

17TH

ANNUAL REPORT
2019-20

CORPORATE INFORMATION

BOARD OF DIRECTORS

Shri Mohammed Sabir Khan

Smt. Samar Khan

Shri Nasir Khan

Director - Executive Chairman

Executive Director

Executive Director

BANKERS

State Bank of India
Industrial Estate Branch,
Pur Road, Bhilwara 311001

Bank of Baroda
SME Branch,
Pur Road, Bhilwara 311001

STATUTORY AUDITORS

M/s S. K. Toshniwal & Co.,
Chartered Accountants
Shop No. 20, Badal Textile Market,
Pur Road, Bhilwara 311001

PLANT & REGISTERED OFFICE

F-483 to F-487,
RIICO Growth Centre,
Hamirgarh,
Bhilwara-311001 Rajasthan

CORPORATE INFORMATION

CIN - U18101RJ2003PTC018359
GSTIN - 08AAHCS2781A1ZH
Ph. No.-9414112677
Email ID -info@swarajsuiting.com

ANNUAL GENERAL MEETING

Date: 18th September, 2020
Day: Friday
Time: 09.00 A.M.
Place: F-483 to F-487, RIICO Growth Centre,
Hamirgarh, Bhilwara-311025, Raj.

NOTICE OF SEVENTEENTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 17th Annual General Meeting of the Members of Swaraj Suiting Private Limited at will be held on Friday, the 18th September, 2020, at 09.00 a.m. at F-483 to F-487, RIICO Growth Centre, Hmairgarh, Bhilwara, Rajasthan-311025 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:-**

- a) **"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."
- b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

SPECIAL BUSINESS:

2. CONVERSION OF PRIVATE COMPANY INTO PUBLIC COMPANY:-

To consider and if thought fit to pass with or without modification(s) the following resolution as a **Special Resolution:-**

"RESOLVED THAT in accordance with the provisions of Section 14 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and other applicable provisions, if any, (including any statutory modification (s) or re-enactment thereof, for the time being in force) the Company be converted into Public Limited Company and the Directors be and are hereby authorized to take all such steps as may be necessary or proper for effecting such conversion.

FURTHER RESOLVED THAT consequent of the above, the word "Private" be and is hereby deleted from name of the Company wherever occurring in the Memorandum & Articles of Association of the Company and the name of the Company henceforth be "SWARAJ SUITING LIMITED".

RESOLVED FURTHER THAT anyone director of the company be and is hereby authorized to file the prescribed form & documents with the Registrar of Companies, and take all necessary action in the matter."

3. ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION:-

To consider & thought fit, to pass with or without modification the following resolution as a **Special Resolution:-**

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the draft clauses contained in the

modification or re-enactment thereof for the time being in force), the draft clauses contained in the New Memorandum of Association submitted to this meeting be and are hereby approved and adopted in substitution and to the entire exclusion, of the clauses contained in the existing Memorandum of Association of the Company with immediate effect."

RESOLVED FURTHER THAT anyone director of the company be and is hereby authorized to file the prescribed form & documents with the Registrar of Companies, and take all necessary action in the matter.

4. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION:-

To consider and if though fit, to pass with or without modification 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 or re-enactment thereof for the time being in force), consent of members is hereby accorded to adopt new set of Article of Associations of the Company with immediate effect in place of existing Article of Association of the Company.


FURTHER RESOLVED THAT all the existing clause 1 to 65 of Articles of Association of the Company be deleted and in its place clause No. 1 to 176 be adopted in Articles of Association of the Company. A copy of draft AOA is placed before the meeting, duly initialed by the Chairman.

RESOLVED FURTHER THAT anyone director of the company be and is hereby authorized to file the prescribed form & documents with the Registrar of companies, and take all necessary action in the matter."

For SWARAJ SUITING PRIVATE LIMITED


Nasir Khan
Executive Director


Samar Khan
Executive Director


Mohammed Sabir Khan
Chairman and Executive Director
Bhilwara, August 27, 2020

To

The Members,
Swaraj Suiting Private Limited
Statutory Auditors

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL 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. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE MEETING.** A person can act as a proxy on behalf of Members not exceeding fifty (50) and holding not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
2. Corporate Members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company, a duly certified Board Resolution authorizing their said representative(s) to attend and vote on their behalf at the meeting.
3. The relevant documents accompanying the Notice are open for inspection to the members at the Registered Office of the Company during the normal business hours of the Company up to the date of the Meeting.
4. The members are requested to notify any change to address, E-mail ID or any other detail of members as registered with the company
5. Members desirous of asking any questions at the Annual General Meeting are requested to send in their questions so as to reach the Company at least 10 days before the Annual General Meeting so that the same can be suitably replied.
6. The Accounts, reports and other documents required under the law to be annexed thereto will be available for inspection during working hours from 11.00 a.m. to 1.00 p.m. at the Registered Office of the Company on any working day except Sundays prior to the date of the Annual General Meeting.
7. Members are requested to furnish their Email ID at info@swarajsuiting.com/cs@swarajsuiting.com and/or send letter to us quoting their Folio No. and e-mail ID to enable us to serve any document, notice, communication, annual reports etc. through e-mail. For members who have not registered their email addresses, physical copies of the Annual Report 2019-20 are being sent by the permitted mode. We request the members to continue to support the Green Initiative introduced by MCA and make it a success.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 2

Company is engaged in Textile business. To efficiently and successfully run such kind of business, huge fund is required. Since the Company is a private Company, its fund requirement cannot meet substantially within the company and in future, company also plans to list its shares with Stock exchange to find recognition in market. Conversion into public limited Company would help the company to carry out its affairs efficiently and successfully.

The Board of Directors commend to convert your company into public limited. For this purpose approval of shareholders in General Meeting by way of *Special Resolution* is to be sought.

None of the Directors / Key Managerial Personnel and their relatives is in any way concerned or interested in the proposed resolution except as a Shareholders of the Company.

Item No. 3

To remain consistent with Companies Act, 2013, the board decided to adopt new set of Memorandum of Association as per Companies Act 2013. Draft MOA initialed by the chairman for the purpose of identification kept available for inspection at registered office during business hours. Therefore the Board of Directors in the interest of company recommends the Special Resolution before members for their approval.

None of the Directors and their relatives is interested in the proposed resolution.

Item No. 4

Company is converting it into Limited Company, for efficient operation and management of the Company in public interest and to remain in consistent with said Act, 2013, the board decided to adopt new set of Article of Association in place of existing AOA. Draft AOA as initialed by the chairman for the purpose of identification, kept available for inspection at registered office during business hours. Therefore the Board of Directors in the interest of company, recommends the special resolution before members for their approval.

None of the Directors and their relatives is interested in the proposed resolution.

For SWARAJ SUITING PRIVATE LIMITED



Nasir Khan
Executive Director



Samar Khan
Executive Director



Mohammed Sabir Khan
Chairman and Executive Director
Bhilwara, August 27, 2020

Form no. MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U18101RJ2003PTC018359

Name of the Company: Swaraj Suiting Private Limited

Registered Office: F-483 to F-487, RIICO Growth Centre, Hamirgarh, Bhilwara-311025, Rajasthan

Name of member(s) :

Registered address :

E-mail ID :

Folio No./Client ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:

Address:

Email Id:

Signature:.....,or failing him/her

2. Name:

Address:

Email Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 17th Annual General Meeting of the company, to be held on Friday, September 18, 2020 at 09.00 A.M. at F-483 to F-487, RIICO Growth Centre, Hamirgarh, Bhilwara-311025, Rajasthan

Signed this..... day of..... 2020

Affix
Revenue
Stamp

Signature of shareholder

Signature of proxy holder(S)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting

ATTENDANCE SLIP

1	Name of the attending member (in BLOCK letters)	
2	Registered Folio No.	
3	Name of Proxy (in block letters) (to be filled if the proxy attends instead of the member)	

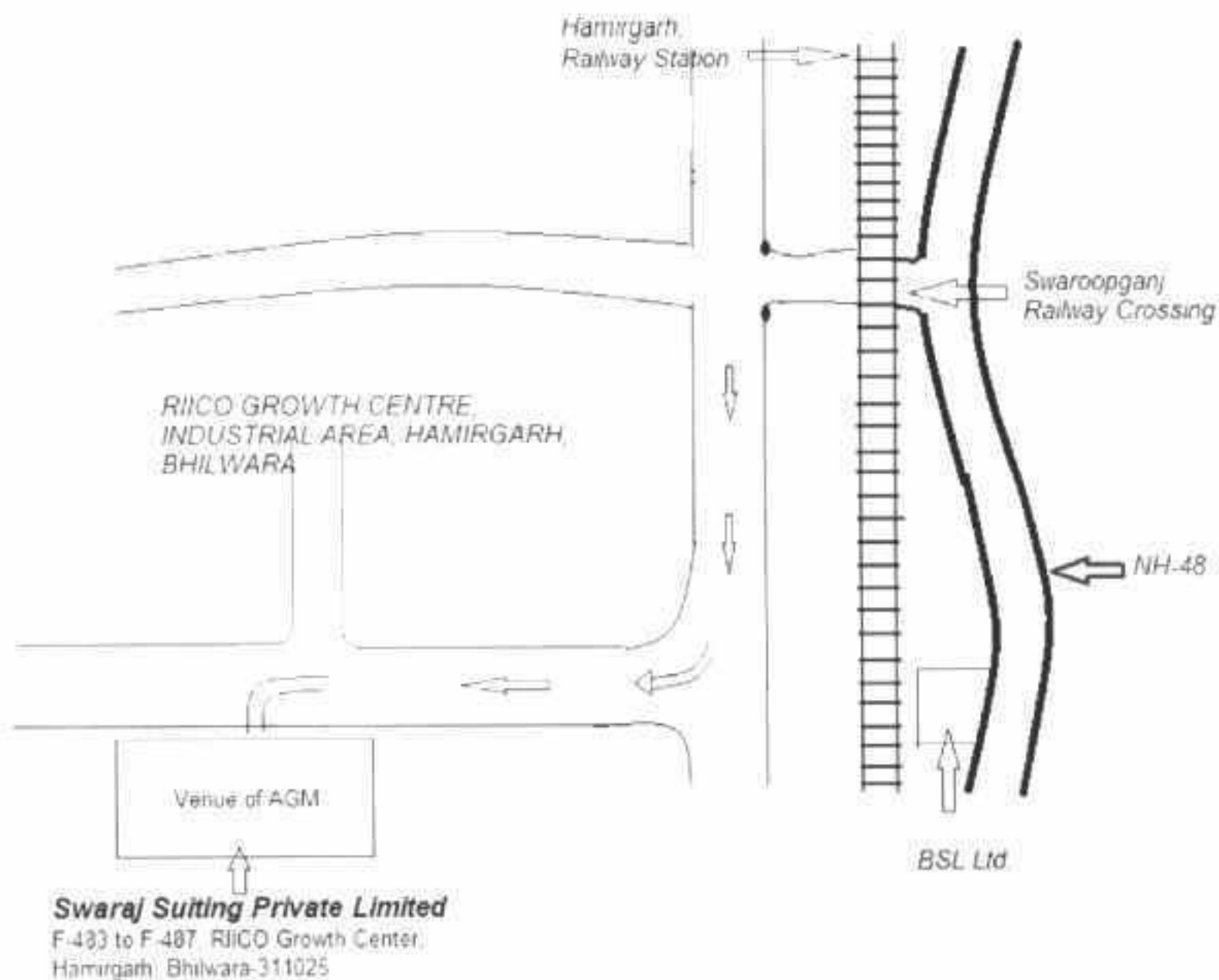
Number of shares held.....

I hereby record my presence at the 17th Annual General Meeting of Swaraj Suiting Private Limited held on Friday, September 18, 2020 at F-483 to F-487, RIICO Growth Centre, Hamirgarh, Bhilwara-311001, Rajasthan.

Member's/Proxy's Signature

Note- Please fill up this attendance slip and hand over it at the entrance of the meeting hall.

Location Plan of Registered Office of the Company-



DIRECTORS' REPORT

Dear Members,

The Board of Directors are pleased to present the Company's 17th Annual Report and the Company's audited financial statements (standalone and consolidated) for the financial year ended March 31, 2020.

FINANCIAL RESULTS

The Company's financial performance for the year ended March 31, 2020 is summarized below:

	STANDALONE		CONSOLIDATED	
	₹ lakh		₹ lakh	
	2019-20	2018-19	2019-20	2018-19
Revenue from operations	5818.28	5590.18	8038.71	7627.39
Other Income	25.82	10.19	26.61	14.29
Profit before depreciation, finance cost, exceptional items & tax expenses	1337.29	1206.52	1657.70	1452.26
Less: Depreciation/ Amortization / Impairment	582.15	641.86	693.98	747.78
Profit before finance cost, exceptional items & tax expenses	755.14	564.66	963.72	704.48
Less: Finance Cost	364.40	306.20	535.42	425.90
Profit before exceptional items & tax expenses	390.74	258.46	428.30	278.58
Less- Exceptional Items	0.00	0.00	0.00	0.00
Profit before tax expenses	390.74	258.46	428.30	278.58
Less: -Tax expenses				
- Current Tax	65.22	53.21	71.08	57.08
- Deferred Tax	0.00	1.46	3.99	3.01
Profit for the year	325.52	203.79	353.23	218.49

RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

THE HIGHLIGHTS OF THE COMPANY'S PERFORMANCE (STANDALONE) FOR THE YEAR ENDED MARCH 31, 2020 ARE AS UNDER:

- Revenue from operations increased by 4.08 % to ₹ 5818.28 lakh
- PBDIT increased by 10.84 % to ₹ 1337.29 lakh
- Profit Before Tax increased by 51.18 % to ₹ 390.74 lakh
- Net Profit increased by 59.73 % to ₹ 325.52 lakh

OPERATIONS

The Company's standalone revenue from operations (including other income) stood at ₹ 5844.10 lakh compared to ₹ 5600.37 lakh with a remarkable growth of 04.35 % as compared to

the previous fiscal and consolidated revenue from operations (including other income) stood at ₹ 8065.32 lakh compared to ₹ 7641.68 lakh with a growth of 05.54 % as compared to previous fiscal. The Company has, earned standalone net profit of ₹ 325.52 lakh during the year as compared to net profit of ₹ 203.79 lakh in the previous year and earned consolidated net profit of ₹ 353.23 lakh during the year as compared to consolidated net profit of ₹ 218.49 lakh in the previous year.

DIVIDEND

Taking into consideration the increased need of funds for working capital and to sustain future growth of company through more assets expansion, your Directors have decided to conserve the resources and do not recommend any dividend for the financial year ended on March 31, 2020.

TRANSFER TO RESERVES

The Board of Directors of your company has decided not to transfer any amount to the reserves for the year under review.

CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements of the Company are prepared in accordance with relevant Accounting Standards issued by the Institute of Chartered Accountants of India and form part of this annual report. A statement containing the salient features of the Company's subsidiaries, associate and joint venture Company in the prescribed form **AOC-1** is enclosed as **Annexure 1** to the *Annual Report*.

DEPOSITS

During the year under review, your company has not accepted or renewed any deposit within the meaning of Section 73 of the Companies Act 2013 and the rules made there under.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

As on March 31, 2020, the Company has one subsidiary company which details as follows-

S No	Name and address of the Company	CIN/ GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable section
1	Cyan Textile Private Limited (Formerly known as Modway Suiting Private Limited) 470, Industrial Area, Biliya Khurd, Pur Road, Bhilwara-311001	U18108RJ1986P-TC003788	Subsidiary	55.79	Section 2(87)

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, with respect to Directors' Responsibility Statement, the Directors confirm that:

- (a) in the preparation of the annual financial statements for the year ended March 31, 2020, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) such accounting policies as mentioned in notes to the Financial statements have been selected and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at March 31, 2020 and of the profit and loss of the company for that period;
- (c) that proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) that the annual financial statements have been prepared on a going concern basis; and
- (e) that proper internal financial control was in place and that the financial controls were adequate and operating effectively; and
- (f) that proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS OR KEY MANAGERIAL PERSONNEL

During the year under review, there was no change in the constitution of the Board of Directors of the Company.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

No significant or material orders were passed by the Regulators or Courts or Tribunals which may impact the Going concern status and Company's operations in future

MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors met 7 (seven) times during the year on 18.05.2019, 02.08.2019, 02.09.2019, 04.11.2019, 13.01.2020, 11.03.2020 and 31.03.2020. The frequency of and the quorum at these meetings were in conformity with the provisions of the Companies Act, 2013 and Secretarial Standard-1.

STATUTORY AUDITOR

M/S S. K. Toshniwal & Co., Chartered Accountants (Firm Registration No. 008852C) were

appointed as Auditors of the Company for 5 (five) consecutive years, at the AGM held on September 30, 2019. The Auditors have confirmed that they are not disqualified from continuing as Auditors of the Company.

The audit observations referred to in the Audit Report, are self-explanatory and does not call for any further comment.

There is no qualification or adverse remark in Auditor's Report except to Accounting Standard - 15's compliance by the Company regard to Gratuity, Bonus and other retirement's benefits of employees. The Board in this regard assures to the members that the Company taking steps to ascertain the above liabilities and the same would be provided in subsequent year.

There is no incident of fraud requiring reporting the Auditors under Section 143(12) of the Companies Act, 2013.

INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY

The company has a comprehensive internal control system in place for ensuring reliability of financial reporting, orderly and efficient conduct of business, compliance with policies, procedures, safeguarding of assets, economical and efficient use of resources, prevention and detection of frauds and errors.

Appropriate review and control mechanisms are built in place to ensure that such control systems are adequate and operate effectively.

CREDIT RATING

The Credit rating assigned by CRISIL in their letter no. SRJSL/222226/BLR/041900058/1 dated May 12, 2020 is as under:

Total Bank Loan Facilities Rated	Amount (in Crore)	Rating
Long Term facilities Rated	26.00	CRISIL BB+/Stable
Short Term facilities Rated	11.00	CRISIL BB+/Stable
Total	37.00	

RISK MANAGEMENT POLICY

The Company has adopted an enterprise Risk Management Policy with an objective of timely identification, mitigation and control of the risk, manage threats that could severely impact or bring down the organization. The risk management policy is sufficiently equipped to timely identify risk, threats arising out of various factors not limiting to competition, technology, environmental regulations, internal procedures and deficiencies. The management is competent to address to any such problem in time and with confidence. Besides this the policy is reviewed from time to time.

MATERIAL CHANGES & COMMITMENTS

Material changes and commitments affecting the financial position of the Company between the

end of the financial year and date of this report are given below.

Global Pandemic – COVID-19

The outbreak of Corona Virus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries, business are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown.

COVID-19 is significantly impacting the business operation of the companies, by way of interruption in production, supply chain disruption, unavailability of personnel, closure /lockdown of production facilities etc. On March 24, 2020, the Government of India ordered a nationwide lockdown for 21 days which further got extended till May 03, 2020 and Bhilwara's administration which further got extended till May 17, 2020 to prevent community spread of COVID-19 in India as well as Bhilwara resulting in significant reduction in economic activities.

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

The company is committed to provide a work environment which ensures that every woman employee is treated with dignity, respect and equality. There is zero-tolerance towards sexual harassment and any act of sexual harassment invites serious disciplinary action.

The company has in place an Anti-Sexual Harassment Policy in line with the requirement of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainee) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed off during the year 2019-20.

No. of complaints pending at the beginning of the year: Nil

No. of complaints received during the year: Nil

No. of complaints disposed off during the year: Nil

No. of cases pending at the end of the year: Nil

EXTRACT OF ANNUAL RETURN

In accordance with section 134(3)(a) of the Companies Act, 2013, an extract of the annual return as provided under sub section (3) of section 92 of the Companies Act 2013 read with Rule 12 of the Companies (Management and Administration) Rules 2014 is appended as **Annexure 2** to the *Boards' report*.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Details of loans, guarantees or investments, if any, covered under the provisions of Section 186 of the Act are given in the notes to the financial statements

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All related party transactions that were entered during the financial year, were on the arm's length basis and were in the ordinary course of business and do not attract the provisions of section 188 of the Companies Act, 2013. Thus the disclosure in form-AOC-2 is not required.

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO.

The particulars as prescribed under sub-section (3)(m) of section 134 of the Companies Act, 2013, read with rule 8(3) of Companies (Accounts) Rules, 2014, are enclosed as **Annexure 3** to the *Boards'* Report.

ACKNOWLEDGEMENT

It is our belief that we have a leadership team with right experience and skills to take us into next decade of growth. We continue to build our skills and add appropriate resources, which help the company deliver solid results in the years to come. The Board of Directors sincerely appreciates the high degree of professionalism, commitment and dedication displayed by employees at all levels. The Directors also place on record their gratitude to the Bankers, Govt. and Semi Govt. organizations and members for their continued support and confidence.

For SWARAJ SUITING PRIVATE LIMITED



Nasir Khan
Executive Director



Samar Khan
Executive Director



Mohammed Sabir Khan
Chairman and Executive Director
Bhilwara, August 27, 2020

ANNEXURE - 1

FORM AOC-1

(Pursuant to sub-section (3) of section 129 read with rule 5 of the Companies (Accounts) Rules 2014)

Statement containing salient features of the financial statement of subsidiaries

PART-A SUBSIDIARIES

(in lakhs)

Sr. No.	Particulars	Description
1	Name of Subsidiary	Cyan Textile Private Limited
2	Date of acquisition	11.04.2018
3	Reporting Period	31.03.2020
4	Exchange rates as at year end	N.A.
5	Average Exchange Rates	N.A.
6	Share Capital (including share application money)	500.00
7	Reserve & Surplus	152.03
8	Total Assets	2407.70
9	Total Liabilities	2407.70
10	Investments	-
11	Turnover	2020.43
12	Profit / (loss) before taxation	37.56
13	Provision for tax (including deferred tax)	9.84
14	Profit / (loss) after taxation	27.72
15	Proposed Dividend	Nil
16	% of shareholding	55.79%

Note

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

For SWARAJ SUITING PRIVATE LIMITED


Nasir Khan
Executive Director


Samar Khan
Executive Director


Mohammed Sabir Khan
Chairman and Executive Director
Bhilwara, August 27, 2020

ANNEXURE - 2

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2020
 [Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS :

Corporate Identity Number(CIN)	U18101RJ2003PTC018359
Registration Date	09/06/2003
Name of the Company	SWARAJ SUITING PRIVATE LIMITED
Category/Sub Category of the Company	Private Company Limited by share
Address of the registered Office & Contact details	F-483 to F-487, RIICO Growth Centre, Hamirgarh, Bhilwara-311025, Rajasthan Ph. No.: +9194141-12677 E-mail: info@swarajsuiting.com, cs@swarajsuiting.com
Listed Company (Yes/No)	NO
Name, Address and Contact details of Registrar and Transfer Agent, if any	N/A

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Name and description of Main Product/ services	NIC Code of the Product/Services	% to total turnover of the Company
Job Weaving	13121	43.10
Finish Fabric Sales	46411	38.08
Grey Fabric Sales	46411	18.80

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

1

S No	Name and address of the Company	CIN/ GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable section
1	Cyan Textile Private Limited (Formerly known as Modway Suiting Private Limited) 470, Industrial Area, Biliya Khurd, Pur Road, Bhilwara-311001	U18108RJ1986P TC003788	Subsidiary	55.79	Section 2(87)
	-	-	-	-	-

(b) Individuals (i) Individual shareholders holding nominal share capital upto Rs.1 Lacs	-	7000	7000	0.36	-	7000	7000	0.36	0.00
(ii) Individual shareholders holding nominal share capital in excess of Rs.1Lacs	-	-	-	-	-	-	-	-	-
(c) Others (specify)	-	4000	4000	0.21	-	0	0	0	(00.21)
Sub-total (B)(2):-	-	32500	32500	01.68	-	7000	7000	00.36	(01.32)
Total Public shareholding (B)=(B)(1)+(B)(2)	-	32500	32500	01.68	-	7000	7000	00.36	(01.32)
C. Shares held by custodian for GDR & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	1938345	1938345	100	-	1938345	1938345	100	0

(ii) Share Holding of Promoters

S. No.	Shareholders' Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Mohammed Sabir Khan	527490	27.21	-	577490	29.79	-	02.58
2	Samar Khan	92100	4.75	-	92100	4.75	-	0.00
3	Nasir Khan	-	-	-	-	-	-	0.00
4	Sakina Textile private Limited	377730	19.49	-	377730	19.49	-	0.00
5	Ahinsa Business Venture Private Limited	182750	9.43	-	-	-	-	(09.43)
6	SatyamanTexpark	183250	9.45	-	-	-	-	(09.45)
7	Abdul Rajjak Khan	50000	2.58	-	-	-	-	(02.58)
8	Divine Suiitng Private Limited	432000	22.29	-	432000	22.29	-	0.00
9	Jahida Parihar	3550	0.18	-	3550	0.18	-	0.00
10	Shabnam Khan	3550	0.18	-	3550	0.18	-	0.00
11	Shabana Akhlaque Madani	3550	0.18	-	3550	0.18	-	0.00
12	Gomoto Textiles Private Limited	36000	1.86	-	427500	22.05	-	20.20
13	Jamuna Synthetics Private Limited	13875	0.72	-	13875	0.72	-	0.00
	TOTAL	1905845	98.32	-	1931345	99.64	-	01.32

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sr. No.	Name	Shareholding		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year (From 01/04/19 to 31/03/20)		
		No. Of shares at the beginning (01/04/19)/end of the year (31/03/20)	% of total shares of the company				No. of shares	% of total shares of the company	
1.	Mohammed Sabir Khan	527490	27.21	01/04/2019					
				31/03/2020	50,000	Transfer	577490	29.79	
		577490	29.79	31/03/2020			577490	29.79	
2.	Samar Khan	92100	04.75	01/04/2019	0	Nil movement during the year			
				-					
		92100	04.75	31/03/2020				92100	04.75
3.	Nasir Khan	-	-	01/04/2019		Nil movement during the year			
				-					
		-	-	31/03/2020				-	-
4.	Sakina Textile Private Limited	377730	19.49	01/04/2019		Nil movement during the year			
				-					
		377730	19.49	31/03/2020				377730	19.49
5.	Divine Suiting Private Limited	432000	22.29	01/04/2019		Nil movement during the year			
				-					
		432000	22.29	31/03/2020				432000	22.29
6.	Jahida Parihar	3550	0.18	01/04/2019		Nil movement during the year			
				-					
		3550	0.18	31/03/2020				3550	0.18
7.	Shabnam Khan	3550	0.18	01/04/2019		Nil movement during the year			
				-					
		3550	0.18	31/03/2020				3550	0.18
8.	Shabana Akhlaque Madni	3550	0.18	01/04/2019		Nil movement during the year			
				-					
		3550	0.18	31/03/2020				3550	0.18
9.	Gomoto Textile Private Limited	36000	01.86	01/04/2019		Transfer			
				31/03/2020	391500			427500	22.05
		427500	22.05	31/03/2020				427500	22.05
10.	Jamuna Synthetics Private Limited	13875	0.72	01/04/2019		Nil movement during the year			
				-					
		13875	0.72	31/03/2020				13875	0.72

(iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Name	Shareholding		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year (From 01/04/19 to 31/03/20)	
		No. Of shares at the beginning (01/04/19)/end of the year (31/03/20)	% of total shares of the company				No. of shares	% of total shares of the company
1.	Sirajuddin Sheikh	3550	0.18	01/04/2019		Nil movement during the year		
				-				
		3550	0.18	31/03/2020			3550	0.18
2.	Vinod Jangid	3450	-	01/04/2019	0	Nil movement during the year		
				-				
		3450	0.18	31/03/2020			3450	0.18

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year (From 01/04/19 to 31/03/20)	
		No. Of shares at the beginning (01/04/19)/end of the year (31/03/20)	% of total shares of the company				No. of shares	% of total shares of the company
A	DIRECTORS							
1.	Mohammed Sabir Khan Chairman cum Executive Director	5,27,490	27.21	01/04/2019		Transfer		
				31-03-2020	50000		5,77,490	29.79
		5,77,490	29.79	31/03/2020			5,77,490	29.79
2.	Samr Khan Executive Director	92,100	4.75	01/04/2019	0	Nil movement during the year		
				-				
		92,100	4.75	31/03/2020			92,100	4.75
3.	Nasir Khan Executive Additional Director	-	-	01/04/2019	0	Nil movement during the year		
				-				
		-	-	31/03/2020			-	-

V. INDEBTEDNESS

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

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2019)				

i) Principal Amount	382851800.76	32098738.05	-	414950538.81
ii) Interest Due but not paid	0.00	0.00	-	0.00
iii) Interest Accrued but not due	116357.40	0.00	-	116357.40
Total (i+ii+iii)	382968158.16	32098738.05	-	415066896.21
Changes in Indebtedness during the financial year				
Addition	-	25952462.00	-	25952462.00
Deduction	-57564369.74	-31019785.29	-	-88584155.03
Net Change	-57564369.74	-5067323.29	-	-62631693.03
Indebtedness at the end of the financial year (31.03.2020)				
i) Principal Amount	325287431.02	27031414.76	-	352318845.78
ii) Interest Due but not paid	0.00	0.00	-	0.00
iii) Interest Accrued but not due	1502420.84	71836.00	-	1574256.84
Total (i+ii+iii)	326789851.86	27103250.76	-	353893102.62

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Mohammed Sabir Khan (E.D.)	Samar Khan (E.D.)	Nasir Khan (E.D.)	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	15,00,000	15,00,000	14,40,000	44,40,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	15,00,000	15,00,000	14,40,000	44,40,000
	Ceiling as per the Act	As per Schedule V of the Act			

B. Remuneration to other directors:

The company has not paid any sum of remuneration or fee to other directors, if any during the financial year 2019-2020.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CFO	CS	CS	Total

1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit				
	Others specify...				
5	Others, please specify				
	Total	-	-	-	-


VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment	-	-	-	-	-
Compounding					
B. DIRECTORS					
Penalty					
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For SWARAJ SUITING PRIVATE LIMITED


Nasir Khan
 Executive Director


Samar Khan
 Executive Director


Mohammed Sabir Khan
 Chairman and Executive Director
 Bhilwara, August 27, 2020

ANNEXURE 3

**CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY
ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**
(Pursuant to Rule 8(3) of the Companies (Accounts) Rules, 2014)

PARTICULARS	Current Year	Previous Year
A: CONSERVATION OF ENERGY	The Company is continuously putting its efforts to improve energy management by way of monitoring energy related parameters on regular basis.	
Electricity		
a. Purchase Units (in Lakh)	126.47	131.49
Total Amount (in Lakh)	951.16	962.80
Rate/Unit (Amount in Rs)	7.52	6.89
b. Own Generation		
Through Diesel generator		
Unit (In lakh)	-	.01
Unit Per ltr. of diesel oil	-	3.32
Cost / Unit (Amount in Rs)	-	20.12
B. Consumption per unit of production (Product Synthetic, Cotton etc. Fabrics)		
Electricity unit/mtr.	1.23	1.25
B. TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION Expenditure incurred on R&D during the year.	Company is regularly investing and importing newer processing machinery to upgrade the technology and give value added products.	
-Capital Expenditure (in lacs)	06.57	353.38
-Recurring Expenditure -	The expenditure form the part of general expenses of the company, the precise amount is not quantifiable.	
C. FOREIGN EXCHANGE EARNINGS AND OUTGO. (in lakh)		
Foreign exchange earnings	-	-
Foreign exchange outgo	-	-

For SWARAJ SUITING PRIVATE LIMITED



Nasir Khan
Executive Director



Samar Khan
Executive Director



Mohammed Sabir Khan
Chairman and Executive Director
Bhilwara, August 27, 2020

Independent Auditor's Report

To the Members of **M/S SWARAJ SUITING PRIVATE LIMITED**

Opinion

We have audited the accompanying financial statements of Swaraj Suiting Private Limited, which comprise the balance sheet as at March 31, 2020, and the Statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the **Companies Act, 2013** ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, its profit (or Loss)* and cash flows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the financial statements and auditors' report thereon

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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 financial statements

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Companies Act, 2013 with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under Section 133 of the Companies Act 2013 ('The Act') read with rule 7 of the companies (accounts) Rule 2015 (As amended). 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.

The board of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with SAs, the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the act and the Rules made there under, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used, and the reasonableness of accounting estimates and related disclosures made by management.



- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on other legal and regulatory requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) The balance sheet, the statement of profit and loss and the cash flow statement dealt with by this report are in agreement with the books of account;

(d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 except **AS 15 "Accounting of retirement benefits in the financial statement of employers". The Company has not provided liability for gratuity on actuarial valuation on accrual basis.**

(e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.



(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;

- a. The Company does not have any pending litigations which would impact its financial position;
- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
- c. There were no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

FOR: S.K. TOSHNIWAL & COMPANY
CHARTERED ACCOUNTANTS

FRN:0088526



[SUNIL KUMAR TOSHNIWAL]

PARTNER

M. NO.: - 078136

UDIN: 20078136AAAAAV6507

PLACE: BHILWARA

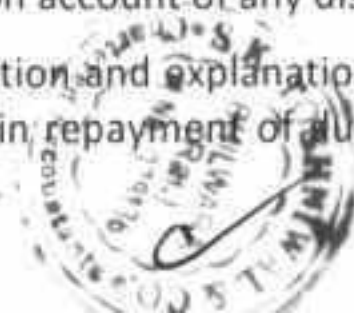
DATE: 18/08/2020

S.K. TOSHNIWAL & CO.
CHARTERED ACCOUNTANTS
SHOP NO.20, BADAL TEXTILE MARKET,
BHILWARA.311001

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

We report that:

1. (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
(b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals; no any material discrepancies were noticed on such verification.;
(c) The title deeds of immoveable properties are held in the name of the company.
2. The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. According to the information and explanations given to us and as examined by us, no material discrepancies were noticed on such verification.
3. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013.
4. In our opinion and according to information and explanation given to us, in respect of loans, investments, guarantees and security, the Company has complied with the provisions of sections 185 and section 186 of the Companies Act, 2013.
5. The Company has not accepted any deposits from the public more over the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, where applicable, have been complied with as per provisions of section 73 to 76 of the Companies act, 2013.
6. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148 of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the same.
7. (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Goods and Services tax, Service tax, Custom Duty, Excise Duty, sales tax, cess and other statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanation given to us, there is no undisputed amounts payable in respect of the aforesaid dues outstanding as at 31st March 2020 for a period of more than six months from the date they have become payable.
(b) According to the information and explanations given to us, there is no amount payable in respect of income tax, goods and services tax, service tax, sales tax, customs duty and excise duty, whichever applicable, which have not been deposited on account of any disputes.
8. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the company has not defaulted in repayment of dues to financial institution, banks, government or dues to debenture holders.



9. Based on our audit procedures and on the information given by the management, the moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those were obtained.
10. According to the information and explanations given to us, we report that no fraud on or any fraud on the company by its officers or employees has been noticed or reported during the year, nor have we been informed of such case by the management.
11. The company is a private limited; hence paragraph 3(xi) of the order is not applicable to the company.
12. The company is not a Nidhi Company hence this clause is not applicable.
13. Based upon the audit procedures performed and according to the information and explanations given to us, All transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial statements etc. as required by the applicable accounting standards.
14. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and the compliance of the requirements of section 42 of the Act which deals with the private placement if any are complied with. Also funds so raised from private placement of shares or fully or partly convertible debentures were applied for the purpose for which these securities were issued.
15. The company has not entered into any non-cash transactions (transactions involving change in the assets or liabilities of a company but not involving "cash" or cash equivalents") with directors or persons connected with him.
16. According to the information and explanations given to us by the management and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, the provisions of clause 3 (xvi) of the order are not applicable to the company.

FOR: S.K. TOSHNIWAL & COMPANY
CHARTERED ACCOUNTANTS
FRN:008852C



[SUNIL KUMAR TOSHNIWAL]
PARTNER

M. NO.: - 078136

UDIN: 20078136AAAAAV6507

PLACE: BHILWARA
DATE: 18/08/2020

S.K. TOSHNIWAL & CO.
CHARTERED ACCOUNTANTS
SHOP NO 20, BADAL TEXTILE MARKET,
BHILWARA.311001

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF SWARAJ SUITING PRIVATE LIMITED

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

We have audited the internal financial controls over financial reporting of **SWARAJ SUITING PRIVATE LIMITED** as of March 31, 2020 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

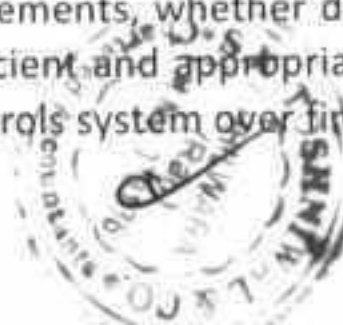
The Company's management is responsible for establishing and maintaining internal financial controls based on the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my / our audit. I / We conducted my / our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting 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 I / 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, 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: S.K. TOSHNIWAL & COMPANY
CHARTERED ACCOUNTANTS
FRN:008852C



[SUNIL KUMAR TOSHNIWAL]
PARTNER

M. NO.: - 078136

UDIN: 20078136AAAAAV6507

PLACE: BHILWARA

DATE: 18/08/2020

Balance Sheet as at 31st March 2020

₹ in rupees

Particulars	Note No.	As at 31st March 2020	As at 31st March 2019
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	2	1,93,83,450.00	1,93,83,450.00
Reserves and surplus	3	28,55,73,475.09	24,08,74,895.56
Money received against share warrants			
		30,49,56,925.09	26,02,58,345.56
Share application money pending allotment			
Non-current liabilities			
Long-term borrowings	4	20,39,59,830.87	24,27,80,703.93
Deferred tax liabilities (Net)	5	73,59,949.72	73,59,949.72
Other long term liabilities	6		
Long-term provisions	7		
		21,13,19,780.59	25,01,40,653.65
Current liabilities			
Short-term borrowings	8	10,99,48,206.11	11,02,32,264.46
Trade payables	9		
(A) Micro enterprises and small enterprises		9,49,04,998.62	5,81,82,619.39
(B) Others			
Other current liabilities	10	5,31,57,784.33	7,23,53,715.20
Short-term provisions	7	65,72,249.00	53,70,881.00
		26,45,83,238.06	24,61,39,480.05
TOTAL		78,08,59,943.74	75,65,38,479.26
ASSETS			
Non-current assets			
Fixed assets	12		
Tangible assets		37,32,92,496.59	43,14,52,193.00
Intangible assets			
Capital work-in-Progress			
Intangible assets under development			
Non-current investments		3,61,75,500.00	3,49,00,500.00
Deferred tax assets (net)	5		
Long-term loans and advances	14	1,04,65,950.55	1,52,58,400.82
Other non-current assets	15	5,00,000.00	
		42,04,33,947.14	48,16,11,093.82
Current assets			
Current investments			
Inventories	16	25,71,66,523.00	19,63,67,645.00
Trade receivables	17	5,81,87,484.00	5,81,77,347.60
Cash and cash equivalents	18	5,59,848.84	4,75,848.94
Short-term loans and advances	14	4,45,12,140.76	1,99,06,543.90
Other current assets			
		36,04,25,996.60	27,49,27,385.44
TOTAL		78,08,59,943.74	75,65,38,479.26

SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS

1

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

As per our report of even date.

For S.K. Toshniwal and
Chartered Accountants
(FRN: 008852C)

Sunil Kumar Toshniwal
PARTNER
Membership No.: 078136
Place: BHILWARA
Date: 18/08/2020
UDIN: 20078136AAAAAV6507

MOHAMMAD SABIR
Director
DIN: 00561917

For and on behalf of the Board of Directors

SAMAR KHAN
Director
DIN: 01124399

NASIR KHAN
Director
DIN: 07775998

Statement of Profit and loss for the year ended 31st March 2020

₹ in rupees

Particulars	Note No.	31st March 2020	31st March 2019
Revenue			
Revenue from operations	20	58,18,27,963.93	55,90,18,397.43
Less: Excise duty			
Net Sales		58,18,27,963.93	55,90,18,397.43
Other income	21	25,81,997.22	10,19,478.69
Total revenue		58,44,09,961.15	56,00,37,876.12
Expenses			
Cost of material Consumed	22	8,52,48,808.06	9,56,40,990.72
		8,52,48,808.06	9,56,40,990.72
Purchase of stock-in-trade	23	22,40,05,991.86	17,18,63,496.32
Changes in inventories	24	(3,20,47,716.00)	(1,30,21,312.00)
Employee benefit expenses	25	4,26,19,067.00	4,09,06,089.00
Finance costs	26	3,64,40,771.89	3,06,20,915.02
Depreciation and amortization expenses		5,82,15,072.41	6,41,85,682.00
Other expenses	27	13,08,53,866.40	14,39,95,933.54
Total expenses		54,53,35,861.62	53,41,91,794.60
Profit before exceptional, extraordinary and prior period items and tax		3,90,74,099.53	2,58,46,081.52
Exceptional items			
Profit before extraordinary and prior period items and tax		3,90,74,099.53	2,58,46,081.52
Extraordinary items			
Prior period item			
Profit before tax		3,90,74,099.53	2,58,46,081.52
Tax expenses			
Current tax		65,22,249.00	53,20,881.00
Deferred tax			1,46,362.00
Excess/short provision relating earlier year tax			
Profit(Loss) for the period		3,25,51,850.53	2,03,78,838.52
Earning per share			
Basic	29		
Before extraordinary Items		16.79	10.51
After extraordinary Adjustment		16.79	10.51
Diluted			
Before extraordinary Items			
After extraordinary Adjustment			

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

As per our report of even date

For S.K. Toshniwal and Co.

Chartered Accountants

(FRN: 006852C)



Sunil Kumar Toshniwal

PARTNER

Membership No.: 078136

Place: BHILWARA

Date: 18/08/2020

UDIN: 20078136AAAAV6507



MOHAMMAD SAMIR

Director

DIN: 00561917

For and on behalf of the Board of Directors



SAMAR KHAN

Director

DIN: 01124399



NASIR KHAN

Director

DIN: 07775998

SWARAJ SUITINGS PRIVATE LIMITED
F-483 TO 487, RICCO GROWTH CENTER, HAMIRGARH,
BHILWARA-311025
CIN : U18101RJ2003PTC018359

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2020

₹ in rupees

	PARTICULARS	31st March 2020	31st March 2019
A.	Cash Flow From Operating Activities		
	Net Profit before tax and extraordinary items(as per Statement of Profit and Loss)	3,90,74,099.53	2,58,46,081.52
	Adjustments for non Cash/ Non trade items:		
	Depreciation & Amortization Expenses	5,82,15,072.41	6,41,85,682.00
	Finance Cost	3,64,40,771.89	3,06,20,915.02
	Interest received	(9,76,661.00)	(10,19,478.69)
	Other Inflows / (Outflows) of cash	1,21,46,729.00	
	Operating profits before Working Capital Changes	14,49,00,011.83	11,96,33,199.85
	Adjusted For:		
	(Increase) / Decrease in trade receivables	(10,136.40)	(15,79,421.34)
	Increase / (Decrease) in trade payables	3,67,22,379.23	3,17,90,719.58
	(Increase) / Decrease in inventories	(6,07,98,878.00)	(2,72,92,630.00)
	Increase / (Decrease) in other current liabilities	(1,91,95,930.87)	2,35,04,493.62
	(Increase) / Decrease in Short Term Loans & Advances	(2,46,05,596.86)	(63,00,977.19)
	Cash generated from Operations	7,70,11,848.93	13,97,55,384.52
	Income Tax (Paid) / Refund	(53,20,881.00)	(35,74,331.00)
	Net Cash flow from Operating Activities(A)	7,16,90,967.93	13,61,81,053.52
B.	Cash Flow From Investing Activities		
	Purchase of tangible assets	(6,56,519.00)	(3,53,38,038.02)
	Proceeds from sales of tangible assets	6,01,143.00	
	Non Current Investments / (Purchased) sold	(12,75,000.00)	(1,78,02,750.00)
	Interest Received	9,76,661.00	10,19,478.69
	Cash advances and loans made to other parties	(19,52,297.73)	(17,18,864.82)
	Cash advances and loans received back	67,44,748.00	
	Other Inflow / (Outflows) of cash	(5,00,000.00)	8,12,588.00
	Net Cash used in Investing Activities(B)	39,38,735.27	(5,30,27,586.15)
C.	Cash Flow From Financing Activities		
	Finance Cost	(3,64,40,771.89)	(3,06,20,915.02)
	Increase in / (Repayment) of Short term Borrowings	(2,84,058.35)	16,85,194.91
	Increase in / (Repayment) of Long term borrowings	(3,88,20,873.06)	(5,43,09,959.10)
	Net Cash used in Financing Activities(C)	(7,55,45,703.30)	(8,32,45,679.21)
D.	Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)	83,999.90	(92,211.84)
E.	Cash & Cash Equivalents at Beginning of period	4,75,848.94	5,68,060.78
F.	Cash & Cash Equivalents at End of period	5,59,848.84	4,75,848.94
G.	Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)	83,999.90	(92,211.84)
H.	Difference (F-(D+E))		

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

As per our report of even date
For S.K. Toshniwal and Co.
Chartered Accountants
(FIRN: 0088520)

Sunil Kumar Toshniwal
PARTNER
Membership No.: 078136
Place: BHILWARA
Date: 18/08/2020
UDIN: 20078136AAAAAV6507

MOHAMMAD SABIR
Director
DIN: 00561917

SAMAR KHAN
Director
DIN: 01124399

NASIR KHAN
Director
DIN: 07775998

For and on behalf of the Board of Directors

Note:

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

SWARAJ SUITING PRIVATE LIMITED

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

1. METHOD OF ACCOUNTING

The accounts have been prepared under the historical cost convention on accrual basis and are materially compiled with the mandatory accounting standards issued by the institute of chartered accountants of India and the relevant provisions of the Companies Act, 2013.

2. RECOGNITION OF INCOME & EXPENDITURE

The Company follows the Mercantile System of Accounting and recognizes Income & Expenditure on Accrual Basis.

3. FIXED ASSETS AND DEPREICATION

Fixed assets are shown at Cost less Accumulated Depreciation. Expenses incurred as erection charges are duly capitalised under relevant heads. Depreciation on tangible fixed assets has been provided on Straight Line Method (SLM) over the useful lives of assets as mentioned in schedule II of the Companies Act, 2013.

4. TAXATION

- Tax expense consists of both current as well as deferred tax liability. Current tax represents amount of income tax payable including the tax payable u/s 115JB, if any, in respect of taxable income for the year.
- Minimum Alternate Tax Credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax within the specified period.
- Deferred tax is recognised on timing difference between the accounting income and the taxable income for the year that originates in one period and is capable of reversal in one or more subsequent periods. Such deferred tax is quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.
- Deferred tax assets are recognised and carried forward to the extent that there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized.

5. INVESTMENT

Investments are stated at cost.

6. VALUATION OF INVENTORY

The stock of Work-in-progress and Finished goods has been valued at the lower of cost and net realisable value. The cost has been measured on the standard cost/moving average/FIFO basis as applicable and includes cost of materials and cost of conversion.

Merchandise received under consignment and concessionaire arrangements belong to the consignors/concessionaires and are therefore excluded from the Company's inventories.

All other inventories of stores, consumables, raw materials are valued at cost.



7. CONTINGENT LIABILITIES

a) Classification of Contingent liabilities:

- Claims against the company not acknowledged as debts	Nil
- Guarantees given in favor of company	1. Bank guarantee for EPCG license to the tune of Rs.20.74 Lacs
- Other money for which the company is contingently liable.	Nil

b) Classification of Commitments into:

- Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil
- Uncalled liability on shares and other investments partly paid	Nil
- Other commitments(specifying nature)	Export obligation of \$ 1451516 (Rs. 10.86 Crores) pending on account of import duty saved under EPCG scheme.

EXPORT OBLIGATION PENDING UNDER EPCG SCHEME

S. N O	LICENCE NO.	DATE	DUTY SAVE AMOUNT (AS PER LICENCE)	DUTY SAVED AMOUNT ACTUAL	E.O IN \$ AS PER LICENCE	E.O IN \$ IN RESPECT TO ACTUAL DUTY SAVED	50 % 6 YEAR	E.O TO BE COMPLETED			
								6 YEAR	\$	2 YEAR	\$
1	1330003495	25.07.2012	1411163.35	1411163.35	200342.61	200342.61	100171	25.07.2018	100171	25.07.2020	100171
2	1330005675	29.11.2017	29662017	29662017	2702689.47	2702689.47	1351345	13.10.2021 (4 Year)	1351345	29.11.2023	1351345
TOTAL			31073180.5	31073180.5	2903032.08	2903032.08	1451516		1451516		1451516

8. PRELIMINARY EXPENSES

Preliminary Expenses are written off over a period of 5 years in equal proportion from the date of commercial activity.

9. EVENTS OCCURRING AFTER BALANCE SHEET DATE

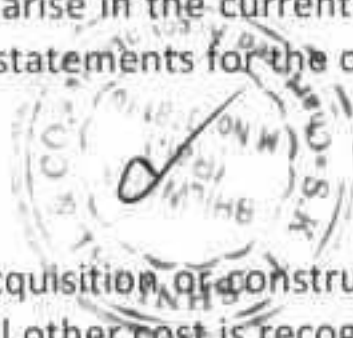
No significant events which could affect the financial position as on 31.03.2020 to a material extent have been reported by the Assessee, after the balance sheet date till the signing of report.

10. PRIOR PERIOD AND EXTRAORDINARY ITEMS

There are no material changes or credits which arise in the current period on accounts of errors and omission in the preparation of the financial statements for the one or more period.

11. BORROWING COST

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. All other cost is recognized as expenses in the year in which they are incurred.



12. RETIREMENT BENEFITS

No provision has been made in the accounts for PPF, FPF, Gratuity and Retirement Benefits for the employees. Management inform that this above provision is not applicable to the company hence no such provision made during the year.

14. CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.



Notes to Financial statements for the year ended 31st March 2020

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

Note No. 2 Share Capital

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
Authorised :		
1950000 (31/03/2019:1950000) Equity shares of Rs. 10.00/- par value	1,95,00,000.00	1,95,00,000.00
Issued :		
1938345 (31/03/2019:1938345) Equity shares of Rs. 10.00/- par value	1,93,83,450.00	1,93,83,450.00
Subscribed and paid-up :		
1938345 (31/03/2019:1938345) Equity shares of Rs. 10.00/- par value	1,93,83,450.00	1,93,83,450.00
Total	1,93,83,450.00	1,93,83,450.00

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

Equity shares

₹ in rupees

	As at 31st March 2020		As at 31st March 2019	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	19,38,345	1,93,83,450.00	19,38,345	1,93,83,450.00
Issued during the Period				
Redeemed or bought back during the period				
Outstanding at end of the period	19,38,345	1,93,83,450.00	19,38,345	1,93,83,450.00

Right, Preferences and Restriction attached to shares

Equity shares

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

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

Type of Share	Name of Shareholders	As at 31st March 2020		As at 31st March 2019	
		No. of Shares	% of Holding	No. of Shares	% of Holding
Equity [NV: 10.00]	Satyaman Texpark private limited			1,83,250	9.45
Equity [NV: 10.00]	Sakina Textile private limited	3,77,730	19.49	3,77,730	19.49
Equity [NV: 10.00]	Ahinsa Business venture Private limited			1,82,750	9.43
Equity [NV: 10.00]	Mohammad Sabir	5,77,490	29.79	5,27,490	27.21
Equity [NV: 10.00]	Divine Suitings Private Limited	4,32,000	22.29	4,32,000	22.29
Equity [NV: 10.00]	Gomoto Textile Private Limited	4,27,500	22.05		
	Total :	18,14,720	93.62	17,03,220	87.87

Note No. 3 Reserves and surplus

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
Surplus		
Opening Balance	5,59,50,881.56	3,55,72,043.04
Add: Profit for the year	3,25,51,850.53	2,03,78,838.52
Less : Deletion during the year		
Closing Balance	8,85,02,732.09	5,59,50,881.56
Securities premium		
Opening Balance	16,36,17,234.00	16,36,17,234.00
Add: Addition during the year		
Less : Deletion during the year		
Closing Balance	16,36,17,234.00	16,36,17,234.00

Capital subsidy		
Opening Balance	2,13,06,780.00	2,13,06,780.00
Add: Addition during the year	1,21,46,729.00	
Less : Deletion during the year		
Closing Balance	3,34,53,509.00	2,13,06,780.00
Balance carried to balance sheet	28,55,73,475.09	24,06,74,895.56

Note No. 4 Long-term borrowings

₹ in rupees

Particulars	As at 31st March 2020			As at 31st March 2019		
	Non-Curre nt	Current Maturities	Total	Non-Curre nt	Current Maturities	Total
Term Loan - From banks						
Term loan from bank and financial institutions secured	18,23,19,961.43	3,30,19,263.48	21,53,39,224.91	21,37,13,370.91	5,89,06,165.39	27,26,19,536.30
	18,23,19,961.43	3,30,19,263.48	21,53,39,224.91	21,37,13,370.91	5,89,06,165.39	27,26,19,536.30
Loans and advances from related parties						
Loans directors Unsecured	3,85,560.00		3,85,560.00	18,06,800.00		18,06,800.00
	3,85,560.00		3,85,560.00	18,06,800.00		18,06,800.00
Other Loans and advances						
Loan from financial institution unsecured	77,54,020.44	53,91,545.32	1,86,99,153.08	37,40,312.02	30,31,405.03	67,71,717.05
Loan from corporate unsecured	1,35,00,289.00		79,46,701.68	2,35,20,221.00		2,35,20,221.00
	2,12,54,309.44	53,91,545.32	2,66,45,854.76	2,72,60,533.02	30,31,405.03	3,02,91,938.05
The Above Amount Includes						
Secured Borrowings	18,23,19,961.43	3,30,19,263.48	21,53,39,224.91	21,37,13,370.91	5,89,06,165.39	27,26,19,536.30
Unsecured Borrowings	2,16,39,869.44	53,91,545.32	2,70,31,414.76	2,90,67,333.02	30,31,405.03	3,20,98,738.05
Amount Disclosed Under the Head "Other Current Liabilities"(Note No. 10)		(3,84,10,808.80)	(3,84,10,808.80)		(6,19,37,570.42)	(6,19,37,570.42)
Net Amount	20,39,59,830.87	0	20,39,59,830.87	24,27,80,703.93	0	24,27,80,703.93

1) Term Loan from State Bank of India, Commercial Branch, Bhilwara-I
[Repayable in 32 quarterly intsalments commencing on 15.06.2013 and ending on 15.03.2021 with first four installments of Rs.27.50 Lacs each, next four installments of Rs.32.50 Lacs each, next four installments of Rs.40.00 Lacs each, next four installments of Rs.47.50 Lacs each, next four installments of Rs.52.50 Lacs each, next four installments of Rs.57.50 Lacs each, next four installments of Rs.67.50 Lacs each & last four installments of Rs.75.00 Lacs each]
[Exclusive charge over land & building, plant & machinery & other fixed assets present & future of the company situated at F-484,485 & 486 RiICO Growth center, Hamirgarh, Bhilwara & Equitable mortgage of Industrial land

& building situated at Araji No.470, Biliya Khurd, Pur Road, Bhilwara]	
[Extension of Charge on companie's RM, SIP, FG, Semi FG, Store & Spares	
& Book Debts and other current assets lying in factory premises or else where	
of company, present & future]	
[Further, secured by personal guarantee of directors]	
2) Term Loan from State Bank of India, Commercial Branch, Bhilwara-II	
[Repayable in 28 quarterly installments commencing on 30.03.2016 and ending on	
31.03.2023 with first eight installments of Rs.15 Lacs each, next eight installments of	
Rs.20.00 Lacs each, next eight installments of Rs.28.00 Lacs each,& last four installments of	
Rs.35.00 Lacs each]	
[Exclusive charge over land & building, plant & machinery & other fixed	
assets present & future of the company situated at F-483, RIICO Growth center,	
Hamirgarh, Bhilwara	
[Extension of Charge on companie's RM, SIP, FG, Semi FG, Store & Spares	
& Book Debts and other current assets lying in factory premises or else where	
of company, present & future]	
[Further, secured by personal guarantee of directors]	
3) Term Loan from Bank of Baroda	
[Repayable in 30 quarterly installments commencing in Feb 19 and ending in	
May 19 with first ten installments of Rs.50 Lacs each, next eight installments of	
Rs.60.00 Lacs each & last twelve installments of Rs.65.00 Lacs each]	
[Exclusive charge over land & building, plant & machinery & other fixed	
assets present & future of the company situated at F-487, RIICO Growth center,	
Hamirgarh, Bhilwara	
[Extension of Charge on companie's RM, SIP, FG, Semi FG, Store & Spares	



& Book Debts and other current assets lying in factory premises or else where
of company, present & future]
[Further, secured by personal guarantee of directors]
4) ICICI Bank Car Loan (Mercedes)
5) Vehicle Loans
[Secured by the hypothecation of vehicle]

Note No. 4(a) Long-term borrowings: Term loan from bank and financial institutions

₹ in rupees

Particulars	As at 31st March 2020			As at 31st March 2019		
	Non-Current	Current Maturities	Total	Non-Current	Current Maturities	Total
Term loan from SBBJ	3,08,96,843.00	56,00,000.00	3,64,96,843.00	3,56,96,843.00	88,00,000.00	4,44,96,843.00
Term loan from SBI	1,50,00,000.00	1,49,99,997.00	2,99,99,997.00	3,05,31,473.00	2,70,00,000.00	5,75,31,473.00
Term loan from BOB	13,07,06,336.00	1,00,00,000.00	14,07,06,336.00	13,93,49,016.00	2,00,00,000.00	15,93,49,016.00
Icici vehicle loan	57,16,782.43	24,19,266.48	81,36,048.91	81,36,038.91	31,06,165.39	1,12,42,204.30
Total	18,23,19,961.43	3,30,19,263.48	21,53,39,224.91	21,37,13,370.91	5,89,06,165.39	27,26,19,536.30

Note No. 4(b) Long-term borrowings: Loans directors Unsecured

₹ in rupees

Particulars	As at 31st March 2020			As at 31st March 2019		
	Non-Current	Current Maturities	Total	Non-Current	Current Maturities	Total
From directors, shareholders and relatives	3,85,560.00		3,85,560.00	18,06,800.00		18,06,800.00
Total	3,85,560.00		3,85,560.00	18,06,800.00		18,06,800.00

Note No. 5 Deferred Tax

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
Deferred tax liability		
Deferred tax liability other	73,59,949.72	73,59,949.72
Gross deferred tax liability	73,59,949.72	73,59,949.72
Net deferred tax liability	73,59,949.72	73,59,949.72

Note No. 7 Provisions

₹ in rupees

Particulars	As at 31st March 2020			As at 31st March 2019		
	Long-term	Short-term	Total	Long-term	Short-term	Total
Other provisions						
Provision for income tax		65,22,249.00	65,22,249.00		53,20,881.00	53,20,881.00
Provision for audit fees		50,000.00	50,000.00		50,000.00	50,000.00
		65,72,249.00	65,72,249.00		53,70,881.00	53,70,881.00
Total		65,72,249.00	65,72,249.00		53,70,881.00	53,70,881.00

Note No. 8 Short-term borrowings

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
Loans Repayable on Demands - From banks		
Working capital loans banks secured	10,99,48,206.11	11,02,32,264.46
	10,99,48,206.11	11,02,32,264.46
The Above Amount includes		
Secured Borrowings	10,99,48,206.11	11,02,32,264.46
Total	10,99,48,206.11	11,02,32,264.46

Note No. 9 Trade payables

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
(B) Others		
Sundry creditors	9,49,04,998.62	5,81,82,619.39
	9,49,04,998.62	5,81,82,619.39
Total	9,49,04,998.62	5,81,82,619.39

Note No. 10 Other current liabilities

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
Current maturities of long-term debt(Note No. 4)	3,84,10,808.80	6,19,37,570.42
Others payables		
Interest accrued but due on term loan	15,74,256.84	1,16,357.40
Salary and wages payable	43,79,124.23	33,87,743.00
TDS Payable	7,71,618.00	5,68,057.00
Outstanding liability	50,46,390.00	48,44,919.00
Esi and pf payable	2,03,014.00	3,14,959.00
Audit Fees Payable	35,000.00	35,000.00
Bonus Payable	9,86,714.00	11,05,666.00
GST payable	17,50,858.46	43,443.38
	1,47,46,975.53	1,04,16,144.78
Total	5,31,57,784.33	7,23,53,715.20



Note No. 12 Property, Plant and Equipment as at 31st March 2020

Assets	Gross Block					Accumulated Depreciation/ Amortisation				Net Block	
	Balance as at 1st April 2019	Additions during the year	Addition on account of business acquisition	Deletion during the year	Balance as at 31st March 2020	Balance as at 1st April 2019	Provided during the year	Deletion / adjustments during the year	Balance as at 31st March 2020	Balance as at 31st March 2019	
A Tangible assets											
Own Assets											
Land	2,28,08,166.00				2,28,08,166.00	91,87,209.00	21,08,529.00		2,28,08,166.00	2,28,08,166.00	
Factory Building	6,56,11,101.00				6,56,11,101.00	5,93,492.00	2,11,357.00		5,43,15,363.00	5,64,23,892.00	
Office Equipments	14,84,503.00		5,16,519.00	16,053.00	19,84,969.00				11,80,120.00	8,91,011.00	
Vehicles	2,54,00,219.12			72,183.00	2,53,28,036.12	1,07,14,729.00	25,79,118.00		1,20,34,189.12	1,46,85,490.12	
Plant and Machinery	52,07,28,085.00			5,12,907.00	52,02,15,178.00	21,47,09,679.00	4,94,69,848.00		25,60,35,651.00	30,60,18,406.00	
Electric Installation	3,84,44,691.64		1,15,000.00		3,85,59,691.64	85,03,950.00	36,44,100.00		2,64,11,641.64	2,99,40,741.64	
Furniture	4,28,322.16				4,28,322.16	72,756.00	39,073.00		3,16,493.16	3,55,566.16	
Computer	9,59,938.08		25,000.00		9,84,938.08	6,31,018.00	1,63,047.41		1,90,872.67	3,28,920.08	
Total (A)	67,58,65,026.00		6,56,519.00	6,01,143.00	67,59,20,402.00	24,44,12,833.00	5,82,15,072.41		37,32,92,496.59	43,14,52,193.00	
P.Y Total	64,05,26,987.98	3,53,38,038.02			67,58,65,026.00	18,02,27,151.00	6,41,85,682.00		43,14,52,193.00	46,02,99,836.98	

General Notes :

1. No depreciation if remaining useful life is negative or zero.
2. Depreciation is calculated on pro-rata basis in case assets is purchased/sold during current F.Y.
3. If above assets is used for any time during the year for double shift, the depreciation will increase by 50% for that period and in case of the triple shift the depreciation shall be calculated on the basis of 100% for that period.
4. In case of leap year, depreciation is calculated on the basis of 366 days in a year.



Non-current investments

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
Non-Trade Investment(Valued at cost unless stated otherwise)		
Other non-current investments (Unquoted)		
In Others		
Other investments long-term unquoted non-trade (Lower of cost and Market value)	3,61,75,500.00	3,49,00,500.00
Gross Investment	3,61,75,500.00	3,49,00,500.00
Net Investment	3,61,75,500.00	3,49,00,500.00
Aggregate amount of unquoted investments	3,61,75,500.00	3,49,00,500.00

Note No. 14 Loans and advances

₹ in rupees

Particulars	As at 31st March 2020		As at 31st March 2019	
	Long-term	Short-term	Long-term	Short-term
Other loans and advances				
Security deposits with government department	73,20,322.55		53,68,024.82	
TDS Receivable		53,73,475.85		56,59,784.90
TUFF Receivable		91,68,447.00		69,96,985.00
Prepaid expenses (Unsecured)		2,31,094.00		1,03,500.00
Fixed deposit with bank	31,45,628.00		98,90,376.00	
Other loans advances (Unsecured)		1,15,06,362.75		22,01,414.00
RIPS Subsidy Receivable		68,65,885.00		43,30,718.00
AVVNL Security Deposit				6,14,142.00
Short Term Deposit with Bank		1,01,50,081.00		
Interest accrued on AVVNL deposite		4,54,235.00		
Loan to employees		7,62,560.16		
	1,04,65,950.55	4,45,12,140.76	1,52,58,400.82	1,99,06,543.90
Total	1,04,65,950.55	4,45,12,140.76	1,52,58,400.82	1,99,06,543.90

Note No. 15 Other non-current assets

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
Miscellaneous expenditure not written off		
Preoperative expenses	5,00,000.00	
Total	5,00,000.00	

Note No. 16 Inventories

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
(Valued at cost or NRV unless otherwise stated)		
Raw Material	44,92,301.00	73,78,123.00
WIP	13,12,88,622.00	10,00,69,348.00
Finished Goods	12,06,90,202.00	8,86,42,486.00
Stores and spares	6,95,398.00	2,77,688.00
Total	25,71,66,523.00	19,63,67,645.00

Note No. 17 Trade receivables

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
Less than six months		
Unsecured, Considered Good	5,81,87,484.00	5,81,77,347.60
Total	5,81,87,484.00	5,81,77,347.60
Total	5,81,87,484.00	5,81,77,347.60



Note No. 18 Cash and cash equivalents

₹ in rupees

Particulars	As at 31st March 2020	As at 31st March 2019
Balance with banks		
Other deposits with banks	59,384.21	3,84,397.24
Total	59,384.21	3,84,397.24
Cash in hand		
Cash in hand	5,00,464.63	91,451.70
Total	5,00,464.63	91,451.70
Total	5,59,848.84	4,75,848.94

Note No. 20 Revenue from operations

₹ in rupees

Particulars	31st March 2020	31st March 2019
Sale of products		
Finish Fabrics	22,15,32,553.64	18,22,47,534.18
Grey sales	10,93,63,086.60	10,22,13,350.62
Yarn sale	1,76,000.00	27,72,507.24
	33,10,71,640.24	28,72,33,392.04
Other operating revenues		
Job weaving receipts	25,07,56,323.69	27,17,85,005.39
	25,07,56,323.69	27,17,85,005.39
Net revenue from operations	58,18,27,963.93	55,90,18,397.43

Note No. 21 Other income

₹ in rupees

Particulars	31st March 2020	31st March 2019
Interest Income		
Other interest income	9,76,661.00	10,19,478.69
	9,76,661.00	10,19,478.69
Other non-operating income		
Scrap Sales	16,05,336.22	
	16,05,336.22	
Total	25,81,997.22	10,19,478.69

Note No. 22 Cost of material Consumed

₹ in rupees

Particulars	31st March 2020	31st March 2019
Inventory at the beginning		
Raw Material	10,74,47,471.00	9,33,91,299.00
	10,74,47,471.00	9,33,91,299.00
Add:Purchase		
Raw Material	11,35,82,260.06	10,96,97,162.72
	11,35,82,260.06	10,96,97,162.72
Less:-Inventory at the end		
Raw Material	13,57,80,923.00	10,74,47,471.00
	13,57,80,923.00	10,74,47,471.00
Total	8,52,48,808.06	9,56,40,990.72

Details of material consumed

₹ in rupees

Particulars	31st March 2020	31st March 2019
Raw Material		
Consumption raw material	31,35,200.19	2,86,40,619.26
Consumption of WIP	8,21,13,607.87	6,70,00,371.46
	8,52,48,808.06	9,56,40,990.72
Total	8,52,48,808.06	9,56,40,990.72



Details of inventory

₹ in rupees

Particulars	31st March 2020	31st March 2019
Raw Material		
Consumption raw material	44,92,301.00	73,78,123.00
Consumption of WIP	13,12,88,622.00	10,00,69,348.00
	13,57,80,923.00	10,74,47,471.00
Total	13,57,80,923.00	10,74,47,471.00

Details of purchase

₹ in rupees

Particulars	31st March 2020	31st March 2019
Raw Material		
Consumption raw material	2,49,378.19	3,10,27,692.26
Consumption of WIP	11,33,32,881.87	7,86,69,470.46
	11,35,82,260.06	10,96,97,162.72
Total	11,35,82,260.06	10,96,97,162.72

Value of import and indigenous material consumed

₹ in rupees

Particulars	Unit of Measurement	31st March 2020		31st March 2019	
		Value	Quantity	Value	Quantity
Raw Material					
Consumption raw material		31,35,200.19		2,86,40,619.26	
Consumption of WIP		8,21,13,607.87		6,70,00,371.46	
		8,52,48,808.06		9,56,40,990.72	

₹ in rupees

Particulars	31st March 2020		31st March 2019	
	Value	%to total Consumption	value	%to total Consumption
Raw Material				
Imported				
Indigenous	8,52,48,808.06	100.00	9,56,40,990.72	100.00
	8,52,48,808.06	100.00	9,56,40,990.72	100.00

Note No. 23 Purchase of stock-in-trade

₹ in rupees

Particulars	31st March 2020	31st March 2019
Finish fabrics	22,40,05,991.86	17,18,63,496.32
Total	22,40,05,991.86	17,18,63,496.32

Note No. 24 Changes in inventories

₹ in rupees

Particulars	31st March 2020	31st March 2019
Inventory at the end of the year		
Finished Goods	12,06,90,202.00	8,86,42,486.00
	12,06,90,202.00	8,86,42,486.00
Inventory at the beginning of the year		
Finished Goods	8,86,42,486.00	7,56,21,174.00
	8,86,42,486.00	7,56,21,174.00
(Increase)/decrease in inventories		
Finished Goods	(3,20,47,716.00)	(1,30,21,312.00)
	(3,20,47,716.00)	(1,30,21,312.00)



Note No. 25 Employee benefit expenses

₹ in rupees

Particulars	31st March 2020	31st March 2019
Salaries and Wages		
Salaries paid	1,27,96,763.00	1,28,18,575.00
Wages paid	2,70,81,111.00	2,52,08,005.00
	3,98,77,874.00	3,80,26,580.00
Contribution to provident and other fund		
P.F and E.S.I Contribution	17,30,087.00	17,20,569.00
	17,30,087.00	17,20,569.00
Staff welfare Expenses		
Staff Welfare Expenses	24,392.00	57,984.00
Bonus	9,86,714.00	11,00,956.00
	10,11,106.00	11,58,940.00
Total	4,26,19,067.00	4,09,06,089.00

Note No. 26 Finance costs

₹ in rupees

Particulars	31st March 2020	31st March 2019
Interest		
Interest on term loan	1,79,04,297.00	1,52,96,134.00
Interest paid to bank on Cc limit	1,30,85,188.94	1,02,64,873.00
Interest on car loan	3,43,891.45	7,33,273.51
Interest on U\Loan and others	30,47,331.10	25,93,808.75
Other interest charges	7,43,282.00	2,08,784.00
Interest on truck Loan	5,02,810.00	4,71,680.00
	3,56,26,800.49	2,95,68,553.26
Other Borrowing costs		
Bank charges	26,829.44	22,500.38
PROCESSING and STAMPING	7,87,141.96	10,29,861.38
	8,13,971.40	10,52,361.76
Total	3,64,40,771.89	3,06,20,915.02

Depreciation and amortization expenses

₹ in rupees

Particulars	31st March 2020	31st March 2019
Depreciation on tangible assets	5,82,15,072.41	6,41,85,682.00
Total	5,82,15,072.41	6,41,85,682.00

Note No. 27 Other expenses

₹ in rupees

Particulars	31st March 2020	31st March 2019
Audit fees	50,000.00	50,000.00
Administrative expenses	77,82,239.07	79,98,648.38
Selling and distribution expenses	14,52,539.78	16,42,763.36
Manufacturing service costs	12,15,69,087.55	13,43,04,521.80
Total	13,08,53,866.40	14,39,95,933.54

Note No. 27(a) Other expenses: Administrative expenses

₹ in rupees

Particulars	31st March 2020	31st March 2019
Government license fees	34,500.00	1,91,116.00
Legal and professional expenses	3,41,292.38	2,85,318.66
Insurance expenses	11,55,778.46	6,69,437.54
Rates and taxes	1,000.00	5,55,607.00
Telephone and postage expenses	85,536.60	50,377.71
Printing and stationery	1,74,169.16	2,87,847.30
Vehicle running expenses	5,23,255.49	7,42,203.41
Computer and printer rep. exp	1,13,753.34	2,75,364.98
Membership fees	12,450.00	14,450.00
Office rent	3,30,000.00	3,00,000.00



Donation expenses	42,300.00	35,910.00
WATER EXPENSES	63,516.00	2,43,699.00
ADVERTISING EXPENSES	8,000.00	1,02,654.00
Festival celebration expenses	2,44,460.14	2,20,773.90
OTHER MISC. EXPENSES	79,427.50	82,203.88
DIRECTOR SALARY A/C	44,40,000.00	39,00,000.00
COVID 19 Expenses	1,00,000.00	
Demand of Income tax		25,714.00
Demand of Service tax		6,221.00
GST Late fees	17,800.00	9,750.00
Stock Audit Expenses	15,000.00	
Total	77,82,239.07	79,98,648.38

Note No. 27(b) Other expenses: Selling and distribution expenses

₹ in rupees

Particulars	31st March 2020	31st March 2019
Job and agency commission	7,79,332.00	6,85,098.00
Grading and packing expenses	4,48,620.46	7,42,302.36
Tour and travelling expenses	2,24,587.32	2,15,363.00
Total	14,52,539.78	16,42,763.36

Note No. 27(c) Other expenses: Manufacturing service costs

₹ in rupees

Particulars	31st March 2020	31st March 2019
Stores and spares	77,62,937.55	51,27,416.19
Fire and fitting Expenses	40,425.50	1,35,594.00
Electric expenses	4,07,232.44	15,61,543.68
Power and fuel	9,51,15,541.00	9,63,09,353.81
Oil and lubricant	13,18,482.06	8,12,999.00
Repairs and maintenance of other assets	4,71,753.24	9,03,061.80
FREIGHT CARTAGE ON STORES	22,684.00	14,960.00
Transport Expenses	1,60,60,614.64	2,03,72,349.54
Factory Expenses	41,555.54	9,43,463.00
Job Charges	97,000.00	56,29,183.00
Processing charges	2,30,861.58	24,94,597.78
Total	12,15,69,087.55	13,43,04,521.80

Current tax

₹ in rupees

Particulars	31st March 2020	31st March 2019
Current tax pertaining to current year	65,22,249.00	53,20,881.00
Total	65,22,249.00	53,20,881.00

Deferred tax

₹ in rupees

Particulars	31st March 2020	31st March 2019
Deferred tax		1,46,362.00
Total		1,46,362.00

Note No. 29 Earning Per Share

₹ in rupees

Particulars	Before Extraordinary items		After Extraordinary items	
	31st March 2020	31st March 2019	31st March 2020	31st March 2019
Basic				
Profit after tax (A)	3,25,51,850.53	2,03,78,838.52	3,25,51,850.53	2,03,78,838.52
Weighted average number of shares outstanding (B)	19,38,345	19,38,345	19,38,345	19,38,345
Basic EPS (A / B)	16.79	10.51	16.79	10.51
Face value per share		10.00		10.00

Notes Forming part of Accounts

30. Sales are recorded exclusive of Goods & Service tax if any but after deducting discount, rebate, rate difference and sales return.

31. Purchase includes purchase of raw material after deducting purchase return, discount, rebate, and incentives.

32. In the opinion of the Board the Current Assets, Loans & Advances are approximately of the value stated and realizable in the ordinary course of business. The Provision for all known liabilities is adequate.

33. Sundry Debtors, Sundry Creditors & Loans & Advances balances are subject to confirmation.

34. Auditor's Remuneration

Particulars	2019-2020 (in Rs)	2018-2019 (in Rs)
Audit Fees	50,000	50,000 (exclusive of GST)
GST	9000	-
Total	59,000	50,000

35. In view of legal opinion and various relief's under available under Income Tax Act, 1961 and keeping in view of the provisions of MAT, provision for taxation has been considered adequate.

36. Directors have given personal guarantee to bankers and financial institution for loans and advances given to the company and the company is liable for reimbursement to the directors.

36. Details of Managerial Remuneration:-

Particulars	2019-2020 (in Rs)	2018-2019 (in Rs)
Director Remuneration	44,40,000	39,00,000

37. Amount related to previous year arises / settled during the year have been debited / credited to respective heads as per consistent policy adopted by the company every year.

38. On this basis on information furnished to us the Company does not have any amount due (inclusive of interest) to a Small Scale Industrial Undertaking.

39. Impairment of Fixed Assets (AS-28):

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Statement in the year in which an asset is identified as impaired.

The Company is regularly depreciating its Fixed Assets which is rendering its balance at WDV at realisable value. Hence Fixed Assets are properly valued and depreciated; therefore, there is no requirement for treatment of impairment of assets.

40. Related Party Transactions (AS-18)



As per provisions of Accounting Standard 18 issued by the Chartered Accountants' of India, the details of related party transactions are as under:

1. Key Management Personnel	Mohammad Sabir Samar Khan Nasir Khan
2. Relatives of KMP	Mohammad Suhail Alim Khan Parihar Zaida Parihar Shabana Akhlak Madni Aliya Khan
3. Associate/ Sister Concern	Divine Suiting Private Limited Sakina Textiles Private Limited Cyan Textile Private Limited Gomoto Textile Pvt. Ltd.

Transaction done with related parties for the year ending 31.03.2020

(Amount in Lacs)

Nature of transactions	Key Management Personnel		Relatives of Key Management Personnel		Associate Concern/ Sister Concern	
	2020	2019	2020	2019	2020	2019
Director Remuneration/Salary	44.40	39.00	4.92	12.36	-	-
Interest on loans	-	-	-	-	2.33	-
Rent	-	-	-	-	-	-
Loan Taken	95.75	46.70	-	-	7.25	-
Loan Repaid	109.96	54.90	-	-	105.27	-
Purchase	-	-	-	-	-	66.81
Sales	-	-	-	-	365.72	469.66
Job charges Paid	-	-	-	-	-	49.07
Job charges Received	-	-	-	-	-	-
Commission	-	-	-	-	-	-



Independent Auditor's Report

To the Members of **M/S SWARAJ SUITING PRIVATE LIMITED**

Opinion

We have audited the accompanying consolidated financial statements of SWARAJ SUITING PRIVATE LIMITED (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") entities comprising of the Consolidated Balance Sheet as at 31st March, 2020, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2020, and their consolidated profit/loss and their consolidated cash flows for the year ended on that date.

Basis for opinion

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

Information other than the financial statements and auditors' report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis; Board's Report including Annexure to Board's Report 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.



Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "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 and Jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

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 controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which are companies incorporated in India, 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 Group to continue as a going concern. If we conclude that a material



uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated 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 However, future events or conditions may cause the Group to cease to continue as a going concern.

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

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

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

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid 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.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 except AS 15 "Accounting of retirement benefits in the financial statement of employers". The Company has provided liability for gratuity on actuarial valuation on accrual basis."



e) On the basis of the written representations received from the directors of the Company as on March 31, 2020 taken on record by the Board of Directors of the Company and its subsidiary incorporated in India and the reports of the statutory auditors of its subsidiary company incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2020 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 and the operating effectiveness of such controls; refer to our separate Report in "Annexure A" which is based on the auditor's reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of those companies, for reasons stated therein.

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 impact of pending litigations on the consolidated financial position of the

ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative

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

FOR: S.K. TOSHNIWAL & COMPANY
CHARTERED ACCOUNTANTS
FRN:008852C



[SUNIL KUMAR TOSHNIWAL]
PARTNER

PLACE: BHILWARA
DATE: 27/08/2020

M. NO.: - 078136

UDIN: 20078136AAAABE3706

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

We report that:

1. (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
(b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals; no any material discrepancies were noticed on such verification;
(c) The title deeds of immovable properties are held in the name of the company.
2. The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. According to the information and explanations given to us and as examined by us, no material discrepancies were noticed on such verification.
3. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Laibility Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013.
4. In our opinion and according to information and explanation given to us, in respect of loans, investments, guarantees and security, the Company has complied with the provisions of sections 185 and section 186 of the Companies Act, 2013.
5. The Company has not accepted any deposits from the public more over the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, where applicable, have been complied with as per provisions of section 73 to 76 of the Companies act, 2013.
6. As per information & explanation given by the management, maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Act.
7. (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Goods and Services tax, Service tax, Custom Duty, Excise Duty, sales tax, cess and other statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanation given to us, there is no undisputed amounts payable in respect of the aforesaid dues outstanding as at 31st March 2020 for a period of more than six months from the date they have become payable.

(b) According to the information and explanations given to us, there is no amount payable in respect of income tax, goods and services tax, service tax, sales tax, custom duty and excise duty, whichever applicable, which have not been deposited on account of any disputes.
8. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the company has not defaulted in repayment of loans or dues to financial institution, banks, government or dues to debenture holders.

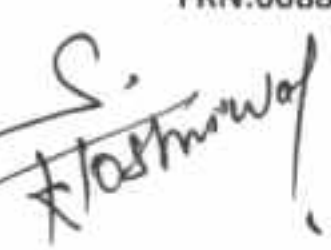


9. Based on our audit procedures and on the information given by the management, the moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those were obtained.
10. According to the information and explanations given to us, we report that no fraud on or any fraud on the company by its officers or employees has been noticed or reported during the year, nor have we been informed of such case by the management.
11. The company is a private limited; hence paragraph 3(xi) of the order is not applicable to the company.
12. The company is not a Nidhi Company hence this clause is not applicable.
13. Based upon the audit procedures performed and according to the information and explanations given to us, All transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial statements etc. as required by the applicable accounting standards.
14. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and the compliance of the requirements of section 42 of the Act which deals with the private placement if any are complied with. Also funds so raised from private placement of shares or fully or partly convertible debentures were applied for the purpose for which these securities were issued.
15. The company has not entered into any non-cash transactions (transactions involving change in the assets or liabilities of a company but not involving "cash" or cash equivalents") with directors or persons connected with him.
16. According to the information and explanations given to us by the management and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, the provisions of clause 3 (xvi) of the order are not applicable to the company.

FOR: S.K. TOSHNIWAL & COMPANY
CHARTERED ACCOUNTANTS
FRN:008852C



PLACE: BHILWARA
DATE: 27/08/2020


[SUNIL KUMAR TOSHNIWAL]
PARTNER

M. NO.: - 078136
UDIN: 20078136AAAABE3706

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF SWARAJ SUITING PRIVATE LIMITED

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of SWARAJ SUITING PRIVATE LIMITED (hereinafter referred to as "Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 internal financial controls system over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Company and its subsidiary company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR: S.K. TOSHNIWAL & COMPANY

CHARTERED ACCOUNTANTS

FRN:008852C



[SUNIL KUMAR TOSHNIWAL]

PARTNER

PLACE: BHILWARA

DATE: 27/08/2020

M. NO.: - 078136 UDIN:

20078136AAAABE3706

SWARAJ SUITING PRIVATE LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31.03.2020

(in Rs.)

Particulars	Note No.	As on 31.03.2020	As on 31.03.2019
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share Capital	[2]	19,383,450	19,383,450
(b) Reserves and Surplus	[3]	287,932,610	241,693,695
(c) Money received against share warrants		-	-
2 Share application money pending allotment		-	-
Sub-Total		307,316,060	261,077,145
3 Minority Interest	[4]	30,048,844	29,932,068
4 Non-current liabilities			
(a) Long term borrowings	[5]	273,963,401	318,256,125
(b) Deferred tax liabilities (Net)	[6]	8,378,190	7,979,686
(c) Other Long term Liabilities	[7]	-	-
(d) Long term Provisions	[8]	-	-
Sub-Total		282,341,591	326,235,811
5 Current liabilities			
(a) Short Term Borrowings	[9]	170,520,711	170,228,804
(b) Trade Payables	[10]	107,464,779	60,017,109
(c) Other Current Liabilities	[11]	65,548,111	84,062,861
(d) Short Term Provisions	[12]	7,205,897	5,788,001
Sub-Total		350,739,498	320,096,775
TOTAL		970,445,992	937,341,799
II. ASSETS			
Non-current assets			
1 (a) Fixed Assets			
(i) Tangible assets	[13]	453,940,038	523,492,282
(ii) Intangible assets		608,897	448,414
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non Current Investments	[14]	-	-
(c) Deferred tax assets (net)		-	-
(d) Long Term Loans and Advances	[15]	12,304,748	16,090,053
(e) Other Non Current Assets	[16]	569,325	101,850
Sub-Total		467,423,008	540,132,599
2 Current assets			
(a) Current Investments		-	-
(b) Inventories	[17]	304,355,650	230,717,382
(c) Trade Receivables	[18]	136,378,688	129,895,277
(d) Cash & Cash Equivalents	[19]	1,306,814	519,251
(e) Short Term Loans & Advances	[20]	60,981,833	36,077,289
(f) Other Current Assets		-	-
Sub-Total		503,022,984	397,209,200
TOTAL		970,445,992	937,341,799

As per our audit report of even date

For: S.K. Toshniwal & Co

Chartered Accountants

[Sunil Kumar Toshniwal]

Partner

M.No.078136

UDIN: 20078136AAAABE3706

Place: Bhilwara

Date: 27/08/2020



For & behalf of board of directors

[Mohammad Sabir]

DIN: 00561917

[Samar Khan]

DIN: 01124399

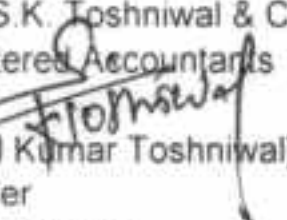
[NASIR KHAN]

DIN: 07775998

SWARAJ SUITING PRIVATE LIMITED
CONSOLIDATED STATEMENT OF PROFIT & LOSS A/C FOR THE PERIOD ENDED ON 31.03.2020

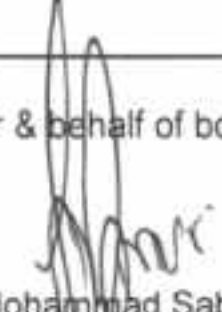
(₹ in Rs.)

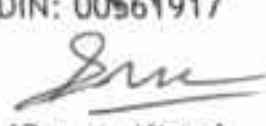
Particulars	Refer Note No.	As On 31.03.2020	As On 31.03.2019
I. Revenue from operations	[21]	803,871,110	762,738,990
II. Other income & sale of fixed assets	[22]	2,661,094	1,428,624
III. Total Revenue (I + II)		806,532,204	764,167,614
IV. Expenses:			
Cost of materials consumed [Yarn & Grey]	[23]	130,322,523	118,500,552
Purchases of Stock-in-Trade	[24]	349,351,228	306,188,219
Manufacturing Expenses	[26]	132,345,935	143,202,483
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	[25]	(41,475,574)	(12,799,933)
Employee benefits expense	[27]	57,510,456	52,975,553
Finance costs	[28]	53,541,938	42,589,657
Depreciation and amortization expense	[13]	69,397,847	74,777,423
Other expenses	[29]	12,675,147	10,750,873
Miscellaneous Expense W/O		32,525	124,645
Total expenses		763,702,025	736,309,473
Profit before exceptional and extraordinary items and tax (III-IV)		42,830,180	27,858,141
VI. Depreciation due to company act 2013		-	-
VII. Profit before extraordinary items and tax (V - VI)		42,830,180	27,858,141
VIII. Extraordinary Items (Income tax demand)		-	-
IX. Profit before tax (VII- VIII)		42,830,180	27,858,141
X Tax expense:			
(1) Current tax		7,108,197	5,708,001
(2) Deferred tax		398,504	301,064
Profit (Loss) for the period from continuing operations (VII- XI VIII)		35,323,479	21,849,076
XII Profit/(loss) from discontinuing operations		-	-
XIII Tax expense of discontinuing operations		-	-
Profit/(loss) from Discontinuing operations (after tax) (XII- XIV XIII)		-	-
XV Profit (Loss) for the period (XI + XIV)		35,323,479	21,849,076
XVI Earnings per equity share:		18.22	11.27

As per our audit report of even date
For: S.K. Toshniwal & Co.
Chartered Accountants

[Sunil Kumar Toshniwal]
Partner
M.No.078136
UDIN: 20078136AAAABE3706
Place: Bhilwara
Date: 27/08/2020



For & behalf of board of directors


[Mohammad Sabir]
DIN: 00561917


[Samar Khan]
DIN: 01124399


[MASIR KHAN]
DIN:07775998

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2020

₹ in rupees

PARTICULARS		31st March 2020	31st March 2019
A.	Cash Flow From Operating Activities		
	Net Profit before tax and extraordinary items(as per Statement of Profit and Loss)	4,28,30,180	2,78,58,141.25
	Adjustments for non Cash/ Non trade items:		
	Depreciation & Amortization Expenses	6,93,97,847	7,47,77,423.00
	Finance Cost	5,35,41,938	4,25,89,657.44
	Interest received	(10,10,080)	(14,28,623.69)
	Other Inflows / (Outflows) of cash	1,21,46,729	32,42,250.00
	Operating profits before Working Capital Changes	17,69,06,614.6	14,70,38,848.00
	Adjusted For:		
	(Increase) / Decrease in trade receivables	(22100768)	(6,58,54,891.70)
	Increase / (Decrease) in trade payables	63065028	3,34,15,766.08
	(Increase) / Decrease in inventories	(7,36,05,743)	(3,63,83,767.06)
	Increase / (Decrease) in other current liabilities	(1,84,97,050)	3,50,36,351.91
	(Increase) / Decrease in Short Term Loans & Advances	(2,44,02,889)	(73,26,529.68)
	(Increase) / Decrease in other current assets	(5,01,655)	(5,29,561.97)
	Cash generated from Operations	(10,08,31,013.22)	10,53,96,215.58
	Income Tax (Paid) / Refund	(57,08,001)	(38,67,915.00)
	Net Cash flow from Operating Activities(A)	9,51,55,537	10,15,28,300.58
B.	Cash Flow From Investing Activities		
	Purchase of tangible assets	(7,54,069)	(13,38,69,245.93)
	Proceeds from sales of tangible assets	9,08,466	8,40,818.12
	Proceeds from sales of intangible assets	0	4,09,145.00
	Non Current Investments / (Purchased) sold	(12,75,000)	(1,78,02,750.00)
	Interest Received	10,10,080.06	10,19,478.69
	Cash advances and loans made to other parties	(29,59,443.33)	(19,19,484.82)
	Cash advances and loans received back	67,44,748	
	Other Inflow / (Outflows) of cash	(4,67,475)	11,92,218.00
	Net Cash used in Investing Activities(B)	32,07,306.73	(15,01,29,820.94)
C.	Cash Flow From Financing Activities		
	Finance Cost	(5,35,41,938.14)	(4,25,89,657.44)
	Increase in / (Repayment) of Short term Borrowings	2,91,906.39	6,16,81,734.65
	Increase in / (Repayment) of Long term borrowings	(4,42,92,724.06)	1,75,43,781.90
	Increase / (Decrease) in share capital		1,17,90,000.00
	Other Inflow / (Outflows) of cash		
	Net Cash used in Financing Activities(C)	(9,75,42,755.81)	4,84,25,859.11
D.	Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)	7,87,563.14	(1,75,661.25)
E.	Cash & Cash Equivalents at Beginning of period	5,19,251.56	6,94,912.58
F.	Cash & Cash Equivalents at End of period	13,06,814.70	5,19,251.33
G.	Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)	7,87,563.14	(1,75,661.25)

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

As per our report of even date

For S.K. Toshniwal and Co.

Chartered Accountants

(FRN: 0088520)

Sunil Kumar Toshniwal

PARTNER

Membership No.: 078136

UDIN: 20078136AAAAE37

Place: BHILWARA

Date: 27/08/2020



MOHAMMAD SABIR
Director
DIN: 00561917

SAMAR KHAN
Director
DIN: 01124399

For and on behalf of the Board of Directors

NASIR KHAN
Director
DIN: 07775998

Note:

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

Notes to Accounts of Consolidated Financial Statements

1. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENT

These consolidated financial statements have been prepared to comply with the generally accepted accounting principles, including the accounting standards notified under the relevant provision of companies act 2013.

2. PRINCIPLES OF CONSOLIDATION

The consolidated financial statements relate to **SWARAJ SUITING PRIVATE LIMITED** and its subsidiary has been prepared on following basis:

The financial statements of the parent and its subsidiary have been combined on a line by line basis by adding together like items of assets, liabilities, income and expenses. In order that the consolidated financial statements present financial information about the group as that of a single enterprise, the following steps have been taken:

(a) The cost to the parent of its investment in each subsidiary and the parent's portion of equity of each subsidiary, at the date on which investment in each subsidiary is made, has been eliminated;

(b) any excess of the cost to the parent of its investment in a subsidiary over the parent's portion of equity of the subsidiary, at the date on which investment in the subsidiary is made, have been described as goodwill to be recognised as an asset in the consolidated financial statements;

(c) when the cost to the parent of its investment in a subsidiary is less than the parent's portion of equity of the subsidiary, at the date on which investment in the subsidiary is made, the difference should be treated as a capital reserve in the consolidated financial statements;

(d) minority interests in the net income of consolidated subsidiaries for the reporting period should be identified and adjusted against the income of the group in order to arrive at the net income attributable to the owners of the parent; and

(e) Minority interests in the net assets of consolidated subsidiaries have been identified and presented in the consolidated balance sheet separately from liabilities and the equity of the parent's shareholders.

Minority interests in the net assets consist of:


(i) The amount of equity attributable to minorities at the date on which investment in a subsidiary is made; and

(ii) The minorities' share of movements in equity since the date the parent-subsidary relationship came in existence. Where the carrying amount of the investment in the subsidiary is different from its cost, the carrying amount is considered for the purpose of above computations.

3) OTHER SIGNIFICANT ACCOUNTING POLICIES

These are set out under "Significant Accounting Policies" as given in the company's separate financial statements.

FOR: S.K. TOSHNIWAL & COMPANY
CHARTERED ACCOUNTANTS
FRN:008852C



S. Toshniwal
(SUNIL KUMAR TOSHNIWAL)
PARTNER
M. NO.: - 078136
UDIN: 20078136AAAABE3706

PLACE: BHILWARA
DATE: 27/08/2020

SWARAJ SUITING PRIVATE LIMITED

NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET FOR THE YEAR ENDED ON 31.03.2020

PARTICULARS	AMOUNT AS ON 31.03.2020	AMOUNT AS ON 31.03.2019
NOTE 2 - SHARE CAPITAL		
AUTHORISED SHARE CAPITAL 19,50,000 equity shares @10 rs each (Previous year 18,82,500 shares @ RS. 10/- each)	19,500,000.00	19,500,000.00
ISSUED, SUBSCRIBED & PAID UP CAPITAL 19,38,345 Equity shares @ 10/- each (Previous year 14,73,130 Equity shares of Rs. 10/- each)	19,383,450.00	19,383,450.00
	19,383,450.00	19,383,450.00

RECONCILIATION OF NUMBER OF EQUITY SHARES

Particular	Current Year	Previous Year
Number of shares outstanding as at beginning of the year	1,938,345.00	1,473,130.00
Add:- Number of shares allotted for cash pursuant to public issue	-	465,215.00
Number of shares outstanding as at the end of the year	1,938,345.00	1,938,345.00

SHARES HELD BY EACH SHAREHOLDERS HOLDING MORE THAN 5% SHARES

(as on 31-03-2020)

S.NO.	NAME OF THE SHAREHOLDER	NO. OF SHARES HELD	% OF SHARES HELD
1	Gomoto Textile Private Limited	427,500.00	22.05
3	Sakina Textile Private Limited	377,730.00	19.49
4	Divine Suiting Private Limited	432,000.00	22.29
5	Mohammad Sabir	577,490.00	29.79

(as on 31-03-2019)

S.NO.	NAME OF THE SHAREHOLDER	NO. OF SHARES HELD	% OF SHARES HELD
1	Ahinsa Business Venture Private Limited	182,750.00	9.43
2	Satyaman Texpark Private Limited	183,250.00	9.45
3	Sakina Textile Private Limited	377,730.00	19.49
4	Divine Suiting Private Limited	432,000.00	22.29
5	Mohammad Sabir	527,490.00	27.21

NOTE 3 - RESERVE AND SURPLUS

SECURITIES PREMIUM RESERVE			
Opening :	163,617,234.00		
Addition during the year	-		
Deduction during the year	-	163,617,234.00	163,617,234.00
PROFIT AND LOSS A/C			
Opening : (standalone)	55,950,881.56		
Addition during the year (Standalone)	32,551,850.53		
Deduction during the year	-		
Post Acquisition Profit	-	90,861,866.96	56,769,681.46
CAPITAL SUBSIDY			
Opening :	21,306,780.00		
Addition during the year	12,146,729.00		
Deduction during the year	-	33,453,509.00	21,306,780.00
		287,932,609.96	241,693,695.46



SWARAJ SUITING PRIVATE LIMITED

PARTICULARS	AMOUNT AS ON 31.03.2020	AMOUNT AS ON 31.03.2019
NOTE 4 - LONG TERM BORROWINGS		
A) TERM LOANS FROM BANKS & FINANCIAL INSTITUTES		
SECURED		
1) Term Loan from State Bank of India, Commercial Branch, Bhilwara-I [Repayable in 32 quarterly installments commencing on 15.06.2013 and ending on 15.03.2021 with first four installments of Rs.27.50 Lacs each, next four installments of Rs.32.50 Lacs each, next four installments of Rs.40.00 Lacs each, next four installments of Rs.47.50 Lacs each, next four installments of Rs.52.50 Lacs each, next four installments of Rs.57.50 Lacs each, next four installments of Rs.67.50 Lacs each & last four installments of Rs.75.00 Lacs each] [Exclusive charge over land & building, plant & machinery & other fixed assets present & future of the company situated at F-484, 485 & 486 RIICO Growth centre, Hamirgarh, Bhilwara & Equitable mortgage of Industrial land & building situated at Araji No.470, Biliya Khurd, Pur Road, Bhilwara] [Extension of Charge on company's RM, SIP, FG, Semi FG, Store & Spares & BookDebts and other current assets lying in factory premises or else where of company, present & future] [Further, secured by personal guarantee of directors]	15,000,000.00	30,531,473.00
2) Term Loan from State Bank of India, Commercial Branch, Bhilwara-II [Repayable in 28 quarterly installments commencing on 30.03.2016 and ending on 31.03.2023 with first eight installments of Rs.15 Lacs each, next eight installments of Rs.20.00 Lacs each, next eight installments of Rs.28.00 Lacs each, & last four installments of Rs.35.00 Lacs each] [Exclusive charge over land & building, plant & machinery & other fixed assets present & future of the company situated at F-483, RIICO Growth centre, Hamirgarh, Bhilwara] [Extension of Charge on company's RM, SIP, FG, Semi FG, Store & Spares & BookDebts and other current assets lying in factory premises or else where of company, present & future] [Further, secured by personal guarantee of directors]	30,896,843.00	35,696,843.00
3) Term Loan from Bank of Baroda [Repayable in 30 quarterly installments commencing in Feb 19 and ending in May 19 with first ten installments of Rs.50 Lacs each, next eight installments of Rs.60.00 Lacs each & last twelve installments of Rs.65.00 Lacs each] [Exclusive charge over land & building, plant & machinery & other fixed assets present & future of the company situated at F-487, RIICO Growth centre, Hamirgarh, Bhilwara] [Extension of Charge on company's RM, SIP, FG, Semi FG, Store & Spares & BookDebts and other current assets lying in factory premises or else where of company, present & future] [Further, secured by personal guarantee of directors]	130,706,336.00	139,349,016.00
4) State Bank of India [Secured by first charge over fixed & second charge over current assets of company]	60,000,000.00	68,500,000.00
5) Vehicle Loans [Secured by the hypothecation of vehicle]	5,716,782.43	8,136,038.91
B) LOAN AND ADVANCES FROM SHARE HOLDERS, DIRECTORS & ASSOCIATES.		
UNSECURED		
From Directors, Shareholders and Relatives	3,278,060.00	2,032,800.00
From Corporates	28,365,379.44	34,009,954.02
	273,963,400.87	318,256,124.93
NOTE 5 - DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Liabilities (Net)	8,378,189.72	7,979,685.72
	8,378,189.72	7,979,685.72
NOTE 6 - OTHER LONG TERM LIABILITIES		
(a) Trade Payables	-	-
(b) Others (Sundry Creditors For Capital Goods)	-	-
Total	-	-
NOTE 7 - LONG TERM PROVISIONS		
(a) Provision for employee benefits		
Superannuation (unfunded)	-	-
Gratuity (unfunded)	-	-
Leave Encashment (unfunded)	-	-
ESOP / ESOS	-	-
(b) Others (Specify nature)	-	-
Total	-	-



SWARAJ SUITING PRIVATE LIMITED

PARTICULARS	AMOUNT AS ON 31.03.2020	AMOUNT AS ON 31.03.2019
NOTE 8 - SHORT TERM BORROWINGS		
A) FROM BANKS		
SECURED		
Working Capital Limits from SBI Bank , Commercial Branch, Bhilwara	109,948,206.11	110,232,264.46
[1st & Exclusive Charge on companie's RM, SIP, FG, Semi FG, Store & Spares & BookDebts and other current assets lying in factory premises or else where of company, present & future] [Extension of charge over land & building, plant & machinery & other fixed assets present & future of the company situated at F-484,485 & 486 RIICD Growth cente, Hamirgarh, Bhilwara & Equitable mortqaqe of Industrial land & building situated at Araj No.470, Biliya Khurd, Pur Road, Bhilwara) [Further, secured by personal guarantee of drectors]		
2.]Working Capital loan from S.B.I. (Secured by hypothecation by way of first charge of stock in trade/ Receivables and second charge of Fixed Assets and personally guaranteed by directors)	60,572,504.48	59,996,539.74
	170,520,710.59	170,228,804.20
NOTE 9 - TRADE PAYABLE		
Sundry Creditors	107,464,779.12	60,017,108.89
	107,464,779.12	60,017,108.89
NOTE 10 - OTHER CURRENT LIABILITIES		
Current Maturities of SBI term loan-I	14,999,997.00	27,000,000.00
Current Maturities of SBI term loan-II	5,600,000.00	8,800,000.00
Current Maturities of BOB term loan	10,000,000.00	20,000,000.00
Current Maturities of Vehicle Loans	2,419,266.48	3,106,165.39
Instalments of TL	8,500,000.00	8,500,000.00
- HDFC car loan	199,604.18	239,891.69
- ICICI Bank Truck & Body Loan	1,364,560.00	1,827,895.00
- ICICI Bank Car Loan Mercedes	855,102.30	1,038,378.70
Current Maturities of Unsecured Loans	5,391,545.32	3,031,405.03
- Axis Bank	408,044.00	-
- Bajaj Finserv	336,497.00	-
- Fullerton India	648,953.00	-
- ICICI BANK	1,940,824.00	943,251.00
- India Inoline	1,464,097.05	1,059,316.73
- HDFC	223,351.27	1,028,837.30
- Kotak Mahindra loan	369,779.00	-
Interest Accured & due on term loan	2,260,649.84	796,489.40
Salary & wages Payable	5,368,918.73	4,682,405.50
TDS Payable	863,680.00	582,359.00
Audit Fees Payable	65,000.00	35,000.00
Power Bill Payable	5,642,390.00	5,372,116.00
ESI & PF Payable	270,321.00	407,363.00
Bonus payable	1,431,484.00	1,105,666.00
Duties and Taxes for Gst	1,750,858.46	43,443.38
Advance against Car Sale	-	300,000.00
Outstanding liabilities	984,000.00	300,448.00
	65,548,110.83	84,062,860.70
NOTE 11 - SHORT TERM PROVISIONS		
Provision for Income Tax	7,108,197.00	5,708,001.00
Provision for Audit Fees	97,700.00	80,000.00
	7,205,897.00	5,788,001.00
NOTE 13 - NON CURRENT INVESTMENTS		
A) Trade Investments	-	-
(i) Investments in preference shares	-	-
(ii) Investments in Government or Trust securities	-	-
B) Other Non-Current investments	-	-
(Equity Shares of Cyan Textile Pvt Ltd: 27,89,700 shares)	-	-
Less : Provision for dimunition in the value of Investments	-	-
	-	-
NOTE 14 - LONG TERM LOAN AND ADVANCES		
A) Security Deposits with Government Department	7,320,322.55	5,368,024.82
B) Fixed Deposit with Bank	3,145,628.00	9,890,376.00
C) Security Deposit AVVNL	1,323,959.00	816,837.00
D) Cybernetics	5,000.00	5,000.00
E) Mobile security	3,500.00	3,500.00
F) Telephone security	6,314.90	6,314.90
G) National Filing	500,023.60	-
	12,304,748.05	16,090,052.72



SWARAJ SUITING PRIVATE LIMITED

PARTICULARS	AMOUNT AS ON 31.03.2020	AMOUNT AS ON 31.03.2019
NOTE 15 - OTHER NON CURRENT ASSETS		
A. Long term trade receivables (including trade receivables on deferred credit terms)	-	-
B. Advance Payments for capital goods	-	-
C. Preliminary Expenditure	101,850.00	205,120.00
Add: Addition during the year	500,000.00	21,375.00
	601,850.00	226,495.00
Less: Written off during the year/Capitalised during the year	32,525.00	124,645.00
	569,325.00	101,850.00
	569,325.00	101,850.00
NOTE 16 - INVENTORIES		
(As taken, valued & certified by the management)		
A) Raw Material (At Cost)	6,384,086.00	8,560,820.00
B) Grey Fabrics (At Cost Inclusive Of Allocable O/H)	146,531,050.00	111,938,832.00
C) Finish Fabrics (At Lower Of Cost Or Market Value)	150,745,116.00	109,269,542.00
D) Stones & Spares (At Cost)	695,398.00	948,188.00
	304,355,650.00	230,717,382.00
NOTE 17 - TRADE RECEIVABLES		
A) Trade Receivables Outstanding for more than six months Unsecured, Considered Good	-	-
B) Trade Receivables (Others) Unsecured, Considered Good	136,378,687.54	129,895,277.16
C) Balance with Related Parties	-	-
	136,378,687.54	129,895,277.16
NOTE 18 - CASH AND CASH EQUIVALENTS		
A) Balances with Current A/cs	90,994.57	415,923.60
B) Cash in Hand	1,215,819.22	103,327.78
C) Others (specify nature)	-	-
	1,306,813.79	519,251.38
NOTE 19 - SHORT TERM LOAN AND ADVANCES		
<i>Advances Recoverable in Cash or Kind</i>		
TDS Receivable & Advance Tax	6,821,274.52	6,605,928.57
TUFF Subsidy Receivable	9,168,447.00	6,996,985.00
RIPS Subsidy Receivable	6,865,885.00	4,330,718.00
Prepaid Expenses	231,094.00	103,500.00
Advances Other	11,506,362.75	2,201,414.00
Interest accrued on AVVNL deposits	484,312.06	30,077.00
Short Term Deposit with Bank	10,150,081.00	-
AVVNL Deposit Short Term	-	614,142.00
Duties and Taxes for GST	12,779,911.26	15,027,766.49
Advance to RJICO Ltd.	2,919.00	2,919.00
Advances to staff, director and others	101,527.90	163,839.00
Job Charges Receivable	2,107,458.00	-
Loan to employees	762,560.16	-
	60,981,832.65	36,077,289.06
NOTE 20 - REVENUE FROM OPERATIONS		
Finish Fabrics (Net)	347,044,671.30	323,770,588.48
Grey Sales (Net)	157,284,244.94	124,831,372.62
Job Weaving Receipts	297,602,550.21	305,268,810.93
Yarn sales	1,939,643.38	8,868,218.24
Int. a/c	-	-
	803,871,109.83	762,738,990.27
NOTE 21 - OTHER INCOME		
Other Interest Income	976,661.00	1,019,478.69
Profit/(Loss) on Sale of Fixed Assets	33,419.06	409,145.00
Interest on Securities AVVNL	-	-
Claim on Process house	1,651,014.28	-
Scrap sales	-	-
	2,661,094.34	1,428,623.69



SWARAJ SUITING PRIVATE LIMITED

PARTICULARS	AMOUNT AS ON 31.03.2020	AMOUNT AS ON 31.03.2019
NOTE 22 - COST OF RAW MATERIALS CONSUMED & GREY CONSUMED		
Opening Stock (Yarn)	20,430,304.00	8,950,214.94
Opening Stock (Gray)	100,069,348.00	88,400,249.00
Add:- Purchases (Less: Return, Discounts, Claims and Shortage)	2,467,062.53	62,980,269.74
Add:- Freight, Octroi and Cartage	-	-
Add:- Grey Fabric Purchase (Net)	160,270,944.07	78,669,470.46
	283,237,658.60	239,000,204.14
Less: Closing Stock (Yarn)	6,384,086.00	8,560,820.00
Less: Closing Stock (Grey)	146,531,050.00	111,938,832.00
	130,322,522.60	118,500,552.14
NOTE 23 - PURCHASE OF STOCK IN TRADE		
Finish Fabric Purchase (Net)	349,351,227.74	306,188,218.98
	349,351,227.74	306,188,218.98
NOTE 24 - CHANGES IN INVENTORIES OF FINISHED GOODS, WIP		
Opening Stock		
Finished Goods	109,269,542.00	96,469,609.00
	109,269,542.00	96,469,609.00
Less : Closing Stock		
Finished Goods	150,745,116.00	109,269,542.00
	150,745,116.00	109,269,542.00
	(41,475,574.00)	(12,799,933.00)
NOTE 25 - MANUFACTURING EXPENSES		
Stores & Spares	8,622,909.25	5,563,005.37
Electric Expenses	410,952.84	1,572,693.68
Power Expenses	104,668,921.00	104,415,296.84
Oil & Lubricant	1,318,482.06	812,999.00
Diesel Expenses	-	28,546.00
Repair & Maintenance Exp.	638,628.24	903,061.80
Freight Cartage on stores	22,684.00	14,960.00
Transport Expenses	16,060,614.64	20,372,349.54
Fire and Fitting Expenses	40,425.50	135,594.00
Factory Expenses	41,555.54	1,011,363.00
Job Charges	97,000.00	5,629,183.00
Processing charges	230,861.58	2,692,255.78
Insurance	192,900.00	51,175.00
	132,345,934.65	143,202,483.01
NOTE 26 - EMPLOYEE BENEFITS EXPENSES		
Salary Paid	26,622,167.00	24,052,364.00
Wages Paid	27,081,111.00	25,208,005.00
Bonus & Ex gratia	1,431,484.00	1,495,804.00
Staff & Labour Welfare	24,392.00	57,984.00
P.F. & E.S.I. Contribution	2,351,302.00	2,161,396.00
	57,510,456.00	52,975,553.00



SWARAJ SUITING PRIVATE LIMITED

PARTICULARS	AMOUNT AS ON 31.03.2020	AMOUNT AS ON 31.03.2019
NOTE 27 - FINANCE COSTS		
Interest On Term Loan	26,908,556.00	21,955,982.00
Interest Paid To Bank On CC Limit	20,385,540.45	15,477,238.00
Interest On Car Loan	343,891.45	733,273.51
Interest on others	743,282.00	208,784.00
Bank Charges	421,553.18	61,006.80
Interest On Unsecured Loan	3,449,163.10	2,651,831.75
Processing & Stamping	787,141.96	1,029,861.38
Interest on truck loan	502,810.00	471,680.00
Foreclosure Charges	-	-
	53,541,938.14	42,589,657.44
NOTE 28 - OTHER EXPENSES		
A) ADMINISTRATIVE EXPENSES		
Audit Fees	89,000.00	80,000.00
Stock Audit Expenses	30,000.00	-
Govt. License Fees	34,500.00	191,116.00
Legal & Consultancy	802,479.38	502,954.66
Insurance Expenses	1,155,778.46	669,437.54
Rates & Taxes	1,000.00	555,607.00
Telephone & Mobile Expenses	85,536.60	52,760.71
Printing & Stationery	174,169.16	287,847.30
Water Expenses	95,247.00	243,699.00
Vehicle Expenses	523,255.49	742,203.41
Rating Fees Exp.	-	-
Computer & Printer Rep. exp.	113,753.34	275,364.98
Membership Fees	12,450.00	14,450.00
Office Rent	330,000.00	306,000.00
Donation exp.	42,300.00	35,910.00
Advertising Expenses	8,000.00	102,654.00
Festival Expenses	244,460.14	220,773.90
General Expenses	79,427.50	82,203.88
Director salary a/c	5,424,000.00	3,900,000.00
Demand of income tax	-	25,714.00
Demand of service tax	-	6,221.00
Gst late fees	17,850.00	15,950.00
Conveyance Expenses	13,998.00	160,125.00
Sales Tax Demand	-	65,530.00
Office Expenses	-	111,263.40
Provident Fund Demand	-	65,420.00
ESIC Demand	8,939.00	-
Loss on Sale of Car	7,323.00	-
Covid-19 Expense	100,000.00	-
License Fees	43,500.00	-
	9,436,967.07	8,713,205.78
B) SELLING & DISTRIBUTION EXPENSES		
Job & Agency Commission	2,457,938.60	685,098.00
Tour & Travelling Expenses	224,587.32	339,518.00
Grading & Packing Expenses	448,620.46	887,447.36
Freight & Carriage (on Sale)	-	125,411.00
Rate difference	107,033.56	193.00
Claims/Shortage	-	-
Rebate , Settlement ,Trade Discount	-	-
	3,238,179.94	2,037,667.36
	12,675,147.01	10,750,873.14

