



Gujarat Polybutenes Private Limited
CIN: U24200MH2002PTC340316
Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai City MH 400080 IN
Tel: 22049309 / 22049022
Email: mumbai.office@gujaratpolybutenes.com

NAMES OF PAST AND PRESENT DIRECTORS OF THE COMPANY WITH DIRECTOR IDENTIFICATION NUMBERS (DIN)¹

<u>Names of Director</u>	<u>Designation of Directors</u>
Ms. Urmi Nuthakki Prasad (DIN: 00319482)	Director
Ms. Charita Thakkar (DIN: 00321561)	Director
Mr. Moreshwar Garde (DIN: 00689103)	Nominee Director
Mr. Raghu Venkataraman (DIN: 02012383)	Nominee Director

Mr. Rameshchandra Thakkar, ceased to be the director of the Company w.e.f. May 16, 2020 due to his sad demise.

¹The above disclosure has been given in accordance with Section 158 of Companies Act 2013, and reference of any of the above directors made in this document be read along with the above disclosure of their respective Director Identification Numbers



Gujarat Polybutenes Private Limited
CIN: U24200MH2002PTC340316
Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai City MH 400080 IN
Tel: 22049309 / 22049022
Email: mumbai.office@gujaratpolybutenes.com

DIRECTORS' REPORT

To
The Members,
Gujarat Polybutenes Private Limited
Address: Ecstasy, 718, 7th Floor, City of Joy J.S.D Road, Mulund (W) Mumbai-400080

Your Directors have pleasure in presenting the 18th Annual Report of the Company together with the Audited Statement of Accounts for the Financial Year ended 31st March, 2021.

1. FINANCIAL STATEMENTS & RESULTS:

a. Financial Results

The Company's performance during the year ended 31st March, 2021 as compared to the previous financial year, is summarized below:

Particulars	(Rs. in'000)	
	For the financial year ended 31 st March, 2021	For the financial year ended 31 st March, 2020
Revenue from Operation	-	739
Other Income	5,930	7,975
Total Revenue	5,930	8,714
Less: Expenses	(1,485)	(2,390)
Profit/(Loss) before exceptional items & Tax	4,445	6,324
Profit on exceptional items	-	-
Less: Prior Period Items	19	18
Profit/ (Loss) before tax	4,464	6,306
Less:	-	960
1. Current Tax	-	-
2. Tax adjustment of earlier years (net)	-	-
3. Deferred Tax	-	-
Profit/(Loss) for the period	4,464	5,346
Add:		
Other comprehensive income:		
Items that will not be classified to Profit or Loss	-	-
Items that may be classified to Profit or Loss	4,783	5,600



Gujarat Polybutenes Private Limited
CIN: U24200MH2002PTC340316
Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai City MH 400080 IN
Tel: 22049309 / 22049022
Email: mumbai.office@gujaratpolybutenes.com

Total Profit/ (Loss) for the year	9,247	10,946
Earning per equity share: Basic & diluted	2.06	2.44

b. PERFORMANCE & FUTURE OUTLOOK:

The Company has not conducted any business in the financial year under review. The revenue earned includes the interest earned on the investments made from the profits from this transaction after paying off the loans.

In order to create a single stronger entity with operational synergies, streamlining and optimizing the group structure and provide efficient administration, the Board at its meeting on 30th June, 2020, approved the scheme of merger between the Company and its holding company Gujarat Petrosynthese Limited. This is subject to the requisite approval, consent and sanction of National Company Law Tribunal (NCLT), Mumbai and Bengaluru Bench or other authorities as required under the law. The appointed date of the merger has been decided as 01st July, 2020.

c. DIVIDEND:

With a view to conserve resources, your directors have thought it prudent not to recommend any dividend for the financial year under review.

d. UNPAID DIVIDEND & IEPF:

The Company has not transferred any amount to the Investor Education & Protection Fund (IEPF) and no amount is lying in Unpaid Dividend A/c of the Company.

e. TRANSFER TO RESERVES:

The Company has not transferred any amount to the reserves.

f. REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

The Company does not have any subsidiary, associate and joint venture company.

g. DEPOSITS

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details relating to deposits covered under Chapter V of the Act or the details of deposits which are not in compliance with the Chapter V of the Act is not applicable.



Gujarat Polybutenes Private Limited
CIN: U24200MH2002PTC340316
Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai City MH 400080 IN
Tel: 22049309 / 22049022
Email: mumbai.office@gujaratpolybutenes.com

h. SHARE CAPITAL

The Company has only one type of shares – Equity Shares of face value of Rs. 10/- each. As on March 31, 2021, the year the authorised share capital of the Company is Rs. 10,00,00,000/- (Rupees Ten Crore) divided in to 1,00,00,000 (One Crore) equity shares of Rs. 10/- each.

The Company's issued, subscribed and paid up capital of the Company as on March 31, 2021, was Rs. 4,49,00,000/- (Four Crore Forty Nine Lakh only) comprising of 44,90,000 (Forty Four Lakh Ninety Thousand only) equity shares of Rs. 10/- each.

During the year there has been no change in share capital of the Company.

i. LOANS FROM DIRECTORS OR DIRECTORS' RELATIVES:

The Company has not borrowed from the Directors or their relatives.

j. PARTICULAR OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES

The Company has not entered into any transactions/contracts/arrangements referred to in Section 188(1) of Companies Act, 2013 with related party(ies) as defined under the provisions of Section 2(76) of the Companies Act, 2013, during the financial year under review.

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

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption are not applicable to the Company.

Further, there are no foreign exchange earnings and outgo in the Company during the financial year under review.

l. ANNUAL RETURN:

Section 92(3) of the Companies Act, 2013 provides that every company is required to place a copy of the annual return on the website of the company, if any, and the web-link of such annual return to be disclosed in the Board's report. As your Company does not have any website, and hence, the Annual Return referred to in Section 92(3) has not been placed on the website.

m. PARTICULARS OF INVESTMENTS, LOANS, GUARANTEES AND SECURITIES:

Full particulars of investments, loans, guarantees and securities covered under Section 186 of the Companies Act, 2013 provided during the financial year under review has been furnished in the Notes to Accounts which forms part of the financials of the Company.



Gujarat Polybutenes Private Limited
CIN: U24200MH2002PTC340316
Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai City MH 400080 IN
Tel: 22049309 / 22049022
Email: mumbai.office@gujaratpolybutenes.com

n. MATERIAL CHANGES AND COMMITMENTS:

Save and except the impact of the Covid-19 Pandemic on the operations of your Company, there have been no material changes and commitments affecting the financial position of your Company, which have occurred between the end of the financial year to which the financial statements relate and the date of this report

o. DISCLOSURE OF INTERNAL FINANCIAL CONTROLS –

The Company has taken measures for the Internal Financial Controls which were carried out through Internal Audit process which were established within the Company and also through appointing a professional firm to carry out the analysis of effectiveness of the present controls. Based on the review, the directors confirm that, for the preparation of the financial statements for the financial year ended March 31, 2021, the applicable Accounting Standards have been followed. The Internal Financial Controls related to Financial Statement are found to be adequate and no material weaknesses were noticed.

2. MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

a) BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

Appointment:

No appointment has been made to the Board of the Company during the year.

The Company was not required to appoint any Key Managerial Personnel.

Resignation/ Cessation:

Mr. Rameshchandra Thakkar, ceased to be the director of the Company w.e.f. 16th May, 2020 due to his sad demise.

Retirement by rotation:

In accordance with the provisions of the Act, none of the nominee Directors is liable to retire by rotation.

As per the provisions of Section 152 of the Companies Act, 2013, Ms. Urmi N. Prasad retire by rotation at the ensuing Annual General Meeting and being eligible, offer herself for re-appointment. Your Directors recommend her approval.

b) REMUNERATION / COMMISSION DRAWN FROM HOLDING / SUBSIDIARY COMPANY:

None of the Directors of the Company have drawn any remuneration / commission from the Company's holding Company / subsidiary Companies.

c) DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES



Gujarat Polybutenes Private Limited
CIN: U24200MH2002PTC340316
Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai City MH 400080 IN
Tel: 22049309 / 22049022
Email: mumbai.office@gujaratpolybutenes.com

a. BOARD MEETINGS:

The Board of Directors met four times during the financial year ended 31st March 2021 on 30th July, 2020, 20th August, 2020, 10th November, 2020 and 12th February, 2021 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

Name of Directors	Number of Board meetings that Directors were eligible to attend during financial year 2020-21	Board Meetings attended
Ms. Urmi Prasad	4	4
Ms. Charita Thakkar	4	4
Mr. V Raghu	4	4
Mr. M. D. Garde	4	4

The Company has complied with the applicable Secretarial Standards in respect of all the above Board meetings.

The Company was not required to constitute any Committees during the financial year under review.

b. RISK MANAGEMENT POLICY:

The Board of Directors of the Company has designed Risk Management Policy and Guidelines to avoid events, situations or circumstances which may lead to negative consequences on the Company's businesses, and define a structured approach to manage uncertainty and to make use of these in their decision-making pertaining to all business divisions and corporate functions. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews.

c. CORPORATE SOCIAL RESPONSIBILITY POLICY:

The provisions of Section 135 of the Companies Act, 2013 read with Rule 9 of the Companies (Accounts) Rules, 2013 is not applicable to the Company, as the Company does not meet with the requirement of profit criteria.

d. AUDITORS AND REPORTS

The matters related to Auditors and their Reports are as under:

a) OBSERVATIONS OF STATUTORY AUDITORS ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2021:

The observations / qualifications / disclaimers made by the Statutory Auditors in their report for the financial year ended 31st March 2021 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.



Gujarat Polybutenes Private Limited

CIN: U24200MH2002PTC340316

Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,

Mulund (W) Mumbai City MH 400080 IN

Tel: 22049309 / 22049022

Email: mumbai.office@gujaratpolybutenes.com

b) STATUTORY AUDITORS:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, at 17th Annual General Meeting of the Company M/s Dayal and Lohia, Chartered Accountants, was appointed as statutory Auditors of the Company to hold office upto the conclusion of the ensuing Annual General Meeting (AGM). You Company is proposing to appoint M/s. Dayal and Lohia as Statutory Auditors of the Company at the ensuing AGM to hold office for a period of 5 years from Conclusion of 18th Annual General meeting till 23rd Annual General Meeting.

Necessary resolution for reappointment of the said Auditors is included in the Notice of AGM for seeking approval of members.

The Auditor's report for the financial year ended March 31, 2021 does not contain any Reservation/qualification or adverse remark which requires any explanation/clarification of the Board.

Further the Auditors of the Company have not reported any frauds under sub-section (12) of Section 143 of the Companies Act, 2013.

c) MAINTENANCE OF COST RECORDS

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is not required to maintain Cost Records under said Rules.

d) REPORTING OF FRAUDS BY STATUTORY AUDITORS UNDER SECTION 143(12):

There were no incidences of reporting of frauds by Statutory Auditors of the Company under Section 143(12) of the Act read with Companies (Accounts) Rules, 2014.

e) SECRETARIAL AUDIT REPORT

Your Company is wholly owned material subsidiary of Gujarat Petrosynthese limited. As per Regulation 24A of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 material unlisted subsidiaries incorporated in India shall undertake secretarial audit, being material subsidiary company of Gujarat Petrosynthese limited, Pursuant to Section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. J.J. Gandhi & Co. as Secretarial Auditor for the Financial Year 2020-21.

Secretarial Audit Report issued by M/s J. J. Gandhi & Co., Practicing Company Secretaries in Form MR-3 for the financial year 2020-21 forms part to this report. The said report does not contain any observation or qualification requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.



Gujarat Polybutenes Private Limited
CIN: U24200MH2002PTC340316
Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai City MH 400080 IN
Tel: 22049309 / 22049022
Email: mumbai.office@gujaratpolybutenes.com

f) OTHER DISCLOSURES

Other disclosures as per provisions of Section 134 of the Act read with Companies (Accounts) Rules, 2014 are furnished as under:

i. Disclosure Of Orders Passed by Regulators or Courts or Tribunal

During the year, there was no significant / material order passed by any regulator, court or tribunal on our Company impacting the going concern status and Company's operations in future.

ii. Director's Responsibility Statement:

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended 31st March, 2021, the Board of Directors hereby confirms that:

- i.** in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii.** such accounting policies have been selected and applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2021 and of the profit/loss of the Company for that year;
- iii.** proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv.** the annual accounts of the Company have been prepared on a going concern basis;
- v.** proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

iii. DISCLOSURE REGARDING INTERNAL COMPLAINTS COMMITTEE:

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

iv. STATUS OF APPLICATION OR PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:

During the year under review and as at March 31, 2021 no application was made or any proceedings were pending under the Insolvency and Bankruptcy Code, 2016.



Gujarat Polybutenes Private Limited
CIN: U24200MH2002PTC340316
Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai City MH 400080 IN
Tel: 22049309 / 22049022
Email: mumbai.office@gujaratpolybutenes.com

v. **THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:**

During the year under review no such one time settlement was done in respect of any loan taken by the Company from Banks / Financial Institutions.

vi. **DISCLOSURE UNDER SECTION 43(a)(ii) OF THE COMPANIES ACT, 2013:**

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

vii. **DISCLOSURE UNDER SECTION 54(1)(d) OF THE COMPANIES ACT, 2013:**

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

viii. **DISCLOSURE UNDER SECTION 62(1)(b) OF THE COMPANIES ACT, 2013:**

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

ix. **DISCLOSURE UNDER SECTION 67(3) OF THE COMPANIES ACT, 2013:**

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.

x. **ACKNOWLEDGEMENTS AND APPRECIATION:**

Your directors take this opportunity to thank the customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company.

**For and on behalf of the Board
Gujarat Polybutenes Private Limited**



Gujarat Polybutenes Private Limited

CIN: U24200MH2002PTC340316

Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai City MH 400080 IN

Tel: 22049309 / 22049022

Email: mumbai.office@gujaratpolybutenes.com

Sd/-
Urmi N. Prasad
Director
DIN: 00319482

Sd/-
Charita Thakkar
Director
DIN:00321561

Date: August 12, 2021

Place: Mumbai



Secretarial Audit Report

(For the Financial year ended on 31st March, 2021)

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

To,
The Members,
Gujarat Polybutenes Private Limited,
Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai 400080

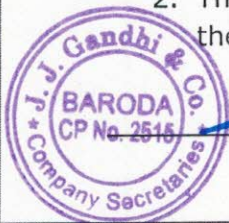
Dear Sir,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by **Gujarat Polybutenes Private Limited** having CIN U24200MH2002PTC340316 (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2021**, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter;

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, for the financial year ended on **31st March, 2021**, according to the provisions of;

1. The Companies Act, 2013 (the Act) and the rules made thereunder.
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;



Secretarial Audit Report – Gujarat Polybutenes Pvt. Ltd. – 2020-21



J. J. Gandhi & Co.

Practising Company Secretaries &
Insolvency Professional

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F46, India Bulls Mega Mall

Besides Dinesh Mill

Jetalpur, Vadodara 390 007

Phone (o) 2985022 Cell : 9374620085

Email : jjgandhics@gmail.com

3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowings. – As reported to us there were no FDI, ODI and ECB transactions in the Company during the financial year under review.
5. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company as the Company is unlisted Public Company.

Further, it is noted that the Company has not conducted any business during the financial year 2020-21.

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

(i) The Mandatory Secretarial Standards (SS1 and SS2) issued by The Institute of Company Secretaries of India.

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company as the Company is unlisted Public Company.

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

We further report that;

The Board of Directors of the Company is duly constituted with Non-Executive Directors and Nominee Directors. The changes in the composition of the Board of Directors that took place during the year under review 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 atleast seven days in advance, and a system exists for seeking and obtaining further information and clarifications on





J. J. Gandhi & Co.

Practising Company Secretaries &
Insolvency Professional
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F46, India Bulls Mega Mall
Besides Dinesh Mill
Jetalpur, Vadodara 390 007
Phone (o) 2985022 Cell : 9374620085
Email : jjgandhics@gmail.com

the agenda items before the meeting and for meaningful participation at the meeting.

We further report that as per the minutes of the meetings duly recorded and signed by the Chairman, the decisions were carried at meetings without any dissent.

We 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.

We further report that the Company has not conducted any business in the financial year under review. The Board of Directors at its meeting held on 30th June, 2020, approved the scheme of merger between the Company and its holding Company Gujarat Petrosynthese Limited, which is subject to the to the approval, and sanction of National Company Law Tribunal (NCLT), Mumbai and Bengaluru Bench. The appointed date of the merger is 1st July, 2020.

We further report that the Registered office of the Company has been changed from the state of Karnataka to the state of Maharashtra, Mumbai vide Order dated 20/03/2020 of the Regional Director, South Eastern Region, Hyderabad. The said order has been filed on 11/05/2020.

for J. J. Gandhi & Co.
Practising Company Secretaries

(J. J. Gandhi)

Proprietor

FCS No. 3519 and CP No. 2515



Place: Vadodara
Date: 12th August, 2021

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

UDIN number F003519C000772641



J. J. Gandhi & Co.

Practising Company Secretaries &
Insolvency Professional
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F46, India Bulls Mega Mall
Besides Dinesh Mill
Jetalpur, Vadodara 390 007
Phone (o) 2985022 Cell : 9374620085
Email : jjgandhics@gmail.com

Annexure to Secretarial Audit Report

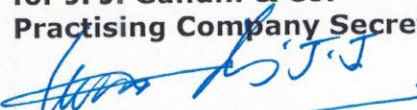
Date: 12th August, 2021

To,
The Members,
Gujarat Polybutenes Private Limited,
Ecstasy, 718, 7th Floor, City of Joy J.S.D Road,
Mulund (W) Mumbai 400080

Our 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. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and the 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. We believe that the processes and the practices, we followed provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company. The Compliance of applicable financial laws like direct and indirect laws have not been reviewed in this audit since the same have been subject to review by statutory financial audit and other designated professionals.
4. Wherever required, we 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. Our examination was limited to the verification of procedures on test basis.
6. 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 J. J. Gandhi & Co.
Practising Company Secretaries


(J. J. Gandhi)
Proprietor
FCS No. 3519 and CP No. 2515



Place: Vadodara
Date: 12th August, 2021

INDEPENDENT AUDITOR'S REPORT

To the Members of Gujarat Polybutenes Private Limited

Report on the Standalone Financial Statements

Opinion

We have audited the Financial Statements of **Gujarat Polybutenes Private Limited** ("the Company"), which comprise of the Balance Sheet as at 31st March 2021, and the Statement of Profit and Loss, 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 (the Act) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2021;
- (b) in the case of the Statement of Profit and Loss (including Other Comprehensive Income), of the Profit for the year ended on that date;
- (c) in the case of the Statement of Changes in Equity, of the changes in equity for the year ended on that date; and
- (d) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules 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 on the Financial Statements.

Emphasis of Matters:

We draw attention to the following matters in the notes to the financial statements
Note 22: Relating to uncertainty of outcome of the Appeals filed with Income Tax.
Note 23: Relating to Non-Provision of Deferred Tax Asset / Liability.

Our opinion is not modified in respect of these matters

Key Audit Matter

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 there on, and we do not provide a separate opinion on these matters.

Key Audit Matters	Auditor's Response
Review of the investments held by the Company as on 31st March 2021	<p><u>Principal Audit Procedures</u></p> <p>The assessment of various procedures adopted by the management which includes</p> <p>i) Ascertaining the value of investments as at 31st March, 2021.</p> <p>ii) Verification of amount invested, current value of investments, regularity of receipt of income on those investments and it's fair classification and presentation in the audited financial statements.</p>

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises of the information included in the Management Discussion and Analysis, Draft Board's Report including Annexures to the said Board's Report, Corporate Governance 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 during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing (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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

2. As required by Section 143(3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls 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 has disclosed the impact of pending litigations on its financial position in Note 22 to the financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no dues which were required to be transferred to Investor Education and Protection Fund by the Company.

For **Dayal and Lohia**
Chartered Accountants
Firm Reg. No. 102200W

(Anil Lohia)
Partner
Membership No: 031626

Place: Mumbai.
Date : 11 June 2021

ANNEXURE – ‘A’ TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF Gujarat Polybutenes Private Limited

Statement on the matters specified in paragraphs 3 and 4 of the Companies (Auditor’s Report) Order, 2016 (“the Order”), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, to the extent applicable.

1. In respect of its fixed assets:
 - a) The Company, on the basis of available information, has maintained proper records showing full particulars including quantitative details and situations of fixed assets;
 - b) The Management of the Company has physically verified the fixed assets at reasonable intervals. The discrepancies, if any noticed during such verification have been suitably adjusted in the books of account. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets;
 - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
2. a) According to the information and explanations given to us, there are no inventories at the end of the year.
3. According to the information and explanations given to us and on the basis of our examination of books of account, the Company has not given unsecured loan to Company covered in the register maintained under section 189. Accordingly, reporting under clause (iii) of the order is not applicable to the Company.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made and the Company has not provided any loan, guaranty or security.
5. According to the information and explanation given to us, the Company has not accepted any deposits as per the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under.
6. According to the information and explanation given to us, the Central government has not prescribed the maintenance of cost records by the Company under sec 148(1) of the Companies Act, 2013.
7. a) According to the records of the Company and information and explanation given to us, Company had not to pay any undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Customs Duty, Goods and Service Tax, Cess and any other statutory dues. According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid dues were outstanding as at 31st March, 2021 for a period of more than six months from the date it became payable.
 - b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of Provident Fund, Employees' State Insurance, Income Tax, Customs Duty, Goods and Service Tax, Cess and any other statutory dues which have not been deposited on account of any dispute except following:

Name of the Statue	Nature of Dues	Amount	Period to which the amount relates	Forum where dispute is pending
IT Department	Penalty	19.42 Lakhs	F.Y. 2014-15	CIT(A)-16,Mumbai

8. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3(viii) of the Order is not applicable to the Company on the basis.

9. In our opinion and on the basis of information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanations give to us and based on our examination of the records of the Company, no managerial remuneration has been paid or provided for the during the year.
12. In our opinion and according to information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
13. According to information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in accordance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in Financial Statements as required by applicable Ind AS.
14. According to the information and explanation given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Therefore paragraph 3(xv) of the Order is not applicable.
16. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45- IA of Reserve Bank of India Act, 1934.

For **Dayal and Lohia**
Chartered Accountants
Firm Reg. No. 102200W

(Anil Lohia)
Partner
Membership No: 031626

Place: Mumbai.
Date : 11 June 2021

ANNEXURE – ‘B’ TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF Gujarat Polybutenes Private Limited

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

We have audited the internal financial controls over financial reporting of Gujarat Polybutenes Private Limited (“the Company”) as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For **Dayal and Lohia**
Chartered Accountants
Firm Reg. No. 102200W

(Anil Lohia)
Partner
Membership No: 031626

Place: Mumbai.
Date : 11 June 2021

GUJARAT POLYBUTENES PRIVATE LIMITED
BALANCE SHEET AS AT 31ST MARCH 2021

Particulars	Notes	As at 31st Mar ,	As at 31st March,
		INR ('000)	INR ('000)
A ASSETS :			
I Non Current Assets			
Property, Plant & Equipments	2	267	267
<u>Financial Assets</u>			
Investments	3	135,943	125,919
Loans	4	2,243	2,243
Total Non Current Assets		138,453	128,429
II Current Assets			
<u>Financial Assets</u>			
Loans	5	857	857
Cash & Cash equivalents	6	622	737
Other Financial Assets	7	88,552	86,806
Other Current Assets	8	1,520	3,968
Total Current Assets		91,551	92,368
Total Assets		230,004	220,797
B EQUITY AND LIABILITIES			
I Equity			
Equity Share Capital	9	44,900	44,900
Other Equity	10	184,856	175,609
Total Equity		229,756	220,509
II Liabilities			
<u>Current Liabilities</u>			
<u>Financial Liabilities</u>			
Trade Payables	11	171	177
Other Financial Liabilities	12	56	77
Other Current Liabilities	13	21	34
Total Current Liabilities		248	288
Total Equity & Liabilities		230,004	220,797

Significant accounting policies
Financial Statements

1
2-26

As per our report of even date attached

For and on behalf of the Board

For Dayal and Lohia

Chartered Accountants

Firm's Registration No. 102200W

Urmi N. Prasad
(Director) - DIN No. 00319482

Anil Lohia
(Partner)
Membership No. 31626
Place : MUMBAI
Date: 11/06/2021

Charita Thakkar
(Director) - DIN No. 00321561

GUJARAT POLYBUTENES PRIVATE LIMITED
PROFIT AND LOSS STATEMENT
FOR THE YEAR ENDED ON 31ST MARCH 2021

Particulars	Notes	As at 31st Mar ,	As at 31st March,
		2021	2020
		INR ('000)	INR ('000)
I Revenue from operations	14	-	739
II Other income	15	5,930	7,975
III Total income (I+II)		5,930	8,714
IV EXPENSES			
Changes in Inventories of Finished & WIP Products	16	-	995
Employee benefits expense	17	36	207
Other expenses	18	1,449	1,188
Total Expenses		1,485	2,390
V Profit/(loss) before exceptional item and tax (III-IV)		4,445	6,324
VI Exceptional Items		19	18
VII Profit/(loss) before tax (V-VI)		4,464	6,306
VII Tax Expense:			
(1) Current tax		-	960
IX Profit/(loss) for the year (VII-VIII)		4,464	5,346
X OTHER COMPREHENSIVE INCOME/(EXPENSE)- (OCI):		-	-
a) Items that will not be classified to Profit or Loss		-	-
b) Items that may be classified to Profit or Loss		4,783	5,600
XI TOTAL COMPREHENSIVE INCOME / (EXPENSE) FOR THE		9,247	10,946
Earning per equity share			
(a) Basic		2.06	2.44
(b) Diluted		2.06	2.44

Significant accounting policies 1
The accompanying notes form an integral part of the Financial 2-26

As per our report of even date attached
For Dayal and Lohia
Chartered Accountants
Firm's Registration No. 102200W

For and on behalf of the Board

Urmi N. Prasad
(Director) - DIN No. 00319482

Anil Lohia
(Partner)
Membership No. 31626
Place : MUMBAI
Date: 11/06/2021

Charita Thakkar
(Director) - DIN No. 00321561

GUJARAT POLYBUTENES PRIVATE LIMITED
CASH FLOW STATEMENT FOR THE YEAR PERIOD ENDED 31ST MARCH 2021

Particulars	INR ('000)		INR ('000)	
	March'21		March'20	
			Rupees	Rupees
(A) CASH FLOW FROM OPERATING ACTIVITIES:				
Profit/(Loss) before tax		4,464		6,306
Adjustments for :				
Less:				
Profit/Loss on sale of Investment		0		(1)
Dividend Income		(36)		(13)
Interest Income		(6,077)		(7,957)
Operating profit before working capital changes		(1,649)		(1,665)
Adjustments for :				
Increase /(Decrease) of Other Financial Liabilities		(21)		38
Increase /(Decrease) of Current Liabilities		(13)		(64,646)
Decrease / (Increase) of Financial Assets		(1,746)		(4,445)
Decrease / (Increase) of other current Assets		2,448		0
Decrease / (Increase) of Trade Payables		(6)		(1,406)
Decrease / (Increase) of Inventories				995
		662		(69,464)
Cash Generated from Operations		(987)		(71,129)
Income Tax Paid (Net of refund received)		0		(1,054)
Net cash from Operating Activities		(987)		(72,183)
(B) CASH FLOW FROM INVESTING ACTIVITIES:				
Fixed deposit Investment		0		500
Purchase of Mutual Fund		(5,205)		(198,850)
Interest Income		6,077		7,879
Redemption of Fixed Deposit Fixed deposits			872	287,666
Net cash used in Investing activities		872		97,195
(C) CASH FLOW FROM FINANCING ACTIVITIES:				
Redemption of Preference Share		0		(28,000)
Net cash from Financing Activities		0		(28,000)
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS (A+B+C)		(115)		(2,988)
CASH & CASH EQUIVALENTS at the beginning of the period		737		3,724
CASH & CASH EQUIVALENTS at the closing of the period		622		737

Significant accounting policies
The accompanying notes form an integral part of the Financial Statements

1
2-26

As per our report of even date attached
For Dayal and Lohia
Chartered Accountants
Firm's Registration No. 102200W

For and on behalf of the Board

Urmi N. Prasad
(Director) - DIN No. 00319482

Anil Lohia
(Partner)
Membership No. 31626
Place : MUMBAI
Date: 11/06/2021

Charita Thakkar
(Director) - DIN No. 00321561

GUJARAT POLYBUTENES PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

Notes 2 : Property, Plant & Equipment

INR ('000)

Particulars	Gross Block			*Depreciation			Net Block	
	As at 01-04-2021	Additions	For the year ended 31-03-2021	As at 01-04-2021	Additions	For the year ended 31-03-2021	As at 31-03-2021	As at 31-03-2020
Office Equipment	3,721	-	3,721	3,531	-	3,531	190	190
Furniture & Fixtures	1,073	-	1,073	1,036	-	1,036	37	37
Computer	969	-	969	929	-	929	40	40
Total	5,763	-	5,763	5,496	-	5,496	267	267

*The assets are not depreciated in view of non use of other fixed assets.

GUJARAT POLYBUTENES PRIVATE LIMITED
 NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

3 NON-CURRENT INVESTMENTS

Details of Investments - (valued at cost, unless stated otherwise)							
Sr. No.	Particulars	Nature	Face value-fully paid	No. of Shares / Bonds		INR ('000)	
				31.03.2021	31.03.2020	31.03.2021	31.03.2020
I	Investments in Mutual Funds						
	Quoted						
	Investments valued at Fair Value through Other Comprehensive Income						
	Bank of Baroda Pioneer Advantage Plan A (Growth)			723	723	1,125	886
	ICICI Mutual Fund			5,239	4,991	529	493
	SBI Liquid Fund			42,081	40,257	134,289	124,540
	Total Non Current Investments					135,943	125,919

	31.03.2021	31.03.2020
Aggregate market value of quoted investments		
Non-Current	135,943	125,919

GUJARAT POLYBUTENES PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

INR ('000)

4 LOANS (NON-CURRENT)

	31.03.2021	31.03.2020
Deposit with GEB / MGVCL	2,172	2,172
Deposit with GIDC	71	71
TOTAL	2,243	2,243

5 LOANS CURRENT

	31.03.2021	31.03.2020
Central Excise LUT Deposit	10	10
Deposit with Income Tax	400	400
Deposit with Sales Tax department	447	447
TOTAL	857	857

6 CASH & CASH EQUIVALENTS :

	31.03.2021	31.03.2020
Cash on Hand	13	32
Balance with banks	609	705
TOTAL	622	737

7 OTHER FINANCIAL ASSETS

	31.03.2021	31.03.2020
Other Receivables	135	323
Interest Receivables	4,926	5,196
Deposits with banks	82,236	80,032
Advance Income Tax (net of provisions)	1,255	1,255
TOTAL	88,552	86,806

8 OTHER CURRENT ASSETS

	31.03.2021	31.03.2020
Indirect Taxes Credit Recoverable	338	305
TDS Receivable	1,182	3,663
TOTAL	1,520	3,968

GUJARAT POLYBUTENES PRIVATE LIMITED
NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2021

9 Equity Share Capital

Particulars	<u>INR ('000)</u>	
	As on 31.03.2021	As on 31.03.2020
(a) Share Capital:		
AUTHORISED		
6000000 (31st March 2020- 600000) Equity Shares of Rs.10/- each	60,000	60,000
4000000 shares 5% non cummulative redemable preference share of Rs. 10/- each	40,000	40,000
	100,000	100,000
Equity shares Issued,Subscribed & Paid up		
44,90,000 (31st March 2020- 4490000) Equity Shares of Rs.10/-each fully paid	44,900	44,900
Total issued, subscribed and fully paid up share capital	44,900	44,900

a. Reconciliation of the shares outstanding at the beginning and at the end of the year

Particulars	31.03.2021		31.03.2020	
	Equity Shares		Equity Shares	
	Number	Value ('000)	Number	Value ('000)
Shares outstanding at the beginning of the year	4,490	44,900	4,490	44,900
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	4,490	44,900	4,490	44,900

b. Terms/rights attached to the equity shares

The Company has one class of equity shares having a par value of ` 10/- per share. Each holder of equity shares is entitled to one vote per share. Any dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

c. Details of the shareholders holding more than 5% shares in the Company

Name of Shareholder	31.03.2021		31.03.2020	
	No. of Shares	% of Holding	No. of	% of Holding
Gujiarat Petrosynthese Limited (GPL) - Holding Company	4,490,000	99.99998	4,490,000	99.99998
*One share held by Urmil Prasad as nominee of GPL.				

10 Other Equity

	31.03.2021	31.03.2020
SECURITIES PREMIUM ACCOUNT		
Opening balance	12,500	12,500
Addition/(utilisation) during the year	-	-
Closing balance	12,500	12,500
RETAINED EARNINGS		
Opening balance	157,509	152,163
Profit / (Loss) for the year	4,464	5,346
Closing balance	161,973	157,509
FVOCI		
Opening balance	5,600	-
Additions during the year	4,783	5,600
Closing balance	10,383	5,600
Total other equity	184,856	175,609

11 TRADE PAYABLES :

	31.03.2021	31.03.2020
Accounts payable	171	177
Advances from customers	-	-
TOTAL	171	177

12 OTHER FINANCIAL LIABILITIES :

	31.03.2021	31.03.2020
From Holding Company - GPL	-	38
Other Payables	56	39
TOTAL	56	77

13 OTHER CURRENT LIABILITIES :

	31.03.2021	31.03.2020
Security deposits payable	17	17
TDS payable	4	17
TOTAL	21	34

GUJARAT POLYBUTENES PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

INR ('000)

14 Revenue From Operations

	31.03.2021	31.03.2020
Domestic Sale of Products including excise duty	-	739
TOTAL	-	739

15 OTHER INCOME

	31.03.2021	31.03.2020
Interest Income	6,077	7,189
Interest on Income Tax Refund A.Y. 2018-19	-	4
Interest on Income Tax Refund A.Y. 2017-18	-	74
Dividend on Mutual Fund	36	13
Realised Gain on sale of Mutual Fund	-	1
Interest Recd from Sales Tax Dept FY 2013-14	-	690
Debit/Credit W/off	(188)	4
Profit on Investment Redeemed	5	-
TOTAL	5,930	7,975

16 CHANGES IN INVENTORIES OF FINISHED GOODS AND WIP

	31.03.2021	31.03.2020
OPENING INVENTORY		
Finished Products	-	995
	-	995
Less : CLOSING INVENTORY		
Finished Products	-	-
TOTAL	-	995

17 EMPLOYEE BENEFITS EXPENSES

	31.03.2021	31.03.2020
Salary & Wages	36	206
Staff Welfare Expenses	-	1
TOTAL	36	207

18 Other Expenses

	31.03.2021	31.03.2020
Bank Charges	14	15
Advertisement	-	30
Power & Fuel Charges	-	1
Computer Expenses	3	3
Conveyance Expenses	44	4
Legal and Professional Charges	525	522
Office Expenses	2	5
Office & Factory Exp.		4
Postage & Courier	1	10
Printing & Stationery	8	1
Retainership Fees	108	360
Repairs & Maintenance others	-	2
Travelling Expense	-	34
Excess Provision for IT AY 2019-20	631	-
Rent Paid	-	10
<u>Auditor's Remuneration</u>		-
Statutory Audit	50	50
Other services	-	25
Fees & Subscription	16	9
Board Meeting Expense	3	35
Miscellaneous Expenses	39	12
ROC Expenses	4	56
Penalty-VAT & TDS	1	-
TOTAL	1,449	1,188

GUJARAT POLYBUTENES PVT LTD
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2021

19. EARNINGS PER SHARE

EPS is calculated by dividing the profit / (loss) attributable to the equity share holders by weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit / (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares, except when the results would be anti-dilutive.

Particulars	2020-21	2019-20
1. Profit after Tax (in '000)	9,247	10,946
2. Weighted average number of shares outstanding during the year	4,490	4,490
3. Face value of shares	10	10
4. Basic / Diluted EPS	2.06	2.44

20. FINANCIAL INSTRUMENTS-FAIR VALUE AND RISK MANAGEMENT

a) Accounting classification

The carrying values of financial instruments by categories are as follows:

Particulars	31.03.2021				31.03.2020			
	At cost	FVTOCI	FVTPL	Amortised cost	At cost	FVTOCI	FVTPL	Amortised cost
Financial Assets								
Investments in Mutual Funds		135,943	-			125,919	-	
Loans				3,100				3,100
Cash and cash equivalents				622				737
Other financial assets				88,552				86,806
	-	135,943	-	92,274	-	125,919	-	90,643
Financial Liabilities								
Trade payables	-	-	-	171	-	-	-	177
Other financial liabilities	-	-	-	56	-	-	-	77
	-	-	-	227	-	-	-	254

b) Fair value hierarchy and Method of valuation

The following table shows fair value measurement hierarchy. Except for these financial instruments, the Company considers that the carrying value amount recognised in the financial statements approximate their fair value largely due to the short term maturities of these instruments.

Particulars	31.03.2021			31.03.2020		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Investments in Mutual Funds	135,943	-	-	-	125,919	-

a. Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed mutual funds that have quoted price. The fair value of equity instruments which are traded is valued using the closing price as at the reporting period.

c) Risk management framework

The Company's principal financial liabilities include borrowing, trade and other payables. The Company's principal financial assets include loans, trade receivable, cash and cash equivalents and others. The Company also holds FVTPL investments. The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of these risks. The Company's 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.

d) Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:

- i) Credit Risk
- ii) Liquidity Risk
- iii) Market Risk

i) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans given to related parties and others

The carrying amount of following financial assets represents the maximum credit exposure:

Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. To manage, this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition and ageing of account receivables.

No impairment is observed on the carrying value of trade receivables.

Other Financial Assets

Credit risk from balances with banks, loans, investments is managed by Company's finance department. Investments of surplus funds are made only with approved counterparties.

ii) Liquidity Risk

Liquidity risk is the risk that the Company may encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed condition, without incurring unacceptable losses or risking damage to the Company's reputation.

The Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of surplus funds, bank loans.

Exposure to liquidity risk

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

	Carrying amount	Contractual cash flows				INR ('000)
		Total	Within 1 year	1-2 years	2-5 years	
March 31, 2021						
Financial liabilities						
Trade payables	171	171	171			

Other Financial Liabilities	56	56	56	
	227	227	227	-

Carrying amount	Contractual cash flows				
	Total	Within 1 year	1-2 years	2-5 years	More than 5 years
March 31, 2020					
Financial liabilities					
Trade payables	177	177			
Other Financial Liabilities	77	77			
	254	254	-	-	

iii) Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates and commodity prices which will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market exposures within acceptable parameters, while optimising the return.

Currency risk

Currency risk is not material, as the Company's primary business activities are within India and does not have any exposure in foreign currency.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to risk of changes in market interest rate is not material as the Company borrowing from banks are very minimal

Commodity price risk

Company is exposed to fluctuation in prices of its inputs. The company in effect of changes in prices of inputs , have a process to revise its selling price accordingly.

21. CAPITAL MANAGEMENT

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Company consists of net debt and the total equity of the Company. For this purpose, net debt is defined as total borrowings less cash and cash equivalents.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirements are met through short-term/long-term borrowings. The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

The Company's net debt to equity ratio is as follows:

	31.03.2021	31.03.2020
Cash & cash equivalents	622	737
Net Debt (restricted to zero, if cash and cash equivalents are greater than borrowings)	-	-
Total equity	<u>622</u>	<u>737</u>
Debt/Equity ratio	0.00%	0.00%

22. Contingent Liabilities

The company has received Income Tax Assessment order for A.Y. 2014-15. The loss claimed as per ROI of Rs. 2,02,07,941/- has been reduced due to disallowance of depreciation of Rs. 33,32,341/- and addition on account of non reconciliation of interest of Rs. 23,81,548/-. Therefore, loss has been reduced to Rs. 1,44,94,052/-. Since, Final figure is loss determined, no demand of tax is raised. We have been informed that the company has belatedly filed an appeal against the said assessment order. The penalty proceedings have been completed u/s 271(t)(c) of the IT Act levying penalty of Rs. 19,42,150/-. The part payment of Rs. 4,00,000/- is made against penalty demand till decision of appeal. No provision is made for the said liability.

23. Deferred Tax Assets/Liabilities

Particular	INR ('000)	
	31.03.2021	31.03.2020
Balance as on 01.04.2019	328	328
Add: Tax impact of differences between books	-	-
Depreciation in the Financial Statements and depreciation as per Income Tax,	-	-
Total	328	328

*No provision of deferred tax has been made due to virtual uncertainty of business activity and non use of other fixed assets.

24. Additional disclosure pursuant to Schedule –III

Details of Turnover	INR ('000)		
	31.03.2021	31.03.2020	Amt.
Polybutene	Qty(tons)	Qty(tons)	Amt.
	-	22.39	739

GUJARAT POLYBUTENES PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2021

25. Related party disclosure

(i) List of Related Parties as required by Ind AS-24 "Related Party Disclosures" are given below:

(a) Gujarat Petrosynthese Ltd	Holding Company
(b) Key management personnel and their relatives	Ms. Urmi N. Prasad - Director
	Ms. Charita Thakkar - Director

(ii) Transactions with related parties

Type of related party	Description of the nature of transactions	Volume of Transactions during 2020-21	Volume of Transactions during 2019-20	Balance as on 31.03.21 Receivable/ (Payable)	Balance as on 31.03.20 Receivable/ (Payable)	Balance as on 01.04.20 Receivable/ (Payable)
NIL						

*No transactions were carried out with related key management personnel during the year

26. Previous year figures have been regrouped , reclassified and restated as per Ind AS and Schedule III of Companies Act, 2013