



## STERLING POWERGENSYS LIMITED

(formerly known as STERLING STRIPS LIMITED) C.I.N.: L29213MH1984PLC034343  
2/10, Meghal Service Industrial Estate, Devidayal Road, Mulund West, Mumbai - 400 080  
Email: sterlingstrips84@gmail.com, sterlingepc@gmail.com, sales@splsolar.in  
G 2560 5588 Mobile No. : +919321803234 | www.splsolar.in

**Date:** 25<sup>th</sup> August, 2021

To,  
The Manager,  
Listing Department,  
BSE Limited,  
P. J. Towers,  
Dalal Street, Fort,  
Mumbai-400001.

**Ref No.: Stock Code -513575**

**Subject: Notice along with Annual Report of 36<sup>th</sup> Annual General Meeting of the Company.**

Dear Sir,

Please find enclosed herewith Notice of 36<sup>th</sup> Annual General Meeting of the Members of the Company along with Annual Report for the year 2021 scheduled to be held on Wednesday, 22<sup>nd</sup> September, 2021 at 03.00 P.M. through Video Conferencing.

Kindly acknowledge the receipt and take the same on record.

Yours faithfully,

FOR

MR.  
MANAGING DIRECTOR  
(DIN: 00107561)

TA SUBRAM

Encl: As above.



**STERLING POWERGENSYS LIMITED**

(CIN - L20213MH1042LC343)

**CORPORATE INFORMATION**

**BOARD OF DIRECTORS & KMP**

ANKA AN ENKTE B AMANIAN	: MANAGING DIRECTOR
IYA AJLAXMI	: NON EXECUTIVE DIRECTOR
YASH DHAMENDR ANGHIL	: NON EXECUTIVE DIRECTOR
AMR HCHANDR HA MA	: INDEPENDENT DIRECTOR
HAR HCHANDR ABHA AMANAK DKA	: INDEPENDENT DIRECTOR AND CHAIRMAN
GA A KAT	: COMPANY SECRETARY AND COMPLIANCE OFFICER
INDLIK ANABADANE	: CHIEF FINANCIAL OFFICER

**BANKER: BANK OF MAHARASHTRA**

**UNIT-I**

A-4, MIDC Industrial Area, Murbad, Dist: Thane, - 421 401.

**REGISTERED & CORPORATE OFFICE**

21, Mehabharve Industrial Estate, Devdayal Road, Mulund West, Mumbai - 400 080.

**UNIT - II**

Indian Corporation, Bld. No. 10, Godown No - Gundavali, Dapoda, Taluka of Nava, Bhamburda Thane - 421302.

**STATUTORY AUDITORS**

**DGMS & CO.**  
(Previously Known as Doshi Maru & Associates)  
Chartered Accountants  
Kreepal Bldg, S. N. Road, Tarbe Nagar, Mulund (West), Mumbai - 400 080.

**SHARE TRANSFER AGENT & REGISTRAR**

**BIGSHARE SERVICES PVT. LTD.**  
1st Floor, Bharat Nagar, S. N. Road, opp. Asant, Mahanagar Road, Marol, Andheri (E), Mumbai - 400 050.

**SECRETARIAL AUDITORS**

**CS DEEPAK CHHETA**  
Company Secretary  
Office No. 3, Central Arcade, Indralok Phase II, Bayander (East), Thane-401105.

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**NOTICE TO THE MEMBERS**

Notice is hereby given that the 36<sup>th</sup> Annual General Meeting of the members of the Company will be held through a video conference on Wednesday, 22<sup>nd</sup> September, 2021 at 03:00 p.m. to transact with or without adjournment(s) the following business:

**ORDINARY BUSINESS:**

**Item No 1: Adoption of Audited Financial Statements:**

To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31st, 2021 together with reports of the Board of Directors and the Auditors thereon.

**Item No 2: Re-Appointment of Mr. Sankaran Venkata Subramanian (Director Liable to Retire by Rotation):**

To reappoint Mr. Sankaran Venkata Subramanian (DIN: 00107561), as Managing Director who retires by rotation and be eligible for re-appointment. Brief resumes are attached as Annexure-I.

**SPECIAL BUSINESS:**

**Item No 3: Sale of undertaking under Section 180 (1) (a) of the Companies Act, 2013**

To consider and without adjournment, to pass with or without adjournment, the following resolution as a special resolution:

"RESOLVED THAT pursuant to the provisions of section 180(1)(a) and other applicable provisions of the Companies Act, 2013 (including any amendment or re-enactment made thereon), the provisions of the Memorandum and Articles of Association of the Company, and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable and necessary, consent of the shareholders be and is hereby accorded to Board of Directors (hereinafter called "the Board") to sell, lease or otherwise dispose of the undertakings of the Company which inter alia includes Plot I situated at A-4, MIDC Industrial Area, Murbad, Dist: Thane, - 421401 and Plot II situated at Indian Corporation, Bld. No. 10, Godown No- Gundavalgaon, Dapoda village of Nava, Bhamburda Thane - 421302 and property situated at 21, Mehabharate Industrial Estate, Devdayal Road, Mulund West, Mumbai - 400080 and property situated at 211, Mehabharate Industrial Estate, Devdayal Road, Mulund West, Mumbai - 400080 to repay its dues/ liabilities on such terms and conditions as such terms and in such form and manner as deemed fit by the Board.

RESOLVED FURTHER THAT the Board be and is hereby authorized and empowered to sign and execute necessary documents including but not limited to definitive Agreements, deeds of assignment, conveyance and other ancillary documents, with effect from such date and in such manner as may be decided by the Board to do all such other acts, deeds, matters and things as they may deem necessary and or expedient to give effect to the above resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale and transfer of the undertaking as they may in their absolute discretion deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors of the Company with power to delegate to any officers of the Company, with authorities as required, acting in the Company on behalf of the Company on agreements, documents, arrangements, delivery and execution of contracts, deeds, agreements and instruments."

**BY ORDER OF THE BOARD  
FOR STERLING POWERGENSYS LIMITED**

Sd/-  
**SANKARAN VENKATA SUBRAMANIAN**  
MANAGING DIRECTOR  
(DIN: 00107561)

DATE: 25/08/2021

REGISTERED OFFICE:  
**STERLING POWERGENSYS LIMITED**  
211, Mehabharate Industrial Estate,  
Devdayal Road, Mulund West,  
Mumbai - 400080.  
Email: investor@splsolar.in

**NOTES:**

1. As you are aware, in view of the situation arising due to COVID-19 pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 1, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 23/2020 dated May 25, 2020. The virtual AGM/EGM will thus be held through video conferencing (V.C) or audio-visual means (A.M) through [C.A.M.M.](#) Members can attend and participate in the ensuing AGM/EGM through [C.A.M.M.](#)
2. Pursuant to the provisions of section 173 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and regulation 44 of EBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 1, 2020, April 13, 2020 and May 25, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) or facilitate voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM/EGM will be provided by CDSL.
3. The Members can join the AGM/EGM in the [C.A.M.M.](#) 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/EGM through [C.A.M.M.](#) made available to at least 10% 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/EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through [C.A.M.M.](#) invited for the purpose of ascertaining the quorum under section 173 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 1, 2020, the facility to appoint proxy to attend and cast vote of the members is not available for this AGM/EGM. However, in pursuance of section 112 and section 113 of the Companies Act, 2013, representatives of the members such as the resident of India or the Governor of a State or body corporate can attend the AGM/EGM through [C.A.M.M.](#) their votes through e-voting.  
In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [www.splolar.in](http://www.splolar.in). The Notice can also be accessed from the websites of the stock Exchanges i.e. at [www.bseindia.com](http://www.bseindia.com). The AGM/EGM Notice is also disseminated on the website of CDSL (Agency or providing the e-vote e-voting facility and e-voting system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
6. The AGM/EGM has been convened through [C.A.M.M.](#) in accordance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 1, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 23/2020 dated May 25, 2020.  
In continuation of this Ministry's General Circular No. 23/2020, dated 25th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 23/2020 as per MCA circular no. 22/2021 dated January, 13, 2021.
7. The Explanatory Statement pursuant to section 172 of the Companies Act, 2013 (the Act), in respect of the business under Item No. 3 above is annexed hereto. The relevant details of the Director seeking re-appointment, pursuant to regulation 3(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and as required under Secretarial Standards - 2 on General Meetings issued by The Institute of Company Secretaries of India, is provided in Annexure I.
8. Electronic Copy of the Notice Convening the 3<sup>rd</sup> Annual General Meeting inter alia indicating the process and manner of E-voting is being sent to all the Members who hold shares in dematerialized mode and whose email IDs are registered with their respective DPs. For those Members who have not registered their email address. The Members may also send their requests for Copies of Annual Report to the Company's secretary's email Id [cs.sterling01@gmail.com](mailto:cs.sterling01@gmail.com).



11. The register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 173 of the Companies Act, 2013 will be available for inspection by the Members at the AGM. The register of Members and the Share Transfer Books of the Company will remain closed from 1<sup>st</sup> September 2021 to 22<sup>nd</sup> September, 2021.
12. The Company does not have any pending undivided dividend to be transferred to Investor Education and Protection Fund (IEPF) in pursuance to the provisions of Section 123 of the Companies Act, 2013.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar Company.
14. Members desirous of seeing any information concerning the accounts of the Company are requested to address their queries in writing to the Company at least seven days before the date of the meeting so that the requested information can be made available at the time of the meeting.
15. In view of the Circular issued by the SEBI for appointment of agency for both the modes of transfers i.e. physical as well as Demat, the Company has already appointed M/s. Bigshare Services Pvt. Ltd. as Registrar & Transfer Agent for both the modes of transfers i.e. physical as well as Demat. Members are therefore requested to send their intances to the Registrar or early disposal at the address given below:

**BIGSHARE SERVICES PVT. LTD.**  
1st Floor, Bharat Tower 1, 1st Floor,  
Opp. Ashok, Malwana Road,  
Marol, Andheri (E), Mumbai - 400050.

16. Members holding shares in physical form are requested to not vary immediately any change in their address with PAN Card to the Registrar and Transfer Agent of the Company at the address given above and in case their shares are held in demat, this information should be passed on directly to their respective Depository Participants and not to the Company.
17. All documents referred to in the Notice and in the Explanatory statements are open for inspection at the Company's registered office of the Company during normal business hours on all working days except public holidays between 11.00 A.M. and 3.00 P.M. upto the date of the Annual General Meeting.
18. In all correspondence with the Company, members are requested to quote their Folio Number and in case their shares are held in demat form, they must quote their DP ID and Client ID Number.
19. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all company communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

**THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

- (i) The voting period begins on 1<sup>st</sup> September, 2021 at 9:00 A.M. (IST) and ends on 21<sup>st</sup> September, 2021 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 13<sup>th</sup> September 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders resolutions. However, it has been observed that the participation by the public non-institutional shareholders retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(v) In terms of EBI Circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-voting provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail id in their demat accounts in order to access e-voting.

Pursuant to above said EBI Circular, Login method or e-voting in virtual meet for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL EasEasest facility, can login through their existing user id and password. Option will be made available to reach e-voting without any further authentication. The CDSL users to login to EasEasest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System MyeasE.</li> <li>2) After successful login the EasEasest user will be able to see the e-voting or eligible companies where the evoting is in progress as per the invitation provided by company. In clicking the evoting option, the user will be able to see e-voting provider or cast your vote during the remote e-voting or online virtual meet &amp; voting during the meet. Additionally, there is also link provided to access the system of all e-voting providers i.e. CDSL, DL, KA, YLINK, etc, so that the user can visit the e-voting providers website directly.</li> <li>3) If the user is not registered for EasEasest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-voting by providing Demat Account Number and PAN No. through e-voting available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending SMS on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting where the evoting is in progress and also able to directly access the system of all e-voting providers.</li> </ol>
Individual shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDEAS facility, please visit the e-services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal Computer or on a mobile. Once the home page of e-services is launched, click on the "Beneficial owner" icon under "Login" which is available under IDEAS 1 section. A new screen will open. You will have to enter your user ID and password. After successful authentication, you will be able to see e-voting. Click on "Access to e-voting" e-voting and you will be able to see e-voting. Click on company name or e-voting provider name and you will be redirected to e-voting provider website or cast your vote during the remote e-voting or online virtual meet &amp; voting during the meet.</li> <li>2) If the user is not registered for IDEAS e-services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> select "Register online for IDEAS" portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) If the user is not registered for IDEAS e-services, open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> either on a personal Computer or on a mobile. Once the home page of e-voting is launched, click on the icon "Login" which is available under Shareholder Member section. A new screen will open. You will have to enter your user ID (i.e. your sixteen digit demat account number hold with NSDL), password (TAN) and a secret Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site where you can see e-voting. Click on company name or e-voting provider name and you will be redirected to e-voting provider website or cast your vote during the remote e-voting or online virtual meet &amp; voting during the meet.</li> </ol>



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<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NDL CDSL or e-voting facility. After successful login, you will be able to see e-voting facility. Once you click on e-voting facility, you will be redirected to NDL CDSL Depository site after successful authentication, wherein you can see e-voting facility. Click on company name or e-voting facility provider name and you will be redirected to e-voting service provider website or cast your vote during the remote e-voting facility or online virtual meeting &amp; voting during the meeting.</p>
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**Important note:** Members who are unable to retrieve user ID / password are advised to use Forget user ID and Forget password option available at above mentioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 22-23 73 73 and 22-23 73 542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1 201 22 4433 and 1 22 44 33.

**(v) Login method or e-voting facility in virtual meeting or shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should login to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your user ID
  - a. For CDSL: 1 digit beneficiary ID,
  - b. For NDL: Character D + ID followed by 2 digits Client ID,
  - c. Shareholders holding shares in physical Form should enter Folio Number registered with the Company.
- 4) Next enter the language preferences displayed and click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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

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

(v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However,

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Shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter the login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting or 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.

(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(viii) Click on the ES N [redacted] term Power ensys Limited on which you choose to vote.

(ix) In the voting page, you will see "ES LTI N D E S C I M I N" and against the same the option "YES N" or voting. Select the option YES or N as desired. The option YES implies that you assent to the resolution and option N implies that you dissent to the resolution.

(x) Click on the "ES LTI N FILE LINK" if you wish to view the entire resolution details.

(xi) After selecting the resolution, you have decided to vote on, click on "BMII". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print out of the votes cast by clicking on "Click here to print" option on the [redacted]

(xiv) If a demat account holder has forgotten the login password then Enter the user ID and the authentication code and click on Forgot Password & enter the details as prompted by the system.

### (xv) Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to login to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- A scanned copy of the registration Form bearing the stamp and sign of the entity should be e-mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Company user should be created using the admin login and password. The Company user would be able to login the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be e-mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board resolution Authority letter etc. to either with attested specimen signature of the duly authorized signatory who are authorized to vote, to the scrutinizer and to the Company at the e-mail address viz [cs.sterling01@gmail.com](mailto:cs.sterling01@gmail.com), if they have voted for individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

### INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-voting [redacted] day of the AGM/EGM is same as the instructions mentioned above for e-voting.
2. The login for [redacted] meeting will be available where the ES N [redacted] company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.





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- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connection via Mobile Hotspot may experience Audio/Video quality to Fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of audio/visual issues.
- Shareholders who would like to express their views as questions during the meeting may register themselves as a speaker by sending their request in advance at least **three days prior to meeting** mentioning their name, designation, account number, folio number, e-mail id, mobile number at [cs.sterling01@gmail.com](mailto:cs.sterling01@gmail.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **three days prior to meeting** mentioning their name, designation, account number, folio number, e-mail id, mobile number at [cs.sterling01@gmail.com](mailto:cs.sterling01@gmail.com). These queries will

## ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013.

## ITEM NO. 2:

## Annexure I

DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

NAME	MR. SANKARAN VENKATA SUBRAMANIAN
Directors Identification Number (DIN)	0019751
Age	4 years
Qualification	Bachelor of Science
Expertise in Specific Area	Technical Expertise of Main Business of Company and overall management, control and expertise
Date of first Appointment on the Board of the Company	1.11.10
Shareholding Interest in Power Sys Ltd.	4,435
List of Directorship held in other companies	AKIL AF GEN & IAL LIMITED
Membership Chairmanship of Audit and Stakeholders Representation Committee	1. Member of Audit Committee
Relationship with other Directors Interse	Spouse of Mrs. Malavika, Non-executive Director
Brief resume	Mr. Sankaran Venkata Subramanian is a Science Graduate, worked as Service Executive in a power generation and commissioning of Industrial Boilers and Incinerators. Self-motivated in business, he has grown as an entrepreneur having sound technical knowledge and strong managerial and Business Management capabilities. He has widely travelled in India and abroad and is fully updated on all the developments in this field.
Terms and Conditions of re-appointment including remuneration payable	Same as original appointment
Number of meetings of Board attended during the year	

## ITEM NO. 3: SALE OF UNDERTAKING UNDER SECTION 180 (1) (a) OF THE COMPANIES ACT, 2013

Members of the Company are requested to note that Section 180(1)(a) of the Companies Act, 2013 mandates that the Board of Directors of a company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of any undertaking(s) of the company, only with the approval of the members of the Company by way of a special resolution. Explanation (i) to Section 180(1)(a) of the Companies Act, 2013 states that the term 'an undertaking' or the purposes of Section 180(1) of the Companies Act, 2013 is an undertaking in which the investment of the company exceeds twenty percent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty percent of the total income of the company during the previous financial year. Explanation (ii) to Section 180(1)(a) of the Companies Act, 2013 states that the term 'substantially the whole of the undertaking' or the purposes of Section 180(1) is in any financial year, twenty percent or more of the value of the undertaking as per the audited balance sheet of the preceding financial year.



**STERLING POWERGENSYS LIMITED**

Accordingly, pursuant to Section 171(a) of the Companies Act, 2013, members of the Company are further requested to note that the Board's decision by way of a special resolution to sell and transfer the undertakings Unit I situated at A-4, MIDC Industrial Area, Murbad, Dist: Thane, - 421421 and Unit II situated at Indian Corporation, Bldg. No. 10, Godown No- Gundavallan, Dapoda Taluka of Nana, Bhand, Thane - 421322 and property situated at 21, Mehat Service Industrial Estate, Devdayal Road, Mulund West, Mumbai - 400022 and property situated at 211, Mehat Service Industrial Estate, Devdayal Road, Mulund West, Mumbai - 400022. As the members are aware that the existing manufacturing units were not operational since last few months, and no other production are being carried on at these units, hence Board has decided to sell these undertakings to repay its existing dues which is payable to the Banks and others and bring back the Company on its financial stability and explore the different business opportunities as per the market scenario with a view to let the turnover of the Company increase and revive the Company financially. Meanwhile Company is also planning to change its registered office within the city limits.

The Board recommended the special resolution set out at Item No.3 of the notice of approval by the shareholders.

None of the Director's interested in said resolution.

**BY ORDER OF THE BOARD  
FOR STERLING POWERGENSYS LIMITED**

Sd/-  
**SANKARAN VENKATA SUBRAMANIAN**  
MANAGING DIRECTOR  
(DIN: 00107561)

**DATE: 25/08/2021**

**REGISTERED OFFICE:**  
**STERLING POWERGENSYS LIMITED**  
211, Mehat Service Industrial Estate,  
Devdayal Road, Mulund West,  
Mumbai - 400022.  
E-mail: investor@splsolar.in

**DIRECTORS' REPORT TO THE MEMBERS**

Your Directors have great pleasure in presenting the 3<sup>rd</sup> Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31<sup>st</sup> March, 2021.

**FINANCIAL HIGHLIGHTS:**

Particulars	Year ended 31.03.2021 (Rs. In Lakhs)	Year ended 31.03.2020 (Rs. In Lakhs)
Sales & Other Income	42.42	111.10
Total Expenses	122.22	111.10
Profit (Loss) before exceptional items and tax	- 79.80	- 52.13
Less: Exceptional items	32.22	-
Less: Tax Expenses	-	-
Add: Provisions reversed	-	-
Profit (Loss) after tax	- 112.22	- 52.13
Add: Adjustment or depreciation as per Companies Act 2013	-	-
Add: Balance brought forward from previous year	-	-
Balance carried to Balance Sheet	- 112.22	- 52.13

**OPERATIONAL REVIEW & STATE OF COMPANY'S AFFAIRS:**

The Company has entered in the solar power sector, incubated a business proposition over the last years, launched during November, 2015 the hop-on-line, plug-in-play, stock & sale model and integrated solar power generation system catering to B to C and B to B segments. During the year under review, Covid-19 situation impacted the business operations of the Company significantly.

During the year under review, the Company has recorded a total revenue of Rs. 42.42 Lakhs including the other income against the total revenue in the previous year of Rs. 111.10 Lakhs. Company has posted a Loss of Rs. 112.22 Lakhs for the year ended 31<sup>st</sup> March, 2021.

**RESERVES:**

Your Directors do not propose to transfer any amount to the General Reserve Account in lieu of Loss.

**DIVIDEND:**

Your Directors have not recommended any dividend for the year ended 31<sup>st</sup> March, 2021 due to Losses during the year.

**SHARE CAPITAL OF THE COMPANY:**

The Paid up Equity Share Capital, as at 31<sup>st</sup> March, 2021 was Rs. 5,00,000/- divided into 5,00,000 Equity Shares, having face value of Rs. 1/- each fully paid up. During the year under review, the Company has not issued any shares with differential voting rights neither granted any stock options nor sweat equity.

**SUBSIDIARIES, ASSOCIATE COMPANIES & JOINT VENTURES:**

The Company is not having any associate Company, subsidiary Company or Joint venture.

**PUBLIC DEPOSITS:**

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The Company has not issued any loans or provided any Guarantees or made Investments covered under the provisions of Section 18 of the Companies Act, 2013 for the Financial Year 2020-2021.

**CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:**

The provisions of Section 135 activities under the Companies Act, 2013 are not applicable to the Company.



**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:**

Due to non-compliance with the provisions of the EBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), trading on Bombay Stock Exchange where Company's listed has been suspended with effect from 1<sup>st</sup> January, 2020. The Company had not paid Annual Listing Fees within the prescribed time limit and was in violation of certain EBI Listing Requirements.

Except this, there were no significant and material orders passed by the regulators or Courts that would impact the going concern status of the Company and its future operations.

**CORPORATE GOVERNANCE REPORT: Not Applicable**

As per Regulation 27(2) and Regulation 15 of the EBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Paid up Equity Share Capital of the Company be less than ₹. 10 Crore and Net worth be less than ₹. 25 Crore as on 31<sup>st</sup> March, 2021, Corporate Governance report is not applicable to the Company.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Based on the report of internal audit function, the Company undertakes corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

**DIRECTORS RESPONSIBILITY STATEMENT:**

To the best of our knowledge and belief and according to the information and explanations obtained, Directors make the following statement in terms of Section 134 (3)(c) of the Companies Act, 2013:

- (a) that in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (b) that the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- (c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act or safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the Directors had prepared the annual accounts on a going concern basis;
- (e) 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;
- (f) 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.

**EXTRACT OF ANNUAL RETURN:**

In terms of Section 2(3) and Section 134(3)(a) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available on the website of the Company at the link : <https://spl.solar.in/R&R.html>.

**BOARD OF DIRECTORS:**

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, during the year 2020-21 there was no change in the composition of Board of Directors and the Committees of the Board.

All Independent Directors have given declarations that they meet the criteria of Independence as laid down under Section 149(1) of the Companies Act, 2013 and Regulation 1(b) of the EBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

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### DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The following persons are the Directors and Key Managerial Personnel of the Company as on 31<sup>st</sup> March, 2021:

Sr. No.	Name of the person	Designation
1	Sankaran Venkata Subramanian	Managing Director
2	Malaxariyar	Non-Executive Director
3	Yash Dharamendra Sankar	Non-Executive Director
4	Ramesh Chandra Barua	Independent Director
5	Harsh Chandra Barua Nauud ar	Independent Director
6	Mundana Davane	Chief Financial Officer
7	Gaurav Kaushik	Company Secretary and Compliance Officer

\*Mr. Sankaran Venkata Subramanian, Managing Director of the Company retires by rotation at the forthcoming Annual General Meeting (AGM) and being eligible, offers himself for re-appointment.

\*\*Mr. Sankaran Venkata Subramanian, Managing Director of the Company was the Compliance officer of the Company upto 10<sup>th</sup> September, 2020.

\*\*\*Mr. Gaurav Kaushik was appointed as Company Secretary and Compliance officer with effect from 11<sup>th</sup> September, 2020.

### BOARD EVALUATION:

Pursuant to the provisions of Section 174 of the Companies Act, 2013 and Regulation 17 of the SEBI Listing Regulations, the Board has carried out an evaluation a term into consideration various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, remuneration, obligations and governance.

The performance evaluation of the Independent Directors was carried out by the entire Board and the performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

### REMUNERATION POLICY:

The Company has a Nomination and Remuneration Committee. The Committee reviews and recommends the Board about remuneration of Directors and Key Managerial Personnel and other employee up to one level below of Key Managerial Personnel. During the Financial year 2020-21 the Company did not pay any sitting fees to the Non-Executive Director and Independent Directors or attend the Board Meetings. Remuneration to Executive Directors is governed under the relevant provisions of the Companies Act, 2013. The Company has devised the Nomination and Remuneration Policy for the appointment, re-appointment and remuneration of Directors & Key Managerial. All the appointment, re-appointment and remuneration of Directors and Key Managerial Personnel are in compliance of the Nomination and Remuneration Policy of the Company.

### STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS:

All Independent Directors have given declarations that they meet the criteria of independence as laid down pursuant to Section 174(1) of the Companies Act, 2013.

### BOARD DIVERSITY:

None of the Directors of the Company is disqualified or been appointed as Director as specified in Section 174(2) of the Companies Act, 2013.

### FAMILIARISATION PROGRAMME OF INDEPENDENT DIRECTORS:

In compliance with the requirements of SEBI Listing Regulations, the Company has put in place a familiarisation programme for Independent Directors to familiarize them with their role, rights & responsibilities as Directors, the operations of the Company, business overview, etc.

The detail of familiarisation programme is available on the website of the Company.



**NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:**

During the financial year ended 31<sup>st</sup> March, 2021, Eight Board Meetings were held on the following dates:

- (1) 20<sup>th</sup> May, 2020 (2) 14<sup>th</sup> August, 2020 (3) 11<sup>th</sup> September, 2020 (4) 22<sup>nd</sup> October, 2020 (5) 21<sup>st</sup> December, 2020 (6) 31<sup>st</sup> December, 2020 (7) 1<sup>st</sup> February, 2021 and (8) 31<sup>st</sup> March, 2021. The composition is as under:-

Name of the Directors	Category of Directors	Number of outside Directorship		Attendance		No. of Shares held in the Company As at 31.03.2020
		Directorship #		Board meeting	Last AGM	
		Public	Private			
Sanjivan Venkata Subramanian	Managing Director	-	1		Yes	4,435
Malaxi Jayaraj	Non Executive Director	-	-		Yes	1000
Yash Dhanendra Anand	Non-Executive Director	-	-		Yes	N/A
Ashesh Chandra Barua	Independent Director	-	-	3	No	N/A
Harishandra Barua Nauudhar	Independent Director	-	-		No	N/A
Mundana Davane	Chief Financial Officer	-	-		Yes	1000

\*Mr. Sankaran Venkata Subramanian, Managing Director of the Company retires by rotation at the forthcoming Annual General Meeting (AGM) and being eligible, offers himself for re-appointment.

# Excluding Directorships in Foreign Companies and Companies under Section 8 of the Companies Act, 2013.

Memberships of the Directors in various Committees are within the permissible limits of the EBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The members of the Board have been provided with the requisite information mentioned in the EBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 well before the Board Meetings.

**COMMITTEE MEETINGS:**

**AUDIT COMMITTEE:**

In accordance with the provisions of the EBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is having in place an Audit Committee comprising of Independent Directors and Executive Director. The Audit Committee acts in accordance with the terms of reference specified from time to time by the Board. All the Members of the Audit Committee are financially literate.

During the financial year ended 31<sup>st</sup> March, 2021, Audit Committee Meetings were held on the following dates:

- (1) 20<sup>th</sup> May, 2020 (2) 14<sup>th</sup> August, 2020 (3) 21<sup>st</sup> December, 2020 (4) 31<sup>st</sup> December, 2020 (5) 1<sup>st</sup> February, 2021 and (6) 31<sup>st</sup> March, 2021.

The name and attendance of Audit Committee members are as under:

Name of Director	Designation	Category of Directorship	No. of Meetings during the Year	
			Entitled to attend	Attended
Mr. Harishandra Barua Nauudhar	Chairperson	Independent Director		
Mr. Ashesh Chandra Barua	Member	Independent Director		3
Mr. Sanjivan Venkata Subramanian	Member	Executive Director		

At the invitation of the Committee, Executive Directors and other Financial Executives of the Company also attended the meetings to respond to queries raised at the Committee meetings.

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### NOMINATION & REMUNERATION COMMITTEE:

The Company has had in place the Nomination and Remuneration Committee ("NRC") or review and recommend the remuneration payable to the Directors and senior executives of the Company and assist the Board with respect to the process of appointment or re-election of Chairman of the Board of Directors and other executive and non-executive Directors.

The particulars of Members of Nomination & Remuneration Committee and their attendance at the Meetings are as under:

During the financial year ended 31<sup>st</sup> March, 2021, the Nomination & Remuneration Committee Meetings were held on the following dates:

(1) 20<sup>th</sup> May, 2020 (2) 11<sup>th</sup> September, 2020 (3) 22<sup>nd</sup> October, 2020 (4) 31<sup>st</sup> December, 2020 and (5) 31<sup>st</sup> March, 2021

Name of Director	Designation	Category of Directorship	No. of Meetings during the Year	
			Entitled to attend	Attended
Mr. Anand Chandra Barua	Chairperson	Independent Director	5	2
Mrs. Malavika	Member	Non-Executive Director	5	4
Mr. Harishandra Barua Nauudhar	Member	Independent Director	5	5

### POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The Nomination & Remuneration Committee has framed a policy for selection and appointment of Directors including determination of qualifications and independence of a Director, Key Managerial Personnel (KMP) or Material Personnel and their remuneration as part of its charter and other matters provided under section 17(3) of the Companies Act, 2013. Pursuant to section 17(3) of the Companies Act, 2013, the nomination and remuneration policy of the Company which lays down the criteria or determination of qualifications, competencies, positive attributes and independence of appointment of Directors and policies of the Company relating to remuneration of Directors, KMP and other employees is available on the Company's website [www.spl solar.in](http://www.spl solar.in). It is affirmed that the remuneration paid to Directors, senior managerial and other employees is in accordance with the remuneration policy of the Company.

### STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Company has had in place the Stakeholders Relationship Committee ("SC") for the redressal of the grievances of security holders of the Company.

Composition, Meetings and Attendance of the committee is as follows:

During the financial year ended 31<sup>st</sup> March, 2021, the Stakeholders Relationship Committee Meetings were held on the following dates:

(1) 20<sup>th</sup> May, 2020 (2) 14<sup>th</sup> August, 2020 (3) 11<sup>th</sup> September, 2020 (4) 21<sup>st</sup> December, 2020 and (5) 31<sup>st</sup> March, 2021.

Name of Director	Designation	Category of Directorship	No. of Meetings during the Year	
			Entitled to attend	Attended
Mrs. Malavika	Chairperson	Non-Executive Director	5	4
Mr. Harishandra Barua Nauudhar	Member	Independent Director	5	5
Mr. Yash Dharwadkar	Member	Non-Executive Director	5	4

### SEXUAL HARASSMENT:

The Company has constituted an Internal Complaint Committee and the Board monitors the implementation and assesses the efficacy of the methods employed as required under section 4 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder. During the year under review, no complaints were reported.

### VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has a Vigil Mechanism / Whistle Blower policy to report genuine concerns, grievances, frauds and irregularities, if any. The Vigil Mechanism / Whistle Blower policy has been posted on the website of the Company i.e. [www.spl solar.in](http://www.spl solar.in).





**RELATED PARTY TRANSACTIONS:**

All transactions entered into with related parties of the year under review were on arm's length basis and were in the ordinary course of the business and thus provisions of section 177 of the Companies Act, 2013 are not attracted. The disclosure in Form AOC-2 is accordingly, not required.

**DEPOSITORY SERVICES:**

The Company's Equity Shares have been admitted to the depository mechanism of the National Securities Depository Limited (NSDL) and also the Central Depository Services (India) Limited (CDSL). As a result, the investors have an option to hold the shares of the Company in a dematerialized form in either of the two Depositories. The Company has been allotted IN No. INE 7E11F3 share holders therefore are requested to take full benefit of the same and lodge their holdings with Depository Participants (DPs) with whom they have their Demat Accounts or get their holdings in electronic form.

**REPORTING OF FRAUDS:**

There have been no instances of fraud reported by the statutory Auditors under section 143(12) of the Acts & Rules framed thereunder either to the Company or to the Central Government.

**CODE OF CONDUCT:**

Your Company is committed to conducting its business in accordance with the applicable laws, rules and regulations and highest standards of business ethics. In recognition thereof, the Board of Directors has implemented a Code of Conduct for adherence by the Directors, Senior Management Personnel and Employees of the Company. This will help in dealing with ethical issues and also foster a culture of accountability and integrity. The Code has been posted on the Company's website www.splsolar.in. All the Board Members and Senior Management Personnel have confirmed compliance with the Code.

**STATUTORY AUDITOR:**

M s. D. G. Mehta & Co., Chartered Accountants, Mumbai (E N-1121 74) (previously known as M s. Doshi Maru & Associates), were appointed as the statutory Auditors of the Company at its 32nd Annual General Meeting for the conclusion of the said meeting until the conclusion of the 37th Annual General Meeting. The report of the statutory Auditors, M s. D. G. Mehta & Co., Chartered Accountants on the financial statements of the Company for the Financial Year 2020-21 forms part of this Annual Report. The statutory Auditors have submitted an unmodified opinion on the audit of financial statements for the Financial Year 2020-21 and there is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their report.

**SECRETARIAL AUDIT:**

Pursuant to provisions of section 204 of the Companies Act, 2013 and the rules made thereunder, the Company has appointed Ms. Deepa Chhabra, a Company Secretary in practice having C No.: 200 to undertake the Secretarial Audit of the Company for the period under review. The Secretarial Audit report is annexed herewith as Annexure 'A' and forms an integral part of this report.

**AUDITOR'S REPORT/ SECRETARIAL AUDIT REPORT:**

The observations of the statutory Auditors contained in their report have been adequately dealt with in the Notes to the Accounts which are self-explanatory and, therefore, do not call for any further comments.

In respect of Secretarial Auditors qualification in the Secretarial Audit report, Your Directors wish to state the following:

Sr. No.	Secretarial Auditor's Qualifications	Management's view on the same
1.	In the terms of section 140 of Companies Act, 2013 the Annual General Meeting for the Financial Year 2020-21 was not held within the prescribed due dates and was held on 20th January, 2021.	Due to Covid-19 pandemic situation, the Company as well as the Auditors were unable to procure the necessary records which led to delay in Audit of the financial statements of the Company for the F.Y. 2020-21 and thus the delay in AGM.
2.	In terms of the regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company has delayed in submission of quarterly financial results to the SEBI during the audit period.	The Company as well as the Auditors had faced any problems in communication during the pandemic which led to delay in submission of financial results.

## 36<sup>TH</sup> ANNUAL REPORT 2020-2021

Sr. No.	Secretarial Auditor's Qualifications	Management's view on the same
3.	In terms of EBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, there was delayed in submission of some disclosures compliance reports to the BSE.	The Company has tried to be fully compliant in relation to submission of compliances.
4.	The Company has not paid the Annual Listing Fees for the Financial Year 2020-21 within the prescribed time limit.	The Company's acute financial distress due to which there was delay in the payment of Annual Listing Fees which was duly paid on 31.12.2021.
5.	Due to non-compliances with the provisions of the EBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), trading on Bombay Stock Exchange where Company's listed has been suspended with effect from 1 <sup>st</sup> January, 2020 to till now.	Company had applied for the revocation of suspension of securities with BSE after complying with the norms of revocation except with the payment of penalty for which waiver has been applied for.
6.	During the period under review Company has not paid the statutory dues including Provident Fund as per Employees' Provident Funds and Miscellaneous Provisions Act, 1952, Provision Tax under the Professional Tax Act, 1973 and TDS under Income Tax Act, 1961.	The Company's acute financial distress and severe cash flow problems, which has caused Employee resource crunch leading to disturbance in compliance pattern tax payments. Company is trying its best to overcome the financial issues and clear all the dues.

However, your Directors assure that the Company continues its principles of abiding by the Law in its Letter and spirit. Your Directors assure that some of the Company's compliance tax payments reported as not done have subsequently been done and balance too will be completed in due course.

Your Directors are putting maximum efforts to make the Company fully compliant in all respects and expect Company to be fully compliant at the earliest.

### PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo pursuant to Section 134(3)(g) of the Companies Act, 2013, read with the rule 3 of the Companies (Accounts) Rules, 2014 is given in Annexure 'B' to this report.

### MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis report for the financial year under review as stipulated under Regulation 34 of the EBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in the separate section forming part of this Annual Report as "Annexure - C".

### RISK MANAGEMENT:

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. The Board periodically reviews the risks and measures are taken for mitigation.

### ENVIRONMENT AND SAFETY:

The Company is aware of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned compliances, environmental regulations and preservation of natural resources at the plant.

### PARTICULARS OF EMPLOYEES:

Disclosures with respect to remuneration required pursuant to Section 197 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is Annexed here as "Annexure-D". Further, the Company does not have any employee whose remuneration exceeds the limits prescribed in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.



**STERLING POWERGENSYS LIMITED**

**LISTING:**

The Company's shares are listed on Bombay Stock Exchange (BSE Limited).

**IMPACT OF COVID-19:**

The Country witnessed lock down being implemented in India in the second quarter of March 2020. There were also restrictions of varying extent across larger part of the world, due to the COVID-19 pandemic. This impacted the business operations of the Company significantly. By staying true to its purpose and its values, the top-most priority of the Company was to ensure the safety of its employees.

**SECRETARIAL STANDARDS:**

During the year under review, your Company has complied with all the applicable secretarial standards issued by the Institute of Company Secretaries of India.

**ACKNOWLEDGEMENT:**

The Directors would like to express their sincere appreciation to the Company's shareholders, lenders, stakeholders including Banks, Government authorities, other business associates, who have extended their valuable sustained support and encouragement during the year under review. The Directors also wish to place on record their appreciation for the impressive growth achieved through the competence, hard work, solidarity, cooperation and support of employees at all levels.

DATE: 20/03/2021

**By order of the Board  
For STERLING POWERGENSYS LIMITED**

**REGISTERED OFFICE:**

**STERLING POWERGENSYS LIMITED**  
21, Mehabarvce Industrial Estate,  
Devdayal Road, Mulund West,  
Mumbai - 400080.  
E-mail: [investor@splsolar.in](mailto:investor@splsolar.in)

Sd/-  
**SANKARAN VENKATA SUBRAMANIAN**  
MANAGING DIRECTOR  
(DIN: 00107561)

Sd/-  
**RAJLAXMI IYAR**  
DIRECTOR  
(DIN: 00107754)

## ANNEXURE 'A'

FORM NO. MR - 3

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2021

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 6 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

Date: 20<sup>th</sup> 2<sup>nd</sup> 2021

To,  
The Members,  
**STERLING POWERGENSYS LIMITED**  
21<sup>st</sup>, Mehta Service Industrial Estate,  
Devdayal Road, Mulund West,  
Mumbai - 400 080, Maharashtra, India.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Sterling Powergensys Limited** (hereinafter called "the Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, orders 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 31<sup>st</sup> March, 2021 complied with the statutory provisions of the applicable acts listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, orders and returns filed and other records maintained by the Company, for the financial year ended on 31<sup>st</sup> March, 2021 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and rules and regulations made thereunder to the extent of foreign direct investment and External Commercial Borrowings (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), viz:
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 (Not applicable to the Company during the audit period);
  - d. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2009 (Not applicable to the Company during the audit period);
  - e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the audit period)
  - f. The Securities and Exchange Board of India (Restrictions on Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (Not applicable to the Company during the audit period);
  - 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, 1999 (Not applicable to the Company during the audit period).



STERLING POWERGENSYS LIMITED

We have relied on the representation made by the Company, its officers and on the reports given by designated professionals or systems and processes organized by the Company to monitor and ensure compliances under other following specifically applicable Acts, Laws and regulations to the Company.

- a. The Employees' Provident Funds and Miscellaneous Provisions Act, 1952.
- b. The Payment of Bonus Act, 1965.
- c. The Payment of Gratuity Act, 1972.
- d. The Payment of Wages Act, 1946.
- e. The Bombay Shops & Establishments Act, 1948.
- f. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
- g. The Environment Protection Act, 1986.
- h. The Goods and Service Tax Act, 2017.
- i. The Professional Tax Act, 1975.
- j. The Income Tax Act, 1961.
- k. The Finance Act, 2014 (Service Tax).

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

- i. Secretarial standards with respect to Board and General Meetings (SS-1 and SS-2) specified by the Institute of Company Secretaries of India,
- ii. The 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 except to the extent as mentioned below:

- i. Whereas in the terms of Section 96 of Companies Act, 2013 the Annual General Meeting of the Financial

## 36<sup>TH</sup> ANNUAL REPORT 2020-2021

We further report that there are adequate systems and processes in the Company which ensure compliance with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the year under report, the company has not undertaken any actions having a bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standard etc.

**FOR CS DEEPAK CHHETA  
PRACTISING COMPANY SECRETARY**

sd/-

ACS No.: 55656

COP No.: 20966

PLACE: MUMBAI

DATE: 29/06/2021

UDIN: A055656C000543385

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### 'ANNEXURE A'

To,

**The Members,**

**STERLING POWERGENSYS LIMITED**

21<sup>st</sup>, Maharashtra Service Industrial Estate,

Devdayal Road, Mulund West,

Mumbai - 400080.

Your report of even dates to be read along with this letter.

1. Maintenance of secretarial records 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 these 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. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
  5. The compliance of the provisions of corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
- ➔ These 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 CS DEEPAK CHHETA  
PRACTISING COMPANY SECRETARY**

sd/-

ACS No.: 55656

COP No.: 20966

PLACE: MUMBAI

DATE: 29/06/2021

UDIN: A055656C000543385



**ANNEXURE 'B'**

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:**

In accordance as per section 134 (3)(a) of the Companies Act, 2013 read with rule 3 of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2021 is given here below and forms a part of the Directors' report.

**A. CONSERVATION OF ENERGY:**

The manufacturing process of the Company are not energy intensive, therefore impact of energy saving devices is insignificant.

**B. TECHNOLOGY ABSORPTION:**

The Company has not reported any technology at any time during the year under review.

**RESEARCH AND DEVELOPMENT:**

a) Specific area in which R & D has carried out by the Company	The Company has carried out R & D in the area of available business opportunities of the Company.
b) Benefit derived as a result of R & D	Company's trying to revolve its financial position.
c) Future plan of action	The Company plans to strengthen its R & D activity and intensify its cost reduction programme.
d) Expenditure on R & D	Expenditure on R & D is not accounted for separately.

**FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

(Amount in Rs.)

		2020-21	2019-20
a. Foreign Exchange outgo		3,52,307	-
b. Foreign Exchange earned		-	-

DATE: 20/03/2021

**REGISTERED OFFICE:**

**STERLING POWERGENSYS LIMITED**  
 21A, Mehabarvce Industrial Estate,  
 Devdayal Road, Mulund West,  
 Mumbai - 400080.  
 E-mail: [investor@splsolar.in](mailto:investor@splsolar.in)

By order of the Board  
**For STERLING POWERGENSYS LIMITED**

Sd -  
**SANKARAN VENKATA SUBRAMANIAN**  
 MANAGING DIRECTOR  
 (DIN: 001731)

## Annexure C''

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Directors have pleasure in presenting the management discussion and analysis report of the year ended on 31<sup>st</sup> March, 2021.

### 1. Overall & Business Review:

The year 2020-21 started with the Covid-19 pandemic which has impacted the world economy on a large scale. Management's expected growth rate in the current financial year 2021-22 as the government's taken significant steps to rejuvenate the economy.

### 2. Industry Structure & Development:

Solar power in India is a fast-growing industry. The country added 3,91 MW of solar capacity in 2015-2016 and 5.55 GW in 2016-2017, the highest of any year, with the average current price of solar electricity dropping to 16% below the average price of its coal-fired counterpart. Government of India's initiative of 100 GW of solar energy by 2022 is an ambitious target. Government attention in the field of renewable energy makes the Company confident to continue substantial growth performance in the forthcoming period.

### 3. Opportunities & Threats:

The Company's expertise to provide the industry well engineered solar power solution as per the specific need of the industry on Engineering, Procurement & Construction (EPC) basis is expected to bring new areas of opportunity. Besides, Company's expertise in providing the solar power solution on stock and sale model by offering standardized solutions, has brought in the concept of product range projects especially for smaller size rooftop solutions, has opened new areas of opportunities. Looking towards the Government efforts towards promotion of renewable energy, the Company sees immense future business opportunity in this field. Increase in raw material prices, except solar panels, have not retained appropriate talents an area of concern and may have adverse impact on the growth. Besides, the negative external factors are a matter of concern for the company.

### 4. Product wise performance:

During the year due to Covid-19 pandemic Company was not able to perform well in the solar power industry.

### 5. Outlook:

The economic outlook is expected to be positive in view of stable & decisive government at centre. Government's taken steps to accelerate economic growth rate and it shall result in positive outcome for the industry in coming times. The declining trend in the interest rate should give much needed push to improve the economy and growth. In addition, outlook seems optimistic overall, with judicious utilization of its experienced manpower, it is expected to generate several enquiries of the Company in respective areas of operations. Company is also planning to explore the opportunities with respect to diversification of its business.

### 6. Risk and concern:

Continuous decreasing trend in solar power tariffs in the industry, specially the smaller players, to hold on their investment plan, which may affect growth adversely. High attrition rate of the skilled manpower in the engineering sector is another area of concern of the industry. The company has no control over external factors which may adversely affect the company's operation. However, its factors are continuously monitored by the management and necessary steps are taken to mitigate them.

### 7. Internal Control System and their adequacy:

The Company has proper and adequate systems of internal control, to safeguard assets against loss from unauthorized use or disposition. This also ensures that all transactions are authorized, recorded and reported correctly. Regular internal audit and checks are carried out to ensure the robustness of the systems.

### 8. Financial Performance:

During the year under review, the Company has recorded a total revenue of Rs. 42.42 Lakhs including the other income against the total revenue in the previous year of Rs. 111.22 Lakhs. Company has posted a Loss of Rs. 11.22 Lakhs for the year ended 31<sup>st</sup> March, 2021.



**9. Material Development in Human Resources / Industrial Relations:**

The Company firmly believes that motivated and empowered employees are the cornerstone of competitive advantage. The Company's employee value propositions based on a strong focus on employee development, providing a satisfying work environment, performance appraisal and counselling and appropriate empowerment.

**10. Key financial Ratios:**

Following are the key financial ratios computed on standalone basis:

Particulars	FY 2020-21	FY 2019-20	Movement
Current ratio	1.1	1.1	5.45°
Debt Equity ratio	-1.5	-2.07	37.73°
Debt Service Coverage ratio	-2.1	-3.1	30.44°
Inventory Turnover (in days)	2.25	5.33	50.6°
Debtors Turnover (in days)	133	45.2	67.44°
Net Capital Turnover ratio	2.25	3.45	30.47°
Net Profit Margin ratio	-2.73	-4.7	41.54°
Return on Capital Employed	-2.12	-2.9	33.33°
Creditors Turnover (in days)	200	513.1	60.8°
Interest Coverage ratio	-2.1	-3.1	30.44°

There is significant change i.e. 25° or more as compared to the immediately preceding financial year) in the above key financial ratios due to financial distress of the Company.

**11. Cautionary Statement:**

Statements in this report on Management Discussion & Analysis describing the Company's projections and estimates may be forward looking and are based on certain assumptions and expectations of future events. Actual results may differ from projections due to demand and supply conditions, prices of finished goods and raw material, changes in Government regulations, tax structure and other factors. The Company assumes no responsibility in respect of forward-looking statements which may undergo change on the basis of subsequent development events.

**12. Impact of Covid-19:**

The country witnessed lock down being implemented in India in the second quarter of March 2020. There were also restrictions of varying extent across larger part of the world, due to the COVID-19 pandemic. This impacted the business operations of the Company significantly. By staying true to its purpose and its values, the top-most priority for the Company was to ensure the safety of its employees.

## Annexure D”

Details under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

**A. The Ratio of remuneration of the Directors to the Median Remuneration of employees of the Company and percentage increase in the remuneration of Directors and KMPs:**

Sr. No.	Name	Title	% increase in remuneration in F.Y. 31.03.2021 as compared to F.Y. 31.03.2020	Ratio of Remuneration to Median Remuneration
1	Sanjivan Venkateshwararajan	Managing Director	NIL	3.1
2	Yash Dharamendra Anand	Non-Executive Director	N.A.	-
3	Ilyar Alaxari	Non-Executive Director	N.A.	-
4	Aravesh Chandras Hariya	Independent Director	N.A.	-
5	Harishchandra B. Nauud ar	Independent Director	N.A.	-
6	Mundhanaba Davane	Chief Financial Officer	NIL	71:1
7	Gaurav Kausik	Company Secretary	N.A.	1.1:1.2

- The percentage increase in remuneration of Non-Executive Director's not applicable, as no remuneration in the form of commission was paid for FY 2020-21 and FY 2021-21.
- In view of the COVID-19 pandemic, none of the Key Managerial Personnel of the Company were paid incremental remuneration for FY 2021-21 and therefore, percentage increase in remuneration in relation to Managing Director & CE, Chief Financial Officer and Company Secretary's reported Nil.

B.	The percentage increase in the median remuneration of the employees during the Financial Year	-
C.	No. of Permanent Employees on the rolls of the Company as on 31.03.2021	11
D.	Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out there are any exceptional circumstances of increase in the managerial remuneration.	Average increase in fixed salaries of employees including managerial personnel in last financial year was 0.
E.	Assertion that the remuneration is as per the remuneration policy of the Company	The Company asserts that remuneration paid is as per remuneration policy of the Company.
F.	State, in detail, particulars of employees pursuant to Section 197(12) of the Companies Act, 2013 read with rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the financial year ended 31.03.2021	None of the Employee was covered under the criteria of rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the financial year ended 31.03.2021.
F.	Any employee employed throughout the Financial Year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or whole-time Director of Manager and holds by himself or along with his spouse and dependent children, not less than two (2) percent of the equity shares of the Company.	None of the Employee was covered under the criteria of rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the financial year ended 31.03.2021.



MANAGING DIRECTOR AND CFO CERTIFICATION TO THE BOARD

To,

The Board of Directors,

STERLING POWERGENSYS LIMITED

I, Sankaran Venkata Subramanian, Managing Director and Pundlik Davane, CFO do hereby certify as follows:

We have reviewed the financial statements and the cash flow statement for the year and to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
2. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards applicable laws and regulations.

To the best of our knowledge and belief, these are no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.

We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

We have indicated to the Auditors and the Audit Committee:

1. Significant changes in internal control over financial reporting during the year.
2. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements and
3. There were no instances of significant fraud of which we have become aware and there were no involvements therein, if any, of the management or an employee having a significant role in the company's internal system over financial reporting. Hence, we have given Nil report in this matter.

We affirm that the Management have not denied any personnel access to the Audit Committee of the Company (in respect of matters involving alleged misconduct, if any)

We further declare that all Board members and senior Management personnel have affirmed compliance with the Code of Conduct for the current year.

FOR STERLING POWERGENSYS LIMITED

FOR STERLING POWERGENSYS LIMITED

SD/-  
SANKARAN VENKATA SUBRAMANIAN  
(MANAGING DIRECTOR)

SD/-  
PUNDLIK RANABA DAVANE  
(CFO)

PLACE: MUMBAI  
DATE: 29/06/2021

CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

I, Sankaran Venkata Subramanian, Managing Director of Sterling Powergensys Limited, hereby declare that all the Members of the Board of Directors and the senior Management personnel have affirmed compliance with the code of conduct as required under regulation 17(5) of EBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 for the year ended March 31, 2021.

Sd/-

SANKARAN VENKATA SUBRAMANIAN  
MANAGING DIRECTOR  
STERLING POWERGENSYS LIMITED

DATE: 29/06/2021  
PLACE: MUMBAI

## INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF  
STERLING POWERGENSYS LIMITED

### 1) Report on the financial statements

We have audited the accounts and financial statements of **STERLING POWERGENSYS LIMITED**, which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss for the year then ended, Cash Flow Statement and a summary of significant accounting policies and other explanatory information.

### 2) Management responsibility for the financial statement

The Company's Board of Directors is responsible for the matters stated in Section 134 (3) of the Companies Act, 2013 ("the Act"), with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with the Companies (Accounts) Rules, 2014, as amended by the Institute of Chartered Accountants of India and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act or safeguarding the assets of the Company and preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, a judgment and estimates that are reasonable and prudent and design, implementation and maintenance of adequate internal financial controls, that were operating effectively or ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

### 3) Auditors responsibility

Our responsibility is to express an opinion on these 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 these standards on Audit under Section 143 (1) of the Act. These standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### 4) Opinion

In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Notes on 1-2 annexed thereon give the information required by the Act, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India

- a) In case of the Balance Sheet, of the state of the Company as at 31st March 2021
- b) In case of the Statement of Profit & Loss Account, of the profit for the year ended on that date, and
- c) Its cash flows for the year ended on that date



5) Report on other legal and regulatory requirements

As required by the Companies (Auditors' Report) Order, 2014, issued by the Central Government in terms of sub-section (4A) of section 227 of the Companies Act, 2013, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.

6) Further to our comments in the above Para on the basis of our audit, we report that:

- a. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b. In our opinion, the company has kept proper books of account as required by law so far as appears from our examination of the books of account.
- c. The Balance Sheet and Profit and Loss Account dealt with in this report are in agreement with the books of Accounts.
- d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.
- e. In the basis of written representations received from the directors as on 31 March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2021, from being appointed as a director in terms of section 161(2) of the Act.
- f. In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditors' Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014:
  - i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivatives contracts or which there were any material foreseeable losses.
  - iii. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.

For M/s. D G M S & Co.  
Chartered Accountants

Sd -  
(Atul Doshi)  
Partner  
F N:1121 7

Place: Mumbai  
Dated: 20/03/2021

## ANNEXURE TO THE AUDITORS REPORT

The Annexure referred to in our report to the members of THE LINGALE GENERAL LIMITED for the year Ended on March 31st, 2021. We report that:

S. No.	Particulars	Auditors Remark
(i)	(a) whether the company is maintaining proper records showing all particulars, including quantitative details and situation of fixed assets.	The company has maintained fixed assets register showing all particulars, including quantitative details and situation of fixed assets.
	(b) whether these fixed assets have been physically verified by the management at reasonable intervals whether any material discrepancies were noticed on such verification and also, whether the same have been properly dealt with in the books of account.	The fixed assets has been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification.
(ii)	(a) whether physical verification of inventory has been conducted at reasonable intervals by the management.	The management has physically verified inventory of stock of material and stock in process and frequency of verification is reasonable.
	(b) are the procedures of physical verification of inventory followed by the management reasonable and adequate in relation to the size of the company and the nature of its business. If not, the inadequacies in such procedures should be reported.	In our opinion, the procedure of physical verification of stocks and stock in process as followed by the management is reasonable and adequate in relation to size of the company and nature of its business.
	(c) whether the company is maintaining proper records of inventory and whether any material discrepancies were noticed on physical verification and also, whether the same have been properly dealt with in the books of account.	The company is maintaining proper records of inventory. The discrepancies noticed on physical verification were not material and the same have been properly dealt with in the books of accounts.
(iii)	(i) whether the company has granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act. If so,	The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act.
	(a) whether receipt of the principal amount and interest are also regular and	As the company has not granted loans, this clause is Not Applicable.
	(b) overdue amount is more than rupees one lakh, whether reasonable steps have been taken by the company or recovery of the principal and interest.	As the company has not granted loans, this clause is Not Applicable.
(iv)	Is there an adequate internal control system, company ensure with the size of the company and the nature of its business, or the purchase of inventory and fixed assets and or the sale of goods and services. Whether there is a continuing failure to correct major weaknesses in internal control system.	According to the information given to us and in our opinion there are adequate internal control procedures company ensure with the size of the company and the nature of its business with regard to purchase and sale of goods and services and fixed assets. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system.
(v)	In case the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, where applicable, have been complied with? If not, the nature of contraventions should be stated. If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	In our opinion and according to the information and explanations given to us, we are of the opinion that company has not accepted any deposits during the year in contravention of provisions of section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under.

(v)	whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 14 of the Companies Act, whether such accounts and records have been made and maintained;	According to the information given to us, the maintenance of cost records to the company has not been specified by the Central Government under sub-section (1) of section 14 of the Companies Act.
(v)	(a) is the company regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities and not, the extent of the arrears of outstanding statutory dues as at the last day of the financial year concerned or a period of more than six months from the date they became payable, shall be indicated by the auditor.	As informed to us, there are no undisputed amounts payable in respect statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities as at the last date of financial year, that were outstanding or a period of more than six months from the date they became payable except professional Tax of Rs. 1,12,34 - Service Tax of Rs. 4,47,3 - & Provident fund of Rs. 23, 27 ITES payable of Rs. 4, 57 -. The above details does not include amount due or payment under sales tax deferral scheme.
	(b) in case dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess have not been deposited on account of any dispute, then the amounts involved and the grounds where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not constitute a dispute).	As there are no outstanding undisputed statutory dues, this clause is not applicable.
	(c) whether the amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder has been transferred to such fund within time.	As per the information provided to us, the company is not required to transfer any amount to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder.
(v)	whether in case of a company which has been registered for a period not less than five years, its accumulated losses at the end of the financial year are not less than fifty per cent of its net worth and whether it has incurred cash losses in such financial year and in the immediately preceding financial year.	As on March 31st, 2021, the company has accumulated losses. The company has incurred cash losses during the financial year covered by our audit and also incurred cash losses during the immediately preceding financial year.
(x)	whether the company has defaulted in repayment of dues to a financial institution or bank or debenture holders? If yes, the period and amount of default to be reported;	On the basis of the records examined by us and the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or Bank.
(x)	whether the company has given any guarantee or loans taken by others from bank or financial institutions, the terms and conditions whereof are prejudicial to the interest of the company;	As informed to us, the company has not given any guarantee or loans taken by others from bank or financial institutions.
(x)	whether term loans were applied for the purpose for which the loans were obtained;	According to the information and explanations given to us and on overall examination of the Balance sheet of the company, we report that term loans were applied for the purpose for which the loans were obtained.
(x)	whether any fraud on or by the company has been noticed or reported during the year. If yes, the nature and the amount involved is to be indicated.	According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year under audit.

For M/s. D G M S & Co  
Chartered Accountants  
FRN: 112187W

Sd/-  
(Atul B. Doshi)  
Partner  
M.No. 102585

Place:- Mumbai  
Date: - 29th June, 2021

**ANNEXURE – A TO THE AUDITOR'S REPORT****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

We have audited the internal financial controls over financial reporting of **STERLING POWERGENSYS LIMITED** as on 31 March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively or ensuring the orderly and efficient conduct of its business, including adherence to company 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 Audit issued by ICAI and deemed to be prescribed under section 143(1) 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 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 risks that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risks. 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 risks 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 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M/s. D G M S & Co.  
Chartered Accountants

Place: Mumbai  
Dated: 20/03/2021

Sd -  
(Atul Doshi)  
Partner  
F N:1121 7





STERLING POWERGENSYS LIMITED

Audited Balance Sheet as at 31st March, 2021

Amount in Rs.

Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
<b>A EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	2	5,00,000	5,00,000
(b) Reserves and surplus	3	(20,233,835)	(9,213,811)
<b>2 Non-current liabilities</b>			
(a) Long-term borrowings	4	37,414,277	27,35,472
(b) Deferred tax liabilities	5	24,444	24,444
(c) Other long-term liabilities		3,277	3,527
(d) Long-term provisions	7		
		65,149,542	55,455,746
<b>3 Current liabilities</b>			
(a) Short-term Borrowings		-	-
(b) Trade payables	9	71,000	121,000
(c) Other current liabilities	10	4,417	44,000
(d) Short-term provisions	11	-	-
		113,475	1,24,000
<b>TOTAL</b>		<b>158,394,217</b>	<b>212,489,966</b>
<b>B ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Fixed assets	12	21,110,421	23,543,411
(i) Tangible assets		35,774	7,042
(ii) Intangible assets			
(b) Investments	13	13,000	13,000
(c) Long-term loans and advances	14	5,427,522	5,54,472
(d) Other non-current assets	15	-	5,000
		26,595,717	29,336,375
<b>2 Current assets</b>			
(a) Inventories	1	1,41,215	2,15,341
(b) Trade receivables	17	1,33,350	133,43,177
(c) Cash and cash equivalents	1	17,523	5,457
(d) Short-term loans and advances	10	7,215,412	7,47,100
(e) Other current assets	2	-	-
		131,798,500	183,153,591
<b>TOTAL</b>		<b>158,394,217</b>	<b>212,489,966</b>

Significant Accounting Policies  
See accompanying Notes to the Financial Statements

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As per the attached report of even date  
For D G M S & Co.  
(Formerly known as Doshi Maru & Associates)  
Chartered Accountants  
F N No. 11217

For and on behalf of the Board of Directors

Atul B. Doshi  
Partner  
(M.No. 1255)

S. Venkata Subramanian  
Managing Director  
DIN: 06107561

Rajalakshmi Venkat  
Director  
DIN: 00107754

Place : Mumbai  
Date : 20th June, 2021

Pundlik Davane  
CF

Gaurav Kaushik  
Company Secretary

## Profit &amp; Loss for the Period 31st March, 2021

		Amount in Rs.	
Particulars	Note No.	For the year ended 31st March, 2021	For the year ended 31st March, 2020
1 Revenue from operations	21	3, 71, 71	111, 514
2 Other income	22	355,733	5, 3
<b>3 Total revenue</b>		<b>4,042,451</b>	<b>111,606,114</b>
<b>4 Expenses</b>			
(a) Cost of materials consumed	23	25, 557	1, 557, 54
(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	24	1,774,12	1,31, 202
(c) Employee benefits expense	25	2,073,004	3,1, 30
(d) Finance costs	26	25,172	1,134,23
(e) Depreciation and amortisation expense	12	2,50,1	2,50,1
(f) Other expenses	27	1,042,4	2,12, 34
<b>Total expenses</b>		<b>12,062,475</b>	<b>116,819,426</b>
<b>5 Profit / (Loss) before prior period items</b>		<b>- , 22, 24</b>	<b>(5,213,312)</b>
<b>6 Provision for Doubtful Debts</b>		-	-
<b>7 Exceptional Item</b>		3, 3, 33	
<b>7 Profit / (Loss) before tax</b>		<b>(11, 22, 24)</b>	<b>(5,213,312)</b>
<b>8 Tax expense:</b>			
Current tax expense		-	-
Deferred tax		-	
<b>9 Profit / (Loss) for the year</b>		<b>(11,020,024)</b>	<b>(5,213,312)</b>
<b>10 Earnings per share (Face Value of Rs 10/- each):</b>	2		
Basic & Diluted (including extraordinary items)		(2.1)	-1.2
Basic & Diluted (excluding extraordinary items)		(2.1)	-1.2
Significant Accounting Policies			
See accompanying Notes to the Financial Statements	130		

As per the attached report of even date  
**For D G M S & Co.**  
 (Formerly known as Doshi Maru & Associates)  
**Chartered Accountants**  
 F. N. No. 11217

d -  
**Atul B. Doshi**  
 Partner  
 (M.No. 1253)

Place : Mumbai  
 Date : 20th June, 2021

For and on behalf of the Board of Directors

d -  
**S. Venkata Subramanian**  
 Managing Director  
 DIN: 06107561

d -  
**Pundlik Davane**  
 CF

d -  
**Rajalakshmi Venkat**  
 Director  
 DIN: 00107754

d -  
**Gaurav Kaushik**  
 Company Secretary



STERLING POWERGENSYS LIMITED

Cash flow statement for the year ended March 31, 2021

Particulars	Amount in ₹	
	For the year ended 31st March, 2021	For the year ended 31st March, 2020
<b>Cash flow from operating activities</b>		
<b>Net profit/(Loss) before tax</b>	<b>(11,020,024)</b>	<b>(5,213,311)</b>
<b>Adjustments for:</b>		
Depreciation and amortization	2,50,111	2,50,111
Interest Expense	3,74,453	75,307
Interest Income	(1,25)	(5,22)
Foreign Exchange Fluctuation Income	-	-
Foreign Exchange Fluctuation Loss	-	(115,315)
Profit on Conversion	(3,40,433)	-
Provision for Gratuity and Bonus	-	-
<b>Operating profit/(loss) before working capital changes</b>	<b>(8,403,199)</b>	<b>(1,985,121)</b>
Increase (decrease) in long-term provisions/ liabilities	-	-
Increase (decrease) in trade payable	-	40,013
Increase (decrease) in other current liabilities	-	40,124
Increase (decrease) in short-term provision	-	(57,30)
Decrease (increase) in Inventories	-	1,072,22
Decrease (increase) in long-term loans and advances	-	(1,25,07)
Decrease (increase) in Trade Receivable	-	(1,57,37)
Decrease (increase) in Other Assets	-	(14,23)
Decrease (increase) in Other Non-Current Assets	-	(35,303)
Decrease (increase) in short-term loans and advances	-	(2,11,32)
<b>Cash generated from/(used in) operations</b>	<b>(8,403,201)</b>	<b>(4,092,836)</b>
Direct taxes paid (Net)	-	-
<b>Net cash flow from/(used in) operating activities - (A)</b>	<b>(8,403,201)</b>	<b>(4,092,836)</b>
<b>Cash flows from investing activities</b>		
Purchase of fixed assets (Net)	-	(3,04)
Interest received	25	5,22
<b>Net cash used in investing activities - (B)</b>	<b>6,250</b>	<b>(38,384)</b>

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	Amount in Rs.	
Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
<b>Cash flow from financing activities</b>		
<b>Cash flow from financing activities</b>		
Borrowings	1,257,705	5,045
Interest paid	(374,453)	(25,007)
<b>Net cash from financing activities - ( C )</b>	<b>9,683,342</b>	<b>5,189,571</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>1,286,391</b>	<b>1,058,351</b>
Cash and cash equivalents at the beginning of the year	5,457	144,204
<b>Cash and cash equivalents at the end of the year</b>	<b>1,342,848</b>	<b>1,202,646</b>
Components of cash and cash equivalents		
Cash on hand	5,1	32,2
Balances with scheduled banks:		
- In current accounts	25,007	23,705
<b>Total</b>	<b>111,523</b>	<b>56,457</b>

**Note :**

1. All figures in bracket are outflow.
2. Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.
3. The total of cash and cash equivalents as per balance sheet.
4. The cash flow statement has been prepared under indirect method as per Accounting standard 3 "Cash Flow" statement issued by The Institute of Chartered Accountants of India.

As per the attached report of even date  
**For D G M S & Co.**  
 (Formerly known as Doshi Maru & Associates)  
**Chartered Accountants**  
 F N No. 1121 7

id -  
**Atul B. Doshi**  
 Partner  
 (M.No. 1255)

Place : Mumbai  
 Date : 20th June, 2021

**For and on behalf of the Board of Directors**

id -  
**S. Venkata Subramanian**  
 Managing Director  
 DIN: 00107561

id -  
**Pundlik Davane**  
 CF

id -  
**Rajalakshmi Venkat**  
 Director  
 DIN: 00107754

id -  
**Gaurav Kaushik**  
 Company Secretary

**Audited Notes to financial statements for the year ended 31st March, 2021****1 SIGNIFICANT ACCOUNTING POLICIES :****1.1 Basis of accounting and preparation of financial statements**

The financial statements are prepared to comply in all material aspects under the Historical Cost convention and in accordance with generally accepted accounting principles in India and the mandatory Accounting standards prescribed under Section 133 of the Companies Act 2013 (Act) read with Rule-7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and current practices prevailing.

**1.2 Use of Estimates**

The preparation of financial statements requires estimates and assumptions that affect the reported amount of assets and liabilities, and disclosure of contingent liabilities at that date of the financial statements and the result of operations during the reporting period. Although such estimates and assumptions are made on reasonable and prudent basis taking into account all available information, actual results could differ from these estimates and assumptions and such differences are recognised in the period in which results are crystallised.

**1.3 Fixed Assets****a) Tangible Assets**

Fixed Assets are stated at historical cost less accumulated depreciation. Cost includes acquisition cost and directly attributable cost of bringing the assets to its working condition or its intended use.

**b) Intangible Assets**

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortisation. The cost comprises purchase price, borrowing costs and directly attributable costs of bringing the asset to its working condition or the intended use.

c) **Capital Work in Progress** comprises the cost of fixed assets that are not yet ready for their intended use at the reporting date.

**1.4 Depreciation and Amortization**

a) Depreciation on all tangible assets is charged on "Straight Line Method" according to the useful life mentioned in Schedule II Part C to the Companies Act, 2013 except for ED Equipments for which based on internal assessment and independent technical evaluation carried out by external valuers the management believes that the useful life is 15 years which best represents the period over which management expects to use these assets. Hence the useful lives of these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

b) Intangible assets including software is amortised over the useful life not exceeding ten years.

c) Leasehold lands are amortised over the period of lease.

**1.5 Borrowing Cost**

Borrowing costs attributable to the acquisition or construction of a qualifying asset are capitalised as part of the cost of that asset. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Other borrowing costs are recognised as expense in the period in which these are incurred.

**1.6 Inventories**

Raw materials, stores, components and other consumables are valued at cost and net realisable value whichever is lower. The work-in-progress is valued at cost on estimate. Generally GST paid on purchases is considered for inventory valuation except where input credit of GST paid on purchase is available than Inventories have been valued excluding GST paid on purchases.

**1.7 Cash and cash equivalents**

Cash and cash equivalents in the Cash Flow Statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

**Audited Notes to financial statements for the year ended 31st March, 2021****1.8 Revenue Recognition**

- (a) Revenues from the sale of product are recognized upon delivery, which is when title passes to the customer.
- (b) Revenue from labour charges is recognized on completion of job. In case of divisible large contracts the revenue is recognized on completion of each relevant part of the contract.
- (c) Interest income is recognized on the proportion basis taking into account the amount outstanding and rate applicable (accrual basis).

**1.9 Employee benefits**

Employee benefits such as salaries, allowances, non-monetary benefits which are all due or payable within a period of twelve months after rendering service, are charged as expense to the profit and loss account in the period in which the service is rendered.

Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the statement of profit and loss for the year as an expenditure, when an employee renders the related service. The Company has no obligation, other than the contribution payable to the provident fund.

The Company operates defined benefit plan for its employees, viz. gratuity. The costs of providing benefits under the plan are determined on the basis of actuarial valuation at each year-end. Actuarial valuations carried out for the plan use the projected unit credit method. Actuarial gains and losses of defined benefit plan are recognized in full in the period in which they occur in the statement of profit and loss.

**1.10 Impairment Loss**

The Company assesses at each Balance Sheet date whether there is any indication that any asset may be impaired and if such indication exists, the carrying value of such asset is reduced to its recoverable amount and a provision is made for such impairment loss in the statement of profit and loss. If at the Balance Sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to the maximum of depreciated historical costs.

**1.11 Earning Per Share**

Basic Earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**1.12 Taxation**

(a) Tax expense comprises of current tax and deferred tax. (b) Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates. (c) Deferred tax expense or benefits recognized on timing differences between taxable income and accounting income that originate in one period and is likely to reverse in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. In the event of unabsorbed depreciation and carry forward of losses, deferred tax assets are recognized only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available to realize such assets. In other situations, deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available to realize these assets.

**1.13 Provisions, Contingent Liabilities and Contingent Assets**

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognized nor disclosed in the financial statements.



**Audited Notes to financial statements for the year ended 31st March, 2021**

The estimated liability for product guarantee warranties is recorded when products are sold. These estimates are established using historical information on the nature, frequency and average cost of warranty claims and management estimates regarding possible future incidence based on corrective actions on product failures. The timing of outflows will vary as and when warranty claims will arise - being typically upto three years.

**1.14 Foreign currency transactions and translations**

Income and expenses in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the balance sheet date. Any income or expense on account of exchange difference either on settlement or on translation is recognized in the statement of Profit and Loss.

In respect of accounting periods commencing on or after 7th December, 2020, exchange difference arising on reporting of the long-term foreign currency monetary items at rates different from those at which they were initially recorded during the period, or reported in the previous financial statements are added to or deducted from the cost of the asset and are depreciated over the balance life of the asset, if these monetary items pertain to the acquisition of a depreciable fixed asset.

## Audited Notes to financial statements for the year ended 31st March, 2021

## Note 2: Share Capital

Particulars	As at 31st March, 2021		As at 31 March, 2020	
	No. of shares	Amount in Rs.	No. of shares	Amount in Rs.
<b>Authorised Shares</b>				
Equity Shares of ₹ 1/- each	5,096,000	50,960,000	5,096,000	50,960,000
<b>Issued, subscribed and paid up</b>				
Equity Shares of ₹ 1/- each fully paid up	5,096,000	50,960,000	5,096,000	50,960,000
	<b>5,096,000</b>	<b>50,960,000</b>	<b>5,096,000</b>	<b>50,960,000</b>

a The company has only one class of shares referred to as equity shares having par value of ₹ 1/- each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive the remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion of the number of equity shares held by the shareholders.

## b Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

	As at 31st March, 2021		As at 31st March, 2020	
	No. of shares	Amount in Rs.	No. of shares	Amount in Rs.
Equity Shares with a face value of ₹ 1/- each				
At the beginning of the year	5,096,000	50,960,000	5,096,000	50,960,000
Issued during the year	-	-	-	-
Outstanding at the end of the year	<b>5,096,000</b>	<b>50,960,000</b>	<b>5,096,000</b>	<b>50,960,000</b>

c None of the above shares are reserved or issued under options contract commitments or sale of shares or disinvestment.

d Shares allotted, as fully paid up, pursuant to contracts without payment being effected in cash bonus shares bought back or listed call unpaid in previous years-NIL.

e The company does not have any held back company.

## f Details of shareholders holding more than 5% shares in the Company

Name of Shareholder	As at 31st March, 2021		As at 31 March, 2020	
	No. of shares	% Holding	No. of shares	% Holding
Dharmendra Anand	531,75	1.44	531,75	1.44
Parashram K. Kapadia	52,000	1.2	52,000	1.2
S. Venkateshwaran	4,435	0.11	4,435	0.11
Pradeep G. Anand	254,500	5.0	254,500	5.0





STERLING POWERGENSYS LIMITED

Audited Notes to financial statements for the year ended 31st March, 2021

Note 3: Reserves and Surplus

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Cash & sub_s_dary reserve	5,253,100	5,253,100
Special Incentives for State Govt.)		
Capital reserve	1,002,573	1,002,573
Balance in statement of Profit and Loss		
opening Balance	(3,42,004)	(2,215,72)
Less: Adjustment for depreciation as per Companies Act, 2013	-	-
Add: Profit (Loss) for the Year	(11,02,024)	(5,213,312)
Closing Balance	(14,44,028)	(3,42,004)
<b>Total</b>	<b>(71,193,835)</b>	<b>(60,173,811)</b>

Note 4: Long term Borrowings

Amount in Rs.

	As at 31st March, 2021		As at 31st March, 2020	
	Non-Current	Current	Non-Current	Current
Secured Loan				
Term Loan	23,447,140	-	13,737,000	-
<b>Unsecured Loan</b>				
Loan for related party (see Note 35)	13,07,127	-	13,1,000	-
	<b>37,414,267</b>	<b>-</b>	<b>27,356,471</b>	<b>-</b>

Secured against equitable mortgage of industrial shed, land, office premises and personal guarantee of Managing Director Mr. [Name] Pradhan.

Note 5: Deferred Tax Liability (Net)

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Major components of deferred tax balances consist of the following:		
related to fixed assets	-	14,400
	-	14,489

Note 6: Other long term Liabilities

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Sales Tax payable under Deferal scheme	24,44,004	24,44,004
	<b>24,446,488</b>	<b>24,446,488</b>

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### Audited Notes to financial statements for the year ended 31st March, 2021

#### **Note 7: long term Provisions**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Provision for Gratuity (Refer note no. 2 )	3,288,786	3,652,786
	<b>3,288,786</b>	<b>3,652,786</b>

#### **Note 8: Short term Borrowings**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Cash Credit from Bank	-	-
	-	-

Secured against hypothecation of stock and receivables, equitable mortgage of office premises and personal guarantee of Managing Director Mr. ~~\_\_\_\_\_~~ V. A. N. \_\_\_\_\_.

#### **Note 9: Trade Payables**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
undry Creditors for Goods		
- Total outstanding dues of micro and small enterprises (Refer note no. 3)	-	-
- Total outstanding dues to others - Above 12 Months	5,375,333	11,977,770
- Total outstanding dues to others 12 Months	1,405,257	1,200,370
	<b>66,871,093</b>	<b>121,605,158</b>

#### **Note 10: Other current liabilities**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
undry Creditors for Expenses	3,470,244	7,12,444
Advances from Customers	34,054,422	34,73,222
Current maturities of long term borrowings	-	-
Interest accrued on term loan	-	-
Statutory Dues payable	2,173,013	2,12,333
	<b>46,607,417</b>	<b>44,642,875</b>

#### **Note 11: Short term provisions**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Provision	-	-
Provision for Gratuity & Bonus	-	-
	-	-

Audited Notes to financial statements for the year ended 31st March, 2021

Note 12: Fixed Assets

Amount in Rs.

DETAILS	Gross Block			S				Net Block		
	As at 1st April, 2020	Additions	Deductions/ Adjustments	As at 31st March, 2021	Upto 1st April, 2020	For the year	Withdrawals/ Adjustment	As at 31st March, 2021	As at 31st March, 2021	As at 31st March, 2020
<b>A TANGIBLE ASSETS</b>										
Lease Assets										
Leasehold Land	315	-	-	315	1,25,25	3,21	-	1,24,4	212,12	213,33
Owned Assets				-				-		
Land	3,44,25	-	-	3,44,25	-	-	-	-	3,44,25	3,44,25
Factory Buildings	17,35,23,15	-	-	17,35,23,15	1,14,73	24,54	-	17,20,23	1,23,102	1,247,42
Office Premises	1,575,102	-	-	1,575,102	27,51	25,702	-	1,547,393	1,541,740	1,575,41
Plant and Equipments*	37,74,44	-	-	37,74,44	20,30,375	1,122,24	-	35,22,170	2,20,2	1,20,204
Electrical Fittings	1,24,550	-	-	1,24,550	1,17,457	7,24	-	1,25,2,55	1,24,4	72,102
Furniture and Fixture	1,04,72	-	-	1,04,72	1,71,414	1,0,0	-	1,13,12	5,47	275,3
Air Conditioner	1,15,4	-	-	1,15,4	1,73,22	127,552	-	1,21,354	1,21,79	1,1,2
Office Equipments	1,13,02	-	-	1,13,02	1,5,320	1,3	-	1,11,77	2,211	1,570
Dies and Mould	54,2	-	-	54,2	34,27	4,04	-	37,27	257,21	3,71
Control System	1,24,02	-	-	1,24,02	1,2,27	40,24	-	211,51	1,24,5	1,23,2
ED Equipments	2,12,05	-	-	2,12,05	2,212,471	240,3	-	2,42,327	1,33,23,22	1,24,4
Vehicle	7,22	-	-	7,22	2,52	7	-	3,234	3,7	4,474
<b>Total</b>	<b>69,711,556</b>	<b>-</b>	<b>-</b>	<b>69,711,556</b>	<b>46,057,195</b>	<b>2,534,940</b>	<b>-</b>	<b>48,592,135</b>	<b>21,119,421</b>	<b>23,654,361</b>
<b>B INTANGIBLE ASSETS</b>										
Software	33,23	-	-	33,23	43,71	31	-	32,40	35,774	1,042
<b>Total</b>	<b>536,623</b>	<b>-</b>	<b>-</b>	<b>536,623</b>	<b>437,681</b>	<b>63,168</b>	<b>-</b>	<b>500,849</b>	<b>35,774</b>	<b>98,942</b>
As at 31st March, 2021	70,248,179	-	-	70,248,179	46,494,876	2,598,108	-	49,092,984	21,155,195	23,753,303
As at 31st March, 2020	7,24,170	-	-	7,24,170	43,0,7	2,50,12	-	4,404,7	23,733,32	2,351,42



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Audited Notes to financial statements for the year ended 31st March, 2021

**Note 13: Investment**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Investment in - AKSPL Powergensys Pvt. Ltd. 1300 shares of Rs. 10/- each fully paid	13,222	13,222

**Note 14: Long Term Loans and Advances**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
(Considered unsecured, unless otherwise stated)		
Deposits with statutory Authorities	-	-
Security Deposits	-	-
Advance to suppliers	275,720	2,247
Balance with revenue Authorities	4,757,000	4,54,777
Deposits	303,024	23,477
Capital Advance	-	-
	5,427,522	5,564,472

**Note 15: Other non current assets**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Other Bank Balances		
(i) In Fixed Deposit Account (Maturity of more than 12 months)	-	-
Interest Accrued on Fixed Deposit	-	5,600
	-	5,600

**Note 16: Inventories**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Material stores and Components	-	-
Work In Progress	18,41,215	20,15,341
	18,41,215	20,615,341



**Audited Notes to financial statements for the year ended 31st March, 2021**

**Note 17: Trade Receivables**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Outstanding for a period exceeding six months		
Unsecured Considered good	15,403,000	4,20,133
Doubtful	-	-
Less: Provision for doubtful debts	-	-
Trade receivables	15,403,000	4,20,133
Unsecured Considered good	13,31,131	1,73,45,114
	13,31,131	1,73,45,114
	<b>105,630,350</b>	<b>153,434,177</b>

**Note 18 Cash and Cash Equivalents**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Cash in Hand	5,132	32,132
<b>Balance with Banks</b>		
In Current Account	25,027	23,705
	<b>111,523</b>	<b>56,457</b>

**Note 19: Short term loans and advances**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Advance to suppliers (Unsecured)	7,215,412	9,047,616
	<b>7,215,412</b>	<b>9,047,616</b>

**Note 20: Other Current Assets**

Amount in Rs.

	As at 31st March, 2021	As at 31st March, 2020
Prepaid Expenses	-	-
	-	-

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### Audited Notes to financial statements for the year ended 31st March, 2021

#### Note 21: Revenue from Operations

Amount in Rs.

	As at 31st March, 2021	Year ended 31st March, 2020
Sale of products	2,71	1,4,514
Less : Excise Duty	-	-
Sale of services	2,7	1,752
	<b>3,686,718</b>	<b>111,600,514</b>

#### Note 22: Other Income

Amount in Rs.

	As at 31st March, 2021	Year ended 31st March, 2020
Interest on FD	25	5
Other Income - Rent	-	-
Balance written back	34,43	-
	<b>355,733</b>	<b>5,600</b>

#### Note 23: Cost of Raw Material consumed

Amount in Rs.

	As at 31st March, 2021	Year ended 31st March, 2020
Materials, stores and spares		
Stock at the beginning of the year	-	-
Add: Purchases	25,557	1,557,54
	25,557	1,557,54
Less Stock at the end of the year	-	-
	<b>256,557</b>	<b>106,557,564</b>

#### Note:-

Stores and spares have not been identified and treated different from raw material and hence included in the same and not treated as other expenses)

#### Note 24: Changes in Work in Progress

Amount in Rs.

	As at 31st March, 2021	Year ended 31st March, 2020
Opening Work in Progress	2,15,341	21,33,33
Closing Work in Progress	1,41,215	2,15,341
	<b>1,774,126</b>	<b>1,318,292</b>



STERLING POWERGENSYS LIMITED

Audited Notes to financial statements for the year ended 31st March, 2021

Note 25: Employee Benefits Expense

Amount in Rs.

	As at 31st March, 2021	Year ended 31st March, 2020
Salaries, Wages and Bonus	2,73,004	2,70,233
Gratuity	-	-
Staff Welfare Expenses	-	1,115
Directors' remuneration	3,23,880	3,23,880
	<b>2,973,994</b>	<b>3,108,398</b>

Note 26: Finance Cost

Amount in Rs.

	As at 31st March, 2021	Year ended 31st March, 2020
<b>Interest on:</b>		
Term Loan	374,433	227,000
Cash Credit	-	523,000
Bank Charges	25,245	53,420
Interest on C/L	1,245,700	320,440
Interest on F/L	43,552	-
Interest on Covid Loan	152,300	-
Interest on T/L	57,310	-
Other Borrowing Cost	-	-
	<b>2,517,201</b>	<b>1,134,230</b>

Note 27: Other Expenses

Amount in Rs.

	As at 31st March, 2021	Year ended 31st March, 2020
Carriage outward	-	-
Repairs and Maintenance	33,710	37,540
Carriage Inward	-	55,500
Computer exp	22,000	1,400
Power, Fuel and Water Charges	-	24,004
Travelling and Conveyance	7,400	32,100
Transport Charges	7,710	41,500
Postage and Telephone Expenses	3,000	24,220
Professional Charges	42,500	14,124
Printing and Stationery	134,170	5,507
Depreciation Charges	5,000	-
Rates and Taxes	114,000	-

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### Audited Notes to financial statements for the year ended 31st March, 2021

#### Note 27: Other Expenses (Contd.)

Amount in Rs.

	As at 31st March, 2021	Year ended 31st March, 2020
Listing Fee	-	3,000
Labour Charges	3,000	51,500
Legal Fees	34,500	-
Loading & Unloading Expenses	-	150,500
Membership and Subscription Charges	1,000	24,000
Share Registrar Expenses	120,152	-
Insurance Exp.	31,250	5,470
Auditors Remuneration	125,000	125,000
Electricity Charges	-	1,001
Society Charges	104,500	11,044
General Expenses	1,000	-
Advertisement and Sales Promotion	3,720	52,000
Internal Auditor Remuneration	2,000	-
IT Expenses	12,004	1,500
Undry Balance written off	-	73,000
Interest on Others	-	31
Foreign Exchange Fluctuation Loss	-	-
Service Charges	12,500	2,000
Other M.S. Expenses	43,571	45,000
Accounting Charges	0,500	-
Brokerage & Commission	4,000	-
	<b>1,942,489</b>	<b>2,102,834</b>

#### Auditor's Remuneration

Amount in Rs.

Particulars	2020-2021	2019-2020
Statutory Audit Fees	7,000	7,000
Tax Audit Fees	25,000	25,000
Un-audited Review Fees	3,000	3,000
<b>Total</b>	<b>125,000</b>	<b>125,000</b>





**Audited Notes to financial statements for the year ended 31st March, 2021**

**Note 28: Earnings Per Share (EPS):**

	As at 31st March, 2021	Year ended 31st March, 2020
Net Profit/(Loss) after tax (₹ in 's.)	(11,22,224)	(5,213,312)
Weighted average number of equity shares (par value of ₹ 1 - each)	5,90,000	5,90,000
Earnings per share (Face value of ₹ 1 - each) - Basic and Diluted (₹ in 's.)	(2.16)	(1.02)
Net Profit/(Loss) after tax (₹ in 's.) (excluding extraordinary items)	(11,22,224)	(5,213,312)
Weighted average number of equity shares (par value of ₹ 1 - each)	5,90,000	5,90,000
Earnings per share (Face value of ₹ 1 - each) - Basic and Diluted (₹ in 's.)	(2.16)	(1.02)

**Note: 29 Gratuity and other post-employment benefit plans**

**I Defined Contribution Plan**

The Company operates defined benefit plan or gratuity for employees. Under Gratuity plan, every employee who has completed at least five years of service gets a gratuity on departure of 15 days of last drawn salary for each completed year of service. The maximum gratuity benefit is ₹ 1,00,000/-

Amount in Rs.

	2020-2021	2019-2020
<b>Contribution to Defined Contribution Plan, recognized as Expense for the year are under</b>		
Employer Contribution to Provident Fund	702,983	792,331
<b>Total</b>	<b>992,983</b>	<b>792,331</b>

**II Defined Benefit Plan**

	Gratuity	
	(Un-Funded)	(Un-Funded)
	2020-2021	2019-2020
<b>A Change in Present Value of Obligation</b>		
Present value of obligation at the beginning of Year	3,52,7	2,73,433
Interest Cost	-	-
Current service Cost	-	32,353
Benefits paid	(3,4,000)	4,000
Actuarial (Gain) loss on obligations	-	-
Present value of obligation at the end of Year	3,20,7	3,52,7
Fair value of plan assets	-	-
Un-funded liability	3,20,7	3,52,7

## Audited Notes to financial statements for the year ended 31st March, 2021

	Gratuity	
	(Un-Funded)	(Un-Funded)
	2020-2021	2019-2020
<b>B Amount Recognised in the Balance Sheet</b>		
Present value of defined liability	3,52,7	3,52,7
Fair value of plan assets	-	-
Un-funded Liability	3,52,7	3,52,7
Unrecognized actuarial gains/losses	-	-
Un-funded liability recognized in Balance Sheet	3,52,7	3,52,7
<b>C Amount Recognised in the Profit &amp; Loss</b>		
Present value of defined liability	3,52,7	3,52,7
Fair value of plan assets	-	-
Un-funded Liability	3,52,7	3,52,7
Unrecognized actuarial gains/losses	-	-
Un-funded liability recognized in Balance Sheet	3,52,7	3,52,7
<b>D Reconciliation of Balance Sheet</b>		
Present value of defined liability at the beginning of period	3,52,7	2,73,433
Total expense recognized in the Profit and Loss Account	-	3,23,53
Benefit paid during the period	-	4,333
Fair value of plan assets	-	-
Present value of defined liability at the end of period	3,52,7	3,52,7
<b>E The Assumptions used to determine the benefit obligations are as follows :</b>		
Discount rate	7.47%	7.50%
Salary Escalation	4.50%	4.50%
Attrition rate	2.50%	2.50%

The estimate of rate of escalation in salary considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors including supply and demand and in the employment market. The above information is certified by the actuary & relied upon by the Auditors.

**Audited Notes to financial statements for the year ended 31st March, 2021**

**Note: 30**

**Contingent Liability**

Amount in ₹

Particulars	Amount in ₹	
	As at 31st March, 2021	As at 31st March, 2020
Interest and penalty on sales tax	4,32,444	4,32,444

The company has taken the benefit of Sales Tax Deferment Scheme or deferment of sales tax of ₹ 2,44,444 - shown as other long-term liabilities (refer Note 1). The Department of Sales Tax has not allowed the deferment of sales tax amounting to ₹ 4,32,444 - and has levied interest and penalty on the same.

**Note: 31**

The Company has no amount due to suppliers under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) as at 31 March 2021

	As at 31st March, 2021	As at 31st March, 2020
Total outstanding dues of micro and small enterprises (as per the intimation received from vendors)		
a) Principal amount and interest due thereon remain unpaid	-	-
b) Interest paid by the Company in terms of section 1 of the Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day.	-	-
c) Interest due and payable for the period of delay in a payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
d) Interest accrued and remain unpaid at the end of each accounting year	-	-
e) Interest remain due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure	-	-
<b>Total</b>	-	-

The company has not received any intimation from "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006

The above intimation regarding Micro, Small and Medium enterprises has been determined to the extent such parties have been identified on the basis of intimation available with the Company. This has been relied upon by the Auditor.

**Note: 32**

In the opinion of the Board the current assets, loans and advances, balances of which are subject to confirmation by respective parties and are outstanding or long term, realized in the ordinary course of business have value on realization at least to the amount at which they are stated in the Balance Sheet. The provision for all known liabilities, subject to confirmation by respective parties are adequate and not in excess of amount reasonably necessary.

**Note: 33**

In view of BIF approval of evval scheme dated 27.04.2011, Company has neither paid nor provided interest liability on unpaid statutory dues and liability of interest thereon has not also been ascertained.

**Note: 34**

The company's operations are in one segment i.e. solar power.

## Audited Notes to financial statements for the year ended 31st March, 2021

## Note -35

## Related Party Disclosure

## Key Management Personnel (KMP)

Mrs. ~~en at~~ arian

Managing Director

Ms. ~~alala sh~~ en at

Director

## Details of Related Party Transactions

Amount in Rs.

Particulars	2020-21	2019-20
<b>Remuneration</b>		
Mrs. <del>en at</del> arian	3,00,000	3,00,000
	-	-
	<b>300,000</b>	<b>300,000</b>
<b>Loan Taken during the year</b>		
Mrs. <del>en at</del> arian	3,01,000	4,00,000
Mr. D_nesh Kumar A_arwal	-	-
	<b>490,000</b>	<b>572,000</b>
<b>Loan Repaid during the year</b>		
Mrs. <del>en at</del> arian	3,12,000	3,24,000
	<b>3,612,000</b>	<b>324,000</b>
<b>Reimbursement of Expenses</b>		
Mrs. <del>en at</del> arian	30,200	-
	<b>30,200</b>	-
<b>Loan Outstanding at year end</b>		
Mrs. <del>en at</del> arian	1,233,200	0,4,200
Mr. Deepa S S Bah	3,00,504	3,00,504
Mr. D_nesh Kumar A_arwal	-	-
	<b>13,929,862</b>	<b>13,560,862</b>
<b>Payable at the year end</b>		
Mrs. <del>en at</del> arian	4,120	-
Mr. D_nesh Kumar A_arwal	37,205	5,000
	<b>121,385</b>	<b>58,000</b>



**Audited Notes to financial statements for the year ended 31st March, 2021**

**Note: 36**

**Details Of Imported And Indigenous Consumption Of Raw Materials, Stores, Spares And Components**

	For the year ended on 31 <sup>st</sup> March, 2021		For the year ended on 31 <sup>st</sup> March, 2020	
	Amount in Rs.	% of total consumption	Amount in Rs.	% of total consumption
Imported				
Indigenous	25,557	100.00%	10,655,756.4	100.00%
<b>Total</b>	<b>256557</b>	<b>100.00%</b>	<b>106557564</b>	<b>100.00%</b>

**Note: 37**

**CIF VALUE OF IMPORTS**

Amount in Rs.

	2020-2021	2019-2020
Raw Material	25,557	10,655,756.4
	<b>256557</b>	<b>106557564</b>

**Note: 38**

**Information in respect of foreign exchange inflow & outflow**

Amount in Rs.

	2020-2021	2019-2020
Earnings in Foreign Currency	-	-
Foreign Exchange outflow	3,52,007.00	

**Note: 39**

The figures of previous year have been regrouped or rearranged wherever necessary practicable to conform to current year's presentation as per Schedule III to the Companies Act 2013.

Signature to Notes 1 to 39

As per the attached report of even date  
**For D G M S & Co.**  
 (Formerly known as Doshi Maru & Associates)  
**Chartered Accountants**

F N No. 11217

d -  
**Atul B. Doshi**  
 Partner  
 (M.No. 1255)

Place : Mumbai  
 Date : 20th June, 2021

**For and on behalf of the Board of Directors**

d -  
**S. Venkata Subramanian**  
 Managing Director  
 DIN: 00107561

d -  
**Pundlik Davane**  
 CF

d -  
**Rajalakshmi Venkat**  
 Director  
 DIN: 00107754

d -  
**Gaurav Kaushik**  
 Company Secretary