. In Lakhs)
A) CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) Before Tax	(295.70)	457.32
Adjustment For		
Share of Loss (Profit) in Associate Companies	12.68	58.67
Exceptional item (Investments Written Off)	-	54.50
Bad debts and sundry balances written off	1.35	1.21
Transfer from Capital Reserve on Revaluation of Land	(102.23)	(719.32)
Depreciation	88.69	74.46
Loss /(Profit) on sale of assets	(0.45)	6.65
Interest Expense	26.70	39.93
Interest Income	(67.36)	(85.68)
(Profit)/Loss on Sale of Investments	(0.70)	(23.99)
Operating Profit before Working Capital Changes	<u>(337.01)</u>	<u>(136.25)</u>
Adjustment For		
(Increase) / Decrease in Biological Assets	-	(20.36)
(Increase)/Decrease in Trade and other receivables	(53.31)	(58.60)
(Increase)/Decrease in Inventories	(2,636.84)	(1,119.82)
Increase/(Decrease) in Trade & Other Payables	3,274.53	1,747.07
	<u>584.38</u>	<u>548.29</u>
Cash Generated in Operation	<u>247.37</u>	<u>412.04</u>
Add/(Deduct) For		
Direct Tax Paid	(129.90)	96.70
Net cash from Operating Activities (Total - A)	<u>117.47</u>	<u>508.75</u>
B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase/Sale of Fixed Assets	(70.20)	(184.99)
Sale of Fixed Assets	4.95	12.00
Purchase of Current Investments (Net of Sales)	(314.57)	62.01
Movement in Fixed Deposits	(27.99)	(142.03)
Interest Received	66.93	85.35
Purchase of Investment Property	(188.98)	-
Net cash used in Investing Activities (Total - B)	<u>(529.87)</u>	<u>(167.66)</u>

CONSOLIDATED**CASH FLOW STATEMENT**

	2021-2022	2020-2021
		(Rs. In Lakhs)
C) CASH FLOW FROM FINANCING ACTIVITIES		
Loans & Borrowings	664.61	(85.86)
Interest Paid	(26.70)	(39.94)
Change in Other Financial Assets	0.85	(0.40)
Dividend Paid	(68.02)	(68.02)
Net cash (used in)/from Financing Activities (Total - C)	570.74	(194.22)
Net Increase/ (Decrease)in Cash and Cash Equivalents (A+B+C)	158.34	146.87
Add : Cash and Cash Equivalents	366.53	219.67
Closing Cash and Cash Equivalents	524.88	366.54

Significant Accounting Policies & Notes to Financial Statements 1-38

As per our report of even date attached

For Gupta Vaish & Co.

Chartered Accountants

Rajendra Gupta
Partner

S.K. Shukla
Company Secretary

Tahir Hasan
Whole Time Director &
Chief Financial Officer
DIN: 00074282

Mohd. Aslam Sayeed
Director
DIN: 06652348

Saleem I. Shervani
Managing Director
DIN: 00023909

Place : Prayagraj
Date : May 28, 2022

1. SIGNIFICANT ACCOUNTING POLICIES ON CONSOLIDATED ACCOUNTS

A. CORPORATE INFORMATION

Shervani Industrial Syndicate Limited (the "Company") is a listed entity domiciled in India and limited by shares (CIN: L45202UP1948PLC001891).

The address of the company's registered office is Shervani Nagar, Sulem Sarai, Harwara, Prayagraj-211015.

SIGNIFICANT ACCOUNTING POLICIES

B. (i) BASIS OF PREPARATION AND PRESENTATION

The Consolidated Financial Statements have been prepared on the historical cost basis. The consolidated financial statements of the Group have been prepared to comply with the Indian Accounting Standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013.

The Company's consolidated financial statements are presented in Indian Rupees.

(ii) PRINCIPLES OF CONSOLIDATION

The consolidated financial statements relate to Shervani Industrial Syndicate Limited ('the Company') and its subsidiary company, and its associates. The Consolidated Financial Statements have been prepared on the following basis:

- a) The financial statements of the Company and its subsidiary are combined on a line by line basis by adding together similar items of assets, liabilities, equity, incomes, expenses and cash-flows, after fully eliminating intra-group balances and intra-group transactions.
- b) Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full.
- c) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of subsidiary.

(I) The Subsidiary Company considered in the Consolidated Statements is

(i)	Name of the Company	Country of Incorporation	Holding as on 31 st March, 2021
	Farco Foods Pvt. Ltd.	India	100%
	(ii) The Associate Companies considered in the Consolidated Statements are		
	Name of the Company	Country of Incorporation	Holding as on 31 st March, 2021
	Youngtronics India Pvt. Ltd.	India	46.33%
	Star Hotels Pvt. Ltd.	India	35.40%

(iii) OTHER SIGNIFICANT ACCOUNTING POLICIES

These are set out under "Significant Accounting Policies" as given in the Company's Standalone Financial Statements.

Notes on Financial Statement for the year ended 31st March, 2022

2. PROPERTY, PLANT AND EQUIPMENT

PARTICULARS	GROSS BLOCK							
	As at 01.04.2020	Additions	Deductions/ Adjustments	As at 31.03.2021	As at 01.04.2021	Additions	Deductions/ Adjustments	As at 31.03.2022
Freehold Land	247.20	-	-	247.20	247.20	-	-	247.20
Leasehold Land	0.05	-	-	0.05	0.05	-	-	0.05
Factory Building	69.03	225.26	-	294.29	294.29	-	-	294.29
Non-Factory Building	371.66	-	-	371.66	371.66	-	-	371.66
Plant And Equipments	228.48	9.56	-	238.04	238.04	0.93	-	238.97
Furniture And Fixture	25.37	-	-	25.37	25.37	-	-	25.37
Vehicles (Cars)	475.67	92.00	23.84	543.83	543.83	53.29	25.20	571.92
Office Equipments	2.59	0.11	-	2.70	2.70	-	-	2.70
Computers	56.67	0.83	-	57.51	57.51	0.69	-	58.20
Temporary Structure	-	-	-	-	-	15.28	-	15.28
Total	1,476.72	327.76	23.84	1,780.64	1,780.64	70.20	25.20	1,825.64

PARTICULARS	DEPRECIATION AND AMORTIZATION							
	Upto 01.04.2020	For the Year	Deductions	Upto 31.03.2021	Upto 01.04.2021	For the Year	Deductions	Upto 31.03.2022
Freehold Land	-	-	-	-	-	-	-	-
Leasehold Land	-	-	-	-	-	-	-	-
Factory Building	42.24	4.37	-	46.61	46.61	9.56	-	56.17
Non-Factory Building	76.38	5.64	-	82.02	82.02	5.64	-	87.66
Plant And Equipments	162.98	5.88	-	168.86	168.86	6.50	-	175.36
Furniture And Fixture	17.90	0.65	-	18.55	18.55	0.65	-	19.20
Vehicles (Cars)	167.47	56.63	5.19	218.91	218.91	62.77	20.70	260.98
Office Equipments	1.95	0.26	-	2.21	2.21	0.23	-	2.44
Computers	52.52	1.03	-	53.56	53.56	0.69	-	54.24
Temporary Structure	-	-	-	-	-	0.40	-	0.40
Total	521.44	74.46	5.19	590.71	590.71	86.44	20.70	656.46

PARTICULARS	NET BLOCK	
	As at 31.03.2022	As at 31.03.2021
Freehold Land	247.20	247.20
Leasehold Land	0.05	0.05
Factory Building	238.12	247.68
Non-Factory Building	284.01	289.64
Plant And Equipments	63.61	69.18
Furniture And Fixture	6.17	6.82
Vehicles (Cars)	310.94	324.92
Office Equipments	0.26	0.49
Computers	3.95	3.95
Temporary Structure	14.88	-
Total	1,169.18	1,189.93

PARTICULARS	GROSS BLOCK			DEPRECIATION AND AMORTIZATION				
	As at 01.04.2021	Additions	Deductions/ Adjustments	As at 31.03.2022	Upto 01.04.2021	For The Year	Deductions	Upto 31.03.2022
Investment Property	-	188.98	-	188.98	-	2.24	-	2.24
Total								

PARTICULARS	NET BLOCK	
	As at 31.03.2022	As at 31.03.2021
Investment Property	186.74	-
Total	186.74	-

CONSOLIDATED

NOTES

	As at 31 st March, 2022	As at 31 st March, 2021 (Rs. In Lakhs)
3 Non Current Investments		
In Associate Companies		
Star Hotels Private Limited (2265750 equity shares of Rs. 10/- each)	263.81	271.73
Total (A)	<u>263.81</u>	<u>271.73</u>
Other Investment		
Investment at cost		
Investment in Equity Instruments (Unquoted) 500 shares of Super Bajar Comparative Stores Ltd. of Rs. 10/- each	0.05	0.05
Total (B)	<u>0.05</u>	<u>0.05</u>
Total (A+B)	<u>263.86</u>	<u>271.78</u>
Aggregate value of Unquoted Investment	263.86	271.78
Amount of Investment measured at Cost	<u>263.86</u>	<u>271.78</u>
4 Other Non current Financial Assets		
Earmarked Balance with Banks	98.41	99.26
Fixed Deposit (Pledged with Govt. Authority)	46.20	50.20
Total	<u>144.61</u>	<u>149.46</u>
Current Assets		
5 Inventories		
Work In Progress (Real Estate)	10,510.49	7,770.49
Stock-in-trade (Land and Expenses thereon)	6,306.77	6,409.93
Total	<u>16,817.26</u>	<u>14,180.42</u>
6 Current Investment		
Investment in Equity Instruments (Quoted)		
Measured at FVOCI		
Unit		
1000 Equity Shares of Reliance Infra Limited		
(1000) of Rs.10/- Each	0.91	0.29
10000 Equity Shares of Cerebra Integrated Technologies		
(10000) of Rs.10/- Each	6.97	4.37
Total Value of Quoted Investment	<u>7.88</u>	<u>4.66</u>
Units Investment in Mutual Fund (Unquoted)		
1999990 SBI Long term Advantage Fund Series V- Growth	308.72	241.36
(1999990)		
2384697.27 SBI Corporate Bond Fund	300.00	-
(NIL)		
29651.54 Union Flexi Cap Fund	9.73	-
(Nil)		
152703.73 SBI Balanced Advantage Fund	15.61	-
(Nil)		
NIL Union Medium Duration Fund	-	5.08
(49997.5)		

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NOTES

	As at 31 st March, 2022	As at 31 st March, 2021 (Rs. In Lakhs)
182960.10 Union Hybrid Equity Fund (99985.01)	22.10	10.46
(Nil) SBI Savings Fund (46239.32)	-	15.05
71520.02 Union Balance Advantage Fund (71520.02)	10.48	9.96
Total Value of Unquoted Investment	666.64	281.91
TOTAL AGGREGATE VALUE OF INVESTMENT MEASURED AT FVOCI	674.52	286.57
Investment measured at FVOCI	674.52	286.57
Total Value of Unquoted Investment	666.64	281.91
7 Trade Receivables		
Trade Receivables Considered good, Unsecured	201.21	189.18
Total	201.21	189.18
* Refer Note No. 34		
8 Cash and Cash Equivalent		
Balance With Banks		
In Current Account	507.07	360.06
Cash on Hand	17.81	6.48
Total	524.88	366.54
9 Other Bank Balances		
In Fixed Deposit(Pledged with bank Rs. 1238.26 Lakh (Previous Year: Rs. 1206.59 Lakh) against Over draft facilities	1,238.26	1,206.59
Fixed Deposit	6.81	6.50
Total	1,245.07	1,213.09
10 Other Financial Assets		
Interest accrued on FDR with Bank	15.88	15.44
Security Deposit	20.52	15.52
Total	36.40	30.96
11 Other Current Assets		
Prepaid Expenses	6.06	5.05
ITC Receivable	0.03	0.14
Advance recoverable in Cash or kind	7.35	7.82
Advance to Others	57.77	23.27
Total	71.21	36.28
12 Equity		
Share Capital		
Authorised:		
6280000 Equity Shares of Rs. 10/- each	628.00	628.00
20000 cumulative redeemable Preference Shares of Rs. 100/- each	20.00	20.00
8,000 Deferred Shares of Rs. 25/- each	2.00	2.00
Total	650.00	650.00
Issued, Subscribed & Paid Up		
2701018 Equity Shares		
of Rs. 10/- each fully paid up	270.10	270.10
8000 Deferred Shares of Rs. 25/- each fully paid up	2.00	2.00
Total	272.10	272.10

The Details of Shareholders holding more than 5% shares

Name of Shareholder	As at 31 st March, 2022		As at 31 st March, 2021	
	No. of Shares	% Held	No. of Shares	% Held
Mr. Saleem Iqbal Shervani	384,980	14.25	384,980	14.25
M/s Lebensraum Infra Private Limited	200,221	7.41	200,221	7.41
M/s Frost Traders Private Limited	367,602	13.61	367,602	13.61

Shares held by Promoters & Promoters' Group at the end of the Year			% Change during the year
Promoters Name	No. of Shares held	% of total shares	
Mr. Saleem Iqbal Shervani	384,980	14.25	Nil
Mr. Saeed Mustafa Shervani	131,386	4.86	Nil
Mr. Azher Nisar Shervani	101,687	3.76	Nil
Mr. Tahir Hasan	13,615	0.5	Nil
Mrs. Salma Hasan	61,728	2.29	Nil
Mrs. Rubina Shervani	66,655	2.47	Nil
Mr. Saad Mustafa Shervani	96,130	3.56	Nil
Mr. Mustafa Rashid Shervani	76,575	2.84	Nil
Mrs. Ursala Fatima Shervani	87,835	3.25	Nil
Mrs. Zeba Hasan	90,089	3.34	Nil
Ms. Zehra Shervani	12,718	0.47	Nil
Ms. Aisra Amrah Fatima Shervani	14,580	0.54	Nil
Ms. Shamsiya Fatima Shervani	11,790	0.44	Nil
Ms. Mohd. Adil Mustafa Shervani	6,925	0.26	Nil
Azhar Family Trust	48,633	1.8	Nil
Saeed Family Trust	49,308	1.83	Nil
Salama Zeba Family Trust	54,645	2.02	Nil
Saleem Family Trust	60,985	2.26	Nil
Aslam Family Trust	43,945	1.63	Nil
Waqf Haji Bhikkan	7,840	0.29	Nil
Lebensraum Infra Private Limited	200,221	7.41	Nil
Shervani Enterprises Private Limited	1,450	0.05	Nil
Total	1,623,720	60.12	

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NOTES

	As at 31 st March, 2022	As at 31 st March, 2021
		(Rs. In Lakhs)
13 Other Equity		
Capital Subsidy Reserve		
Balance at the beginning of the year	19.27	19.27
Balance at the end of the year	<u>19.27</u>	<u>19.27</u>
General Reserve		
Balance at the beginning of the year	2,971.86	2,971.86
Balance at the end of the year	<u>2,971.86</u>	<u>2,971.86</u>
Capital Redemption Reserve		
Balance at the beginning of the year	75.92	75.92
Balance at the end of the year	<u>75.92</u>	<u>75.92</u>
Capital Reserve on Revaluation on Land		
Balance at the beginning of the year	6,254.90	6,974.22
Less: Transfer to Profit and Loss Statement	(102.24)	(719.32)
Balance at the end of the year	<u>6,152.66</u>	<u>6,254.90</u>
Retained Earnings		
Balance at the beginning of the year	3,662.02	3,052.22
Add: Profit as per Profit & Loss Statement	(277.30)	666.28
Add: Adjustment on Consolidation (Associate Loss)	-	11.54
Dividend Paid	68.02	68.02
Balance at the end of the year	<u>3,316.70</u>	<u>3,662.02</u>
Other Comprehensive Income(OCI)		
As per last Balance Sheet	34.92	(51.73)
Add: Movement in OCI (Net of Tax) during the year	77.56	83.87
Less: Investment sold during the year	(0.12)	2.78
Closing Balance at the end of the year	<u>112.37</u>	<u>34.92</u>
Other Equity	<u>12,648.78</u>	<u>13,018.89</u>
Non Current Liabilities		
14 Borrowings		
Secured Loan		
Vehicle Loans (Secured by hypothecation of Vehicles & on personal gurantee of Mr. Saleem I Shervani, the Managing Director of the Company)	172.86	196.29
Total	<u>172.86</u>	<u>196.29</u>
15 Provisions		
Provision for Employee Benefits	13.96	13.48
Total	<u>13.96</u>	<u>13.48</u>
Current Liabilities		
16 Deferred Tax (Assets)/Liabilities(Net)		
Deferred Tax Liabilities		
Related to Property, Plant and Equipment	72.91	63.98
Deferred Tax Assets		
Disallowed Expenses	(11.67)	(10.06)
Mat Credit Entitlement	(1.68)	-
Total	<u>59.56</u>	<u>53.92</u>

CONSOLIDATED

NOTES

	As at 31 st March, 2022	As at 31 st March, 2021 (Rs. In Lakhs)
17 Borrowings		
Secured Loan From Banks		
Current Maturity of Long Term Debt (Current Maturity of Long Term Debt (On personal gurantee of Mr. Saleem I. Shervani, the Managing Director of the Company)	46.30	51.10
Overdraft from Union Bank of India (Secured by hypothecation of Fixed Deposit) State Bank of India CC A/c (Secured by pledge of Company's Land at Sulem Sarai, Prayagraj & on personal gurantee of Mr. Saleem I. Shervani, the Managing Director & Mr. Tahir Hasan, the Whole time Director of the Company)	406.38	12.76
	544.89	245.67
Total	997.57	309.53
18 Trade Payables		
Dues towards Others	128.22	97.92
Total	128.22	97.92
* Refer Note No. 35		
19 Other Financial Liabilities		
Unpaid Dividend	98.41	99.26
Total	98.41	99.26
20 Other Current Liabilities		
Advance from Customer	6,966.81	3,773.58
Security Deposits	71.03	13.15
GST Payable	9.63	73.99
Other Payables*	262.23	204.28
Total	7,309.70	4,065.00
*Other paybles includes statutory liability , employee liability etc.		
21 Provisions		
Current Tax Liability (Net)	256.40	410.34
Provision For Employee Benefits	2.47	2.58
Total	258.87	412.92
22 Revenue from Operations	Year ended March 31, 2022	Year ended March 31, 2021
Sale of Plot & Flat (including transfer from Revaluation Reserve Rs. 102.24 lacs Previous Year Rs. 719.33 lacs)	429.75	2,752.20
Job Charges	456.36	437.23
Total	886.11	3,189.43
23 Other Income		
Interest Received	67.37	85.69
Interest on Income Tax Refund	-	26.26
Liability Written Off	-	14.84
Other Non-Operating Income		
Rent	24.53	8.29
Provision of Liability No Longer Required	0.99	0.66
Profit on Sale of Investments (Net)	0.70	24.40
Service Tax/ GST Recoverable (Tara Tower)	3.70	21.70
Miscellaneous Receipts	9.48	5.20
Total	106.77	187.04
24 Cost of Construction and Development Expenses		
Total	2,888.18	2,774.86

CONSOLIDATED**NOTES**

	Year ended March 31, 2022	Year ended March 31, 2021 (Rs. In Lakhs)
25 Change in Inventories of Finished Goods, Work-in-progress and Stock-in-trade Inventories (at close)		
Stock in trade (Real Estate)	6,306.77	6,409.93
Work-in-Progress (restated)	<u>10,510.49</u>	<u>7,770.49</u>
	<u>16,817.26</u>	<u>14,180.42</u>
Inventories (at commencement)		
Stock in Trade (Real Estate)	6,409.93	7,136.37
Work-in-Progress (Restated)	<u>7,770.49</u>	<u>5,924.23</u>
	<u>14,180.42</u>	<u>13,060.60</u>
Change in Inventories	<u>(2,636.84)</u>	<u>(1,119.82)</u>
26 Employee Benefits Expense		
Salaries And Wages	299.28	292.41
Contribution To Provident And Other Funds	17.60	11.79
Staff Welfare Expenses	<u>6.75</u>	<u>6.77</u>
Total	<u>323.63</u>	<u>310.97</u>
27 Other Expenses		
Establishment Expenses		
Rent	13.67	12.10
Project Maintenance	25.52	109.76
Power & Fuel	162.84	167.61
Repair Buildings	3.82	5.47
Repair to Plant & Machinery	9.15	10.86
Other Manufacturing Expenses	4.96	4.21
Insurance	7.53	7.39
Rates And Taxes	2.95	1.51
Vehicle Maintenance	22.48	19.09
Professional Charges	55.71	79.88
Travelling And Conveyance Expenses	5.76	2.20
Payments To The Auditors		
As Auditor	2.07	2.07
For Other Services	0.59	0.59
Directors' Sitting Fee	8.90	9.15
GST Paid (on Reverse Charge)	2.25	2.51
Loss On Sale Of Assets (Net)	-	6.65
(Profit)/Loss on sale of Share	-	0.42
CSR Expenses	50.00	69.50
Electric Charges	24.05	-
Safety & Protection	20.22	-
Rearing Expenses	25.92	-
Maintenance Charges (UPSIDA)	12.48	-
Sanitation	11.56	-
Miscellaneous Expenses	95.01	139.25
Total (A)	<u>567.44</u>	<u>650.22</u>
Selling and Distribution Expenses		
Brokerage	<u>18.10</u>	<u>75.36</u>
Total (B)	<u>18.10</u>	<u>75.36</u>
Total (A+B)	<u>585.54</u>	<u>725.58</u>
28 Exceptional Items		
Investment Written Off	<u>-</u>	<u>54.50</u>
	<u>-</u>	<u>54.50</u>

CONSOLIDATED**NOTES**

	Year ended March 31, 2022	Year ended March 31, 2021 (Rs. In Lakhs)
29 Earning Per Share		
Net profit available for Equity Shareholders (Numerator used for calculation)	(277.30)	666.28
Weighted Average No. of Equity Shares (Used as Denominator for calculating EPS)	2,721,018	2,721,018
Basic and Diluted Earning per share of Rs. 10/-	(10.19)	24.49
30 Tax Expenses	2021-22	2020-21
Amount recognised in Profit and Loss		
Current Tax		
Income Tax for the year	72.91	95.32
Adjustment related to previous year -Net	-	(293.76)
Total Current Tax (A)	72.91	(198.44)
Deferred Tax:		
Deferred Tax for the year		
Adjustment related to previous year -Net	(13.35)	10.53
Total Deferred Tax (B)	(13.35)	10.53
Total Tax Expense (A+B)	86.26	(208.97)
31 Related Party Disclosures as required under Ind AS-24 are given below		
Wholly Owned Subsidiary Company		
Farco Foods Private Limited		
Associate Companies		
Star Hotels Private Limited		
Youngtronics India Private Limited		
Key Managerial Personnel (KMP)		
Mr. Saleem Iqbal Shervani, Managing Director		
Mr. Tahir Hasan, Whole-time Director & C.F.O.		
Mr. S. K. Shukla, Company Secretary		
Executive Directors		
Mr. Sadiq Husain Siddiqui, Director (C. A.)		
Non Executive Directors		
Dr. A.P. Singh, Chairman, Independent, Non Executive		
Mr. A.N. Shervani, Director, Non Executive		
Mr. S.M. Shervani, Director, Non Executive		
Mr. G.S. Chaturvedi, Director, Independent, Non Executive		
Mr. Mohd. Aslam Sayeed, Director, Independent, Non Executive		
Mr. Raju Verghese, Director, Independent, Non Executive		
Ms. Aradhika Chopra, Director, Independent, Non Executive		
Mr. Syed Zafar Subhan, (Non Executive Director), Farco Foods Private Limited		
Mr. T. Nadesan, Director (Non Executive Director), Farco Foods Private Limited		
Mr. Sajid Husain Siddiqui, (Non Executive Director), Farco Foods Private Limited		
Relatives		
Mr. Mustafa Rashid Shervani		
Mrs. Salma Hasan		
Mr. Yasser Niaz Hasan		
Mrs. Iram Ibrahim Shervani		

			Year ended March 31, 2022	Year ended March 31, 2021
Related parties with whom transactions have taken place	KMP	Relative of KMP and Other Directors	Associate Companies	Subsidiary Company
Short Term Benefits (Remuneration)				
Current Year	17.53	68.18	-	-
(Previous Year)	(22.21)	(70.53)	-	-
Employee Benefit Expenses				
Current Year	4.89	5.21	-	-
(Previous Year)	(0.58)	(1.20)	-	-
Rent Paid				
Current Year	-	-	-	-
(Previous Year)	-	-	-	-
Rent Received				
Current Year	-	-	1.07	-
(Previous Year)	-	-	(0.96)	-
Sitting Fee				
Current Year	7.50	-	-	-
(Previous Year)	(7.75)	-	-	-
Loans				
Balance (Net of Provision)				
Current Year	-	-	-	489.73
(Previous Year)	-	-	-	(489.73)
Selling Commission				
Current Year	-	18.10	-	-
(Previous Year)	-	(63.87)	-	-

32 Contingent Liabilities and Commitments

	Particular	As At 31st, March, 2022	As At 31st, March, 2021
(a)	Guarantee given by Company in favour of Union Bank of India on behalf of Omnitel Technologies Private Limited for credit facility extended to them	-	34.23
(b)	In respect of Income Tax Demand for Assessment Year 2018-19 for which appeal is filed with Income Tax Department	2,839.62*	2,839.62
(c)	In respect of Income Tax Demand for Assessment Year 2010-11 for which appeal is filed with Income Tax Department	109.54	109.54

*Rs. 50 Lakh has been deposited against demand of A.Y. 2018-19.

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

34. Trade Receivables Ageing As on 31.03.2022

Particulars	Outstanding from Following Periods from Due date of Receipts					Total
	Less than 6 Months	6 Months-1 Year	1-2 Years	2-3 Years	More Than 3 Years	
Undisputed Trade Receivables						
Considered Good	91.38	10.07	59.29	5.46	35.00	201.21
Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables						
Considered Good	-	-	-	-	-	-
Considered Doubtful	-	-	-	-	-	-
Total	91.38	10.07	59.29	5.46	35.00	201.21

Trade Receivables Ageing As on 31.03.2021

Particulars	Outstanding from Following Periods from Due date of Receipts					Total
	Less than 6 Months	6 Months-1 Year	1-2 Years	2-3 Years	More Than 3 Years	
Undisputed Trade Receivables						
Considered Good	123.24	24.44	41.40	0.11	-	189.18
Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables						
Considered Good	-	-	-	-	-	-
Considered Doubtful	-	-	-	-	-	-
Total	123.24	24.44	41.40	0.11	-	189.18

35. Trade Payable Ageing As on 31.03.2022

Particulars	Outstanding from Following Periods from Due date of Payments				Total
	Less than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	
Undisputed Trade Receivables					
Considered Good	92.63	3.04	3.67	28.90	128.22
Considered Doubtful	-	-	-	-	-
Disputed Trade Receivables					
Considered Good	-	-	-	-	-
Considered Doubtful	-	-	-	-	-
Total	92.63	3.04	3.67	28.90	128.22

Trade Payable Ageing As on 31.03.2021

Particulars	Outstanding from Following Periods from Due date of Payments				Total
	Less than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	
Undisputed Trade Receivables					
Considered Good	68.16	25.66	0.63	3.47	97.92
Considered Doubtful	-	-	-	-	-
Disputed Trade Receivables					
Considered Good	-	-	-	-	-
Considered Doubtful	-	-	-	-	-
Total	68.16	25.66	0.63	3.47	97.92

36. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary

Name of Enterprise	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss	
	As % of consolidated Net Assets	Amount in Rs.	As % of consolidated Profit or Loss	Rs. In Lakhs
Parent				
Shervani Industrial Syndicate Limited	88%	12,992.01	99.87%	(199.59)
Subsidiaries				
Farco foods Private Limited	-1.00%	(158.16)	3.83%	7.65
Associates				
Star Hotels Private Limited	13%	1856.34	3.96%	(7.92)
Youngtronics India Private Limited	-	-	-	
TOTAL	100%	14,690.20	100.00%	(199.86)

37. Salient Features of Financial Statements of Subsidiary as per Companies Act, 2013

(Rs. In Lakhs)

Sr. No.	Name of Subsidiary Company	Reporting Currency	Share Capital	Other Equity	Total Assets	Total Liabilities	Investments	Turnover / Total Income	Profit Before taxation	Provision for Taxation (Including Deferred Tax)	Profit After Taxation	Proposed Dividend	% of Shareholding
1	Farco Foods Private Limited	INR	90	(248.16)	696.96	855.11	-	463.84	10.75	(3.10)	7.65	-	100%

38. Statement pursuant to section 129(3) of the Companies Act 2013 related to Associate Companies

Sr No	Name of Associates	Shares of Associates held by the Company on year end					Profit/(Loss) for the year			
		Latest Audited Balance Sheet date	No of Shares	Amount of Investment in Associate	Extend of Holding %	Net Worth attributable to Shareholding as per latest Balance Sheet	Considered in Consolidation	Not Considered in Consolidation	Description of how there is significant influence	Reason why the Associates is not Consolidated
1	Star Hotels Private Limited	31.03.2022	2,265,750	881.43	35.40%	-	(12.68)	NIL	35.40% Shares Held	-
2	Youngtronic India Private Limited	31.03.2022	85,000	8.50*	46.33%	-	-	NIL	46.33% Shares Held	-

*Provision have been made in Previous Years.

