

14TH
ANNUAL REPORT
2019-20

INNOVATIVE
AUTHENTIC
FUTURISTIC
YARN TWISTING
SOLUTIONS

MEERA

INNOVATIVE

AUTHENTIC

FUTURISTIC

YARN TWISTING

SOLUTIONS

about US

Meera Industries Limited an ISO 9001 company is a renowned name in the field of twisting, cabling and continuous heat setting machines. Having Presence in more than 26 countries, we are known for innovating new technologies and providing complete customized solutions to our customers.

We have a in house R&D center recognized by the Department of Scientific and Industrial Research (DSIR) We are also a recipient of two R&D awards continuously for 2 years in a row from Textile manufacturers Association (TMMA) for pioneering Single Step S/Z twisting technology (TPRS) and continuous Bulking and Heat Setting Machines (Meerabah) in India.

Energy conservation, Better Productivity and Ease of Use are the goals in mind when we design machines. We assure you to serve in the best possible way we can.

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BOARD OF DIRECTORS



Dharmesh Desai
Chairman & Managing Director



Bijal Desai
Whole Time Director



CA. Mayank Desai
Non-Executive Director



Hetal Mehta
Independent Director



CA. Sanjay Mehta
Independent Director

Core Values

Innovation | Leadership | Passion | Teamwork | Commitment

● **CUSTOMER CENTRIC.**

● **WELL KNOWN BRAND.**
In Domestic As-well-as International Market

● **ONE STOP SOLUTION.**
All Kind Of Twisting & Winding Machine Under One Roof.

● **TECHNOLOGICAL PROWESS.**

● **INTERNATIONAL STANDARDS.**
At Par With International Manufacturing Standards.

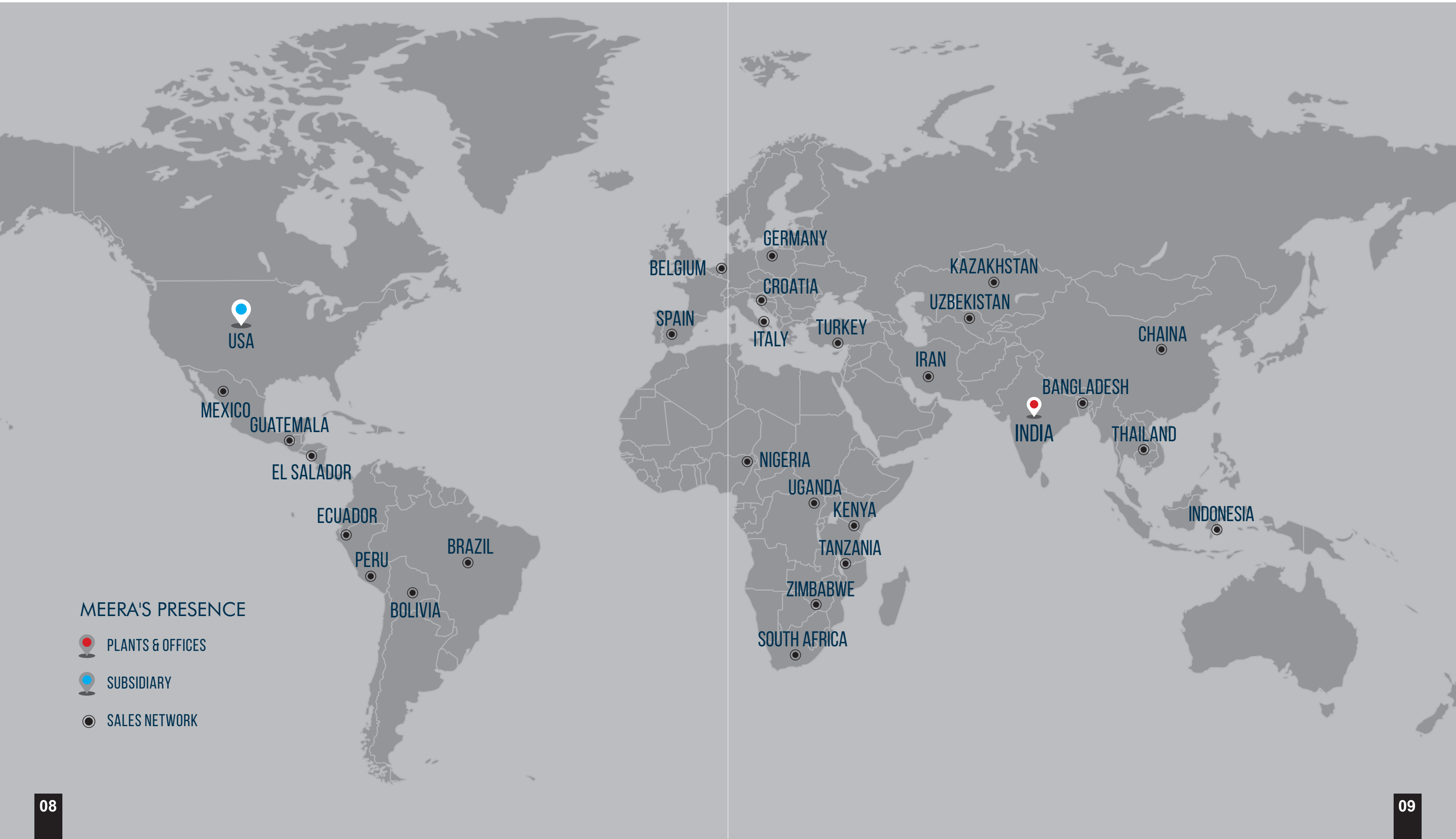
● **EXCELLENT CUSTOMER CARE.**
Personalized Customer Care.

● **QUALITY CONTROL.**
Stringent Quality Checks At Every Step.

● **LEADERS IN INNOVATION.**
Innovative, Authentic & Futuristic Approach.

PRODUCT
KEY STRENGTH

Sales Funnel





OUR JOURNEY →



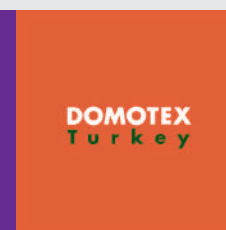
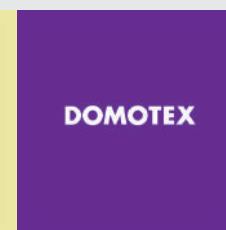
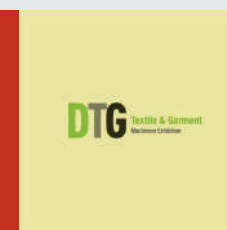
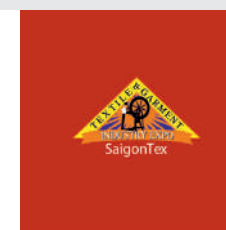
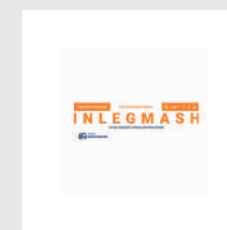
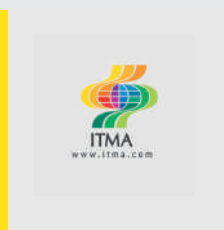
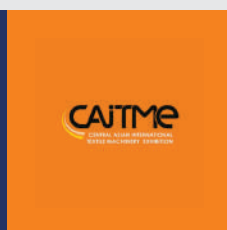
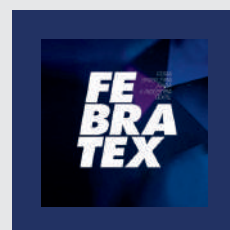
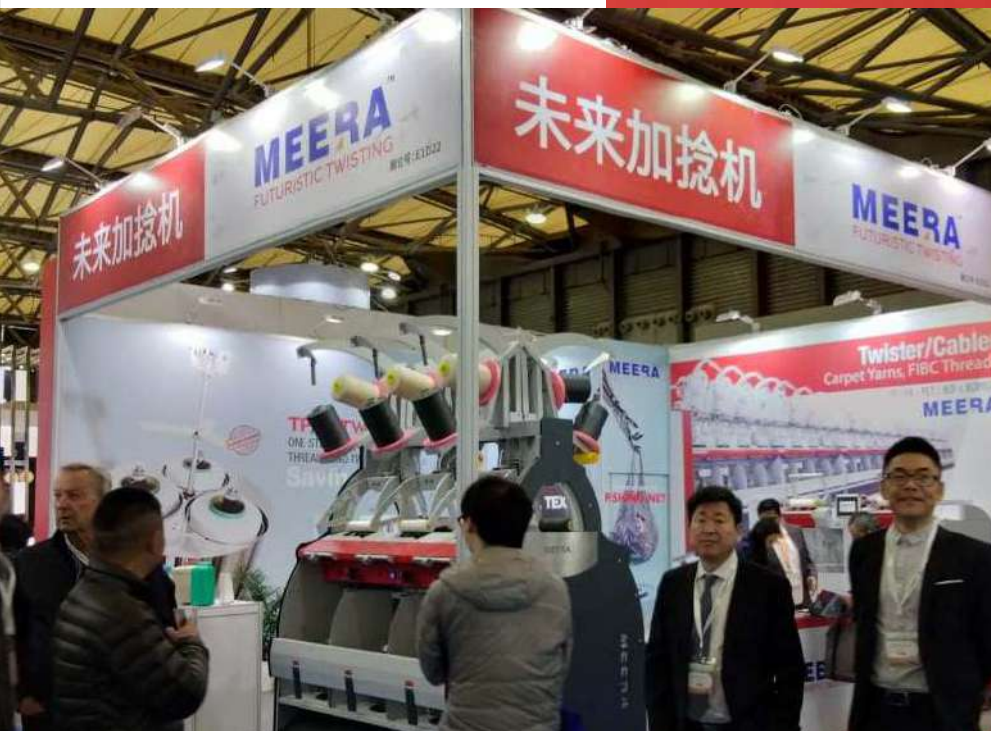
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EXPO

SEPTEMBER 10-12, 2019 DALTON, GA, USA







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TWISTING MACHINES FOR Threads and Twines



FIBC, Fishing Net, Glass Fiber, Industrial Thread, Tyre Cord
Shoe Stitching Thread, Sports, V Belts, Geo Textile, Defence
Technical Textile, Automative, Quilting Thread



PRODUCTS AT GLANCE

LETTER FROM THE CHAIRMAN

Dear Shareowners,

Hope you all are doing safe at home.

During these extraordinary times of the COVID-19 pandemic, the global economy witnessed its weakest pace during the year 2019-20, Intensified trade wars, Brexit delays and weak manufacturing activities in a few emerging markets are largely responsible for the slowdown. We have made a small effort as an organisation, with the strengths of Meera Industries and all the members of the Company, to deploy a sustainable and resilient response to this global pandemic.

During the year under review, Indian economy witnessed challenges owing to on the advent of Innovated technology, the demand for Twisting Machines manufactured by the Company was affected. Irrespective of the economy growing moderately, the textile sector continued to grow at its own pace. The Government has been taking measures such as abolishment of anti-dumping duty on Purified Terephthalic Acid (PTA) and launch of the National Technical Textiles mission among others, which will boost the sector going forward. In the Textile Machine industry, warehouse play a vital role in the entire value chain from raw material to final product especially in the manufacturing sector. Our Infrastructure involves storage of goods and merchandise in order to protect the quality and quantity of the stored products awaiting future use.

Though the year 2019 faced various headwinds, the focused approach of the Company ensured good performance. With continuous innovation, superior product quality and strong expertise, we are well positioned for a sustainable future. Despite adversities, Meera Industries continued to enhance the core strength of its business segments. With our years of efforts and dedication, we have shaped our business for a sustainable future - a business that is more robust, responsive and competitive. We continued to deliver on our strategy during the year by focusing on elements we can control, building foundations for continuous improvement, and working towards our goal of nation building.

What is extremely satisfying is that, not only the management but every department can accurately access their contribution to the organisational goal. Further, our rigorous monitoring discipline of mapping the aspiration with the reality helps realign our approach with the prevailing situations. The efforts that we have made in last year has helped us in better identifying and plugging the gaps in our processes, products and services. This will strengthen our opportunity matrix when demand revives.

The Year ended with the menace of the new novel corona virus pandemic – covid-19, setting the global economy on a tailspin. As the virus runs riot across the globe, a global economic recession looks imminent, drowning consumption. India is not exception to this trend. The lockdown announced by Central Government to curb the spread of this contagion has brought business activity to grinding halt.

During the year, we delivered the stand-alone revenue of Rs. 21.00 Crores and consolidated income of Rs. 21.12 Crores. As volatility in forex and business scenario, we have clocked EBITDA of Rs. 79.86 Lakhs and PAT of Rs. 55.86 Lakhs. Also, this year consistently, your company has declared Interim dividend of Rs. 1 per equity share of Rs. 10/- (Rupees Ten only) each for the F.Y. 2019-20.

Over the few years, our company has established a global presence with one or more products in 26 Countries across 5 continents in which MIL exports. In the past three years we are striving to make people aware regarding our products through participation in various Exhibitions, conferences and trade shows held in various countries.

THE BUSINESS

Core business segment:

The past year has been a challenging year for the Textile Industry with lots of ups and downs. Textile Industry has played a key role in the country's progress over the years and the situation is likely to gain momentum in the times ahead. The Industry continues to hold a dominant position in country's economic structure because of its huge contribution towards employment generation.

Development:

In the year, we have extended the accelerating competency for Design Excellence. We continue to invest in technology and innovation and broke new grounds in diverse fields including Artificial Intelligence, Additive Manufacturing etc.

During the year under review, we have Developed and Delivered New Cabler / Twister for the Carpet Industry for BCF Yarn, A sector known to be dominated by only one player in the world. We have Improved the Size of TPRS Twister for Industrial Thread and FIBC Segment where in the new machine can twist directly large packages upto 280 MM. A significant move welcomed and appreciated by industry veterans.

We believe in resilience - Gearing up ourselves to achieve higher high in coming years

I believe the implementation of our strategies has facilitated the improvements we experienced during the year under review

To continue to strengthen our market position, we are further strengthening our capabilities with addition of some machinery such as Rope Twisting Machine which will help to cover whole range of yarn twisting technology.

Looking Ahead:

Year 2020 appears to be very different because of COVID-19. Global economy is expected to suffer heavily. The impact is being felt by all businesses around the world. The impact is not only limited to the demand side of the market, but the supply chain also is hampered. Lockdown and social distancing are impacting how businesses conduct their daily work. The pandemic is certainly affecting your company as well. Your company is taking the desired actions including keeping their employees & customers safe and reorienting operations to tide over the crisis.

I am confident that with the Quality products in hand, disciplined credit control system, our customer centric and focused approach and highly committed work force, your Company will maintain and continue to reinforce its strong position across the Markets. I am also confident that the initiatives underway or those already taken under various business segments will further solidify the foundation as we gear up for the ambitious growth that is earmarked. Besides focusing on the growth of our business, we are also committed to extend our social responsibility and contribute to a better tomorrow.

Finally, I would like to thank our shareholders, customers, employees and the management team for their incredible support to the Company. I would like to extend gratitude to my fellow Board members for their continued guidance in ensuring that Stovec delivers on its action plans. I am optimistic that with our size, heritage and versatility, we shall continue to meet every kind of printing need with quality products, better turn-around time and reliable solutions.

Regards,

Dharmesh V. Desai

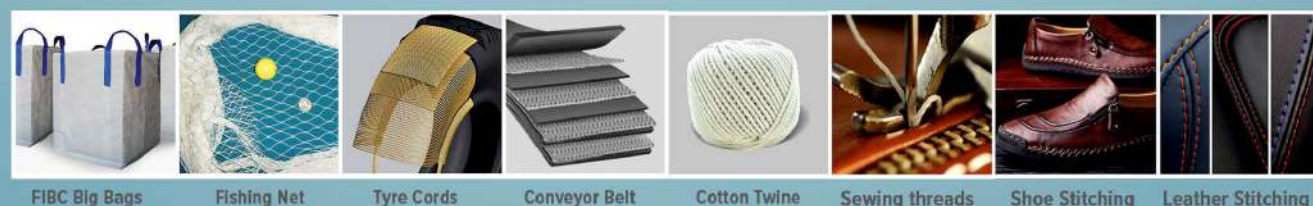
Chairman and Managing Director



MEERA™

TPRS TWISTER
For Threads and Twines

Upto 40% Saving
In Ply and Cable Twisting (S/Z)



FIBC Big Bags Fishing Net Tyre Cords Conveyor Belt Cotton Twine Sewing threads Shoe Stitching Leather Stitching



CORPORATE INFORMATION

Board of Directors

Mr. Dharmesh Desai
Chairman and Managing Director

Mrs. Bijal Desai
Whole-time Director

CA. Mayank Desai
Non Executive Director

Mr. Hetal Mehta
Independent Director

CA. Sanjay Mehta
Independent Director

Ms. Bhavisha Khakhkar
Company Secretary

Mr. Vinod Ojha
Chief Financial Officer

Registrar and Transfer Agent

Kfin Technologies Private Limited,
Karvy Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad 500 032,
Ph: +91 40-67162222 | Fax: +91 40-23431551
e-mail: einward.ris@karvy.com

Statutory Auditors

M/s K A Sanghvi & Co LLP
Chartered Accountants, Surat.

Bankers

Kotak Mahindra Bank

Registered Office

2126, Road No. 2, GIDC Sachin,
Surat – 394 230, Gujarat, INDIA.
Tel: 0261- 2399114 | Fax: +91-261-2397269.
E-mail: cs@meeraind.com | Website: www.meeraind.com

CIN:

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TO MEMBERS

The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government members who have not registered their e-mail addresses, are requested to register their e-mail addresses with the RTA /s Kfin Technologies Private Limited, Hyderabad by an E-mail or Letter. Members are requested to bring this copy with them at the meeting as no copies shall be distributed at the meeting again.

BOARD OF DIRECTOR'S REPORT

TO,
THE MEMBERS,
MEERA INDUSTRIES LIMITED

The Board of directors are pleased to present the 14TH Annual Report together with the Audited Financial Statements for the year ended 31st March, 2020.

FINANCIAL HIGHLIGHTS:

Performance of your company for F.Y. 2019-20 is summarized as under:

	Standalone Results		Consolidated Results	
	2019-20 Amt.in Rs.	2018-19 Amt. in Rs.	2019-20 Amt.in Rs.	2018-19 Amt. in Rs.
Income from Operations	20,15,63,159.76	34,47,76,370.31	20,26,53,586.71	35,58,41,539.61
Other income	85,32,526.15	83,31,459.73	85,32,550.26	83,31,600.26
Total Income	21,00,95,685.91	35,31,07,830.04	21,11,86,136.97	36,41,73,139.87
Less: Total Expenditure before Int., Depreciation & Tax	19,75,61,816.94	28,71,44,618.08	19,89,76,046.76	29,32,68,238.18
Profit/(Loss) before Int., Depreciation & Tax	1,25,33,868.97	6,59,63,211.96	1,22,10,090.21	7,09,04,901.69
Less : Interest	3,31,566.60	7,86,218.71	3,38,824.22	8,22,575.81
Profit/(Loss) before Depreciation & Tax	1,22,02,302.37	6,51,76,993.25	1,18,71,265.99	7,00,82,325.88
Less : Depreciation	42,16,696.00	37,30,671.00	42,59,752.36	37,73,113.02
Profit/(Loss) before Exceptional and extraordinary items and Tax	79,85,606.37	6,14,46,322.25	76,11,513.63	6,63,09,212.86
Less : exceptional items	0.00	0.00	0.00	0.00
Profit/(Loss) before Tax	79,85,606.37	6,14,46,322.25	76,11,513.63	6,63,09,212.86
Less : Current Tax	17,60,497.00	1,45,49,968.00	17,60,497.00	1,51,38,477.42
: Deferred Tax	5,08,664.24	17,13,319.61	5,08,664.24	17,13,319.61
: Prior period items	1,29,500.00	2,90,838.11	1,29,500.00	2,90,838.11
Profit/(Loss) after Tax	55,86,945.13	4,48,92,196.53	52,12,852.39	4,91,66,577.72
Add: Surplus/Deficit B/F. from Pre. Year	6,74,41,171.44	2,25,58,289.91	7,00,56,805.82	2,08,99,543.10
Less: Amount Transferred From Sundries (Others)	0.00	0.00	0.00	0.00
Less: Interim Dividend	44,49,500.00	0.00	44,49,500.00	0.00
Less: Provision for Final Dividend	1,33,48,500.00	0.00	1,33,48,500.00	0.00
Less: Dividend Distri. Tax	36,58,890.00	9315.00	36,58,890.00	9315.00
Balance Carried to B/s.	5,15,71,226.57	6,74,41,171.44	5,38,12,768.21	7,00,56,805.82

STATE OF COMPANY'S PERFORMANCE (STANDALONE):

During the year under review, the Company has earned lower profit compared to the previous year due to global level recession, acute competition, and economic slowdown. The situation of heavy pressure on margin continued in the year:

- The revenue of the company decreased to Rs. 21,00,95,685.91/- as compared to Rs. 35,31,07,830.04/- in the previous year.
- The net profit after Tax also decreased to Rs. 55,86,945.13/- as compared to Rs. 4,48,92,196.53/- in the previous year.

STATE OF COMPANY'S PERFORMANCE (CONSOLIDATED):

- The revenue of the company decreased to Rs. 21,11,86,136.97/- as compared to Rs. 36,41,73,139.87/- in the previous year.
- The net profit after Tax also decreased to Rs. 52,12,852.39/- as compared to Rs. 4,91,66,577.72/- in the previous year.

CHANGE IN NATURE OF BUSINESS, IF ANY AND FUTURE OUTLOOK:

There has been no significant change in the business carried on by the company and it continued to be plant and machinery for textiles and yarn trade. At present your company has no plan to enter into any other business. Further, the Company continues with its efforts to maintain growth even during the economic downturn and face new challenges.

The COVID-19 pandemic is a worldwide crisis and has meant that the economies will have to operate alongside the disease, now as the attention has started shifting from lockdown to safe reopening. The Company expects the market for textile machine manufacturing & twisting machines will contribute to the World textile Machine Industry's growth. Accordingly Company is taking effective steps to improve operational efficiency. India's stable macroeconomic environment and strong growth outlook stand out relative to other emerging markets. As the Indian growth story pans out, along with it is the growth of its robust textile machine industries. With India's ever growing requirements of yarn & machines, planned by the Government through various Initiatives, demand remained stable with the previous year trend, there exists substantial opportunity for future growth as the Company's products are geared up for the requirements. However, trade tensions & COVID-19 Pandemic among major economies impacted global growth prospects and has larger concerns on slowing down of world trade. The uncertainties associated with the pandemic COVID-19 may have adverse impact on the demand and supply chain in the short-term in Textile machine segments, and the Company is working to minimize the impact of such aberrations to sustain the operations and identify new opportunities to grow. Accordingly, the company is executing the strategies to mitigate the impact of slowdown of trade

DIVIDEND:

The Company has declared Interim Dividend @ Rs. 1.00/- (Rupee one) per equity share of Rs. 10/- (Rupees Ten only) each for the F.Y. 2019-20. At present, your company has not recommended final dividend for the year ended March - 2020.

EXTRACT OF ANNUAL RETURN:

The extract of Annual return as requires under section 134(3)(a) read with Section 92(3) of the Companies Act, 2013 and rules made thereunder in Form MGT-9 for the Financial Year 2019-20 is attached as Annexure- A and forms part of this report.

USE OF PROCEEDS IPO/FPO:

The proceeds from the Issue of the Company vide prospectus dated 21st April, 2017 was of Rs. 388.80 Lakhs out of which Company had utilized full amount for the purpose of objects as stated in prospectus. There is no deviation of funds raised by IPO.

Further, the proceeds from the Issue of the Company vide prospectus dated 04 June, 2019 was of Rs. 1,174.50 Lakhs and there has been no deviation or variation in the utilization of issue proceeds for the said half year ended March 31, 2020 and the funds raised from the above mentioned issue has been utilized for the purposes for which the funds were raised for the said half year ended March 31, 2020.

FURTHER PUBLIC OFFERING:

Your Company issued a prospectus on dated 04TH June, 2019. your company had come with the Public issue through Further Public Offer of 5,22,000 Equity Shares of Rs. 10/- each at a premium of Rs. 215 per share aggregating to Rs. 11,74,50,000. The Company had allotted fully paid up 5,22,000 Equity Shares of Rs. 10/- each to the eligible applicants. The Equity Shares of the Company got listed on BSE SME Platform. After the Further Public Issue, issued, subscribed and paid up share capital of our company stands at Rs. 4,44,95,000/- divided into 44,49,500 equity shares of Rs. 10/- each.

After Further Public offering, pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder, SEBI (LODR), 2018 and with the consent of other regulatory authorities, and resolution passed by the shareholders of the Company, the Company had allotted in its meeting held on 13th February, 2020, 62,29,296 (Sixty Two Lakhs Twenty Nine Thousands Two hundred and Ninety Six) Equity Shares of the face value of Rs. 10/- (Rupees Ten only) each as fully paid up Bonus Shares to the shareholders of the Company in the proportion of 7 (Seven) fully paid up equity share of Rs. 10/- (Rupees Ten only) each for every 5 (Five) existing fully paid up equity share of Rs. 10/- (Rupees Ten only) each by capitalizing a sum amounting to Rs. 6,22,92,960/- from the Reserves & Surplus.

The Equity Shares of the Company got listed on BSE SME Platform. After the Bonus Issue, issued, subscribed and paid up share capital of our company stands at Rs. 10,67,87,960/- divided into 1,06,78,796 equity shares of Rs. 10/- each.

MEETINGS OF THE BOARD OF DIRECTORS:

During the year under the review, 8 (Eight) Board Meetings were held, with gap not exceeding the period prescribed under Companies Act, 2013 and Rules made thereunder. Details of Board Meetings held during the year are given in the table below. Board meeting dates are finalized in consultation with all Directors and agenda papers backed up by comprehensive notes and detailed background information are circulated well in advance before the date of the meeting thereby enabling the Board to take informed decisions. The intervening gap between the Board Meetings was within the period prescribed under the Companies Act, 2013.

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1	24/04/2019	Five	Five
2	17/05/2019	Five	Four
3	04/06/2019	Five	Five
4	24/06/2019	Five	Four
5	07/08/2019	Five	Four
6	13/11/2019	Five	Four
7	30/12/2019	Five	Three
8	13/02/2020	Five	Five

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to provisions contained in section 134(5) of the companies Act, 2013 your directors after due inquiry confirm that:

- a) in the preparation of the annual accounts for the financial year ended 31st March, 2020 the applicable accounting standards have been followed and no material departures have been made from the accounting standards;
- 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 as at 31st March, 2020 and of the profit/loss of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis; and
- e) the directors have laid down internal financial controls as stated in explanation to section 134(5)(e) of the Companies Act, 2013 to be followed by the company and that such internal financial controls are adequate, commensurate with the nature and size of its business and are operating effectively;
- f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

AUDITORS AND REPORT THEREON:

Ratification of Auditor's Appointment:

The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were re-appointed in the Annual General Meeting held on August 02nd, 2018.

The report of the Auditors is self-explanatory. There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation. Further the Auditors' Report for the financial year ended, 31st March, 2020 is annexed to the Balance Sheet.

As required by Section 134(3)(f) of the Companies Act, 2013, your directors report that there is no fraud reported by the auditors in their report which is required to be reported here.

Your company has installed adequate internal financial controls with reference to the Financial Statements as reported by Auditors for the year ended 31st March, 2020.

SECRETARIAL AUDITOR

Pursuant to Section 204 of the Companies Act, 2013 read with Rules thereof, the Board of Directors had appointed M/s. A. G. Shaikh & Co., Practicing Company Secretary, Surat, as Secretarial Auditors of the Company to conduct the Secretarial Audit for F.Y. 2019-20. A Secretarial Audit Report for F.Y. 2019-2020 is annexed herewith as **Annexure B**. There are no qualification, reservation or adverse remarks in secretarial audit report, which is self-explanatory.

INTERNAL AUDITORS:

Pursuant to provisions of Section 138 of Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 M/s Riki Desai & Associates, Chartered Accountants were appointed as Internal Auditor of Company for period of 1 year from the F.Y. 2019-20.

The Company continued to implement her suggestions and recommendations to improve the control systems. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency,

effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditor's findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

COST AUDITORS

Provisions for Cost Auditor is not applicable to your company.

PARTICULARS OF LOAN, GUARANTEE AND INVESTMENT UNDER SECTION 186:

Pursuant to the provisions of Section 186 of the Companies Act, 2013, with respect to a loan, guarantee, security or investments covered under are disclosed in the notes to the Financial Statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

In compliance of listing regulations, the company has framed the policy for transactions with Related Parties. There were no materially significant related party transactions entered between the Company, Directors, management, or their relatives except for those disclosed in the financial statements.

Apart from the Related Party transactions in the ordinary course of business and at arm's length basis, details of which are given in the notes to the financial statements, there were no other related party transactions requiring disclosure in the Director's Report, for compliance with section 134(3)(h) of the Companies Act, 2013.

However Form AOC - 2 related with particulars of contract or arrangements with related parties are annexed herewith as **Annexure-C**.

AMOUNTS TRANSFERRED TO RESERVES:

The company has transferred the whole amount of Profit under the head Reserve and surplus account as per attached audited Balance sheet for the year ended on March 31, 2020.

MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

In the opinion of board of directors there are no material changes & have occurred after balance sheet date till the date of the report affecting the financial position of the company.

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

The details of conservation of energy, technology, absorption, foreign exchange earnings and outgo as required U/S 134(3)(m) of Companies Act 2013 are enclosed in **Annexure -D**.

RISK MANAGEMENT POLICY:

The company has been exempted under regulation 21 of SEBI (Listing Obligation and Disclosure requirements) Regulations, 2015 from reporting of risk management.

The board is fully aware of Risk Factor and is taking preventive measures wherever required.

CORPORATE SOCIAL RESPONSIBILITIES (CSR) POLICY:

At present the company is not covered under CSR provisions as per criteria laid down under section 135(1) of the Companies Act, 2013, but company has voluntarily constituted CSR Committee and the said committee has framed CSR policy as per schedule VII. Therefore, expenditure of Rs. 5,00,000 has been incurred during the year as prescribed under section 135(5) of the Companies Act, 2013, the details of committee is enclosed in **Annexure -J**.

PARTICULARS OF DEPOSITS:

Company has not accepted any deposits falling within purview of the section 73 to 76 of The Companies Act, 2013 read with rules made there under. There Are no overdue public deposits, unclaimed public deposits as on the last day of financial year.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS:

Your directors confirmed that no significant and material orders have been passed by Regulators or Courts or Tribunals

impacting the going concern status and companies' operations in future.

INTERNAL FINANCIAL CONTROLS:

The internal audit covers a wide variety of operational matters and ensures compliance with specific standard with regards to availability and suitability of policies and procedures. The Company has placed proper and adequate internal financial control system which ensures that all the assets are safeguarded and protected.

Yours directors are of the opinion that looking to the size and nature of business of the company there is adequate internal financial control system and the said system is operating effectively. Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 is attached as Annexure A of the Auditors Report.

DIRECTORS AND KMP:

COMPANIES POLICIES ON DIRECTORS APPOINTMENT AND REMUNERATION:

Pursuant to provisions of section 178(3) of the Companies Act, 2013 and other applicable provisions, if any, Company has constituted Nomination and Remuneration committee which determines criteria for the qualifications, positive attributes and independence of the Director, Key Managerial Personnel and other employees.

The Remuneration Policy is framed in accordance with Listing regulations and provisions of Companies Act, 2013.

The composition of Nomination and Remuneration committee and policy has been attached as **Annexure- E** and forms part of this report.

ANNUAL EVALUATION OF PERFORMANCE OF BOARD, DIRECTORS AND COMMITTEES:

Though the company has been exempt from annual evaluation of its own performance and performance of directors and committees thereof under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 but in terms of Rule 8(4) of the Companies (Accounts) Rules, 2014 company has laid down specific criteria for evaluation of annual performance and has developed qualitative and quantitative bench marks to ensure effective implementation of the same.

The performance of Board and its Committees, individual Directors, and Chairpersons were found satisfactory.

MEETING OF INDEPENDENT DIRECTORS:

The Independent Directors of company met one time during the year on THURSDAY, 13TH FEBRUARY, 2020 where all the Independent Directors were present under the requirement of Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DECLARATION BY INDEPENDENT DIRECTORS:

Independent Director have given necessary declaration under Section 149(7) of the Companies Act, 2013 and as per the said declarations, they fulfill the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The same has been recorded by the Board of Directors.

CHANGE IN COMPOSITION OF BOARD:

- In accordance with the provisions of the Act and the Articles of Association of the Company, **Mr. MAYANK Y. DESAI**, Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered herself for re-appointment.

AUDIT COMMITTEE:

In terms of section 177(2) read with section 134(3) of the Companies Act, 2013 the company constituted audit committee. The composition of Audit committee has been attached as **Annexure- F** and forms part of this report.

The board has accepted and taken steps to implement all recommendation of Audit Committee.

COMPANIES (AUDITOR'S REPORT) ORDER, 2015

In terms of section 143(11) of the Companies Act, 2013 CARO has been attached as part of Auditors Report.

DISCLOSURE REGARDING ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS:

The Company has not issued Equity Shares with differential rights.

DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES:

The Company has not issued sweat Equity shares during the Financial Year 2019-20.

BONUS SHARES:

The Company has Issued, in its meeting held on 13th February, 2020, 62,29,296 (Sixty Two Lakhs Twenty Nine Thousands Two hundred and Ninety Six) Equity Shares of the face value of Rs. 10/- (Rupees Ten only) each as fully paid up Bonus Shares to the shareholders of the Company in the proportion of 7 (Seven) fully paid up equity share of Rs. 10/- (Rupees Ten only) each for every 5 (Five) existing fully paid up equity share of Rs. 10/- (Rupees Ten only) each by capitalizing a sum amounting to Rs. 6,22,92,960/- from the Reserves & Surplus.

DISCLOSURE REGARDING ISSUE OF EMPLOYEE STOCK OPTIONS:

The Company has not issued Employee Stock Options during the Financial Year 2019-20.

REDEMPTION OF SHARES/DEBENTURES:

The Company has not redeemed any shares during the Financial Year 2019-20.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION PROTECTION FUND:

As on 31st March, 2020, dividend amounting to Rs. 30,500 has not been claimed by shareholders of the Company. Shareholders are required to lodge their claims with the Registrar, Kfintech Technologies Pvt. Ltd., for unclaimed dividend. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with Companies) rules, 2012, this details shall be uploaded on the website of the Company.

VIGIL MECHANISM/WHISTLE BLOWER POLICY:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy /vigil mechanism for Directors and employees to report to the management about the unethical behaviour, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in exceptional cases. The Policy on vigil mechanism and whistle blower policy may be accessed on the Company's website at www.meeraind.com.

PREVENTION OF INSIDER TRADING :

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

CORPORATE GOVERNANCE:

The company is exempted from reporting on corporate governance as per Regulation 15 of SEBI (Listing Obligation and Disclosure requirements) Regulations, 2015. the Company is not required to mandatorily comply with the provisions of

certain regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence, company is not filing Corporate Governance Report to stock exchange. Therefore, Corporate Governance Report is not attached. However, Company is complying with the Non applicability certificate on Corporate Governance to the Authority.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:

As per Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report forms part of this Annual Report being attached as **Annexure – G**.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATES:

Your company has one Subsidiary name 'MEERA INDUSTRIES USA, LLC situated in USA. Your company has no joint venture or associates. However, particulars of Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures in the prescribed format AOC-1 has been enclosed under **Annexure-H** with the report and forms part of this report.

BUSINESS RESPONSIBILITY REPORT:

The company has been exempted from reporting on Business Responsibility Report as per Regulation 34(2)(f) of SEBI (Listing Obligation and Disclosure requirements) Regulations, 2015.

OTHER DISCLOSURES:

- **PARTICULARS OF COMMITTEES:**

Particulars of Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee & CSR Committee are attached as **Annexure-F, Annexure-E, Annexure-I & Annexure-J** respectively, forming part of this report.

- **GENERAL MEETINGS:**

1. **13TH** Annual General Meeting of the Company was held at 2126, Road No. 2, GIDC, Sachin, Surat - 394230 on Wednesday, 18TH September, 2019, 11:30 A.M. for F.Y. 2018-19.
2. Postal Ballot e-voting Facility for the purpose of Bonus Issue of the Company was commenced on 9:00 Hours (IST) on Friday, January 03, 2020 Ended of e-voting on 17:00 Hours (IST) on Saturday, February 01, 2020.

MD AND CFO CERTIFICATION:

The MD and CFO of the company required to gives annual certification on financial reporting and internal controls to the board in terms of Regulation 17(8) of listing regulation and certification on financial results while placing the financial result before the board in terms of Regulation 33 of listing regulation and same is published in this report as **Annexure – K**.

DISCLOSURE RELATING TO EMPLOYEES:

The information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in separate annexure forming part of this Report as Annexure-L.

The statement containing particulars of employees as required under Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 will be provided upon request. However, having regard to the provisions of the proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the registered office of the company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

DISCLOSURE UNDER SECTION 22 OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company always endeavours to create and provide an environment which is safe, free from discrimination and harassment including sexual harassment to every individual in the premises. As per the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, your Company has constituted Internal Complaints Committee (ICC) which is responsible for redressal of complaints related to sexual harassment. During the year under review, there were no complaints pertaining to sexual harassment.

GENERAL:**CHANGES IN SHARE CAPITAL, IF ANY:**

The paid up equity share capital of the company as on March 31, 2020 was Rs. 10,67,87,960/- divided into 1,06,78,796 Equity Shares of Rs. 10/- (Rupees ten only) each. During the year under review, the company has made Public issue through Further Public Offer of 5,22,000 Equity Shares of Rs. 10/- each at a premium of Rs. 215 per share aggregating to Rs. 11,74,50,000. Also, has issued shares through Bonus Issue of 62,29,296 (Sixty Two Lakhs Twenty Nine Thousands Two hundred and Ninety Six) Equity Shares of the face value of Rs. 10/- (Rupees Ten only) each as fully paid up Bonus Shares amounting to Rs. 6,22,92,960/- from the Reserves & Surplus. Hence, as on date, subsequent to the Further Public Issue & Bonus Issue, paid up share capital of the company stands at Rs. 10,67,87,960/- divided into 1,06,78,796 equity shares of Rs. 10/- each.

ACKNOWLEDGMENT:

Your Directors wish to extend their sincere thanks to the Government as well as the Government agencies, banks, customers, shareholders, vendors and other related organizations who have helped in your Company's progress, as partners, through their continued support and co-operation.

Your Directors also wish to place on record their sincere appreciation for the dedicated efforts and consistent contribution made by the employees at all levels, to ensure that the Company continues to grow and excel.

COVID 19:

The COVID 19 pandemic is a worldwide crisis and has meant that the economies will have to operate alongside the diseases, now as the attention has started shifting from lockdown to safe reopening. The Company strictly followed the guidelines issued by the local, state and central governments and beyond to protect the health and well-being of its workforce and ensured minimum disruption to its customers. The Company closed its manufacturing and its corporate office during Lock-down and now Company is taking all possible steps required to adjust to the new normal of working and growing. The demand is expected to remain uncertain in the foreseeable future. The Company contributed in its own small way to Gujarat Chief Minister Relief Fund.

Place: Sachin, Surat

Date: 06.11.2020

For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED

Sd/-
Dharmesh V. Desai
Chairman and Managing Director



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ANNEXURE – A TO THE DIRECTORS' REPORT

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN As on financial year ended on 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:	
1	CIN
2	Registration Date
3	Name of the Company
4	Category/Sub-category of the Company
5	Address of the Registered office & contact details
6	Whether listed company
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.

In ₹

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)			
SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacture of machinery for textile, apparel and leather production	28263	65.99
2	Sale of Yarn	46411	34.01
	Total		100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	MEERA INDUSTRIES USA, LLC	---	Subsidiary	100%	2(87)(ii)

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

In ₹

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	2,800,000		2,800,000	71.29%	6,819,599		6,819,599	63.86%	-7.43%
b) Central Govt	-		-	0.00%	-		-	0.00%	0.00%
c) State Govt(s)	-		-	0.00%	-		-	0.00%	0.00%
d) Bodies Corp.	-		-	0.00%	-		-	0.00%	0.00%
e) Banks / FI	-		-	0.00%	-		-	0.00%	0.00%
f) Any other	-		-	0.00%	-		-	0.00%	0.00%
Sub Total (A) (1)	2,800,000	-	2,800,000	71.29%	6,819,599	-	6,819,599	63.86%	-7.43%
(2) Foreign									
a) NRI Individuals	-		-	0.00%	-		-	0.00%	0.00%
b) Other	-		-	0.00%	-		-	0.00%	0.00%
c) Bodies Corp.	-		-	0.00%	-		-	0.00%	0.00%
d) Any other	-		-	0.00%	-		-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	2,800,000	-	2,800,000	71.29%	6,819,599	-	6,819,599	63.86%	-7.43%

B. Public									
1. Institutions									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	97,000	0	97,000	2.47%	331,657	-	331,657	3.11%	0.64%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	543,554	0	543,554	13.84%	1,128,870	0	1,128,870	10.57%	-3.27%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	455,446	0	455,446	11.60%	2,355,663	0	2,355,663	22.06%	10.46%
c) Others (specify)									
Non Resident Indians	29,500	-	29,500	0.75%	31,200		31,200	0.29%	-0.46%
Non Resident Indians (Non Repatriation)	1,500	-	1,500	0.04%	4,800		4,800	0.04%	0.01%
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	500	-	500	0.01%	7,007		7,007	0.07%	0.05%
Trusts									0.00%
Foreign Bodies - D R									0.00%
HUF		-							0.00%
Sub-total (B)(2):-	1,127,500	-	1,127,500	28.71%	3,859,197	-	3,859,197	36.14%	7.43%
Total Public (B)	1,127,500	-	1,127,500	28.71%	3,859,197	-	3,859,197	36.14%	7.43%
C. Shares held by Custodian for GDRs & ADRs	-			0.00%	-			0.00%	0.00%
Grand Total	3,927,500	-	3,927,500	100.00%	10,678,796	-	10,678,796	100.00%	

(ii) Shareholding of Promoters/Promoter Group

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Bijal Dharmeshbhai Desai	1,355,338	34.51%	0	3,252,811	30.46%	0	-4.05%
2	Dharmesh Vinodbhai Desai	1,169,662	29.78%	0	2,831,188	26.51%	0	-3.27%
3	Devendra Somabhai Naik	180,000	4.58%	0	432,000	4.05%	0	-0.53%
4	Rekha Devendra Naik	90,000	2.29%	0	216,000	2.02%	0	-0.27%
5	Nileshkumar Vinodchandra Desai	5,000	0.13%	0	87,600	0.82%	0	0.69%
	TOTAL	2,800,000	71.29%	0	6,819,599	63.86%	0	-7.43%

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

In ₹

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	2,800,000	71.15%	2,800,000	71.15%
	Increase in Promoters share holding due to acquisition of shares - 12.07.2019	10,000	0.22%	2,810,000	63.15%
	Increase in Promoters share holding due to acquisition of shares - 27.12.2019	18,000	0.40%	2,828,000	63.56%
	Increase in Promoters share holding due to acquisition of shares - 24.01.2020	13,500	0.30%	2,841,500	63.86%
	Increase in Promoters share holding due to Bonus Issue - 28.02.2020	3,978,099	37.25%	6,819,599	63.86%
	At the end of the year - 31.03.2020	6,819,599	63.86%	6,819,599	63.86%

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

In ₹

SN	For each of the Top 10 shareholders	Shareholding		Increase/ Decrease in shareholding	Cumulative Shareholding during the year	
		No. of Shares at the beginning (01-04-19) / end of the year (31-03-20)	% of total shares		No. of shares	% of total shares
1	Utsav Pramodkumar Shrivastav					
	At the beginning of the year	100,000	2.55%	155,600		
	At the end of the year	255,600	2.39%		255,600	2.39%
2	Vivekkumar Nitinbhai Desai					
	At the beginning of the year	-	0.00%	88,800		
	At the end of the year	88,800	0.83%		88,800	0.83%
3	Vivekkumar Nitinbhai Desai HUF					
	At the beginning of the year		0.00%	84,000		
	At the end of the year	84,000	0.79%		84,000	0.79%
4	Panth Infinity Limited					
	At the beginning of the year		0.00%	80,400		
	At the end of the year	80,400	0.75%		80,400	0.75%
5	Kamlesh Ramanlal Naik					
	At the beginning of the year	55,000	1.40%	131,000		
	At the end of the year	186,000	1.74%		186,000	1.74%
6	Ways Vinimay Private Limited					
	At the beginning of the year	51,200	1.30%	38,080		
	At the end of the year	89,280	0.84%		89,280	0.84%
7	Nimesh Ramanbhai Naik					
	At the beginning of the year	39,000	0.99%	196,200		
	At the end of the year	235,200	2.20%		235,200	2.20%
8	Uttam Singh					
	At the beginning of the year	34,000	0.87%	59,600		
	At the end of the year	93,600	0.88%		93,600	0.88%
9	Snehal Bhupendra Shah					
	At the beginning of the year	33,500	0.85%	49,300		
	At the end of the year	82,800	0.78%		82,800	0.78%

10	Alkeshbhai Mahendrabhai Naik					
	At the beginning of the year		32,500	0.83%	46,700	
	At the end of the year		79,200	0.74%		79,200 0.74%

In ₹

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year - 01.04.2019		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1	Bijal Dharmeshbhai Desai				
	At the beginning of the year	1,355,338	34.51%	1,355,338	34.51%
	Changes during the year			1,897,473	
	At the end of the year	3,252,811	30.46%	3,252,811	30.46%
2	Dharmesh Vinodbhai Desai				
	At the beginning of the year	1,169,662	29.78%	1,169,662	29.78%
	Changes during the year			1,661,526	
	At the end of the year	2,831,188	26.51%	2,831,188	26.51%
3	Mayank Yashwantra Desai				
	At the beginning of the year	24,973	0.64%	24,973	0.64%
	Changes during the year			34,962	
	At the end of the year	59,935	0.56%	59,935	0.56%
4	Sanjay Natwarlal Mehta				
	At the beginning of the year	-	0.00%		0.00%
	Changes during the year		0.00%		0.00%
	At the end of the year	1,200	0.01%	1,200	0.01%
5	Hetal Rumendrabhai Mehta				
	At the beginning of the year		0.00%		0.00%
	Changes during the year		0.00%		0.00%
	At the end of the year		0.00%		0.00%

KEY MANAGERIAL PERSONNEL

6	Bhavisha kamleshkumar Khakhkhar				
	At the beginning of the year		0.00%		0.00%
	Changes during the year		0.00%		0.00%
	At the end of the year		0.00%		0.00%
7	Vinod Ojha				
	At the beginning of the year		0.00%		0.00%
	Changes during the year		0.00%		0.00%
	At the end of the year		0.00%		0.00%

V. INDEBTEDNESS

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

(Amt. Rupees)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	-	-	-	-
Change in Indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

In ₹

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Dharmesh Desai	Bijal Desai	
		Chairman & Managing Director	Whole time Director	
1	Gross salary	30.75	21.60	52.35
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Total (A)	30.75	21.60	52.35

B. Remuneration to other Directors

In ₹

SN.	Particulars of Remuneration	Name of Directors			Total Amount
		Sanjay N Mehta	Hetal R Mehta	Mayank Y. Desai	
1	Independent Directors				
	Fee for attending board/ committee	65000	70000		135000.00
	Commission	0	0		-
	Others, please specify	0	0		-
	Total (1)	65000	70000		135,000.00
2	Other Non-Executive Directors				-
	Fee for attending board/ committee			50,000.00	50,000.00
	Commission				-
	Others, please specify				-
	Total (2)	0	0	50,000.00	50,000.00
	Total (B) = (1 + 2)	65000	70000	50,000.00	185,000.00
	Total				185,000.00

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

In ₹

SN.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
		CFO	CS	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8.42	6.06	14.48
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	8.42	6.06	14.48

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	None				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	None				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	None				
Punishment					
Compounding					

**For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED**

Place: Sachin, Surat
Date: 06.11.2020

**Sd/-
Dharmesh V. Desai
Chairman and Managing Director**

F.Y. 2019-20 ANNEXURE - B

**FORM NO. MR-3 SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2020.**

[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,
Meera Industries Limited
Regd. Office - 2126, Road No. 2 GIDC,
Sachin
Surat - 394230

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Meera Industries Limited** (hereinafter called "the company.") Secretarial 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 the books, papers, minute 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020, 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 on 31st March, 2020, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment in Wholly Owned Subsidiary;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not Applicable to the Company)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company)**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the Company)**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not Applicable to the Company)**
- (vi) I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the Company has complied with the following laws applicable specifically to the Company namely the Factories Act, 1948 and Gujarat Factories Rules, 1963 and other labour laws and the Rules made thereunder and such compliance is carried out by the company under the direction and guidance of Labour Law Consultant appointed by the company.

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

- (A) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (B) The Listing Agreements entered into by the Company with Bombay Stock Exchange and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **(to the extent applicable to securities of the Company listed on SME platform of BSE)**

During the period under review the Company has complied with the provisions of the Act, 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 and Independent Directors and Woman Director. The changes in the composition of the Board of Directors that took place during the period 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 at least seven days in advance (in case of short notice consent from Independent Director/s obtained), 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

Date: 09/11/2020

Place: Surat

A G SHAIKH
Company Secretary
Membership No. ACS-4596
C P No. 2171

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ANNEXURE – C TO THE DIRECTORS' REPORT

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1.Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	NIL
2	Nature of contracts/arrangements/transaction	NIL
3	Duration of the contracts/arrangements/transaction	NIL
4	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
5	Justification for entering into such contracts or arrangements or transactions'	NIL
6	Date of approval by the Board	NIL
7	Amount paid as advances, if any	NIL
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

2. Details of contracts or arrangements or transactions at Arm's length basis.

Sl. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Bijal Dharmesh Desai (Director)
2	Nature of contracts/arrangements/ transactions	Lease Rental
3	Duration of the contracts/arrangements/ transaction	5 year
4	Salient terms of the contracts or arrangements or transaction including the value, if any	RS. 21,16,800/- per annum.
5	Date of approval by the Board	NA Since the contract was entered into in the ordinary course of business and on arm's length basis.
6	Amount paid as advances, if any	NIL

**For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED**

Place: Sachin, Surat
Date: 06.11.2020

**Sd/-
Dharmesh V. Desai
Chairman and Managing Director**

ANNEXURE – D TO THE DIRECTORS' REPORT

INFORMATION AS PER SECTION 134(3)(m) OF THE COMPANIES ACT, 2014 FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2020

CONSERVATION OF ENERGY / ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**A. TECHNOLOGY ABSORPTION:-**

The Company has no foreign collaboration and is well versed with the indigenous technology

B. CONSERVATION OF ENERGY:

- (a) As power and energy expenditure are not main cost constituent of company's overall product costing. So, at present company is not required to take any conservation measures
- (b) Steps taken by the company for utilizing alternate sources of energy including waste generated: Nil
- (c) Capital investment on energy conservation equipment: Nil

C. RESEARCH & DEVELOPMENT (R&D):

Company had incurred following expenditure on R&D:

In ₹

Particulars	For the year ended 31.03.2020
Research and Development Expenses :	
Opening Stock of R&D Goods	17,61,032.46
Add :	
Purchase of R&D Goods	14,42,948.95
Other R&D Expenses	18,225.00
Salary and Wages	29,46,378.00
Bonus	2,21,692.00
	63,90,276.41
Less : Closing Stock of R&D Goods	16,55,847.00
Scrape Sales	78,020.00
	46,56,409.41

D. TECHNOLOGY ABSORPTION, ADOPTATION AND INNOVATION**a. Efforts Made: -**

The Company deploys indigenous technology and continues its efforts to increase its yield, production, scale of operations and upgradation of technology.

b. Benefits derived as a result of above efforts

Product improved through high efficiency and energy saving has improved an overall working of the Company.

c. In case of imported technology (imported during the last 5 years from the beginning of the financial year):

Technology imported	Year of import	Has technology been fully absorbed,	If not fully absorbed, areas where this has not taken place, reasons there for and future plan of action
	N.A.	N.A.	N.A.

E. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars relating to foreign exchange earnings and outgo during the year under review are as under:

In ₹		
Particulars	2019-20	2018-19
Earnings	5,26,93,618.00	10,84,76,883.00
Outgo on account of expenses	69,69,284.62	28,88,401.22
Outgo on account of import of components on CIF basis	36,76,728.23	1,55,45,523

**For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED**

**Place: Sachin, Surat
Date: 06.11.2020**

**Sd/-
Dharmesh V. Desai
Chairman and Managing Director**

ANNEXURE – E TO THE DIRECTORS' REPORT**NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee comprise the following:

Sr. No.	Name of Directors	Position Held
1	Mr. Hetal Rumendrabhai Mehta	Independent Director - Chairman
2	CA Sanjay Natwarlal Mehta	Independent Director - Member
3	CA Mayank Yashwantraai Desai	Non-Executive Director - Member

The Nomination and Remuneration Committee acts in accordance with the terms of reference specified by the Board of Directors of the Company. The Nomination and Remuneration Committee met on 17TH May, 2019 & 07TH August, 2019 during the year, where two out of three members of the committee were present.

Note: For Nomination and Remuneration Committee Policy Please refer our website: www.meeraind.com.

**For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED**

**Place: Sachin, Surat
Date: 06.11.2020**

**Sd/-
Dharmesh V. Desai
Chairman and Managing Director**

ANNEXURE – F TO THE DIRECTORS' REPORT

AUDIT COMMITTEE

Meetings, Attendance & Composition of the Audit Committee:

During the financial year 2019-20, Five meetings of the Audit Committee were held on dt- 24TH April, 2019, 17TH May, 2019, 07TH August, 2019, 13TH November, 2019 & 13TH February, 2020. The intervening gap between two meetings did not exceed one hundred and twenty days.

Sr. No.	Name of Directors	Designation	Category	Number of meetings held	
				Held during the tenure	Attended
1	MR. Hetal Mehta	Chairman	Independent Director	5	4
2	CA Mayank Desai	Member	Non-executive Director	5	4
3	CA Sanjay Mehta	Member	Independent Director	5	4

All members of the Audit Committee have accounting and financial management knowledge and expertise/exposure. Required Audit Committee meetings were attended by the Internal Auditors, Statutory Auditors and Chief Financial Officer. The Company Secretary acts as the Secretary of the Audit Committee.

The Chairman of the Audit Committee attended the last Annual General Meeting (AGM) held on 18TH September, 2019 to answer shareholders' queries.

**For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED**

Place: Sachin, Surat
Date: 06.11.2020

**Sd/-
Dharmesh V. Desai
Chairman and Managing Director**

ANNEXURE – G TO THE DIRECTORS' REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRIAL STRUCTURE AND DEVELOPMENT:

The Company is in the business of textile machine manufacturer dealing in twisting, cabling, winding, and heat setting machines. It is a leading company offering world-class products to national as well as international markets. However, Competition in the industry is continuously increasing, but overall Performance of the Company is good.

OUTLOOK:

The COVID-19 pandemic is a worldwide crisis and has meant that the economies will have to operate alongside the disease, now as the attention has started shifting from lockdown to safe reopening. The Company expects the market for textile machineries will contribute to the Indian Textile Industry's growth. Accordingly Company is taking effective steps to improve operational efficiency. India's stable macroeconomic environment and strong growth outlook stand out relative to other emerging markets. As the Indian growth story pans out, along with it is the growth of its robust textile industries. However, trade tensions & COVID-19 Pandemic among major economies impacted global growth prospects and has larger concerns on slowing down of world trade. The uncertainties associated with the pandemic COVID-19 may have adverse impact on the demand and supply chain in the short-term in segments, and the Company is working to minimise the impact of such aberrations to sustain the operations and identify new opportunities to grow. Accordingly the company is executing the strategies to mitigate the impact of slowdown of trade.

OVERVIEW:

The financial statements have been prepared 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 Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2006 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020 and the profit, and its cash flows for the year ended on that date. The management of the company accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, in order that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present the company's state of affairs and profit for the year.

THE TEXTILE INDUSTRY:

Globally, Textile, Carpets, Threads, and Apparel sector is an important sector making a sizeable contribution to economic progress. Being a basic product, its output has grown consistently over the years.

The Indian textile machine industry is one among the most important industries for the Indian economy considering its contribution to employment generation, industrial output, and foreign exchange earnings. India incidentally is one among the largest consumer and exporter of textile machines and clothing in the world.

The Company manufactures Mainly 3 broad categories of machines. Classification based mainly on final application.

1. Twisting Machines For Carpets and Rugs
2. Twisting Machines For Threads and Twines
3. Twisting Machines For Textile and Fabrics

Meera's ability to stay at the cutting-edge of technology ensures that its sophisticated equipment generates quality

output consistently year after year.

The Company's customer-centric DNA is reflected in its ability to offer a comprehensive basket of value-added services (which continues to expand) that ensures optimum utilisation of the machine throughout its useful life.

COMPETITION:

Competition in the domestic as well as international market has intensified and forced the players to adopt aggressive marketing strategy and promotional campaigns to capture and protect their market shares. The Company has the plans to penetrate better into global market, especially through the customer retention and business development in the regions which have not been tapped.

The Company sells its products through a well-established network in different countries, which are supported by the Company's strong marketing force. The Company's broad product range and frequent visits by its marketing people to the outlets and the importing countries ensure that the Company's products receive a maximum response and are adequately promoted.

OPERATIONS:

- Installed New unmanned (Robotic) automatic machines in the workshop to reduce component manufacturing time and increase productivity and quality.
- Provided intensive training (classroom and shop floor) to the team.
- Created a team dedicated to work with key suppliers on aligning their processes and products to Meera's requirement
- Streamlined the supply of components to assembly lines for faster and accurate assembly operations; updated and provided in-detail Standard Operating Procedures (SOP) to the assembly operators for error-free mechanics
- Renovated certain important mother equipment with the latest technology and automation solutions for improving product quality and productivity
- Automated the part screening process to check components on parameters critical to quality and customer requirement; data captured provides traceability of each component to its batch and operator

R&D:

- Developed and Delivered New Cabler / Twister for the Carpet Industry for BCF Yarn, A sector known to be dominated by only one player in the world.
- Improved the Size of TPRS Twister for Industrial Thread and FIBC Segment where in the new machine can twist directly large packages upto 280 MM. A significant move welcomed and appreciated by industry veterans.
- Ring Twisting Machines has been Upgraded for a high speed operations at a significant low noise compared to earlier models.
- Upgraded motors in machines with energy efficient variants for minimising power consumption
- Extended the Accelerating Competency for Design Excellence (ACDE) philosophy to the mechatronics and mechanical sections
- Organised numerous training sessions (theory and workshop) to engrain the ACDE culture across the entire team

Marketing:

- Increased awareness and market share in Carpet & Rugs and Threads & Twine Segments through its recently improvised models.
- Pro-active Customer Relationship Management
- Registered significant growth in exports in key global textile hubs owing to an increase in the customer base and a wider acceptance of products

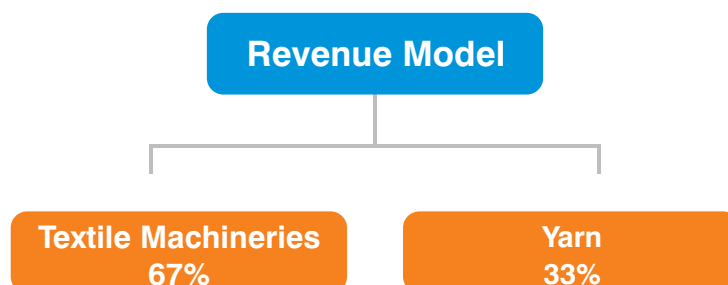
- Received a big Carpet Yarn Twisting project from Indonesia for Twisting/ Cabling and Heat Setting of Polyester High Bulk and BCF Yarns.
- Established a presence in CIS nations which are fast emerging as textile destinations globally
- Shortened the delivery schedule of spare parts which enhanced customer confidence in the Company and increased sales

CUSTOMER SERVICE:

Intensified the provision of audit service to existing clients to facilitate maximising of machine uptime; kept a close watch on timely preventive maintenance through a dedicated team.

COMPANY OVERVIEW:

Our Company was originally incorporated as Meera Industries Private Limited on July 05, 2006. Our Company is a growing textile machine manufacturer dealing in twisting, cabling, winding, and heat setting machines. We design, develop, and sell high-performance machines to various processing and manufacturing units in the textile industry. The huge repository of knowledge and technology base that our Company has developed since inception is a strong base to outperform the competition and be abreast in the market. This supports our Company to constantly upgrade the technologies to meet present and futuristic requirements of our customers. We ensure the quality of our products through rigorous testing including testing of sub system before integration and followed by testing of the entire system when assembled. We provide a combination of designing, manufacturing, testing facilities and after sales support that provides customer delight to the equipment offered by us. Our Company has started its own yarn twisting division in Fiscal 2017-18, which includes processing and selling of yarn. Yarn Twisting includes uniting two or more doubled yarn ends to hold the constituent fibres together, thus giving enough strength to the yarn, and also producing a continuous length of yarn. The revenue model of our Company as on March 31, 2020 based on the two segments is as follows:



The Company's continued focus on Machine division is expected to continue to drive its performance and the company remain committed to maintaining high operating standards. The Company has registered improved financial performance during the financial year 2019-20.

Key Highlights of the Company's Standalone and consolidated performance for the year are as under.

(Standalone)

- The revenue of the company decreased to Rs. 21,00,95,685.91/- as compared to Rs. 35,31,07,830.04/- in the previous year.
- The net profit after Tax also decreased to Rs. 55,86,945.13/- as compared to Rs. 4,48,92,196.53/- in the previous year.

(Consolidated)

- The revenue of the company decreased to Rs. 21,11,86,136.97/- as compared to Rs. 36,41,73,139.87/- in the previous year.
- The net profit after Tax also decreased to Rs. 52,12,852.39/- as compared to Rs. 4,91,66,577.72/- in the previous year.

The Company has demonstrated strong performance across twisting Machine Manufacturing despite rising exchange rates and competition.

INITIATIVES BY THE COMPANY:

The Company has taken the following initiatives:

- Concentration on the reduction of costs by undertaking a specific exercise in different fields.
- Concentration in Increase of Exports.
- Focusing on the modernization of manufacturing process to improvise quality and reduction of costs.
- The Company is quite confident that the overall productivity, profitability would improve in a sustainable manner, as a result of this strategy.
- Increase connect with all customers to capitalise on opportunities arising from their modernisation projects by regularly participating in international machine Exhibitions
- Strengthen presence in international markets (new and existing) by gaining a larger share of the customer's wallet.
- Focus on growing the awareness of its new products in the preparatory segment. Increase sales of spares and grow knowledge-based revenue through its customer-centric initiatives.
- Adopt Total Quality Management (TQM) principles to ensure better processes and practices.

RISK MANAGEMENT:

The risk management function is integral to the company and its objectives include ensuring that critical risk is identified continuously, monitored and managed effectively in order to protect the company's business.

However, the changes in the tax laws, Government policies, and regulatory requirement might affect the company's business. Uncontrolled variation in the price of input materials could impact the company's profitability to the extent that the same are not absorbed by the market through a price increase and/or could have a negative impact on the demand in the market. Currency risks mainly arise out of overseas operations. Exchange rate fluctuation could significantly impact earnings because of earning in foreign currencies and expenditures in foreign currencies. The company is operating in the highly competitive market.

The management has already taken initiatives in advance for mitigating the above mentioned risk and concerns/challenges. The company has taken major initiatives like a hedging of exposure in foreign currencies, strong marketing efforts, focus on cost reduction through inventory management techniques, the introduction of new products and manufacturing process without compromising the quality of products and retain talented employees etc.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has a benefit of Internal Control Systems developed over years which ensured that all transactions are satisfactorily recorded and reported and all assets are protected against loss from an unauthorized use or otherwise. The Internal control system is adequate and commensurate with the nature of its business and size of its operations, though continues efforts are being made to strengthen the same. The management also reviews the internal control systems and procedures to ensure its application.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

The number of employees engaged during the year was in line with operational requirement of the Company. The relation with labour was cordial during the year. During the year, several initiatives, such as performance management

systems, Learning, and Development programme were held for efficient & effective organisation. The HR function is committed to improve all its processes based on the results and feedback and ensure that its manpower will remain its greatest asset.

CAUTIONARY NOTICE (DISCLAIMER):

The statements in the "Management Discussion and Analysis Report" section describes the Company's objectives, projections, estimates, expectations and predictions, which may be "forward looking statements" within the meaning of the applicable laws and regulations. The annual results can differ materially from those expressed or implied, depending upon the economic and climatic conditions, Government policies and other incidental factors.

**For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED**

**Place: Sachin, Surat
Date: 06.11.2020**

**Sd/-
Dharmesh V. Desai
Chairman and Managing Director**

ANNEXURE – H TO THE DIRECTORS' REPORT

Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

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

Sl. No.	Particulars	Details
1	Name of the subsidiary	MEERA INDUSTRIES USA, LLC
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	2019-2020
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR(Lakhs)
4	Share capital	64.76
5	Reserves & surplus	18.56
6	Total assets	160.21
7	Total Liabilities	76.89
8	Investments	NIL
9	Turnover	78.14
10	Profit before taxation	-3.74
11	Provision for taxation	-
12	Profit after taxation	-3.74
13	Proposed Dividend	NIL
14	% of shareholding	100%

Notes: The following information shall be furnished at the end of the statement:

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

Part “B”: Associates and Joint Ventures

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

Name of associates/Joint Ventures	N.A.
Latest audited Balance Sheet Date	
Shares of Associate/Joint Ventures held by the company on the year end	
No.	
Amount of Investment in Associates/Joint Venture	
Extend of Holding%	
Description of how there is significant influence	
Reason why the associate/joint venture is not consolidated	
Net worth attributable to shareholding as per latest audited Balance Sheet	
Profit/Loss for the year	
Considered in Consolidation	
Not Considered in Consolidation	

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

**For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED**

**Place: Sachin, Surat
Date: 06.11.2020**

**Sd/-
Dharmesh V. Desai
Chairman and Managing Director**

ANNEXURE – I TO THE DIRECTORS' REPORT

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholder's Relationship Committee comprises of the following members:

Sr. No.	Name of Directors	Position Held
1	CA Mayank Yashwantraai Desai	Non Executive Director - Chairman
2	CA Sanjay Natwarlal Mehta	Independent Director - Member
3	MR. Hetal Rumendrabhai Mehta	Independent Director - Member

The Stakeholder's Relationship Committee met one time during the year on 13TH February, 2020, where all the members of the committee were present.

Details of Investor's grievances/ Complaints:

No investor complaints received during the year. The pending complaints of the Shareholders/Investors registered with SEBI at the end of the current financial year ended on 31ST March, 2020 are NIL.

There were no pending requests for share transfer/dematerialization of shares as of 31ST March 2020

**For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED**

**Place: Sachin, Surat
Date: 06.11.2020**

**Sd/-
Dharmesh V. Desai
Chairman and Managing Director**

ANNEXURE – J TO THE DIRECTORS' REPORT**CORPORATE SOCIAL RESPONSIBILITY (“CSR”) COMMITTEE**

The Company has voluntarily constituted a CSR Committee.

The CSR Committee comprises of the following members:

Sr. No.	Name of Directors	Position Held
1	CA Sanjay Natwarlal Mehta	Independent Director - Chairman
2	CA Mayank Yashwantraai Desai	Non-Executive Director - Member
3	Mr. Hetal Rumendrabhai Mehta	Independent Director - Member

The CSR Committee was voluntarily constituted on December 21, 2018. Which met once on February 13, 2020 where all members of the committee were present.

CSR Policy

The CSR Policy of the Company is available on website of the Company at www.meeraind.com

**For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED**

**Place: Sachin, Surat
Date: 06.11.2020**

**Sd/-
Dharmesh V. Desai
Chairman and Managing Director**

ANNEXURE – K TO THE DIRECTORS' REPORT**CEO & CFO COMPLIANCE CERTIFICATE**

[Under Regulation 17(8) of SEBI (LODR) Regulations, 2015]

To,
The Board of Directors,
MEERA INDUSTRIES LIMITED
Surat.

We hereby certify that-

- i. We have reviewed the financial statements and the cash flow statements for the year ended 31st March, 2020 and that to the best of our knowledge and belief:
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- ii. To the best of our knowledge and belief, no transactions entered by the Company during the year ended 31st March, 2020 which are fraudulent, illegal or violation of the Company's Code of Conduct.
- iii. We accept responsibility for establishing and maintaining internal control system and that we have evaluated the effectiveness of the internal control system of the Company and we have disclosed to the auditors and the Audit Committee, efficiencies in the design or operation of internal control system, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- iv. We further certify that we have indicated to the auditors and the Audit Committee:
 - a) There are no significant changes in internal control system during the year;
 - b) There are no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) There are no instances of significant fraud of which we have become aware, involving management or an employee having a significant role in the Company's internal control system.

**For and on behalf of Board of Directors
MEERA INDUSTRIES LIMITED**

**Place: Sachin, Surat
Date: 06.11.2020**

**Sd/-
Vinod Ojha
Chief Financial Officer**

**Sd/-
Dharmesh V. Desai
Chairman and Managing Director**

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INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MEERA INDUSTRIES LIMITED

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of MEERA INDUSTRIES LIMITED ("the company"), which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss, and Statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information. (hereinafter referred to as "the standalone financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2006 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020 and profit / loss, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements 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 standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone 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 the matters described below to the Key Audit Matters to be communicated in our report.

S.No.	Key Audit Matter	How the matter was addressed in our audit
1.	<p>Evaluation of uncertain Tax positions</p> <p>The company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of the said dispute. Refer Note No. 43 to the standalone financial statements</p>	<p>Obtained details of completed VAT tax assessment and demand for the year ended March 31, 2020 from management.</p> <p>We involved our internal experts to challenge the management's underlying assumptions in estimating the tax provision and the possible outcome of the dispute. Our internal experts also considered legal precedence and other rulings in evaluating management's position on this uncertain tax position. Additionally, we considered the effect of new information in respect of uncertain tax position as at 01.04.2019 to evaluate whether any change was required to management's position on this uncertainties.</p>

2.	<p>The company has material estimation involved in recognition and measurement of exhibition expenses. This includes establishing the prepaid and / accrual of expenses at the year end which are based on the timing of exhibition being held in India or outside India, involvement of foreign currency payment outside India, reimbursement of various expenses incurred by the employees.</p> <p>There is a risk of expenses being overstated due to the mistake in recording the expenses by overlooking the timing of the exhibition held.</p> <p>We identified the evaluation accrual of exhibition expenses as a key audit matter.</p>	<p>Our Audit procedures included :</p> <ul style="list-style-type: none"> a) Testing the design, implementation and effectiveness of the Company's general control of booking of expenses. They cover control over the system of accruing and recognizing the expenses by proper verification and authorization of incurring the expenses. b) Inspecting and verification on sample basis the documents related to the exhibition expenses to determine the quantum of expenses and its recording in the books of accounts on accrual basis. c) Performing substantive testing by selecting samples of various documentary evidences related to the exhibition expenses recorded during the year. d) Critically assessing the manual journal entries posted to the GL, on a sample basis to identify unusual items, if any. e) Checking completeness and accuracy of the data used by the Company for accrual of the Exhibition expenses.
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Other Information

The company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the company's annual report, management discussion and analysis, Board's report including Annexures to Board's report but does not include the standalone Financial Statements and our auditor's report thereon.

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

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

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

Management's and Board of Director's Responsibility for the Standalone Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards specified under Section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors are 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 is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial 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 with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial statements made by management and the Board of Directors
- Conclude on the appropriateness of management and Board of Directors 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013 we give in the "**Annexure-A**", a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. (A) 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 appears from our examination of those books ;
 - c. The standalone Balance Sheet, the standalone Statement of Profit and Loss, and the standalone Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account;
 - d. In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 ;
 - e. On the basis of written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2020, from being appointed as a director in terms of Section 164(2) of the Act; and
 - f. With respect to the adequacy of the internal financial controls over financial reporting of financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

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

The remuneration paid to any director is not in excess of the limits laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.

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

1. The Company has disclosed the impact of pending litigations as at 31ST March, 2020 on its financial position in its standalone financial statements – Refer Note 40 to the financial statements.
2. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection fund by the company

for **K A SANGHAVI AND CO LLP**
Chartered Accountants
FRN : 0120846W/W100289

Place : **SURAT**
Date : **10/07/2020**

AMISH ASHVINBHAI SANGHAVI
PARTNER
M. NO. 101413
ICAI UDIN : 20101413AAAACP8196

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ANNEXURE A

To the Independent Auditor's Report on the Standalone financial statements of MEERA INDUSTRIES LIMITED for the year ended 31ST March, 2020.

(Referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” section of our report of even date)

I.

- a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b. The company has a regular programme of physical verification of its assets by which all assets are verified in a phased manner over a period of 2 years. In accordance with this programme, a portion of fixed assets has been physically verified by the management during the year and no material discrepancies have been noticed on such verification. 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 by the management, the title deeds of immovable properties as disclosed in Note No. 10 “Tangible Assets” under “Property Plant and Equipments” to the Standalone Financial Statements, are held in the name of the Company except in the following cases.

(Amount in crores)

S.No.	Particulars	Free hold land	Total
1	Gross Block As on 31.03.2020	4.22	4.22
2	Net Block As on 31.03.2020	4.22	4.22
3	Total Number of cases	1	1

The Above land situated in GIDC Sachin and the transfer process is pending at GIDC and hence the title deeds could not be in the name of the company.

II.

- a. The management has conducted physical verification of inventory except goods-in-transit at reasonable intervals during the year
- b. The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business. In respect of inventory lying with third parties, these have substantially been confirmed by them.
- c. The Company is maintaining proper records of inventory and no material discrepancies with book records were noticed on physical verification.

III. According to the information and explanations given to us, the Company has not granted loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, provisions of clauses 3(iii) (a), (b) & (c) of the Order are not applicable to the Company and hence not commented upon.

IV. The company has not granted any loans or provided any guarantees or security to the parties covered under section 185 of the Act. The company has complied with the provisions of Section 186 of the Act, in respect of investments made, or loans or guarantee or security provided to the parties covered under section 186.

V. According to information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of directives issued by Reserve Bank of India, provisions of Section 73 to 76 of the Act, any other relevant provisions of the Act and the relevant Rules framed thereunder. Hence, the provisions of clause 3(v) of the Order are not applicable to the Company and hence not commented upon.

VI. The provisions of The Companies (Cost Records and Audit) Rules, 2014 as amended by the Companies (cost records and audit) Amendment Rules, 2016 read with provisions of Sec. 148(1) of The Companies Act, 2013 for the maintenance of cost records are not applicable to the company. Hence the Company is not required to maintain Cost Records and hence not required to get the cost audit done as per the provisions of The Companies (Cost Records and Audit) Rules, 2014

VII.

- a. According to the information and explanations given to us and the records of the company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income-tax, customs duty, GST, cess, professional tax and other material statutory dues applicable to it, with appropriate authorities. However, there has been a slight delay in few cases.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, customs duty, GST, cess, professional tax and other material statutory dues were in arrears as at 31st March, 2020 for a period of more than six months from the date they became payable.

- b. According to the information and explanations given to us, there are no dues of income tax, sales tax, VAT, service tax, GST, customs duty, Central Excise Duty which have not been deposited with the appropriate authorities on account of any dispute other than those mentioned hereunder.

Nature of statute	Nature of Dues	Amount unpaid	Period to which the amount relates (Assessment Year)	Forum where Dispute is pending
Gujarat Value Added Tax Act, 2003	Demand raised under the assessment regarding Guj. Value Added Tax and Input tax credit along with Interest and Penalty.	12,52,464/- (13,02,464 – 50,000 paid during the year)	2006-2007	Hon. Tribunal, Commercial Tax, Gujarat State, Ahmedabad

VIII. According to the information and explanations given to us, the company has not taken any loans or borrowings from any financial institutions, bank or Government nor has it issued any Debentures or outstanding during the year. Hence, the provisions of clause 3(viii) of the Order are not applicable to the Company and hence not commented upon.

IX. During the year under reporting, the company has raised money by way of Further Public Offer (FPO). In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the company, the amount raised through FPO by the Company have been applied for the purpose for which they were raised. The company has used the funds raised through FPO for the purposes of expansion of manufacturing facilities at Sachin which was required to be utilized during F.Y. 2019-20 as explained in the Prospectus (Page No. 58 to 63 of Prospectus). However, out of the total amount raised through FPO, Rs. 3.56 Crores were paid to contractor for construction of the factory building at Plot No. 2127. The said contractor has not completed the work and hence the company has cancelled the contract with contractor and claimed compensation from contractor.

X. According to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.

- XI. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- XII. In our opinion and according to the information and explanations given to us, the company is not a Nidhi company. Accordingly, the provisions of clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.
- 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 Section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the notes to the standalone financial statements as required by the applicable accounting standards.
- XIV. According to the information and explanations given to us and based on our examinations of the records 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. Accordingly, the provisions of clause 3(xiv) of the Order are not applicable to the Company and hence not commented upon.
- XV. According to the 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. Accordingly the provisions of clause 3(xv) of the Order are not applicable and hence not commented upon.
- XVI. According to the information and explanations given to us, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause 3(xvi) of the Order are not applicable to the Company and hence not commented upon.

for K A SANGHAVI AND CO LLP
Chartered Accountants
FRN : 0120846W/W100289

AMISH ASHVINBHAI SANGHAVI
PARTNER

M. NO. 101413

ICAI UDIN : 20101413AAAACP8196

Place : **SURAT**

Date : **10/07/2020**

ANNEXURE – B

To the Independent Auditor's report to the Standalone Financial Statements of MEERA INDUSTRIES LIMITED for the year ended on 31ST March, 2020.

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Meera Industries Limited of even date)

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

Opinion :

We have audited the internal financial controls with reference to Financial statements of **MEERA INDUSTRIES LIMITED** ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to the financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements was established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to financial statements included obtaining an understanding of such internal financial controls over financial reporting, assessing the risk that a material

weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone 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 with reference to the financial statements of the Company.

Meaning of Internal Financial Controls Over Financial Reporting with reference to Financial Statements

A company's internal financial control over financial reporting with reference to the financial statements 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 controls over financial reporting with reference to the Financial Statements 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 with reference to the Financial Statements

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

for **K A SANGHAVI AND CO LLP**
Chartered Accountants
FRN : 0120846W/W100289

AMISH ASHVINBHAI SANGHAVI
PARTNER

M. NO. 101413

ICAI UDIN : 20101413AAAACP8196

Place : **SURAT**

Date : **10/07/2020**

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MEERA INDUSTRIES LIMITED
CIN : L29298GJ2006PLC048627
STANDALONE BALANCE SHEET AS AT 31/03/2020

In ₹

Particulars	Note	31/03/2020	31/03/2019
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	106,787,960.00	39,275,000.00
Reserves and surplus	4	124,976,719.37	97,771,171.44
		231,764,679.37	137,046,171.44
Non-current liabilities			
Deferred tax liabilities (Net)	5	2,027,986.52	1,519,322.28
Long-term provisions	6	1,000,000.00	690,000.00
		3,027,986.52	2,209,322.28
Current liabilities			
Trade payables	7	38,591,043.27	46,925,194.22
Other current liabilities	8	17,374,244.46	12,845,442.85
Short-term provisions	9	1,760,497.00	14,549,968.00
		57,725,784.73	74,320,605.07
TOTAL		292,518,450.62	213,576,098.79
ASSETS			
Non-current assets			
Property, Plant and Equipment			
Tangible assets	10	92,755,090.00	46,231,491.00
Intangible assets	11	1,997,600.00	648,111.00
Capital work-in-progress	12	1,681,513.00	-
		96,434,203.00	46,879,602.00
Non-current investments	13	6,476,000.00	6,476,000.00
Long-term loans and advances	14	53,979,251.00	11,380,977.00
		156,889,454.00	64,736,579.00
Current assets			
Current investments	15	593,684.83	-
Inventories	16	73,379,512.45	58,665,038.44
Trade receivables	17	19,833,325.54	33,161,349.65
Cash and cash equivalents	18	10,531,829.87	31,011,182.31
Short-term loans and advances	19	30,709,148.93	25,078,924.39
Other current assets	20	581,495.00	923,025.00
		135,628,996.62	148,839,519.79
TOTAL		292,518,450.62	213,576,098.79

In terms of our attached report of even date

For K A SANGHAVI AND CO LLP
CHARTERED ACCOUNTANTS
FRN : 0120846W/W100289
UDIN : **20101413AAAACP8196**

For MEERA INDUSTRIES LIMITED

AMISH ASHVINBHAI SANGHAVI

DHARMESH
VINODBHAI
DESAI

BIJAL
DHARMESHBHAI
DESAI

VINOD
SATYANARAYAN
OJHA

BHAVISHA
KHAKHKHAR

(PARTNER)
M. NO. : 101413

(MANAGING
DIRECTOR)
(DIN : 00292502)

(WHOLE TIME
DIRECTOR)
(DIN : 00292319)

(CHIEF
FINANCIAL
OFFICER)

(COMPANY\
SECRETARY)

Place:SURAT
Date:10/07/2020

MEERA INDUSTRIES LIMITED
CIN : L29298GJ2006PLC048627
STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2020

In ₹

Particulars	Note	31/03/2020	31/03/2019
Revenue from operations	21	201,563,159.76	344,776,370.31
Other income	22	8,532,526.15	8,331,459.73
Total Revenue		210,095,685.91	353,107,830.04
Expenses			
Cost of materials consumed	23	119,714,501.44	227,322,507.33
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	24	(1,902,140.14)	(21,772,054.79)
Employee benefits expense	25	27,790,747.42	24,782,866.95
Finance costs	26	331,566.60	786,218.71
Depreciation and amortization expense	27	4,216,696.00	3,730,671.00
Other expenses	28	51,958,708.22	56,811,298.59
Total expenses		202,110,079.54	291,661,507.79
Profit before exceptional, extraordinary and prior period items and tax		7,985,606.37	61,446,322.25
Profit before extraordinary and prior period items and tax		7,985,606.37	61,446,322.25
Profit before prior period items and tax		7,985,606.37	61,446,322.25
Prior Period Items	29	(129,500.00)	(290,838.11)
Profit before tax		7,856,106.37	61,155,484.14
Tax expense:	30		
Current tax		1,760,497.00	14,549,968.00
Deferred tax		508,664.24	1,713,319.61
Profit/(loss) for the period from continuing operations		5,586,945.13	44,892,196.53
Profit/(loss) for the period		5,586,945.13	44,892,196.53
Earnings per equity share:	31		
Basic		0.53	4.42
Diluted		0.53	4.42

In terms of our attached report of even date

For K A SANGHAVI AND CO LLP
 CHARTERED ACCOUNTANTS
 FRN : 0120846W/W100289
 UDIN : **20101413AAAACP8196**

For MEERA INDUSTRIES LIMITED

AMISH ASHVINBHAI SANGHAVI

DHARMESH
VINODBHAI
DESAI

BIJAL
DHARMESHBHAI
DESAI

VINOD
SATYANARAYAN
OJHA

BHAVISHA
KHAKHKHAR

(PARTNER)
M. NO. : 101413

(MANAGING
DIRECTOR)
(DIN : 00292502)

(WHOLE TIME
DIRECTOR)
(DIN : 00292319)

(CHIEF
FINANCIAL
OFFICER)

(COMPANY
SECRETARY)

Place:SURAT
Date:10/07/2020

MEERA INDUSTRIES LIMITED
CIN : L29298GJ2006PLC048627
STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020

In ₹

PARTICULARS	31ST MARCH 2020	31ST MARCH 2019
Cash flow from operating activities		
Profit / (loss) before tax and exceptional items	7,856,106.37	61,155,484.14
Adjustments for :		
Depreciation	4,216,696.00	3,730,671.00
Interest Income	(289,288.27)	(628,922.95)
Dividend Income	-	(32,820.81)
Profit on sale of Fixed Asset	(431,505.00)	(1,278,156.00)
Gain on Sale of Shares / Mutual Funds	(368,684.83)	(268,187.22)
Operating profit / (loss) before working capital change	10,983,324.27	62,678,068.16
Movements in working capital		
Increase / decrease in inventories	(14,714,474.01)	(34,868,739.37)
Increase / decrease in sundry Debtors	13,328,024.11	3,143,024.17
Increase / decrease in Short term advances and loans	(17,055,340.84)	158,623.05
Increase / decrease in other Current Assets	341,530.00	(230,145.00)
Increase / decrease in Long term advances and loans	(42,598,274.00)	(10,360,510.00)
Increase / decrease in Sundry Creditors	(8,334,150.95)	20,904,880.07
Increase / decrease in other Current Liability	4,528,801.61	2,757,806.28
Increase / decrease in other Non - Current Liability	310,000.00	(1,314,000.00)
Cash (used in) / generated from operating activities	(53,210,559.81)	42,869,007.36
Direct tax paid, net	(3,124,851.70)	(18,514,162.30)
Net cash (used in) / generated flow from Operating activities	(56,335,411.51)	24,354,845.06
Cash flow from investing activities		
Purchase of Fixed asset	(57,469,792.00)	(21,232,699.00)
Proceeds from sale of Fixed Assets	4,130,000.00	2,611,000.00
Investment in Wholly Owned Subsidiary	-	-
Purchase of Shares / Mutual funds	(46,000,000.00)	-
Proceeds from sale of Shares / Mutual funds	45,775,000.00	2,032,664.66
Interest Income	289,288.27	628,922.95
Dividend Income	-	32,820.81
Net cash (used in) / generated from investing activities	(53,275,503.73)	(15,927,290.58)

Cash flow from financing activities		
Issue of share Capital AS FPO at premium of Rs. 215/- each	117,450,000.00	-
Payment of Final / Interim Dividend to Shareholders	(17,798,000.00)	(4,713,000.00)
Payment of Dividend Distribution Tax	(3,658,890.00)	(968,771.00)
Share Issue Expenses	(6,861,547.20)	-
Received from Borrowings	-	-
Repayment of Borrowings	-	(2,794,055.94)
Net cash (used in) / generated from financing activities	89,131,562.80	(8,475,826.94)
Net Increase/ decrease in cash and cash equivalent	(20,479,352.44)	(48,272.46)
Cash and cash equivalent at beginning of the year	31,011,182.31	31,059,454.77
Cash and cash equivalent at end of period	10,531,829.87	31,011,182.31

Notes :

1. The figures in brackets represent outflows.
2. Previous period's figures have been regrouped / reclassified, wherever necessary, to confirm to current year presentation.

In terms of our attached report of even date
For K A SANGHAVI AND CO LLP
CHARTERED ACCOUNTANTS
FRN : 120846W/W100289
UDIN : 20101413AAAACP8196

For and on behalf of the Board of Directors of
MEERA INDUSTRIES LIMITED

AMISH ASHVINBHAI SANGHAVI
(DESIGNATED PARTNER)
M. NO. : 101413

DHARMESH VINDOCHANDRA DESAI
(DIRECTOR)
(DIN : 00292502)

BIJAL DHARMESHBHAI DESAI
(DIRECTOR)
(DIN : 00292319)

PLACE : SURAT
DATE : 10/07/2020

VINOD SATYANARAYAN OJHA
(CHIEF FINANCIAL OFFICER)

BHAVISHA KHAKHKHAR
(COMPANY SECRETARY)

STANDALONE NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2020**1 CORPORATE INFORMATION :**

Meera Industries Limited ("the Company") was incorporated on 05/07/2006 as a private Limited company and later on during Financial Year 2016-2017, it got converted in Public Limited Company domiciled in India. Its shares are listed on BSE SME platform effective from 09/05/2017. The company is primarily engaged in the business of manufacture and sale of customized textile machinery and machinery parts and trading and manufacturing of yarn including Import and Export of the same. The company has wholly owned subsidiary at USA.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES :**(i) Basis of preparation of Financial Statements :**

These financial statements of the company have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on accrual basis, except in case of assets for which provision for impairment for certain financial instruments which are measured at fair value.

All amounts included in the financial statements are reported figures in absolute figure of Indian Rupees.

(ii) Presentation and disclosure of financial statements :

During the year end 31st March 2020, the company has presented the financial statements as per the Schedule III notified under the Companies Act, 2013. The company has also reclassified the previous figures in accordance with the requirements applicable in the current year.

(iii) Use of estimates :

The preparation of financial statements in conformity with Indian GAAP requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, if any at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Estimation of uncertainties relating to the global health pandemic from COVID-19 (COVID-19):

The COVID-19 pandemic is an evolving human tragedy declared a global pandemic by the World Health Organisation with adverse impact on economy and business. Supply Chain disruptions in India as a result of the outbreak started with restrictions on movement of goods, closure of borders etc., in several states followed by a nationwide lockdown from the 25th of March 2020 announced by the Indian Government, to stem the spread of COVID-19. Due to this the operations at factory and out sourced labour sites of the Company has been temporarily disrupted.

In light of these circumstances, the Company has considered the possible effects that may result from COVID-19 on the carrying amounts of financials assets, inventory, receivables, advances, property plant and equipment, Intangibles etc. as well as liabilities accrued. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external information such as current contract terms, financial strength of partners, investment profile, future volume estimates from the business etc. Having reviewed the underlying data and based on current estimates, the Company expects the carrying amount of these assets will be recovered and there is no significant impact on liabilities accrued. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

(iv) Property Plant and Equipment (AS 10) :

Tangible Fixed assets are carried at cost of acquisition and other applicable costs less accumulated depreciation and accumulated impairment loss, if any. The cost of fixed assets includes cost of acquisition plus, any freight, taxes, duties and other incidental expenses that are directly attributable to bring the assets to their working conditions for their intended use. Borrowing costs directly attributable to the qualifying assets are capitalized as part of the cost. The costs of internally generated assets comprise direct costs attributed to the generation of the assets.

Capital work in progress, if any comprises of the cost of fixed assets that are not yet ready for their intended use at the balance sheet date. Assets held for disposal, if any are stated at the lower of net book value and the estimated net realizable value.

When parts of the items of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to the property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the cost of the item can be measured reliably.

Gain / loss arising from de-recognition / sale / disposal of fixed assets are measured as the difference between the net disposal / sale proceeds and the carrying amount of the assets and are recognized in the statement of profit or loss when the asset is derecognized / disposed off.

Advances paid towards the acquisition of fixed assets, if any outstanding as of balance sheet date is disclosed under long term loans and advances.

(v) Intangible Assets :

Intangible assets are stated at the consideration paid for acquisition less accumulated amortization and accumulated impairment losses, if any.

(vi) Borrowing Costs (AS 16):

Borrowing costs attributable to the acquisition of qualifying assets, if any are capitalized as per the requirements of AS 16. Borrowing cost primarily includes interest and amortisation of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset.

(vii) Depreciation / Amortization :

Depreciation on tangible fixed assets is calculated on the Straight Line Method (SLM) based on the useful lives and residual values estimated by the management in accordance with Schedule II to the Companies Act, 2013. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

Intangible assets, if any are amortized on a straight line basis over the estimated useful economic life.

(viii) Impairment of tangible and Intangible Assets (AS 28):

As per the estimates made by the management and as per the various assessments made by the management, there were no indicators whether internal or external (as provided in para 8 of AS 28) which has led to the impairment loss to any assets. Since there are no such indicators which suggest that the net value of the assets would fall significantly by passage of time and normal use, the company has not provided for any impairment loss for any assets during the current financial period. The company has chosen the "value in use" technique and as per the measurement of future cash flow, the management is of the opinion that the future cash flow and the terminal value of the assets would not be significantly less than the carrying value and hence no impairment for any assets has been provided for in the financial statements.

No reversal of impairment loss has been recognized in the Profit & loss Account.

Since the company has not carried out the activities in segments, the impairment loss or reversal of the impairment loss has not been provided for the segments.

(ix) Investments (AS 13):

Investments which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued.

Current investments are carried in the financial statements at lower of cost and realisable value. Long-term investments are carried at cost. However, provision for diminution in value, if any is made to recognise a decline other than temporary in the value of such investments.

On disposal of an investment, if any, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

(x) Government grants and subsidies (AS 12):

Grants and subsidies from the government are recognised when there is reasonable assurance that (i) the Company will comply with the conditions attached to them, and (ii) the grant / subsidy will be received.

When the grant or subsidy relates to revenue, it is recognised as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate.

Where the grant relates to an asset, it is recognised as deferred income and released to income in equal amounts over the expected useful life of the related asset.

(xi) Inventories (AS 2):

Inventories of materials include raw materials, yarn, stores and spares and consumables, packing materials, components, work-in-progress, stock in transit. Inventories except work-in-progress are valued at the lower of cost and estimated net realisable value. Cost in case of work in progress is determined on the basis of the actual expenditure attributable to the said work till the end of the reporting period.

(xii) Revenue recognition (AS 9):

Revenue comprises sale & export of customized machinery, yarn and service income, interest income, dividend income and export incentive income. Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and that the revenue can be reliably measured. The Company collects GST as applicable on behalf of the government and therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

Revenue from sale of goods is recognised in the statement of profit and loss when the significant risks and rewards in respect of ownership of goods has been transferred to the buyer as per the terms of the respective sales order, and the income can be measured reliably and is expected to be received.

Interest income are recognized on a time proportion basis taking into account the amount outstanding and the rate applicable

Dividend income from investments is recognized when the right to receive payment is established.

Export incentives are recognised when the right to receive the same is established.

Duty drawback income on export is recognized on accrual basis when the right to receive the claim by the company is established.

Exchange gain is recognized on Net basis that is to say after netting off the exchange loss, if any. Exchange gain / loss is recognised on transfer of amount to Rupees Account from Dollar Account maintained by the company during the reporting period.

(xiii) GST CREDIT :

GST credit available on purchase of materials, purchase of capital goods and input services is not charged to cost of material, capital goods and services. GST Credit availed is accounted by way of adjustment against GST payable on dispatch of finished goods, GST payable on rendering of services.

(xiv) Retirement and other Employee benefits (AS 15) :

Defined contributions to Provident Fund and Employee State Insurance Corporation are charged to the statement of Profit & Loss of the year, when the employee renders the related service. There are no other obligations other than the contribution payable to the respective statutory authorities.

The company has paid the leave salary on yearly basis. However, the unavailed leave at the end of the financial year gets carry forwarded to subsequent years for availment.

During the year, the company has opted for the group gratuity plan of LIC and paid premium as per the calculations. The amount of premium paid has been debited to the provision of gratuity provided earlier.

(xv) Foreign Exchange Transactions (AS 11):

Transactions in foreign currencies other than those covered by forward contracts entered into by the Company are accounted at the exchange rates prevailing on the date of transactions or at rates that closely approximate the rate at the date of the transaction. Exchange gain income is recognised on the basis of the exchange rate fluctuations between the dates of import / exports as the case may be and the actual payment / receipts of the imports / exports.

Monetary assets (debtors for exports) and liabilities (Creditors for imports) relating to foreign currency transactions remaining unsettled at the end of the period are translated at the period-end rate and the difference in translation and realized gain and losses on foreign exchange transactions are recognized in the statement of profit and loss.

Non-monetary foreign currency items are carried at historical cost determined on the date of transaction.

Exchange difference in respect of liability incurred to acquire fixed assets is charged to revenue account. The company has not entered into any forward exchange contracts intended for trading or speculation purposes.

(xvi) Taxation (AS 22):

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. The amount of current tax actually determined at the time of filing of IT return for the Assessment Year determined the final self assessment tax liability and accordingly the company has reversed the excess provision of current tax charged to statement of profit and loss in earlier period or made additional provision for current tax not charged to statement of profit & loss, in current reporting period as the case may be.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognised for all taxable timing differences. Deferred tax assets are recognised for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

At each reporting date, the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

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

Separate and detailed calculation of Deferred tax is appended in these notes.

(xvii) Provisions and contingent liabilities, Contingent assets (AS 29):

A provision is recognised when the Company has a present obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made of the amount of obligation. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These estimates are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions of various expenses are recognized in the financial statements since there exists present obligations as a result of event and the expenses are accrued and incurred during the year.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably.

The Company does not recognise a contingent liability but discloses its existence in the financial statements unless the possibility of an outflow is remote.

A contingent asset is not recognized in the financial statements and hence not disclosed.

(xviii) Earning / (loss) per share (AS 20) :

Basic earnings / (loss) per share are calculated by dividing the net profit / (loss) for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the year and also after the balance sheet date but before the date the financial statements are approved by the board of directors for the purpose of calculating diluted earnings / (loss) per share. The net profit / (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potentially dilutive equity shares are adjusted for bonus and right issue as appropriate. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

(xix) Cash and Cash Equivalents :

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand, cheques on hand and short-term investments with an original maturity of three months or less.

(xx) Operating leases :**Where the Company is a lessee**

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on the basis of the lease (rent agreements). Initial direct costs such as legal costs, brokerage costs, etc. if any, are recognised immediately in the statement of profit and loss.

3 Share Capital

In ₹

Particulars	31/03/2020	31/03/2019
Authorised		
12,000,000 (5,000,000) Equity Shares RS. 10/- EACH WITH VOTING RIGHTS of ₹10/- Par Value	120,000,000.00	50,000,000.00
	120,000,000.00	50,000,000.00
Issued		
10,678,796 (3,927,500) Equity Shares RS. 10/- EACH WITH VOTING RIGHTS of ₹10/- Par Value	106,787,960.00	39,275,000.00
	106,787,960.00	39,275,000.00
Subscribed		
10,678,796 (3,927,500) Equity Shares RS. 10/- EACH WITH VOTING RIGHTS of ₹10/- Par Value	106,787,960.00	39,275,000.00
	106,787,960.00	39,275,000.00
Paidup		
10,678,796 (3,927,500) Equity Shares RS. 10/- EACH WITH VOTING RIGHTS of ₹10/- Par Value Fully Paidup	106,787,960.00	39,275,000.00
	106,787,960.00	39,275,000.00

TERMS / RIGHTS ATTACHED TO EQUITY SHARES

The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share. The shares of the company are listed on the SME platform of BSE.

During the year the company has increase the authorised share capital. The total authorised equity share capital at the end of the year was ₹ 12,00,00,000/- divided in 1,20,00,000 shares of ₹ 10/- each fully paid up.

During the year the company has issued 522,000 equity shares of ₹ 10 each with premium of ₹ 215 each through Further Public Offer and further issued 62,29,296 equity shares of ₹ 10 each as bonus shares in the ratio of 7(seven) bonus equity shares of ₹ 10/- each fully paid for every 5(five) existing Equity shares of ₹ 10/- each fully paid up by capitalising the Share premium. The total equity share capital at the end of the year was ₹ 10,67,87,960/- divided in 1,06,78,796 shares of ₹ 10/- each fully paid up.

The company declared and paid final dividend at ₹ 3/- for F.Y. 2018-19 & Interim dividend at ₹ . 1/- per share during the financial year.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

DETAILS OF CONVERTIBLE SECURITIES:

The company has not issued any securities convertible into equity or preference shares.

DETAILS OF SHARES RESERVED FOR EMPLOYEES STOCK OPTIONS :

The company has not reserved any shares for employees stock options

Holding More Than 5%

Particulars	31/03/2020		31/03/2019	
	Number of Share	% Held	Number of Share	% Held
BIJALBEN DHARMESHBHAI DESAI	3,252,811	30.46	1,355,338	34.51
DHARMESH VINODKUMAR DESAI	2,831,188	26.51	1,169,662	29.78

SHARE HOLDERS HOLDING MORE THAN 5 % EQUITY SHARES IN THE COMPANY

As per records of the Company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

The company has no holding company.

Details Of Shares For Preceding Five Years

Particulars	31/03/2020	31/03/2019	31/03/2018	31/03/2017	31/03/2016
Number Of Equity Shares Bought Back	0	0	0	0	0
Number Of Preference Shares Redeemed	0	0	0	0	0
Number of Equity Share Issue as Bonus Share	6,229,296	0	0	1,663,500	0
Number of Preference Share Issue as Bonus Share	0	0	0	0	0
Number of Equity Shares Allotted For Contracts Without Payment Received In Cash	0	0	0	0	0
Number of Preference Shares Allotted For Contracts Without Payment Received In Cash	0	0	0	0	0

Reconciliation

In ₹

Particulars	31/03/2020		31/03/2019	
	Number of Share	Amount	Number of Share	Amount
Number of shares at the beginning	3,927,500	39,275,000.00	3,927,500	39,275,000.00
Add : Issue				
FPO ISSUE ON 24.07.2019	522,000	5,220,000.00	0	0.00
BONUS SHARES ON 24.02.2020	6,229,296	62,292,960.00	0	0.00
	6,751,296	67,512,960.00	0	0.00
Less : Bought Back	0	0.00	0	0.00
Others	0	0.00	0	0.00
Number of shares at the end	10,678,796	106,787,960.00	3,927,500	39,275,000.00

4 Reserve and Surplus

In ₹

Particulars	31/03/2020	31/03/2019
Securities Premium Opening	30,330,000.00	30,330,000.00
Additions	112,230,000.00	0.00
Adjusted Bonus Shares	(62,292,960.00)	(0.00)
Adjusted Writing off Discount Expenses on Issue of Shares / Debentures	(6,861,547.20)	(0.00)
	73,405,492.80	30,330,000.00
Profit and Loss Opening	67,441,171.44	22,558,289.91
Amount Transferred From Statement of P&L	5,586,945.13	44,892,196.53
Appropriation and Allocation		
Interim Dividend	4,449,500.00	0.00
Final Dividend	13,348,500.00	0.00
Equity Dividend Distribution Tax	3,658,890.00	9,315.00
	(21,456,890.00)	(9,315.00)
	51,571,226.57	67,441,171.44
	124,976,719.37	97,771,171.44

Securities Premium :

The amount adjusted represents writing off of expenses on further issue of shares (FPO) amounted to ₹ 67,49,285.20 and bonus issue ₹ 1,12,262.00.

5 Deferred Taxes

In ₹

Particulars	31/03/2,020	31/03/2019
Deferred Tax Assets		
Employee Benefits	493,535.00	391,232.00
Expenditure Disallowances	197,695.00	327,789.00
	691,230.00	719,021.00
Deferred Tax Liabilities		
Depreciation	2,719,216.52	2,238,343.28
	2,719,216.52	2,238,343.28

CALCULATION OF DEFERRED TAX
Deferred Liabilities

PROFIT ON SALE OF FIXED ASSETS	4,31,505.00
PRELIMINARY EXPENSE ALLOWABLE IN 3 YEARS	3,92,750.00
GRATUITY EXPENSES PAID	6,90,000.00
BONUS PAID	6,34,600.00
DEPRECIATION	23,26,303.00
Total (A)	44,75,158.00

Deferred Assets

GRATUITY EXPENSES	10,00,000.00
BONUS PAYABLE	8,79,258.00
Total (B)	18,79,258.00

Total Deferred Liabilities (A-B)	25,95,900.00	
Tax on Deferred Liabilities @ 25.17% On ₹ 25,95,900.00		6,53,388.00
Opening Balance of Deferred Tax (Liability) @ 27.82% On ₹ 54,61,256.00	15,19,321.90	
Tax on Opening Balance of Deferred Tax (Liability) @ 25.17% On ₹ 54,61,256.00	13,74,598.14	
Tax Rate Difference on Opening Balance (13,74,598.14 - 15,19,321.90) - Assets		-1,44,723.76

Net Deferred Tax (Liabilities) Charged to P & L A/c	5,08,664.24
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Defer Tax Liabilities/Assets Transferred to Balance Sheet

Opening Balance of Deferred Tax (Liabilities)	15,19,322.28
Deferred Tax (Liabilities) Charged to P & L A/c	5,08,664.24
Deferred Tax (Liabilities) Transferred to Balance Sheet	20,27,986.52

6 Long Term Provisions

In ₹

Particulars	31/03/2020	31/03/2019
Employee Benefits		
Gratuity		
GRATUITY EXPENSES PAYABLE	1,000,000.00	690,000.00
	1,000,000.00	690,000.00

PROVISIONS FOR GRATUITY :

Total provision for gratuity has been made as per the independent actuarial valuation report to the extent of ₹ 10,00,000/- (6,90,000/-). As per the actuarial valuation report, the provision of gratuity that may be incurred in the next 12 months period from the date of the financial statements i.e. ₹ NIL/- (NIL) is classified as short term provisions and the remaining amount is considered as long term provisions.

7 Trade Payables

In ₹

Particulars	31/03/2020	31/03/2019
Creditors Due Small Micro Enterprises		
SUNDRY CREDITORS (EXPENSES)	0.00	296,554.04
SUNDRY CREDITORS (GOODS)	7,410,237.00	9,098,305.04
SUNDRY CREDITORS (LABOUR)	620,890.00	387,701.82
Creditors Due others		
SUNDRY CREDITORS - CAPITAL GOODS	0.00	596,208.00
SUNDRY CREDITORS - EXPENSES	3,174,849.71	2,425,009.79
SUNDRY CREDITORS - GOODS	24,922,794.56	30,704,139.59
SUNDRY CREDITORS - LABOUR	2,462,272.00	3,417,275.94
	38,591,043.27	46,925,194.22

SUNDRY CREDITORS COVERED UNDER MSMED ACT. 2006 :

Sundry creditors covered under MSMED Act, 2006 are those creditors who are outstanding at the balance sheet date. Out of which creditors amounted to ₹ 61,95,210 are the creditors due for more than 45 days as on the balance sheet date. The company has provided interest on the same as per the provisions of MSMED Act, 2006.

8 Other Current Liabilities

In ₹

Particulars	31/03/2020	31/03/2019
Other payables		
Employee Related		
Accrued Salary Payable		
BONUS PAYABLE	960,958.00	716,300.00
WAGES AND SALARY PAYABLE	1,103,048.00	1,892,821.00
DIRECTOR REMUNERATION PAYABLE	348,675.00	311,300.00
Tax Payable		
TDS		
TCS PAYABLE	0.00	5,590.00
TDS PAYABLE	325,005.00	445,044.00
Sales Tax		
CGST PAYABLE	12,607.00	21,464.00
IGST PAYABLE	0.00	1,787,561.35
SGST PAYABLE	12,607.00	21,464.00
Other		
PROFESSIONAL TAX PAYABLE	19,830.00	153,230.00
Other Accrued Expenses		
AUDIT FEES PAYABLE	216,000.00	315,000.00
COURIER CHARGES PAYABLE	0.00	99,230.00
ESIC PAYABLE	47,938.00	73,838.00
GARDENING EXPENSES PAYABLE	12,375.00	25,750.00
MARKETING EXPENSES PAYABLE	81,000.00	0.00
PROFESSIONAL FEES PAYABLE	73,150.00	48,000.00
PROVIDENT FUND PAYABLE	267,273.00	200,003.00
TELEPHONE EXPENSES PAYABLE	3,580.00	3,050.00
TRAVELLING EXPENSES PAYABLE	0.00	117,211.00
WATER CHARGES PAYABLE	900.00	0.00
INTEREST PAYABLE ON SUND RY CREDITORS (MSMED)	81,882.00	0.00
Other Current Liabilities		
ADVANCE FROM DEBTORS	13,753,446.00	6,426,838.00
KOTAK MAHINDHRA BANK CREDIT CARD	53,970.46	181,748.50
	17,374,244.46	12,845,442.85

9 Short Term Provisions

In ₹

Particulars	31/03/2020	31/03/2019
Employee Benefits		
Gratuity	0.00	0.00
Tax Provision		
Current Tax		
PROVISION FOR TAX	1,760,497.00	14,549,968.00
	1,760,497.00	14,549,968.00

10 Tangible assets

In ₹

Particular	Gross				Depreciation					Impairment				Net	
	Opening	Addition	Deducti on	Closing	Openi ng	During Period	Deduc tion	Other Adj.	Closing	Opening	During Period	Reversa l	Closing	Closin g	Openi ng
Free Hold Land		42,222,082.00		42,222,082.00										42,222,082.00	
Factory Building	14,752,277.00			14,752,277.00	6,109,208.00	362,228.00			6,471,436.00					8,280,841.00	8,643,069.00
Other Building	4,224,540.00		4,224,540.00		483,862.00	42,183.00	526,045.00								3,740,678.00
Plant and Machinery	28,912,366.00	8,734,437.00		37,646,803.00	5,738,847.00	1,814,961.00			7,553,808.00					30,092,995.00	23,173,519.00
Office Equipments	472,005.00			472,005.00	119,447.00	30,404.00			149,851.00					322,154.00	352,558.00
Factory Equipments	888,568.00	223,888.00		1,112,456.00	401,617.00	71,233.00			472,850.00					639,600.00	486,951.00
Computer Equipments	2,028,970.00	2,751,342.00		4,780,312.00	1,661,693.00	213,273.00			1,874,966.00					2,905,346.00	367,277.00
Furniture and Fixtures	4,097,499.00	56,703.00		4,154,202.00	1,419,007.00	332,724.00			1,751,731.00					2,402,471.00	2,678,492.00
Motor Vehicles	10,227,600.00			10,227,600.00	6,133,632.00	853,037.00			6,986,669.00					3,240,931.00	4,093,968.00
Other Fixed Assets	2,999,601.00	237,017.00		3,236,618.00	304,622.00	283,332.00			587,954.00					2,648,664.00	2,694,979.00
Grand Total	68,603,426.00	54,225,469.00	4,224,540.00	118,604,355.00	22,371,935.00	4,003,375.00	526,045.00	0.00	25,849,265.00	0.00	0.00	0.00	0.00	92,755,090.00	46,231,491.00
Previous	52,005,049.00	22,084,040.00	5,486,027.00	68,603,426.00	23,072,861.00	3,452,257.00	4,153,183.00	0.00	22,371,935.00	0.00	0.00	0.00	0.00	46,231,491.00	28,932,188.00

11 Intangible assets

In ₹

Particular	Gross				Amortisation					Impairment				Net	
	Opening	Addition	Deducti on	Closing	Openi ng	During Period	Deduc tion	Other Adj.	Closing	Opening	During Period	Reversa l	Closing	Closin g	Openi ng
Computer Software	1,744,707.00	1,549,710.00		3,294,417.00	1,096,596.00	213,012.00			1,309,608.00					1,984,809.00	648,111.00
Trademarks		13,100.00		13,100.00		309.00			309.00					12,791.00	
Grand Total	1,744,707.00	1,562,810.00	0.00	3,307,517.00	1,096,596.00	213,321.00	0.00	0.00	1,309,917.00	0.00	0.00	0.00	0.00	1,997,600.00	648,111.00
Previous	1,516,890.00	227,817.00	0.00	1,744,707.00	818,182.00	278,414.00	0.00	0.00	1,096,596.00	0.00	0.00	0.00	0.00	648,111.00	698,708.00

PROPERTY, PLANT AND EQUIPMENTS :

- Buildings include the building used for in-house Research and Development work which forms 20% of Total Building Area as certified by the management. Further, other assets used for R&D purpose are shown separately under Other Fixed Assets.
- There is no intent to sale any of the assets held by the company and hence there is no fixed assets held for disposal.
- All the assets purchased during the year were put to use before 31st March 2020. The assets which are not put to use during the year are separately shown under capital work-in-progress at the year end.
- There is no lease hold fixed asset held by the company during the year under reporting and in the preceding year.
- The company has purchased capital assets for research and development ₹ 16,85,074/- (22,64,968/-).

12 Capital work-in-progress

In ₹

Particulars	31/03/2020	31/03/2019
Tangible Assets Work in Progress		
CAPITAL WORK IN PROGRESS (TANGIBLE)	1,645,517.00	0.00
Intangible Assets Work in Progress		
CAPITAL WORK IN PROGRESS (INTANGIBLE)	35,996.00	0.00
	1,681,513.00	0.00

13 Non-current investments

In ₹

Particulars	31/03/2020	31/03/2019
Investments in Equity Instruments		
NonTrade, Unquoted		
Investment in Associate		
1,000 (31/03/2019 : 1,000) WHOLLY OWNED SUBSIDIARY of ₹ 100 Each Fully Paidup in MEERA INDUSTRIES USA LLC	6,476,000.00	6,476,000.00
	6,476,000.00	6,476,000.00

NON CURRENT INVESTMENTS

The company has invested in the shares of wholly owned subsidiary company MEERA INDUSTRIES USA LLC. at USA under Indian Direct investment abroad (in branches and Wholly owned Subsidiaries) in equity shares under the automatic route as specified by RBI during F.Y. 2017 -2018. The entire shares of the WOS have been subscribed by the company and the amount of 1,00,000/- USD have been remitted. The amount of Indian Currency as per the bank rate on the date of remittance is considered as the amount of investment of the company in Wholly Owned Subsidiary (WOS). The company has subscribed to 1000 shares of the foreign Subsidiary Company. There is no new investment by the company in WOS during the year under reporting.

14 Long-term loans and advances

In ₹

Particulars	31/03/2020	31/03/2019
Capital Advances		
Unsecured, considered good		
ADVANCE TO SUPPLIER FOR CAPITAL ASSETS	51,624,774.00	10,201,000.00
Security Deposits		
Unsecured, considered good		
BSE DEPOSIT	1,563,300.00	388,800.00
DEPOSIT WITH JOSH PETROLEUM	10,000.00	10,000.00
ELECTRICITY DEPOSIT (DGVCL)	278,177.00	278,177.00
RENT DEPOSITE (BIJAL DESAI)	500,000.00	500,000.00
TELEPHONE DEPOSIT	3,000.00	3,000.00
	53,979,251.00	11,380,977.00

15 Current investments

In ₹

Particulars	31/03/2020	31/03/2019
Investments in Mutual Funds		
NonTrade Quoted		
INF200K01MA1 SBI LIQUID FUND REGULAR GROWTH	296,193.35	0.00
INF200K01MA1 SBI LIQUID FUND REGULAR GROWTH	297,491.48	0.00
	593,684.83	0.00

QUOTED INVESTMENTS:

a) The investments are valued at cost or realisable value whichever is less.

b) Aggregate amount of quoted investments

Book Value ₹ 5,93,684.83 (` NIL)

Market Value ₹ 6,07,740.17 (` NIL)

c) Aggregate amount of unquoted investments is NIL (NIL)

Aggregate provision for diminution in the value of investments is NIL (NIL) since there is no permanent fall in the value of the quoted investments.

16 Inventories

In ₹

Particulars	31/03/2020	31/03/2019
Raw Material		
CLOSING STOCK OF YARN	5,184,063.17	1,492,410.40
RAW MATERIAL	35,207,362.35	26,104,683.79
Finished Goods		
CLOSING STOCK - R&D GOODS	1,655,847.00	1,761,032.46
FINISHED GOODS	17,251,209.00	17,909,639.59
SEMI FINISHED GOODS	13,957,842.93	11,397,272.20
Goods in Transit		
STOCK IN TRANSIT	123,188.00	0.00
	73,379,512.45	58,665,038.44

INVENTORIES:

Inventories are valued at cost or net realisable value whichever is lower by following FIFO method.

17 Trade receivables

In ₹

Particulars	31/03/2020	31/03/2019
Trade Receivable		
Unsecured considered good		
Within Six Months		
SUNDRY DEBTORS (LESS THAN SIX MONTHS)	12,258,873.38	31,047,794.05
Exceeding Six Months		
SUNDRY DEBTORS (MORE THAN SIX MONTHS)	7,574,452.16	2,113,555.60
	19,833,325.54	33,161,349.65

TRADE RECEIVABLES:

Sundry debtors are trade receivables which are due in respect of goods sold in the normal course of the business. The debtors outstanding for more than 6 months are those debtors which are outstanding for more than 6 months from the date of Invoice but all of them are good as reviewed by the management and hence no provisions for doubtful debts has been made.

18 Cash and cash equivalents

In ₹

Particulars	31/03/2020	31/03/2019
Cash in Hand	1,410,296.00	447,323.00
Balances With Banks		
Balance With Scheduled Banks		
Current Account		
AXIS BANK	61,986.95	113,625.65
IDBI BANK (CURRENT A/C. 27585)	77,706.20	(26,623.30)
KOTAK MAHINDRA BANK (CURRENT A/C. 06965)	1,095,649.34	7,726,089.63
KOTAK MAHINDRA BANK (IPO A/C.)	202,622.87	0.00
KOTAK MAHINDRA BANK (CURRENT A/C. 40203)	569,719.33	6,346,854.33
Deposit Account		
AXIS BANK TERM DEPOSITE	0.00	2,839,668.00
IDBI BANK TERM DEPOSITE	0.00	1,480,000.00
KOTAK MAHINDRA BANK TERM DEPOSITE	4,757,322.18	1,344,667.00
Other Account		
KOTAK MAHINDRA BANK (EEFC A/C.)	2,356,527.00	10,739,578.00
	10,531,829.87	31,011,182.31

19 Short-term loans and advances

In ₹

Particulars	31/03/2020	31/03/2019
Loans and advances to others		
Unsecured, considered good		
ADVANCE TO SUPPLIERS	18,894,428.80	2,312,549.04
INDIA INFOLINE LTD.	0.00	3,227.75
STAFF ADVANCES	366,025.00	88,388.00
ADVANCE TAX	4,500,000.00	16,000,000.00
CGST RECEIVABLE	842,817.00	0.00
IGST REFUNDABLE (EXPORT)	0.00	2,998,591.49
INCOME TAX REFUND	1,518,709.00	439.00
SGST RECEIVABLE	2,531,979.13	0.00
TDS RECEIVABLE	172,754.00	97,870.30
TDS RECEIVABLE FROM VOLKSWAGEN FINANCE PVT LTD	0.00	24,279.81
PREPAID EXPENSES	1,882,436.00	3,553,579.00
	30,709,148.93	25,078,924.39

Short Term Loans and Advances :

In the opinion of the Board of Directors and to the best of their knowledge and belief the aggregate value of the current assets, loans and advances on realization in the ordinary course of business, will not be less than the amount at which they are stated in the Balance Sheet.

20 Other current assets

In ₹

Particulars	31/03/2020	31/03/2019
DUTY DRAWBACK INCOME RECEIVABLE	136,809.00	489,636.00
INTEREST RECEIVABLE ON FD	18,470.00	7,173.00
VAT CREDIT RECEIVABLE	301,216.00	301,216.00
VAT/CST PAID UNDER PROTEST	125,000.00	125,000.00
	581,495.00	923,025.00

21 Revenue from operations

In ₹

Particulars	31/03/2020	31/03/2019
Sale of Products		
Manufactures Goods		
EXPORT SALES	54,141,987.67	111,388,985.10
LOCAL SALES	145,503,412.74	233,255,040.21
Other Goods		
SALE OF MEIS LICENSE	803,053.00	0.00
Sale of Services		
LABOUR INCOME	112,860.00	132,345.00
Other Operating Revenues		
FREIGHT INCOME	1,001,846.35	0.00
	201,563,159.76	344,776,370.31

Revenue from Operations :

Export and Local Sales include the sale of Machine division and Yarn Division.

NOTE: COMPUTATION OF SALES:

Machine Division

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
	₹	₹
Sale of Products :		
<u>Manufacturing:</u>		
Export Sales	5,41,41,987.67	11,12,59,984.10
	5,41,41,987.67	11,12,59,984.10
Local Sales	8,12,49,338.00	15,20,19,533.00
Less : Credit / Debit Note on sSales	31,85,000.00	1,41,22,402.00
	7,80,64,338.00	13,78,97,131.00
Total	13,22,06,325.67	24,91,57,115.10
Sale of Services :		
Local Services	1,12,860.00	1,32,345.00
Total	1,12,860.00	1,32,345.00
Sale of License :		
MEIS License	8,03,053.00	0.00
Total	8,03,053.00	0.00

Yarn Division

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
	₹	₹
Sale of Products :		
<u>Manufacturing:</u>		
Export Sales	0.00	1,29,001.00
	0.00	1,29,001.00
Local Sales	6,78,26,084.89	9,68,05,456.79
Less : Credit / Debit Note on Sales	3,87,010.15	14,47,547.58
	6,74,39,074.74	9,53,57,909.21
Total	6,74,39,074.74	9,54,86,910.21

22 Other income

In ₹

Particulars	31/03/2020	31/03/2019
Interest		
INTEREST ON FD	289,288.27	628,922.95
Dividend		
DIVIDEND INCOME	0.00	32,820.81
Profit(Loss) on Redemption / Sale of Investment & Fixed Assets (Net)		
GAIN ON REDEMPTION OF MUTUAL FUNDS	368,684.83	0.00
GAIN ON SALE OF SHARES	0.00	268,187.22
PROFIT ON SALE OF FIXED ASSETS	431,505.00	1,278,156.00
Miscellaneous		
DISCOUNT INCOME (NET)	3,369,279.58	1,243,617.92
DUTY DRAWBACK INCOME	867,375.00	2,062,717.00
FOREIGN EXCHANGE DIFFERENCE (NET)	1,635,880.05	2,284,534.21
LATE PAYMENT CHARGES	16,733.42	330,840.92
NET EXCHANGE GAIN OR LOSS ON TANGIBLE ASSETS	0.00	201,662.70
PROVISION OF PROFESSIONAL TAX REVERSE	131,780.00	0.00
COMPENSATION INCOME	1,422,000.00	0.00
	8,532,526.15	8,331,459.73

OTHER INCOME :

Foreign Exchange difference is recorded on net basis i.e. after netting off the foreign exchange loss.

During the year, the Company has not applied for any Grants / subsidies related to the Revenue or specific Fixed Assets nor the Company has received any such Grants / subsidies during the year. During the year the company has earned and claimed duty draw back on export sales which is recognised as income in the statement of profit and loss on the basis of accrual of the same. Put in notes of other revenues.

23 Cost of materials consumed

In ₹

Particulars	31/03/2020	31/03/2019
Raw Material		
OPENING	27,597,094.19	15,251,117.07
PURCHASE	132,632,020.77	239,668,484.45
CLOSING	40,514,613.52	27,597,094.19
	119,714,501.44	227,322,507.33
	119,714,501.44	227,322,507.33

Details of Raw Material

In ₹

Particulars	31/03/2020	31/03/2019
MACHINE DIVISION	57,237,085.54	138,839,088.08
YARN DIVISION	62,477,415.90	88,483,419.25
	119,714,501.44	227,322,507.33

Machine Division :-

In ₹

Purchase of Raw Material includes purchases as under:	As at 31.03.2020	As at 31.03.2019
Import of Raw Material	33,43,327.80	4,298,278.50
Local Purchase of Raw Material	69,912,366.05	150,439,337.39
	73,255,693.85	154,737,615.89
Less: Debit Note for Goods return	6,792,741.75	2,564,397.02
TOTAL	66,462,952.10	152,173,218.87

Yarn Division : -

	In ₹	
Purchase of Raw Material includes purchases as under:	As at 31.03 .2020	As at 31.03 .2019
Import of Raw Material	0.00	0.00
Local Purchase of Raw Material	66,200,899.14	87,687,463.23
	66,200,899.14	87,687,463.23
Less: Debit Note for Goods return	31,830.47	192,197.65
TOTAL	66,169,068.67	87,495,265.58

24 Changes in inventories of finished goods, work-in-progress and Stock-in-Trade

	In ₹	
Particulars	31/03/2020	31/03/2019
Opening		
FINISHED GOODS	29,306,911.79	7,534,857.00
	29,306,911.79	7,534,857.00
Closing		
FINISHED GOODS	31,209,051.93	29,306,911.79
	31,209,051.93	29,306,911.79
Increase/Decrease		
FINISHED GOODS	(1,902,140.14)	(21,772,054.79)
	(1,902,140.14)	(21,772,054.79)

Details of Changes in Inventory

	In ₹	
Particulars	31/03/2020	31/03/2019
Finished Goods		
MACHINE DIVISION FINISHED GOODS	658,430.59	(15,235,635.59)
MACHINE DIVISION SEMI-FINISHED GOODS	(2,560,570.73)	(6,536,419.20)
	(1,902,140.14)	(21,772,054.79)

25 Employee benefits expense

	In ₹	
Particulars	31/03/2020	31/03/2019
Salary, Wages & Bonus		
ARREARS OF SALARY	95,966.00	0.00
BONUS EXPENSES	1,469,266.00	1,511,400.00
SALARY	13,100,153.00	9,419,816.00
ARREARS OF WAGES	63,051.00	0.00
WORKER WAGES	8,928,248.00	10,052,693.00
Contribution to Gratuity		
GRATUITY EXPENSES	1,020,000.00	690,000.00
Contribution to Provident Fund		
PF CONTRIBUTION	1,556,834.00	1,112,316.00
Staff Welfare Expenses		
STAFF WELFARE EXPENSES	801,721.42	1,402,097.95
Leave Encashment Expenses		
LEAVE ENCASHMENT	254,820.00	0.00
Other Employee Related Expenses		
ESIC CONTRIBUTION	498,426.00	592,042.00
LWF CONTRIBUTION	2,262.00	2,502.00
	27,790,747.42	24,782,866.95

26 Finance costs

In ₹

Particulars	31/03/2020	31/03/2019
Interest Expenses		
Interest Expenses		
BANK INTEREST	(7,286.68)	445.00
INTEREST ON CAR LOAN	0.00	179,862.25
Bank Charges		
BANK CHARGES	219,017.98	276,855.46
LOAN FORECLOSURE CHARGES	0.00	62,919.00
Other Interest Charges		
INTEREST ON INCOME TAX	29,632.30	260,636.00
INTEREST ON LATE PAYMENT OF SERVICE TAX	0.00	4,270.00
INTEREST ON LATE PAYMENT OF TDS	8,321.00	1,231.00
INTEREST ON LATE PAYMENT	81,882.00	0.00
	331,566.60	786,218.71

27 Depreciation and amortisation expense

In ₹

Particulars	31/03/2020	31/03/2019
Depreciation & Amortisation		
DEPRECIATION TANGIBLE ASSETS	4,003,375.00	3,452,257.00
AMORTISATION INTANGIBLE ASSETS	213,321.00	278,414.00
	4,216,696.00	3,730,671.00

28 Other expenses

In ₹

Particulars	31/03/2020	31/03/2019
Manufacturing Service Costs Expenses		
Power and Fuel		
DIESEL EXPENSES	236,466.80	244,181.46
ELECTRICITY EXPENSES (FACTORY)	1,466,348.99	1,415,927.00
Water Charges		
WATER CHARGES	169,305.00	189,999.00
Freight And Forwarding Charges		
LOADING UNLOADING CHARGES	213,920.00	545,345.00
FREIGHT INWARD EXPENSES	1,244,763.38	2,583,041.90
PACKING AND FORWARDING EXPENSES	1,153,465.09	1,648,970.48
Lease Rentals		
FACTORY LAND RENT EXPENSES	2,116,800.00	2,016,000.00
Other Manufacturing Costs		
CONSUMABLES AND SPARES	1,141,347.10	230,952.60
CUSTOM DUTY ON IMPORT	317,404.59	352,614.99
HANDLING CHARGES (IMPORT)	14,734.44	71,839.98
JOBWORK CHARGES	4,109,368.94	12,093,383.25
PRODUCTION EXPNESES	9,143.00	14,905.30
OTHER IMPORT CHARGES	0.00	47.00
Administrative and General Expenses		
Telephone Postage		
TELEPHONE EXPENSES	125,490.20	127,422.29
POSTAGE & COURIER EXPENSES	1,050,413.94	845,437.62
Printing Stationery		
PRINTING & STATIONERY EXPENSES	333,219.34	314,938.13
Rent Rates And taxes		
GIDC NOTIFIED AREA TAX	258,822.00	235,292.00
VAT EXPENSES	7,060.00	197,100.00
INCOME TAX	2,370.00	1,005.00
GST EXPENSES	390,594.00	0.00

SERVICE TAX EXPENSES	0.00	14,756.00
Auditors Remuneration		
AUDIT FEES	200,000.00	200,000.00
Directors Sitting Fees		
DIRECTORS SITTING FEES	185,000.00	135,000.00
Managerial Remuneration		
DIRECTORS REMUNERATION	5,235,000.00	5,100,000.00
Repairs Maintenance Expenses		
REPAIR AND MAINTENANCE EXPENSES	725,139.71	1,355,369.52
AMC EXPENSES	147,031.00	311,471.00
Travelling Conveyance		
CONVEYANCE & PETROL EXPENSES	172,618.00	233,796.82
TRAVELLING EXPENSES	2,757,564.54	3,593,446.82
COMPENSATORY ALLOWANCES	104,850.00	82,450.00
Legal and Professional Charges		
DEPOSITARY FEES	9,000.00	9,000.00
INTERNAL AUDIT FEES	300,000.00	300,000.00
LISTING EXPENSES.	80,121.00	78,962.00
ISO AUDIT FEE	55,192.00	29,623.00
MARKETING MAKING FEES	345,000.00	0.00
RATING FEES EXPENSE	137,700.00	0.00
LEGAL AND PROFESSIONAL FEES	609,175.00	1,665,208.00
CS AUDIT FEES	40,000.00	40,000.00
Insurance Expenses		
INSURANCE EXPENSES	2,093,882.00	1,654,681.89
Vehicle Running Expenses		
VEHICLE RUNNING & MAINTENANCE EXPENSES	310,620.75	276,753.79
Donations Subscriptions		
CSR EXPENSES	500,000.00	500,000.00
DONATION EXPENSES	0.00	5,200.00
Safety and Security Expenses		
SECURITY SERVICES EXPENSES	469,632.00	445,210.67
Information Technology Expenses		
COMPUTER EXPENSES	55,934.21	47,868.63
SOFTWARE LICENSE RENEWAL EXPENSES	11,250.00	22,045.00
INTERNET EXPENSES	38,226.20	12,004.00
Subscriptions, Membership Fees		
MEMBERSHIP & SUBSCRIPTION	112,030.00	93,030.00
Registration and Filing Fees		
ROC EXPENSES	8,105.04	23,400.00
Other Administrative and General Expenses		
GARDENING EXPENSES	212,037.00	224,745.00
OFFICE EXPENSES	221,720.25	365,087.35
DOCUMENTATION CHARGES	14,040.00	2,977.00
AGM EXPENSES	27,530.00	66,800.00
CE MARKING CERTIFICATE	203,110.00	144,430.00
CLEANING EXPENSES	64,940.00	77,390.00
DEMAT CHARGES	1,320.75	1,062.00
CREDIT CARD CHARGES	19,233.81	1,218.94
LOCKER RENT	8,850.00	8,850.00
STAFF UNIFORM EXPENSES	57,179.40	193,546.60
STOCK EXCHANGE EXPENSES	82,373.00	0.00
ISO RENEWAL FEES	0.00	119,608.00
LATE FILING FEES	0.00	800.00
STT AND OTHER CHARGES	0.00	3,238.11

Selling Distribution Expenses		
Advertising Promotional Expenses		
ADVERTISEMENT EXPENSES	905,915.20	1,010,300.19
SALES PROMOTION EXPENSES	389,961.21	353,528.17
Commission Paid		
COMMISSION EXPENSES	173,626.36	904,513.49
Transportation Distribution Expenses		
CLEARING & FORWARDING CHARGES	1,371,804.89	3,016,254.04
FREIGHT OUTWARD EXPENSES	3,338,259.03	3,239,196.10
HANDLING CHARGES (EXPORT)	14,774.00	19,191.28
Other Selling Distribution Expenses		
EXHIBITION EXPENSES	10,266,209.63	2,407,391.13
FOREIGN BUSINESS EXPENSES	60,365.78	212,014.00
Research and Development Expenses		
RESEARCH AND DEVELOPMENT EXPENSES	4,656,409.41	5,081,477.04
Other Expenses		
EXPENSES FOR INCREASE IN AUTHORISED CAPITAL	804,940.00	0.00
	51,958,708.22	56,811,298.59

COMPUTATION OF R&D EXPENSES

In ₹

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
<u>Research and Development Expenses :</u>		
Opening Stock of R&D Goods	1,761,032.46	1,010,325.00
<u>Add :</u>		
Purchase of R&D Goods	1,442,948.95	2,339,656.00
Other R&D Expenses	18,225.00	21,546.50
Salary and Wages	2,946,378.00	3,258,467.00
Bonus	221,692.00	335,000.00
	6,390,276.41	6,964,994.50
Less : Closing Stock of R&D Goods	1,655,847.00	1,761,032.46
Scrape Sales	78,020.00	122,485.00
	4,656,409.41	5,081,477.04

29 Prior Period items

In ₹

Particulars	31/03/2020	31/03/2019
Prior Period Expenses		
ADVERTISEMENT EXPENSES	(82,100.00)	(39,950.00)
COMMISSION EXPENSES	(0.00)	(176,708.11)
LEGAL AND PROFESSIONAL FEES	(0.00)	(53,100.00)
MEMBERSHIP & SUBSCRIPTION	(7,500.00)	(0.00)
RATING FEES EXPENSE	(0.00)	(15,000.00)
REPAIR AND MAINTENANCE EXPENSES	(39,900.00)	(0.00)
TRAVELLING EXPENSES	(0.00)	(6,080.00)
	(129,500.00)	(290,838.11)

In ₹

30 Tax expense

Particulars	31/03/2020	31/03/2019
Current tax		
PROVISION FOR INCOME TAX	1,760,497.00	14,549,968.00
DEFERRED TAX	508,664.24	1,713,319.61
	2,269,161.24	16,263,287.61

In ₹

31 Earnings per equity share

Particulars	31/03/2020	31/03/2019
Earnings Per Equity Share		
Basic		
Basic EPS Before Extra Ordinary Item	0.53	4.42
Diluted		
Diluted EPS Before Extra Ordinary Item	0.53	4.42
Number of Shares used in computing EPS		
Basic	10,514,331	10,156,796
Diluted	10,514,331	10,156,796
Weighted Average Number of shares		
Number of Shares for basic EPS calculation		
Number of Shares Issued During Current Year	522,000.00	0.00
Number of Bonus Shares Issued	6,229,296.00	0.00
Number of Shares in the Beginning of the year	3,927,500.00	3,927,500.00

32. Operating leases :

The Company has taken factory land on lease rental agreement of 5 years with fixed rental on monthly basis for each of the years included in the lease period which is increasing every year. Each renewal is at the option of lessee. There are no restrictions placed upon the company by entering into these leases. The total rental expenses during the period was ₹ 21,16,800 (20,16,000).

The company has not entered into any lease agreements with any person during the year where by any operating lease incomes are generated. The company has not acquired any fixed assets under finance lease / operating lease agreements during the year.

33. Earning / (loss) per share :

Basic and Dilutive Earnings per Share ("EPS") computed in accordance with Accounting Standard (AS) 20 'Earnings per Share'.

Particulars		2019-2020	2018-2019
<u>Basic :</u>			
Profit after tax as per P & L Account before exceptional item	A	55,86,945.13	4,48,92,196.53
Weighted Number of Equity shares outstanding during the period	B	10514331	10156796
Basic EPS (Rupees)	A/B	0.53	4.42
Diluted EPS (Rupees)	A/B	0.53	4.42

Since the company has not issued any convertible preference shares or convertible debentures, the diluted EPS is same as that of Basic EPS.

34. Segmental Reporting (AS 17):

As permitted by paragraph 4 of Accounting Standard -17 (As-17), "Segment Reporting", if a single financial report contains both consolidated financial statements and the separate financial statements of the parent, segment information need be presented only on the basis of the consolidated financial statements. Thus, disclosures required by AS-17 are given in consolidated financial statements.

35. Related Party Disclosures :
a. List of related parties and nature of relationships where control exists :

MEERA INDUSTRIES USA LLC – WHOLLY OWNED SUBSIDIARY OUTSIDE INDIA

b. Other related parties with whom transactions have taken place during the year :
i) Entities where Key Management Personnel (KMP) / relatives of key management personnel (RKMP) have significant influence :

- NIL

ii) Key Management Personnel :

- DHARMESH VINODBHAI DESAI - MANAGING DIRECTOR
- BIJAL DHARMESH DESAI - WHOLE TIME DIRECTOR
- VINOD SATYANARAYAN OJHA – CHIEF FINANCIAL OFFICER
- BHAVISHA KHAKHKHAR – COMPANY SECRETARY

iii) Relatives of key management personnel :

- NIL

c. Transactions between the company and related parties and the status of outstanding balances as at March 31, 2020 (and March 31, 2019)

In ₹				
Particulars	Subsidiaries	Entities where KMP / RKMP has significant influence	KMP	RKMP
<u>Managerial Remuneration Payable</u>				
Bijal Dharmesh Desai	NIL (NIL)	NIL (NIL)	1,13,000 (1,13,000)	NIL (NIL)
Dharmesh Vinodbhai Desai	NIL (NIL)	NIL (NIL)	2,15,675 (1,98,300)	NIL (NIL)
Vinod Satyanarayan Ojha	NIL (NIL)	NIL (NIL)	42,210 (42,810)	NIL (NIL)
Bhavisha Khakhkhar	NIL (NIL)	NIL (NIL)	46,630 (43,130)	NIL (NIL)
<u>Rent Payable</u>				
Bijal Dharmesh Desai	NIL (NIL)	NIL (NIL)	1,90,512 (1,51,200)	NIL (NIL)
<u>Rent Deposit</u>				
Bijal Dharmesh Desai	NIL (NIL)	NIL (NIL)	5,00,000 (5,00,000)	NIL (NIL)
<u>Sundry Debtors</u>				
Meera Industries USA LLC	61,58,142 (17,154)	NIL (NIL)	NIL (NIL)	NIL (NIL)
<u>Equity Instruments</u>				
Meera Industries USA LLC	64,76,000 (64,76,000)	NIL (NIL)	NIL (NIL)	NIL (NIL)

d. Disclosure of significant transactions with related parties during the year :

In ₹				
Type of Transaction	Type of relation-ship	Name of the entity / person	For the Year ended on March 31, 2020	For the Year ended on March 31, 2019
Managerial Remuneration	KMP	Bijal Dharmesh Desai	21,60,000	21,00,000
	KMP	Dharmesh Vinodbhai Desai	30,75,000	30,00,000
	KMP	Vinod Satyanarayan Ojha	8,42,220	7,75,120
	KMP	Bhavisha Khakhkhar	6,06,760	5,38,760
Rentals Paid	KMP	Bijal Dharmesh Desai	21,16,800	20,16,000
Export Sales to WOS	Wholly Owned Subsidiary	Meera Industries USA LLC	67,23,476	1,24,17,706

Disclosures as required by Regulation 34(3) read with para A of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The company has wholly owned subsidiary outside India during the reporting period and hence the disclosure requirements as per Regulation 53(f) SEBI (LODR) Regulations, 2015 has given in the notes on accounts. The company has not granted any loans to its subsidiary during the reporting period.

Note: No loans have been granted by the Company to any person for the purpose of investing in the shares of Meera Industries Limited.

36. Cash Flow Statement :

Cash flows are reported using the indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.

37. Based on the information available with the company, the company has dues to Micro & Small Enterprises under the Micro, Small and medium Enterprises Development Act, 2006. However, on the outstanding Amount related to the Micro and small enterprises outstanding for more than 45 days as on the date of balance sheet, interest has been provided as prescribed under MSME Act, 2006.

38. Disclosure required U/S. 186(4) of The Companies Act, 2013 :

The company has not given any loans and guarantees to any related parties nor provided any guarantees for obtaining loans by the related parties.

No related parties have given any securities for loans obtained by the company.

The Company has Wholly Owned subsidiary Outside India during the year under reporting.

39. Provision for trade guarantees / warranties :

The company is engaged in the business of manufacturing of textile machinery and not provided or entered into any service contracts which creates the liability of warranties etc. and therefore, no such liabilities are provided.

40. Contingent Liabilities :

In ₹

Particulars	March 31, 2020	March 31, 2019
Sales tax assessment for Sales tax A.Y. 2006 -2007 pending before Gujarat Commercial Tax Tribunal, Ahmedabad	13,02,464	13,02,464

Notes:

1. The Company has filed an appeal before the Appellate authorities in respect of the disputed matter under sales tax and the appeal is pending with the appellate authority. Considering the facts of the matters, no provision is considered necessary by the management because the management is hopeful that the matter would be decided in favour of the Company in the light of the legal opinion obtained by the company.

41. Capital and other commitments :

There are no contracts remaining to be executed on Capital account and hence no provision has been made on this account.

The Company has no obligation on account of non-fulfilment of export commitments under various advance licenses during the reporting period and hence no provisions have been made.

42. Additional information pursuant to the provisions of Schedule III of The Companies Act, 2013
a. Value of imports calculated on CIF basis

In ₹

Particulars	March 31, 2020	March 31, 2019
Raw Materials & Components	36,76,728.23	42,98,279
Stores and Spares	NIL	NIL
Capital Goods	NIL	1,12,47,244

b. Expenditure in Foreign Currency (Accrual Basis)

In ₹

Particulars	March 31, 2020	March 31, 2019
Expenses debited in the statement of Profit & Loss being in the nature of:		
• Foreign Business Expenses	NIL	NIL
• Exhibition Expenses	67,95,658.26	18,07,179.22
• Foreign Commission Expenses	1,73,626.36	10,81,222.00

c. Imported and Indigenous raw materials, components and spare parts consumed :

(Amount in Lakhs Rupees)

In ₹

Particulars	March 31, 2020		March 31, 2019	
	Amount	%	Amount	%
Imported	0033.43	002.79	0042.98	001.89
Indigenous	1163.71	097.21	2230.24	098.11
TOTAL	1197.14	100.00	2273.22	100.00

d. Earning in Foreign Currency (accrual basis) :

In ₹

Particulars	March 31, 2020	March 31, 2019
FOB value of exports	5,26,93,618	10,84,76,883

e. The company has incurred revenue expenditure of Rs. 46,56,409 (Rs. 50,81,477/-) and capital expenditure of Rs. 16,85,074/- (Rs. 22,64,968/-) for in house research and development during the year.

f. Directors' Remuneration :

In ₹

Particulars	March 31, 2020	March 31, 2019
Directors' Remuneration	52,35,000	51,00,000

g. Auditor's remuneration :

In ₹

Particulars	March 31, 2020	March 31, 2019
As Statutory Auditor	1,50,000.00	1,50,000.00
As Tax Auditor	50,000.00	50,000.00
For FPO consultancy.	1,00,000.00	0.00
TOTAL	3,00,000.00	2,00,000.00

43. Accounting policies not specifically referred to otherwise are consistent and in consonance with the generally accepted accounting policies. (GAAP).

44. The previous year's figures have been regrouped or reclassified wherever necessary to confirm with the current year's presentation.

In terms of our attached report of even date
For K A SANGHAVI AND CO LLP
CHARTERED ACCOUNTANTS
FRN : 0120846W/W100289
UDIN : **20101413AAAACP8196**

For **MEERA INDUSTRIES LIMITED**

AMISH ASHVINBHAI SANGHAVI
(DESIGNATED PARTNER)
M. NO. : 101413

DHARMESH VINODBHAI DESAI
(MANAGING DIRECTOR)
(DIN : 00292502)

BIJAL DHARMESHBHAI DESAI
(WHOLE TIME DIRECTOR)
(DIN : 00292319)

Place: **SURAT**
Date: **10/07/2020**

BHAVISHA KHAKHKHAR
(COMPANY SECRETARY)

VINOD SATYANARAYAN OJHA
(CHIEF FINANCIAL OFFICER)

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MEERA INDUSTRIES LIMITED

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of MEERA INDUSTRIES LIMITED ("the holding company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated Balance Sheet as at 31st March 2020, the Statement of Profit and Loss (including other comprehensive income), and Consolidated Statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information. (hereinafter referred to as "the consolidated financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2006 and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2020 and the consolidated profit / loss, and its consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated 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 the matters described below to the Key Audit Matters to be communicated in our report.

S.No.	Key Audit Matter	How the matter was addressed in our audit
1.	<p>Evaluation of uncertain Tax positions</p> <p>The company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of the said dispute. Refer Note No. 43 to the standalone financial statements</p>	<p>Obtained details of completed VAT tax assessment and demand for the year ended March 31, 2020 from management.</p> <p>We involved our internal experts to challenge the management's underlying assumptions in estimating the tax provision and the possible outcome of the dispute. Our internal experts also considered legal precedence and other rulings in evaluating management's position on this uncertain tax position. Additionally, we considered the effect of new information in respect of uncertain tax position as at 01.04.2019 to evaluate whether any change was required to management's position on this uncertainties.</p>

2.	<p>The company has material estimation involved in recognition and measurement of exhibition expenses. This includes establishing the prepaid and / accrual of expenses at the year end which are based on the timing of exhibition being held in India or outside India, involvement of foreign currency payment outside India, reimbursement of various expenses incurred by the employees.</p> <p>There is a risk of expenses being overstated due to the mistake in recording the expenses by overlooking the timing of the exhibition held.</p> <p>We identified the evaluation accrual of exhibition expenses as a key audit matter.</p>	<p>Our Audit procedures included :</p> <ol style="list-style-type: none"> Testing the design, implementation and effectiveness of the Company's general control of booking of expenses. They cover control over the system of accruing and recognizing the expenses by proper verification and authorization of incurring the expenses. Inspecting and verification on sample basis the documents related to the exhibition expenses to determine the quantum of expenses and its recording in the books of accounts on accrual basis. Performing substantive testing by selecting samples of various documentary evidences related to the exhibition expenses recorded during the year. Critically assessing the manual journal entries posted to the GL, on a sample basis to identify unusual items, if any. Checking completeness and accuracy of the data used by the Company for accrual of the Exhibition expenses.
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Other Information

The Holding company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the holding company's annual report, management discussion and analysis, Board's report including Annexures to Board's report but does not include the consolidated Financial Statements and our auditor's report thereon.

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

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

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

Management's and Board of Director's Responsibility for the Consolidated Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Group in accordance with the Accounting Standards specified under Section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Group and for preventing and detecting the 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 consolidated financial

statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management and Board of Directors are responsible for assessing the Group 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 is also responsible for overseeing the group financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 Group has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial statements made by management and the Board of Directors.
- Conclude on the appropriateness of management and Board of Directors 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 Group 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group (Holding Company and Subsidiaries) to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Other Matters

The accompanying consolidated Financial statements include total assets of Rs. 160.21 lakhs as at March 31, 2020 and total revenue of Rs. 78.14 Lakhs and net cash flows amounting to Rs. 4.91 Lakhs for the year ended on that date in respect of the wholly owned subsidiary company incorporated outside India (i.e. USA) which have not been audited by us, whose financial statements and other financial information have been furnished to us. Our opinion, in so far it relates to amounts and disclosures in respect of this wholly owned subsidiary is based solely on such financial statement and other financial information.

Report on Other Legal and Regulatory Requirements

1. 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 of the aforesaid consolidated financial statements.
- b. In our opinion, proper books of account as required by law relating to the preparation of the aforesaid consolidated financial statements have been kept so far as appears from our examination of those books.
- c. The consolidated Balance Sheet, the consolidated Statement of Profit and Loss, and consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors of the Company and its subsidiaries incorporated in India and the reports of the Statutory Auditors of its subsidiary companies incorporated in India, none of the directors of the group companies incorporated in India is disqualified as on 31st March, 2020, from being appointed as a director in terms of Section 164(2) of the Act

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure A**" which is based on the auditor's report of the company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting of those companies, for reasons stated therein.

- B) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act : In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company and its Subsidiary companies establishment in India to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limits laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.
- C) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
1. The Group has disclosed the impact of pending litigations as at 31ST March, 2020 on its financial position in its Consolidated financial statements Refer Note 40 to the financial statements.
 2. The Group did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company or its Subsidiary Companies incorporated in India during the year ended March 31, 2020.

for **K A SANGHAVI AND CO LLP**
Chartered Accountants
FRN : 0120846W/W100289

Place : **SURAT**
Date : **10/07/2020**

AMISH ASHVINBHAI SANGHAVI
PARTNER
M. NO. 101413
ICAI UDIN :20101413AAAACR4879

ANNEXURE A**To the Independent Auditor's report to the Consolidated Financial Statements of MEERA INDUSTRIES LIMITED for the year ended on 31ST March, 2020.**

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Meera Industries Limited of even date)

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

In conjunction with our audit of the consolidated financial statements of Meera Industries Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2020, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary companies, as of that date.

In our opinion, the Holding Company and such companies incorporated in India which are its subsidiary companies have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2020, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note")

Management's Responsibility for Internal Financial Controls

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. 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 with reference to consolidated financial statements was established and maintained and whether 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to consolidated financial statements included obtaining an understanding of such internal financial controls over financial reporting,

assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to the consolidated financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with reference to Consolidated Financial Statements

A company's internal financial control over financial reporting with reference to the consolidated financial statements 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 controls over financial reporting with reference to the consolidated financial statements 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 with reference to the Consolidated Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to consolidated financial statements, 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 with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

for **K A SANGHAVI AND CO LLP**
Chartered Accountants
FRN : 0120846W/W100289

Place : **SURAT**
Date : **10/07/2020**

AMISH ASHVINBHAI SANGHAVI
PARTNER
M. NO. 101413
ICAI UDIN :20101413AAAACR4879

MEERA INDUSTRIES LIMITED

CIN : L29298GJ2006PLC048627

CONSOLIDATED BALANCE SHEET AS AT 31/03/2020

In ₹

Particulars	Note	31/03/2020	31/03/2019
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	106,787,960.00	39,275,000.00
Reserves and surplus	4	126,832,504.22	100,130,084.53
		233,620,464.22	139,405,084.53
Non-current liabilities			
Deferred tax liabilities (Net)	5	2,027,986.52	1,519,322.28
Long-term provisions	6	1,000,000.00	690,000.00
		3,027,986.52	2,209,322.28
Current liabilities			
Trade payables	7	38,591,043.27	46,925,194.22
Other current liabilities	8	18,263,798.08	12,852,359.98
Short-term provisions	9	2,401,880.24	15,138,477.42
		59,256,721.59	74,916,031.62
TOTAL		295,905,172.33	216,530,438.43
ASSETS			
Non-current assets			
Property, Plant and Equipment			
Tangible assets	10	93,045,888.09	46,482,039.13
Intangible assets	11	1,998,881.56	654,267.25
Capital work-in-progress	12	1,681,513.00	-
		96,726,282.65	47,136,306.38
Long-term loans and advances	13	54,088,560.56	11,481,275.39
		150,814,843.21	58,617,581.77
Current assets			
Current investments	14	593,684.83	-
Inventories	15	83,807,022.82	66,567,081.98
Trade receivables	16	18,376,025.12	34,121,990.08
Cash and cash equivalents	17	11,022,952.42	31,221,835.21
Short-term loans and advances	18	30,709,148.93	25,078,924.39
Other current assets	19	581,495.00	923,025.00
		145,090,329.12	157,912,856.66
TOTAL		295,905,172.33	216,530,438.43

In terms of our attached report of even date
For K A SANGHAVI AND CO LLP
CHARTERED ACCOUNTANTS
FRN : 120846W/W100289
UDIN : 20101413AAAACR4879

AMISH ASHVINBHAI SANGHAVI
(DESIGNATED PARTNER)
M. NO. : 101413
Place: SURAT
Date: 10/07/2020

DHARMESH VINODBHAI DESAI
(MANAGING DIRECTOR)
(DIN : 00292502)
BHAVISHA KHAKHKHAR
(COMPANY SECRETARY)

For MEERA INDUSTRIES LIMITED

BIJAL DHARMESHBHAI DESAI
(WHOLE TIME DIRECTOR)
(DIN : 00292319)
VINOD SATYANARAYAN OJHA
(CHIEF FINANCIAL OFFICER)

MEERA INDUSTRIES LIMITED

CIN : L29298GJ2006PLC048627

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2020 In ₹

Particulars	Note	31/03/2020	31/03/2019
Revenue from operations	20	202,653,586.71	355,841,539.61
Other income	21	8,532,550.26	8,331,600.26
Total Revenue		211,186,136.97	364,173,139.87
Expenses			
Cost of materials consumed	22	119,714,501.44	227,322,507.33
Purchases of Stock-in-Trade	23	-	18,628.12
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	24	(4,427,606.97)	(22,653,413.80)
Employee benefits expense	25	27,833,691.01	24,782,866.95
Finance costs	26	338,824.22	822,575.81
Depreciation and amortization expense	27	4,259,752.36	3,773,113.02
Other expenses	28	55,855,461.28	63,797,649.58
Total expenses		203,574,623.34	297,863,927.01
Profit before exceptional, extraordinary and prior period items and tax		7,611,513.63	66,309,212.86
Profit before extraordinary and prior period items and tax		7,611,513.63	66,309,212.86
Profit before prior period items and tax		7,611,513.63	66,309,212.86
Prior Period Items	29	(129,500.00)	(290,838.11)
Profit before tax		7,482,013.63	66,018,374.75
Tax expense:	30		
Current tax		1,760,497.00	15,138,477.42
Deferred tax		508,664.24	1,713,319.61
Profit/(loss) for the period from continuing operations		5,212,852.39	49,166,577.72
Profit/(loss) for the period		5,212,852.39	49,166,577.72
Earnings per equity share:	31		
Basic		0.50	4.84
Diluted		0.50	4.84

In terms of our attached report of even date
For K A SANGHAVI AND CO LLP
CHARTERED ACCOUNTANTS
FRN : 120846W/W100289
UDIN : 20101413AAAACR4879

AMISH ASHVINBHAI SANGHAVI
(DESIGNATED PARTNER)
M. NO. : 101413
Place: SURAT
Date: 10/07/2020

DHARMESH VINODBHAI DESAI
(MANAGING DIRECTOR)
(DIN : 00292502)
BHAVISHA KHAKHKHAR
(COMPANY SECRETARY)

For **MEERA INDUSTRIES LIMITED**

BIJAL DHARMESHBHAI DESAI
(WHOLE TIME DIRECTOR)
(DIN : 00292319)
VINOD SATYANARAYAN OJHA
(CHIEF FINANCIAL OFFICER)

MEERA INDUSTRIES LIMITED
CIN : L29298GJ2006PLC048627
CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020

In ₹

PARTICULARS	31ST MARCH 2020	31ST MARCH 2019
Cash flow from operating activities		
Profit / (loss) before tax and exceptional items	7,482,013.63	66,018,374.75
Adjustments for :		
Depreciation	4,259,752.36	3,773,113.02
Interest Income	(289,312.38)	(629,063.48)
Dividend Income	-	(32,820.81)
Profit on sale of Fixed Asset	(431,505.00)	(1,278,156.00)
Adjustments for consolidation*	(99,953.69)	(97,561.10)
Gain on Sale of Shares / Mutual funds	(368,684.83)	(268,187.22)
Operating profit / (loss) before working capital change	10,552,310.09	67,485,699.16
Movements in working capital		
Increase / decrease in inventories	(17,239,940.84)	(35,750,098.38)
Increase / decrease in sundry Debtors	15,745,964.96	(1,044,939.95)
Increase / decrease in Short term advances and loans	(17,055,340.84)	158,623.05
Increase / decrease in other current assets	341,530.00	(230,145.00)
Increase / decrease in Long term advances and loans	(42,607,285.17)	(10,366,494.44)
Increase / decrease in Sundry Creditors	(8,334,150.95)	20,882,114.63
Increase / decrease in other Current Liability	5,411,438.10	2,715,539.66
Increase / decrease in other Non - Current Liability	310,000.00	(1,314,000.00)
Cash (used in) / generated from operating activities	(52,875,474.65)	42,536,298.73
Direct tax paid, net	(3,124,851.70)	(18,514,162.30)
Net cash (used in) / generated flow from Operating activities	(56,000,326.35)	24,022,136.43
Cash flow from investing activities		
Purchase of Fixed asset	(57,524,431.62)	(21,232,699.00)
Proceeds from sale of Fixed Assets	4,130,000.00	2,611,000.00
Purchase of Shares / Mutual funds	(46,000,000.00)	-
Proceeds from sale of Shares / Mutual funds	45,775,000.00	2,032,664.66
Interest Income	289,312.38	629,063.48
Dividend Income	-	32,820.81
Net cash (used in) / generated from investing activities	(53,330,119.24)	(15,927,150.05)
Cash flow from financing activities		
Issue of share Capital AS FPO at premium of Rs. 215/- each	117,450,000.00	-
Payment of Final / Interim Dividend to Shareholders	(17,798,000.00)	(4,713,000.00)
Payment of Dividend Distribution Tax	(3,658,890.00)	(968,771.00)
Share Issue Expenses	(6,861,547.20)	-
Received from Borrowings	-	-
Repayment of Borrowings	-	(2,794,055.94)
Net cash (used in) / generated from financing activities	89,131,562.80	(8,475,826.94)
Net Increase/ decrease in cash and cash equivalent	(20,198,882.79)	(380,840.56)
Cash and cash equivalent at beginning of the year	31,221,835.21	31,602,675.77
Cash and cash equivalent at end of period	11,022,952.42	31,221,835.21

Notes :

1. The figures in brackets represent outflows.

2. Previous period's figures have been regrouped / reclassified, wherever necessary, to confirm to current year presentation.

* Primarily includes impact of foreign currency translation in non-integral operations.

In terms of our attached report of even date

For K A SANGHAVI AND CO LLP

CHARTERED ACCOUNTANTS

FRN : 120846W/W100289

UDIN : 20101413AAAACR4879

AMISH ASHVINBHAI SANGHAVI

(DESIGNATED PARTNER)

M. NO. : 101413

Place: SURAT

Date: 10/07/2020

DHARMESH VINODBHAI DESAI

(MANAGING DIRECTOR)

(DIN : 00292502)

BHAVISHA KHAKHKHAR

(COMPANY SECRETARY)

For MEERA INDUSTRIES LIMITED

BIJAL DHARMESHBHAI DESAI

(WHOLE TIME DIRECTOR)

(DIN : 00292319)

VINOD SATYANARAYAN OJHA

(CHIEF FINANCIAL OFFICER)

CONSOLIDATED NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2020**1 CORPORATE INFORMATION :**

Meera Industries Limited ("the Company") was incorporated on 05/07/2006 as a private Limited company and later on during Financial Year 2016-2017, it got converted in Public Limited Company domiciled in India. Its shares are listed on BSE SME platform effective from 09/05/2017. The company is primarily engaged in the business of manufacture and sale of customized textile machinery and machinery parts and trading and manufacturing of yarn including Import and Export of the same. The company has wholly owned subsidiary at USA.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES :**(i) Basis of preparation of Financial Statements :**

These consolidated financial statements comprise the financial statements of Meera Industries Ltd. and its Wholly Owned Subsidiary in USA- Meera Industries USA LLC (together referred to as the Group). The consolidated financial statements are prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on accrual basis, except in case of assets for which provision for impairment for certain financial instruments which are measured at fair value.

All amounts included in the financial statements are reported in absolute figures of Indian Rupees.

(ii) Presentation and disclosure of financial statements :

During the year end 31ST March 2020, the group has presented the consolidated financial statements as per the Schedule III notified under the Companies Act, 2013. The group has also reclassified the previous figures in accordance with the requirements applicable in the current year.

(iii) Principles of consolidation:

The consolidated financial statements of the Group are prepared in accordance with Accounting Standard 21 – 'Consolidated Financial Statements', Accounting Standard 23 – 'Accounting for Investments in Associates in Consolidated Financial Statements' as notified by the Rules. The consolidated financial statements are presented, to the extent possible, in the same format as that adopted by the Company for its standalone financial statements.

Subsidiaries

Wholly own Subsidiary outside India is fully consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

The financial statements of the Company and its subsidiary have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra group balances and intra group transactions. The unrealised profits or losses resulting from the intra group transactions and intra group balances have been eliminated.

The excess of the cost to the Company of its investment in the subsidiaries over the Company's portion of equity on the acquisition date is recognised in the financial statements as goodwill and is tested for impairment annually. The excess of Company's portion of equity of the subsidiary over the cost of investment therein is treated as capital reserve.

The Company's portion of the equity in the subsidiary at the date of acquisition is determined after realigning the material accounting policies of the subsidiary to that of the parent and the charge/(reversal) on account of realignment is adjusted to the accumulated reserves and surplus of the subsidiary at the date of acquisition.

The consolidated financial statements are prepared using uniform accounting policies for like transactions and events in similar circumstances and necessary adjustments required for deviations, if any to the extent possible unless otherwise stated, are made in the consolidated financial statements and are presented in the same manner as the Company's standalone financial statements.

Share of minority interest, if any in the net profit is adjusted against the income to arrive at the net income attributable to shareholders of the parent Company. Minority interest's share of net assets is presented separately in the balance sheet.

If the losses attributable to the minority in a consolidated subsidiary exceed the minority's share in equity of the subsidiary, then the excess, and any further losses applicable to the minority, are adjusted against the Group's interest except to the extent that the minority has a binding obligation to, and is able to, make good the losses. If the subsidiary subsequently reports profits, all such profits are allocated to the Group's interest until the minority's share of losses previously absorbed by the Group has been adjusted.

A change in the ownership interest of a subsidiary, without a loss of control is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it:

- a) derecognises the assets (including goodwill) and liabilities of the subsidiary;
- b) derecognises the carrying amount of any minority interest;
- c) derecognises the cumulative translation differences, recorded in foreign currency translation reserve;
- d) recognises the value of the consideration received;
- e) recognises the value of any investment retained;
- f) recognises any surplus or deficit in profit or loss;

Associates

The Group consists of only one Wholly Owned Subsidiary outside India and no other associates during the reporting period.

(iv) Use of estimates :

The preparation of financial statements in conformity with Indian GAAP requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, if any at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Estimation of uncertainties relating to the global health pandemic from COVID-19 (COVID-19):

The COVID-19 pandemic is an evolving human tragedy declared a global pandemic by the World Health Organisation with adverse impact on economy and business. Supply Chain disruptions in India as a result of the outbreak started with restrictions on movement of goods, closure of borders etc., in several states followed by a nationwide lockdown from the 25th of March 2020 announced by the Indian Government, to stem the spread of COVID- 19. Due to this the operations at factory and out sourced labour sites of the Company has been temporarily disrupted.

In light of these circumstances, the Company has considered the possible effects that may result from COVID-19 on the carrying amounts of financials assets, inventory, receivables, advances, property plant and equipment, Intangibles etc. as well as liabilities accrued. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external information such as current contract terms, financial strength of partners, investment profile, future volume estimates from the business etc. Having reviewed the underlying data and based on current estimates, the Company expects the carrying amount of these assets will be recovered and there is no significant impact on liabilities accrued. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

(v) Property Plant and Equipment (AS 10) :

Tangible Fixed assets are carried at cost of acquisition and other applicable costs less accumulated depreciation and accumulated impairment loss, if any. The cost of fixed assets includes cost of acquisition plus, any freight, taxes, duties and other incidental expenses that are directly attributable to bring the assets to their working conditions for their intended use. Borrowing costs directly attributable to the qualifying assets are capitalized as part of the cost. The costs of internally generated assets comprise direct costs

attributed to the generation of the assets.

Capital work in progress, if any comprises of the cost of fixed assets that are not yet ready for their intended use at the balance sheet date. Assets held for disposal, if any are stated at the lower of net book value and the estimated net realizable value.

When parts of the items of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to the property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the cost of the item can be measured reliably.

Gain / loss arising from de-recognition / sale / disposal of fixed assets are measured as the difference between the net disposal / sale proceeds and the carrying amount of the assets and are recognized in the statement of profit or loss when the asset is derecognized / disposed off.

Advances paid towards the acquisition of fixed assets, if any outstanding as of balance sheet date is disclosed under long term loans and advances.

(vi) Intangible Assets :

Intangible assets are stated at the consideration paid for acquisition less accumulated amortization and accumulated impairment losses, if any.

(vii) Borrowing Costs (AS 16):

Borrowing costs attributable to the acquisition of qualifying assets, if any are capitalized as per the requirements of AS 16.

Borrowing cost primarily includes interest and amortisation of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset.

(viii) Depreciation / Amortization :

Depreciation on tangible fixed assets is calculated on the Straight Line Method (SLM) based on the useful lives and residual values estimated by the management in accordance with Schedule II to the Companies Act, 2013. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

Intangible assets, if any are amortized on a straight line basis over the estimated useful economic life.

(ix) Impairment of tangible and Intangible Assets (AS 28):

As per the estimates made by the management and as per the various assessments made by the management, there were no indicators whether internal or external (as provided in para 8 of AS 28) which has led to the impairment loss to any assets. Since there are no such indicators which suggest that the net value of the assets would fall significantly by passage of time and normal use, the company has not provided for any impairment loss for any assets during the current financial period. The company has chosen the "value in use" technique and as per the measurement of future cash flow, the management is of the opinion that the future cash flow and the terminal value of the assets would not be significantly less than the carrying value and hence no impairment for any assets has been provided for in the financial statements.

No reversal of impairment loss has been recognized in the Profit & loss Account.

Since the group has not carried out the activities in segments, the impairment loss or reversal of the impairment loss has not been provided for the segments.

(x) Investments (AS 13):

Investments which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly

acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. Current investments are carried in the financial statements at lower of cost and realisable value. Long-term investments are carried at cost. However, provision for diminution in value, if any is made to recognise a decline other than temporary in the value of such investments.

On disposal of an investment, if any, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

All other Investments are stated at cost or Net realizable value whichever is less.

(xi) Government grants and subsidies (AS 12):

Grants and subsidies from the government are recognised when there is reasonable assurance that (i) the Company will comply with the conditions attached to them, and (ii) the grant / subsidy will be received.

When the grant or subsidy relates to revenue, it is recognised as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it is recognised as deferred income and released to income in equal amounts over the expected useful life of the related asset.

(xii) Inventories (AS 2):

Inventories of materials include raw materials, yarn, stores and spares and consumables, packing materials, components, work-in-progress and project work-in-progress. Inventories except work-in-progress are valued at the lower of cost and estimated net realisable value. Cost in case of work in progress is determined on the basis of the actual expenditure attributable to the said work till the end of the reporting period.

(xiii) Revenue recognition (AS 9):

Revenue comprises sale & export of customized machinery, yarn and service income, interest income, dividend income and export incentive income. Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and that the revenue can be reliably measured. The Company collects GST as applicable on behalf of the government and therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

Revenue from sale of goods is recognised in the statement of profit and loss when the significant risks and rewards in respect of ownership of goods has been transferred to the buyer as per the terms of the respective sales order, and the income can be measured reliably and is expected to be received.

Interest income are recognized on a time proportion basis taking into account the amount outstanding and the rate applicable

Dividend income from investments is recognized when the right to receive payment is established.

Export incentives are recognised when the right to receive the same is established.

Duty drawback income on export is recognized on accrual basis when the right to receive the claim by the company is established.

Exchange gain is recognized on Net basis that is to say after netting off the exchange loss, if any. Exchange gain / loss is recognised on transfer of amount to Rupees Account from Dollar Account maintained by the company during the reporting period.

(xiv) GST CREDIT:

GST credit available on purchase of materials, purchase of capital goods and input services is not charged to cost of material, capital goods and services. GST Credit availed is accounted by way of adjustment against GST payable on dispatch of finished goods, GST payable on rendering of services.

(xv) Retirement and other Employee benefits (AS 15):

Defined contributions to Provident Fund and Employee State Insurance Corporation are charged to the statement of Profit & Loss of the year, when the employee renders the related service. There are no other obligations other than the contribution payable to the respective statutory authorities.

The group has paid the leave salary on yearly basis. However, the unavailed leave at the end of the financial year gets carry forwarded to subsequent years for availment.

During the year, the group has opted for the group gratuity plan of LIC and paid premium as per the calculations. The amount of premium paid has been debited to the provision of gratuity provided earlier.

(xvi) Foreign Exchange Transactions (AS 11):

Transactions in foreign currencies other than those covered by forward contracts entered into by the group are accounted at the exchange rates prevailing on the date of transactions or at rates that closely approximate the rate at the date of the transaction.

Exchange gain income is recognised on the basis of the exchange rate fluctuations between the dates of import / exports as the case may be and the actual payment / receipts of the imports / exports.

Monetary assets (debtors for exports) and liabilities (Creditors for imports) relating to foreign currency transactions remaining unsettled at the end of the period are translated at the period-end rate and the difference in translation and realized gain and losses on foreign exchange transactions are recognized in the statement of profit and loss.

Non-monetary foreign currency items are carried at historical cost determined on the date of transaction.

Exchange difference in respect of liability incurred to acquire fixed assets is charged to revenue account. The group has not entered into any forward exchange contracts intended for trading or speculation purposes.

For the purpose of consolidation of the accounts of the foreign subsidiary, the operations of the subsidiary have been treated as non-integral operations and the income and expenses have been translated at the average of rates during the year except the sales made by the holding to the foreign subsidiary which has been converted on the basis of the actual exchange rate prevailing at the time of the transaction during the year. The assets and the liabilities have been translated at the closing rate on the date of the balance sheet except the investment in the shares of the foreign subsidiary which has been converted at the rate prevailing at the time of the investment made by the holding company. The difference on translation has been taken to foreign exchange translation reserve and disclosed under Reserves and Surplus. Where the foreign subsidiary is disposed off, if any, in the mid of the year, the assets and liabilities have been translated at the closing rate on the date of sale for arriving at the profit / loss on sale of investment

(xvii) Taxation (AS 22):

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. The amount of current tax actually determined at the time of filing of IT return for the Assessment Year determined the final self assessment tax liability and accordingly the company has reversed the excess provision of current tax charged to statement of profit and loss in earlier period or made additional provision for current tax not charged to statement of profit & loss, in current reporting period as the case may be.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognised for all taxable timing differences. Deferred tax assets are recognised for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the group has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

At each reporting date, the group re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each reporting date. The group writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax

assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Separate and detailed calculation of Deferred tax is appended in these notes.

(xviii) Provisions and contingent liabilities. Contingent assets (AS 29):

A provision is recognised when the group has a present obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made of the amount of obligation. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These estimates are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions of various expenses are recognized in the financial statements since there exists present obligations as a result of event and the expenses are accrued and incurred during the year.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably.

The group does not recognise a contingent liability but discloses its existence in the financial statements unless the possibility of an outflow is remote.

A contingent asset is not recognized in the financial statements and hence not disclosed.

(xix) Earning / (loss) per share (AS 20):

Basic earnings / (loss) per share are calculated by dividing the net profit / (loss) for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the year and also after the balance sheet date but before the date the financial statements are approved by the board of directors for the purpose of calculating diluted earnings / (loss) per share. The net profit / (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potentially dilutive equity shares are adjusted for bonus and right issue as appropriate. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

(xx) Cash and Cash Equivalents :

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand, cheques on hand and short-term investments with an original maturity of three months or less.

(xxi) Operating leases :

Where the group is a lessee

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on the basis of the lease (rent agreements). Initial direct costs such as legal costs, brokerage costs, etc. if any, are recognised immediately in the statement of profit and loss.

3 Share Capital

In ₹

Particulars	31/03/2020	31/03/2019
Authorised		
12,000,000 (5,000,000) Equity Shares fully paid up of ₹ 10/- Par Value	120,000,000.00	50,000,000.00
	120,000,000.00	50,000,000.00
Issued		
10,678,796 (3,927,500) Equity Shares fully paid up of ₹ 10/- Par Value	106,787,960.00	39,275,000.00
	106,787,960.00	39,275,000.00
Subscribed		
10,678,796 (3,927,500) Equity Shares fully paid up of ₹ 10/- Par Value	106,787,960.00	39,275,000.00
	106,787,960.00	39,275,000.00
Paidup		
10,678,796 (3,927,500) Equity Shares fully paid up of ₹ 10/- Par Value	106,787,960.00	39,275,000.00
Fully Paidup	106,787,960.00	39,275,000.00

TERMS / RIGHTS ATTACHED TO EQUITY SHARES

The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share. The shares of the company are listed on the SME platform of BSE.

During the year the company has increase the authorised share capital. The total authorised equity share capital at the end of the year was ₹ 12,00,00,000/- divided in 1,20,00,000 shares of ₹ 10/- each fully paid up.

During the year the company has issued 522,000 equity shares of ₹ 10 each with premium of ₹ 215 each through Further Public Offer and further issued 62,29,296 equity shares of ₹ 10 each as bonus shares in the ratio of 7(seven) bonus equity shares of ₹ 10/- each fully paid for every 5(five) existing Equity shares of ₹ 10/- each fully paid up by capitalising the Share premium. The total equity share capital at the end of the year was ₹ 10,67,87,960/- divided in 1,06,78,796 shares of ₹ 10/- each fully paid up.

The company declared and paid final dividend at ₹ 3/- for F.Y. 2,018-19 & Interim dividend at ₹ 1/- per share during the financial year.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

DETAILS OF CONVERTIBLE SECURITIES:

The company has not issued any securities convertible into equity or preference shares.

DETAILS OF SHARES RESERVED FOR EMPLOYEES STOCK OPTIONS :

The company has not reserved any shares for employees stock options

Holding More Than 5%

Particulars	31/03/ 2020		31/03/ 2019	
	Number of Share	% Held	Number of Share	% Held
BIJALBEN DHARMESHBHAI DESAI	3,252,811	30.46	1,355,338	34.51
DHARMESH VINODKUMAR DESAI	2,831,188	26.51	1,169,662	29.78

SHARE HOLDERS HOLDING MORE THAN 5 % EQUITY SHARES IN THE COMPANY

As per records of the Company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

The company has no holding company.

Reconciliation

In ₹

Particulars	31/03/2020		31/03/2019	
	Number of Share	Amount	Number of Share	Amount
Number of shares at the beginning	3,927,500	39,275,000 .00	3,927,500	39,275,000 .00
Add : Issue				
FPO ISSUE ON 24.07 .2019	522,000	5,220,000 .00	0	0.00
BONUS SHARES ON 24.02 .2020	6,229,296	62,292,960 .00	0	0.00
	6,751,296	67,512,960 .00	0	0.00
Less : Bought Back	0	0.00	0	0.00
Others	0	0.00	0	0.00
Number of shares at the end	10,678,796	106,787,960 .00	3,927,500	39,275,000 .00

4 Reserve and Surplus

In ₹

Particulars	31/03/2020	31/03/2019
Foreign Currency Translation - Opening	-256,721.29	-177,435.76
Addition	(129,035.50)	(79,285.53)
Deduction	0.00	0.00
	(385,756.79)	(256,721.29)
Securities Premium Opening	30,330,000.00	30,330,000.00
Additions	112,230,000.00	0.00
Adjusted Bonus Shares	(62,292,960.00)	(0.00)
Adjusted Writing off Discount Expenses on Issue of Shares / Debentures	(6,861,547.20)	(0.00)
	73,405,492.80	30,330,000.00
Profit and Loss Opening	70,056,805.82	20,899,543.10
Amount Transferred From Statement of P&L	5,212,852.39	49,166,577.72
Appropriation and Allocation		
Interim Dividend	4,449,500.00	0.00
Final Dividend	13,348,500.00	0.00
Equity Dividend Distribution Tax	3,658,890.00	9,315.00
	(21,456,890.00)	(9,315.00)
	53,812,768.21	70,056,805.82
	126,832,504.22	100,130,084.53

Securities Premium :

The amount adjusted represents writing off of expenses on further issue of shares (FPO) amounted to ₹ 67,49,285.20 and bonus issue ₹ 1,12,262.00.

5 Deferred Taxes

In ₹

Particulars	31/03/2020	31/03/2019
Deferred Tax Assets		
EMPLOYEE BENEFITS	493,535 .00	391,232 .00
EXPENDITURE DISALLOWANCES	197,695 .00	327,789 .00
	691,230 .00	719,021 .00
Deferred Tax Liabilities		
DEPRECIATION	2,719,216 .52	2,238,343 .28
	2,719,216 .52	2,238,343 .28

CALCULATION OF DEFERRED TAX

Deferred Liabilities

PROFIT ON SALE OF FIXED ASSETS	4,31,505.00
PRELIMINARY EXPENSE ALLOWABLE IN 3 YEARS	3,92,750.00
GRATUITY EXPENSES PAID	6,90,000.00
BONUS PAID	6,34,600.00
DEPRECIATION	23,26,303.00
Total (A)	4,475,158.00

Deferred Assets

GRATUITY EXPENSES	1,000,000.00
BONUS PAYABLE	879,258.00
Total (B)	1,879,258.00

Total Deferred Liabilities (A - B)	2,595,900.00	
Tax on Deferred Liabilities @ 25.17% On ₹ 25,95,900.00		653,388.00
Opening Balance of Deferred Tax (Liability) @ 27.82% On ₹ 54,61,256.00	1,519,321.90	
Tax on Opening Balance of Deferred Tax (Liability) @ 25.17% On ₹ 54,61,256.00	1,374,598.14	
Tax Rate Difference on Opening Balance (13,74,598.14 - 15,19,321.90) - Assets		-144,723.76
Net Differed Tax (Liabilities) Charged to P & L A/c		508,664.24

Defer Tax Liabilities/Assets Transferred to Balance Sheet

Opening Balance of Deferred Tax (Liabilities)	1,519,322.28
Differed Tax (Liabilities) Charged to P & L A/c	508,664.24
Differed Tax (Liabilities) Transferred to Balance Sheet	2,027,986.52

6 Long Term Provisions

In ₹

Particulars	31/03/ 2020	31/03/ 2019
Employee Benefits		
Gratuity		
GRATUITY EXPENSES PAYABLE	1,000,000 .00	690,000 .00
	1,000,000 .00	690,000 .00

PROVISIONS FOR GRATUITY :

Total provision for gratuity has been made as per the independent actuarial valuation report to the extent of ₹ 10,00,000/- (6,90,000/-). As per the actuarial valuation report, the provision of gratuity that may be incurred in the next 12 months period from the date of the financial statements i.e. ₹ NIL/- (NIL) is classified as short term provisions and the remaining amount is considered as long term provisions.

7 Trade Payables

In ₹

Particulars	31/03/2020	31/03/2019
Creditors Due Small Micro Enterprises		
SUNDRY CREDITORS (EXPENSES)	0.00	296,554.04
SUNDRY CREDITORS (GOODS)	7,410,237.00	9,098,305.04
SUNDRY CREDITORS (LABOUR)	620,890.00	387,701.82
Creditors Due others		
SUNDRY CREDITORS - CAPITAL GOODS	0.00	596,208.00
SUNDRY CREDITORS - EXPENSES	3,174,849.71	2,425,009.79
SUNDRY CREDITORS - GOODS	24,922,794.56	30,704,139.59
SUNDRY CREDITORS - LABOUR	2,462,272.00	3,417,275.94
	38,591,043.27	46,925,194.22

SUNDRY CREDITORS COVERED UNDER MSMED ACT. 2006 :

Sundry creditors covered under MSMED Act, 2006 are those creditors who are outstanding at the balance sheet date. Out of which creditors amounted to ₹ 61,95,210 are the creditors due for more than 45 days as on the balance sheet date. The company has provided interest on the same as per the provisions of MSMED Act, 2006.

8 Other Current Liabilities

In ₹

Particulars	31/03/2020	31/03/2019
Other payables		
Employee Related		
Accrued Salary Payable		
DIRECTOR REMUNARATION PAYABLE	348,675.00	311,300.00
BONUS PAYABLE	960,958.00	716,300.00
WAGES AND SALARY PAYABLE	1,103,048.00	1,892,821.00
Tax Payable		
TDS		
TCS PAYABLE	0.00	5,590.00
TDS PAYABLE	325,005.00	445,044.00
Sales Tax		
CGST PAYABLE	12,607.00	21,464.00
IGST PAYABLE	0.00	1,787,561.35
SGST PAYABLE	12,607.00	21,464.00
Other		
PROFESSIONAL TAX PAYABLE	19,830.00	153,230.00
Other Accrued Expenses		
AUDIT FEES PAYABLE	216,000.00	315,000.00
COURIER CHARGES PAYABLE	0.00	99,230.00
ESIC PAYABLE	47,938.00	73,838.00
GARDENING EXPENSES PAYABLE	12,375.00	25,750.00
MARKETING EXPENSES PAYABLE	81,000.00	0.00
PROFESSIONAL FEES PAYABLE	73,150.00	48,000.00
PROVIDENT FUND PAYABLE	267,273.00	200,003.00
TELEPHONE EXPENSES PAYABLE	3,580.00	3,050.00
TRAVELLING EXPENSES PAYABLE	0.00	117,211.00
WATER CHARGES PAYABLE	900.00	0.00
INTEREST PAYABLE ON SUNDRY CREDITORS (MSMED)	81,882.00	0.00
Other Current Liabilities		
ADVANCE FROM DEBTORS	14,635,461.03	6,426,838.00
AMOUNT PAYABLE	7,538.59	6,917.13
KOTAK MAHINDHRA BANK CREDIT CARD	53,970.46	181,748.50
	18,263,798.08	12,852,359.98

9 Short Term Provisions

In ₹

Particulars	31/03/2020	31/03/2019
Employee Benefits		
Gratuity	0.00	0.00
Tax Provision		
Current Tax		
PROVISION FOR TAX	2,401,880.24	15,138,477.42
	2,401,880.24	15,138,477.42

10 Tangible assets

Particulars	Gross				Depreciation				Impairment				Net	
	Opening	Addition	Deduction	Closing	Opening	During Period	Deduction	Other Adj.	Closing	Opening	During Period	Reversal	Closing	Opening
Land														
Free Hold Land														
LAND		42,222,082.00		42,222,082.00									42,222,082.00	
Total		42,222,082.00		42,222,082.00									42,222,082.00	
Building														
Factory Building														
FACTORY BUILDING	14,752,277.00			14,752,277.00	6,109,208.00	362,228.00			6,471,436.00				8,280,841.00	8,643,069.00
Total	14,752,277.00			14,752,277.00	6,109,208.00	362,228.00			6,471,436.00				8,280,841.00	8,643,069.00
Other Building														
OTHER BUILDING	4,224,540.00		4,224,540.00		483,862.00	42,183.00	526,045.00							3,740,678.00
Total	4,224,540.00		4,224,540.00		483,862.00	42,183.00	526,045.00							3,740,678.00
Plant and Machinery														
PLANT & MACHINARY	28,912,366.00	8,734,437.00		37,646,803.00	5,738,847.00	1,814,961.00			7,553,808.00				30,092,995.00	23,173,519.00
Total	28,912,366.00	8,734,437.00		37,646,803.00	5,738,847.00	1,814,961.00			7,553,808.00				30,092,995.00	23,173,519.00
Equipments														
Office Equipments														
OFFICE EQUIPMENT	472,005.00			472,005.00	119,447.00	30,404.00			149,851.00				322,154.00	352,558.00
Total	472,005.00			472,005.00	119,447.00	30,404.00			149,851.00				322,154.00	352,558.00
Factory Equipments														
FACTORY EQUIPMENT	888,568.00	223,888.00		1,112,456.00	401,617.00	71,233.00			472,850.00				639,606.00	486,951.00
Total	888,568.00	223,888.00		1,112,456.00	401,617.00	71,233.00			472,850.00				639,606.00	486,951.00
Computer Equipments														
COMPUTER & PRINTER	2,028,970.00	2,751,342.00		4,780,312.00	1,661,693.00	213,273.00			1,874,966.00				2,905,346.00	367,277.00
Total	2,028,970.00	2,751,342.00		4,780,312.00	1,661,693.00	213,273.00			1,874,966.00				2,905,346.00	367,277.00
Furniture and Fixtures														
FURNITURE & FIXTURES	4,097,499.00	56,703.00		4,154,202.00	1,419,007.00	332,724.00			1,751,731.00				2,402,471.00	2,678,492.00
FURNITURE AND FIXTURE	225,342.68	54,639.62		279,982.30	31,546.14	26,885.76	-19,157.53	39,274.37					240,707.93	193,796.54
SIGN BOARD	71,122.47			71,122.47	14,370.88	11,064.09	-4,402.66		21,032.31				50,090.16	56,751.59
Total	4,393,964.15	111,342.62		4,505,306.77	1,464,924.02	370,673.85	-23,560.19		1,812,037.68				2,693,269.09	2,929,040.13
Vehicles														
Motor Vehicles														
VEHICLES	10,227,600.00			10,227,600.00	6,133,632.00	853,037.00			6,986,669.00				3,240,931.00	4,093,968.00
Total	10,227,600.00			10,227,600.00	6,133,632.00	853,037.00			6,986,669.00				3,240,931.00	4,093,968.00
Other Fixed Assets														
ASSETS WITH RESEARCH AND DEVELOPMENT	2,999,601.00	237,017.00		3,236,618.00	304,622.00	283,332.00			587,954.00				2,648,664.00	2,694,979.00
Total	2,999,601.00	237,017.00		3,236,618.00	304,622.00	283,332.00			587,954.00				2,648,664.00	2,694,979.00
Grand Total	68,899,891.15	54,280,108.62	4,224,540.00	118,955,459.77	22,417,852.02	4,041,324.85	-23,560.19	25,909,571.68	0.00	0.00	0.00	0.00	93,045,888.09	46,482,039.13
Previous	52,301,514.15	22,084,404.00	5,486,027.00	68,899,891.15	23,098,927.42	3,489,664.96	-17,557.36	22,417,852.02	0.00	0.00	0.00	0.00	46,482,039.13	29,202,586.73

11 Intangible assets

In ₹

Particulars	Gross			Amortisation			Impairment			Net	
	Opening	Addition	Deduction	Closing	Opening	During Period	Deduction	Other Adj.	Closing	Opening	Closing
Computer Software											
SOFTWARE	1,744,707.00	1,549,710.00		3,294,417.00	1,096,596.00	213,012.00			1,309,608.00		1,984,809.00
SFTWARES	13,984.48			13,984.48	7,828.23	5,106.51		-231.82	12,702.92		1,281.56
Total	1,758,691.48	1,549,710.00		3,308,401.48	1,104,424.23	218,118.51		-231.82	1,322,310.92		1,986,090.56
Brands/Trademarks											
Trademarks											
TRADE MARK		13,100.00		13,100.00		309.00			309.00		12,791.00
Total		13,100.00		13,100.00		309.00			309.00		12,791.00
Grand Total	1,758,691.48	1,562,810.00	0.00	3,321,501.48	1,104,424.23	218,427.51	0.00	-231.82	1,322,619.92	0.00	1,998,881.56
Previous	1,530,874.48	227,817.00	0.00	1,758,691.48	821,694.38	283,448.06	0.00	-718.21	1,104,424.23	0.00	654,267.25
											709,180.10

PROPERTY, PLANT AND EQUIPMENTS:

- Buildings include the building used for in-house Research and Development work which forms 20% of Total Building Area as certified by the management. Further, other assets used for R&D purpose are shown separately under Other Fixed Assets.
- There is no intent to sale any of the assets held by the company and hence there is no fixed assets held for disposal.
- All the assets purchased during the year were put to use before 31st March 2020. The assets which are not put to use during the year are separately shown under capital work-in-progress at the year end.
- There is no lease hold fixed asset held by the company during the year under reporting and in the preceding year.
- The company has purchased capital assets for research and development ₹ 16,85,074/- (22,64,968/-).

12 Capital work-in-progress

In ₹

Particulars	31/03/2020	31/03/2019
Tangible Assets Work in Progress		
CAPITAL WORK IN PROGRESS (TANGIBLE)	1,645,517.00	0.00
Intangible Assets Work in Progress		
CAPITAL WORK IN PROGRESS (INTANGIBLE)	35,996.00	0.00
	1,681,513.00	0.00

13 Long-term loans and advances

In ₹

Particulars	31/03/2020	31/03/2019
Capital Advances		
Unsecured, considered good		
ADVANCE TO SUPPLIER FOR CAPITAL ASSETS	51,624,774.00	10,201,000.00
Security Deposits		
Unsecured, considered good		
BSE DEPOSIT	1,563,300.00	388,800.00
DEPOSIT WITH JOSH PETROLEUM	10,000.00	10,000.00
ELECTRICITY DEPOSIT (DGVCL)	278,177.00	278,177.00
OFFICE RENT DEPOSITE	75,385.90	69,171.30
RENT DEPOSITE (BIJAL DESAI)	500,000.00	500,000.00
TELEPHONE DEPOSIT	3,000.00	3,000.00
UTILITY DEPOSIT	33,923.66	31,127.09
	54,088,560.56	11,481,275.39

14 Current investments

In ₹

Particulars	31/03/2020	31/03/2019
Investments in Mutual Funds		
NonTrade Quoted		
INF200K01MA1 SBI LIQUID FUND REGULAR GROWTH	296,193.35	0.00
INF200K01MA1 SBI LIQUID FUND REGULAR GROWTH	297,491.48	0.00
	593,684.83	0.00

QUOTED INVESTMENTS:

- The investments are valued at cost or realisable value whichever is less.
- Aggregate amount of quoted investments
Book Value ₹ 5,93,684.83 (₹ NIL)
Market Value ₹ 6,07,740.17 (₹ NIL)
- Aggregate amount of unquoted investments is NIL (NIL)
Aggregate provision for diminution in the value of investments is NIL (NIL) since there is no permanent fall in the value of the quoted investments.

15 Inventories

In ₹

Particulars	31/03/2020	31/03/2019
Raw Material		
CLOSING STOCK OF YARN	5,184,063.17	1,492,410.40
RAW MATERIAL	35,207,362.35	26,104,683.79
Finished Goods		
CLOSING STOCK - R&D GOODS	1,655,847.00	1,761,032.46
FINISHED GOODS	17,251,209.00	17,909,639.59
SEMI FINISHED GOODS	13,957,842.93	11,397,272.20
Stock in Trade		
CLOSING STOCK AT USA	10,427,510.37	7,902,043.54
Goods in Transit		
STOCK IN TRANSIT	123,188.00	0.00
	83,807,022.82	66,567,081.98

INVENTORIES:

Inventories are valued at cost or net realisable value whichever is lower by following FIFO method.

16 Trade receivables

In ₹

Particulars	31/03/2020	31/03/2019
Trade Receivable		
Unsecured considered good		
Within Six Months		
SUNDRY DEBTORS (LESS THAN SIX MONTHS)	8,769,033.38	31,030,640.05
SUNDRY DEBTORS AT USA	4,700,841.58	977,794.43
Exceeding Six Months		
SUNDRY DEBTORS (MORE THAN SIX MONTHS)	4,906,150.16	2,113,555.60
	18,376,025.12	34,121,990.08

TRADE RECEIVABLES:

Sundry debtors are trade receivables which are due in respect of goods sold in the normal course of the business. The debtors outstanding for more than 6 months are those debtors which are outstanding for more than 6 months from the date of Invoice but all of them are good as reviewed by the management and hence no provisions for doubtful debts has been made

17 Cash and cash equivalents

In ₹

Particulars	31/03/2,020	31/03/2019
Cash in Hand	1,410,296.00	447,323.00
Balances With Banks		
Balance With Scheduled Banks		
Current Account		
AXIS BANK	61,986.95	113,625.65
IDBI BANK (CURRENT A/C. 27 585)	77,706.20	(26,623.30)
KOTAK MAHINDRA BANK (CURRENT A/C. 40 203)	569,719.33	6,346,854.33
KOTAK MAHINDRA BANK (IPO A/C.)	202,622.87	0.00
KOTAK MAHINDRA BANK (CURRENT A/C. 06 965)	1,095,649.34	7,726,089.63
Deposit Account		
AXIS BANK TERM DEPOSITE	0.00	2,839,668.00
IDBI BANK TERM DEPOSITE	0.00	1,480,000.00
KOTAK MAHINDRA BANK TERM DEPOSITE	4,757,322.18	1,344,667.00
Other Account		
KOTAK MAHINDRA BANK (EEFC A/C.)	2,356,527.00	10,739,578.00
Balance With Oher Banks		
Other Account		
PINNACLE 0615	491,122.55	66,085.57
SAVINGS	0.00	144,567.33
	11,022,952.42	31,221,835.21

18 Short-term loans and advances

In ₹

Particulars	31/03/2020	31/03/2019
Loans and advances to others		
Unsecured, considered good		
ADVANCE TO SUPPLIERS	18,894,428.80	2,312,549.04
INDIA INFOLINE LTD.	0.00	3,227.75
STAFF ADVANCES	366,025.00	88,388.00
ADVANCE TAX	4,500,000.00	16,000,000.00
CGST RECEIVABLE	842,817.00	0.00
IGST REFUNDABLE (EXPORT)	0.00	2,998,591.49
INCOME TAX REFUND	1,518,709.00	439.00
SGST RECEIVABLE	2,531,979.13	0.00
TDS RECEIVABLE	172,754.00	97,870.30
TDS RECEIVABLE FROM VOLKSWAGEN FINANCE PVT LTD	0.00	24,279.81
PREPAID EXPENSES	1,882,436.00	3,553,579.00
	30,709,148.93	25,078,924.39

Short Term Loans and Advances :

In the opinion of the Board of Directors and to the best of their knowledge and belief the aggregate value of the current assets, loans and advances on realization in the ordinary course of business, will not be less than the amount at which they are stated in the Balance Sheet.

19 Other current assets

In ₹

Particulars	31/03/2020	31/03/2019
DUTY DRAWBACK INCOME RECEIVABLE	136,809.00	489,636.00
INTEREST RECEIVABLE ON FD	18,470.00	7,173.00
VAT CREDIT RECEIVABLE	301,216.00	301,216.00
VAT/CST PAID UNDER PROTEST	125,000.00	125,000.00
	581,495.00	923,025.00

20 Revenue from operations

In ₹

Particulars	31/03/2020	31/03/2019
Sale of Products		
Manufactures Goods		
EXPORT SALES	47,468,491.57	98,971,280.40
LOCAL SALES	152,585,144.19	253,848,295.95
Other Goods		
SALE OF MEIS LICENSE	803,053.00	0.00
Sale of Services		
LABOUR INCOME	845,031.60	1,698,185.17
Other Operating Revenues		
FREIGHT INCOME	951,866.35	1,323,778.09
	202,653,586.71	355,841,539.61

Revenue from Operations :

Export and Local Sales include the sale of Machine division and Yarn Division.

NOTE: COMPUTATION OF SALES:

Machine Division - INDIA

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
	₹	₹
Sale of Products :		
<u>Manufacturing:</u>		
Export Sales	47,468,491.57	98,842,279.40
	47,468,491.57	98,842,279.40
Local Sales	81,249,338.00	152,019,533.00
Less : Credit / Debit Note on Sales	3,185,000.00	14,122,402.00
	78,064,338.00	137,897,131.00
Total	125,532,829.57	2,36,739,410.40
Sale of Services :		
Local Services	112,860.00	132,345.00
Total	112,860.00	132,345.00
Sale of License :		
MEIS License	803,053.00	0.00
Total	803,053.00	0.00

Yarn Division - INDIA

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
	₹	₹
Sale of Products :		
<u>Manufacturing:</u>		
Export Sales	0.00	129,001.00
	0.00	129,001.00
Local Sales	67,826,084.89	96,805,456.79
Less : Credit / Debit Note on Sales	387,010.15	1,447,547.58
	67,439,074.74	95,357,909.21
Total	67,439,074.74	95,486,910.21

Machine Division - USA

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
	₹	₹
Sale of Products :		
<u>Manufacturing:</u>		
Local Sales	7,081,731.45	20,593,255.74
	7,081,731.45	20,593,255.74
Sale of Services :		
Local Services	732,171.60	1,565,840.17
	732,171.60	1,565,840.17
Total	7,813,903.05	22,159,095.91

21 Other income

In ₹

	31/03/2020	31/03/2019
Interest		
INTEREST INCOME	24.11	140.53
INTEREST ON FD	289,288.27	628,922.95
Dividend		
DIVIDEND INCOME	0.00	32,820.81
Profit(Loss) on Redemption / Sale of Investment & Fixed Assets (Net)		
PROFIT ON SALE OF FIXED ASSETS	431,505.00	1,278,156.00
GAIN ON REDEMPTION OF MUTUAL FUNDS	368,684.83	0.00
GAIN ON SALE OF SHARES	0.00	268,187.22
Miscellaneous		
COMPENSATION INCOME	1,422,000.00	0.00
DISCOUNT INCOME (NET)	3,369,279.58	1,243,617.92
DUTY DRAWBACK INCOME	867,375.00	2,062,717.00
FOREIGN EXCHANGE DIFFERENCE (NET)	1,635,880.05	2,284,534.21
LATE PAYMENT CHARGES	16,733.42	330,840.92
NET EXCHANGE GAIN OR LOSS ON TANGIBLE ASSETS	0.00	201,662.70
PROVISION OF PROFESSIONAL TAX REVERSE	131,780.00	0.00
	8,532,550.26	8,331,600.26

OTHER INCOME :

Foreign Exchange difference is recorded on net basis i.e. after netting off the foreign exchange loss.

During the year, the Company has not applied for any Grants / subsidies related to the Revenue or specific Fixed Assets nor the Company has received any such Grants / subsidies during the year. During the year the company has earned and claimed duty draw back on export sales which is recognised as income in the statement of profit and loss on the basis of accrual of the same. Put in notes of other revenues.

22 Cost of materials consumed

In ₹

Particulars	31/03/2020	31/03/2019
Raw Material		
OPENING	27,597,094.19	15,251,117.07
PURCHASE	132,632,020.77	239,668,484.45
CLOSING	40,514,613.52	27,597,094.19
	119,714,501.44	227,322,507.33
	119,714,501.44	227,322,507.33

Details of Raw Material

In ₹

Particulars	31/03/2020	31/03/2019
MACHINE DIVISION	57,237,085.54	138,839,088.08
YARN DIVISION	62,477,415.90	88,483,419.25
	119,714,501.44	227,322,507.33

Machine Division :-

In ₹

Purchase of Raw Material includes purchases as under:	As at 31.03.2020	As at 31.03.2019
Import of Raw Material	33,43,327.80	42,98,278.50
Local Purchase of Raw Material	6,99,12,366.05	15,04,39,337.39
	7,32,55,693.85	15,47,37,615.89
Less: Debit Note for Goods return	67,92,741.75	25,64,397.02
TOTAL	6,64,62,952.10	15,21,73,218.87

Yarn Division : -

		In ₹	
Purchase of Raw Material includes purchases as under:		As at 31.03 .2020	As at 31.03 .2019
Import of Raw Material		0.00	0.00
Local Purchase of Raw Material		6,62,00,899.14	8,76,87,463.23
		6,62,00,899.14	8,76,87,463.23
Less: Debit Note for Goods return		31,830.47	1,92,197.65
TOTAL		6,61,69,068.67	8,74,95,265.58

23 Purchases of Stock-in-Trade

		In ₹	
Particulars		31/03/2020	31/03/2019
Stock in Trade			
PURCHASE OF STOCK IN TRADE		0.00	18,628.12
		0.00	18,628.12

24 Changes in inventories of finished goods, work -in-progress and Stock-in-Trade

		In ₹	
Particulars		31/03/2020	31/03/2019
Opening			
STOCK IN TRADE		7,902,043.54	7,020,684.53
FINISHED GOODS		29,306,911.79	7,534,857.00
		37,208,955.33	14,555,541.53
Closing			
STOCK IN TRADE		10,427,510.37	7,902,043.54
FINISHED GOODS		31,209,051.93	29,306,911.79
		41,636,562.30	37,208,955.33
Increase/Decrease			
STOCK IN TRADE		(2,525,466.83)	(881,359.01)
FINISHED GOODS		(1,902,140.14)	(21,772,054.79)
		(4,427,606.97)	(22,653,413.80)

Details of Changes in Inventory

		In ₹	
Particulars		31/03/2020	31/03/2019
Stock in Trade			
STOCK IN TRADE AT USA		(2,525,466.83)	(881,359.01)
Finished Goods			
MACHINE DIVISION SEMI-FINISHED GOODS		(2,560,570.73)	(6,536,419.20)
MACHINE DIVISION FINISHED GOODS		658,430.59	(15,235,635.59)
		(4,427,606.97)	(22,653,413.80)

25 Employee benefits expense

In ₹

Particulars	31/03/2020	31/03/2019
Salary, Wages & Bonus		
ARREARS OF SALARY	95,966.00	0.00
BONUS EXPENSES	1,469,266.00	1,511,400.00
SALARY	13,127,445.86	9,419,816.00
ARREARS OF WAGES	63,051.00	0.00
WORKER WAGES	8,928,248.00	10,052,693.00
Contribution to Gratuity		
GRATUITY EXPENSES	1,020,000.00	690,000.00
Contribution to Provident Fund		
PF CONTRIBUTION	1,556,834.00	1,112,316.00
Staff Welfare Expenses		
STAFF WELFARE EXPENSES	817,372.15	1,402,097.95
Leave Encashment Expenses		
LEAVE ENCASHMENT	254,820.00	0.00
Other Employee Related Expenses		
ESIC CONTRIBUTION	498,426.00	592,042.00
LWF CONTRIBUTION	2,262.00	2,502.00
	27,833,691.01	24,782,866.95

26 Finance costs

In ₹

Particulars	31/03/2020	31/03/2019
Interest Expenses		
Interest Expenses		
BANK INTEREST	(7,286.68)	445.00
INTEREST ON CAR LOAN	0.00	179,862.25
Bank Charges		
BANK CHARGES	226,275.60	313,212.56
LOAN FORECLOSURE CHARGES	0.00	62,919.00
Other Interest Charges		
INTEREST ON INCOME TAX	29,632.30	260,636.00
INTEREST ON LATE PAYMENT OF SERVICE TAX	0.00	4,270.00
INTEREST ON LATE PAYMENT OF TDS	8,321.00	1,231.00
INTEREST ON LATE PAYMENT	81,882.00	0.00
	338,824.22	822,575.81

27 Depreciation and amortisation expense

In ₹

Particulars	31/03/2020	31/03/2019
Depreciation & Amortisation		
DEPRECIATION TANGIBLE ASSETS	4,041,324.85	3,489,664.96
AMORTISATION INTANGIBLE ASSETS	218,427.51	283,448.06
	4,259,752.36	3,773,113.02

28 Other expenses

In ₹

Particulars	31/03/2020	31/03/2019
Manufacturing Service Costs Expenses		
Power and Fuel		
DIESEL EXPENSES	236,466.80	244,181.46
ELECTRICITY EXPENSES (FACTORY)	1,466,348.99	1,415,927.00
Water Charges		
WATER CHARGES	169,305.00	189,999.00
Freight And Forwarding Charges		
LOADING UNLOADING CHARGES	213,920.00	545,345.00
FREIGHT INWARD EXPENSES	1,526,016.28	3,855,803.29
PACKING AND FORWARDING EXPENSES	1,153,465.09	1,648,970.48
Lease Rentals		
FACTORY LAND RENT EXPENSES	2,116,800.00	2,016,000.00
Other Manufacturing Costs		
CONSUMABLES AND SPARES	1,141,347.10	230,952.60
CUSTOM DUTY ON IMPORT	317,404.59	352,614.99
HANDLING CHARGES (IMPORT)	14,734.44	71,839.98
JOBWORK CHARGES	4,321,913.79	12,226,191.54
PRODUCTION EXPENSES	9,143.00	14,905.30
OTHER IMPORT CHARGES	0.00	47.00
Administrative and General Expenses		
Telephone Postage		
TELEPHONE EXPENSES	125,490.20	145,760.25
POSTAGE & COURIER EXPENSES	1,050,413.94	845,437.62
Printing Stationery		
PRINTING & STATIONERY EXPENSES	333,219.34	314,938.13
Rent Rates And taxes		
GIDC NOTIFIED AREA TAX	258,822.00	235,292.00
OFFICE RENT	1,021,301.28	1,006,812.00
VAT EXPENSES	7,060.00	197,100.00
TAXES AND LICENSES	14,326.59	15,871.27
INCOME TAX	2,370.00	1,005.00
PROPERTY TAX	3,758.25	3,932.86
GST EXPENSES	390,594.00	0.00
SERVICE TAX EXPENSES	0.00	14,756.00
Auditors Remuneration		
AUDIT FEES	200,000.00	200,000.00
Directors Sitting Fees		
DIRECTORS SITTING FEES	185,000.00	135,000.00
Managerial Remuneration		
DIRECTORS REMUNERATION	5,235,000.00	5,100,000.00
Repairs Maintenance Expenses		
AMC EXPENSES	147,031.00	311,471.00
REPAIR AND MAINTENANCE EXPENSES	751,736.10	1,939,828.78
Travelling Conveyance		
CONVEYANCE & PETROL EXPENSES	172,618.06	233,796.83
TRAVELLING EXPENSES	2,918,107.43	3,888,614.03
COMPENSATORY ALLOWANCES	104,850.00	82,450.00
Legal and Professional Charges		
DEPOSITARY FEES	9,000.00	9,000.00
INTERNAL AUDIT FEES	300,000.00	300,000.00
LEGAL AND PROFESSIONAL FEES	824,570.28	1,875,659.68
LISTING EXPENSES	80,121.00	78,962.00
CS AUDIT FEES	40,000.00	40,000.00
ISO AUDIT FEE	55,192.00	29,623.00
MARKETING MAKING FEES	345,000.00	0.00
RATING FEES EXPENSE	137,700.00	0.00

Insurance Expenses		
INSURANCE EXPENSES	2,093,88206	1,654,681.89
Vehicle Running Expenses		
VEHICLE RUNNING & MAINTENANCE EXPENSES	335,703.63	276,753.79
Donations Subscriptions		
CSR EXPENSES	500,000.00	500,000.00
DONATION EXPENSES	0.00	5,200.00
Safety and Security Expenses		
SECURITY SERVICES EXPENSES	469,632.00	445,210.67
Information Technology Expenses		
COMPUTER EXPENSES	55,934.27	47,868.63
INTERNET EXPENSES	62,615.50	54,819.38
SOFTWARE LICENSE RENEWAL EXPENSES	11,250.00	22,045.00
Subscriptions, Membership Fees		
MEMBERSHIP & SUBSCRIPTION	112,030.00	136,728.44
Registration and Filing Fees		
ROC EXPENSES	8,105.04	23,400.00
Other Administrative and General Expenses		
AGM EXPENSES	27,530.00	66,800.00
CE MARKING CERTIFICATE	203,110.00	144,430.00
CLEANING EXPENSES	163,424.65	104,587.91
DOCUMENTATION CHARGES	14,040.00	2,977.00
GARDENING EXPENSES	212,037.00	224,745.00
OFFICE EXPENSES	244,500.94	443,415.93
SUPPLIES	81,334.59	66,971.18
UTILITIES	422,924.41	424,846.00
CREDIT CARD CHARGES	19,233.81	1,218.94
DEMAT CHARGES	1,320.75	1,062.00
LOCKER RENT	8,850.00	8,850.00
STAFF UNIFORM EXPENSES	57,179.40	193,546.60
STOCK EXCHANGE EXPENSES	82,373.00	0.00
WASTE REMOVAL	8,808.72	0.00
ISO RENEWAL FEES	0.00	119,608.00
LATE FILING FEES	0.00	800.00
MISCELLANEOUS EXPENSES	0.00	14,822.51
STT AND OTHER CHARGES	0.00	3,238.11
Selling Distribution Expenses		
Advertising Promotional Expenses		
ADVERTISEMENT EXPENSES	948,469.42	1,111,501.58
SALES PROMOTION EXPENSES	389,961.21	353,528.17
Commission Paid		
COMMISSION EXPENSES	833,819.62	3,533,989.71
Transportation Distribution Expenses		
CLEARING & FORWARDING CHARGES	1,371,804.89	3,016,254.04
FREIGHT OUTWARD EXPENSES	3,338,259.03	3,239,196.10
HANDLING CHARGES (EXPORT)	14,774.00	19,191.28
Other Selling Distribution Expenses		
EXHIBITION EXPENSES	10,840,691.60	2,407,391.13
FOREIGN BUSINESS EXPENSES	60,365.78	212,014.00
Research and Development Expenses		
RESEARCH AND DEVELOPMENT EXPENSES	4,656,409.41	5,081,477.04
Other Expenses		

COMPUTATION OF R&D EXPENSES

In ₹

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
Research and Development Expenses :		
Opening Stock of R&D Goods	1,761,032.46	1,010,325.00
Add :		
Purchase of R&D Goods	1,442,948.95	2,339,656.00
Other R&D Expenses	18,225.00	21,546.50
Salary and Wages	2,946,378.00	3,258,467.00
Bonus	221,692.00	335,000.00
	6,390,276.41	6,964,994.50
Less : Closing Stock of R&D Goods	1,655,847.00	1,761,032.46
Scrape Sales	78,020.00	122,485.00
	4,656,409.41	5,081,477.04

29 Prior Period items

In ₹

Particulars	31/03/2020	31/03/2019
Prior Period Expenses		
ADVERTISEMENT EXPENSES	(82,100.00)	(39,950.00)
COMMISSION EXPENSES	(0.00)	(176,708.11)
LEGAL AND PROFESSIONAL FEES	(0.00)	(53,100.00)
MEMBERSHIP & SUBSCRIPTION	(7,500.00)	(0.00)
RATING FEES EXPENSE	(0.00)	(15,000.00)
REPAIR AND MAINTENANCE EXPENSES	(39,900.00)	(0.00)
TRAVELLING EXPENSES	(0.00)	(6,080.00)
	(129,500.00)	(290,838.11)

30 Tax expense

In ₹

Particulars	31/03/2020	31/03/2019
Current tax		
PROVISION FOR INCOME TAX	1,760,497.00	15,138,477.42
Deferred tax		
PROVISION FOR DEFERRED TAX	508,664.24	1,713,319.61
	2,269,161.24	16,851,797.03

31 Earnings per equity share

In ₹

Particulars	31/03/2020	31/03/2019
Earnings Per Equity Share		
Basic		
Basic EPS Before Extra Ordinary Item	0.50	4.84
Diluted		
Diluted EPS Before Extra Ordinary Item	0.50	4.84
Number of Shares used in computing EPS		
Basic	10,514,331	10,156,796
Diluted	10,514,331	10,156,796
Weighted Average Number of shares		
Number of Shares for basic EPS calculation		
Number of Shares Issued During Current Year	522,000.00	0.00
Number of Bonus Shares Issued	6,229,296.00	0.00
Number of Shares in the Beginning of the year	3,927,500.00	3,927,500.00

32. Operating leases :

The group has taken office at USA and factory land in INDIA on lease rental agreement of 5 years with fixed rental on monthly basis for each of the years included in the lease period which is increasing every year. Each renewal is at the option of lessee. There are no restrictions placed upon the group by entering into these leases. The total rental expenses during the period was ₹ 31,38,101.28 (30,22,812).

The group has not entered into any lease agreements with any person during the year whereby any operating lease incomes are generated. The group has not acquired any fixed assets under finance lease / operating lease agreements during the year.

33. Earning / (loss) per share :

Basic and Dilutive Earnings per Share ("EPS") computed in accordance with Accounting Standard (AS) 20 'Earnings per Share'.

Particulars		2019-2020	2018-2019
Basic :			
Profit after tax as per P & L Account before exceptional item	A	52,12,852.39	49,166,577.72
Weighted Number of Equity shares outstanding during the period	B	10,514,331	10,156,796
Basic EPS (Rupees)	A/B	0.50	4.84
Diluted EPS (Rupees)	A/B	0.50	4.84

Since the group has not issued any convertible preference shares or convertible debentures, the diluted EPS is same as that of Basic EPS.

34. Segmental Reporting (AS 17):

The group has disclosed business segment as the primary segment. Segments have been identified taking into account the nature of the product, the differing risks and returns, the organization structure and internal reporting system. The group has identified geographical segment as secondary reportable segments.

The group's operations predominantly relate to manufacturing and sale of textile machineries including servicing of machineries on labour basis and also manufacturing and processing of Yarn in local market as well as exports.

Segment revenue, segment results, segment assets and segment liabilities include the respective amounts identifiable to each of the segments. Inter-segment transfers have been carried out at mutually agreed prices which are at arm's length price.

The accounting principles consistently used in the preparation of the financial statements are also consistently

applied to record income and expenditure in individual segments. These are as set out in the note on significant accounting policies.

Notes to Segmental Results :

There are certain fixed assets used in Group's business, liabilities contracted and certain common expenses incurred by the Group have not been identified to any of the reportable segments since the nature of these assets, liabilities and expenses are such that they can be used interchangeably between the segments. The group believes that it is currently not practical to provide segment disclosure, except as disclosed above, relating to total assets, liabilities and expenses having interchangeable use between segments, since a meaningful segregation of the available data is not feasible and hence kept in unallocated items.

A.DISCLOUSER OF PRIMARY BUSINESS SEGMENTS

(Amount in Lakhs Rs.)

PARTICULARS	CURRENT YEAR 31ST MARCH 2020					PREVIOUS YEAR 31ST MARCH 2019				
	MACHIN E MFG.	MACHIN E	YARN	ELIMI N	TOTAL	MACHIN E MFG.	MACHIN E	YARN	ELIMIN AT	TOTAL
REVENUE		TRADIN		ATION			TRADIN		IONS	
External Sales	1,274.01	28.14	674.39	5	2,026.54	2,368.72	294.83	954.87	-	3,558.42
Inter-segment Sale	67.23	-	-	-67.23	-	124.18	-	-	-	-
Total Revenue	1,341.24	78.14	674.39	-67.23	2,026.54	2,492.89	234.83	954.87	124.18	3,558.42
									124.18	
RESULT										
Segment Result	59.08	-3.74	17.71	-	73.05	566.80	48.63	42.93	-	658.36
Unallocated corporate Exp.					-					-
Operating Profit					73.05					658.36
Interest Expenses					-1.13					-4.46
Interest Income					2.89					6.29
Income Tax					-17.60					-151.38
Deferred Tax					-5.09					-17.13
Profit From Ordinary Activities					52.13					491.67
Extraordinary Items					-					-
Net Profit					52.13					491.67
OTHER INFORMATION										
Segmental assets	2,533.35	160.21	155.82	-	2,849.38	1,478.51	94.47	263.69	-	1,836.68
Common assets					109.67					328.63
Enterprise assets					2,959.05					2,165.30
Segmental liabilities	492.93	15.31	70.70	-	578.94	500.20	5.95	97.51	-	603.66
Common liabilities					43.90					167.59
Enterprise liabilities					622.85					771.25
Capital expenditure during the year	557.75	0.55	-	-	558.30	199.84	-	12.48	-	212.33
Common capital expenditure					0.13					-
Total Capital expenditure during the year					558.43					212.33
Depreciation during the year	38.79	0.43	3.37	-	42.59	34.85	0.42	2.46	-	37.73
Depreciation on common assets used					0.01					-
Total depreciation during the year					42.60					37.73

B. DISCLOUSER OF GEOGRAPHICAL BUSINESS SEGMENTS

(Amount in Lakhs Rs.)

PARTICULARS	CURRENT YEAR 31ST MARCH 2020			PREVIOUS YEAR 31ST MARCH 2019		
	INDIA	USA	TOTAL	INDIA	USA	TOTAL
REVENUE						
Segment revenue	1,948.40	78.14	2,026.54	3,323.59	234.83	3,558.42
Segment assets	2,798.84	160.21	2,959.05	2,070.83	94.47	2,165.30
Capital Expenditure incurred	557.88	0.55	558.43	212.33	-	212.33

35. Related Party Disclosures :

- a. Other related parties with whom transactions have taken place during the year :
- i) Entities where Key Management Personnel (KMP) / relatives of key management personnel (RKMP) have significant influence :
- NIL
- ii) Key Management Personnel :
- DHARMESH VINODBHAI DESAI - MANAGING DIRECTOR
 - BIJAL DHARMESH DESAI - WHOLE TIME DIRECTOR
 - VINOD SATYANARAYAN OJHA CHIEF FINANCIAL OFFICER
 - BHAVISHA KHAKHKHAR COMPANY SECRETARY
- iii) Relatives of key management personnel :
- NIL
- b. Transactions between the company and related parties and the status of outstanding balances as at March 31, 2020 (and March 31, 2019)

In ₹

Particulars	Subsidiaries	Entities where KMP / RKMP has significant influence	KMP	RKMP
<u>Managerial Remuneration Payable</u>				
Bijal Dharmesh Desai	NIL (NIL)	NIL (NIL)	1,13,000 (1,13,000)	NIL (NIL)
Dharmesh Vinodbhai Desai	NIL (NIL)	NIL (NIL)	2,15,675 (1,98,300)	NIL (NIL)
Vinod Satyanarayan Ojha	NIL (NIL)	NIL (NIL)	42,210 (42,810)	NIL (NIL)
Bhavisha Khakhkhar	NIL (NIL)	NIL (NIL)	46,630 (43,130)	NIL (NIL)
<u>Rent Payable</u>				
Bijal Dharmesh Desai	NIL (NIL)	NIL (NIL)	1,90,512 (1,51,200)	NIL (NIL)
<u>Rent Deposit</u>				
Bijal Dharmesh Desai	NIL (NIL)	NIL (NIL)	5,00,000 (5,00,000)	NIL (NIL)

c. Disclosure of significant transactions with related parties during the year :

In ₹

Type of Transaction	Type of relationship	Name of the entity / person	For the Year ended on March 31, 2020	For the Year ended on March 31, 2019
Managerial Remuneration	KMP	Bijal Dharmesh Desai	2,100,000	2,100,000
	KMP	Dharmesh Vinodbhai Desai	3,075,000	3,000,000
	KMP	Vinod Satyanarayan Ojha	842,220	775,120
	KMP	Bhavisha Khakhkhar	606,760	538,760
Rentals Paid	KMP	Bijal Dharmesh Desai	2,116,800	2,016,000

Note: No loans have been granted by the group to any person for the purpose of investing in the shares of Meera Industries Limited.

36. Cash Flow Statement :

Cash flows are reported using the indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the group are segregated.

37. Based on the information available with the group, the group has dues to Micro & Small Enterprises under the Micro, Small and medium Enterprises Development Act, 2006. However, on the outstanding amount related to the Micro and small enterprises outstanding for more than 45 days as on the date of balance sheet, interest has been provided as prescribed under MSMED Act, 2006.

38. Disclosure required U/S. 186(4) of The Companies Act, 2013 :

The group has not given any loans and guarantees to any related parties nor provided any guarantees for obtaining loans by the related parties.

No related parties have given any securities for loans obtained by the group.

39. Provision for trade guarantees / warranties :

The group is engaged in the business of manufacturing of textile machinery and not provided or entered into any service contracts which creates the liability of warranties etc. and therefore, no such liabilities are provided.

40. Contingent Liabilities :

In ₹

Particulars	March 31, 2020	March 31, 2019
Sales tax assessment for Sales tax A.Y. 2006 -2007 pending before Gujarat Commercial Tax Tribunal, Ahmedabad	1,302,464	1,302,464

Notes:

- The group has filed an appeal before the Appellate authorities in respect of the disputed matter under sales tax and the appeal is pending with the appellate authority. Considering the facts of the matters, no provision is considered necessary by the management because the management is hopeful that the matter would be decided in favour of the group in the light of the legal opinion obtained by the group.

41. Capital and other commitments :

There are no contracts remaining to be executed on Capital account and hence no provision has been made on this account. The group has no obligation on account of non-fulfilment of export commitments under various advance licenses during the reporting period and hence no provisions have been made.

42. Additional information pursuant to the provisions of Schedule III of The Companies Act, 2013
a. Value of imports calculated on CIF basis

In ₹

Particulars	March 31, 2020	March 31, 2019
Raw Materials & Components	3,676,728.23	4,298,279
Stores and Spares	NIL	NIL
Capital Goods	3,676,728.23	11,247,244

b. Expenditure in Foreign Currency (Accrual Basis)

In ₹

Particulars	March 31, 2020	March 31, 2019
Expenses debited in the statement of Profit & Loss being in the nature of:		
• Foreign Business Expenses	NIL	NIL
• Exhibition Expenses	6,795,658.26	1,807,179.22
• Foreign Commission Expenses	173,626.36	1,081,222.00

c. Imported and Indigenous raw materials, components and spare parts consumed :

(Amount in Lakhs Rupees)

In ₹

Particulars	March 31, 2020		March 31, 2019	
	Amount	%	Amount	%
Imported	0033.43	002.79	0042.98	001.89
Indigenous	1163.71	097.21	2230.24	098.11
TOTAL	1197.14	100.00	2273.22	100.00

d. Earning in Foreign Currency (accrual basis) :

In ₹

Particulars	March 31, 2020	March 31, 2019
FOB value of exports	52,693,618	108,476,883

e. The group has incurred revenue expenditure of Rs. 46,56,409 (Rs. 50,81,477/-) and capital expenditure of Rs. 16,85,074/- (Rs. 22,64,968/-) for in house research and development during the year.

f. Directors' Remuneration :

In ₹

Particulars	March 31, 2020	March 31, 2019
Directors' Remuneration	5,235,000	5,100,000

g. Auditor's remuneration :

In ₹

Particulars	March 31, 2020	March 31, 2019
As Statutory Auditor	150,000.00	150,000.00
As Tax Auditor	50,000.00	50,000.00
For FPO consultancy.	100,000.00	0.00
TOTAL	300,000.00	200,000.00

43. Accounting policies not specifically referred to otherwise are consistent and in consonance with the generally accepted accounting policies. (GAAP).
44. The previous year's figures have been regrouped or reclassified wherever necessary to confirm with the current year's presentation.

In terms of our attached report of even date
For K A SANGHAVI AND CO LLP
CHARTERED ACCOUNTANTS
FRN : 0120846W/W100289

AMISH ASHVINBHAI SANGHAVI
(DESIGNATED PARTNER)
M. NO. : 101413

Place: SURAT
Date: 24/04/2019

DHARMESH VINODBHAI DESAI
(MANAGING DIRECTOR)
(DIN : 00292502)

BHAVISHA KHAKHKHAR
(COMPANY SECRETARY)

For **MEERA INDUSTRIES LIMITED**

BIJAL DHARMESHBHAI DESAI
(WHOLE TIME DIRECTOR)
(DIN : 00292319)

VINOD SATYANARAYAN OJHA
(CHIEF FINANCIAL OFFICER)

NOTICE OF 14th A.G.M.

NOTICE IS HEREBY GIVEN THAT 14TH (FOURTEEN) ANNUAL GENERAL MEETING OF THE MEMBERS OF “MEERA INDUSTRIES LIMITED” CIN: L29298GJ2006PLC048627 WILL BE HELD ON SATURDAY, 05TH DECEMBER, 2020 AT 04:00 P.M. THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS TO CONSIDER AND TRANSACT THE FOLLOWING BUSINESS:

A) ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on **31st March 2020**, the Consolidated Financial Statements for the said financial year and along with Report of the Board of Directors & Report of Auditors thereon.
2. The Board has not recommended dividend for the financial year ended 31st March 2020.
3. **To appoint a Director in place of Mr. MAYANK YASHWANTRAI DESAI (DIN: 00354210), who retires by rotation and being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of section 152(6) of the Companies Act, 2013 and the rules made there under, Mr. MAYANK YASHWANTRAI DESAI (DIN: 00354210), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as the Director of the Company, liable to retire by rotation.”

By Order of the Board of Directors

Date: 06/11/2020

Place: Sachin, Surat

Registered Office:

2126, Road No. 2, GIDC, Sachin, Surat 394230.

CIN: L29298GJ2006PLC048627

Tel.: +91-261-2399114 e mail: info@meeraind.com

Website: www.meeraind.com

Bhavisha Khakhkhar

Company Secretary & Compliance Officer

NOTES:

1. The **14TH Annual General Meeting (AGM)** is being held through **video conferencing(VC)/ other audio visual means (OAVM)** in accordance with the procedure prescribed in circular Number 20/2020 dated May 05, 2020 read with circular Number 14/2020 dated April 08, 2020 and circular Number 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs and circular Number SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (the e-AGM circulars). The MEMBERS can attend the AGM through VC/OAVM by following instructions given below of the Notice. For the purpose of recording the proceedings, the AGM will be deemed to be held at the registered office of the Company at 2126, ROAD NO. 2, GIDC, SACHIN, SURAT - 394230, Gujarat, India. Keeping in view the guidelines to fight COVID-19 PANDEMIC, the Members are requested to attend the AGM from their respective locations by VC/OAVM and do not visit the registered office to attend the AGM.

2. Since the Annual General Meeting (AGM) is being held pursuant to the e-AGM circulars through video conferencing (VC)/ other audio visual means (OAVM), physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy form, Attendance Slip and route map of the AGM venue are not annexed to this Notice. However, a Member may appoint a representative as per applicable provisions of the Companies Act, 2013 to attend and/or vote.
3. Copies of the Balance Sheet, the Statement of Profit and Loss, the Directors' Report, the Auditor's Report and every other document required by law to be annexed or attached to the Balance Sheet for the financial year ended March 31, 2020 are annexed/attached.
4. Electronic copy of the Annual Report for 2019-20 including the Notice which includes the process and manner of attending the Annual General Meeting through video conferencing(VC)/ other audio visual means (OAVM), and e-voting is being sent to all the members whose e-mail addresses are registered with the Company/Depository Participants.
5. Printed copy of the Annual Report (including the Notice) is not being sent to the members in view of the e-AGM circulars.
6. Ministry of Corporate affairs and Stock Exchange Board of India have permitted listed companies, in view of the prevailing COVID-19 pandemic situation, to send during calendar year 2020 via e-mail the Notice of the Annual General Meeting and the Annual Report to shareholders whose e-mail IDs are registered in the Company's records. In order to receive the Annual Report, Notice and other communications in electric form, we request our shareholders to register/update their e-mail address and mobile number with their Depository Participant(s) in respect of shares held in electronic form or with the Company's Registrar & Transfer Agent (RTA), at M/s Karvy Fintech Private Limited, Karvy selenium tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad -500032, e-mail ID: einward.ris@karvy.com
7. The Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2019-20 will also be available on the website of the Company, www.meeraind.com, which can be downloaded. The electronic copies of the documents which are referred to in this Notice but not attached to it will be made available for inspection. For inspection, the members are requested to send a request through an e-mail on cs@meeraind.com with Depository participant ID and Client ID or Folio number.
8. The Members desiring any information relating to the accounts or have any questions, are requested to write to the Company on cs@meeraind.com at least Ten days before the date of the Annual General Meeting (AGM) so as to enable the Management to keep the information ready and provide it at the AGM.
9. In accordance with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the

Company has fixed Friday, 27TH November, 2020 as the “cut-off date” to determine the eligibility to vote by electronic means or in the general meeting. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. Friday, 27TH November, 2020, shall be entitled to avail the facility of remote e-voting as well as voting in the general meeting.

10. Members are requested to note that dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Act, be transferred to the Investor Education and Protection Fund (IEPF). Further, shares on which the dividends remain unclaimed for seven consecutive years will also be transferred to the IEPF as per Section 124 of the Act, and the applicable rules. Since, members who have not claimed/ encashed their dividend warrant for respective financial years are requested to write to the Company/Registrar and Share Transfer Agent (RTA) at least a month before the due dates, as under:

Sr. No.	Financial Year	Date of Declaration	Due date for transfer to IEPF
1	2018-19 (Final)	18/09/2019	17/10/2026
2	2018-19 (Interim)	13/11/2019	12/12/2026

11. Members may note that the requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with Vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were re-appointed at the 12th Annual General Meeting held on August 02, 2018 and are eligible to hold their office until conclusion of 16TH Annual General Meeting.
12. Explanatory Statement under section 102 (1) of the Companies Act, 2013 will not be applicable to company, as there are no special business to transact to the meeting.
13. **Annual General Meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM):**

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

1. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.meeraind.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
6. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 02ND December, 2020 at 9:00 A.M. and ends on 04TH December, 2020 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password, and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for

CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(li) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to chi118_min@yahoo.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

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

1. Shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Adhar Card) by email to cs@meeraind.com
2. Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (1).

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER :-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members

login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance at least before 10 days of AGM mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves in advance at least before 10 days of AGM as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at (company email id).
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

By Order of the Board of Directors

Date: 06/11/2020

Place: Sachin, Surat

Registered Office:

2126, Road No. 2, GIDC, Sachin, Surat 394230.

CIN: L29298GJ2006PLC048627

Tel.: +91-261-2399114 e mail: info@meeraind.com

Website: www.meeraind.com

Bhavisha Khakhkhar
Company Secretary & Compliance Officer

Information Pursuant to the Listing Regulations and Secretarial Standards in Respect of Directors Retiring by Rotation

1) Name of Directors	MAYANK YASHWANTRAI DESAI
2) Age	47 Years
3) Qualification	Fellow member of Chartered Accountant Bachelor's degree in Commerce from South Gujarat University
4) Date of first Appointment on the Board	January 28, 2017
5) Experience	Mr. Mayank Y. Desai has more than two and a half decade of experience in finance sector including audit, taxation, project financing etc. In 1993, he started his career with M/s. Y B Desai & Associates as management trainee. Post training, he was employed with M/s. Y B Desai & Associates and on June 01, 2003 he was promoted to the level of Partner. Meanwhile, he also started his own venture M/s. Mayank Desai and Associates, a Proprietorship concern in 2000 and M/s. Mayank Desai & Co., a Partnership Firm in 2007. Further, He joined Meera Industries Limited on January 28, 2017 as Non-Executive Directors of the Company.
6) List of Companies in which holds directorship as on 31.3.2020	<ul style="list-style-type: none"> • Meera Industries Limited • Uniserve Infraprojects Private Limited • Geepage (India) Infosystem Private Limited • Uniserve Solutions Private Limited
7) Chairman/member of the Committee as on 31.03.2020	Audit Committee Nomination and Remuneration Committee Stakeholder Committee CSR Committee

By Order of the Board of Directors

Date: 06/11/2020
Place: Sachin, Surat

Registered Office:

2126, Road No. 2, GIDC, Sachin, Surat 394230.
CIN: L29298GJ2006PLC048627
Tel.: +91-261-2399114 e mail: info@meeraind.com
Website: www.meeraind.com

Bhavisha Khakhkhar
Company Secretary & Compliance Officer

USA Subsidiary



Meera Subsidiary inaugurated on 23.05.2017 to cater the needs of USA and neighboring countries like Mexico, Canada and South America. Along with Sales and service support it has several machines for making yarn trials.

Meera Industries USA, LLC
209, Swathmore Ave, High Point, NC, USA 27263



INNOVATIVE AUTHENTIC FUTURISTIC YARN TWISTING SOLUTIONS



MEERA

Meera Industries Limited

2126, Road No. 2, GIDC, Sachin, Surat - 394230, Gujarat, INDIA +91 261 23 99 114, +91 987 95 97 041.
sales@meeraind.com | www.meeraind.com

Meera Industries USA, LLC

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