

Corporate Information

BOARD OF DIRECTORS

Shri Nawal Khandelwal
 DIN No. : 00076629
 Shri Rajendra Prasad Choudhary
 DIN No. : 00076698
 Smt. Madhu Kumari Rai
 DIN No. : 07146392
 Shri Bajrang Agarwal
 DIN No. : 01017092
 Shri Anup Kumar Dutta
 CEO & CFO
 Shri Vithal Das Mall
 Company Secretary

REGISTERED OFFICE

101C, Kundan House, Ground Floor,
 Harinagar Ashram, Mathura Road
 New Delhi-110014
 Ph. : (11) 2634-0298/4347/1308
 Email : info@mangalamengineering.com
 Website : www.mangalamengineering.com

CORPORATE OFFICE

16, Hare Street 2nd Floor, Kolkata - 700001
 Ph.: (033) 2248-2391/2/3
 Fax: (033) 2248-9382

STATUTORY AUDITOR

H.B. & ASSOCIATES
 Chartered Accountants
 24, N.S. Road, 5th floor
 Kolkata - 700001

SHARE TRANSFER AGENT

Maheshwari DataMatrics Pvt. Ltd.
 23, R.N. Mukherjee, Road, 5th Floor
 Kolkata-700001
 Ph.: (033) 2248-2248, 2343-5029
 Fax: (033) 2248-4787
 E-mail: mdpldc@yahoo.com
 CIN : L74899DL1984PLC017356

Content	Pages
<i>Notice</i>	2
<i>Attendance and Proxy Form</i>	12 & 13
<i>Directors' Report & Annexures</i>	14
<i>Financial Statement</i>	23

MANGALAM ENGINEERING PROJECTS LIMITED

REGD. OFFICE: 101C, Kundan House, Ground Floor, Harinagar Ashram, Mathura Road
New Delhi-110014, Phone (011)2634-0298/4347/1308,

E-mail : info@mangalamengineering.com, Website : www.mangalamengineering.com

CIN : L74899DL1984PLC017356

Notice

NOTICE is hereby given that the 2021-22th Annual General Meeting of the members of "MANGALAM ENGINEERING PROJECTS LIMITED" will be held on Thursday, the 4th August, 2022 at 1.30 P.M. at its registered office -101C, Kundan House, Ground Floor, Harinagar Ashram, Mathura Road, New Delhi-110014, to transact the following business:

ORDINARY BUSINESS:

1) To Receive, Consider and Adopt:

The Audited Financial Statements of the Company for the financial year ended 31st March, 2022 with the reports of the Board of Directors' and Auditors thereon.

2) Re-appointment of Smt. Madhu Kumari Rai (DIN: 07146392), the retiring director:

To appoint a Director in place of Smt. Madhu Kumari Rai (DIN: 07146392), who retires by rotation and being eligible, offers herself for re-appointment.

3) Appointment of Statutory Auditor of the Company:

To consider and, if thought fit, to pass with the or without modifications, the following resolutions as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof, for the time being in force, M/s. Salarpuria & Partners, Chartered Accountants (ICAI Registration No. 302113E) be and is hereby appointed as Statutory Auditors of the Company in place of the retiring Statutory Auditors, M/s. H. B. & Associates, Chartered Accountants (ICAI Registration No. 0322716E) to hold office for a term of five consecutive years from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting of the Company to be held in the year 2027, at a remuneration of Rs.9,000/- plus taxes as applicable and out of pocket expenses incurred in connection with the audit of the Company for the financial year ending on 31.03.2023 and further increments for the remaining tenure of

the appointment, as may be recommended by Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time."

SPECIAL BUSINESS:

4) Appointment of Mr. Bajrang Agarwal (DIN: 01017092) as an Independent Director of the Company:

To consider and, if thought fit, to pass with the or without modifications, the following resolutions as an

Ordinary Resolution:

RESOLVED THAT in accordance with, the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), pursuant to recommendations of Nomination and Remuneration Committee, Mr. Bajrang Agarwal (DIN: 01017092) who was appointed as an Additional Director in the category of independent Director of the Company by the Board of Directors with effect from 30th December, 2021 pursuant to Section 161 of the Act and the Articles of Association of the Company and who has submitted a declaration that he meets the criteria of Independence as per Section 149(6) of the Act, and Regulation 25 read with Regulation 16 of Listing Regulations, qualifies for being appointed as an Independent Non-Executive Director of the Company to hold office for five consecutive years with effect from 30th December, 2021 to 29th December, 2026.

**By order of the Board
For Mangalam Engineering Projects Limited**

Sd/-

V D Mall

Company Secretary

FCS - 3686

Place: Kolkata

Dated: 20th May, 2022

Notice

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 such proxy need not be a member of the Company. The proxy forms should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before commencement of the meeting.***

In terms of Rules 19 of the Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint single person as proxy and such persons cannot act a proxy for any other person or shareholder.

- 2) A Statement pursuant to Section 102(1) of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
- 3) The Equity Share Transfer Registers of the Company will remain closed from July 29th, 2022 to August 04th, 2022 (both days inclusive) for the purpose of Annual General Meeting.
- 4) The Company's shares are enlisted with NSDL and CDSL for participation into Electronic Depository System operated by them. Its shares are compulsorily to be traded in Electronic Form and the security bears Code ISIN INE 630M01011.
- 5) Members are requested to notify immediately any change of their address, if any, to the Company in case shares are held in physical form or to the DP's, where the account is maintained, if held in demat form.
- 6) Information about the Directors seeking re-appointment at the forthcoming Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed separately.
- 7) Members are requested to update their e-mail address to info@mangalamengineering.com or mdpl@yahoo.com to do so to support the "Green Initiative" in the Corporate Governance.
- 8) To comply with the provision of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rules

2014, the Company shall be required to update its database by incorporating members' designated e-mail ID in its records.

- 9) Members are requested to quote folio numbers in all their correspondence. Equity Share of the Company are under compulsory Demat trading by all investors. Considering the advantage of scripts trading, members are encouraged to consider dematerialization of their shareholding so as to avoid inconvenience in future.
- 10) Members/Proxies should bring the attendance slip duly filled in for attending the Meeting
- 11) Corporate members intending to send their authorized representative to attend the meeting are requested to send to the Company a certified copy of Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- 12) In compliance with the MCA Circulars This AGM notice along with the Annual Report is sent only through electronic mode only to those Members whose e-mail addresses are registered with the Company / Depository Participant (DP) / Depository/ Maheshwari Datamatics Private Limited (MDPL), the Company's Registrar & Transfer Agent (RTA). The AGM notice and Annual Report of the Company are made available on the Company's website at www.mangalamengineering.com and also on the website of the Stock Exchanges where the shares of the Company have been listed viz., Metropolitan Stock Exchange Limited - <https://www.cse-india.com>.
- 13) Electronic copy of the Notice of this meeting inter alia indicating the process and manner of e-voting along with attendance slip and proxy form is being sent to all the members whose e-mail IDs are registered with the Company/ Depository Participant(s) for communication purpose and hard copy of the same is being sent to those members whose e-mail IDs are not registered with the Company/ Depository Participant(s) for communication purpose. Notices of the Annual General Meeting and the Annual Report for 2021-22 of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form will also be available on Company's website www.mangalamengineering.com for their download.
- 14) All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (11.00am to 1.00pm)

Notice

on all working days except Saturdays, up to the date of the Annual General Meeting of the Company.

- 15) Members desiring any information as regard accounts are requested to intimate the company at least 10 days before the meeting to enable the management to keep the information required readily available at the meeting
16. The shareholders shall have one vote per equity share held by them as on the cut-off date, i.e., of 28th July, 2022, The facility of e-voting would be provided once for every folio/client id, irrespective of the number of joint holders.
17. Shri Pravin Kumar Drolia, Practicing Company Secretary (Membership No. FCS 2366 and Certificate of Practice No. 1362) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
18. In case of any queries/grievances relating to e-voting process, the Members may contact Mr, Agrhya Majumder, Central Depository Services Limited, 22, Camac Street, Block A, 1st Floor, Kolkata-16, at e-mail ID: helpdesk.evoting@cdslkindia.com, at Toll Free No. 1800-200-5533 who will address the grievances connected with the electronic voting. Members way also write to the Company Secretary at info@mangalamengineering.com or Registered Office address.

VOTING THROUGH ELECTRONIC MEANS:

- a) In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is providing its members, the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting services. The facility of casting votes by a member using remote e-voting as well as physical ballot process during the AGM will be provided by Company.
- b) The remote e-voting period commences on 01st August, 2022 (9:00 am) and ends on 03rd August 2022 (5:00 pm). During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of

Thursday, 28th July, 2022 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- (i) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue by physical ballot.
- (ii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on 'e-Voting facility provided by Listed Companies', e-Voting process has been enabled to all the Individual demat account holders by way of single login credential through their demat account(s) / websites of Depositories / Depository Participant(s) (DPs) in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process.
- (iii) Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in **Demat mode** is given below:

Notice

Type of shareholders	Login Method		
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/ Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers. 	Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.

Notice

	Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) log-in through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note:

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

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

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

(iv) Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

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

(v) After entering these details appropriately, click on "SUBMIT" tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password

Notice

with any other person and take utmost care to keep your password confidential.

- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the Company name.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only on “Click here to print” option on the Voting page.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required

to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer or to the Company at the email address viz; drolipravin@yahoo.co.in or info@mangalamengineering.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those shareholders whose email IDs are not registered with the depositories for procuring user ID and password and registration of email IDs for remote e-voting for the resolutions set out in this notice:

1. For Physical shareholders- Members are requested to directly register their email id / update their PAN by visiting the link of the Company’s Registrar and Share Transfer Agent M/s. Maheshwari Datamatics Pvt. Ltd as given below:
Link for email registration –<https://mdpl.in/>
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

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

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

OTHER GUIDELINES

- I) Any person, who acquires shares of the Company and becomes a member of the Company after mailing of the Notice and is holding shares as on the cut off date, may obtain the login ID and password by sending an email to mdpldc@yahoo.com.
- II) A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on cut off date only shall be entitled to avail the facility of remote e-voting or voting at the meeting.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@

Notice

cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542) or contact Mr. Ravi Kumar Bahl, Compliance Officer, M/s. Maheshwari Datamatics Private Limited, 23, R. N. Mukherjee Road, 5th Floor, Kolkata – 700 001, Telephone : (033)22435029, (033)22433809, (033) 22482248, **Mobile** - 80170 58433, **E-mail** – mdpldc@yahoo.com.

Place: Kolkata
Dated: 20th May, 2022

By order of the Board
For Mangalam Engineering Projects Limited

Sd/-
V D Mall
Company Secretary
FCS - 3686

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

Item No.3 Appointment of Statutory Auditor of the Company

In accordance with Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. H. B. & Associates, Chartered Accountants (ICAI Registration No. 0322716E) the Statutory Auditors of the Company shall retire at the conclusion of AGM held in the year 2022 of the Company. The Board of Directors of the Company, at their meeting held on 20th May 2022, Audit Committee, has recommended the appointment of M/s. Salarpuria & Partners, Chartered Accountants (ICAI Registration No. (302113E) as the Statutory Auditors of the Company by the members at this AGM held in the year 2022 of the Company for a term of five consecutive years from the conclusion of AGM held in the year 2022 till the conclusion of the AGM of the Company to be held in 2027 at an annual remuneration of Rs. 9,000/- for the year ending on 31.3.2023, plus out of pocket expenses and applicable taxes. The remuneration of the subsequent year(s) of their term shall be determined based on the recommendation of the Audit Committee and as mutually agreed between the Board of Directors of the Company and the Statutory Auditors. The fees for services in the nature of limited review, statutory certifications and other professional work will be in addition to the audit fee as above and will be mutually agreed between the Board of Directors and Statutory Auditors, from time to time

Pursuant to Section 139 of the Companies Act, 2013 and the rules framed thereunder, the Company has received written consent from M/s. Salarpuria & Partners and a certificate that they satisfy the criteria provided under Section 141 of the Companies Act, 2013 and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and rules framed thereunder. As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. Salarpuria & Partners has confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

The Board recommends the passing of the resolution set out at Item No.3 of the accompanying Notice.

None of the Directors and/or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No.3 of the Notice

Item No.4 Appointment of Mr. Bajrang Agarwal (DIN: 01017092) as an Independent Director of the Company:

The Board of Directors of the Company ('the Board') at the meeting held on 30th December, 2021, on the recommendation of the Nomination and Remuneration Committee ('the Committee'), appointed Mr. Bajrang Agarwal (DIN: 01017092) as an Additional Director under the category of Non-Executive Independent Director for a term of 5 (five) consecutive years from 30th December, 2021 to 29th December, 2026, not liable to retire by rotation, subject to the approval of shareholders and the Board decided to seek approval of the same from the shareholders ensuing Annual General Meeting of the Company.

Mr. Bajrang Agarwal (DIN: 01017092), pursuant to section 152 of the Companies Act, 2013 has given his consent to act as a Director of the Company, the declaration has also been received from of Mr. Bajrang Agarwal that he meets the criteria of independence prescribed under section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

A brief resume of Mr. Bajrang Agarwal is given below:

Mr. Bajrang Agarwal holds a Bachelor of Commerce from the Calcutta University. He is a Chartered Accountant and fellow Member of the Institute of Chartered Accountant of India and having more than 40 years vast experience in the field of Account, Audit, Taxation, Finance and Corporate Law.

Additional information in respect of Mr. Bajrang Agarwal, pursuant to the Listing Regulations and the Secretarial Standard on General Meetings is provided in the Annexure.

In the opinion of the Board of Directors, Mr. Bajrang Agarwal fulfills the conditions specified in the Act, Rules, and Listing Regulations, for his appointment as an Independent Director of the Company. He is independent of management and possesses the appropriate skills, experience, and knowledge required for the discharge of his duties as an Independent Director his vast knowledge and varied experience will be of immense value to the Company.

The Board recommends the Resolution for approval of the Members as an Ordinary Resolution as set out in the item no. 4 of the notice

Except Mr. Bajrang Agarwal, being an appointee None of the other Directors and Key Managerial Personnel of the Company or their relatives is interested in this Resolution.

Notice

DETAILS OF THE DIRECTOR SEEKING RE - APPOINTMENT IN THE 2021-22th ANNUAL GENERAL MEETING

(Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of The Director	Smt. Madhu Kumari Rai	Shri Bajrang Agarwal
DIN	07146392	01017092
Date of Birth	01/09/1974	11/04/1954
Date of Appointment on the Board of the Company	01/04/2015	30/12/2021
Brief Resume of Director	She completed his Graduation in Science. She has an experience in Finance. I T and Railway Components.	B.Com (Hon's), Chartered Accountant with vast experience in the field of taxation, corporate law and accounts
Directorship in other listed Companies	NIL	Longview Tea Company Limited
Chairman/ Member of the Committees of the Board of Directors of Other Companies in which he is a Director (excluding in Foreign Companies) (only Audit Committee and Stakeholders Relationship Committee considered)	NIL	Longview Tea Company Limited Audit Committee- Member Stakeholders Relationship Committee- Member
Disclosure of Relationship between Directors inter-se and Key Managerial Personnel	NA	NA
Details of Shareholding, if any in the Company	NIL	NIL
No. of meetings of the Board attended during the year	6	1
Listed entities from which the person has resigned in the past three years	NIL	NIL

Notice

Road Map to the Venue of 2021-22th AGM of “Mangalam Engineering Projects Ltd.”



101C, Kundan House, Ground Floor,
Hari Nagar Ashram, New Delhi - 110014

MANGALAM ENGINEERING PROJECTS LIMITED

Reg. Office: 101C, Kundan House, Ground Floor, Harinagar Ashram, Mathura Road, New Delhi-110014

ATTENDANCE SLIP

D.P. ID*

Folio No.....

Client ID*

Number of Shares held.....

I/ We hereby record my/our presence at the Annual General meeting of the Company for 2021-22 being held on Thursday, the 4th August, 2022 at 1.30 P.M.at it's Reg. Office: **101C, Kundan House, Ground Floor, Harinagar Ashram, Mathura Road, New Delhi-110014**

Signature of Shareholder: (1) (2) (3)

Signature of the Proxy holder:

*Applicable for investors holding shares in electronic form.

Note: Shareholders attending the meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting venue.

MANGALAM ENGINEERING PROJECTS LIMITED

101C, Kundan House, Ground Floor, Harinagar Ashram, Mathura Road, New Delhi-110014

CIN : L74899DL1984PLC017356

PROXY FORM- MGT-11

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2020]

Name of the member(s)	
Registered Address	
Email ID	
Folio No./Client ID	
DP ID	

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

1. Name.....Address.....

E-mail ID Signature or failing him.

2. Name.....Address.....

E-mail ID Signature or failing him.

3. Name.....Address.....

E-mail ID Signature

as my/our proxy to attend and vote (on poll) for me /us and on my / our behalf at the 2021-22 Annual General Meeting of the Company to be held at its Registered office of the Company at **101C, Kundan House, Ground Floor, Harinagar Ashram, Mathura Road, New Delhi-110014** on the 4th August, 2022 at 1.30 P.M. and at any adjournment thereof in respect of such resolutions as are indicated below.

Resolution No	RESOLUTIONS	No. of Shares	I/We assent to the Resolution (FOR)	I /We dissent to the Resolution (AGAINST)
	ORDINARY BUSINESS			
1.	To Consider and adopt Audited Financial Statements as on 31 st March, 2022 and, Reports of the Board of Directors and Auditors thereon.			
2.	Appoint a Director in place of Smt. Madhu Kumari Rai (DIN: 07146392), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.			
3.	Appointment of M/s. Salarpuria & Partners, Chartered Accountants (ICAI Registration No. 302113E), as Statutory Auditors of the Company			
	SPECIAL BUSINESS			
4	Appointment of Mr. Bajrang Agarwal (DIN: 01017092) as an Independent Director of the Company for the five consecutive years			

Signed this day of 2022

Signature of Shareholder:

Signature of the Proxy holder:

Note:

- This form of proxy in order to be effective should be completed and deposit at the Registered office of the Company, not less than 48 hours before the commencement of the meeting.**
- For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
- It is optional to put a 'x' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Please complete all details including details of member(s) in above box before submission.

Directors' Report for the year ended 31.03.2022

To,
The Members,
Mangalam Engineering Projects Limited

FINANCIAL RESULTS

Financial Results of the Company for the year under review along with the figures for previous year are as follows:-

Particulars	(Rs.)	
	31st March, 2022	31st March, 2021
Total Revenue from operation	24,59,749	7,19,360
Other Income	2,898	-
Profit (Loss) before Tax	14,85,047	(1,80,064)
Taxes:		
Current year	-	-
Deferred Tax	(53,190)	4,291
Profit/(loss)/ for the year after tax	15,38,236	(1,84,355)
Total comprehensive Income for the year	14,93,84,659	92,85,064
Basic and Diluted earnings per share	1.26	(0.15)

REVIEW OF OPERATIONS

During the current year under review the income of the company mainly comprised of Dividend Income, Interest Income and Profit on sale of Mutual Fund. Total Revenues from operation including other income for Financial year ended 31st March, 2022 is at Rs 24,62,647/- compared to Rs. 7,19,360/- during the previous year and Profit for the year after tax is Rs. 15,38,236/- compared to Rs. (1,84,355) during the previous year. Total comprehensive Income for the period is Rs. 14,93,84,659/- .

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

There have been no material changes affecting the financial position of the Company during the year.

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE

The Company has no subsidiaries, Associates and Joint venture as on 31st March, 2022.

DIVIDEND

Your directors do not recommend any dividend for the financial year 2021-22 owing to conservation of resources of the Company for the said financial year.

NON ACCEPTANCE OF PUBLIC DEPOSIT

As per the RBI's NBFC public deposit directions, the board of directors of the Company has confirmed that the Company had neither invited nor accepted any public deposit during

the financial year 2021-22 and that the Company does not intend to invite or accept any public deposit from public during the financial year 2022-23. No amount on account of principal on interest on deposit from public was outstanding as on the date of Balance sheet.

TRANSFER TO RBI RESERVE FUND & INVESTMENT ALLOWANCE RESERVE

A sum of Rs. 3,07,647/- was transferred for the financial year 2021-22.

SHARE CAPITAL

The paid-up Equity Share Capital of the Company as at 31st March, 2022 was Rs. 1,22,50,000 divided into 12,25,000 Equity Shares of Rs. 10 each. There have not been any changes in the Equity Share Capital of the Company during the Financial Year ended 31st March, 2022. During the year under review, the Company has neither issued shares with differential voting rights nor issued sweat equity or granted stock options or sweat equity.

ANNUAL RETURN:

As required under Section 92(3) of the Companies Act, 2013 and read with Rule 12(1) of the Companies (Management and Administration) Amendment rules, 2020, Annual Return for the financial year 2021-22 is available on the Company's website at www.mangalamengineering.com.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board consists of the Non-Executive Directors (including Independent Directors).

A) Retirement of Directors

Pursuant to Section 152 of Companies Act, 2013 and Articles of Association of the Company, Smt. Madhu Kumari Rai, Director, is liable to retire by rotation and being eligible offers herself for re-appointments. Your Directors recommend her re-appointment. The brief resume and other details as required under the Listing Regulations are provided in the Notice of the Annual General Meeting.

Based on the recommendation of the Nomination & Remuneration Committee, the Board at its meeting held on December 30, 2021 had appointed Shri Bajrang Agarwal (DIN: 01017092) as an Independent Directors of the Company for a term of 5 (five) consecutive years, effective from December 30, 2021 to December 29th 2026. The said appointments are subject to approval of Members of the Company.

Further, designation of Shri. Nawal Khandelwal (Din: 00076629) has changed from Non-Executive Independent Director to Non-Executive Non-Independent Director w.e.f. December 30, 2021

Directors' Report for the year ended 31.03.2022 (Contd.)

B) Key Managerial Personnel

During the year, the Company had 2 Key Managerial Personnel, being Shri Anup Kumar Dutta, CEO and CFO, Shri Vithal Das Mall Company Secretary.

During the year, Shri Vijay Kanodia resigned as the Company Secretary of the Company with effect from 10th August, 2021 and Shri V. D. Mall has been appointed in his place w.e.f. 10th August, 21.

C) Statement on declaration given by Independent Directors

Declarations have been received from all Independent Directors confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act 2013 and SEBI (LODR) Regulations, 2015.

D) Board Evaluation

Pursuant to the Provisions of the Companies Act, 2013, the Board carried out an annual evaluation of its own performance, its committee, and the directors individually. At the meeting of the Board all the relevant factors such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc that were material for evaluating the performance were discussed in detail.

The performance evaluation of the independent directors was carried out by the entire Board as per the procedure.

The performance evaluation of the non-independent directors on assessment of the quantity, quality and timeliness of the flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

SEPARATE MEETING OF INDEPENDENT DIRECTOR:

In terms of requirement of Schedule IV of the Companies Act, 2013, the Independent Director had a separate meeting on 14th February, 2022, all Independent Directors were present at the separate meeting.

NUMBER OF MEETINGS OF BOARD OF DIRECTORS

During the year 6 Board meetings were convened and held. The time gap between the Meetings was within the prescribed time under the Companies Act, 2013.

AUDITORS AND THEIR REPORT

As per Section 139 of the Companies Act, 2013, read

with the Companies (Audit and Auditors) Rules, 2014, the term of H B & Associates, Chartered Accountant (Firm's registration No 322716E), as the Statutory Auditors of the Company expires at the conclusion of Annual General Meeting (AGM) of the Company held in the year 2022. The Board of Directors of the Company at their meeting held on 20th May 2022, on the recommendation of the Audit Committee, have made its recommendation for appointment of M/s. Salarpuria & Partners, Chartered Accountants (ICAI Registration No. (302113E) as the Statutory Auditors of the Company by the members at this AGM of the Company for a term of five consecutive years. Accordingly, pursuant to Section 139 of the Act, an ordinary resolution, proposing appointment of M/s. Salarpuria & Partners, as the Statutory Auditors of the Company for a term of five consecutive years, that is, from conclusion of this AGM of the Company till the conclusion of the AGM to be held in the year 2027 of the Company.

The Auditors' Report to the Shareholders does not contain any reservations, qualification or adverse remarks and have not reported any matter under section 143(2) of the Companies Act, 2013. During the year under review, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013 and therefore no details is required to be disclosed under section 134(3) of the Companies Act, 2013.

SECRETARIAL AUDIT AND THE APPOINTMENT OF THE SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Shri Pravin Kumar Drolia a Company Secretaries in Practice, Kolkata, to undertake the Secretarial Audit of the Company for the financial year 2022-23. The Secretarial Auditor has submitted an un-qualified Secretarial Audit Report for the Financial year 2021-22. The Report of the Secretarial Audit is annexed herewith as "Annexure A".

VIGIL MECHANISM AND RISK MANAGEMENT

In compliance with provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company has framed a Vigil Mechanism/Whistle Blower Policy to deal with unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy, if any. The Vigil Mechanism/Whistle Blower Policy has also been uploaded on the website of the Company www.mangalamengineering.com

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE

Your Company is committed to provide and promote

Directors' Report for the year ended 31.03.2022 (Contd.)

safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees. Your company has put in place a "Policy on Prevention of Sexual Harassment" as per Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013. The said policy is available on your Company's website www.mangalamengineering.com and a link to the said policy has been provided. No cases have been filed under the act as the company is keeping the working environment healthy.

POLICY ON MATERIALITY OF AND DEALING WITH THE RELATED TRANSACTIONS

The Company's Policy on Materiality of and Dealing with Related Party Transactions' was reviewed and revised on 20th May, 2022 to bring it in conformity with the Listing Regulations. The said policy may be referred to at the Company's website at: www.mangalamengineering.com.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee, framed a policy for the selection and appointment of Directors, Senior Management Personnel and their remuneration. The Remuneration Policy is also posted on the Company's website and may be accessed at the link: www.mangalamengineering.com.

OTHER POLICIES

Pursuant to the requirement of Listing Regulations, the Board of Directors has adopted a Policy for Preservation of Documents, Archival Policy and Policy for determining Materiality of Events/ Information. The said policy may be referred to at the Company's website at www.mangalamengineering.com.

DIRECTORS' RESPONSIBILITY STATEMENT

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

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

- (d) the directors have prepared the annual accounts on a going concern basis;
- (e) the directors, in the case of a listed company, have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively,
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CORPORATE SOCIAL RESPONSIBILITY

This is not applicable to the Company during the Financial Year 2021-22.

CORPORATE GOVERNANCE

This is not applicable to the Company during the Financial Year 2021-22.

COST AUDIT

This is not applicable to the company.

COMMITTEES OF THE BOARD

The Board of Directors has the following Committees:

1. **Audit Committee.**
2. **Nomination and Remuneration Committee.**

The details of the Committees along with their composition, is available on the website of the Company www.mangalamengineering.com.

RELATED PARTY TRANSACTIONS:

All the related party transactions of the Company are entered on arm's length basis and are in compliance with the applicable provisions of the companies Act, 2013 and Listing Agreement. Since all related party transaction entered into by the Company were in the ordinary course of business.

Your Directors draw attention of the Members to Note No.24 to the Financial Statement which set out Related Party Disclosures.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There is no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations.

STATEMENT OF LOANS, AND INVESTMENT

The particulars of Loans and Investments have been disclosed in the financial statement.

INTERNAL FINANCIAL CONTROL

The Company has in place internal financial control

Directors' Report for the year ended 31.03.2022 (Contd.)

systems, commensurate with the size and complexity of its operation to ensure proper recording of financial and operational information and compliance of various internal controls and other regulatory and statutory compliances. The internal auditor monitors and evaluates the efficacy and adequacy of internal control systems in the Company. Based on the report of the internal auditor, corrective actions are taken and thereby strengthen the controls.

PARTICULARS OF THE EMPLOYEES

Disclosure pursuant to Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure-B** and forms part of this report.

None of the employee was drawing remuneration specified under Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A Management discussion and analysis report as required under the SEBI (LODR) Regulations, 2015 is annexed as **Annexure-C** and forms part of this report.

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

The Company is a Non-Banking Financial Company and has no manufacturing unit. The information pertaining to conservation of energy, technology absorption, as required under the Companies Act, 2013, read with the Companies (Accounts) Rules 2014 is not applicable to the Company. There were no foreign exchange earnings and outgo during the year.

COMPLIANCE WITH THE SECRETARIAL STANDARDS

The Company has complied with the secretarial standards applicable to the Company.

TRANSFER TO THE INVESTOR EDUCATION AND PROTECTION FUND

The Company was not required to transfer any amount to the said fund during the year.

PERSONNEL

The Company continues to have cordial relations with its employees.

STATE OF COMPANY'S AFFAIRS

The Company is a Non-Banking Financial Company. The Management regularly monitors the changing market conditions and trends.

GREEN INITIATIVES

As a responsible corporate citizen, the Company supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report etc. to shareholders at their e-mail address previously registered with the DPs and RTAs.

To support the 'Green Initiative', Members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/Depositories for receiving all communications, including Annual Report, Notices, Circulars, etc., from the Company electronically.

ACKNOWLEDGEMENT

Your Directors place on record their appreciation for the overwhelming co-operation and assistance received from investors, business associates, as well as regulatory and governmental authorities. Your Directors also thank the employees at all levels, who, through their dedication, co-operation, support and smart work, have enabled the Company to achieve rapid growth.

CAUTIONARY STATEMENT

Statements in the Board Report describing the Company's objective, expectations or forecasts may be forward-looking within the meaning of the applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations are changes in government regulations, tax laws etc.

Nawal Khandelwal
(DIN No.0076629)
Director

Madhu Kumari Rai
(DIN No.07146392)
Director

Rajendra Prasad Choudhary
(DIN No.00076698)
Director

Bajrang Agarwal
(DIN No. 01017092)
Director

Place: Kolkata

Dated: 20/05/2022

Directors' Report for the year ended 31.03.2022 (Contd.)

Annexure "A" To Directors' Report

CS PRVAIN KUMAR DROLIA

(Company Secretary in whole time practice)

13, Selimpur Road, Block: D, Kolkata - 700031

Mobile: 09831196869; Email: droliapravin12@gmail.com

Form No. MR-3

Secretarial Audit Report

for the financial year ended 31st day of March, 2022

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

The Members,

MANGALAM ENGINEERING PROJECTS LIMITED,

101C, Kundan House, Ground floor,

Harinagar Ashram, Mathura Road,

New Delhi-110014.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MANGALAM ENGINEERING PROJECTS LIMITED (CIN: L74899DL1984PLC017356)** (hereinafter called "the Company"). The Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of books, papers, minute books, forms and returns filed and other records maintained by the **MANGALAM ENGINEERING PROJECTS LIMITED**, and also the information provided by the Company, its officers, and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion the Company has, during the audit period covering the financial year ended 31st March, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board- processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- I. The Companies Act, 2013(the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;
- III. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and other regulations as applicable and circulars/ guidelines issued thereunder.
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External commercial borrowing;(not applicable during the period under review)
- V. Reserve Bank of India Act, 1934 and various directions issued by Reserve Bank of India, So far as applicable to Non-Banking Financial Companies.
- Vi. The following Regulations (as amended from time to time) and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

[The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company for the financial year ended 31-03-2022, as the Company has not undertaken any activities under the said Regulations and Laws: -

- (a) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

Directors' Report for the year ended 31.03.2022 (Contd.)

- (b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; as amended till date
 - (c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (e) The Securities and Exchange Board of India (Issue and listing of Non-Convertible Securities) Regulations, 2021
- VII. The following Industry Specific laws applicable to the Company as per management perception:
- a. The Payment of Wages Act, 1936
 - b. The Minimum Wages Act, 1948
 - c. Employee State Insurance Act, 1948
 - d. The Employees Provident Fund and Miscellaneous Provisions Act, 1952
 - e. The Payment of Bonus Act, 1965
 - f. The Payment of Gratuity Act, 1972
 - g. The Income Tax Act 1961
 - h. Negotiable Instruments Act, 1881

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

- (i) Provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (ii) Secretarial Standards (SS-1 and SS-2) issued by the Institute of Company Secretaries of India in respect of holding of Board Meeting and Member's meeting,

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and a Woman Director. The changes that took place during the year under review in the composition of the Board of Directors were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board meetings. agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines as also represented by the management. **All decisions of the Board were unanimous and the same was captured and recorded as part of the Minutes.** I further report that during the audit period, the Company has not made any:

- (i) Public/Right/ Preferential issue of Shares/Debentures/Sweat Equity or any other Security.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the Members in pursuance to section 180 of the Companies Act, 2013.
- (iv) Merger /Amalgamation/Reconstruction etc.
- (v) Foreign technical collaborations.

FOR Prvain Kumr Drolia
(Company Secretary in whole time practice)

Pravin Kumar Drolia
Proprietor

FCS: 2366, CP 1362

Peer view registration: 1928/2022

UDIN:F002366D000342343

Place: Kolkata
Date: 20-05-2022

Note:

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

Directors' Report for the year ended 31.03.2022 (Contd.)

Annexure A

CS PRAVIN KUMAR DROLIA
(Company Secretary in whole time practice)
13, Selimpur Road, Block: D, Kolkata - 700031
Mobile: 09831196869; Email: droliapravin12@gmail.com

The Members,
MANGALAM ENGINEERING PROJECTS LIMITED,
(CIN: L74899DL1984PLC017356)
101C, Kundan House, Ground floor,
Harinagar Ashram, Mathura Road,
New Delhi-110014.

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express as opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required. I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to verification of procedures on test basis. The secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR Prvain Kumr Drolia
(Company Secretary in whole time practice)

Pravin Kumar Drolia
Proprietor

FCS: 2366, CP 1362
Peer view registration: 1928/2022
UDIN:F002366D000342343

Place: Kolkata
Date: 20-05-2022

Directors' Report for the year ended 31.03.2022 (Contd.)

Annexure "B" To Directors' Report

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014, FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022.

1. The ratio of the remuneration of each Director, to the median remuneration of the employees of the Company for the financial year 2021-22: None of the directors received any remuneration and thereof this clause is not applicable.
2. The percentage increase in remuneration of, Shri Anup Kumar Dutta, CEO and Chief Financial Officer was 1.83 %.
3. There is no non- managerial employee during the year under review only two persons have been employees.
4. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

Annexure "C" To Directors' Report

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

This report forms part of the Board Report for the year ended 31st March, 2022

The Management Discussion and Analysis Report has been prepared in accordance with the provisions of Regulation 34(2)(e) of Listing Regulations, read with Schedule V(B) thereto, with a view to provide an analysis of the business and Financial Statement of the Company for FY 2021-22.

INDIAN ECONOMY AND OUTLOOK

Despite the third wave of COVID-19, overall economic activity remained stable, indicating that India has learned to cope with virus-related restrictions. Several high frequency indicators, such as electricity consumption, PMI manufacturing, exports, and e-way bill creation, reflected this. The economy's confidence has been bolstered even more by the rapid pace of immunisation. In addition, the Union Budget commitment to asset creation (public infrastructure development) in 2022-23 will re-energize the virtuous cycle of investment and crowd in private investment with huge multiplier effects, boosting inclusive and sustainable growth. Consumption will rise up once the uncertainty and worry caused by the Covid-19 virus has passed, and the demand rebound will allow the private sector to step in with investments to boost production to satisfy the rising demand. This scenario should play out for the Indian economy in 2022-23, barring geopolitical and economic surprises.

The International Monetary Fund (IMF) has, in its "World Economic Report" slashed the growth forecast for India for fiscal 2023 by 80 basis points to 8.2 per cent, cautioning that the on-going Russia-Ukraine war will in the long run hurt consumption and also growth as inflation will rise and that higher oil prices are expected to weigh on private consumption and investment. As per The Asian Development Bank (ADB) outlook, "India's GDP is forecast to grow by 7.5 per cent in FY 2022-23 and 8 per cent in FY 2023-24, driven by strong investment growth, with public investment helping crowd-in private investment. "India is on the path to a sustained economic recovery, thanks to the vigorous countrywide drive to deliver safe and wide-reaching COVID-19 vaccinations, which helped reduce the severity of the third pandemic wave with minimal disruptions to mobility and economic activity". Further, Government of India's policy to improve logistics infrastructure, incentives to facilitate industrial production, and measures to improve farmers' income will support the country's accelerated recovery. Risks to the outlook include uncertain global economic conditions, potential new surges in COVID-19 cases, and sharp rises in commodity prices. The ADB forecast is based on a normal monsoon which, coupled with rising wheat prices, is expected to boost agriculture output and improve farmers' income.

India's Goods and Services Tax (GST) revenues crossing the Rs. 1.5 lakh crore market for the first time and touching a new record high of Rs. 1.67 lakh crore in April 2022 on the back of increased compliance, better tax administration and improved economic activity despite the escalating geopolitical conflict in Russia and Ukraine has a positive impact.

OVERALL REVIEW AND INDUSTRY STRUCTURE AND DEVELOPMENT

This year, the growth will be driven by the uptick in the economy, stronger balance sheet, higher provisions and improved

Directors' Report for the year ended 31.03.2022 (Contd.)

capital positions of NBFCs. On the other hand, gross non-performing assets (NPAs) of NBFCs are likely to rise, following the Reserve Bank of India's (RBI) move to tighten the NPA norms in November 2021. We expect NBFCs to show higher growth and they will benefit from the economy moving up,". NBFCs have always played an important role in promoting financial inclusion in India. They have been complementing and supplementing the banking sector in reaching out credit to the un-banked segments of the society. The biggest contribution of NBFCs is their ability to cater to the needs of the Micro, Small & medium Enterprises (MSMEs) which form the cradle of Entrepreneurship and innovation in India. NBFCs innate ability to understand their customers' needs and accordingly innovate to offer customized products make them the perfect conduit for credit delivery to MSMEs. In addition, NBFCs like Asset Finance Companies (NBFC-AFCs) and Infrastructure Finance Companies (NBFC-IFCs) are actively contributing to the process of nation building, especially at a time when banks are reluctant to take more exposure on infrastructure projects.

BUSINESS SEGMENT

The Company is a Non-deposit taking NBFC Company and this is only one business segment of investment and lending business in the Company. The Capital of the Company is currently fully invested and further scope in NBFC can be there upon raising of the Capital or upon inter-corporate borrowing which is presently not under consideration for further development of the activity of the Company.

OPPORTUNITY AND THREATS, OUTLOOK, RISK AND CONCERN

The size of the Company is very small and the opportunity and threats, outlook, and risk matters do not concern the Company in view of the size of the Company. The Covid-19 affect will be minimal during the year.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE.

Financial Review:

The summary of our financial performance is as follows:

- Our Revenue from operations stood at Rs. 24,62,647/- in 2021-22 against Rs. 7,19,360/- in 2020-21, Profit / (Loss) after tax stood at Rs. 15,38, 236/- in 2021-22 against Rs. (1,84,355)/- in 2020-21. Earnings per share (EPS) stood at Rs. 1.26 in current year against Rs. (0.15) in 2020-21

Details of the key financial ratios.

Ratios	2021-22	2020-21
Capital to risk weighted assets ratio	0.08317	0.02548
Tier I CRAR	0.08312	0.02530
Tier II CRAR	0.00005	0.00018
Liquidity Coverage Ratio	1.34274	0.71391

RISK & CONCERN

The Volatile nature of the securities market especially in the light of impending large scale trade wars and resultant fall out on capital flows, makes the company's business susceptible to volatilities. However, our management is committed to contain risks and endeavors to maximize shareholders wealth. As risk is an integral part of the business of the Company, it manages the risk by diversifying its investment portfolio, by maintaining a conservative financial profile, by following prudent business and risk management practices.

INTERNAL CONTROL SYSTEM AND ADEQUACY

The Company has adequate internal control systems and procedures commensurate with the size and nature of business ensuring that assets and resources are used reasonably and are adequately protected and all the internal policies and statutory guidelines are complied with.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The employees relations continue to be cordial as the company continues to lay emphasis on employees development at all levels, There are two employees in the Company as on 31.03.2022.

CAUTIONARY STATEMENT

This is stated in the Board report.

Financial Statement

Independent Auditor's Report

To the Members of Mangalam Engineering Projects Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Mangalam Engineering Projects Limited ("the Company")**, which comprise the Balance Sheet as at 31st March, 2022, and the statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the 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, 2022, and **profit** (excluding Other Comprehensive Income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report.

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

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

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

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

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act

Independent Auditor's Report

for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may

Independent Auditor's Report

reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure- "A" a statement on the matters specified in paragraphs 3 of the Order, to the extent applicable.
2. 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 accounts as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
 - (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure –B".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company does not have any pending litigations as at 31st March 2022 on its financial position in its financial statements.
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - (iv)
 - (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person

Annexure 'A' to the Auditor's Report

- or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- (v) The company has neither declared nor paid any dividend during the Financial year. Hence compliance in accordance with section 123 of the Companies Act, 2013 is not applicable.

For **H.B. & ASSOCIATES**
Chartered Accountants
 Firm Regn. No.0322716E

H. S. SENAPATI
Partner

Membership No.54660

UDIN – 22054660AJHUXK6585

Place: Kolkata

Date : 20/05/ 2022

ANNEXURE 'A' TO THE AUDITOR'S REPORT

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

- i. a) A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipments.
- B) The company does not have intangible assets. Accordingly, paragraph 3(i)(a)(B) of the order is not applicable.
- b) As explained to us, property, plant and equipments have been physically verified by the management at reasonable intervals. According to the information and explanations given to us, no discrepancies were noticed on such verification.
- c) The Company does not have immovable properties so, Paragraph 3(i)(c) of the said Order is not applicable.
- d) The Company has not revalued its Property, Plant and Equipment.
- e) As per the information provided to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. a) The inventory consists of shares which have been physically verified at reasonable intervals by the management and no discrepancies were noticed on physical verification.
- b) The company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets during any point of time of the year. Hence reporting under clause 3(ii)(b) of the Order is not applicable
- iii. a) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to Companies, firms, LLP or Other parties covered in the register maintained under section 189 of the Companies Act, 2013. Hence comments on clause no. iii (a), (b) and (c) of the said order do not arise. However the company has given Unsecured loan to Body corporates, Brua Hydrowatt Private Limited and Jalpaiguri Holdings Private Limited. The aggregate amount of loan given to Brua Hydrowatt Private Limited was Rs. 20,00,000/- and Rs. 28,25,000/- to Jalpaiguri Holdings Private Limited. The balance of the said loans

Annexure 'A' to the Auditor's Report

outstanding is Rs.21,04,301/- and Rs. 29,78,621/- including interest outstanding of Rs. 104,301/- and Rs 153,621/- respectively.

- b) The terms and conditions of the loans are not prejudicial to the interest of the company.
- c) The repayment of the principal and payment of interest has not been stipulated by the company.
- d) In the absence of repayment stipulation we are unable to comment whether there are any amounts overdue.
- e) The loans given during the year are new loans and not renewals of earlier loans.
- f) The company has given the following loans during the year without specifying the terms or period of repayment:

	Aggregate amount (Rs.)	% of Total Loans
Loan to Related Party		
Jalpaiguri Holdings Pvt. Ltd.	28,25,000	58.60
Others		
Brua Hydrowatt Pvt. Ltd.	20,00,000	41.40

- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. According to the information and explanations given to us, there is no such deposits, taken by the Company, for which 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, are required to be complied with.
- vi. As explained to us by the management maintenance of cost records under sub section 148(i) of the Companies Act, 2013 is not required.
- vi. a) According to the records of the Company and as per the information and explanations given to us, it has been regular in depositing undisputed statutory dues like Provident Fund, Employees' State Insurance, Income Tax, Goods and Services Tax, Customs Duty, Excise Duty, Cess and Other Statutory Dues with the appropriate authorities.
- b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Income Tax, Goods and Services Tax, Duty of Customs, Cess and other material statutory dues were in arrears as at 31st March, 2022 for a period of more than six months from the date they became payable.
- viii. According to information and explanations given to us, the Company does not have any transaction relating to the year that has been surrendered or disclosed as income in the tax assessments under the Income tax Act, 1961 and also there are no such previously unrecorded income and related assets relating to earlier years which have been recorded in the books of account during the year.
- ix. In our opinion and the information given to us, the company has not taken any loan from banks, financial institutions, government or debenture holder. Hence paragraph 3(ix)(a) to 3(ix)(f) of the Order is not applicable.
- x. (a) On the basis of records examined by us, the company has not raised any money by way of initial public offer or further public offer (including debt instruments). Hence comment on the clause x of the order is not applicable.
- b) According to the information and explanations given to us and based on our examination of the record of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Hence comment on paragraph 3(x)(b) of Order is not applicable.
- xi. (a) According to the information and explanations given to us, no fraud by the Company and no fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as

Annexure 'A' to the Auditor's Report

prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year.

- (c) No whistle blower complaints were received by the Company during the year (and upto the date of this report) hence comment under the said clause does not arise.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and it is of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. (a) The company has an internal audit system commensurate with the size and nature of its business.
 (b) The reports of the Internal Auditors for the period under Audit were considered by us in determining the nature, timing and extent of our audit procedure.
- xv. According to the information and explanations given to us, the Company has not entered into any non-cash transaction with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. a) The Company is Registered under section 45-IA of Reserve Bank of India Act, 1934.
 b) According to the information given to us company has not conducted any Non –Banking Financial or Housing Finance activities without a valid certificate of Registration (COR) from the reserve bank of India as per the Reserve Bank of India Act 1934
 c) The company is not a Core Investment Company (CIC) as defined in the regulation made by the Reserve Bank of India. Accordingly paragraph 3(xvi)(d) of the order is not applicable.
- xvii. In our opinion the company has not incurred any cash losses in the financial year and the immediately preceding financial year
- xviii. As per the records there has not there been any resignation of statutory auditors.
- xix. We have broadly reviewed the accounts and there has not been any existence of material uncertainty on the date of the audit report on an evaluation of: – The ageing report, financial ratios and expected dates of realisation of financial assets and payment of financial liabilities, any other information accompanying the financial statements.
- xx. The Company is not covered under section 135 of the Companies Act 2013, Accordingly paragraph (xx) of the order is not applicable.

FOR H. B. & ASSOCIATES

Chartered Accountants

Firm Regn. No.0322716E

H. S. SENAPATI

Partner

Membership No.54660

UDIN – 22054660AJHUXK6585

Place: Kolkata

Date: 20/05/2022

Annexure 'B' to the Independent Auditor's Report

(Referred to Paragraph 2(f) of Report on Other Legal and Regulatory Requirements of our Report of even date)

We have audited the internal financial controls over financial reporting of **Mangalam Engineering Projects Limited** ("the Company") as of 31st March, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

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

Opinion

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

FOR H. B. & ASSOCIATES
Chartered Accountants
Firm Regn. No.0322716E
H. S. SENAPATI

Partner

Membership No.54660

UDIN – 22054660AJHUXK6585

Place : Kolkata

Date : 20th. May 2022

Balance Sheet as at 31st March, 2022

(Amount in Rs.)

	Notes	As At 31.03.2022	As At 31.03.2021
ASSETS			
(1) FINANCIAL ASSETS			
(a) Cash and Cash Equivalents	3	54,981	12,065
(b) Loans & Advances	4	50,82,922	62,42,044
(c) Investments	5	24,79,83,996	8,13,36,845
(d) Other Financial Assets	6	1,90,866	1,46,677
(2) NON-FINANCIAL ASSETS			
(a) Current Tax Asset (Net)	7	3,89,218	1,61,031
(b) Property, Plant and Equipment	8	114	114
Total Assets		25,37,02,097	8,78,98,776
EQUITY AND LIABILITIES			
(A) LIABILITIES			
(1) FINANCIAL LIABILITIES			
Payable	10		
Others Payable			
(a) Total Outstanding Dues to Micro and Small Enterprises		-	-
(b) Total Outstanding Dues to Creditors other than Micro and Small Enterprises		69,380	51,300
Other Financial liabilities	11	-	66,027
(2) NON-FINANCIAL LIABILITIES			
(a) Provisions	12	12,706	15,605
(b) Deferred Tax Liabilities	9	1,64,71,940	5,283
(c) Other Non-Financial Liabilities	13	3,000	150
(B) EQUITY			
(a) Equity Share Capital	14	1,22,50,000	1,22,50,000
(b) Other Equity	15	22,48,95,071	7,55,10,411
Total Equity and Liabilities		25,37,02,097	8,78,98,776

The accompanying notes are an integral part of the Financial Statements

As per our report of even date annexed

For and on behalf of the Board of Directors

For H. B. & Associates
Chartered Accountants
Firm ICAI Reg. No.0322716E
H.S. Senapati
Partner
Membership No. 54660

Nawal Khandelwal
(DIN No.0076629)

Anup Kumar Dutta
CEO & CFO

Madhu Kumari Rai
(DIN No.07146392)

V. D. Mall
Company Secretary

Rajendra Prasad Choudhary
(DIN No.00076698)

Bajrang Agarwal
(DIN No.010170902)

Place : Kolkata
Date : 20/05/2022
UDIN – 22054660AJHUXK6585

Statement of Profit and Loss for the period ended 31st March, 2022

(Amount in Rs.)

Particulars	Notes	For the year ended 31.03.2022 ₹	For the year ended 31.03.2021 ₹
I. Revenue from Operations			
Interest Income	16	5,29,895	6,41,827
Dividend Income	17	17,39,362	468
Net Gain on Fair Value Change	18	1,90,492	77,065
Total Revenue from Operation		24,59,749	7,19,360
II. Other Income	19	2,898	-
III. Total Revenue (I +II)		24,62,647	7,19,360
IV. Expenses:			
Net loss on Fair Value changes	20	2,59,340	-
Change in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	21	(45,573)	(64,830)
Employee Benefit Expenses	22	4,89,926	5,59,200
Other Expenses	23	2,73,907	4,05,054
IV. Total Expenses		9,77,600	8,99,424
V. Profit/(Loss) before Exceptional Items and Tax (III - IV)		14,85,047	(1,80,064)
VI. Exceptional Item		-	-
VII. Profit/(Loss) before Tax (V -VI)		14,85,047	(1,80,064)
VIII. Tax Expense:			
1 Current Tax		-	-
2 Deferred Tax		(53,189)	4,291
Net Current Tax (VIII)		(53,189)	4,291
IX. Profit/(Loss) for the Period (VII- VIII)		15,38,236	(1,84,355)
X. Other Comprehensive Income for the period			
(A) (i) Item that will not be reclassified to Profit or Loss		16,43,66,270	94,69,419
(ii) Income Tax relating to items that will not be reclassified to Profit or Loss		(1,65,19,847)	
XI. Total Comprehensive Income for the period (IX +X)		14,93,84,659	92,85,064
Earnings per Equity Share			
(1) Basic	29	1.26	(0.15)
(2) Diluted		1.26	(0.15)

The accompanying notes are an integral part of the Financial Statements

As per our report of even date annexed

For and on behalf of the Board of Directors

For H. B. & Associates
Chartered Accountants
Firm ICAI Reg. No.0322716E
H.S. Senapati
Partner
Membership No. 54660

Nawal Khandelwal
(DIN No.0076629)

Anup Kumar Dutta
CEO & CFO

Madhu Kumari Rai
(DIN No.07146392)

V. D. Mall
Company Secretary

Rajendra Prasad Choudhary
(DIN No.00076698)

Bajrang Agarwal
(DIN No.010170902)

Place : Kolkata
Date : 20/05/2022
UDIN – 22054660AJHUXK6585

Statement of Cash Flow for the year ended 31.03.2022

(Amount in Rs.)

PARTICULARS	For the year ended 31.03.2022 ₹	For the year ended 31.03.2021 ₹
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before Tax	14,85,047	(1,80,064)
Less: Prior Period Items	-	-
Net Profit/(Loss) after Tax	14,85,047	(1,80,064)
Adjustment for :		
Contingency Provision against Standard Asset	(2,898)	1,441
Interest Expenses	-	-
Dividend Income	(17,39,362)	-
Interest Income	-	-
Fair valuation of investment	2,59,340	(44,904)
Profit on Sale of Mutual Fund	(1,90,492)	(32,161)
Operating Profit before Working Capital Changes	(1,88,365)	(2,55,688)
Movements in Working Capital :		-
Increase/(Decrease) in Trade Payables	18,080	-
Increase/(Decrease) in Other Financial Liabilities	(66,027)	-
Increase/(Decrease) in Other Non Financial Liabilities	2,850	(150)
(Increase)/ Decrease in Loans And Advances	11,59,122	(6,27,611)
Increase/(Decrease) in Other Payable	-	1,080
(Increase)/Decrease in Other Financial Assets	(44,190)	(64,830)
Cash generated from/(used in) Operations	8,81,470	(9,47,199)
Direct Taxes Paid (Net)	(2,28,187)	-
Net Cash from Operating Activities	6,53,283	(9,47,199)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
profit on sale of mutual fund	1,90,492	-
Dividend Income	17,39,362	-
Interest Received	-	-
(Purchase)/Sale of Investments (Net)	(25,40,221)	(5,00,000)
Net Cash from Investing Activities	(6,10,367)	(5,00,000)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Bank Overdraft	-	66,027
Net Cash from Financing Activities	-	66,027
Net (Decrease)/ Increase in Cash and Cash Equivalents (A+B+C)	42,916	(13,81,173)
Cash and Cash Equivalents at the beginning of the year	12,065	13,93,238
Cash and Cash Equivalents at end of the year	54,981	12,065

Statement of Cash Flow for the year ended 31.03.2022

(Amount in Rs.)

PARTICULARS	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Cash & Cash Equivalents :		
Balances with Bank		
Current Account	52,213	9,949
Cash on Hand	2,768	2,116
Total	54,981	12,065

Notes :

- (a) Previous year's figures have been regrouped/recasted wherever necessary.
(b) The above cash flow has been prepared under "Indirect Method" as prescribed under Indian Accounting Standard (Ind AS) 7, "Statement of Cash Flow".

As per our report of even date annexed

For and on behalf of the Board of Directors

For H. B. & Associates
Chartered Accountants
Firm ICAI Reg. No.0322716E

H.S. Senapati
Partner
Membership No. 54660

Nawal Khandelwal
(DIN No.0076629)

Madhu Kumari Rai
(DIN No.07146392)

Anup Kumar Dutta
CEO & CFO

V. D. Mall
Company Secretary

Place : Kolkata
Date : 20/05/2022
UDIN – 22054660AJHUXK6585

Rajendra Prasad Choudhary
(DIN No.00076698)

Bajrang Agarwal
(DIN No.010170902)

Statement of changes in Equity for the year ended 31.03.2022

(Amount in Rs.)

(A) Equity Share Capital

Current Reporting Period			
	Notes	Number	Amount
Equity Shares of Rs. 10/- each issued, subscribed and fully paid At 1st April, 2021	14	12,25,000	1,22,50,000
Changes in equity share capital due to prior period items		-	-
Restated Balance at the beginning of the Current Reporting Period		12,25,000	1,22,50,000
Changes in equity share capital during the current year		-	-
Balance at the end of the current reporting period 2021-22	14	12,25,000	1,22,50,000
Previous Reporting Period			
	Notes	Number	Amount
Balance at the Beginning of the Previous Reporting Period		12,25,000	1,22,50,000
Changes in Equity share capital due to prior period errors		-	-
Restated Balance at the beginning of the previous Reporting Period		12,25,000	1,22,50,000
Changes in Equity share capital during the previous year		-	-
Balance at the end of the previous reporting Period 2020-21	14	12,25,000	1,22,50,000

As per our report of even date annexed

For and on behalf of the Board of Directors

For H. B. & Associates
Chartered Accountants
Firm ICAI Reg. No.0322716E
H.S. Senapati
Partner
Membership No. 54660

Nawal Khandelwal
(DIN No.0076629)

Anup Kumar Dutta
CEO & CFO

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(DIN No.07146392)

V. D. Mall
Company Secretary

Rajendra Prasad Choudhary **Bajrang Agarwal**
(DIN No.00076698) (DIN No.010170902)

Place : Kolkata
Date : 20/05/2022
UDIN – 22054660AJHUXK6585

Notes to the Financial Statement as at / for the year ended 31.03.2022

CORPORATE INFORMATION

Mangalam Engineering Projects Limited bearing CIN-L74899DL1984PLC017356 is a Public Limited Company Limited by Shares listed in Metropolitan Stock Exchange, incorporated in India on January 19, 1984. The registered office of the Company is situated at 101 C, Ground Floor, Kundan House, Harinagar Ashram, Mathura Road, New Delhi - 110014. The Company is primarily engaged in the business of Non Banking Financial Company. The financial statement for the year ended 31st March, 2022 was approved for issue by the Board of Directors of the company on 20th May, 2022 and subject to adoption by the shareholders in the ensuing Annual General Meeting.

NOTE 1 : SIGNIFICANT ACCOUNTING POLICIES

1 Significant Accounting Policies

a) Statement of Compliance with Ind AS

In accordance with the notification dated 16th February, 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) with effect from 1st April, 2018 with restatement of previous year figures presented in this financial statements. Accordingly, the financial statements have been prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

The Company has adopted all the applicable Ind AS and the adoption was carried out in the F.Y.2019-20 in accordance with Ind AS-101 First time adoption of Indian Accounting Standards.

The transition was carried out from Generally Accepted Accounting Principles in India which comprised of applicable Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, other pronouncements of the Institute of Chartered Accountants of India (ICAI), relevant applicable provisions of the Companies Act, 1956, and the Companies Act, 2013 to the extent applicable and the applicable guidelines issued by the Securities and Exchange Board of India (SEBI) ("Previous GAAP"). All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements were approved for issue by the Board of Directors have been considered while preparing those financial statements in the F.Y.2021-22.

b) Basis of preparation and presentation

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

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

c) Historical Cost Convention

The financial statements have been prepared on the historical cost basis except for certain items which are measured at fair value at the end of each reporting period, as explained below: (i) certain financial assets and liabilities that is measured at fair value; (ii) defined benefit plans - plan assets measured at fair value;

d) Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products

Notes to the Financial Statement as at / for the year ended 31.03.2022

and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained their operating cycle as twelve months for the purpose of current -non-current classification of assets and liabilities.

e) **Functional and Presentation Currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ("functional currency"). The financial statements are presented in Indian Rupees(Rs.), which is the functional currency of the Company.

2 **Revenue Recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Since the company is a non-banking financial institution; the Revenue includes major amounts in the nature of Dividend and Interest.

a) **Interest Income**

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the **Transition to Ind AS**

For all debt instruments measured at amortized cost, interest income is recognised using the Effective interest Rate method (EIR)

b) **Dividend Income**

Dividend income is recognised when the Company's right to receive the dividend is established i.e. in case of interim dividend, on the date of declaration by the Board of Directors; whereas in case of final dividend, on the date of approval by the shareholders.

c) **All other income are accounted for on accrual basis.**

3 **Expenses**

All expenses are accounted for on accrual basis.

4 **Property, Plant and Equipment**

All items of property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses, if any.

Historical cost of an asset includes the purchase cost of asset, including import duties and non- refundable taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use.

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

(a) **Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognized as at 1 April 2018 (transition date) measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

(b) **Depreciation methods, estimated useful lives and residual value**

Depreciation is calculated using the written down method to allocate their cost, net of their residual values, over their estimated useful lives.

Notes to the Financial Statement as at / for the year ended 31.03.2022

The useful life is taken as per prescribed useful life in Part C of Schedule II to the Companies Act, 2013. The asset's residual values (5%) and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

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

5 Inventories

Securities held as stock-in-trade

- a) Securities acquired with the intention of short-term holding and trading positions are considered as Inventories and shown as current assets.
- b) in respect of securities held as inventories, brokerage and stamp duty are written off as revenue expenditure.
- c) The securities held as inventories under current assets are valued at Fair Value using Ind AS 109 - 'Financial Instruments'.

6 Provisions, Contingent Liabilities and Contingent Assets

- a) A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are not recognised for future operating losses.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

When discounting is used, the increase in the passage of time is recognized as finance costs

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation as at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to provision is presented in the Statement of Profit and loss, net of any reimbursement,

- b) A contingent liability is not recognised in the financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote.

If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognized in the financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).

- c) A contingent asset is not recognised in the financial statements, however, is disclosed, where an inflow of economic benefits is probable.

When the realisation of income is virtually certain, then the related asset is no longer a contingent asset, and is recognised as an asset.

- d) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

7 Impairment of Assets

- a) **Non-financial assets**

Property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances

Notes to the Financial Statement as at / for the year ended 31.03.2022

indicate that the carrying amounts may not be recoverable. An impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment loss previously recognized is reversed. If the recoverable amount is reassessed and the impairment loss previously recognized is reversed such that the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the impairment loss had not been recognized.

b) Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. ECL impairment loss allowance is measured at an amount equal to lifetime ECL.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income or expense in the Statement of Profit and Loss. This amount is reflected under the head "Other expenses" in the profit or loss. ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the Balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

8 Taxes

Income tax expense comprises current tax and deferred tax and is recognized in the Statement of Profit and Loss except to the extent it relates to items directly recognized in Equity or in OCI.

a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities using the tax rates and tax laws that are enacted or substantively enacted by the balance sheet date and applicable for the period.

Current tax items in correlation to the underlying transaction relating to OCI and Equity are recognized in OCI and in Equity respectively.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

b) Deferred income tax

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Notes to the Financial Statement as at / for the year ended 31.03.2022

Deferred tax assets are recognized for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised,

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Unrecognised deferred tax assets are re-assessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws to the extent it is likely to give future economic benefits in the form of availability to set off against future income tax liability.

Accordingly, MAT IS recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off deferred tax assets against deferred tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

9 Earnings per Share

- a) Basic earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares outstanding during the year.
- b) Diluted earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are determined as at the end of each period presented. Dilutive potential equity shares are determined independently for each period presented
- c) The number of equity shares and potential dilutive equity shares are adjusted retrospectively for all periods presented for Any share split and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

10 Cash and Cash Equivalents

Cash and cash equivalents in the Balance sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid Investments with an original maturity of three months or less and which carry insignificant risk of changes in value. For the purpose of the Cash Flow Statement, Cash and cash equivalents consist of Cash and cash equivalents, as defined above and net of outstanding book overdrafts as they are considered an integral part of the Company's cash management.

11 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a 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 flows. The cash flows from operating, investing and financing activities of the Company are segregated.

12 Employee Benefits

a) Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised

Notes to the Financial Statement as at / for the year ended 31.03.2022

as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered

b) Defined contribution plans

The Company makes contributions to defined benefit schemes which are mainly administered through duly constituted Provident Fund contributions are in the nature of defined contribution scheme. Provident funds are deposited with the Government and recognised as expense.

The service costs and net interest expense or income is reflected in the Statement of Profit and Loss. Gain or loss on account of remeasurements are recognised immediately through other comprehensive income in the period in which they occur.

13 Financial Instruments

Financial assets and financial liabilities are recognised in the Balance sheet when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial assets and financial liabilities at initial recognition based on its nature and characteristics.

A) Financial Assets

(i) Initial Recognition & Measurement

All the financial assets are recognised at Fair Value on initial recognition. Transaction costs that are directly attributable to the acquisition or issue of financial assets, that are not measured at fair value through profit or loss, are added to the fair value on initial recognition.

The financial assets include equity, loans and advances, cash and bank balances and other financial instruments.

(ii) Subsequent measurement

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

- 1) At amortised cost,
- 2) At fair value through other comprehensive income (FVTOCI), and
- 3) At fair value through profit or loss (FVTPL).

(a) Investment in Mutual Funds at Fair Value through Profit or Loss (FVTPL)

The investments held in the liquid funds whether being debt or equity instruments, generate cash flows that represent payments of principal and interest. However, the holder of the liquid fund at its discretion has the option to sell its investments in order to optimise returns. Therefore, the cash flows paid by the fund to the unit holder comprise gains/losses on the instruments held by the fund, in addition to interest and principal cash flows from those instruments.

The business model objective is achieved by both collecting contractual cash flows and selling its financial assets. Therefore the liquid funds are classified as Fair Value through Profit or Loss (FVTPL).

(b) Investment in Equity investments at Fair Value through Other Comprehensive Income (FVTOCI)

All equity investments in the scope of Ind AS 109 are measured at fair value except in case of investment in associates which are carried at cost. The Company makes such election on an instrument by instrument basis.

All quoted equity instruments are measured at fair value which is determined based on Level-1 inputs that is quoted prices (unadjusted) in active markets and last traded prices.

Notes to the Financial Statement as at / for the year ended 31.03.2022

All unquoted equity instruments are measured at fair value by taking into account the financial statements of such instruments to the extent available to the Company, If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in OCI. There is no recycling of the amounts from Oci to profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

(iii) De- Recognition

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

(B) Financial Liabilities

(i) Initial Recognition & Measurement

All financial liabilities are recognised initially at fair value and, in the case of financial liabilities classified at amortised cost, net of directly attributable transaction costs. The financial liabilities include trade and other payables, other financial instruments, etc.

(ii) Subsequent measurement

For the purpose of subsequent measurement, Financial liabilities are classified through amortised cost.

Financial Liabilities at amortised cost

The difference between the fair value of the deposits and the transaction price on initial recognition of the deposit is accounted for separately as "Pre-received income" shown under the head 'Other Financial Liabilities'. The accounting treatment for these will depend upon the nature of the element included in the deposits. Had the entity not placed the deposits with the lessor, the monthly rentals would have been higher. This indicates that the nature of the interest free element in these deposits represents a pre-received income. Hence, this difference will be recognised as 'Pre received Income', which will be amortised to the statement of profit and loss over the life of the deposit on a straight line basis.

The deposits would subsequently be measured at amortised cost, which is computed using the Effective Interest Rate (EIR) method. The entity should, over the period of the lease/contract, recognise and accrue its amortised cost of deposits as finance cost calculated at the market rate of interest for such deposits.

(C) Offsetting of Financial Instruments

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

(D) Fair Value Measurement

Fair value is a market-based measurement, not an entity-specific measurement. Under Ind AS, fair valuation of financial instruments is guided by Ind AS 113 "Fair Value Measurement".

For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement in both cases is the same to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions i.e. an exit price at the measurement date from the perspective of a market participant that holds the asset or owes the liability).

Notes to the Financial Statement as at / for the year ended 31.03.2022

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities, Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly indirectly.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

NOTE 2 : USE OF CRITICAL ESTIMATES, JUDGEMENTS AND ASSUMPTIONS

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed at each Balance Sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

This Note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the standalone financial statements.

The areas involving critical estimates or judgements are:

- **Contingencies -**

Legal proceedings covering a range of matters are pending against the Company. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcome. The cases and claims against the Company often raise factual and legal issues that are subject to uncertainties and complexities, including the facts and circumstances of each particular case/claim, the jurisdiction and the differences in applicable law. The Company consults with legal counsel and other experts on matters related to specific litigations where considered necessary. The Company accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not determinable, the matter is disclosed.

- **Deferred Taxes –**

Deferred income tax expense is calculated based on the differences between the carrying value of assets and liabilities for financial reporting purposes and their respective tax bases that are considered temporary in nature. Valuation of deferred tax assets is dependent on management's assessment of future recoverability of the deferred tax benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned optimising measures. Economic conditions may change and lead to a different conclusion regarding recoverability.

- **Fair Value Measurements -**

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair values are measured using valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions.

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

Note : 3 CASH AND CASH EQUIVALENT

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Balances with Bank		
On Current Accounts	52,213	9,949
Cash on Hand	2,768	2,116
Total	54,981	12,065

Note : 4 LOANS

	As At 31.03.2022	As At 31.03.2021 ₹
Unsecured, Considered Good		
Loans		
-To Body Corporate	50,82,922	62,42,044
Total	50,82,922	62,42,044

Loans and advances are made to the body corporates without specifying any terms or period of repayment

Note : 5 FINANCIAL ASSETS

	As At 31.03.2022		As At 31.03.2021	
	No. of shares	₹	No. of shares	₹
INVESTMENTS				
Quoted				
(i) Investment in Equity Instrument(FVTOCI)				
Deepak Spinner Limited	8,69,429	24,33,96,649	8,69,429	7,95,52,754
Longview Tea Company Limited	52,500	10,47,375	52,500	5,25,000
(ii) Investment at Mutual Fund(FVTPL)				
Aditya Birla Sunlife Low Duration Fund	-	-	2,441	12,59,091
Aditya Birla Sunlife Digital India Fund	16,509	20,68,546	-	-
Aditya Birla Sunlife Business Cycle Fund	1,49,993	14,71,426	-	-
Total	10,88,430	24,79,83,996	9,21,929	8,13,36,845

Note : 6(A) FINANCIAL ASSETS - OTHERS

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Other Receivable	954	2,338
Total (A)	954	2,338

Note : 6(B) INVENTORIES

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Equity Shares (Fully Paid up)(Quoted)(FVTPL)		
50 Equity Shares of Rs.10/- each of M/s Unique Manufacturing & Marketing Ltd*	50	50
72 Equity Shares of Rs.10/- each of M/s Reliance Industries Ltd.	1,89,702	1,44,223
1 Equity Share of Rs.10/- each of Reliance Infrastructure Ltd.	111	35

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
18 Equity Shares of Rs.10/- each of M/s Reliance Communication Ltd.	48	31
Total (B)	1,89,912	1,44,339
Total(A+B)	1,90,866	1,46,677

*In absence of Market Price, Value Per Share is taken at ₹ 1/- Per Share

Note : 7 CURRENT TAX ASSET (NET)

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Advance payment of Income Tax (Net Of Provision)	3,89,218	1,61,031
Total	3,89,218	1,61,031

Note 8: Property, plant and equipment

Description	GROSS CARRYING AMOUNT				ACCUMULATED DEPRECIATION				Carrying Amount (Net) as at March 31, 2022
	As at March 31, 2021	Additions during the year	Adjustments/ sales during the year	As at March 31, 2022	As at March 31, 2021	Additions during the year	Adjustments/ sales during the year	As at March 31, 2022	
Plant & Machinery	89	-	-	89	-	-	-	-	89
Furniture & Fixtures	25	-	-	25	-	-	-	-	25
Total	114	-	-	114	-	-	-	-	114

Description	GROSS CARRYING AMOUNT				ACCUMULATED DEPRECIATION				Carrying Amount (Net) as at March 31, 2021
	Deemed Cost As at April 1, 2020	Additions during the year	Adjustments / sales during the year	As at March 31, 2021	As at April 1, 2020	Additions during the year	Adjustments/ sales during the year	As at March 31, 2021	
Plant & Machinery	89	-	-	89	-	-	-	-	89
Furniture & Fixtures	25	-	-	25	-	-	-	-	25
Total	114	-	-	114	-	-	-	-	114

NOTE 9 DEFERRED TAX (NET)

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Difference between Accounting base and Tax base of Assets and Liabilities	5,283	992
Addition During the Year	1,64,66,657	4,291
Reversal Deferred Tax during the year	-	-
Total Deferred Tax Liabilities/(Assets) (Net)	1,64,71,940	5,283

NOTE 9(A) : DEFERRED TAX RECONCILIATION

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Deferred Tax Liabilities:		
Fair Valuation of Quoted Investments	1,65,19,847	9,340
Total	1,65,19,847	9,340

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Deferred Tax Assets:		
On Provisions	3,304	4,057
Fair Valuation of Mutual Fund	44,603	-
Total	47,907	4,057
Deferred Tax Liabilities/(Assets) (Net)	1,64,71,940	5,283

NOTE 9(B) : RECONCILIATION OF TAX EXPENSE ON THE ACCOUNTING PROFIT FOR THE YEAR

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Profit / (loss) before Tax	14,85,047	(1,80,064)
Applicable Tax Rate	22.88%	26%
Tax Liability	3,39,779	(46,817)
		(122)
		46,938
Adjustment in Non-Financial Liability	(3,304)	(4,057)
Adjustment in Financial Assets	(44,603)	9,340
Tax Expense/ (Income)	2,91,872	5,283
As per Statement of Profit and Loss Account	(53,190)	4,291

NOTE 10 OTHER PAYABLES

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Total Outstanding Dues to Micro and Small Enterprises	-	-
Total Outstanding Dues to Creditors other than Micro and Small Enterprises	69,380	51,300
Total	69,380	51,300

NOTE 11 OTHER FINANCIAL LIABILITIES

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Book Overdraft	-	66,027
	-	66,027

Note : 12 SHORT TERM PROVISIONS

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Contingency Provision against Standard Assets	12,706	15,605
Total	12,706	15,605

Note : 13 OTHER NON-FINANCIAL LIABILITIES

	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Statutory Dues		
Income Tax Deducted At Source	2,850	
– Professional Tax	150	150
Total	3,000	150

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

Note : 14 EQUITY SHARE CAPITAL

		As At 31.03.2022 ₹	As At 31.03.2021 ₹
(A) AUTHORISED SHARE CAPITAL			
Equity shares			
1,50,00,000 (1,5,00,000) shares of ₹ 10/- each		1,50,00,000	1,50,00,000
Total		1,50,00,000	1,50,00,000
(B) ISSUED , SUBSCRIBED & FULLY PAID			
Equity shares			
1,22,50,000 (1,22,50,000) shares of ₹ 10/- each		1,22,50,000	1,22,50,000
Total		1,22,50,000	1,22,50,000

B. Reconciliation of Equity shares outstanding at the beginning & at the end of the reporting period

Equity Shares	Nos.	As At 31.03.2022 ₹	Nos.	As At 31.03.2021 ₹
At the beginning of the period	12,25,000	1,22,50,000	12,25,000	1,22,50,000
Issued during the period	-	-	-	-
Outstanding at the end of the period	12,25,000	1,22,50,000	12,25,000	1,22,50,000

C. Details of Shareholders holding more than 5% of Shares in the Company

Particulars	Nos.	As at 31.03.2022 % Holding in the Class	Nos.	As at 31.03.2021 % Holding in the Class
Equity Shares				
Contransys Private Limited	3,00,950	24.57	3,00,950	24.57
Pradip Kumar Daga	1,35,000	11.02	1,35,000	11.02
Asha Devi Daga	92,400	7.54	92,400	7.54
Yashwant Kumar Daga	1,16,850	9.54	-	-

D. No Equity Shares have been reserved for issue under options and contracts/commitments for the sale of shares/ disinvestment as at the Balance Sheet date.

E. Details of shareholding of Promoters of Company

Shares held by promoters at the year end				%change during the year	
S.no.	Promoter Name	No. of Shares	%of total shares		
1.	Pradip Kumar Daga	1,35,000	11.02		
2.	Asha Devi Daga	92,400	7.54		
3.	Yashwant Kumar Daga	1,16,850	9.54	107.18	
4.	Contansys Private Limited	3,00,950	24.57		
5.	Jalpaiguri Holding Private Limited	60,000	4.90		

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

Note : 15 OTHER EQUITY

(1) Current Reporting Period

	Reserve and surplus												Money received against share warrants	Total
	Share application money pending allotment	Equity component of Compound Financial Instruments	Capital Reserve	Securities Premium	Other Reserve	Retained Earning	Debt Instruments through Other Comprehensive income	Equity Instruments through Other Comprehensive Income	Effective portion of cash flow hedges	Revaluation on Surplus	Exchange Difference on translating the financial statements	Other Items of other comprehensive Income (specify nature)		
Balance at the Beginning of the current Reporting period	-	-	-	1,27,40,000	13,00,522	(39,14,479)	-	6,53,84,369	-	-	-	-	-	7,55,10,412
Changes in Accounting Policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current Reporting Period	-	-	-	1,27,40,000	13,00,522	(39,14,479)	-	6,53,84,369	-	-	-	-	-	7,55,10,412
Total Comprehensive income for the current year	-	-	-	-	-	15,38,236	-	14,78,46,423	-	-	-	-	-	14,93,84,659
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained Earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Any Other change (to be specified)	-	-	-	-	3,07,647	(3,07,647)	-	-	-	-	-	-	-	-
Balance at the end of the current reporting period	-	-	-	1,27,40,000	16,08,169	(26,83,890)	-	21,32,30,792	-	-	-	-	-	22,48,95,071

(2) Previous Reporting Period

	Reserve and surplus												Money received against share warrants	Total
	Share application money pending allotment	Equity component of Compound Financial Instruments	Capital Reserve	Securities Premium	Other Reserve	Retained Earning	Debt Instruments through Other Comprehensive income	Equity Instruments through Other Comprehensive Income	Effective portion of cash flow hedges	Revaluation on Surplus	Exchange Difference on translating the financial statements	Other Items of other comprehensive Income (specify nature)		
Balance at the Beginning of the Previous Reporting period	-	-	-	1,27,40,000	13,00,522	(37,30,124)	-	5,59,14,950	-	-	-	-	-	6,62,25,348
Changes in Accounting Policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the Previous Reporting Period	-	-	-	1,27,40,000	13,00,522	(37,30,124)	-	5,59,14,950	-	-	-	-	-	6,62,25,348
Total Comprehensive income for the current year	-	-	-	-	-	(1,84,355)	-	94,69,419	-	-	-	-	-	92,85,064
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained Earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Any Other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the Previous reporting period	-	-	-	1,27,40,000	13,00,522	(39,14,479)	-	6,53,84,369	-	-	-	-	-	7,55,10,412

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

Note : 16 INTEREST INCOME

	For the Year Ended 31.03.2022 ₹	For the Year Ended 31.03.2021 ₹
Interest on Loans	5,28,382	6,23,213
Interest on Deposit with Bank	1,513	18,614
Total	5,29,895	6,41,827

Note : 17 DIVIDEND INCOME

	For the Year Ended 31.03.2022 ₹	For the Year Ended 31.03.2021 ₹
Dividend Income	17,39,362	468
Total	17,39,362	468

Note : 18 NET GAIN ON FAIR VALUE CHANGES

	For the Year Ended 31.03.2022 ₹	For the Year Ended 31.03.2021 ₹
Profit on Sale of Mutual Fund(realized)	1,90,492	32,161
Fair Value Gain on Financial Instruments(unrealized)	-	44,904
Total	1,90,492	77,065

Note : 19 OTHER INCOME

	For the Year Ended 31.03.2022 ₹	For the Year Ended 31.03.2021 ₹
Provision for Standard Assets Written Back	2,898	-
Total	2,898	-

Note : 20 NET LOSS ON FAIR VALUE CHANGES

	For the Year Ended 31.03.2022 ₹	For the Year Ended 31.03.2021 ₹
Fair Value Loss on Financial Instruments(unrealized)	2,59,340	-
Total	2,59,340	-

Note : 21 CHANGE IN INVENTORIES:

	For the Year Ended 31.03.2022 ₹	For the Year Ended 31.03.2021 ₹
Inventory at the end of the Year (Shares)	1,89,912	1,44,339
Inventory at the Beginning of the year (Shares)	1,44,339	79,509
Total	(45,573)	(64,830)

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

Note : 22 EMPLOYEE BENEFIT EXPENSES

	For the Year Ended 31.03.2022 ₹	For the Year Ended 31.03.2021 ₹
Salaries, Wages and Bonus	4,89,926	5,59,200
Total	4,89,926	5,59,200

Note : 23 OTHER EXPENSES

	For the Year Ended 31.03.2022 ₹	For the Year Ended 31.03.2021 ₹
Printing & Stationery	49,355	9,637
Advertisement	20,370	20,706
Rates & Taxes	4,750	5,050
Travelling & Conveyance	1,702	5,054
Auditor remuneration		
As Statutory Audit Fees	10,620	10,620
As Certification Fees	3,540	3,540
As Limited Review Fees	16,520	16,520
Legal & Professional Fees	54,790	1,86,478
Provision for Standard Assets	-	1,441
Subscription & Listing Fees	86,140	1,30,390
General Charges	26,120	15,618
	2,73,907	4,05,054

NOTE 24 : Related Party Disclosure (In accordance with IND AS -24)**A) Name of Related Party and Nature of Relationship****Key Management Personnel**

- i) Sri Anup Kumar Dutta (Chief Financial Officer)
- ii) Sri Vinay Kanodia (company Secretary as on 10-08-2021)

Enterprises on which KMP significantly influenced

- i) Jalpaiguri Holding Private Limited

B) Related Party Transactions

Name of Related Party	Nature of Transaction	As at 31.03.2022 (₹)	As at 31.03.2021 (₹)
Sri Anup Kumar Dutta	Managerial Remuneration	4,56,600	4,39,200
Sri Vinay Kanodia	Managerial Remuneration	43,326	1,20,000

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

Sl. No.	Name of Related Party	Transaction	As at 31.03.2022 (₹)	As at 31.03.2021 (₹)
1	Jalpaiguri Holdings Pvt Ltd.	Opening Balance	-	-
		Loan Given	30,00,000.00	-
		Loan Refund	1,75,000.00	-
		Interest Accured	1,53,621.00	-
		Outstanding Balance (including interest receivable)	29,78,621.00	-

There is no balance written off during the year in respect of Related Parties.

25. As the company's activities falls within a single primary business segment i.e. NBFC Business so disclosures requirement of Indian Accounting Standard 108 "Segmental Reporting" has not been considered.

26. Financial Instruments by category

Set out below is a comparison, by class, of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

SI No.	PARTICULARS	Refer Note No	Total Fair Value	31st March, 2022			Total
				Carrying value			
				FVTPL	FVTOCI	Amortized cost	
	Financial Assets						
(a)	Cash and Cash Equivalents	3	54,981	-	-	54,981	54,981
(b)	Loans	4	50,82,922	-	-	50,82,922	50,82,922
(c)	Investments	5	24,79,83,996	35,39,972	24,44,44,024	-	24,79,83,996
(d)	Other financial assets	6	1,90,867	-	-	1,90,867	1,90,867
	Total		25,33,12,766	35,39,972	24,44,44,024	53,28,770	25,33,12,766
	Financial Liabilities						
(a)	Other Payables	10	69,380	-	-	69,380	69,380
(b)	Other financial liabilities	11	-	-	-	-	-
	Total		69,380	-	-	69,380	69,380

SI No.	PARTICULARS	Refer Note No	Total Fair Value	31st March, 2021			Total
				Carrying value			
				FVTPL	FVTOCI	Amortized cost	
	Financial Assets						
(a)	Cash and Cash Equivalents	3	12,065	-	-	12,065	12,065
(b)	Loans	4	62,42,044	-	-	62,42,044	62,42,044
(c)	Investments	5	8,13,36,845	12,59,091	8,00,77,754	-	8,13,36,845
(d)	Other financial assets	6	1,46,677	-	-	1,46,677	1,46,677
	Total		8,77,37,631	12,59,091	8,00,77,754	64,00,786	8,77,37,631
	Financial Liabilities						
(a)	Other Payables	10	51,300	-	-	51,300	51,300
(b)	Other financial liabilities	11	66,027	-	-	66,027	66,027
	Total		1,17,327	-	-	1,17,327	1,17,327

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

Fair Value Hierarchy

The fair value of the financial assets and financial liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities. The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

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

Level 2: Inputs other than the quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

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

Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at 31st March, 2022 :

PARTICULARS	Refer Note No	Total	Fair value measurement using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at Fair Value through OCI (FVTOCI)			-		
Investments in Quoted equity shares	5	24,44,44,024	24,44,44,024	-	-
Assets measured at Fair Value through Profit or Loss (FVTPL)				-	
Investments in Mutual Funds	5	35,39,972		35,39,972	-
Inventories(Shares)	6	1,89,912	1,89,912	-	50
TOTAL		24,81,73,908	24,46,33,936	35,39,972	50

Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at 31st March, 2021 :

PARTICULARS	Refer Note No	Total	Fair value measurement using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at Fair Value through OCI (FVTOCI)					
Investments in Quoted equity shares	5	8,00,77,754	8,00,77,754	-	-
Assets measured at Fair Value through Profit or Loss (FVTPL)					
Investments in Mutual Funds	5	12,59,091	-	12,59,091	-
Inventories(Shares)	6	1,44,339	1,44,339	-	50
TOTAL		8,14,81,184	8,02,22,093	12,59,091	50

27 CAPITAL RISK MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders of the Company. The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders.

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

The Company manages its capital structure and makes adjustments in light of changes in the financial condition and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders (buy back its shares) or issue new shares.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March, 2022 and 31st March, 2021.

28 FINANCIAL RISK MANAGEMENT

Financial risk management objectives and policies

The Company's principal financial liabilities includes Other payable and Other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include Cash and cash equivalents and Other financial assets that derive directly from its operations.

The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of these risks and the appropriate financial risk governance framework for the Company. The senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The Board of Directors reviewed policies for managing each of these risks, which are summarized below :

Market Risk

Market risk is the risk that the fair value of future cash flows of a financial asset will fluctuate because of changes in market prices. The Company's activities expose it to a variety of financial risks, including the effects of changes in interest rates.

(a) Price risks

The Company's exposure to securities price risk arises from investments held - both quoted and mutual fund are classified in the balance sheet either as fair value through OCI or at fair value through profit or loss. The Company is not expecting high risk exposure from its investment in securities.

The table below sets forth the fair value of quoted investments in securities of listed companies and mutual funds :

PARTICULARS	As At 31.03.2022 ₹	As At 31.03.2021 ₹
Investments in Quoted Equity Shares (at FVTOCI)	24,44,44,024	8,00,77,754
Investments in Mutual Funds (at FVTPL)	35,39,972	12,59,091
Total	24,79,83,996	8,13,36,845

Sensitivity Analysis :

The impact of increases/decreases of the index on the Company's quoted equity investments and mutual funds for the period is based on the assumption that the equity index has increased/ decreased with all other variables held constant, and that all the Company's equity investments and mutual funds moved as per the market index.

PARTICULARS	Increase/ decrease in Basis points	Effect on Profit before tax	Effect on Other Comprehensive Income	Effect on Pre tax Equity
As at 31st March, 2022	5.00%	1,76,999	1,22,22,201	1,23,99,200
	-5.00%	(1,76,999)	(1,22,22,201)	(1,23,99,200)
As at 31st March, 2021	5.00%	62,955	40,03,888	40,66,843
	-5.00%	(62,955)	(40,03,888)	(40,66,843)

Notes to the Financial Statement as at / for the year ended 31.03.2022**(Amount in Rs.)****Credit risk**

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses financial reliability of customers and other counter parties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets. Individual risk limits are set and periodically reviewed on the basis of such information.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

- i) Actual or expected significant adverse changes in business,
- ii) Actual or expected significant changes in the operating results of the counterparty,
- iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligation.
- iv) Significant increase in credit risk on other financial instruments of the same counterparty,

Deposits with banks and other Financial institutions :-

The Company considers factors such as track record, market reputation and service standards to select banks with which balances and deposits are maintained. Generally, the balances are maintained with the banks with which the Company has also availed borrowings. The Company does not maintain significant cash balances other than those required for its day to day operations.

Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and working capital limits.

Short term liquidity requirements comprises mainly of other payables and employee dues arising during normal course of business as on the balance sheet date. The maturity profile of the Company's financial liabilities based on the remaining period from the date of the balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligation of the Company.

Maturity Patterns of other financial liabilities

	31.03.2022 ₹	31.03.2021 ₹
Current Liabilities		
Financial Liabilities		
Other Financial Liabilities - within 1 year	51,300.00	51,300.00
Total	51,300.00	51,300.00

29 Earning Per Share (in accordance with IND AS -33)**The Computation of Basic/Diluted earning**

	31.03.2022 ₹	31.03.2021 ₹
(A) Net Profit/(Loss) Attributable to Equity Shareholders	15,38,236	(1,84,355)
(B) Weighted Average No. of Equity Shares	12,25,000	12,25,000
(C) Nominal Value of Equity Shares	10	10
(D) Basic / Diluted Earning Per Share [A/B]	1.26	(0.15)

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

- 30 There is no amount due to be credited to the Investors Education and Protection Fund as on 31st March 2022.
- 31 There is no contingent liability as on 31st March 2022
- 32 Provision for standard assets, sub standard assets and doubtful assets for unrecoverable amount has been made as per RBI guidelines.
- 33 The Payment of gratuity act, 1972 and other long term employees Benefit are not applicable to the company.
- 34 The company has reclassified and regrouped previous years figure to conform to this year's classification.
- 35 **Disclosure in Notes to Financial Statements**

As at 31.03.2022

Asset Classification as per RBI Norms	Asset Classification as per Ind As 109	Gross Carrying Amount as per Ind As	Loss Allowance (Provision) as required under Ind As 109	Net Carrying Amount	Provision required as per IRACP norms	Difference Between as per Ind As 109 Provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7)= (4)-(6)
Performing Assets						
STANDARD	Stage 1	50,82,922	-	50,82,922	12,707	(12,707)
TOTAL	Stage 1	50,82,922	-	50,82,922	12,707	(12,707)
	Total	50,82,922	-	50,82,922	12,707	(12,707)

As at 31.03.2021

Asset Classification as per RBI Norms	Asset Classification as per Ind As 109	Gross Carrying Amount as per Ind As	Loss Allowance (Provision) as required under Ind As 109	Net Carrying Amount	Provision required as per IRACP norms	Difference Between as per Ind As 109 Provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7)= (4)-(6)
Performing Assets						
STANDARD	Stage 1	62,42,044	-	62,42,044	15,605	(15,605)
TOTAL	Stage 1	62,42,044	-	62,42,044	15,605	(15,605)
	Total	62,42,044	-	62,42,044	15,605	(15,605)

Additional Regulatory Information

- 1 The company has no Immovable Properties held by it or jointly with others.
- 2 The company does not have any Investment Property.
- 3 The Company does not have any Property, Plant and Equipment. Accordingly disclosure as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of the Companies (Registered Valuers and Valuation) Rules, 2017 is not applicable to the Company.
- 4 The Company does not have any intangible assets.

Notes to the Financial Statement as at / for the year ended 31.03.2022

(Amount in Rs.)

- 5 Loans and Advances in the nature of Loans granted to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013) are as follows:

Type of Borrower	Current Year		Previous Year	
	Amount of Loan or advance in the nature of loan Outstanding	Percentage to the total Loans and advances in the nature of Loans	Amount of Loan or advance in the nature of loan Outstanding	Percentage to the total Loans and advances in the nature of Loans
Related Parties				
Jalpaiguri Holdings Private Limited	29,78,621	58.60%	-	-

The loan has been given without specifying the terms or period of repayment.

- 6 The Company does not have Capital Work In Progress (CWIP).
- 7 The Company has no Intangible Assets under development as on 31st March 2022.
- 8 No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transaction (Prohibition) Act 1988 (45 of 1988) and rules made thereunder.
- 9 The Company has no Borrowings from banks or financial institutions on the basis of security of current assets during the year ended 31-03-2022.
- 10 The Company is not a declared wilful defaulter by any bank or financial institution or other lender.
- 11 The Company has no such transactions with the companies struck off under section 248 of Companies Act 2013, or section 560 of Companies Act 1956.
- 12 The Company has no such charges or satisfaction to be registered with ROC.
- 13 The Company does not have any subsidiary company. As such disclosure regarding complying with Section 2 (87) of the Companies Act, 2013 read with Companies (Restriction on number of layers) Rules, 2017 is not applicable.
- 14 The ratios required with respect to the Financial year 31.03.2022 has been provided in Note 36
- 15 The Company has not entered into any Arrangements in terms of section 230 to 237 of the Companies Act, 2013 during the year.
- 16 (A) The Company has not directly or indirectly lend or invested in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provided any guarantee, security or the like on behalf of the Ultimate Beneficiaries, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (B) The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- 17 There are no such transactions recorded in the books of accounts that has been surrendered or disclosed as income during the year in the Tax Assessments under the Income Tax Act, 1961 (such as, search or Survey or any other relevant provisions of the Income Tax Act, 1961). Also, there is no such previously unrecorded income and related assets have been properly recorded in the books of account during the year.
- 18 Company is not covered under section 135 of the Companies Act .
- 19 The Company has not traded or invested in Crypto Currency or virtual Currency during the year ended 31st March 2022.

Notes to the Financial Statement as at / for the year ended 31.03.2022

36 Ratios

SI No	Name of Ratio	Numerator	Denominator	Ratio (In times)	
1	Capital to risk weighted assets ratio (CRAR)	Capital	Risk Weighted Assets		
		2022	2,10,64,367.95	25,32,57,899.00	0.08317
		2021	22,35,416.16	8,77,25,680.00	0.02548
2	Tier I CRAR	Capital Tier I	Risk Weighted Assets		
		2022	2,10,51,660.95	25,32,57,899.00	0.08312
		2021	22,19,811.16	8,77,25,680.00	0.02530
3	Tier II CRAR	Capital Tier II	Risk Weighted Assets		
		2022	12,707.00	25,32,57,899.00	0.00005
		2021	15,605.00	8,77,25,680.00	0.00018
4	Liquidity Coverage ratio	High quality liquid assets	Total Net Cash Flow amount for 30 Days		
		2022	54,981.00	40,947.00	1.34274
		2021	12,065.00	16,900.00	0.71391

MANGALAM ENGINEERING PROJECTS LIMITED

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