

03/12/2020

PADMANABH
INDUSTRIES LTD.

(Formerly Known as Nilchem Industries Ltd.)



TO,
BSE LTD.
FLOOR 25, P. J. TOWERS
DALAL STREET,
MUMBAI - 400001

SUB.: Submission of Annual Report for the financial year 2019-20 in accordance to the provisions of Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
BSE Code: 526905

Dear Sir,

In compliance with Regulation 34(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith Annual Report of the Company along with Notice of AGM for the financial year 2019-20 which is being dispatched/sent to the shareholders by the permitted mode(s).

The Annual Report including AGM Notice is also available on the Company's website www.padmanabhindustries.com.

Kindly acknowledge the receipt of the same.

Thanking You,

Yours faithfully,
For, **PADMANABH INDUSTRIES LIMITED,**

A. M. Shah

ASHISH MAHENDRAKUMAR SHAH
Managing Director
(DIN: 03129204)



Encl: As stated

CIN:L17110GJ1994PLC023396

**26th
Annual Report
2019-20**

PADMANABH INDUSTRIES LIMITED

PADMANABH INDUSTRIES LIMITED

CIN: L17110GJ1994PLC023396

BOARD OF DIRECTORS:

Mr. Ashish M. Shah	Chairman & Managing Director
Mr. Dhwanil Bhavnagari	Director
Mr. Hemal S. Shah	Independent Director
Mr. Sandip N. Gandhi	Independent Director
Mrs. Kosha M. Shah (Upto 31.05.2019)	Independent Woman Director
Ms. Aarti Anil Singh (w.e.f. 14.11.2019)	Independent Woman Director

CHIEF FINANCIAL OFFICER

Mr. Rameshbhai Shah

COMPANY SECRETARY

Mr. Devang Prajapati
(Up to 19.04.2019)

Ms. Pratixa Satish Seju
(w.e.f. 14.12.2019)

STATUTORY AUDITORS:

M/s Sunil Poddar & Co.
Chartered Accountants
Ahmedabad

BANKER

HDFC Bank

REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Private Limited
A-802 Samudra Complex,
Near Klassic Gold Hotel
Off C G Road Navrangpura,
Ahmedabad- 380 009
E-Mail: bssahd@bigshareonline.com

REGISTERED OFFICE

401, Abhishree Avenue,
Opp. Hanuman Temple,
Nehrunagar Circle,
Ambawadi
Ahmedabad-380015
E-mail: padmanabhindustries@gmail.com
Website: www.padmanabhindustries.com

26TH ANNUAL GENERAL MEETING

Date:
Monday, 28th December, 2020

Time:
03:30 P.M.

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NOTICE

Notice is hereby given that the Twenty Sixth (26th) Annual General Meeting of the Company will be held on Monday, 28th December, 2020, at 03.30 p.m. through Video Conferencing/ Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt
 - a) the audited Standalone Financial Statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and
 - b) the audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2020 and the reports of the Auditors thereon.
2. To appoint a Director in place of Mr. Dhwanil Saumlilbhai Bhavnagari (DIN: 07841269) who retires by rotation and being eligible, offers himself for re-appointment.
3. **To appoint M/s Sunil Poddar & Co., Chartered Accountants as Statutory Auditors of the Company:**

To consider and, if thought fit, with or without modification(s), to pass the following resolution(s) as an Ordinary Resolution(s):

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed there under, as amended from time to time M/s. Sunil Poddar & Co., Chartered Accountants, Ahmedabad (FRN No. 110603W), be and is hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of 26th Annual General Meeting (AGM) till the conclusion of the 31st Annual General Meeting of the Company to be held in the year 2025, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

RESOLVED FURTHER THAT any of the Board of Directors, be and is, hereby empowered and authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies.”

SPECIAL BUSINESS:

4. **To appoint Ms. Aarti Anil Shah (DIN: 08627488) as an Independent Director of the Company**

To consider and, if thought fit, with or without modification(s), to pass the following resolution(s) as an **Ordinary Resolution(s)**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made there under, read with Schedule IV to the said Act, Ms. Aarti A. Shah (DIN: 08627488) who was appointed as the Additional Director under the category of Independent Director w.e.f. 14.11.2019 and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has

PADMANABH INDUSTRIES LIMITED

received a notice in writing under section 160 of the Companies Act, 2013 to propose her as a candidate for the office of the Director of the Company, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation for a period of five (5) consecutive years.

RESOLVED FURTHER THAT the Board of Directors of the Company be and hereby authorized to sign the form DIR-12 and make arrangement to file the same with Registrar of Companies and intimate to Stock Exchange(s) and to take such other steps as may be necessary in this regard.”

Date: 10.11.2020

Place: Ahmedabad

**By the order of the Board
PADMANABH INDUSTRIES LIMITED**

Registered Office:-

401, ABHISHREE AVENUE,
OPP. HANUMAN TEMPLE,
NEHRUNAGAR CIRCLE,
AMBAWADI,
AHMEDABAD- 380015

**ASHISH M. SHAH
Chairman cum Managing Director
(DIN: 03129204)**

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the Government of India; Ministry of Corporate Affairs allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In terms of the said circulars, the 26th Annual General Meeting (AGM) of the members will be held through VC/OAVM. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 17 and available at the Company's website www.padmanabhindustries.com.
2. Information regarding appointment/re-appointment of Directors and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/ or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto.
3. 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 authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. 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.

5. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars, the Notice of AGM along with Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2019-20 has been uploaded on the website of the Company at www.padmanabhindustries.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. Bombay Stock Exchange of India Limited at www.bseindia.com respectively.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 21st December, 2020 to Monday, 28th December, 2020 (both days inclusive) For the purpose of determining the shareholders eligible for dividend, if any, declared by the shareholders of the Company at the Annual General Meeting and for the purpose of Annual General Meeting.
7. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
8. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
9. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to individual members holding shares in the physical form. The members, who are desirous of availing this facility, may kindly write to Company's R & T Agent for nominating form by quoting their folio number.
10. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.
11. The Members can join the AGM through 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 1,000 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.
12. Process and manner for members opting for voting through Electronic means:
 - i. 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, May 05, 2020 and SEBI Circular dated May 12, 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 Central Depository Services (India) Limited (CDSL), as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL.

- ii. Members whose names are 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. Monday, December 21, 2020, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Monday, December 21, 2020 shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.
- iv. The remote e-voting will commence on Friday, December 25, 2020 at 9.00 a.m. and will end on Sunday, December 27, 2020 at 5.00 p.m. During this period, the members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. Monday, December 21, 2020 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.
- v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e Monday, December 21, 2020.
- vi. The Company has appointed Mr. Vishwas Sharma, Proprietor of Vishwas Sharma & Associates, Practising Company Secretary (Membership No. FCS: 33017; CP No: 16902), to act as the Scrutinizer for conducting the remote e-voting process in a fair and transparent manner.

13. Process for those members whose Email Ids are not registered:

- i. For members holding shares in Physical mode - please provide necessary details like Folio No., Name of shareholder by email to padmanabhindustries@gmail.com.
- ii. Members holding shares in Demat mode can get their E-mail ID registered by contacting their respective Depository Participant or by email to padmanabhindustries@gmail.com.

14. The procedure and instructions for remote e-voting are, as follows:

Step 1: Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com

Step 2: Now click on "Shareholders" to cast your votes.

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Step 3: Now, fill up the following details in the appropriate boxes:

- User-ID a) For CDSL: 16 digits beneficiary ID
b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID
c) Members holding shares in physical form should enter the Folio Number registered with the Company.

Step 4: Next, enter the Image Verification as displayed and Click on Login.

If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

Step 5: If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number in the PAN field. The Sequence Number will be intimated to such member by way of a letter.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Date of Birth OR Dividend Bank Details	<ul style="list-style-type: none">• Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.• Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

Step 6: After entering these details appropriately, click on "SUBMIT" tab.

Step 7: Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Step 8: For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

Step 9: Click on the EVSN for the Company Padmanabh Industries Limited on which you choose to vote.

Step 10: On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

Step 11: Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

Step 12: After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

Step 13: You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Shareholders can also cast their vote using CDSL’s mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

Step 14: Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Shareholders can also cast their vote using CDSL’s Mobile app M-voting available for android based mobiles. The M-voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

15. The instructions for Shareholders Voting on the day of the AGM on E-Voting System 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 available in the AGM.
3. If any Votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.
4. 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.

16. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.pashupaticotspin.com within three days of the passing of the Resolutions at the Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

17. 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 CDSL e-Voting system. Members may access the same at <https://www.evotingindia.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 EVSN of Company will be displayed.
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. For ease of conduct, members who would like to ask questions may send their questions in advance atleast (7) days before AGM mentioning their name, demat account number / folio number, email id, mobile number at padmanabhindustries@gmail.com and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.
6. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

PADMANABH INDUSTRIES LIMITED

Contact Details:

Company

Registered Office

Padmanabh Industries Limited401, Abhishree Avenue, Opp. Hanuman Temple,
Nehru Nagar Circle, Ambawadi, Ahmedabad-380015
(Gujarat)

Registrar & Share Transfer Agent

Bigshare Services Private Limited

A-802 Samudra Complex, Near Klassic Gold Hotel, Off C
G Road Navrangpura, Ahmedabad- 380 009E-Mail: bssahd@bigshareonline.com

E-voting Agency

Central Depository Services (India) Limited E-mail
ID: helpdesk.evoting@cdslindia.com
Phone: 022- 22723333 / 8588

Scrutinizer

CS Vishwas Sharma
Practising Company Secretary
E-mail ID: cs.vishwasb@gmail.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

Item No. 4

Ms. Aarti Anil Singh (DIN: 08627488) was appointed as an additional director under the category of Independent Director of the Company w.e.f. 14.11.2019. Under section 161 of the Companies Act, 2013, Ms. Aarti Anil Singh (DIN: 08627488) holds his office upto the date of ensuing Annual General Meeting. Due notice under section 160 of the Act has been received alongwith requisite deposit of Rs. 1,00,000. The Board is also of the opinion that based on the declarations submitted by Ms. Aarti Anil Singh; she fulfils the criteria relating to her independence as specified in Section 149(6) of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. Ms. Aarti Anil Singh does not hold any Equity Shares of the Company.

The Period of office of Ms. Aarti Anil Singh shall not be liable to determination by retirement of Directors by rotation, in terms of Section 149(13) of the Companies Act, 2013 and the relevant rules made thereunder.

Brief Profile of Ms. Aarti Anil Singh in terms of Regulation 36(3) of the Listing Regulations is forming part of this notice. Ms. Aarti Anil Singh is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Shareholders.

None of the Director of the Company except Ms. Aarti Anil Singh is concerned or interested in this resolution.

By the order of the Board
PADMANABH INDUSTRIES LIMITED

Date: 10.11.2020
Place: Ahmedabad

ASHISH M. SHAH
Chairman cum Managing Director
(DIN: 03129204)

PADMANABH INDUSTRIES LIMITED

**BRIEF RESUME OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE
26th ANNUAL GENERAL MEETING**

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

NAME OF DIRECTOR	Mr. Dhwanil S. Bhavnagari	Ms. Aarti Anil Singh
Date of Birth	28 th July, 1996	1 st June, 1997
Date of Appointment	26 th September, 2017	14 th November, 2019
Qualifications	Civil Engineer.	Bachelor of Arts
Expertise in Specific Functional Areas	He has experience of 3 year in general administration.	She has having experience of model/actor for about 2 years.
Directorship held in other companies*	1	NIL
Membership/Chairmanships of Committee in other Public Companies	NIL	NIL
Number of Shares held in the Company.	60654	NIL
Relationships between directors inter se	NIL	NIL

***Pvt. Companies excluded**

By the order of the Board
PADMANABH INDUSTRIES LIMITED

ASHISH M. SHAH
Chairman cum Managing Director
(DIN: 03129204)

Date: 10.11.2020
Place: Ahmedabad

DIRECTOR'S REPORT

To,
THE MEMBERS,

Your Directors have pleasure in submitting their 26th Annual Report of the Company together with the Audited Statements of Accounts of the Company for the year ended on 31st March, 2020.

1. FINANCIAL PERFORMANCE/HIGHLIGHTS:

During the year under review, the Company has incurred Loss of Rs. 464.30 Lacs. Your Directors look forward to improve the financial position of the Company and are optimistic about the future growth and performance of the Company.

The summarized standalone financial results of the Company for the period ended 31st March, 2020 are as follows:

(Amount in Lakhs.)

Particulars	Year Ending 31st March, 2020	Year Ending 31st March, 2019
Sales	0	0
Other Income	0.17	15.65
Total Income	0.17	15.65
Profit/(loss)before Interest, Depreciation, Tax	(34.66)	(4.68)
Less: Interest	0	0
Less: Depreciation & Amortization Cost	8.31	8.29
Less: Extraordinary items	0	0
Profit/(loss)Before Tax & Exceptional Item	(42.97)	(12.97)
Less: Tax Expenses(current + Deferred Tax)	0	(0.33)
Less: Exceptional Item	421.33	0
Profit/(loss)after Tax	(464.30)	(12.64)

2. CONSOLIDATED FINANCIAL STATEMENT

The Financial Statement of the Company for the Financial year 2019-20 are prepared in compliance with the applicable provisions of the Act, Accounting Standards and as prescribed by Securities and Exchange Board of India (SEBI) under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the SEBI Regulation). The Consolidated Financial Statement has been prepared on the basis of the audited financial statement of the Company as approved by their respective Board of Directors. Pursuant to the provisions of Section 136 of the Act, the Financial Statements of the Company, the Consolidated Financial Statements along with all relevant documents and Auditors report thereon form part of this Annual Report. The Financial Statements as stated above are also available on the website of the Company and can be accessed at the weblink www.padmanabhindustries.com.

3. DIVIDEND

Since the Company has incurred loss during the year ended on 31st March, 2020, hence the Board has not recommended/declared dividend for the year 2019-20.

4. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has Two (2) Subsidiary Companies.

CIN	Name of Company	Date of Incorporation
U74110GJ2016PTC094837	M/s Padmanabh Sports Private Limited	23/12/2016
U65993PB1976PTC003643	M/s Guardian Finance Private Limited	30/03/1976

A statement containing the salient features of financial statement of our subsidiaries in the prescribed format AOC-1 is appended to the financial statements of the Company.

5. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

Since there was no unpaid/unclaimed dividend, the provisions of Section 125 of the Companies Act, 2013 do not apply.

6. CHANGE IN THE NATURE OF THE BUSINESS OF THE COMPANY

During the year, there is no change in the nature of the business of the Company.

7. CHANGES IN SHARE CAPITAL OF THE COMPANY

During the year, there is no change in the share capital of the Company.

8. DEPOSITS

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

9. TRANSFER TO RESERVES

During the year under review, the Company has not transferred any amount to reserves.

10. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE ENDS OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relate and the date of this

report except the outbreak of corona virus (COVID-19) pandemic causing significant disturbance and slowdown of economic activity. The Companies operations and revenue were impacted due to COVID-19. Considering the continuing uncertainties, the Company will continue to closely monitor any material changes to future economic conditions.

11. DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL

No orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

12. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The Company has not developed and implemented any risk management policy as the risk threatening the business activity carried out by the Company during the year are minimal.

13. PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

A. CONSERVATION OF ENERGY:

- i. steps taken or impact on conservation of energy : **Nil**
- ii. the steps taken by the company for utilizing alternate sources of energy : **None**
- iii. the capital investment on energy conservation equipments : **Nil**

B. TECHNOLOGY ABSORPTION:

- i. the efforts made towards technology absorption : **None**
- ii. the benefits derived like product improvement, cost reduction, product development or import substitution : **None**
- iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-
 - a) the details of technology imported : **None**
 - b) The year of import: **N.A.**
 - c) Whether the technology has been fully absorbed: **N.A.**
 - d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: **N.A.**
- iv. the expenditure incurred on Research and Development : **Nil**

C. FOREIGN EXCHANGE EARNING & OUTGO:

- i. Foreign Exchange Earning: **NIL**
- ii. Foreign Exchange Outgo : **NIL**

14. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are **not applicable**.

15. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the year, the Company has given loan and the details of such loan given are provided in note

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no.4 of the financial statements for the year ended on 31st March, 2020. Further the Company has not made any investments and/or provided any guarantees during the period under review.

16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

During the year under review, the Company has entered into any contracts or arrangements with related parties. The particulars of Contracts or Arrangements made with related parties required to be furnished under section 134(2) are disclosed in the prescribed form (Form AOC-2) which is attached to this Report as **Annexure "A"**.

17. BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

a) Composition of Board;

Name of Directors	Designation	Category	No. of Board Meeting held during the year	No. of Board Meeting attended
Mr. Ashish M. Shah	Chairman & Managing Director	Executive director	9	9
Mr. Dhwanil S. Bhavnagari	Director	Non executive director	9	9
Mr. Hemal S. Shah	Director	Independent	9	8
Mr. Sandeep N. Gandhi	Director	Independent	9	9
Mrs. Kosha M. Shah (upto 31.05.2019)	Director	Independent	9	0
Ms. Aarti A. Singh (w.e.f. 14.11.2019)	Director	Independent	9	4

b) Changes in the Board during the year:

During the year under review, Mrs. Kosha M Shah (DIN: 07056610) has resigned as a woman Independent Director of the Company w.e.f. 31.05.2019.

During the year under review, the board has appointed Ms. Aarti Anil Singh (DIN: 08627488) as an additional director of the Company w.e.f. 14.11.2019.

c) Changes in Key Managerial Personnel:

- **Appointment:**

During the year Ms. Pratixa Satish Seju, was appointed as a company secretary & Compliance Officer of the Company w.e.f. 14.11.2019.

- **Cessations:**

During the year Mr. Devang Prajapati, resigned from the post of company secretary & Compliance Officer of the Company w.e.f. 19.04.2019.

d) RETIREMENT BY ROTATION

In accordance with the provisions of section 152[6] of the Act and in terms of Articles of Association of the Company, Mr. Dhwani Saumilbhai Bhavnagari (DIN: 07841269) being liable to retire by rotation, shall retire at the ensuing Annual General Meeting and being eligible, offer himself for reappointment. The Board recommends his reappointment.

e) NUMBER OF BOARD MEETINGS

During the year under review, the Board duly met Nine (9) times on 19/04/2019, 29/05/2019, 03/06/2019, 13/08/2019, 31/08/2019, 14/11/2019, 14/12/2019, 24/01/2020 and 13/02/2020 in respect of said meetings proper notices were given and proceedings were properly recorded and signed in the Minute Book maintained for the purpose.

18. KEY MANAGERIAL PERSONNEL

As on the date of this report, the following persons are the Key Managerial Personnel(s) of the Company:

1. **Mr. Ashish Mahendrabhai Shah**, Chairman & Managing Director
2. **Mr. Rameshbhai Harilal Shah**, Chief Financial Officer
3. **Ms. Pratixa Satish Seju**, Company Secretary & Compliance Officer (w.e.f. 14.12.2019)

19. STATEMENT ON FORMAL ANNUAL EVALUATION OF BOARD

Nomination and Remuneration Committee annually evaluates the performance of individual Directors, Committees, and of the Board as a whole in accordance with the formal system adopted by it. Further, the Board also regularly in their meetings held for various purposes evaluates the performance of all the Directors, committees and the Board as a whole. The Board considers the recommendation made by Nomination and Remuneration Committee in regard to the evaluation of board members and also tries to discharge its duties more effectively. Each Board member's contribution, their participation was evaluated and the domain knowledge they bring. They also evaluated the manner in which the information flows between the Board and the Management and the manner in which the board papers and other documents are prepared and furnished.

20. DECLARATIONS BY INDEPENDENT DIRECTORS & THEIR SEPARATE MEETING:

All the Independent Directors of the Company have given their declarations stating that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and in the opinion of the Board, the Independent directors meet the said criteria.

The Independent Directors met on February 13, 2020 to discuss the performance evaluation of the Board, Committees, Chairman and the individual Directors.

The Independent Directors reviewed the performance of the non-independent Directors and Board as whole. The performance of the Chairman taking into account the views of executive Directors and non-executive Directors and assessed the quality, quantity and timeline of flow of information between company management and Board.

21. DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement under section 134(3) (c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (i) in the preparation of the annual accounts for the financial year ended 31st March, 2020, the applicable accounting standards had been followed along with proper explanation relating to material departures
- (ii) The directors had 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 March 31, 2020 and of the profit and loss of the company for that period;
- (iii) 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;
- (iv) The directors had prepared the annual accounts on a going concern basis; and
- (v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

22. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE:

The Audit Committee is duly constituted in accordance with SEBI (LODR) Regulations 2015 and Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 as amended from time to time. It adheres to the terms of reference which is prepared in compliance with Section 177 of the Companies Act, 2013, and SEBI (LODR) Regulations 2015. The Members of the Committee are:-

Sr. No.	Name of the Member	Designation	Category	Number of meeting held	Number Of meeting attended
1.	Mr. Hemal S. Shah	Chairman	Independent Director	4	3
2.	Mr. Sandip N. Gandhi	Member	Independent Director	4	4
3.	Mr. Ashish M. Shah	Member	Executive Director	4	4

The Audit Committee acts in accordance with the terms of reference specified by the Board of Directors of the Company. Further during the period under review, the Board of Directors of the Company had accepted all the recommendations of the Committee.

During the financial year ended on 31st March 2020, the Audit Committee met (4) four times on 29/05/2019, 13/08/2019, 14/11/2019, and 13/02/2020.

23. VIGIL MECHANISM POLICY FOR THE DIRECTORS AND EMPLOYEES:

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company has established vigil mechanism/Whistle Blower Policy for Directors and employees of the Company to report genuine concerns regarding unethical behavior, actual or suspected fraud or violation of the Company's code of conduct and ethics Policy. The said mechanism also provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

The Board of Directors of the Company frequently reviews the vigil mechanism/whistle blower policy in order to ensure adequate safeguards to employees and Directors against victimization.

The said policy is also available on the website of the Company at www.padmanabhindustries.com

24. NOMINATION AND REMUNERATION COMMITTEE

a) Composition of Nomination and Remuneration Committee:

As on the date of this report, the Committee comprises of the following members:

Sr. No	Name of the Directors	Designation	Category	Number of meeting Held	Number of meeting attended
1.	Mr. Hemal Shah	Chairman	Independent Director	1	1
2.	Mr. Sandip Gandhi	Member	Independent Director	1	1
4.	Mrs. Kosha Shah* (upto 31.05.2019)	Member	Independent Director	1	0
5.	Mr. Dhwanil Bhavnagari ** (w.e.f. 31.05.2019)	Member	Non-Executive Director	1	1

*Mrs. Kosha Shah has resigned from the post of Independent Director on 31.05.2019.

** Mr. Dhwanil Bhavnagari was appointed as a member of the Committee w.e.f. 31.05.2019.

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees. The said policy is available on the website of the Company.

Meetings of Nomination and Remuneration Committee:

During the year, one meeting of the Committee was held on 14.12.2019.

As on 31.03.2020 Nomination and Remuneration Committee comprises following members.

Sr. No.	Name of the Member	Designation	Category
1	Mr. Hemal Shah	Independent Director	Chairman
2	Mr. Sandip Gandhi	Independent Director	Member
3	Ms. Aarti Singh	Independent Director	Member

25. TAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee comprises of the following members:

Sr. No.	Name of the Member	Designation	Category
1.	Mr Hemal S. Shah	Chairman	Independent Director
2.	Mr. Ashish M. Shah	Member	Non-Promoter Executive
3.	Mr. Sandip Gandhi	Member	Independent Director

Details of Investor's grievances/ Complaints:

All investor complaints received during the year were resolved. The pending complaints of the Shareholders/Investors registered with SEBI at the end of the current financial year ended on 31st March, 2020 are 2 (Two).

26. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The Company has not developed and implemented any risk management policy as the risk threatening the business activity carried out by the Company during the year are minimal.

27. ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has placed an adequate Internal Financial Controls with reference to Financial Statements. The Board has inter alia reviewed the adequacy and effectiveness of the Company's internal financial controls relating to its financial statements.

During the year, such Controls were tested and no reportable material weakness was observed.

28. AUDITORS

i. STATUTORY AUDITORS

M/s. Sunil Poddar & Co., Chartered Accountants (FRN: 110603W), were appointed as a Statutory Auditors of the Company by Board of Directors of the Company w.e.f. 14.12.2019 to fill the Casual Vacancy caused by the resignation of M/s Nitin K Shah & Co., Chartered Accountants, Ahmedabad (FRN: 107140W). Further, their appointment as a Statutory Auditor was ratified and approved by the members of the Company through Extra Ordinary General Meeting (EGM) held on 25.02.2020. Further, it is proposed to appoint M/s Sunil Poddar & Co., Chartered Accountants as a Statutory Auditors of the Company to hold office from the conclusion of 26th Annual General Meeting (AGM) till the conclusion of the 31st Annual General Meeting of the Company to be held in the year 2025.

Management's response on the statutory auditor's Qualifications/Comments on the Company's financial statements.

Qualification:

1. The Company has made investment in one of its wholly owned Subsidiary namely Padmanabh Sport Private Limited and the said investment is carried at cost Rs. 100000 on the balance sheet as at March 31, 2020. Net worth of Investee Company has fully eroded as on balance sheet date and there is permanent diminution in the value of investment, The Management has stated the said investment at cost amount, which constitutes a departure from the Ind AS Accounting Standards prescribed under section 133 of the companies act 2013.
2. All the value with regards to financial assets and financial liabilities in the financial statements has been stated at historical cost only irrespective of the fair value of the same which is departure from requirement of an Ind AS 113 (Fair value measurement) and Ind AS 109 (Financial Instruments).

Response:

1. The Management wants to clarify that the Company had incorporated a wholly owned subsidiary under name and style of M/S. Padmanabh Sports Private Limited on 23/12/2016. Further the said subsidiary has a turnover of Rs. 1,60,94,702 in the F.Y. 19-20, and Rs. 1,16,23,788 in the F.Y. 18-19. The said investment of the Company in its wholly owned subsidiary company is long term in nature, and considering nature of investment the decrease in value of investment made is temporary fluctuation, therefore, the Board has decided to state the said Investment at cost amount.
2. The Management wants to clarify that there is no material variation in the Historical Cost of financial assets and financial liabilities in the financial statements and value with regards to financial assets and financial liabilities in the financial statements as per Ind AS 113 (Fair value measurement), therefore, amount stated in the financial is as Fair Value.

ii. SECRETARIAL AUDITOR

M/s Vishwas Sharma & Associates, Company Secretaries, Ahmedabad were appointed as Secretarial Auditor of the Company to conduct secretarial audit pursuant to the provisions of Section 204 of the Companies Act, 2013. The secretarial audit of the Company has been conducted on a concurrent basis in respect of the matters as set out in the said rules and Secretarial Audit Report given M/s Vishwas Sharma & Associates, Company Secretaries, Secretarial Auditor of the Company forms part of this report and is marked as “**Annexure B**”.

The said report contains observation or qualification certain observation and qualification which are mentioned her under.

Qualification	Explanation
Non-Compliance of the regulation 46(1) and 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which stipulates that a listed entity shall maintain a functional website containing the basic information about listed entity; however the Company does not maintain its website.	The Board of Directors of the Company would like to inform you that due to inadvertent error, the Company failed to renew its website therefore the website is temporary non-functional and the Company is in process to renew the website.

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<p>Non-Compliance of regulation 33(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding submission of the financial results. The Company failed to submit financial results for the quarter ended March 31, 2019 within 30 minutes of Board Meeting.</p>	<p>Due to inadvertence the Company had done wrong attachment while uploading the financials results, however the Company has rectify the mistake on the next day and uploaded the financial results for the quarter ended March 31, 2019.</p>
<p>Non-Compliance of regulation 6(1) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which stipulates that a listed entity shall appoint a qualified Company Secretary as the Compliance Officer however; the Company has not appointed the same for the period from 19th April, 2019 to 14th December, 2019.</p>	<p>As per Section 203(4) of the Companies Act, 2013, the company has to appoint Whole-time Key Managerial Personnel within a period of six months from the date of resignation of Key Managerial Personnel. The Board of Directors of your Company would like to explain on the said observation that your Company took all reasonable steps to file up casual vacancy arose in office of Company Secretary & Compliance Officer but could not find any candidate. However, on finding a candidate the Company has appointed Ms. Pratixa Seju as a Company Secretary and Compliance Officer w.e.f 14th December 2019.</p>
<p>Non-Compliance of Section 203(4) of the Companies Act, 2013 which stipulates that the company has to appoint Whole-time Key Managerial Personnel within a period of six months from the date of resignation of Key Managerial Personnel however; the Company has not appointed the same for the period from 19th April, 2019 to 14th December, 2019.</p>	<p>As per Section 203(4) of the Companies Act, 2013, the company has to appoint Whole-time Key Managerial Personnel within a period of six months from the date of resignation of Key Managerial Personnel. The Board of Directors of your Company would like to explain on the said observation that your Company took all reasonable steps to file up casual vacancy arose in office of Company Secretary & Compliance Officer but could not find any candidate. However, on finding a candidate the Company has appointed Ms. Pratixa Seju as a Company Secretary and Compliance Officer w.e.f 14th December 2019.</p>
<p>Non-Compliance of the regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which stipulates that a listed entity shall make disclosures of any events or information which, in the opinion of the board of directors of the listed company, is material, as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information. However, the Company has made delay in filing the disclosure relating to appointment of Statutory Auditor and Company Secretary & Compliance Officer of the Company.</p>	<p>The Company failed to submit disclosure regarding material event i.e. appointment of Statutory Auditor and Company Secretary & Compliance Officer of the Company within 24 hours of occurrence of event due to weak internet connection and technical issue in printer during the period. Further, Company shall be cautious regarding compliances related to stock exchange in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. And the late filing was un intentional by the Company.</p>
<p>As per Regulation 30 of SEBI (Listing Obligation Disclosure Requirements) Regulation, 2015 read with Schedule III of the said regulation the</p>	<p>The Company missed to file disclosure as per Regulation 30 relating to the cessation of Mrs. Kosha Malav Shah (DIN: 07056610), Director of</p>

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<p>Company has not filed disclosure to stock exchange regarding the resignation of Mrs. Kosha Malav Shah (DIN: 07056610), within 30 minutes.</p>	<p>the Company with the Stock Exchange within the stipulated time period and such non-filing was not intentional.</p> <p>Further, Company shall be cautious regarding compliances related to stock exchange in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, so that such situation doesn't arise. And the late filing was unintentional.</p>
<p>As per Section 168 (1) of the Companies Act, 2013 read with rule 15 of the Companies (Appointment and Qualification of Directors) Rules, 2014 the Company has not filed e-form DIR-12 relating to the resignation of Mrs. Kosha Malav Shah (DIN: 070566610) within the stipulated time. The company has made default in filing form DIR-12 Mrs. Kosha Malav Shah Director of the Company.</p>	<p>The Company missed to file DIR-12 relating to the resignation of Director with the MCA within the stipulated time period and such non-filing was not intentional.</p> <p>However, as on date the Company has filed DIR-12 of Mrs. Kosha Malav Shah.</p>
<p>As per Section 170(2) of the Companies Act, 2013 read with rule 18 of the Companies (Appointment and Qualifications of Directors) Rules 2014 the Company has not filed e-form DIR-12 relating to the appointment of Ms. Pratixa Seju as a Company Secretary and Compliance Officer of the Company within the stipulated time. The company has made default in filing e-form DIR-12 of Ms. Pratixa Seju, Company Secretary and Compliance Officer of the Company.</p> <p>As per Section 179(3) of the Companies Act, 2013 read with rule 8 of the Companies (Meetings of Board and its Powers) Rules 2014 the Company has not filed e-form MGT-14 relating to the appointment of Ms. Pratixa Seju as a Company Secretary and Compliance Officer of the Company within the stipulated time. The company has made default in filing e-form MGT-14 of Ms. Pratixa Seju, Company Secretary and Compliance Officer of the Company.</p>	<p>The Company missed to file DIR-12 and MGT-14 relating to the appointment of Ms. Pratixa Seju as a Company Secretary and Compliance Officer of the Company with the MCA within the stipulated time period due to some technical error in form and such non-filing was not intentional.</p> <p>However, as on date the Company has filed DIR-12 and MGT-14 of Ms. Pratixa Seju, Company Secretary and Compliance Officer of the Company.</p>
<p>As per Section 139(8) read with rule 4(2) of the Companies (Audit and Auditors Rules), 2014 the Company has not filed e-form ADT-1 relating to the appointment of Statutory Auditors of the Company within the stipulated time. The company has made default in filing e-form ADT-1 for the appointment of Statutory Auditor of the Company. The company has made default in filing e-form ADT-1 of Statutory Auditor of the Company.</p>	<p>The Company missed to file ADT-1 relating to the appointment of Statutory Auditor of the Company with the MCA within the stipulated time period and such non-filing was not intentional.</p> <p>However, as on date the Company has filed ADT-1 of Statutory Auditor of the Company.</p>
<p>As per Rule 3 of Companies (Acceptance of Deposits) Rules, 2014 that the Company shall file e-form DPT 3 within 60 days from end of financial year, the Company has not filed e-form DPT 3</p>	<p>The Company missed to file DPT 3 with the MCA within the stipulated time period and such non-filing was not intentional.</p>

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within the stipulated time. The Company has made default in filing e-form DPT 3.	
Non Compliance of Section 186 of Companies Act, 2013 which stipulates that No loan shall be given at a rate of interest lower than the prevailing yield of one year, three year, five year or ten year Government Security closest to the tenor of the loan as the Company has given interest free loan to its subsidiary.	The Company has given loan to its wholly owned subsidiary i.e. Padmanabh Sports Private Limited which was Promoted by our Company and it's our Group Company. The Padmanabh Sports Private Limited is running into loss so its unable to pay the interest to the Company. The management of Company is well aware about the Section 186 and its rules. Thus stating the said loan is interest free loan is false, the non-compliance is due to the non-capacity of WOS to pay the interest due to its financial position.

iii. COST AUDITORS

The Company has not appointed the Cost Auditor as pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit is not applicable to the Company.

29. ANNUAL RETURN

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Annexure "C" and is attached to this Report.

30. PARTICULARS OF 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 is not provided in the Report as no remuneration is paid to any of the directors of the company nor any employee of the Company was in receipt of the remuneration exceeding the limits prescribed in the rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

31. EXTRA ORDINARY GENERAL MEETING

During the year under review, 1 (One) Extra-Ordinary General Meeting was held. The Company has passed following resolution through Extra-Ordinary General Meeting.

Name of Resolution	Type of Resolution
Appointment of Statutory Auditor	Ordinary Resolution

32. CORPORATE GOVERNANCE

As per the provisions of SEBI (Listing Obligations and Disclosures requirement) Regulation, 2015, the annual report of the listed entity shall contain Corporate Governance Report and it is also further provided that if the Company is not having the paid up share capital exceeding Rs. 10 crores and Net worth exceeding Rs. 25 crores, the said provisions are not applicable. As our Company does not have the paid up share capital exceeding Rs.10 crores and Net worth exceeding Rs. 25

crores, the Corporate Governance Report is not applicable and therefore not provided by the Board.

33. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) (e) of the Listing Regulations is given as an "Annexure D" to this report.

34. FINANCIAL CALENDAR

The Company expects to announce the unaudited/audited quarterly results for the year 2019-20 as per the following schedule:

First quarter: 2nd week of August, 2020

Half-yearly results: 2nd week of November, 2020

Third quarter: 2nd Week of February, 2021

Yearly Results: By end of May, 2021

35. ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

For and on behalf of the Board of Directors

Date: 10.11.2020

Place: Ahmedabad

**Ashish M. Shah
Chairman cum Managing Director
(DIN: 03129204)**

Annexure-“A”

FORM NO. AOC-2

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.

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

1. Details of Contracts or arrangements or transactions not at arm’s Length basis

Sr. No.	Name(s) of the related party and nature of Relationship	Nature of Contracts/ Arrangements/ Transactions	Duration of The Contracts/ Arrangements/ Transactions	Salient terms of the contracts or arrangements or Transactions including the value, if Any	Justification for entering into such contracts Or arrangements or transactions	Date(s) Of approval by the Board	Amount paid as advances, if any:	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
NIL								

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

Sr. No.	Name(s) of the related party and nature of Relationship	Nature of Contracts/ Arrangements/ Transactions	Duration of The Contracts/ Arrangements/ Transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board	Amount paid as advances, if any:
	(a)	(b)	(c)	(d)	(e)	(f)
1.	Ashish M. Shah (Managing Director)	Rent Paid	On yearly basis	Rs. 1,80,000/-	19/04/2019	-

Place: Ahmedabad
Date: 10.11.2020

For and on behalf of the Board of Directors

Ashish M. Shah
Chairman cum Managing Director
(DIN: 03129204)

Annexure - "B"
Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2020
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
PADMANABH INDUSTRIES LIMITED
AHMEDABAD- 380015

We have conducted the secretarial audit the compliance of applicable statutory provisions and the adherence to good corporate practices by Padmanabh Industries Limited (CIN: L17110GJ1994PLC023396) (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 our verification of the Company's 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, We hereby report that in our opinion, the Company has, during the audit, period covering the financial year ended on March 31, 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 and in the manner reported hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of-

- I. The Companies Act, 2013 and the Rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made under that Act;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed under that act:
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing. (not applicable to the company during the audit period)
- 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) Regulation, 1992;

- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(not applicable to the company during the audit period);**
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(not applicable to the company during the audit period);**
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(not applicable to the company during the audit period);**
 - 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 during the audit period);**
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (not applicable to the company during the audit period);
- VI. We have relied on the representations made by the Company and its officers for systems and mechanism formed by the Company for compliances of other specific applicable Acts, Laws and Regulations to the Company as mentioned hereunder;
- a) Local taxes as applicable in the State of Gujarat;

We have also examined compliance with the applicable Clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
- ii. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above and subject to the following observations;

- a) **Non-Compliance of the regulation 46(1) and 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which stipulates that a listed entity shall maintain a functional website containing the basic information about listed entity; however the Company does not maintain its website.**
- b) **Non-Compliance of regulation 33(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding submission of the financial results. The Company failed to submit financial results for the quarter ended March 31, 2019 within 30 minutes of Board Meeting.**
- c) **Non-Compliance of regulation 6(1) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which stipulates that a listed entity shall appoint a qualified Company Secretary as the**

Compliance Officer however; the Company has not appointed the same for the period from 19th April, 2019 to 14th December, 2019.

- d) **Non-Compliance of Section 203(4) of the Companies Act, 2013 which stipulates that the company has to appoint Whole-time Key Managerial Personnel within a period of six months from the date of resignation of Key Managerial Personnel however; the Company has not appointed the same for the period from 19th April, 2019 to 14th December, 2019.**
- e) **Non-Compliance of the regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which stipulates that a listed entity shall make disclosures of any events or information which, in the opinion of the board of directors of the listed company, is material, as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information. However, the Company has made delay in filing the disclosure relating to appointment of Statutory Auditor and Company Secretary & Compliance Officer of the Company.**
- f) **As per Regulation 30 of SEBI (Listing Obligation Disclosure Requirements) Regulation, 2015 read with Schedule III of the said regulation the Company has not filed disclosure to stock exchange regarding the resignation of Mrs. Kosha Malav Shah (DIN: 07056610), within 30 minutes.**
- g) **As per Section 168 (1) of the Companies Act, 2013 read with rule 15 of the Companies (Appointment and Qualification of Directors) Rules, 2014 the Company has not filed e-form DIR-12 relating to the resignation of Mrs. Kosha Malav Shah (DIN: 070566610) within the stipulated time. The company has made default in filing form DIR-12 Mrs. Kosha Malav Shah Director of the Company.**
- h) **As per Section 170(2) of the Companies Act, 2013 read with rule 18 of the Companies (Appointment and Qualifications of Directors) Rules 2014 the Company has not filed e-form DIR-12 relating to the appointment of Ms. Pratixa Seju as a Company Secretary and Compliance Officer of the Company within the stipulated time. The company has made default in filing e-form DIR-12 of Ms. Pratixa Seju, Company Secretary and Compliance Officer of the Company.**

As per Section 179(3) of the Companies Act, 2013 read with rule 8 of the Companies (Meetings of Board and its Powers) Rules 2014 the Company has not filed e-form MGT-14 relating to the appointment of Ms. Pratixa Seju as a Company Secretary and Compliance Officer of the Company within the stipulated time. The company has made default in filing e-form MGT-14 of Ms. Pratixa Seju, Company Secretary and Compliance Officer of the Company.

- i) **As per Section 139(8) read with rule 4(2) of the Companies (Audit and Auditors Rules), 2014 the Company has not filed e-form ADT-1 relating to the appointment of Statutory Auditors of the Company within the stipulated time. The company has made default in filing e-form ADT-1 for**

the appointment of Statutory Auditor of the Company. The company has made default in filing e-form ADT-1 of Statutory Auditor of the Company.

j) As per Rule 3 of Companies (Acceptance of Deposits) Rules, 2014 that the Company shall file e-form DPT 3 within 60 days from end of financial year, the Company has not filed e-form DPT 3 within the stipulated time. The Company has made default in filing e-form DPT 3.

k) Non Compliance of Section 186 of Companies Act, 2013 which stipulates that No loan shall be given at a rate of interest lower than the prevailing yield of one year, three year, five year or ten year Government Security closest to the tenor of the loan as the Company has given interest free loan to its subsidiary.

The Board of Directors is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

Board takes decision by majority of directors while the dissenting directors' 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 and guidelines.

I further report that during the audit period, there were no instances of:

- (i) Public/Rights of Shares/Preferential Issue of Shares/debentures/sweat equity.
- (ii) Redemption/buy-back of securities.
- (iii) Merger/ amalgamation/ reconstruction etc.
- (iv) Foreign technical collaborations

**For, Vishwas Sharma & Associates
Company Secretaries**

**Place: Ahmedabad
Date: 10.11.2020**

**Vishwas Sharma
Proprietor
ACS: 33017
COP: 16942
UDIN: A033017B001197763**

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

Annexure to Secretarial Audit Report

To,
The Members,
PADMANABH INDUSTRIES LIMITED
401, ABHISHREE AVENUE,
OPP. HANUMAN TEMPLE,
NEHRUNAGAR CIRCLE, AMBAWADI,
AHMEDABAD- 380015

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

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

**For, Vishwas Sharma & Associates
Company Secretaries**

**Place: Ahmedabad
Date: 10.11.2020**

**Vishwas Sharma
Proprietor
ACS: 33017
COP: 16942
UDIN: A033017B001197763**

PADMANABH INDUSTRIES LIMITED

**“Annexure- C”
Form No. MGT-9
EXTRACT OF ANNUAL RETURN**

*as on the financial year ended on 31/03/2020
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]*

I. REGISTRATION AND OTHER DETAILS:

1.	CIN:	L17110GJ1994PLC023396
2.	Registration Date	24/10/1994
3.	Name Of The Company	PADMANABH INDUSTRIES LIMITED
4.	Category / Sub-Category Of the Company	Company Limited By Shares / Indian Non Government Company
5.	Address Of The Registered Office And Contact Details	401, Abhishree Avenue, Opp. Hanuman Temple, Nehrunagar Circle, Ambawadi, Ahmedabad-380015, Gujarat +91-79-26400200 Email-padmanabhindustries@gmail.com
6.	Whether Listed Company	Yes
7.	Name, Address And Contact Details Of Registrar And Transfer Agent, If Any	Bigshare Services Pvt. Ltd. A-802 Samudra Complex, Near Klassic Gold Hotel, Off C G Road, Navarangpura, Ahmedabad-380009 Gujarat. Contact:- 079 - 40024135 Email: bssadh@bigshareonline.com

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)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
NIL			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN	Holding/Subsidiary / Associate	% of Shares held	Applicable Section under Compan
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PADMANABH INDUSTRIES LIMITED

					ies Act, 2013
1.	M/S Padmanabh Sports Private Limited	U74110GJ2016PTC094837	Wholly Owned Subsidiary	100	2(87)(ii)
2.	M/S Guardian Finance Private Limited	U65993PB1976PTC003643	Subsidiary		2(87)(ii)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year (01/04/2019)				No. of Shares held at the end of the year (31/03/2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	134600	-	134600	2.21	134600	-	134600	2.21	0.00
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other Directors/Relatives	-	-	-	-	-	-	-	-	-
Sub-total (A)(1):-	134600	-	134600	2.21	134600	-	134600	2.21	0.00
(2) Foreign									
a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
b) Other-Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	-	-	-	-	-	-	-	-	-

PADMANABH INDUSTRIES LIMITED

Total Shareholding of Promoter (A)=(A)(1)+(A(2))	134600	-	134600	2.21	134600	-	134600	2.21	0.00
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B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	730420	-	730420	12.02	551771	900	552671	9.09	(2.93)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	507295	466980	974275	16.03	548257	465580	1013837	16.68	0.65

PADMANABH INDUSTRIES LIMITED

ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	3812223	41200	3853423	63.40	3586595	41200	3627795	59.69	(3.71)
c) Others	87968	0	87968	1.45	376068	0	376068	6.19	4.74
1.Hindu Undivided Families									

2.Non Resident Repatriates	-	-	-	-					
Clearing members	296814	0	296814	4.88	372529	0	372529	6.13	1.25
Sub-total (B)(2):-	5434720	508180	5942900	97.79	5435220	507680	5942900	97.79	0.00
Total Public Shareholding (B)=(B)(1)+ (B)(2)	5434720	508180	5942900	97.79	5435220	507680	5942900	97.79	0.00
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	5569320	508180	6077500	100.00	5569320	507680	6077500	100.00	0.00

(ii) Shareholding of Promoters:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (01/04/2019)			Share holding at the end of the year (31/03/2020)			% change in share holding 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	Nilay S. Shah	47500	0.78	-	47500	0.78	-	0.00
2	Jigisha Bhavin Shah	50000	0.82	-	50000	0.82	-	0.00

PADMANABH INDUSTRIES LIMITED

3	Niraj S. Shah	37100	0.61	-	37100	0.61	-	0.00
TOTAL		134600	2.21	-	134600	2.21	-	0.00

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

Sr. No.	Promoter's name	Shareholding at the beginning of the year (01/04/2019)		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	134600	2.21	134600	2.21
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGE			
	At the end of the year	134600	2.21	134600	2.21

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

	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
1.PRASHANT JAYANTILAL PATEL				
At the beginning of the year	2,36,300	3.89	2,36,300	3.89
Purchase on 05/07/2019	20,000	0.33	2,56,300	4.22
At the End of the year	2,56,300	4.22	2,56,300	4.22
2. SURUCHI SHUKLA				
At the beginning of the year	2,20,000	3.62	2,20,000	3.62
Date wise Increase/Decrease during the year	No Change			
At the End of the year	2,20,000	3.62	2,20,000	3.62
3. HIRAL ASHISH SHAH				
At the beginning of the year	2,10,000	3.46	2,10,000	3.46
Date wise Increase/Decrease during the year	No Change			

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At the End of the year	2,10,000	3.46	2,10,000	3.46
4. ASHISH MAHENDRA SHAH				
At the beginning of the year	2,00,000	3.29	2,00,000	3.29
Date wise Increase/Decrease during the year	No Change			
At the End of the year	2,00,000	3.29	2,00,000	3.29
5. MAHENDRABHAI SHAH				
At the beginning of the year	1,99,000	3.23	1,99,000	3.23
Date wise Increase/Decrease during the year	No Change			
At the End of the year	1,99,000	3.23	1,99,000	3.23
6. NIRANJANA MAHENDRA SHAH				
At the beginning of the year	1,96,000	3.27	1,96,000	3.27
Date wise Increase/Decrease during the year	No Change			
At the End of the year	1,96,000	3.27	1,96,000	3.27
7. SHREE VISHWAMURTE TRADINVEST PVT LD				
At the beginning of the year	1,60,134	2.63	1,60,134	2.63
Purchase on 17/05/2019	1,507	0.02	1,61,641	0.00
Purchase on 24/05/2019	3,188	0.05	1,64,829	2.71
Sell on 31/05/2019	96,724	1.59	68,105	1.12
Purchase on 07/06/2019	234	0.004	68,339	1.12
Purchase on 14/06/2019	5,330	0.09	73,669	1.21
Purchase on 21/06/2019	3,646	0.06	77,315	1.27
Purchase on 28/06/2019	1,847	0.03	79,162	1.30
Purchase on 12/07/2019	8,244	0.14	87,406	1.44
Purchase on 19/07/2019	531	0.009	83,937	1.45
Purchase on 26/07/2019	285	0.005	88,222	1.45
Purchase on 02/08/2019	6,533	0.11	94,755	1.56
Purchase on 09/08/2019	285	0.005	95,040	1.56
Purchase on 16/08/2019	20,355	0.33	1,15,395	1.90
Purchase on 23/08/2019	744	0.01	1,16,139	1.91
Purchase on 30/08/2019	50	0.001	1,16,189	1.91
Purchase on 20/09/2019	56,898	0.94	1,73,087	2.85
Sell on 27/09/2019	12,000	0.20	1,61,087	2.65
Purchase on 18/10/2019	4,618	0.08	1,65,705	2.73
Sell on 27/12/2019	16,003	0.26	1,49,702	2.46
Purchase on 21/02/2020	7,000	0.12	1,56,702	2.58
Purchase on 20/03/2020	101	0.002	1,56,803	2.58
At the End of the year	1,56,803	2.58	1,56,803	2.58
8. PARKLIGHT SECURITES PRIVATE LTD				

PADMANABH INDUSTRIES LIMITED

At the beginning of the year	1,35,000	2.22	1,35,000	2.22
Sell on 21/06/2019	36,000	0.59	99,000	1.63
Sell on 16/08/2019	75,000	1.23	24,000	0.93
Purchase on 10/01/2020	100	0.002	24,100	0.40
At the End of the year	24,100	0.40	24,100	0.40
9. SAUMIL A BHAVNAGARI				
At the beginning of the year	73,123	1.20	73,123	1.20
Purchase on 06/09/2019	200	0.003	73,323	1.21
Purchase on 13/09/2019	700	0.01	74,023	1.22
Purchase on 04/10/2019	2,000	0.03	76,023	1.25
Purchase on 11/10/2019	50	0.001	76,073	1.25
Purchase on 18/10/2019	1,000	0.02	77,073	1.27
Purchase on 25/10/2019	300	0.02	77,373	1.27
Purchase on 01/11/2019	1,372	0.0007	78,745	1.30
Sell on 08/11/2019	4,056	0.07	74,689	1.23
Purchase on 15/11/2019	948	0.02	75,637	1.24
Purchase on 22/11/2019	110	0.002	75,747	1.25
Purchase on 29/11/2019	1,835	0.03	77,582	1.28
Purchase on 06/12/2019	3,365	0.06	80,947	1.33
Sell on 13/12/2019	1,680	0.03	79,267	1.30
Purchase on 20/12/2019	50	0.001	79,317	1.31
Purchase on 27/12/2019	438	0.01	79,755	1.31
Purchase on 31/12/2019	3,350	0.06	83,105	1.37
Purchase on 03/01/2020	7,500	0.12	90,605	1.49
Purchase on 10/01/2020	24,933	0.41	1,15,538	1.90
Purchase on 24/01/2020	500	0.01	1,16,038	1.91
Purchase on 25/02/2020	501	0.01	1,16,539	1.92
Purchase on 06/03/2020	937	0.02	1,17,476	1.93
Purchase on 13/03/2020	500	0.01	1,17,976	1.94
Purchase on 20/03/2020	2	0.00003	1,17,978	1.94
Purchase on 27/03/2020	2	0.00003	1,17,980	1.94
Sell on 31/03/2020	99	0.002	1,17,881	1.94
At the End of the year	1,17,881	1.94	1,17,881	1.94
10. ARVINDBHAI S SHAH (HUF)				
At the beginning of the year	0.00	0.00	0.00	0.00
Purchase on 20/12/2019	1,76,878	2.91	1,76,878	2.91
Sell on 28/02/2020	54,010	0.89	1,22,868	2.02
Sell on 06/03/2020	42	0.001	1,22,826	2.02
Sell on 20/03/2020	10,111	0.17	1,12,715	1.85
Sell on 27/03/2020	3	0.00004	1,12,712	1.85

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At the End of the year	1,12,712	1.85	1,12,712	1.85
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(v) Shareholding of Directors and Key Managerial Personnel: -

Sr No.	Shareholding of each Directors and each Key Managerial Personnel	Reason	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
1.	Ashish Mahendrabhai Shah					
	At the beginning of the year		200000	3.29	200000	3.29
	Date/Quarter wise Increase / Decrease in Promoters Share holding during the year	-				
	At the end of the year		200000	3.29	200000	3.29
2.	Hemal Suresh Shah					
	At the beginning of the year	-	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Share holding during the year	-	-	-	-	-
	At the end of the year	-	Nil	Nil	Nil	Nil
3.	Sandip Navinchandra Gandhi					
	At the beginning of the year	-	Nil	Nil	Nil	Nil
	Date/Quarter wise Increase / Decrease in Promoters Share holding during the year	-				
	At the end of the year	-	Nil	Nil	Nil	Nil
4.	Kosha Malav Shah*					
	At the beginning of the year	-	Nil	Nil	Nil	Nil
	Date/Quarter wise Increase / Decrease in Promoters Share holding during the year	-				
	At the end of the year	-	Nil	Nil	Nil	Nil
5	Aarti Anil Singh**					
	At the beginning of the year	-	Nil	Nil	Nil	Nil
	Date/Quarter wise Increase / Decrease in Promoters Share holding during the year	-				
	At the end of the year	-	Nil	Nil	Nil	Nil
6.	Rameshbhai Harilal Shah					
	At the beginning of the year	-	Nil	Nil	Nil	Nil
	Date/Quarter wise Increase / Decrease in Promoters Share holding during the year	-				
	At the end of the year	-	Nil	Nil	Nil	Nil
7.	Devang Prajapti ***					

PADMANABH INDUSTRIES LIMITED

	At the beginning of the year	-	Nil	Nil	Nil	Nil
	Date/Quarter wise Increase / Decrease in Promoters Share holding during the	-				
	At the end of the year	-	Nil	Nil	Nil	Nil
8.	Pratixa Seju****					
	At the beginning of the year	-	Nil	Nil	Nil	Nil
	Date/Quarter wise Increase / Decrease in Promoters Share holding during the	-				
	At the end of the year	-	Nil	Nil	Nil	Nil

*Mrs. Kosha Malav Shah has resigned from the post of Independent Director of the Company w.e.f. 31.05.2019.

**Ms.Aarti Anil Singh is appointed as an Independent Director of the Company w.e.f. 14.11.2019.

***Mr. Devang Prajapati has resigned from the post of the Company Secretary & Compliance Officer of the company w.e.f. 19.04.2019.

****Ms. Pratixa Seju is appointed as a Company Secretary & Compliance Officer of the company w.e.f. 14.12.2019.

(vi) INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	5763485	-	5763485
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	5763485	-	5763485
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	-	(1812519)	-	(1812519)
Net Change	-	(1812519)	-	(1812519)
Indebtedness at the end of the financial year				
i) Principal Amount	-	3950966	-	3950966
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not	-	-	-	-

PADMANABH INDUSTRIES LIMITED

due				
Total (i+ii+iii)	-	3950966	-	3950966

(vii) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Mr. Ashish M. Shah	
1	Gross salary	NIL	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL
5	Others, please specify	NIL	NIL
	Total (A)	NIL	NIL

B. Remuneration to other Directors:

SN .	Particulars of Remuneration	Name of Director					Total Amount
		Aarti Anil Singh (w.e.f. 14.11.2019)	Hemal S. Shah	Sandeep N. Gandhi	Kosha M. Shah (upto 31.05.2019)	Dhwanil S Bhavnagari	
1	Independent Directors	✓	✓	✓	✓		
	Fee for attending board committee	NIL	NIL	NIL	NIL		NIL
	Meetings						
	Commission	NIL	NIL	NIL	NIL		NIL
	Others, please specify	NIL	NIL	NIL	NIL		NIL
	Total (1)	NIL	NIL	NIL	NIL		NIL

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2	Other Non-Executive Directors			-	-	✓	
	Fee for attending board committee Meetings			-	-	-	-
	Commission			-	-	-	
	Others, please specify			-	-	-	-
	Total (2)			-	-	-	-
	Total (B)=(1+2)			-	-	-	-
	Total Managerial Remuneration			-	-	-	-
	Overall Ceiling as per the Act	Rs.1,00,000/- Per meeting		Rs.1,00,000/- per meeting	Rs.1,00,000/- per meeting	Rs.1,00,000 per meeting	-

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

SN	Particulars of Remuneration	Key Managerial Personnel				Total
		CFO	CS	CS		
		Mr. Rameshbhai Shah	Mr. Devang Prajapati* (upto 19.04.2019)	Ms. Pratixa Seju** (w.e.f. 14.12.2019)		
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,60,000/-	18,000/-	42,300/-		4,20,300/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil		Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil		Nil
2	Stock Option	Nil	Nil	Nil		Nil
3	Sweat Equity	Nil	Nil	Nil		Nil
4	Commission		Nil	Nil		
	- as % of profit	Nil	Nil	Nil		Nil

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	others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total	3,60,000/-	18,000/-	42,300/-	4,20,300/-

*Mr. Devang Prajapati has resigned from the post of the Company Secretary & Compliance Officer of the Company w.e.f. 19.04.2019.

***Ms. Pratixa Seju was appointed as a Company Secretary & Compliance Officer of the Company w.e.f. 14.12.2019.

D. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

Place: Ahmedabad
Date: 10.11.2020

For and on behalf of the Board of Directors

Ashish M. Shah
Chairman cum Managing Director
(DIN: 03129204)

Annexure - "D"

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

I. Industry Structure and Development

The fabrics industry occupies an important position in the Indian Economy for its extended role of early industrialization and social sector development. Strong growth in end user segments coupled with the initiatives from the government and industry to enhance the growth has brought the focus on the fabrics segment. Simultaneously, improved competitiveness is likely to result in significant growth of the diverse but fragmented fabrics segment.

II. Opportunities and Threats

A future of opportunities exists in the form of increasing user and increasing demand. Growth in Indian economy leads to creation of immense opportunities to the Company for future growth and development.

Your Company perceives risks or concerns common to industry such as concerns related to the Global Economic fallout, Regulatory risks, Foreign Exchange volatilities, Higher Interest rates, and other commercial & business related risks. Fabrics businesses are generally working capital intensive and hence the working capital requirements are also higher.

III. Internal Control system and their adequacy

The Company has adequate system of internal control commensurate with its size and operations to ensure orderly and efficient conduct of the business. These controls ensure safeguard of assets, reduction and detection of frauds and error, adequacy and completeness of the accounting record and timely preparation of reliable financial information.

KEY RATIOS

Sr. No.	Particular	Ratio For F.Y.	
		2019-20	2018-19
1.	<p>Debtors Turnover Ratio</p> <p>Formula: Debtors Turnover Ration= Net Credit Sales/Average Account Receivable</p> <p>Definition: The Debtors Turnover Ratio also called as Receivables Turnover Ratio shows how quickly the credit sales are converted into the cash. This ratio measures the efficiency of a firm in managing and collecting the credit</p>	0.00 Times	0.00 Times

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	issued to the customers.		
2.	<p>Inventory Turnover Ratio</p> <p>Formula: Inventory Turnover= Sales/Inventory</p> <p>Definition: Inventory turnover is a ratio showing how many times a company has sold and replaced inventory during a given period. A company can then divide the days in the period by the inventory turnover formula to calculate the days it takes to sell the inventory on hand.</p>	0.00 Times	0.00 Times
3.	<p>Interest Coverage Ratio</p> <p>Formula: Interest Coverage Ratio= Interest Expense/EBIT</p> <p>Definition: The interest coverage ratio measures how many times a company can cover its current interest payment with its available earnings. The ratio is calculated by dividing a company's earnings before interest and taxes (EBIT) by the company's interest expenses for the same period.</p>	(4.28) Times	(0.02) Times
4.	<p>Current Ratio</p> <p>Formula: Current Ratio=Current assets/ Current liability</p> <p>Definition: The current ratio is a liquidity ratio that measures whether a firm has enough resources to meet its short-term obligations. It compares a firm's current assets to its current liabilities, and is expressed as follows: The current ratio is an indication of a firm's liquidity.</p>	0.58 Times	1.29 Times
5.	<p>Debt Equity Ratio</p> <p>Formula: Debt Equity Ratio = Debt/Total Equity</p> <p>Definition: The debt-to-equity ratio is a financial ratio indicating the relative proportion of shareholders' equity and debt used to finance a company's assets. Closely related to leveraging, the ratio is also known as risk, gearing or leverage.</p>	0.00 Times	0.00 Times
6.	<p>Operating Profit Margin Ratio</p> <p>Formula: Operating profit margin = *Operating income/ Total revenue *Operating Income excluding Exceptional Item</p> <p>Definition: In business, operating margin—also known as operating income margin, operating profit margin, EBIT margin and return on sales —is the ratio of operating income to net sales, usually presented in percent. Net profit measures the profitability of ventures after accounting for all costs.</p>	0.00 Times	0.00 Times

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7.	<p>Net Profit Margin Ratio</p> <p>Formula: Net Profit Margin= Net Profit/ Sales</p> <p>Definition: The net profit percentage is the ratio of after-tax profits to net sales. It reveals the remaining profit after all costs of production, administration, and financing have been deducted from sales, and income taxes recognized.</p>	0.00 Times	0.00 Times
8.	<p>Return on Net Worth Ratio</p> <p>Formula: Net Income/Shareholder's Equity</p> <p>Definition: The return on Net Worth is a measure of the profitability of a business in relation to the equity.</p>	(0.52) Times	(0.01) Times

IV. Financial performance with respect to operational performance

The financial performance of the Company for the year 2018-19 is described in the Directors Report.

I. Risk and Concerns

Your Company perceives risks or concerns common to industry such as concerns related to the Global Economic fallout, Regulatory risks, Foreign Exchange volatilities, Higher Interest rates, and other commercial & business related risks. Fabrics businesses are generally working capital intensive and hence the working capital requirements are also higher.

II. Material developments in Human Resources/Industrial Relations front, including the number of people employed.

During the year under review, no such initiatives and/or developments in Human Resources/Industrial Relations front has been taken by the Company.

III. Segment wise Performance:

The business of the company is divided in to 3 (Three) segments: Fabrics business, Electronic and Electric equipment, Agricultural Product business.

Segment	Principal activity
Fabric Business	Trading activity of Fabric & fabric items
Electronic and Electric equipment	Trading activity of electronic goods and appliances

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Agricultural Product business	Trading activity of Seeds
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	Year Ended	
	31 March 2020	31 March 2019
1) Segment Revenue		
8/a) Fabrics Business	0	0
b) Electronics and Electric Equipment	0	0
c) Agricultural Product Business	0	0
Gross Revenues	0	0
2) Segment Result		
a) Fabrics Business	0	0
b) Electronics and Electric Equipment	0	0
c) Agricultural Product Business	0	0
Total	0	0

IV. Recent Trend and Future Outlook:

The sector in which the Company has been operating is developing faster and provides ample growth opportunities.

Further due to rise in foreign direct investment in the sector, Company will be able to develop projects at fast pace and looking forward for better development and high investment returns.

V. Cautionary Statement: -

Statement in this Management Discussion and Analysis describing the company's objectives, projections, estimated and expectations are "forward looking statements" Actual results might differ, materially from those anticipated because of changing ground realities.

Place: Ahmedabad
Date: 10.11.2020

For and on behalf of the Board of Directors

Ashish M. Shah
Chairman cum Managing Director
(DIN: 03129204)

Independent Auditor's Report

**To the Members of Padmanabh Industries Limited
Report on the Audit of Standalone Financial Statements**

Qualified Opinion

We have audited the accompanying standalone Ind AS financial statements of Padmanabh Industries Limited ("the Company"), which comprise the balance sheet as at March 31, 2020, and the Statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, its profit (or Loss), statement of changes in equity and cash flows for the year ended on that date.

Basis for Qualified Opinion

- Refer to Note 3 in the standalone financial statements, the Company has made investment in one of its wholly owned Subsidiary namely Padmanabh Sport Private Limited and the said investment is carried at cost Rs. 100000 on the balance sheet as at March 31, 2020. Net worth of Investee Company has fully eroded as on balance sheet date and there is permanent diminution in the value of investment, The Management has stated the said investment at cost amount, which constitutes a departure from the Ind AS Accounting Standards prescribed under section 133 of the companies act 2013.
- Refer to standalone financial statements, all the value with regards to financial assets and financial liabilities in the financial statements has been stated at historical cost only irrespective of the fair value of the same which is departure from requirement of an Ind AS 113 (Fair value measurement) and Ind AS 109 (Financial Instruments).

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

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

Emphasis of Matter

- We draw attention to Other disclosures forming part of the standalone Ind AS Financial Statements, which describes the uncertainties and the impact of Covid-19 pandemic on the Company's operations and results as assessed by the management. Our opinion is not modified in respect of this matter.
- We draw attention to exceptional items stated in the statement of profit & loss account amounting Rs. 4.21 crores. The company has written off its financial and non-financial assets during year including the advance for capital assets.
- The Company have granted interest free Unsecured loans and advances to its wholly owned subsidiary, outstanding amount of Rs 7.14 crores as on balance sheet. The Net worth of the said subsidiary has fully eroded and having negative net worth of Rs 6.26 crores. Such loans and receivables are tested for impairment annually. If impairment exists, the recoverable amounts of the loans and receivables are estimated in order to determine the extent of the impairment loss, if any. Determination of whether there exists any impairment in the value of loans is subject to a significant level of judgment. There is therefore a risk that the value of loans may be misstated.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended March 31, 2020. 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 be the key audit matters to be communicated in our report:

Sr. No.	Key Audit Matter	How our audit addressed the key audit matter
1	Investment in Subsidiary	
	During the year the company holds investment in subsidiaries. Investment in subsidiaries are carried at cost in the accompanying Standalone Financial Statement, which as at March 31, 2020, reflected equity investment balance of Rs. 1,58,40,000/-. The recoverability of the investments in subsidiaries was assessed by the management based on certain assumption, professional judgments, expectation of future events, which are believed to be reasonable under the circumstances & other factors.	We have verified the permission, license and relevant compliance before appropriate authority and found to be in order. Based on the impairment test performed, carrying amount of investment in subsidiaries do not exceed their recoverable amount on the basis that the current business plans of the subsidiaries will materialize without material adverse effects. We have reviewed the main assumption & the professional judgments made by the management in performing the impairment tests & we have found them reasonable under the current circumstances.
2	Reasonableness of carrying value of investments made in subsidiary company	
	There is a risk in respect of the possible	Our audit procedures, inter alia, included

	<p>impairment of Investments made in subsidiary due to its substantial amount of accumulated losses in Retained Earnings as at 31st March 2020, which might affect the recoverable amounts of investments made in & loans given to the subsidiary company.</p>	<p>following:</p> <ul style="list-style-type: none"> - Assessed the process for identifying impairment indicators and obtained an understanding of impairment assessment process performed by the management; - Obtained understanding of management' future plans about subsidiary's operations <p><u>Conclusion:</u> Based on procedures described above, we did not find any material exceptions to conclusion arrived by the management based on procedures performed by it, in the recoverability assessment of investments in subsidiary companies.</p>
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Other Information

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

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

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

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

Management's Responsibility for the Standalone Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules 2015 as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 Ind AS 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 Ind AS financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility for the audit of Standalone Ind AS financial statements

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the entity has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude

that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the financial statements.

We are responsible for the direction, supervision and performance of the audit of financial information of such entities.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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 Act, we give in the "**Annexure A**" a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit except,
The confirmations of the balances outstanding as on the reporting date with customers, suppliers, unsecured borrowings, deposits and loans and advances are subject to confirmation with books of the counter parties.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated otherwise in the report;
 - (c) the balance sheet, the statement of profit and loss including other comprehensive income, the cash flow statement and statement of changes in equity dealt with by this Report are in agreement with the books of account except for the matters stated otherwise in the report;
 - (d) in our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the companies (Indian Accounting Standards) Rules 2015 as amended except for the matters stated otherwise in the report;
 - (e) on the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 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 B**”; and

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

i. The Company does not have any pending litigations which would impact its financial position;

ii. The Company is not required to make provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts as the company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amount which were required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2020.

f) With respect to the matter to be included in the Auditors’ Report under section 197(16): In our opinion and according to the information and 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 limit 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.

**For, Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W**

**Place: Ahmedabad
Date: 30.07.2020
UDIN: 20443450AAAALL5852**

**CA Pankaj Agrawal
Partner
M.No: 443450**

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2020, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets of the Company have been physically verified at regular intervals by the management and no material discrepancies were noticed during such verification. The periodicity of physical verification is reasonable considering the size of the company and the nature of its assets.
- (c) According to the information and explanations given to us and based on our examination of the records of the Company, the lease deeds of mining rights had not made available for our verification.
- (ii) (a) The stock of Inventories has been fully written off during the year and no inventory is there as on balance sheet date, hence reporting under clause "b" and clause "c" regarding the procedures for physical verification and reasonable records for inventories respectively is not applicable.
- (iii) Register maintained under section 189 of the companies' act were not made available to us for our verification therefore we cannot comment whether company has granted unsecured loans to the companies, firm or other parties covered in the register maintained under section 189 of the Companies Act.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made except section 186(7) of the companies act. Details of the same are as under:

Total no. of parties	:	4
Balance outstanding as on 31.03.2020	:	Rs. 7,69,70,429

More so company has not provided us with the list of persons related to director as defined under section 185 of the companies act, therefore no comments can be made regarding the fact that whether any loans has been advanced to such persons in contravention of the act.

The amount of loans advanced and investment acquired has exceeded the limit as defined under section 186 of companies act, 2013 as on 31st March 2020.

- (v) In our opinion and according to the information and explanations given to us the, the Company has not complied with the directives issued by Reserve Bank of India and the provision of Chapter V of the Companies Act, 2013 or any other relevant provisions of the Companies Act, 2013 and the Rules framed thereunder under as the company has accepted any loans from the parties mentioned therein.

Total no. of parties	:	2
Balance outstanding as on 31.03.2020	:	Rs. 4,00,000

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- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the goods or services rendered by the Company.
- (vii) (a) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess 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 except following:

Particulars	Amount (Rs.)	Financial Year
GST	53,830	2018-19
TDS	44,791	2018-19 & 2019-20

- (b) According to the information and explanations given to us, there are no material dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited with the appropriate authorities on account of any dispute.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give 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 Companies Act 2013.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanation given to us and based on our examination 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.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has entered into non-cash transactions with directors. Accordingly, paragraph 3(xv) of the Order is not applicable.

However, company has provided us with the list of persons connected to director as defined under companies act, therefore no comments can be made regarding the fact that whether any non-cash transactions has done with the persons connected to the director.

- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Place: Ahmedabad
Date: 30.07.2020
UDIN: 20443450AAAALL5852

For, Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W
CA Pankaj Agrawal
Partner
M.No: 443450

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of Padmanabh Industries Limited ("the Company") as of 31st March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

**For, Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W**

**Place: Ahmedabad
Date: 30.07.2020
UDIN: 20443450AAAALL5852**

**CA Pankaj Agrawal
Partner
M.No: 443450**

PADMANABH INDUSTRIES LIMITED

STANDALONE BALANCE SHEET AS AT 31st MARCH, 2020

Particulars	Note	31.03.2020	[in Rupees] 31.03.2019
Non Current Assets			
Property, Plant and Equipment	2	7,60,539	10,66,092
Other Intangible assets	2	47,99,232	52,32,960
Financial Assets			
Investments	3	1,58,40,000	1,58,40,000
Loans	4	7,69,70,429	10,70,72,170
Other Financial Assets	5	2,30,000	2,30,000
Income Tax Assets (Net)	6	370	2,77,750
Other non-current assets	7	12,57,000	76,19,000
Total		9,98,57,570	13,73,37,972
Current Assets			
Inventories	8	-	1,54,621
Financial Assets			
Trade Receivables	9	65,36,160	79,48,659
Cash and cash equivalents	10	22,92,478	7,24,444
Bank balances other than Cash and Cash Equivalents	11	-	-
Other Financial Assets	12	24,624	1,14,33,096
Other Current Assets	13	34,486	39,989
Total		88,87,747	2,03,00,809
TOTAL		10,87,45,317	15,76,38,780
EQUITY AND LIABILITIES			
Shareholders' Funds			
Equity Share Capital	14	6,07,75,000	6,07,75,000
Other Equity	15	2,87,19,002	7,53,63,102
Total		8,94,94,002	13,61,38,102
Non-current liabilities			
Financial Liabilities			
Borrowings	16	39,50,966	57,63,485
Other financial liabilities		-	-
Provisions		-	-
Deferred tax liabilities (Net)		-	-
Total		39,50,966	57,63,485
Current liabilities			
Financial Liabilities			
Borrowings	17	-	-
Trade Payables	18		

PADMANABH INDUSTRIES LIMITED

Total outstanding dues of micro and small enterprise	-	-
Total outstanding dues of creditors other than micro and small enterprise	73,13,362	73,13,362
Other financial liabilities	19 77,76,351	82,13,590
Other current liabilities	20 1,10,636	2,10,241
Provisions	21 1,00,000	-
Liability For current Tax (Net)	-	-
Total	1,53,00,349	1,57,37,193
TOTAL	10,87,45,317	15,76,38,780

**Significant Accounting Policies and Notes to standalone financial statements.
In terms of our report attached**

**For Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W**

For Padmanabh Industries Limited

**CA Pankaj Agrawal
Partner
M.No. 443450**

**Ashish Shah
Chairman & Managing Director
(DIN: 03129204)**

**Sandeep Gandhi
Director
(DIN: 06945814)**

**Ramesh Shah
Chief Financial Officer**

**Pratixa Seju
Company Secretary**

**Date: 30.07.2020
Place: Ahmedabad
UDIN:20443450AAAALL5852**

**Date: 30.07.2020
Place: Ahmedabad**

PADMANABH INDUSTRIES LIMITED

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2020

Particulars	Note	31.03.2020	[in Rupees] 31.03.2019
Revenue			
Revenue from Operations		-	-
Other Income	22	17,446	15,64,693
Total Revenue (I)		17,446	15,64,693
Expenses			
Cost of Materials Consumed		-	-
Purchases of Stock-In-Trade		-	-
Changes In Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	23	1,54,621	-
Employees Benefits Expense	24	8,61,950	7,54,540
Finance Costs	25	1,989	21,026
Depreciation and Amortization expense	26	8,31,281	8,29,025
Other Expenses	27	24,64,422	12,56,640
Total Expenses (II)		43,14,263	28,61,231
Profit Before Exceptional item and Tax (I)-(II)		(42,96,817)	(12,96,538)
Exceptional Item		(4,21,33,155)	-
Profit Before Tax		(4,64,29,972)	(12,96,538)
Tax Expense		-	-
Current Tax		-	-
Deferred Tax (PL)		-	(32,685)
Total Tax Expense		-	(32,685)
Profit from continuing operations (III)		(4,64,29,972)	(12,63,853)
Profit from discontinued operations		-	-
Tax expense of discontinued operations		-	-
Profit from discontinued operations (after tax) (IV)		-	-
Profit for the period (V) (III+IV)		(4,64,29,972)	(12,63,853)
Other Comprehensive Income / (Expenses)			
Items that will not be reclassified to profit or loss		-	-
Income tax relating to items that will not be reclassified to profit or loss		-	-
Other Comprehensive Income for the year (VI)		-	-

PADMANABH INDUSTRIES LIMITED

Total Comprehensive Income for the year (V) + (VI) (4,64,29,972) (12,63,853)

Earnings Per Equity Share (Face Value ` 10 each)

Basic 3.9 (7.64) (0.21)

Diluted (7.64) (0.21)

Significant Accounting Policies and Notes to standalone financial statements.

In terms of our report attached

**For Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W**

For Padmanabh Industries Limited

**CA Pankaj Agrawal
Partner
M.No. 443450**

**Ashish Shah
Chairman & Managing Director
(DIN: 03129204)**

**Sandeep Gandhi
Director
(DIN: 06945814)**

**Ramesh Shah
Chief Financial Officer**

**Pratixa Seju
Company Secretary**

**Date: 30.07.2020
Place: Ahmedabad
UDIN:20443450AAAALL5852**

**Date: 30.07.2020
Place: Ahmedabad**

PADMANABH INDUSTRIES LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2020

Particulars	31.03.2020	[in Rupees] 31.03.2019
A. Cash flow from operating activities		
Operating cash flow before working capital changes	(4,55,71,256)	(1,65,741)
(Increase)/Decrease in other current/non-current assets	1,80,53,355	11,12,361
(Increase)/Decrease in trade receivable	14,12,499	(6,82,500)
(Increase)/Decrease in inventories	1,54,621	-
Increase/ (Decrease) in trade payable	-	(7,30,000)
Increase/ (Decrease) in MAT Credit Entitlement	(2,14,128)	-
Increase/ (Decrease) in other current/non-current liabilities	(5,36,844)	70,85,008
Cash generated from operations	(2,67,01,753)	66,19,128
Income taxes paid (net)	-	-
Net cash generated by operating activities	(2,67,01,753)	66,19,128
B. Cash flow from investing activities		
Purchase of fixed assets	-	(1,16,830)
Assets held for sale	-	-
Investment in Subsidiaries	-	-
Long Term loans & advances	3,01,01,741	(37,58,401)
Non-current Investment	-	(1,57,40,000)
Interest received	(17,446)	(3,01,772)
Net cash used in investing activities	3,00,84,295	(1,99,17,003)
C. Cash flow from financing activities		
Proceeds from equity	-	-
Proceeds from long-term borrowing	(18,12,519)	49,97,646
Proceeds from short-term borrowing	-	-
Change in General Reserves	-	-
Interest paid	(1,989)	-

PADMANABH INDUSTRIES LIMITED

Net cash generated from / used in financing activities	(18,14,508)	49,97,646
Net (decrease)/increase in cash & cash equivalents (A+B+C)	15,68,034	(83,00,229)
Cash and cash equivalents at beginning of the period	7,24,444	90,24,673
Cash and cash equivalents at end of period (Refer Note 2.8 & 2.9)	22,92,478	7,24,444

The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discontinuing operations.

See accompanying notes forming part of the financial statements.

In terms of our report attached

For Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W
CA Pankaj Agrawal
Partner
M.No. 443450

For Padmanabh Industries Limited

Ashish Shah
Chairman & Managing Director
(DIN: 03129204)

Sandeep Gandhi
Director
(DIN: 06945814)

Ramesh Shah
Chief Financial Officer

Pratixa Seju
Company Secretary

Date: 30.07.2020
Place: Ahmedabad
UDIN:20443450AAAALL5852

Date: 30.07.2020
Place: Ahmedabad

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2020

1. Corporate Information

Padmanabh Industries Limited is a Public Limited Company, incorporated in India under the provisions of the Companies Act, 1956, having its registered office at Ahmedabad, Gujarat. Its shares are listed on BSE Limited.

Significant accounting policies followed by the company:

1.1 Basis of preparation

(i) Statement of compliance

The financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other accounting principal generally accepted in India.

(ii) Basis of Measurement

These financial statements prepared and presented under the historical cost convention with the exception of certain assets and liabilities that are required to be carried at fair value by Ind AS. The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between the market participant at the measurement date.

The Financial Statements have been presented in Indian Rupees (INR), which is also the Company's functional currency. All values are rounded off to the nearest rupees, unless otherwise indicated.

(iii) Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions. The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

- (i) Level 1: Quoted Prices (unadjusted) in active markets for identical assets or liabilities
- (ii) Level 2: inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
- (iii) Level 3: inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

(iv) Use of estimates and judgments

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected. Significant judgments and estimates about the carrying amount of assets and liabilities include useful lives of tangible and intangible assets, impairment of tangible assets, intangible assets including goodwill, investments, employee benefits and other provisions and recoverability of deferred tax assets.

1.2 The significant estimates and assumption are required in particulars for the following

(i) Property, plant and equipment.

This involves determination of the estimated useful life of the property, plant and equipment and intangible assets if any and the assessment as to which component of the cost may be capitalised. The useful life of the assets is based on the life as prescribed in schedule II to the Companies Act 2013 or based on the technical estimates, taking in to account the nature of the assets, estimated usages, expected residual value and operating conditions of the assets. The Management reviews its estimate of the useful lives of depreciable assets at each reporting dates, based on the expected utility of the assets.

(ii) Impairment of Non-Financial Assets.

Determining whether property, plant and equipment and other intangible assets are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a discounted cash flow model over the estimated useful life of the underlying assets or cash generating unit. Further, the cash flow projection is based on the estimates and assumption relating to expected revenue, operational performance of the assets, market price of the related product or services, inflation, terminal value etc. Which are considered by the management.

(iii) Income Taxes.

The companies tax jurisdiction in India, the significant judgements are involved in estimating budgeted profit for the purpose of the paying advances taxes, determining the provision for income tax, including amount of income tax excepted to be paid. The significant management judgement also required to determine the

amount of deferred tax assets that can be recognised, based on timing and level of future taxable profit.

No deferred tax asset/liability has been created for the year considering the fact that DTA was arising and there is no uncertainty regarding future taxable income.

(V) Defined benefits plans (Gratuity Benefits).

The cost of the defined benefit of gratuity plan and present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual development in future. These includes the determination of the discount rate, future salary increase / decrease and mortality rates. Due to complexity involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each balance sheet date. However, there are no employees which are eligible for gratuity, therefore no provision has been created.

(vi) Classification of Assets, current and non-current.

The assets or liability is classified as current, if it satisfies the any of the following condition.

- (i) The assets / Liability expected to be realised or paid in the company's normal operating cycle.
- (ii) The assets are intended for sales or consumption.
- (iii) The assets / liability held for the purpose of trade or business
- (iv) The Assets / liability is expected to be realised/ settled within 12 months After reporting period.
- (v) The assets is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 month after reporting date.
- (vi) In case of liability, the company does not have an unconditional right to deter settlement of the liability for at least 12 months after the reporting date.

All other assets or liabilities are classified as non-current. Deferred assets and Deferred liability are classified as current assets or liability respectively.

For the purpose of current / non-current classification of assets and liabilities, the company has ascertained its normal operating cycle as 12 months. This is based on nature of the business and the time between the acquisition of assets or inventories for processing and their realisation in cash or cash equivalents.

1.3 Summary of significant accounting policies

1. Property, Plant and Equipment.

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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

Depreciation methods, estimated useful lives and residual value

Depreciation is provided using straight line method (SLM) as specified schedule II of the companies Act 2013. Depreciation on assets acquired / disposed off during the year if any, is provided on pro-rata basis with reference to the date of addition / disposal. The estimated useful lives of assets are as under:

Class of assets	Useful Life
Vehicles	5 Years
Intangible Assets	20 Years

Based on the technical evaluation, the management believes that the useful lives as given above represent the period over which the management expect to use these assets. Hence, the useful lives for these assets are different from the useful lives prescribed under part C of schedule II of the Companies act 2013. Depreciation method, useful lives and residual values are reviewed periodically, including at each financial year end.

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Capital work in process

Expenditure related to and incurred during the implementation of capital project, to get the assets ready for intended use is shown under "capital work in process". The same is allocated to the respective items' property, plant and equipment on completion of construction / erection of the capital assets. The cost of assets not put to use before the year and capital inventory are disclosed under Capital work in process.

Impairment of Tangible Assets

The Company reviews at each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or there coverable amount of the cash generating unit to which the asset belongs is less than it carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the reporting period, there is an indication that there is change in the previously assessed impairment loss, the recoverable amount is reassessed and the asset is

reflected at the recoverable amount. Recoverable amount is the higher of fair value less costs of disposal and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of Profit and Loss.

2. Inventories

Inventories of Finished Goods and Stock-in-trade are stated 'at cost or net realisable value, whichever is lower' except for Waste / Scrap which are valued at net realisable value. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae used are 'First-in-First-out', 'Specific identification', as applicable. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

Inventories not being in used have been written off during the year.

3. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The company has only single business segment hence the detailed disclosure related to segment reporting is not required to be made.

4. Borrowings

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method.

Preference shares, which are mandatorily redeemable on a specific date are classified as liabilities. The dividend on these preference shares is recognised in Statement of Profit and Loss as finance costs.

5. Borrowing costs

Borrowing cost directly attributable to the acquisition, construction of qualifying asset that necessarily takes a substantial period of time to get ready for its intended use, capitalised as part of cost of asset. The borrowing costs includes interest and transaction cost that a company incurs in connection with the borrowing of the funds. Other interest and borrowing costs are charged to Statement of Profit and Loss.

6. Provisions and contingent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

7. Revenue recognition

The revenue from contract with customer is recognised upon transfer of control of promised product or services to the customer in an amount that reflect the consideration, which the company expect to receive in exchange of product or service. The revenue is measured based on the transaction price, which is the consideration, adjusted for discount and other incentives if any. The Amount of consideration to which the company expect to be entitled in exchange for transferring promised goods or service to a customer excluding amounts collected on behalf of third parties (Duties& Taxes on behalf of Government).

The specific recognition criteria from various steam of revenue are described as under:

- (i) Sales of Goods:
Revenue from sales of the goods is recognised when the control of the goods has been passed to the customers as per terms of agreement and there is no continuing effective control or managerial involvement with goods.
- (ii) Interest Income:
Interest income is accrued on a time basis, by reference to the principal outstanding amount and at the effective interest rate applicable, the future cash receipt through the expected life of the financial asset to that asset's carrying amount on initial recognition.

8. Trade Receivable

A receivable represents the company's right to an amount of consideration that is unconditional i.e. only passage of time required before payment of consideration is due.

The Expected credit loss is mainly based on the historical experience. The receivables are assessed on an individual basis for credit loss. The trade receivables are written of on cases to cases basis, if deemed not to be collectable on assessment and circumstances.

9. Foreign currency translation

a) Functional and presentation currency

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

b) Transactions and balances

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

10. Earnings Per Share

A basic earnings per share (EPS) is computed by dividing the profit or loss attributable to the equity shareholders of the company by the weighted average number of equities shares outstanding during the year.

Diluted earnings per share is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of equity shares, for the effects of all diluted potential equity shares.

11. Government Grants

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

12. Cash and Cash Equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

13. Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or

substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Other disclosures forming part of the standalone Ind AS Financial Statements

1. Financial Instruments - Disclosure

Financial assets and financial liabilities are recognized when Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss.

(i) Capital management

The Company's objective when managing capital is to:

- Safeguard its ability to continue as going concern so that the company is able to provide maximize return to stakeholders and benefits for other stakeholders.
- Maintain an optimal capital structure to reduce the cost of capital.

The company board of directors reviews the capital structure on a regular basis. As part of this review, the board considers cost of capital, risk associated with each class of capital requirements and maintenance of adequate liquidity.

Disclosures

This section gives an overview of the significance of financial instruments for the company and provides additional information on balance sheet item that contain financial instruments. The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized in respect of each class of financial asset, financial liability and equity instrument are disclosed in notes.

PADMANABH INDUSTRIES LIMITED

(i) Categories of Financial Instruments

Particulars	As At 31 st March 2020	As At 31 st March 2019
Financial Assets		
(Measured at Amortized Cost)		
- Trade & Other Receivable	65,36,160	79,48,659
- Cash & Cash Equivalents	22,92,478	7,24,444
- Other Financial Assets (Current)	24,624	1,14,33,096
- Loans	7,69,70,429	10,70,72,170
- Other Financial Assets	2,30,000	2,30,000
- Investments	1,58,40,000	1,58,40,000
Total	10,18,93,691	14,32,48,369

Particulars	As At 31 st March 2020	As At 31 st March 2019
Financial Liabilities		
(Measured at Amortized Cost)		
- Borrowings	39,50,966	57,63,485
- Trade Payable	73,13,362	73,13,362
- Other Financial Liabilities	77,76,351	82,13,590
Total	1,90,40,679	2,12,90,437

The carrying amount of current financial assets and liabilities as at the end of each year presented approximate the fair value because of their short-term nature. The trade receivables, trade payables, borrowings, capital creditors and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature.

(ii) Fair value measurements

This note provides information about how the company determines fair value of various financial assets. Management considers that the carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values.

(iii) Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1: Inputs are quoted prices in active markets for identical assets or liabilities.

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

Level 3: Inputs are not based on observable market data. Fair values are determined in whole or in part using a valuation model based on the assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data

2. The Company did not have any long-term contracts, including derivatives contract for which there were any material foreseeable losses.
3. World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, Government of India declared lockdown on March 23, 2020 and the Company temporarily suspended the operations in compliance with the lockdown instructions issued by the Central and State Governments. COVID-19 has impacted the normal business operations of the Company by way of interruption in production, supply chain disruption, unavailability of personnel, closure/lock down of production facilities etc. during the lock-down period which has been extended till June 1, 2020. The Company has made assessment of its liquidity position for the next year and the recoverability and carrying value of its assets comprising property, plant and equipment, intangible assets, right of use assets, investments, inventory and trade receivables. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 which may be different from that estimated as on balance sheet date.

4. Financial Risk Management Framework

The company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the company's operations. The company's principal financial assets include trade and other receivables, receivables from government authorities, security deposits and cash and cash equivalents that derive directly from its operations. The company also holds investments. The corporate treasury function provides services to the business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the company through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The company seeks to minimise the effects of these risks by using derivative financial instruments to hedge risk exposures. The company does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and interest rate risk. Financial instruments affected by market risk includes loan and borrowings. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors and Risk Management Committee. There have been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The company's exposure to currency risk relates primarily to the company's operating activities and borrowings when transactions are denominated in a different currency from the company's functional currency. The company manages its foreign currency risk by hedging transactions that are expected to occur within a maximum 12-month period for hedges of forecasted sales and borrowings.

Price Risk

The Company's investments in listed securities, mutual funds, other funds and debentures are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the price risk through diversification and by placing limits on individual and total equity instruments. Reports on the portfolio are submitted to the Company's senior management on a regular basis.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company's exposure to the risk of changes in market interest rates relates primarily to the company's long-term debt obligations with floating interest rates. The loans advanced as at March 31, 2020 is Rs. 7,69,70,429 (previous year Rs. 10,70,72,170).

Liquidity risk

i. Liquidity risk management

The company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements at all times. The Chief Financial Officer of the company is responsible for liquidity risk management who has established an appropriate liquidity risk management framework for the management of the company's short, medium and long-term funding and liquidity management requirements. The company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash

PADMANABH INDUSTRIES LIMITED

flows, and by matching the maturity profiles of financial assets and liabilities. The Chief Financial Officer reports the same to the Board of Directors on quarterly basis.

5. Related Party Disclosures:

During the year the company has entered into transactions with the related parties. Those transactions are presented in the following:

List of related parties with whom transaction have taken place during the year along with nature and volume of transactions.

Sl.	Name of the person	Relation
1	Ashish Shah	KMP
2	Ramesh Shah	KMP
3	Pratiksha Seju	KMP
4	Devang Prajapati	KMP
5	Padmanabh Sports Private Limited	Wholly Owned Subsidiary Company
6	Guardian Finance Private Limited	Subsidiary Company

The transactions entered during the year with the above parties are tabulated as below:

Sl.	Nature of Transaction	Amount in Rs. (Current Year)	Amount in Rs. (Previous Year)
1	Loan Taken	230000	2745000
2	Loan Repaid	2243485	700000
3	Rent Expenses	180000	180000
4	Remuneration	455100	544000
5	Repayment of Loan given	7458985	2635000
6	Loan Given		3135000

6. The details of contingent liabilities outstanding as on the date of Balance Sheet is as following:
Company has given bank guarantee amounting Rs. 2,00,000 in favour of Geology and mining department.
7. Previous year figures have been regrouped, whenever necessary to confirm to current year classification.

For Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W
CA Pankaj Agrawal
Partner
M.No. 443450

For Padmanabh Industries Limited

Ashish Shah
Chairman & Managing Director
(DIN: 03129204)

Sandeep Gandhi
Director
(DIN: 06945814)

Ramesh Shah
Chief Financial Officer
Date: 30.07.2020
Place: Ahmedabad

Pratixa Seju
Company Secretary

Date: 30.07.2020
Place: Ahmedabad
UDIN:20443450AAAALL5852

STANDALONE NOTES FORMING PART OF FINANCIAL STATEMENTS 31ST MARCH 2020

STATEMENT OF CHANGE IN EQUITY

A. EQUITY SHARE CAPITAL

	[in Rupees]
	Amount
As at 1st April, 2018	6,07,75,000
Changes in equity share capital	-
As at 31st March, 2019	6,07,75,000
Changes in equity share capital	-
As at 31st March, 2020	6,07,75,000

PADMANABH INDUSTRIES LIMITED

B OTHER EQUITY

[in Rupees]

	Securities Premium Account	Accumulated Losses	General Reserve	Capital Redemption Reserve	Capital Reserve	Surplus as per Statement of Profit and Loss	Other Comprehensive income	Total
							Remeasurement gain/(loss) on defined benefit plans	
Balance as at 1st April, 2018	7,65,00,000	1,26,955	-	-	-	-	-	7,66,26,955
Profit For The Year	-	(12,63,853)	-	-	-	-	-	(12,63,853)
Add:- Re measurement gain/(loss) on defined benefit plans	-	-	-	-	-	-	-	-
Add:- Excess / (Short) provision of Income Tax						-		-
Balance as at 31st March, 2019	7,65,00,000	(11,36,898)	-	-	-	-	-	7,53,63,102
Profit For The Year	-	(4,64,29,972)	-	-	-	-	-	(4,64,29,972)
Add:- Transfer to Capital Redemption Reserve on account of redemption of preference share capital				-				-
Less:- Transfer to Capital Redemption Reserve on account of redemption of preference share capital						-		-
Add:- Remeasurement gain/(loss) on defined benefit plans	-	(2,14,128)	-	-	-	-	-	(2,14,128)
Less:- MAT Credit Entitlement Written off						-		-
Balance as at 31st March, 2020	7,65,00,000	(4,77,80,998)	-	-	-	-	-	2,87,19,002

PADMANABH INDUSTRIES LIMITED

2.1 PROPERTY, PLANT AND EQUIPMENT

Current Year ended 31st March 2020	Gross Block				Depreciation / Amortisation				Net Block
	As at 1st April 2019	Additions	Deductions	As at 31st March 2020	As at 1st April 2019	For the Year	Deductions	As at 31st March 2020	As at 31st March 2020
TANGIBLE ASSETS									
Vehicles	14,65,099	-	-	14,65,099	3,99,007	3,05,553	-	7,04,560	7,60,539
Total Tangible Assets	14,65,099	-	-	14,65,099	3,99,007	3,05,553	-	7,04,560	7,60,539
INTANGIBLE ASSETS									
Computer Software	21,000	-	-	21,000	13,870	7,130	-	21,000	-
Lease hold rights	56,52,430	-	-	56,52,430	4,26,600	4,26,598	-	8,53,198	47,99,232
Total Intangible Assets	56,73,430	-	-	56,73,430	4,40,470	4,33,728	-	8,74,198	47,99,232
Grand Total	71,38,529	-	-	71,38,529	8,39,477	7,39,281	-	15,78,758	55,59,771
Previous Year ended 31st March 2019	Gross Block				Depreciation / Amortisation				Net Block
	As at 1st April 2018	Additions	Deductions	As at 31st March 2019	As at 1st April 2018	For the Year	Deductions	As at 31st March 2019	As at 31st March 2019
TANGIBLE ASSETS									
Vehicles	14,65,099	-	-	14,65,099	98,680	3,00,327	-	3,99,007	10,66,092
Total Tangible Assets	14,65,099	-	-	14,65,099	98,680	3,00,327	-	3,99,007	10,66,092
INTANGIBLE ASSETS									
Computer Software	21,000	-	-	21,000	3,772	10,098	-	13,870	7,130
Lease hold rights	55,35,600	1,16,830	-	56,52,430	-	4,26,600	-	4,26,600	52,25,830
Total Intangible Assets	55,56,600	1,16,830	-	56,73,430	3,772	4,36,698	-	4,40,470	52,32,960
Grand Total	70,21,699	1,16,830	-	71,38,529	1,02,452	7,37,025	-	8,39,477	62,99,052

PADMANABH INDUSTRIES LIMITED

3. INVESTMENTS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Investment in wholly owned Subsidiaries Fully paid Equity Shares (Unquoted) Padmanabh Sports Pvt. Ltd 10,000 Equity Shares of Rs. 10 Each fully paid	1,00,000	1,00,000
Investment in Subsidiary Fully paid Equity Shares (Unquoted) Guardian Finance Pvt Ltd 15,74,100 Equity Shares of Rs. 10 Each fully Paid	1,57,40,000	1,57,40,000
Total	1,58,40,000	1,58,40,000

Note: The Company is having investment of Rs 100000 i.e 10000 equity shares of its wholly owned subsidiary, Padmanabh Sports Pvt. Ltd (PSPL). The Net worth of PSPL remained negative at Rs (62857260) as on 31.3.2020 while it's accumulated losses as on that date.

4. LOANS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Loan Receivables (Unsecured) - Considered good		
Loans to Related Parties		
To Wholly owned subsidiary Padmanabh Sports Pvt Ltd	7,13,80,922	7,88,39,907
To subsidiary Guardian Finance Ltd	2,000	2,000
Loan Receivables (Unsecured) - Considered Doubtful		
Loan to Others	55,87,507	2,82,30,263
Total	7,69,70,429	10,70,72,170

5. OTHER NON-CURRENT FINANCIAL ASSETS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Security Deposits	30,000	30,000
Fixed Deposits with Bank (Maturity more than twelve Months Embarked against BG)	2,00,000	2,00,000
Total	2,30,000	2,30,000

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6. NON-CURRENT TAX ASSETS NET

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Advance Income Tax (Net) & TDS	370	63,622
MAT Credit Entitelment	-	2,14,128
Total	370	2,77,750

7. OTHER NON-CURRENT ASSETS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Capital Advances	11,00,000	11,00,000
Unamortised portion of preliminary expenditure	92,000	1,84,000
Other Advances	65,000	63,35,000
Total	12,57,000	76,19,000

8. INVENTORIES (Valued at lower of cost or net realisable value, unless otherwise stated)

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Finished Goods	0	1,54,621
Total	0	1,54,621

9. TRADE RECEIVABLES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Unsecured, Considered Good	65,36,160	79,48,659
Credit Impaired	-	-
	65,36,160	79,48,659
Less: Allowance for Credit Impaired	-	-
	65,36,160	79,48,659
Others		
Unsecured, Considered Good	-	-
Total	65,36,160	79,48,659

Note: The above trades receivable are outstanding more than two Year and subject to confirmation.

PADMANABH INDUSTRIES LIMITED

10. CASH AND CASH EQUIVALENTS BALANCES WITH BANKS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Cash and Cash Equivalents		
Balances with Banks	22,096	-38,707
Cash on Hand	22,70,382	7,63,151
Total	22,92,478	7,24,444

10.1 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Fixed Deposits with Banks (Maturity up to twelve months)	0	0
Total	0	0

11. OTHER CURRENT FINANCIAL ASSETS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Income Accrued But Not received	24,624	10,096
Receivable on sale of Investment	-	1,14,23,000
Total	24,624	1,14,33,096

12. OTHER CURRENT ASSETS

Particular	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Prepaid Expenses	34,486	39,989
Other Short-Term Loans and Advances	-	-
Total	34,486	39,989

Note: Other short term loans and advances includes amount due from director.

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13. EQUITY SHARE CAPITAL

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
13.1 Authorised 75,00,000 (PY 75,00,000) Equity Shares of Rs. 10 each	7,50,00,000	7,50,00,000
	7,50,00,000	7,50,00,000
13.2 Issued, Subscribed and Fully Paid Equity Shares 60,77,500 (PY 60,77,500) Equity Shares of Rs. 10 each fully paid	6,07,75,000	6,07,75,000
Total	6,07,75,000	6,07,75,000

1. The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share held.
2. The Board of Directors has not recommended any dividend for the year ended 31st March 2020.
3. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their shareholding.

13.3 Reconciliation of the number of equity shares outstanding (including Share Capital Suspense)

	Number of Shares	Amount
As at 1st April,2018	60,77,500	6,07,75,000
Changes in equity share capital	-	-
As at 31st March, 2019	60,77,500	6,07,75,000
Changes in equity share capital	-	-
As at 31st March, 2020	60,77,500	6,07,75,000

13.4 There are no shareholders who holds more than 5% of the shareholding in the Company.

15. NON-CURRENT BORROWINGS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Unsecured		
Intercompany Loan	30,00,000	30,00,000
Loans From Related Parties	5,50,966	27,63,485
Loans From Others	4,00,000	-
Total	39,50,966	57,63,485

Loans from related party include loan payable to Managing Director of the Company. No interest is payable towards the loan.

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16. TRADE PAYABLES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Due to micro and small enterprise	-	-
Due to Others	73,13,362	73,13,362
Total	73,13,362	73,13,362

Note:-

- 1.) Balance of Sundry creditors are subject to confirmation.
- 2.) In absence of the identification by the company of Micro, Small and Medium Enterprise (MSME) parties from whom the company has procured the goods and services. We are unable to categorize the over dues above 45 days to and interest payments outstanding to MSME as on the date of balance sheet.

17. OTHER CURRENT FINANCIAL LIABILITIES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Current Maturity of Long Term Debts	-	47,345
Creditors for Capital Assets	71,52,000	71,52,000
Creditors for expenses	6,24,351	10,14,245
Total	77,76,351	82,13,590

1. Balance of Sundry creditors are subject to confirmation.
2. In absence of the identification by the company of Micro, Small and Medium Enterprise (MSME) parties from whom the company has procured the goods and services. We are unable to categorize the over dues above 45 days to and interest payments outstanding to MSME as on the date of balance sheet.

18. OTHER CURRENT LIABILITIES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Statutory Laibilities	1,10,636	2,10,241
Total	1,10,636	2,10,241

Note: Balance receivable in form of GST credit is subject to reconciliation.

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19. CURRENT PROVISIONS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Provision for Audit Fees	1,00,000	-
Total	1,00,000	-

20. OTHER INCOME

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Interest Income on :		
Interest Income on others	2,548	2,90,554
Interest on Bank FD	14,898	11,218
Others Receipt	-	12,62,921
Total	17,446	15,64,693

**21. CHANGES IN INVENTORIES OF FINISHED GOODS,
WORK-IN-PROGRESS
AND STOCK-IN-TRADE**

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Opening Inventories		
Finished Goods	1,54,621	1,54,621
Process Stock	-	-
Waste/Scrap	-	-
	1,54,621	1,54,621
Closing Inventories		
Finished Goods	-	1,54,621
Process Stock	-	-
Waste/Scrap	-	-
	-	1,54,621
(Increase) / Decrease in Stocks	1,54,621	-
Less : (Increase) / Decrease in Excise Duty on Stocks	-	-
Total	1,54,621	-

PADMANABH INDUSTRIES LIMITED

22. EMPLOYEES BENEFIT EXPENSES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Salaries and Wages	8,61,950	7,54,540
Total	8,61,950	7,54,540

23. FINANCE COSTS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Interest - Borrowing	842	10,299
Interest - Others	-	364
Bank Charges	1,147	10,363
Total	1,989	21,026

2. DEPRECIATION AND AMORTISATION EXPENSES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Depreciation During the Year	7,39,281	7,37,025
Preliminary Expense Amortized During the year	92,000	92,000
Total	8,31,281	8,29,025

24. OTHER EXPENSES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Administration, Selling and Distribution		
24.1 Expenses		
Advertisement Expenses	22,350	21,341
Annual Custodian Fees	-	1,17,053
Annual Listing Fees	3,00,000	2,50,000
Bad Debts Written off	14,12,500	-
Granite Mining Expenses	-	1,63,600
Insurances	27,119	24,685
Interest on Taxes	-	35,155
Postage & telegraph	-	2,598
Legal & Professional Charges	2,68,560	1,84,250

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ROC Filing Fees	44,200	18,100
Repair & Maintenance	19,168	36,000
Office Rent Expenses	1,80,000	1,82,000
Office Maintenance Expenses	-	13,700
Office Expenses	800	65,220
Petrol Expenses	36,000	
Prior Period Expenses	26,914	-
Service tax Credit Written off	-	64,500
Stationary & Printing Expenses	1,691	31,582
Rates & Taxes	25,120	-
Telephone Expenses	-	16,856
	23,64,422	12,26,640

24.2 Auditors' Remuneration (excluding service tax) charged to Statement of Profit and Loss
Payments to Statutory Auditors:

Audit Fee	1,00,000	30,000
	1,00,000	30,000
Total	24,64,422	12,56,640

25. Earnings Per Share:

Net profit for the year attributable to equity shareholders (in Rs.)	-4,64,29,972	-12,63,853
Weighted-average-number of equity shares outstanding (No.)	6077500	6077500
Basic Earnings Per Share (Face Value of ` 10 each) (in Rs.)	-7.64	-0.21
Diluted Earnings Per Share (Face Value of ` 10 each) (in Rs.)	-7.64	-0.21

14. OTHER EQUITY

[in Rupees]

	Securities Premium Account	Retainde Earnings	Other Comprehensive income	Total
			Remeasurement gain/(loss) on defined benefit plans	
Balance as at 1st April, 2018	7,65,00,000	1,26,955		7,66,26,955
Profit For The Year	-	(12,63,853)	-	(12,63,853)
Add:- Remeasurement gain/(loss) on defined benefit plans	-	-	-	-
Add:- Excess / (Short) provision of Income Tax				-
Balance as at 31st March, 2019	7,65,00,000	(11,36,898)	-	7,53,63,102
Profit For The Year	-	(4,64,29,972)	-	(4,64,29,972)
Add:- Transfer to Capital Redemption Reserve on account of redemption of preference share capital				-
Add:- Transfer to Capital Redemption Reserve on account of redemption of preference share capital				-
Add:- Remeasurement gain/(loss) on defined benefit plans	-	-	-	-
Less:- MAT Credit Entilement Written off		(2,14,128)		(2,14,128)
Balance as at 31st March, 2020	7,65,00,000	(4,75,66,870)	-	2,87,19,002

Independent Auditor's Report

**To the Members of Padmanabh Industries Limited
Report on the Audit of Consolidated Financial Statements**

Qualified Opinion

We have audited the accompanying consolidated Ind AS financial statements of Padmanabh Industries Limited (hereinafter referred to as "the Holding Company"), its wholly owned subsidiary (the Holding Company and its subsidiary together referred to as "the Group") comprising of the consolidated balance sheet as at March 31, 2020 the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated statement of Changes in Equity for the year then ended, and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of separate audited financial statements and on the other financial information of the subsidiary, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required, except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report, give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2020 their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Qualified Opinion

- Refer to consolidated financial statements, all the value with regards to financial assets and financial liabilities in the financial statements has been stated at historical cost only irrespective of the fair value of the same which is departure from requirement of an Ind AS 113 (Fair value measurement) and Ind AS 109 (Financial Instruments).

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion on the consolidated Ind AS financial statements.

Emphasis of Matter

- We draw attention to Other disclosures forming part of the consolidated Ind AS Financial Statements, which describes the uncertainties and the impact of Covid-19 pandemic on the group's operations and results as assessed by the management. Our opinion is not modified in respect of this matter.

PADMANABH INDUSTRIES LIMITED

- We draw attention to exceptional items stated in the statement of profit & loss account amounting Rs.4.21 crores. The company has written off its financial and non-financial assets during year including the advance for capital assets.
- The Holding Company have granted interest free Unsecured loans and advances to its wholly owned subsidiary, outstanding amount of Rs7.14 crores as on balance sheet. The Net worth of the said subsidiary has fully eroded and having negative net worth of Rs 6.26 crores. Such loans and receivables are tested for impairment annually. If impairment exists, the recoverable amounts of the loans and receivables are estimated in order to determine the extent of the impairment loss, if any. Determination of whether there exists any impairment in the value of loans is subject to a significant level of judgment. There is therefore a risk that the value of loans may be misstated.
- We draw attention to the fact that wholly owned subsidiary company has accumulated losses and its net worth has been fully eroded. The Company has incurred net cash losses during the previous year & as well as immediately preceding financial year. The Company's current liabilities exceed its current assets as at the balance sheet date. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the said company have been prepared on a going concern basis.
- Referring to note 20 in the financial statements, other current liabilities includes statutory liability amounting Rs. 50,95,981 in regarding Tax Deducted at Sources, which has not been paid for the year.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended March 31, 2020. 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 be the key audit matters to be communicated in our report:

Sr. No.	Key Audit Matter	How our audit addressed the key audit matter
1	Investment in Subsidiary	
	During the year the company holds investment in subsidiaries. Investment in subsidiaries are carried at cost in the accompanying Standalone Financial Statement, which as at March 31, 2020, reflected equity investment balance of Rs. 1,58,40,000/-. The recoverability of the investments in subsidiaries was assessed by the management based on certain assumption, professional judgments, expectation of future events, which are believed to be reasonable under the circumstances & other factors.	We have verified the permission, license and relevant compliance before appropriate authority and found to be in order. Based on the impairment test performed, carrying amount of investment in subsidiaries do not exceed their recoverable amount on the basis that the current business plans of the subsidiaries will materialize without material adverse effects. We have reviewed the main assumption & the professional judgments made by the management in performing the impairment tests & we have found them reasonable under the current

PADMANABH INDUSTRIES LIMITED

		circumstances.
2	Reasonableness of carrying value of investments made in subsidiary company	
	There is a risk in respect of the possible impairment of Investments made in subsidiary due to its substantial amount of accumulated losses in Retained Earnings as at 31st March 2020, which might affect the recoverable amounts of investments made in & loans given to the subsidiary company.	<p>Our audit procedures, inter alia, included following:</p> <ul style="list-style-type: none"> - Assessed the process for identifying impairment indicators and obtained an understanding of impairment assessment process performed by the management; - Obtained understanding of management' future plans about subsidiary's operations <p><u>Conclusion:</u> Based on procedures described above, we did not find any material exceptions to conclusion arrived by the management based on procedures performed by it, in the recoverability assessment of investments in subsidiary companies.</p>
3	Unsecured Loans given	
	The Company have granted interest free loans and advances to other companies and also have receivables from various parties. These loans and receivables are tested for impairment annually. If impairment exists, the recoverable amounts of the loans and receivables are estimated in order to determine the extent of the impairment loss, if any. Determination of whether there exists any impairment in the value of loans is subject to a significant level of judgment. There is therefore a risk that the value of loans may be misstated.	We have verified the relevant records and books of accounts and the amount stated in financial statements are subject to third party balance confirmations and loan agreements which has not been provided.
4	Recoverability assessment of trade receivables	
	There is a risk in respect of default on receivables. The Company is exposed to potential risk of financial loss when the customers fail to meet their contractual obligations in accordance with the requirements of the agreements. The recoverable amount was estimated by management based on their specific recoverability assessment on individual debtor with reference to the aging profile, historical payment pattern and the past record of default by the customer. Management makes specific provision against individual balances with reference	<p>Our audit procedures, inter alia, included following:</p> <ul style="list-style-type: none"> • Obtained a list of outstanding receivables and identified any debtors with financial difficulty through discussion with management; <p>Assessed the recoverability of the unsettled receivables through our evaluation of management's assessment</p>

	to the recoverable amount. For the purpose of loss allowance/impairment assessment, significant judgements and assumptions, including the credit risks of customers, the timing and amount of realisation of these receivables, are required. Therefore, it is considered, a key audit matter	
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Other Information

The Holding Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the consolidated Ind AS financial statements and our auditor’s report thereon.

Our qualified opinion on the consolidated Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management’s Responsibility for the Consolidated AS financial statements

The Holding Company’s Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

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

Those charged with Governance of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the audit of consolidated Ind AS financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS 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 Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of Holding company or business activities within the Group of which we are the independent auditors to express an opinion on the consolidated Ind AS financial statements. We are responsible for

the direction, supervision and performance of the audit of financial information of such entities included in the consolidated Ind AS financial statement of which we are independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2020 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 Matter

The accompanying consolidated financial statement includes the audited financial statements in respect of Padmanabh Sports Private Limited, a wholly owned subsidiary whose financial statements includes total assets of Rs. 178.95 lacs as at 31stMarch, 2020, total revenues of Rs. 164.90 lacs, total net profit after tax of Rs. 138.26 lacs for the year ended on that date respectively.

We draw your attention to the fact that:

- In accordance with the Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules framed thereunder, subsidiary of listed entity is also required to prepare its financial statements as per requirement of Ind AS.

However financial statements of Guardian Finance Private Limited (subsidiary company), were not according to the said requirement.

In absence of the compatibility of the financial statement of said subsidiary with the other entities of the group, the said financial statements has not been considered by us while auditing the consolidated financial statements and our opinion does not include the same.

As the financial statements of the said subsidiary namely Guardian Finance Private Limited were not in accordance with IndAS requirement we could not assess its impact on consolidated statements as to asset/liability or profit/loss. As a result of this matter, we have not been able to

obtain sufficient and appropriate evidence in the said matter to state whether any adjustments would be required to the information included in the financial statements and impact thereof.

Our opinion on the Audited Consolidated Financial statements is not modified in respect of above matter stated above.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, based on our audit and on the considerations of report of management on separate financial statements as noted in the 'other matter' paragraph we report, to the extent applicable, that:

(a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit except stated elsewhere in the report.

(b) in our opinion proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books;

(c) the consolidated balance sheet, the consolidated statement of profit and loss including other comprehensive income, the consolidated cash flow statement and consolidated statement of changes in equity dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the companies (Indian Accounting Standards) Rules 2015 as amended except stated elsewhere in the report.

(e) on the basis of the written representations received from the directors of Holding company as on 31 March 2020 taken on record by the Board of Directors of holding company, none of the directors is disqualified as on 31 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**"; and

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

i. The group does not have any pending litigations which would impact its financial position;

ii. The holding company and its wholly owned subsidiary are not required to make provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts as the holding company and its wholly owned subsidiary company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

PADMANABH INDUSTRIES LIMITED

iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the holding company and its wholly owned subsidiary Company.

iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the holding company and its wholly owned subsidiary company for the year ended March 31, 2020.

h) With respect to the matter to be included in the Auditors' Report under section 197(16): In our opinion and according to the information and explanations given to us, the remuneration paid by the holding company and its wholly owned subsidiary 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 limit 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.

**For, Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W**

**Place: Ahmedabad
Date: 30.07.2020
UDIN: 20443450AAAALM1943**

**CA Pankaj Agrawal
Partner
M.No: 443450**

Annexure - A to Independent Auditors' Report of even date on the Consolidated Ind AS financial statement of the Padmanabh Industries Limited ("the Company") Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated Ind AS financial statements of Padmanabh Industries Limited as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting and its wholly owned subsidiary company, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, and its subsidiary company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these consolidated Ind AS 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") and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these consolidated financial statements, 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 financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind AS 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 Ind AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion the holding company and its wholly owned subsidiary, in all material respects, have maintained an adequate internal financial controls system over financial reporting and were operating effectively as at 31st March, 2020, based on the internal control over financial reporting criteria established by the holding 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 ICAI

**For, Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W**

**Place: Ahmedabad
Date: 30.07.2020
UDIN: 20443450AAAALM1943**

**CA Pankaj Agrawal
Partner
M.No: 443450**

PADMANABH INDUSTRIES LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2020

Particulars	Note	31.03.2020	[in Rupees] 31.03.2019
Non Current Assets			
Property, Plant and Equipment	2	12,57,645	16,27,066
Capital Work in Progress		-	-
Other Intangible assets	2	47,99,232	52,32,960
Financial Assets			
Investments	3	1,57,40,000	1,57,40,000
Loans	4	1,38,21,515	2,82,32,263
Other Financial Assets	5	2,30,000	2,30,000
Income Tax Assets (Net)	6	370	2,77,750
Other non-current assets	7	12,60,535	76,26,070
Total		3,71,09,297	5,89,66,109
Current Assets			
Inventories	8	-	1,54,621
Financial Assets			
Trade Receivables	9	1,28,27,149	2,15,98,648
Cash and cash equivalents	10	43,06,110	13,23,549
Bank balances other than Cash and Cash Equivalents		-	-
Other Financial Assets	11	24,624	1,14,33,096
Other Current Assets	12	8,92,272	1,01,17,861
Total		1,80,50,154	4,46,27,775
TOTAL		5,51,59,451	10,35,93,883
EQUITY AND LIABILITIES			
Shareholders' Funds			
Equity Share Capital	13	6,07,75,000	6,07,75,000
Other Equity	14	-3,39,64,867	-11,47,635

PADMANABH INDUSTRIES LIMITED

Total		2,68,10,133	5,96,27,365
Non-current liabilities			
Financial Liabilities			
Borrowings	15	39,50,966	1,47,78,140
Other financial liabilities		-	-
Provisions		-	-
Deferred tax liabilities (Net)		-	-
Total		39,50,966	1,47,78,140
Current liabilities			
Financial Liabilities			
Borrowings	16	-	-
Trade Payables			
Total outstanding dues of micro and small enterprise		-	-
Total outstanding dues of creditors other than micro and small enterprise		86,16,632	1,07,52,185
Other financial liabilities	17	98,08,564	1,16,22,071
Other current liabilities	18	58,10,265	59,70,822
Provisions	19	1,62,890	8,43,300
Liability For current Tax (Net)		-	-
Total		2,43,98,351	2,91,88,378
TOTAL		5,51,59,450	10,35,93,883

Significant Accounting Policies and Notes to standalone financial statements.
In terms of our report attached

For Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W

For Padmanabh Industries Limited

CA Pankaj Agrawal
Partner
M.No. 443450

Ashish Shah
Chairman & Managing Director
(DIN: 03129204)

Sandeep Gandhi
Director
(DIN: 06945814)

Ramesh Shah
Chief Financial Officer

Pratixa Seju
Company Secretary

Date: 30.07.2020
Place: Ahmedabad
UDIN: 20443450AAAALM1943

Date: 30.07.2020
Place: Ahmedabad

PADMANABH INDUSTRIES LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2020

[in Rupees]

Particulars	Note	31.03.2020	31.03.2019
Revenue			
Revenue from Operations	20	1,60,94,702	1,16,23,788
Other Income	21	4,13,475	15,64,693
Total Revenue (I)		1,65,08,177	1,31,88,481
Expenses			
Cost of Materials Consumed		-	-
Purchases of Stock-In-Trade	22	1,50,434	1,59,590
Changes In Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	23	1,54,621	-
Employees Benefits Expense	24	16,59,253	17,44,319
Finance Costs	25	6,109	3,81,502
Depreciation and Amortization expense	2	9,08,176	11,78,673
Other Expenses	26	40,99,533	1,89,01,689
Total Expenses (II)		69,78,126	2,23,65,773
Profit Before Exceptional item and Tax (I)-(II)		95,30,051	(91,77,292)
Exceptional Item		(4,21,33,155)	-
Profit Before Tax		(3,26,03,104)	(91,77,292)
Tax Expense		-	-
Current Tax		-	-
Deferred Tax (PL)		-	(32,685)
Total Tax Expense		-	(32,685)
Profit from continuing operations (III)		(3,26,03,104)	(91,44,607)
Profit from discontinued operations		-	-
Tax expense of discontinued operations		-	-
Profit from discontinued operations (after tax) (IV)		-	-
Profit for the period (V) (III+IV)		(3,26,03,104)	(91,44,607)
Other Comprehensive Income / (Expenses)			

PADMANABH INDUSTRIES LIMITED

Items that will not be reclassified to profit or loss	-	-
Income tax relating to items that will not be reclassified to profit or loss	-	-
Other Comprehensive Income for the year (VI)	-	-
Total Comprehensive Income for the year (V) + (VI)	(3,26,03,104)	(91,44,607)
Earnings Per Equity Share (Face Value ` 10 each)		
Basic	27	(5.36)
Diluted		(1.50)
		(5.36)

Significant Accounting Policies and Notes to standalone financial statements.

In terms of our report attached

For Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W
CA Pankaj Agrawal
Partner
M.No. 443450

For Padmanabh Industries Limited

Ashish Shah
Chairman & Managing Director
(DIN: 03129204)

Sandeep Gandhi
Director
(DIN: 06945814)

Ramesh Shah
Chief Financial Officer

Pratixa Seju
Company Secretary

Date: 30.07.2020
Place: Ahmedabad
UDIN: 20443450AAAALM1943

Date: 30.07.2020
Place: Ahmedabad

PADMANABH INDUSTRIES LIMITED

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

Particulars	31.03.2020	[in Rupees] 31.03.2019
A. Cash flow from operating activities		
Net profit/(loss) before tax	(3,26,03,104)	(91,77,292)
Adjustment for		
Depreciation	8,12,641	11,75,138
Mat credit entitlement w/off	(2,14,128)	-
Interest expense	-	-
Interest Income	(4,08,475)	(3,01,772)
Operating cash flow before working capital changes	(3,24,13,066)	(83,03,926)
(Increase)/Decrease in other current/non-current assets	2,72,76,976	22,89,109
(Increase)/Decrease in trade receivable	87,71,499	(61,95,497)
(Increase)/Decrease in inventories	1,54,621	
Increase/ (Decrease) in trade payable	(21,35,553)	(7,30,000)
Increase/ (Decrease) in other current/non-current liabilities	(26,54,474)	77,46,994
Cash generated from operations	(9,99,997)	(51,93,320)
Income taxes paid (net)	-	-
Net cash generated by operating activities	(9,99,997)	(51,93,320)
B. Cash flow from investing activities		
Purchase of fixed assets	(9,492)	(1,16,830)
Assets held for sale		-
Loans & advances	1,44,10,748	(33,54,507)
Non-current Investment		(1,57,40,000)
Investment in Non-Current Bank Fixed deposits		-
Interest received	4,08,475	3,01,772
Net cash used in investing activities	1,48,09,731	(1,89,09,565)

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C. Cash flow from financing activities

Proceeds from equity	-	-
Proceeds from long-term borrowing	(1,08,27,174)	1,37,47,646
Proceeds from short-term borrowing	-	-
Change in General Reserves	-	-
Interest paid	-	-
Net cash generated from / used in financing activities	(1,08,27,174)	1,37,47,646
Net (decrease)/increase in cash & cash equivalents (A+B+C)	29,82,560	(1,03,55,239)
Cash and cash equivalents at beginning of the period	13,23,549	1,16,78,788
Cash and cash equivalents at end of period (Refer Note 2.8 & 2.9)	43,06,110	13,23,549

The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discontinuing operations.

See accompanying notes forming part of the financial statements.

In terms of our report attached

For Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W
CA Pankaj Agrawal
Partner
M.No. 443450

For Padmanabh Industries Limited

Ashish Shah
Chairman & Managing Director
(DIN: 03129204)

Sandeep Gandhi
Director
(DIN: 06945814)

Ramesh Shah
Chief Financial Officer

Pratixa Seju
Company Secretary

Date: 30.07.2020
Place: Ahmedabad
UDIN: 20443450AAAALM1943

Date: 30.07.2020
Place: Ahmedabad

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

1. Corporate Information

Padmanabh Industries Limited is a Public Limited Company, incorporated in India under the provisions of the Companies Act, 1956, having its registered office at Ahmedabad, Gujarat. Its shares are listed on BSE Limited.

Significant accounting policies followed by the company:

1.1 Basis of preparation

(iv) Statement of compliance

The consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other accounting principal generally accepted in India.

(v) Principles of Consolidation

The consolidated financial statements comprise the financial statements of the company and its wholly owned subsidiary. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in consolidated financial statements, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all the entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company.

The financial statements of Padmanabh Sports Private limited (a wholly owned subsidiary) has been considered for consolidation and the same is being included in the group.

(vi) Basis of Measurement

These consolidated financial statements have been prepared and presented under the historical cost convention with the exception of certain assets and liabilities that are required to be carried at fair value by Ind AS. The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between the market participant at the measurement date.

The Financial Statements have been presented in Indian Rupees (INR), which is also the Company's functional currency. All values are rounded off to the nearest rupees, unless otherwise indicated.

(vii) Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions. The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

- (ii) Level 1: Quoted Prices (unadjusted) in active markets for identical assets or liabilities
- (v) Level 2: inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
- (vi) Level 3: inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

(viii) Use of estimates and judgments

The estimates and judgments used in the preparation of the consolidated financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected. Significant judgments and estimates about the carrying amount of assets and liabilities include useful lives of tangible and intangible assets, impairment of tangible assets, intangible assets including goodwill, investments, employee benefits and other provisions and recoverability of deferred tax assets.

1.2 The significant estimates and assumption are required in particulars for the following

(iv) Property, plant and equipment.

This involves determination of the estimated useful life of the property, plant and equipment and intangible assets if any and the assessment as to which component of the cost may be capitalised. The useful life of the assets is based on the life as prescribed in schedule II to the Companies Act 2013 or based on the technical

estimates, taking in to account the nature of the assets, estimated usages, expected residual value and operating conditions of the assets. The Management reviews its estimate of the useful lives of depreciable assets at each reporting dates, based on the expected utility of the assets.

(v) Impairment of Non-Financial Assets.

Determining whether property, plant and equipment and other intangible assets are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a discounted cash flow model over the estimated useful life of the underlying assets or cash generating unit. Further, the cash flow projection is based on the estimates and assumption relating to expected revenue, operational performance of the assets, market price of the related product or services, inflation, terminal value etc. Which are considered by the management.

(vi) Income Taxes.

The companies tax jurisdiction in India, the significant judgements are involved in estimating budgeted profit for the purpose of the paying advances taxes, determining the provision for income tax, including amount of income tax excepted to be paid. The significant management judgement also required to determine the amount of deferred tax assets that can be recognised, based on timing and level of future taxable profit.

No deferred tax asset/liability has been created for the year considering the fact that DTA was arising and there is no uncertainty regarding future taxable income.

(vii) Defined benefits plans (Gratuity Benefits).

The cost of the defined benefit of gratuity plan and present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual development in future. These includes the determination of the discount rate, future salary increase / decrease and mortality rates. Due to complexity involved in the valuation and its long-termnature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each balance sheet date. However, there are no employees which are eligible for gratuity, therefore no provision has been created.

(v) Classification of Assets, current and non-current.

The assets or liability is classified as current, if it satisfies the any of the following condition.

- (vii) The assets / Liability expected to be realised or paid in the company's normal operating cycle.
- (viii) The assets are intended for sales or consumption.
- (ix) The assets / liability held for the purpose of trade or business
- (x) The Assets / liability is expected to be realised/ settled within 12 months After reporting period.

- (xi) The assets is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 month after reporting date.
- (xii) In case of liability, the company does not have an unconditional right to deter settlement of the liability for at least 12 months after the reporting date.

All other assets or liabilities are classified as non-current. Deferred assets and Deferred liability are classified as current assets or liability respectively.

For the purpose of current / non-current classification of assets and liabilities, the company has ascertained its normal operating cycle as 12 months. This is based on nature of the business and the time between the acquisition of assets or inventories for processing and their realisation in cash or cash equivalents.

1.3 Summary of significant accounting policies

14. Property, Plant and Equipment.

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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

Depreciation methods, estimated useful lives and residual value

Depreciation is provided using straight line method (SLM) as specified schedule II of the companies Act 2013. Depreciation on assets acquired / disposed off during the year if any, is provided on pro-rata basis with reference to the date of addition / disposal. The estimated useful lives of assets are as under:

Class of assets	Useful Life
Vehicles	5 Years
Intangible Assets	20 Years
Office Equipment	10 Years
Printer	3 Years

Based on the technical evaluation, the management believes that the useful lives as given above represent the period over which the management expect to use these assets. Hence, the useful lives for these assets are different from the useful lives prescribed under part C of schedule II of the Companies act 2013. Depreciation

method, useful lives and residual values are reviewed periodically, including at each financial year end.

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Capital work in process

Expenditure related to and incurred during the implementation of capital project, to get the assets ready for intended use is shown under "capital work in process". The same is allocated to the respective items' property, plant and equipment on completion of construction / erection of the capital assets. The cost of assets not put to use before the year and capital inventory are disclosed under Capital work in process.

Impairment of Tangible Assets

The Group reviews at each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the group estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the reporting period, there is an indication that there is change in the previously assessed impairment loss, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Recoverable amount is the higher of fair value less costs of disposal and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of Profit and Loss.

15. Inventories

Inventories of Finished Goods and Stock-in-trade are stated 'at cost or net realisable value, whichever is lower' except for Waste / Scrap which are valued at net realisable value. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae used are 'First-in-First-out', 'Specific identification', as applicable. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

Inventories not being in used have been written off during the year.

16. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The company has only single business segment hence the detailed disclosure related to segment reporting is not required to be made.

17. Borrowings

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method.

Preference shares, which are mandatorily redeemable on a specific date are classified as liabilities. The dividend on these preference shares is recognised in Statement of Profit and Loss as finance costs.

18. Borrowing costs

Borrowing cost directly attributable to the acquisition, construction of qualifying asset that necessarily takes a substantial period of time to get ready for its intended use, capitalised as part of cost of asset. The borrowing costs includes interest and transaction cost that a company incurs in connection with the borrowing of the funds. Other interest and borrowing costs are charged to Statement of Profit and Loss.

19. Provisions and contingent liabilities

Provisions are recognised when the group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the group or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

20. Revenue recognition

The revenue from contract with customer is recognised upon transfer of control of promised product or services to the customer in an amount that reflect the consideration, which the group expect to receive in exchange of product or service. The

revenue is measured based on the transaction price, which is the consideration, adjusted for discount and other incentives if any. The Amount of consideration to which the company expects to be entitled in exchange for transferring promised goods or service to a customer excluding amounts collected on behalf of third parties (Duties & Taxes on behalf of Government).

The specific recognition criteria from various stream of revenue are described as under:

- (iii) **Sales of Goods/Services:**
Revenue from sales of the goods or services is recognised when the control of the goods has been passed to the customers or services has been completed as per terms of agreement and there is no continuing effective control or managerial involvement with goods.
- (iv) **Interest Income:**
Interest income is accrued on a time basis, by reference to the principal outstanding amount and at the effective interest rate applicable, the future cash receipt through the expected life of the financial asset to that asset's carrying amount on initial recognition.

21. Trade Receivable

A receivable represents the group's right to an amount of consideration that is unconditional i.e. only passage of time required before payment of consideration is due.

The Expected credit loss is mainly based on the historical experience. The receivables are assessed on an individual basis for credit loss. The trade receivables are written off on cases to cases basis, if deemed not to be collectable on assessment and circumstances.

22. Foreign currency translation

c) Functional and presentation currency

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

d) Transactions and balances

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

23. Earnings Per Share

Basic earnings per share (EPS) is computed by dividing the profit or loss attributable to the equity shareholders of the company by the weighted average number of equities shares outstanding during the year.

Diluted earnings per share is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of equity shares, for the effects of all diluted potential equity shares.

24. Government Grants

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

25. Cash and Cash Equivalents

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

26. Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the

group has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Other disclosures forming part of the standalone Ind AS Financial Statements

8. Financial Instruments - Disclosure

Financial assets and financial liabilities are recognized when group becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss.

(ii) Capital management

The group's objective when managing capital is to:

- Safeguard its ability to continue as going concern so that the group is able to provide maximize return to stakeholders and benefits for other stakeholders.
- Maintain an optimal capital structure to reduce the cost of capital.

The company board of directors reviews the capital structure on a regular basis. As part of this review, the board considers cost of capital, risk associated with each class of capital requirements and maintenance of adequate liquidity.

Disclosures

This section gives an overview of the significance of financial instruments for the company and provides additional information on balance sheet item that contain financial instruments. The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized in respect of each class of financial asset, financial liability and equity instrument are disclosed in notes.

(iv) Categories of Financial Instruments

Particulars	As At 31 st March 2020	As At 31 st March 2019
Financial Assets (Measured at Amortized Cost)		
- Trade & Other Receivable	1,28,27,149	2,15,98,648
- Cash & Cash Equivalents	43,06,110	13,23,549
- Other Financial Assets (Current)	24,624	1,14,33,096
- Loans	1,38,21,515	2,82,32,263

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- Other Financial Assets	2,30,000	2,30,000
- Investments	1,57,40,000	1,57,40,000
Total	4,69,49,398	7,85,57,556

Particulars	As At 31 st March 2020	As At 31 st March 2019
Financial Liabilities (Measured at Amortized Cost)		
- Borrowings	39,50,966	1,47,78,140
- Trade Payable	86,16,632	1,07,52,185
- Other Financial Liabilities	98,08,564	1,16,22,071
Total	2,23,76,162	3,71,52,396

The carrying amount of current financial assets and liabilities as at the end of each year presented approximate the fair value because of their short-term nature. The trade receivables, trade payables, borrowings, capital creditors and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature.

(v) Fair value measurements

This note provides information about how the group determines fair value of various financial assets. Management considers that the carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values.

(vi) Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1: Inputs are quoted prices in active markets for identical assets or liabilities.

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

Level 3: Inputs are not based on observable market data. Fair values are determined in whole or in part using a valuation model based on the assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data

9. The group did not have any long-term contracts, including derivatives contract for which there were any material foreseeable losses.
10. World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, Government of India declared lockdown on March 23, 2020 and the group temporarily suspended the operations in

compliance with the lockdown instructions issued by the Central and State Governments. COVID-19 has impacted the normal business operations of the group by way of interruption in production, supply chain disruption, unavailability of personnel, closure/lock down of production facilities etc. during the lock-down period which has been extended till June 1, 2020. The group has made assessment of its liquidity position for the next year and the recoverability and carrying value of its assets comprising property, plant and equipment, intangible assets, right of use assets, investments, inventory and trade receivables. Based on current indicators of future economic conditions, the group expects to recover the carrying amount of these assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 which may be different from that estimated as on balance sheet date.

11. Financial Risk Management Framework

The group's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the group's operations. The group's principal financial assets include trade and other receivables, receivables from government authorities, security deposits and cash and cash equivalents that derive directly from its operations. The company also holds investments. The corporate treasury function provides services to the business, coordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the group through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The group seeks to minimise the effects of these risks by using derivative financial instruments to hedge risk exposures. The group does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and interest rate risk. Financial instruments affected by market risk includes loan and borrowings. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors and Risk Management Committee. There have been no significant changes to the group's exposure to market risk or the methods in which they are managed or measured.

Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The group undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The group's exposure to currency risk relates primarily to the group's operating activities and borrowings when transactions are denominated in a

different currency from the group's functional currency. The group manages its foreign currency risk by hedging transactions that are expected to occur within a maximum 12-month period for hedges of forecasted sales and borrowings.

Price Risk

The Company's investments in listed securities, mutual funds, other funds and debentures are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the price risk through diversification and by placing limits on individual and total equity instruments. Reports on the portfolio are submitted to the Company's senior management on a regular basis.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The group's exposure to the risk of changes in market interest rates relates primarily to the company's long-term debt obligations with floating interest rates. The loans advanced as at March 31, 2020 is Rs. 1,38,21,515 (previous year Rs. 2,82,32,263).

Liquidity risk

ii. Liquidity risk management

The group's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements at all times. The Chief Financial Officer of the group is responsible for liquidity risk management who has established an appropriate liquidity risk management framework for the management of the group's short, medium and long-term funding and liquidity management requirements. The group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities. The Chief Financial Officer reports the same to the Board of Directors on quarterly basis.

12. Related Party Disclosures:

During the year the group has entered into transactions with the related parties. Those transactions are presented in the following:

List of related parties with whom transaction have taken place during the year along with nature and volume of transactions.

Sl.	Name of the person	Relation
1	Ashish Shah	KMP
2	Ramesh Shah	KMP
3	Pratiksha Seju	KMP

PADMANABH INDUSTRIES LIMITED

4	Devang Prajapati	KMP
5	Hiral Shah	KMP
6	Guardian Finance Private Limited	Subsidiary Company

The transactions entered during the year with the above parties are tabulated as below:

Sl.	Nature of Transaction	Amount in Rs. (Current Year)	Amount in Rs. (Previous Year)
1	Loan Taken	2,30,000	1,38,95,000
2	Loan Repaid	26,43,485	31,00,000
3	Rent Expenses	1,80,000	1,80,000
4	Remuneration	4,82,632	5,44,000
5	Loan Given	2,63,635	

13. The details of contingent liabilities outstanding as on the date of Balance Sheet is as following:

Company has given bank guarantee amounting Rs. 2,00,000 in favour of Geology and mining department.

14. Additional information, as required under schedule III to the companies act, 2013, of entities consolidated as subsidiaries.

PADMANABH INDUSTRIES LIMITED

Particulars	Net Assets (total assets minus total liabilities)		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount (in Rs.)	As % of consolidated profit	Amount (in Rs.)	As % of consolidated other comprehensive income	Amount (in Rs.)	As % of consolidated total comprehensive income	Amount (in Rs.)
PARENT								
Padmanabh Industries Limited								
As at March 31, 2020	333.81%	89494002	142.41%	46429972	0.00%	0	142.41%	46429972
As at March 31, 2019	228.31%	136138102	13.82%	-1263853	0.00%	0	13.82%	-1263853
SUBSIDIARY								
Padmanabh Sports Private Limited								
As at March 31, 2020	-233.81%	-62683868	-42.41%	13826868	0.00%	0	-42.41%	13826868
As at March 31, 2019	-128.31%	-76510737	86.18%	-7880754	0.00%	0	86.18%	-7880754
Total as at March 31, 2020	100.00%	26810133	100.00%	32603104	0.00%	0	100.00%	32603104
Total as at March 31, 2019	100.00%	59627365	100.00%	-9144607	0.00%	0	100.00%	-9144607

For Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W
CA Pankaj Agrawal
Partner
M.No. 443450

For Padmanabh Industries Limited

Ashish Shah
Chairman & Managing Director
(DIN: 03129204)

Sandeep Gandhi
Director
(DIN: 06945814)

Ramesh Shah
Chief Financial Officer

Pratixa Seju
Company Secretary

Date: 30.07.2020
Place: Ahmedabad
UDIN: 20443450AAAALM1943

Date: 30.07.2020
Place: Ahmedabad

LIMITED

PADMANABH INDUSTRIES

B OTHER EQUITY

[in Rupees]

	Securities Premium Account	Accumulated Losses	General Reserve	Capital Redemption Reserve	Capital Reserve	Other Comprehensive income	Total
Balance as at 1st April, 2018	7,65,00,000	(6,85,03,028)	-	-	-	-	79,96,972
Profit For The Year	-	(91,44,607)	-	-	-	-	(91,44,607)
Add:- Remeasurement gain/(loss) on defined benefit plans	-	-	-	-	-	-	-
Add:- Excess / (Short) provision of Income Tax	-	-	-	-	-	-	-
Balance as at 31st March, 2019	7,65,00,000	(7,76,47,635)	-	-	-	-	(11,47,635)
Profit For The Year	-	(3,26,03,104)	-	-	-	-	(3,26,03,104)
Add:- Transfer to Capital Redemption Reserve on account of redemption of preference share capital	-	-	-	-	-	-	-
Less:- Transfer to Capital Redemption Reserve on account of redemption of preference share capital	-	-	-	-	-	-	-
Add:- Remeasurement gain/(loss) on defined benefit plans	-	-	-	-	-	-	-
Less:- MAT Credit Entilement Written off	-	(2,14,128)	-	-	-	-	(2,14,128)
Balance as at 31st March, 2020	7,65,00,000	(11,04,64,867)	-	-	-	-	(3,39,64,867)

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Consolidated notes forming part of Financial Statements 31st March, 2020.

2.1 PROPERTY, PLANT AND EQUIPMENT

Current Year ended 31st March 2020	Gross Block				Depreciation / Amortisation				Net Block
	As at 1st April 2019	Additions	Deductions	As at 31st March 2020	As at 1st April 2019	For the Year	Deductions	As at 31st March 2020	As at 31st March 2020
TANGIBLE ASSETS									
Vehicles	14,65,099	-	-	14,65,099	3,99,007	3,05,553	-	7,04,560	7,60,539
Pre School Assets	10,00,000	-	-	8,10,000	5,14,000	54,481	-	3,78,481	4,31,519
Printer	13,980	9,492	-	23,166	3,975	11,282	-	14,951	8,215
Voltage Regulator	83,500	-	-	83,413	18,531	7,597	-	26,041	57,372
Total Tangible Assets	25,62,579	9,492	-	23,81,678	9,35,513	3,78,913	-	11,24,033	12,57,645
INTANGIBLE ASSETS									
Computer Software	21,000	-	-	21,000	13,870	7,130	-	21,000	-
Lease hold rights	56,52,430	-	-	56,52,430	4,26,600	4,26,598	-	8,53,198	47,99,232
Total Intangible Assets	56,73,430	-	-	56,73,430	4,40,470	4,33,728	-	8,74,198	47,99,232
Grand Total	82,36,009	9,492	-	80,55,108	13,75,983	8,12,641	-	19,98,231	60,56,877

Previous Year ended 31st March 2019	Gross Block				Depreciation / Amortisation				Net Block
	As at 1st April 2018	Additions	Deductions	As at 31st March 2019	As at 1st April 2018	For the Year	Deductions	As at 31st March 2019	As at 31st March 2019

PADMANABH INDUSTRIES LIMITED

TANGIBLE ASSETS									
Other Assets	14,65,099	-	-	14,65,099	98,680	3,00,327	-	3,99,007	10,66,092
Pre School Assets	10,00,000	-	-	10,00,000	1,90,000	3,24,000	-	5,14,000	4,86,000
Printer	13,980	-	-	13,980	306	3,669	-	3,975	10,005
Voltage Regulator	83,500	-	-	83,500	87	18,444	-	18,531	64,969
Total Tangible Assets	25,62,579	-	-	25,62,579	2,89,073	6,46,440	-	9,35,513	16,27,066
INTANGIBLE ASSETS									
				-				-	-
Computer Software	21,000	-	-	21,000	3,772	10,098	-	13,870	7,130
Lease hold rights	55,35,600	1,16,830		56,52,430	-	4,26,600	-	4,26,600	52,25,830
Total Intangible Assets	55,56,600	1,16,830	-	56,73,430	3,772	4,36,698	-	4,40,470	52,32,960
Grand Total	81,19,179	1,16,830	-	82,36,009	2,92,845	10,83,138	-	13,75,983	68,60,026

PADMANABH INDUSTRIES LIMITED

3. INVESTMENTS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Investment in Subsidiary Fully paid Equity Shares (Unquoted)		
Guardian Finance Pvt Ltd 15,74,100 Equity Shares of Rs. 10 Each fully paid	1,57,40,000	1,57,40,000
Total	1,57,40,000	1,57,40,000

4. LOANS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Loan Receivables (Unsecured) - Considered good		
Loans to Related Parties		
To Wholly owned subsidiary Padmanabh Sports Pvt Ltd		
To subsidiary		
Guardian Finance Ltd	2,000	2,000
To directors	2,63,635	-
Loan Receivables (Unsecured) - Considered Doubtful		
Loan to Others	1,35,55,880	2,82,30,263
Total	1,38,21,515	2,82,32,263

5. OTHER NON-CURRENT FINANCIAL ASSETS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Security Deposits	30,000	30,000
Fixed Deposits with Bank (Maturity more than twelve Months Emarked against BG)	2,00,000	2,00,000
Total	2,30,000	2,30,000

PADMANABH INDUSTRIES LIMITED

6. NON-CURRENT TAX ASSETS NET

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Advance Income Tax (Net) & TDS	370	63,622
MAT Credit Entitlement	-	2,14,128
Total	370	2,77,750

7. OTHER NON-CURRENT ASSETS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Capital Advances	11,00,000	11,00,000
Unamortised portion of preliminary expenditure	95,535	1,91,070
Share issue expenses pending adjustment		
Other Advances	65,000	63,35,000
Total	12,60,535	76,26,070

8. INVENTORIES (Valued at lower of cost or net realisable value, unless otherwise stated)

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Finished Goods	0	1,54,621
Total	0	1,54,621

9. TRADE RECEIVABLES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Unsecured, Considered Good	1,28,27,149	2,15,98,648
Credit Impaired	-	-
	1,28,27,149	2,15,98,648
Less: Allowance for Credit Impaired	-	-
	1,28,27,149	2,15,98,648
Others		
Unsecured, Considered Good	-	-
Total	1,28,27,149	2,15,98,648

Note : The above trade receivable includes amount of Rs. 65,36,160 which are due from more than 2 years and the balance amount is due from more than 1 year.

PADMANABH INDUSTRIES LIMITED

10. CASH AND CASH EQUIVALENTS BALANCES WITH BANKS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Cash and Cash Equivalents		
Balances with Banks	1,78,661	71,702
Cash on Hand	41,27,449	12,51,847
Total	43,06,110	13,23,549

11. OTHER CURRENT FINANCIAL ASSETS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Income Accrued But Not received	24,624	10,096
Receivable on sale of Investment	-	1,14,23,000
Total	24,624	1,14,33,096

12. OTHER CURRENT ASSETS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Prepaid Expenses	34,486	3,39,989
Balances with Government Authorities	3,84,042	97,77,872
Other Short-Term Loans and Advances	4,73,744	-
Total	8,92,272	1,01,17,861

Note: Other short term Loans & Advances includes disputed advances amounting Rs. 376477 /-

13. EQUITY SHARE CAPITAL

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
13.1 Authorised		
75,00,000 (PY 75,00,000) Equity Shares of Rs. 10 each	7,50,00,000	7,50,00,000
	7,50,00,000	7,50,00,000
13.2 Issued, Subscribed and Fully Paid Equity Shares		
60,77,500 (PY 60,77,500) Equity Shares of Rs. 10 each fully paid	6,07,75,000	6,07,75,000
Total	6,07,75,000	6,07,75,000

PADMANABH INDUSTRIES LIMITED

1. The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share held.
2. The Board of Directors has not recommended any dividend for the year ended 31st March 2020.
3. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their shareholding.

13.3 Reconciliation of the number of equity shares outstanding (including Share Capital Suspense)

	Number of Shares	Amount
As at 1st April, 2018	60,77,500	6,07,75,000
Changes in equity share capital	-	-
As at 31st March, 2019	60,77,500	6,07,75,000
Changes in equity share capital	-	-
As at 31st March, 2020	60,77,500	6,07,75,000

13.4 There are no shareholders who holds more than 5% of the shareholding in the company

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NON-CURRENT BORROWINGS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Unsecured		
Intercorporate Loan	30,00,000	30,00,000
Loans From Related Parties	5,50,966	1,17,78,140
Loans From Others	4,00,000	0
Total	39,50,966	1,47,78,140

Note: Loans from related party includes loan payable to Managing Director. No interest is payable towards the loan.

16. TRADE PAYABLES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Due to micro and small enterprise		-
Due to Others	86,16,632	1,07,52,185

PADMANABH INDUSTRIES LIMITED

Total 86,16,632 1,07,52,185

Note:-

- 1.) Balance of Sundry creditors are subject to confirmation.
- 2.) In absence of the identification by the company of Micro, Small and Medium Enterprise (MSME) parties from whom the company has procured the goods and services. We are unable to categorize the over dues above 45 days to and interest payments outstanding to MSME as on the date of balance sheet.

17. OTHER CURRENT FINANCIAL LIABILITIES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Current Maturity of Long Term Debts	-	47,345
Creditors for Capital Assets	71,52,000	71,52,000
Creditors for expenses	26,56,564	44,22,726
Total	98,08,564	1,16,22,071

- 1.) Balance of Sundry creditors are subject to confirmation.
- 2.) In absence of the identification by the company of Micro, Small and Medium Enterprise (MSME) parties from whom the company has procured the goods and services. We are unable to categorize the over dues above 45 days to and interest payments outstanding to MSME as on the date of balance sheet.

18. OTHER CURRENT LIABILITIES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Statutory Liabilities	52,69,265	52,72,422
Advance from customers	5,41,000	6,98,400
Total	58,10,265	59,70,822

Note: Balance receivable in form of GST credit is subject to reconciliation.

19. CURRENT PROVISIONS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Provision for Audit Fees	1,00,000	-
Provision for Expenses	62,890	8,43,300.00
Total	1,62,890	8,43,300

PADMANABH INDUSTRIES LIMITED

20. REVENUE FROM OPERATIONS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Sale of Services		
Pre School Income	14,56,950	16,36,500
Sports Franchise Events	1,46,37,752	99,87,288
Total	1,60,94,702	1,16,23,788

21. OTHER INCOME

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Interest Income on :		
Interest Income on others	3,93,577	2,90,554
Interest on Bank FD	14,898	11,218
Commission Income	0	12,50,000
Others Receipt	5,000	12,921
Total	4,13,475	15,64,693

**22. PURCHASE OF STOCK IN
TRADE**

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Traded Goods	1,50,434	1,59,590
Total	1,50,434	1,59,590

**23. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-
IN-PROGRESS
AND STOCK-IN-TRADE**

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Opening Inventories		
Finished	1,54,621	1,54,621

PADMANABH INDUSTRIES LIMITED

Goods		
Process Stock	-	-
Waste/Scrap	-	-
	1,54,621	1,54,621
Closing Inventories		
Finished Goods	-	1,54,621
Process Stock	-	-
Waste/Scrap	-	-
	-	1,54,621
(Increase) / Decrease in Stocks	1,54,621	-
Less : (Increase) / Decrease in Excise Duty on Stocks	-	-
Total	1,54,621	-

24. EMPLOYEES BENEFIT EXPENSES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Salaries and Wages	16,59,253	17,44,319
Contribution to Provident and other Funds	-	-
Staff Welfare Expenses	-	-
Total	16,59,253	17,44,319

25. FINANCE COSTS

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Interest - Borrowing	842	10,299
Interest - Others	-	3,30,204
Bank Charges	5,267	40,999
Total	6,109	3,81,502

PADMANABH INDUSTRIES LIMITED

26. OTHER EXPENSES

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
26.1 Administration, Selling and Distribution Expenses		
Advertisement Expenses	22,350	21,341
Annual Custodian Fees	-	1,17,053
Annual Listing Fees	3,00,000	2,50,000
Bad Debts Written off	14,12,500	
Computer Expenses	1,356	
Donation Expenses	6,000	
Electricity Bill	1,18,310	1,05,270
Granite Mining Expenses	-	1,63,600
Franchise service fees	28,000	31,000
Miscellaneous Expenses	54,266	1,15,866
Insurances	27,119	24,685
Interest on Taxes	-	
Marketing Expenses	1,50,000	
Motor Vehicle Expenses		72,000
Postage & telegraph	-	2,598
Legal & Professional Charges	5,01,560	2,02,350
League Expenses		1,65,57,751
Rent Expenses	7,20,000	
ROC Filing Fees	45,700	
Repair & Maintenance	45,602	
Office Rent Expenses	1,80,000	
Office Maintanace Exepsnes	-	15,080
Office Expenses	4,963	69,442
Petrol Expenses	60,000	
Preliminary Exp.-W/Off		

PADMANABH INDUSTRIES LIMITED

Prior Period Expenses	26,914	
Service tax Credit Written off	-	
Stationary & Printing Expenses	8,410	57,007
Rates & Taxes	1,10,528	9,68,500
Balance written off	67,876	
Telephone Expenses	58,079	98,146
	39,49,533	1,88,71,689

26.2 Auditors' Remuneration (excluding service tax) charged to Statement of Profit and Loss
Payments to Statutory Auditors:

Audit Fee	1,50,000	30,000
Total	1,50,000	30,000

Total 40,99,533 1,89,01,689

27. Earnings Per Share:

Net profit for the year attributable to equity shareholders (in Rs.)	-3,26,03,104	-91,44,607
Weighted-average-number of equity shares outstanding (No.)	6077500	6077500
Basic Earnings Per Share (Face Value of ` 10 each) (in Rs.)	-5.36	-1.50
Diluted Earnings Per Share (Face Value of ` 10 each) (in Rs.)	-5.36	-1.50

14. OTHER EQUITY

[in Rupees]

	Securities Premium Account	Retained Earnings	Other Comprehensive income	Total
			Remeasurement gain/(loss) on defined benefit plans	
Balance as at 1st April, 2018	7,65,00,000	(6,85,03,028)		79,96,972
Profit For The Year Add:-	-	(91,44,607)	-	(91,44,607)
		-	-	-

PADMANABH INDUSTRIES LIMITED

Remeasurement gain/(loss) on defined benefit plans	-			
Add:- Excess / (Short) provision of Income Tax				-
Balance as at 31st March, 2019	7,65,00,000	(7,76,47,635)	-	(11,47,635)
Profit For The Year	-	(3,26,03,104)	-	(3,26,03,104)
Add:- Transfer to Capital Redemption Reserve on account of redemption of preference share capital				-
Add:- Transfer to Capital Redemption Reserve on account of redemption of preference share capital				-
Add:- Remeasurement gain/(loss) on defined benefit plans	-	-	-	-
Less:- MAT Credit Entitlement Written off		(2,14,128)		(2,14,128)
Balance as at 31st March, 2020	7,65,00,000	(11,04,64,867)	-	(3,39,64,867)

For Sunil Poddar & Co.
Chartered Accountants
FRN: 110603W

For Padmanabh Industries Limited

CA Pankaj Agrawal
Partner
M.No. 443450

Ashish Shah
Chairman & Managing Director
(DIN: 03129204)

Sandeep Gandhi
Director
(DIN: 06945814)

Ramesh Shah
Chief Financial Officer

Pratixa Seju
Company Secretary

Date: 30.07.2020
Place: Ahmedabad
UDIN: 20443450AAAALM1943

Date: 30.07.2020
Place: Ahmedabad

PADMANABH INDUSTRIES LIMITED

AOC-1

**Statement containing silent features of the Financial Statement of Subsidiary Companies
(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of the Companies
(Accounts) Rules, 2014)**

PART A Subsidiaries

Sr. No.	Particulars		
1	Name of Subsidiary	Padmanabh Sports Private Limited	Guardian Finance Private Limited
2	Reporting Period	01 st April, 2019 to 31 st March, 2020	01 st April, 2019 to 31 st March, 2020
3	Reporting Currency	INR	INR
4	Country	India	India
5	Capital	100000	22500000
6	Reserves	-62683868	-816802
7	Total Assets	17895056	164147349
8	Total Liabilities	178950566	142464151
9	Total Investment	0	0
10	Turnover/Total Income	16094702	2944533
11	Profit Before Tax	13826868	-301548
12	Provision for Taxation	0	0
13	Profit after Taxation	13826868	-301548
14	Proposed Divided	Nil	Nil
15	% of Shareholding	100	69.96