



ador

MULTIPRODUCTS LTD.

ANNUAL REPORT 2019-20

THE ADOR GROUP



1908 e-ventures Pvt. Ltd



OUR BRAND PARTNERS

sublime life
CURATORS OF CLEAN BEAUTY

An online curation of the cleanest and safest beauty brands from across the world

COCOHO
natural nourishment for kids

A happy range of cleansers and lotions, hand-crafted for children aged 4 and up

anatomicals®

An international manufacturer of funky, cruelty-free toiletries

BOOTH & BERKELEY

An experiential head-to-toe range of men's grooming essentials



A line of hygienic personal care products that keep the everyday woman safe

Influence

A WHO guidelines compliant range of sanitation products

BOARD MEMBERS

Tanya Advani

DIRECTOR

Gaurav Lalwani

INDEPENDENT DIRECTOR

Sandeep Ahuja

INDEPENDENT DIRECTOR

Navroze Marshall

INDEPENDENT DIRECTOR

Deep Lalvani

CHAIRMAN

MANAGEMENT TEAM

CK Venugopal

COO

Mahesh

ACCOUNTS MANAGER

G. Murugan

GENERAL MANAGER,
PRODUCTION

Pinki Sharma

COMPANY SECRETARY &
COMPLIANCE OFFICER

OVERVIEW



Ador Multiproducts Ltd., an Ador Group Company is a leading manufacturer of personal care and skincare products. As a preferred third party manufacturer to leading domestic and International brands, the company provides end-to-end solutions from product conceptualization to development to manufacturing to supply chain support.

Ador Group has nurtured and grown businesses for over 112 years now and Ador Multiproducts forms an integrated part in the Group's diversified portfolio, addressing the FMCG industry.

MISSION

To supply best in class products and services to all our customers, with the highest level of ethics and efficiency

VISION

To be India's largest and most preferred manufacturer of hand sanitisers and personal care products, providing complete end-to-end solutions for all brand partners.

OUR ECOSYSTEM

A complete solution provider

Building India's
personal care ecosystem





Manufacturing



Testing



Brand
Partnerships



E-Commerce
Distribution

J.B. Advani & Co.
Pvt. Ltd.

HOLDING COMPANY



1908 e-ventures Pvt. Ltd.

1908 E-Ventures
Pvt. Ltd.

61.125%



Anatomicals Ador
India Pvt. Ltd.

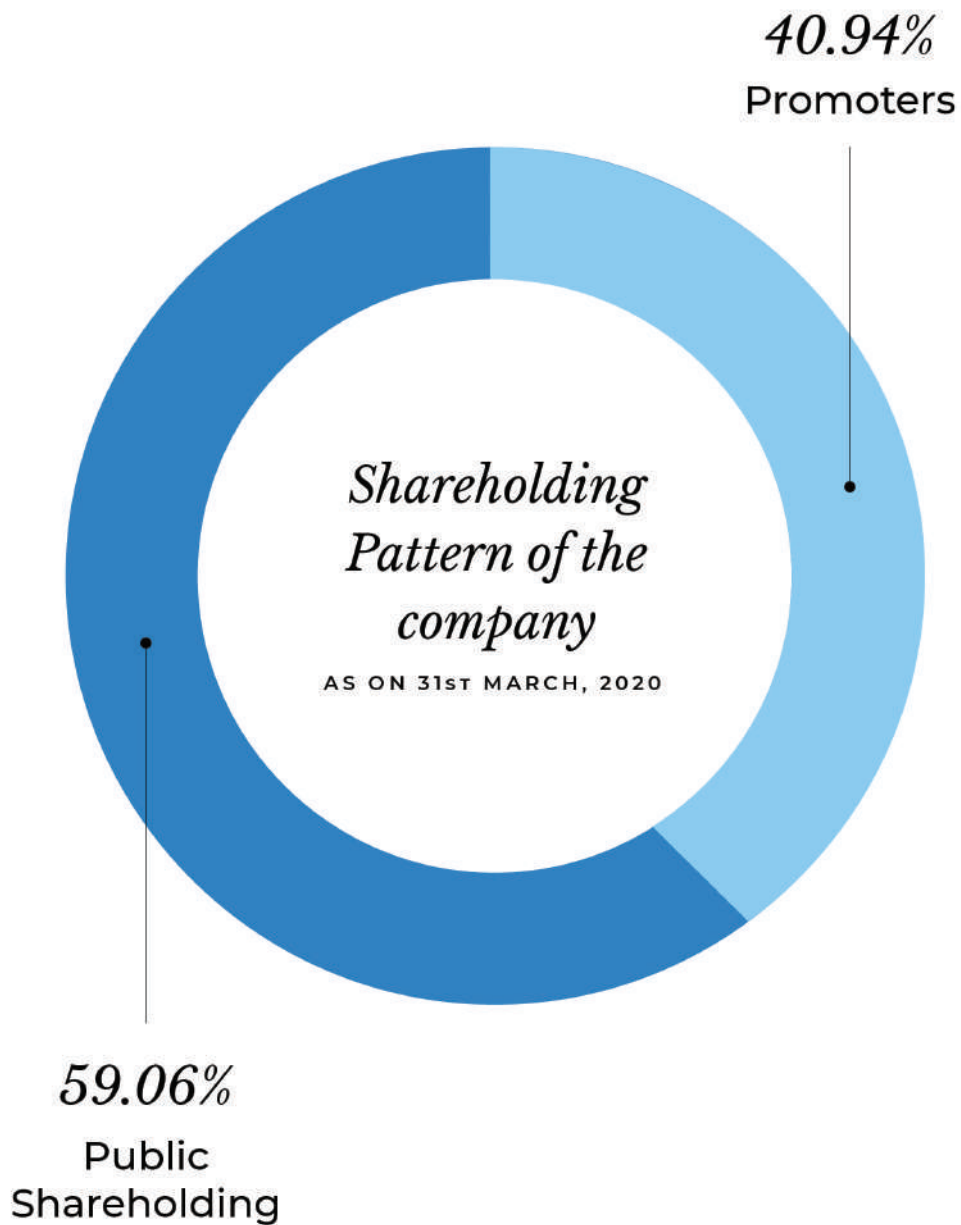
58%



Treeline Business
Solutions Pvt. Ltd.

(Strategic Investor)

5%



CONTENTS**PAGE NO.**

| | |
|--|-----------|
| Corporate Information..... | 02 |
| Notice to the members..... | 03 |
| Instructions for Remote E-Voting..... | 06 |
| Board's Report..... | 14 |
| Management Discussion & Analysis..... | 21 |
| Form AOC-1..... | 23 |
| Extract of Annual Return in form MGT-9..... | 24 |
| Secretarial Audit Report..... | 32 |
| Particulars of Employees and Related Disclosures..... | 33 |
| Declaration Regarding Compliance of Company's Code of Conduct..... | 38 |
| Standalone Financial Statements | |
| Independent Auditors' Report..... | 39 |
| Balance Sheet..... | 49 |
| Statement of Profit and Loss..... | 50 |
| Cash Flow Statement..... | 51 |
| Notes..... | 55 |
| Consolidated Financial Statements | |
| Independent Auditors' Report..... | 79 |
| Balance Sheet..... | 86 |
| Statement of Profit and Loss..... | 87 |
| Cash Flow Statement..... | 89 |
| Notes..... | 91 |

ADOR MULTI PRODUCTS LIMITED

CORPORATE INFORMATION

| | |
|---|---|
| BOARD OF DIRECTORS | MR. DEEP A.LALVANI <i>Chairman</i> MS. TANYA HALINA ADVANI <i>Non-Executive Director</i> <i>(Appointed w.e.f. 12th November, 2019)</i> MR. NAVROZE S. MARSHALL <i>Independent Director</i> MR. GAURAV LALWANI <i>Independent Director</i> MR. SANDEEP AHUJA <i>Independent Director</i> <i>(Appointed w.e.f. 14th February, 2020)</i> MS. TINA RATAN <i>Whole Time Director & Chief Financial Officer</i> <i>(Appointed w.e.f 12th November, 2019)</i> |
| CHIEF FINANCIAL OFFICER | DEEP A. LALVANI (till 12 th Nov. 2019) |
| COMPANY SECRETARY & COMPLIANCE OFFICER | PINKI SHARMA |
| REGISTERED OFFICE | ADOR MULTI PRODUCTS LIMITED Ador House, 5th Floor, 6 K DubashMarg, Fort, Mumbai – 400 001 (MH) Email: cs.adormultiproducts@gmail.com Web site: www.adormultiproducts.com CIN: L85110MH1948PLC310253 |
| PRODUCTION FACILITIES | PONDICHERRY |
| STATUTORY AUDITORS | PRAVEEN & MADAN (Formerly known as Srinivas And Subbalakshmi) Firm Reg.No. 011350S Chartered Accountants, Bangalore. |
| REGISTRAR AND SHARE TRANSFER AGENT | CANBANK COMPUTER SERVICES LIMITED CIN: U85110KA1994PLC016174 J. P. Royale, 1st Floor, 218, 2nd Main, Sampige Road, Near 14th Cross, Malleswaram, Bengaluru – 560 003. Telephone Nos: 080 – 23469661 / 62/64/65 Fax No.: 080 – 23469667 Email id: canbankrta@ccsl.co.in |
| BANKER | CANARA BANK HDFC BANK |

NOTICE

NOTICE is hereby given that the 72nd Annual General Meeting of the Members of the Company will be held on Monday, 28th September, 2020 at 11:00 AM through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility to transact the following business:

ORDINARY BUSINESS:

1. Adoption of the Annual Financial Statements and reports thereon for the year ended on 31st March, 2020.

To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) for the year ended 31st March, 2020 consisting of Audited Balance Sheet as at 31st March 2020 and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and Auditors thereon.

2. To re-appoint Mr. Deep Lalvani, Director who retires by rotation.

To appoint a director in place of Mr. Deep Lalvani (DIN: 01771000) who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider appointment of Mr. Sandeep Ahuja (DIN: 00043118) as an Independent Director of the Company and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of Mr. Sandeep Ahuja (DIN: 00043118) as an Additional Director in the capacity of an Independent Director of the Company w.e.f. February 14, 2020, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of 5 (Five) years consecutive years effective from February 14, 2020."

4. To consider and approve cancellation of 1,89,045 Unsubscribed Equity Share Capital of the Company and, if thought fit, to pass, the following Resolution as a Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and rules framed thereunder, enabling provisions of the Articles of Association of the company and subject to all other necessary approvals, permissions, consents, sanctions, if required, of concerned statutory authority and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consent of the shareholders be and is hereby accorded to cancel the 1,89,045 (One Lakh Eighty Nine Thousand and Forty Five) Equity Shares of Rs. 10/- (Ten) each which have not been taken/subscribed by person to whom so offered from Issued Equity Share Capital of the Company.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion they may think necessary, expedient or desirable including of filing forms with the Registrar of Companies or any other regulatory authority to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments as may be required in this regard.

RESOLVED FURTHER THAT Mr. Deep Ashda Lalvani, Director and Ms. Pinki Sharma, Company Secretary of the Company be and is here by authorized to take requisite actions including carrying out Corporate Action in this regard."

5. To consider and approve the increase in limits under Section 186 of the Companies Act, 2013 and, if thought fit, to pass, the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modifications or reenactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors (herein after referred to as 'Board', which term shall be deemed to include any committee thereof) to give any loan to any person or any other body corporate; give any guarantee or provide any security in connection with a loan to any other

body corporate or person and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of Rs. 15 Crores (Rupees Fifteen Crores only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors (or a Committee thereof constituted for this purpose) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

6. To consider and approve limit of Loans, Investments, Guarantee or Security under Section 185 of the Companies Act, 2013 and, if thought fit, to pass, the following Resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 185 of the Companies Act, 2013 as amended by the Companies (Amendment) Act, 2017, the consent of the members be and is hereby accorded for making of loans including loan represented by Book Debt, and / or giving of guarantee(s), and / or providing of security(ies) in connection with any loan taken / to be taken by 1908 E-Ventures Private Limited, Associate Company and being an entity covered under the category of 'a person in whom any of the Director of the Company is interested' as specified in the explanation to sub-section 2 of Section 185 of the Companies Act, 2013, of an aggregate outstanding amount not exceeding Rs. 10 Crores (Rupees Ten Crores Only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors (hereinafter referred to as 'Board', which term shall be deemed to include any committee thereof) be and is hereby authorised to negotiate, finalise and agree to the terms and conditions of the aforesaid loan / guarantee/ security, and to take all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds, things

incidental or expedient thereto and as the Board may think fit and suitable."

7. To consider and approve Related Party Transaction under Section 188 of the Companies Act, 2013 and, if thought fit, to pass, the following Resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to Section 188 and other applicable provisions if any, of the Companies Act, 2013, in terms of the Rule 15 of the Companies (Meetings of Board and its Powers) Rule 2014 and subject to such other Regulations, Guidelines and Laws (including any statutory modifications or reenactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to the Board for ratification of transactions and for entering into any contracts and / or arrangements for a period of 3 years from 1st April, 2019 to 31st March, 2022 as per the details given below:

| Sr. No. | Name of Related Party | Nature of Transaction | Transaction Amount (in Rs.) |
|---------|---------------------------------|-----------------------|-----------------------------|
| 1. | 1908 E-Ventures Private Limited | Sale of goods | 5 Crores per annum |
| 2. | 1908 E-Ventures Private Limited | Purchase of Goods | 5 Crores per annum |

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors (hereinafter referred to as 'Board', which term shall be deemed to include any committee thereof) be and is hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit within the aforesaid limits and and to do all such acts, deeds, things incidental or expedient thereto and as the Board may think fit and suitable."

By order of the Board
For Ador Multi Products Ltd.

Sd/-
Deep A Lalvani

Director
DIN: 01771000
Mumbai

13th Aug, 2020

Registered Office:

CIN: L85110MH1948PLC310253
Ador House, 5th Floor, 6 K Dubash Marg,
Fort, Mumbai – 400 001
email: cs.adormultiproducts@gmail.com

NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5th May, 2020 read with circular dated 08th April, 2020 and 13th April, 2020 (collectively referred to as 'MCA Circulars') and SEBI Circular dated 12 May 2020 permitted holding of Annual General Meeting through VC / OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the AGM of the company is being conducted through VC / OAVM herein after called as E-AGM.
2. The meeting shall be deemed to be conducted at the Registered Office of the company at Ador House, 5th Floor, 6 K DubashMarg, Fort, Mumbai – 400 001 (MH)
3. Pursuant to provisions of the Act, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/ herself and such proxy need not be a member of the company. Since the AGM is being held pursuant to the MCA Circulars through VC / OAVM facility, physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the proxy form and attendance slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. The facility for joining the E-AGM through VC / OAVM will be opened 15 minutes before and will be open upto 15 minutes after the scheduled start time of the e-AGM i.e. from 10:45am to 11:15 am and will be available for on a first come first served basis. This rule would however not apply to participation of shareholders holding 2% or more shareholding, promoters, promoter group, institutional investor, directors, senior managerial personnel, auditors, etc.
6. 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 i.e. www.adormultiproducts.com. The Notice can be accessed from the website of Bombay Stock Exchange i.e. www.bseindia.com. The AGM Notice is also disseminated on the website of NSDL (the agency for providing the Remote e-voting facility and

e-voting system during the AGM i.e. www.evoting.nsdl.com

7. The Company is pleased to provide e-Voting facility to its Members to enable them to cast their votes electronically on the items mentioned in the notice. A separate communication for e-voting is being sent along with Annual Report to the Members to enable them to cast their votes through e-Voting. We encourage your participation and expect your support in this green initiative. To receive communications from the company in electronic form please register your e-mail address with DP/ RTA.
8. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special business to be transacted at the AGM is annexed hereto.
9. Members are requested to intimate any changes, if any, in their Registered Addresses and advise to inform/ register their email IDs to the Share Transfer Agents of the Company at the following Address:
Canbank Computer Services Limited
J.P.Royale, 1st Floor, 218, 2nd Main, Sampige Road, (Near 14th Cross), Malleswaram, Bengaluru -560003.
Telephone Nos: 080 – 23469661 / 62/64/65
Fax No.: 080 – 23469667
Email id: canbankrta@ccsl.co.in
10. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 21st September, 2020 to Saturday, 27th September, 2020 [both days inclusive].

11. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Canbank Computer Services Ltd. to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Canbank Computer Services Ltd.

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 the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit

their PAN details to Canbank Computer Services Ltd.

12. Pursuant to the provisions of the Companies Act, 2013, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of declaration is required to be transferred to the 'Investor Education and Protection Fund' (IEPF). As such, shareholders who have not encashed their dividend warrants are requested to write to the Company for claiming outstanding dividends, if any, in respect of the previous years.

As on 31st March, 2020 there is no unclaimed dividend amount to be transferred into Investor Education and Protection Fund' (IEPF).

13. Pursuant to Section 124(6) and rules made there under of the Companies Act, 2013 requires that all shares in respect of which dividend has not been paid or claimed for the Seven consecutive years or more shall be transferred to Investor Education and Protection Fund (IEPF).

As on 31st March, 2020 there is no unclaimed dividend amount and shares to be transferred into Investor Education and Protection Fund' (IEPF).

14. In terms of Section 101 and 136 of the Act, read with the rules made thereunder, the listed companies may send the notice of AGM and the Annual Report, including Financial Statements, Board's Report etc by electronic mode. Pursuant to the said provisions of the Act read with MCA Circulars, SEBI Circular dated 12 May, 2020, Notice of the Seventy Second (72nd) AGM along with Annual Report for the FY 2019-20 is being sent only through electronic mode to those members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report for FY 2019-20 will also be available on the Company's website and the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com
15. Members who have questions or seeking clarifications on the Annual Report or on the proposals as contained in this Notice are requested to send e-mail to the company on cs.adormultiproducts@gmail.com on or before 5.00 pm on Friday, 25th September, 2020. This will enable the company to compile the information and provide the replies at the meeting. The company will be able to answer only those questions at the meeting which are received in advance as per the above process. The company will allot time for members to express their views or give comments during the meeting. The members who wish to speak at the meeting need to register themselves as a speaker by sending an e-mail from their registered email id mentioning their name, DP ID and Client ID / Folio Number and

mobile number, on email Id, cs.adormultiproducts@gmail.com on or before 5.00 pm on Friday, 25th September, 2020. Depending on the availability of time, the company reserves the right to restrict the number of speakers at the meeting.

16. To support "Green Initiative", members who have not registered their e-mail addresses are requested to register the same with DPs/Canbank Computer Services Limited.
17. Brief resume and other particulars, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the directors seeking re-appointment are enclosed herewith.

VOTING THROUGH ELECTRONIC MEANS:

1. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members, the facility to exercise their right to vote electronically (on resolutions proposed to be considered at the 72nd AGM to be held on Monday, 28th September, 2020. The business may be transacted through e-voting services. The Company has engaged the services of the National Securities Depository Limited (NSDL) to provide the e-voting facility. The Notice is displayed on the Company's website viz., [http:// www.adormultiproducts.com/](http://www.adormultiproducts.com/) and on the website of NSDL viz., www.nsd.co.in.
2. **Please read the below mentioned instructions before casting your vote:**
These details and instructions form an integral part of the Notice for 72nd Annual General Meeting of the Company to be held on Monday, 28th September, 2020.
3. The process and manner for remote e-voting are as under:

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

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

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

Details on Step 1 is mentioned below:

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: [https:// www.evoting.nsd.com/](https://www.evoting.nsd.com/) either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical

a) For Members who hold shares in demat account with NSDL.

b) For Members who hold shares in demat account with CDSL.

c) For Members holding shares in Physical Form.

Your User ID is:

8 Character DP ID followed by 8 Digit Client ID

For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.

16 Digit Beneficiary ID

For example if your Beneficiary ID is 12***** then your user ID is 12*****.

EVEN Number followed by Folio Number registered with the company
For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, you please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

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

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

General Guidelines

1. Institutional Members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to csdineshbirla@gmail.com with a copy marked to evoting@nsdl.co.in.
2. The remote e-voting facility will be available during the following voting period:

Commencement of e-voting
25th September, 2020 at 9:00 A.M.

End of e-voting
27th September, 2020 at 5.00 P.M.

During this period members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Monday, 21st September, 2020, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting after 5.00p.m. on 27th September, 2020. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) and remote e-voting user manual for Members available at the 'Downloads' section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
4. You can also update your mobile number and e-mail ID in the user profile details of the folio, which may be used for sending future communication(s).
5. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e., Monday, 21st September, 2020.
6. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 21st September, 2020 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or ravi@ccsl.co.in.
7. A member may participate in the AGM even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again at the AGM.
8. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot (poll) paper.
9. Mr. Dinesh Shivnarayan Birla, Practicing Company Secretary (Membership No. F 7658, C.P.No.13029) of M/s. Dinesh Birla & Associates, Pune-411 033, has been appointed as the Scrutinizer for providing facility to the members of the Company, to scrutinize the voting and remote e-voting process in a fair and transparent manner.
10. The Scrutinizer shall, after the conclusion of voting at the AGM, will first count the votes cast at the meeting and there after unblock the votes cast through remote e-voting in the presence of at least

two witnesses, not in the employment of the Company and shall submit, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.

11. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [http://www.adormultiproducts.com/by 30thSeptember, 2020](http://www.adormultiproducts.com/by30thSeptember,2020) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs.adormultiproducts@gmail.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs.adormultiproducts@gmail.com.

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

The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.

Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.

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

Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/ members login by using the remote e-voting credentials. The link for VC/OAVM will be available

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

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

EXPLANATORY STATEMENTS AS REQUIRED BY SECTION 102 OF THE COMPANIES ACT, 2013

As required by Section 102 of the Companies Act, 2013, (hereinafter referred to as "the Act") the following Explanatory Statements set out all material facts relating to the business mentioned under Item Nos. 3, 4, 5, 6, 7 and 8 of the accompanying Notice.

Item No. 3:

Mr. Sandeep Ahuja (DIN: 00043118) was appointed as Additional Independent Director with effect from 14th February, 2020 and holds office as such upto this Annual General Meeting.

The Company has received intimation in Form DIR-8 from Mr. Sandeep Ahuja that, he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act, declaration that he meets with the criteria of independence as prescribed under Section 149(6) of the Act & Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and his consent to be appointed as an Independent Director of the Company.

The resolution seeks the approval of members for the appointment of Mr. Sandeep Ahuja as an Independent Director of the Company to hold office for a consecutive term of 5 (five) years commencing from 14th February, 2020 in terms of Section 149 and other applicable provisions of the Act and Rules made there under. He is not liable to retire by rotation.

Mr. Sandeep Ahuja is a B.A. (Hons.) Economics from Delhi University. He has also completed his Post Graduate Diplomat in Advertising & Marketing by qualification from Rajendra Prasad Institute of Communication & Management, Mumbai. Prior to joining Ador Multi Products Limited, Mr. Sandeep Ahuja has been handling top management positions with over 32+ years of experience. He has worked with some of the leading companies like VLCC Personal Care Limited, VLCC Health Care Limited, Montari Industries Limited, Escorts Limited, Interads Advertising Private Limited and Lexicon Public Relations & Corporate Consultants Limited.

The Board recommends the resolutions as set out in the notice at Item No.3 for approval of the members as Ordinary Resolution.

Save and except Mr. Sandeep Ahuja and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the Directors/ Key Managerial Personnel and their relatives are in any way, interested or concerned, financially or otherwise in the Resolution set out at Item No.3.

Item No. 4:

Pursuant to the approval accorded by the members of the company in last 5 years, the company had undertaken preferential offer of issue of Equity Shares whereby among others to sought to allot Equity Shares to the existing shareholders and selected investors on preferential basis. However, all the shares offered to the shareholders were not fully subscribed, thereby creating "Issued but Unsubscribed Share Capital" of the company.

Company seeks approval from its shareholders pursuant to the applicable provisions of the Companies Act, 2013 and the existing Articles of Association of the company, to cancel such unsubscribed part of the capital that is reflected in the issued capital of the company.

None of the Directors or Key Managerial Personnel of the Company and / or their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolutions as set out in the notice at Item No.4 for approval of the members as Ordinary Resolution.

Item No. 5:

The Company is required to make investments in, giving loans and guarantees to and providing securities in connection with loans to various persons and bodies corporate including its subsidiary / associate companies from time to time, in compliance with the applicable provisions of the Act.

The provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended to date, provides that no company is permitted to, directly or indirectly, (a) give any loan to any person or other body corporate; (b) give any

guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

Further, the said Section provides that where the giving of any loan or guarantee or providing any security or the acquisition as provided under Section 186(2) of the Act, exceeds the limits specified therein, prior approval of Members by means of a Special Resolution is required to be passed at a general meeting.

In view of the above and considering the long term business plans of the Company, prior approval of the Members is being sought for enhancing the said limits.

The Board recommends the resolution as set out in the notice at Item No.5 for approval of the members as Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and / or their relatives except Mr. Deep Lalvani and Tanya Advani are concerned or interested, financially or otherwise, in the resolution.

Item No. 6:

1908 E-Ventures Private Limited is an Associate Company of the Company wherein the Company holds 61.22 % of share capital.

1908 E-Ventures Private Limited principal business activities *inter alia* consists of trading of goods in e-commerce websites.

The Company may be required to make loan(s) including loan represented by way of Book Debt (the "loan") to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan, including loan represented by way of Book debt, if any (the "Loan") taken/ to be taken by 1908 E-Ventures Private Limited. The said Loan(s)/ guarantee(s)/security(ies) shall be utilised by 1908 E-Ventures Private Limited for its principal business activities and the matters connected and incidental thereto (the "Principal Business Activities").

1908 E-Ventures Private Limited is an entity covered under the category of 'a person in whom any of the director of the company is interested' as specified in the explanation to Sub-section 2 of the Section 185 of Companies Act, 2013 and hence consent of the members is being sought by way of a special resolution pursuant to Section 185 of the Companies Act, 2013 (as amended by the Companies (Amendment) Act, 2017) for making of Loan(s) to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/ to be taken by 1908 E-Ventures Private Limited of an aggregate outstanding amount not exceeding Rs. 10 Crores (Rupees Ten Crores only) per annum on the terms mentioned in the resolution set out at item no. 6 and necessary delegation of authority to the Board for this purpose.

The Board recommends the resolution as set out in the notice at Item No.6 for approval of the members as Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and / or their relatives except Mr. Deep Lalvani and Tanya Advani are concerned or interested, financially or otherwise, in the resolution.

Item No. 7:

1908 E-Ventures Private Limited is an Associate Company of the Company wherein the Company holds 61.22 % of share capital.

The Company enters into various transactions for purchase and sale of goods with M/s. 1908 E- Ventures Private Limited

As per the provisions of Section 188 of the Companies act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014, approval of members by way of special resolution is required for all material related party transactions.

The details regarding proposed transaction with the said party, as per the provisions of Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 are as follows:

| | | |
|--|--|-----------------------------|
| Name of Related Party | 1908 E-Ventures Private Limited (1908) | |
| Name of Director or KMP who is related | Mr. Deep Lalvani and Tanya Advani | |
| Nature of Relationship | Above directors are common directors in both the companies | |
| Nature of Contract | Purchase and sale of Goods | |
| Terms of Contract | 1st April, 2020 to 31st march, 2023 | |
| Monetary Value | Purchase Rs. 5 Crores per annum | Sale Rs. 5 Crores per annum |

The Board recommends the resolution as set out in the notice at Item No.7 for approval of the members as Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and / or their relatives except Mr. Deep Lalvani and Tanya Advani are concerned or interested, financially or otherwise, in the resolution.

By order of the Board
For Ador Multi Products Ltd.

Sd/-
Deep A Lalvani
Director
DIN: 01771000

Mumbai
13th August, 2020

Registered Office:

CIN: L85110MH1948PLC310253
Ador House, 5th Floor, 6 K Dubash Marg,
Fort, Mumbai – 400 001
email: cs.adormultiproducts@gmail.com

72nd Annual Report 2020

Details of director retiring by rotation and seeking Re-appointment at the 72nd Annual General meeting pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standard 2 issued by Institute of Company Secretaries of India.

| | | |
|--|--|---|
| Name of the Director | Mr. Deep Lalvani | Mr. Sandeep Ahuja |
| Father's Name | Mr. AshdaLalvani | Late Mr. Ramesh Chandra Ahuja |
| Date of Birth | 14th February, 1981 | 30thOctober, 1961 |
| Date of Appointment | 1st August, 2007 | 14th February, 2020 |
| Brief Resume of the Directors including qualification | A Commerce Graduate with distinction in Marketing & Advertising and masters in commerce with specialization in Accounting, MBA from Manchester Business School, UK and did courses at London School of Economics, UK | Post Graduate Diploma in Advertising & Marketing |
| Directorships held in other public Companies | 1. Ador Welding Limited 2. Ador Powertron Limited | VLCC Personal Care Limited |
| Membership and Chairmanship of committees of other public companies. (Committee includes: Audit Committee, CSR Committee, Stakeholder Relationship Committee And Nomination and Remuneration Committee.) | Ador Powertron Limited Member of Audit Committee, Stakeholder Relationship Committee and CSR Committee Ador Welding Limited Member of Audit Committee, Stakeholder Relationship Committee and CSR Committee | Nil |
| Specific Functional Area | Involved across various functions within Ador Group including strategizing at Ador Welding Academy, new business ideas and e-commerce initiatives at the group | He has worked with some of the leading companies like VLCC Personal Care Limited, VLCC Health Care Limited, Montari Industries Limited, Escorts Limited, Interads Advertising Private Limited and Lexicon Public Relations & Corporate Consultants Limited. |

Ador Multiproducts Limited

Details of director retiring by rotation and seeking Re-appointment at the 72nd Annual General meeting pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standard 2 issued by Institute of Company Secretaries of India. (Contd)

| | | |
|---|--|---|
| Experience | 12 years hands on experience across reputed National and International firms | 32+ years of Experience across reputed National and International companies Leadership. |
| Number of meeting of Board of director attended during the year | Six | One |
| Nature of Relationship interse | He is not related to any of the other Directors. | He is not related to any of the other Directors. |
| Shareholding as on 13.08.2020 | 4,73,060 equity shares | 45,000 Equity shares |

Note: For other details such as remuneration drawn and relationship with other directors and Key managerial personnel in respect of the above directors please refer to the Board's report

BOARD'S REPORT

To,

The Members,

Your Directors hereby present the Company's 72nd Annual Report on the business and operation of the Company together with the Audited Statements of Accounts of the Company for the year ended on 31st March, 2020.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

During the year under review, financial performance of your company was as under:

Rs. in lacs

| Particulars | Standalone | | Consolidated | |
|------------------------|------------|----------|--------------|----------|
| | 2019-20 | 2018-19 | 2019-20 | 2018-19 |
| Revenue from operation | 825.56 | 727.86 | 987.11 | 727.85 |
| Other Income | 31.49 | 18.18 | 54.15 | 18.18 |
| EBITDA | (10.62) | (110.15) | (256.64) | (110.15) |
| Finance Cost /Interest | 11.99 | 6.84 | 36.85 | 6.84 |
| Depreciation | 20.09 | 20.25 | 25.95 | 20.25 |
| Profit before Tax | (42.70) | (137.24) | (319.44) | (137.24) |

2. DIVIDEND:

In view of the losses incurred, your Directors do not recommend dividend for the year under review.

3. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS:

During the period under review, the revenue from the operations of the company has increased to Rs. 825 Lakhs as compared to previous year's Revenue of Rs. 727.86 Lakhs. Your company has recorded significant increase of 13.34% in the revenue from operation during the current financial year as compared to the corresponding financial year due to discontinue of trading business.

Your Company has transitioned to focus from a legacy business to focus on contract manufacturing and pioneering skincare in India, especially in the clean beauty space.

Over the last twenty four months, the company has made considerable investments and re-aligned to focus on:

1. Contract Manufacturing (with partnerships in product development and testing). Upgraded its factory at Puducherry to include a clean room facility and enhance capacities for sanitizers.
2. Brand partnerships
3. Brand investments
4. Own brand development
5. Ecommerce Distribution
6. Joint Venture Collaborations for Brand building

Going forward, the Company will continue to review and reinforce its strategies and action plans to rapidly scale up its global foot print. It has built contracts with international clients and that should bear fruit in the coming year.

Shifting consumer preference towards convenient hygiene products is expected to drive the market. In addition, the recent COVID-19 pandemic at the beginning of 2020 has spurred the market for hand sanitizer and hand wash. Your company is expecting that these products will boost the revenue growth of the company atleast three times in the Current Financial Year as compared to the previous financial year.

4. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

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

5. CHANGE IN NATURE OF BUSINESS:

There is no change in the nature of Business of the Company.

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

During the year under review, there was no amount due to be transferred to the Investor Education and Protection Fund.

7. PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:

The Company has not carried any activities relating to the conservation of energy. The Company has not acquired any technologies during the year under review.

8. FOREIGN EXCHANGE EARNINGS / OUTGO: -

Your Company has not carried out any activities relating to the export and import during the financial year.

9. REPORT ON CORPORATE GOVERNANCE:

Your company is under exemption of compliance of Regulation 17, 17A, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and hence Report on Corporate Governance and Auditor's Certificate on Corporate Governance is not applicable to the Company.

CEO and CFO certification:

As required by regulation 17(8) SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the CEO and CFO certification as specified in Part B of Schedule II is not applicable.

10. REPORT ON MANAGEMENT DISCUSSION & ANALYSIS:

A detailed Management Discussion and Analysis as required under regulation 34(3) read with Schedule V(B) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given in Annexure A, which forms part of this Board's Report.

11. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

Pursuant to the provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's subsidiaries/ associate company/joint venture in Form AOC-1 is attached with this Report. The Company has two subsidiary companies i.e. 1908 E-Ventures Private Limited and Anatomicals Ador India Private Limited within the meaning of the Companies Act, 2013 ("Act"). Form AOC – 1, is appended as Annexure- B to the Board's Report.

Your company has entered into a Joint Venture

12. PUBLIC DEPOSITS:

The Company has not accepted any deposits from the public and accordingly no amount was outstanding as on the date of the Balance Sheet.

13. EXTRACT OF THE ANNUAL RETURN:

As required under Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, an extract of the Annual Return in Form No. MGT 9, as at the financial year ended 31st March, 2020, is given in Annexure C, which forms part of this Board's Report.

14. NUMBER OF MEETINGS OF THE BOARD:

The Board of Directors met six times during the financial year 2019-2020 in compliance with the provisions of the Companies Act, 2013. The intervening gap between any two meetings was within the period of 120 days as prescribed by the Companies Act, 2013.

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

Your Company had given an Inter corporate deposit (ICD) of Rs. 1,00,00,000 (Rs. One Crore only) to M/s. 1908 E-Ventures Pvt. Ltd. out of which ICD of Rs. 99,99,990 has been converted into 3,84,615 Equity Shares of Rs. 10 each at an issue price of Rs. 26 per shares on 20th March, 2020. Your Company had also invested in Compulsory convertible Debentures (CCDs) of Rs. 2,40,00,000 in earlier years but out of which CCDs of Rs. 80,00,000 (Eighty Laks only) has been converted into 3,20,000 Equity Shares of Rs. 10/- each at a conversion price of Rs. 25/- each. Consequently the Shareholding of your Company in 1908 E-Ventures Pvt. Ltd. has increased from 38% to 61.23%, hence it has become subsidiary company of your company during the period under review.

Your company has also started a Joint Venture company with a UK based company to manufacture and sell in India under the name "Anatomicals Ador India Private Limited" with an initial investment of Rs. 17,40,000/-.

Except above, there were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review.

16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

All transactions with Related Parties that were entered into during the financial year were on Arm's length basis and were in the Ordinary Course of business. There are no materially significant transactions with related parties made by the Company with the promoters, Directors, key managerial Personnel which may have potential conflict with the interest of the Company at large. Accordingly the Particulars of contracts or arrangements with related parties referred to Section 188 of the Companies Act, 2013 in the prescribed form AOC-2, is not applicable.

17. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:

The policy of the Company on Directors' Appointment and Remuneration, including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided in Section 178(3) of the Companies Act, 2013, adopted by the Board has been posted on its website.

18. DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:

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

19. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

During the period under review the Board of Directors of your Company was duly constituted with 1 Executive Director, 1 Non – Executive (Woman) Director and 3 Independent Directors.

In accordance with the provisions of Section 152 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and in accordance with Article 49 of the Articles of Association of the Company, Mr. Deep Lalvani, Director (DIN: 01771000) of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible seeks re-appointment.

As stipulated under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company

Secretaries of India (ICSI), brief resume of the Directors proposed to be appointed re-appointed, is annexed to the Notice convening 72nd Annual General Meeting (AGM).

The detail of Key Managerial Personnel and changes made in KMPs during the financial year 2019-20 are as under:

1. Resignation of Ms. Rasika Mandhekar, Company Secretary and Compliance Officer w.e.f. 26th November, 2019.
2. Appointment of Ms. Pinki Sharma as Company Secretary and Compliance Officer w.e.f. 10th February, 2020.
3. Resignation of Ms. Ninotchka Malkani Nagpal, Director w.e.f. 12th November, 2019.
4. Appointment of Ms. Tina Ratan as Chief Financial Officer w.e.f. 12th November, 2019.
5. Appointment of Ms. Tina Ratan as Whole Time Director w.e.f. 12th November, 2019.
6. Re-designation of Mr. Deep Lalvani as Non-Executive Director of the company.
7. Resignation of Mr. Deep Lalvani as Chief Financial Officer w.e.f. 12th November, 2019.
8. Appointment of Ms. Tanya Advani as Director w.e.f. 12th November, 2019
9. Appointment of Mr. Sandeep Ahuja as Independent Director w.e.f. 14th February, 2020.

20. DECLARATION OF INDEPENDENT DIRECTORS:

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Companies Act, 2013 and Regulation 25 of SEBI (LODR) Regulation, 2015.

21. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE:

The Composition of Audit Committee is as below:

| Name of Director | Category | Chairman / Member |
|-------------------------|----------------------|--------------------------|
| Mr. Gaurav Lalwani | Independent Director | Chairman |
| Mr. Navroze Marshall | Independent Director | Member |
| Mr. Deep Lalvani | Executive Director | Member |

22. DISCLOSURE OF COMPOSITION OF STAKE HOLDER RELATIONSHIP COMMITTEE:

The Composition of Stakeholder Relationship Committee is as below:

| Name of Director | Category | Chairman / Member |
|-------------------------|------------------------|--------------------------|
| Ms Tanya Advani | Non Executive Director | Chairman |
| Mr. Deep Lalvani | Executive Director | Member |

23. DISCLOSURE OF COMPOSITION OF NOMINATION AND REMUNARATION COMMITTEE:

The Composition of Nomination & Remuneration Committee is as below:

| Name of Director | Category | Chairman / Member |
|-------------------------|------------------------|--------------------------|
| Mr. Gaurav Lalwani | Independent Director | Chairman |
| Mr. Navroze Marshall | Independent Director | Member |
| Ms. Tanya Advani | Non Executive Director | Member |

24. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has established a vigil mechanism (which incorporates a whistle blower policy in terms of listing agreement) for directors and employees to report their genuine concerns. The Policy is also available on the Company's website.

25. POLICIES OF THE COMPANY

Your Company has posted the following documents on its website

1. Materiality of event & information
2. Preservation of documents
3. Whistle Blower cum Vigil Mechanism.
4. Prevention of Sexual Harassment
5. Remuneration Committee
6. Nomination & Remuneration Policy
7. Archive Management Policy
8. Independent Director Appointment-T&C
9. Audit Committee Charter
10. Code of Conduct for Prevention of Insider Trading
11. Code of Practices and Procedures for fair disclosure
12. Stakeholders' Relationship Committee

26. AUDITORS AND AUDITORS' REPORT:

STATUTORY AUDITORS:

Pursuant to the provisions of Section 139 of the Companies Act, 2013, M/s.Praveen and Madan (Formerly known as Srinivas and Subbalakshmi), Chartered Accountants, Bangalore [Firm registration No.011350S], are appointed as the Statutory Auditors of the Company at the Annual General Meeting held on 10th August, 2018 for a period of five consecutive years from the conclusion of the 70th Annual General Meeting of the Company till the conclusion of the 75th Annual General Meeting to be held in year 2023.

Report on Frauds, if any:

During the year under review, no incidence of any fraud has occurred in the Company. Neither the Audit Committee of the Board, nor the Board of the Company had received any report involving any fraud, from the Statutory Auditors of the Company. As such, there is nothing to report by the Board, as required under Section 134 (3) (ca) of the Companies Act, 2013.

INTERNAL AUDITORS:

The Company has appointed M/s. Balakrishna & Co., Chartered Accountants, as its Internal Auditor. The Internal Auditors monitor and evaluate the efficacy and adequacy of internal control system in the Company, its compliances with operating systems, accounting procedures and policies and report the same to the Audit Committee on quarterly basis. Based on the report of internal audit, management undertakes corrective action in their respective areas and thereby strengthens the controls.

SECRETARIAL AUDITORS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Rules made there under, Ms. Snehal Amol Phirange, Practising Company Secretary (FCS 8103; C P No. 8064), Pune, was appointed to conduct a secretarial audit of the Company's Secretarial and related records for the financial year ended 31 March, 2020. The Practising Company Secretary has submitted her Report on the secretarial audit conducted by her which is given in Annexure D and forms part of this Board's Report.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS:

There are no qualifications, reservations or adverse remarks made by the Auditors in their report.

27. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS:

The Company has an Internal Control System, commensurate with size, scale and complexity of its operations. The internal financial controls are adequate and are operating effectively so as to ensure orderly and efficient conduct of business operations.

During the year under review, such controls were tested and no reportable material weakness in the design or operation was observed.

28. RISK MANAGEMENT POLICY:

The Board regularly reviews the risk management strategy of the Company to ensure the effectiveness of implementation of the risk management policies and procedures. Your Directors do not foresee any elements of risk, which in its opinion, may threaten the existence of the Company.

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

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

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

Your Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been setup to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. During the year under review, neither any complaints of sexual harassment were received by ICC, nor were there any complaints relating thereto which required any disposal thereof.

31. CHANGES IN SHARE CAPITAL:

During the year under review, the paid up share capital has increased from Rs. 3,75,81,780 to Rs. 3,96,36,330 in the following manner:

| Date of Allotment | No. of shares allotted | Mode | Cumulative Paid Up share capital (In Rs.) |
|----------------------------|------------------------|---------------------------|---|
| 10th February, 2020 | 2,05,455 | Preferential issue | 3,96,36,330 |

32. PERFORMANCE EVALUATION OF THE DIRECTORS ETC:

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation by the Board of its own performance and that of the various Committees of the Board and the individual Directors. The framework of performance evaluation of the Directors captures the following points:

Key attributes of the Independent Directors that justify his / her extension / continuation on the Board of the Company;

Participation of the Directors in the Board proceedings and his/her effectiveness;

The evaluation was carried out by means of the replies given / observations made by all the Directors on the set of questions developed by them which brought out the key attributes of the Directors, quality of interactions among them, adequacy and effectiveness of the various Committees of the Board and the performance of the Board.

33. INFORMATION FORMING PART OF THE DIRECTOR'S REPORT PURSUANT TO RULES OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

Disclosure pertaining to remuneration and other details as required 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 and also the Statement containing particulars of employees as required under Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014 is provided in Annexure E forming part of this Report.

34. EMPLOYEE RELATIONS:

Employee relations throughout the Company were harmonious. The Board wishes to place on record its sincere appreciation of the devoted efforts of all employees in advancing the Company's vision and strategy to deliver good performance.

35. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS:

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

36. ACKNOWLEDGEMENTS:

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

For and behalf of the Board of Directors of
Ador Multi Products Limited

Sd/-

Deep A Lalvani
Director
DIN: 01771000

Sd/-

Tanya Halina Advani
Director
DIN: 08586636

Place: Mumbai
Date: 13th August, 2020

ANNEXURE TO DIRECTOR'S REPORT

ANNEXURE A

MANAGEMENT DISCUSSION & ANALYSIS

FORWARD LOOKING STATEMENTS

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

INDUSTRY STRUCTURE AND DEVELOPMENTS

The company manufactures and distributes cosmetic and personal care products (including hand sanitizer and hand wash) in the world with an innovative suite of technologies designed to improve the effectiveness of raw material, formulation, safety and quality control testing. The developments within the industry in India and globally is more towards safer ingredients, enhanced certifications and state of the art innovation for skincare. The industry is also going through a surge with new entrants into the market and a heavier focus on D2C and digital platforms for distribution.

The global hand sanitizer market size valued at USD 2.7 billion in 2019 and is expected to grow at a compound annual growth rate (CAGR) of 22.6% from 2020 to 2027. Shifting consumer preference towards convenient hygiene products is expected to drive the market. In addition, the recent COVID-19 pandemic at the beginning of 2020 has spurred the market for hand sanitizer. The demand for hand hygiene products has been exceeding the supply in both online as well as brick and mortar sale channels worldwide owing to the global outbreak of the virus in a short time span. The outbreak has reinforced the significance of regular hand sanitizing and cleaning practices among consumers and is among the prominent factor driving the market.

Increasing awareness towards hand hygiene is gaining prominence on account of being an important measure to restrict the occurrence of nosocomial infections. Therefore, hand hygiene forms the most important element of personal care, thereby driving the popularity of hand sanitizers. In addition, government further promotes the usage of hand care products in order to increase awareness as well as avoid health issues among consumers. For instance, the WHO and FDA have taken initiatives in order to make people aware of hand hygiene and the risks associated with not maintaining the hygiene.

Moreover, the rising influence of social media and online advertisements has exposed people to the recent trends of personal care and hygiene which is also accelerating the usage of hand sanitizers among consumers. These advertisements also allow people to get exposed to information regarding cleansers and healthy lifestyles.

BUSINESS OVERVIEW

Ador Multi Products Limited is an India-based contract manufacturer in the personal care industry. The company has facilities in Pondicherry. The factory is well equipped with a variety of machines and facilities to cater to the needs of the personal care industry. The company also has all the required certifications and capacities to grow exponentially.

Over the past Twenty Four months, the company has invested heavily to transition the company to the next stage of growth. The company over the FY 19-20 invested in setting up a clean room, state of the art facility in Pondicherry and is now well equipped to cater to all kinds of high end products.

The Company offers a range of personal care products, including hand sanitizers, hand wash, skin care products and face wash. The Company offers personal care products to various brands, such as Himalaya Drug Company, Bdel, Apollo Pharmacy Company, Aditya Birla Group and Future Group. With an enhanced alcohol capacity your company is a leader in the hand sanitizer segment.

The company is also investing heavily into own brands for further wealth creation. The company is an investor in 1908 e-ventures Pvt. Ltd. and is confident of the growth of the brand partnerships and distribution partnerships of that company through its clean beauty platform, www.sublimelife.in. The company also has partnerships with Anatomicals, UK and Cocomo, India and is working closely with Amazon India for further brand partnerships / ownerships. These partnerships and investments, integrated with manufacturing capabilities enables the company's strategy to grow exponentially with healthier margins and stronger value creation in the coming years.

Shifting consumer preference towards convenient hygiene products and the recent COVID-19 pandemic at the beginning of 2020 has spurred the market for hand sanitizer and hand wash. These products will also boost the growth of the company.

MARKETING

The Company has already set up a good marketing team and we focus on b2b marketing for our facilities. More recently the company is also regularly selling its own products through institutional sales and online.

OPPORTUNITIES AND THREATS

Our strength is our determination, weakness is the low equity base, opportunities are multiples and threats are practically none.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an internal control system, commensurate with the size of its operations. Adequate records and documents were maintained as required by laws. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective.

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

PERSONAL CARE PRODUCTS DIVISION

Your Company's continues to grow its Personal Care Products business. During the financial year your company set up the clean room facility, increased capacities and exponentially scaled up and kept up with consumer demand. Your company continues to be a preferred supplier to leading brands like Himalaya, Wipro, TTK, Apollo pharmacies and more. With the ambition to be a complete solution provider, your company also supports and manufactures for startup brands like Cocomo, Bdel, etc.

Your company has also built its own portfolio of brands from 'Influence' to 'Be the solution' to 'Booth & Berkeley' and has investments in companies that run leading brands like 'Sublime Life and 'Anatomicals'.

All these initiatives are for building for a long term and sustainable future for the company, the results of which you will see in the coming years.

Going forward, the Company will continue to review and reinforce its strategies and action plans to rapidly scale up its global foot print. It has built contracts with international clients and that should bear fruit in the coming year.

RISKS AND CONCERNS

In any business, risks and prospects are inseparable. As a responsible management, the Company's principal endeavor is to maximize returns. The Company continues to take all steps necessary to minimize losses through detailed studies and interaction with experts.

FINANCIAL PERFORMANCE OF COMPANY

During the period under review the revenue from the operations of the company has increased to Rs. 825 Lakhs as compared to previous year's Revenue of Rs. 727 Lakhs. Your company has recorded significant increase of 13.34% in the revenue from operation during the current financial year as compared to the corresponding financial year due to discontinuation of trading business.

HUMAN RESOURCES

The Company believes in the adage "If you want to build your business, build the people first." Ador understands that the employees are the greatest strength and a foundation for long-term success. The Company has strongly embedded core values and all employees are encouraged to use these values as the basis upon which decisions are made and policies and practices defined, The Company has always laid focus on employee engagement and employee development. Company has very cordial relations with its employees.

CAUTIONARY STATEMENT

Statement in this Management's Discussion and Analysis detailing the Company's objectives, projections, estimates, expectations or predictions are "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods prices, feedstock availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which the Company conducts business and other factors such as litigation and labour negotiations.

Annexure B

AOC-1

Part "B": Associates and Joint Ventures
Statement pursuant to Section 129 (3) of the Companies Act, 2013
related to Associate Companies and Joint Ventures

| Name of associates/Joint Ventures | 1908 E-ventures Private Limited | Anatomicals Ador India Private Limited |
|---|--|--|
| 1. Latest audited Balance Sheet Date | 31.03.2020 | 31.03.2020 |
| 2. Shares of Associate/Joint Ventures held by the company on the year end No. | 11,04,615 Equity Shares of Rs.10 each | 1,74,000 Equity Shares of Rs. 10 each |
| Amount of Investment in Associates/Joint Venture | Rs. 1,10,46,150 | Rs. 17,40,000 |
| Extend of Holding % | 61.23% | 58% |
| 3. Description of how there is significant influence | Company directly holds more than 20 % of the voting power in the investee Company. | Company directly holds more than 20 % of the voting power in the investee Company. |
| 4. Reason why the associate/joint venture is not consolidated | Not Applicable | Not Applicable |
| 5. Net worth attributable to shareholding as per latest audited Balance Sheet | (Rs. 3,91,10,873) | Rs. 27,45,345 |
| 6. Profit/(Loss) for the year | (Rs. 2,74,88,456) | (Rs. 2,54,655) |
| i. Considered in Consolidation | (Rs. 1,68,31,182) | (Rs. 1,47,700) |
| ii. Not Considered in Consolidation | (Rs. 1,06,57,274) | (Rs. 1,06,955) |

As per our report of even date

FOR PRAVEEN & MADAN

Chartered Accountants
 Firm Reg.No. 011350S

For and on behalf of the Board of Directors

DEEP A. LALVANI

Director
 DIN No.01771000

TANYA ADVANI

Director
 DIN: 08586636

PRAVEEN KUMAR NAGRAJAN

Partner
 [Membership No.225884]
 Mumbai : 13th August, 2020

PINKI SHARMA

Company Secretary
 [Membership No. 45279]

Mumbai : 13th August, 2020

Annexure C

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2020

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

I. REGISTRATION & OTHER DETAILS:

| | | |
|----|--|---|
| 1. | CIN | L85110MH1948PLC310253 |
| 2. | Registration Date | 23.07.1948 |
| 3. | Name of the Company | ADORMULTI PRODUCTS LIMITED |
| 4. | Category/Sub-category of the Company | Company Limited by Shares/ Non Govt Company |
| 5. | Address of the Registered office & contact details | Ador House, 5 th Floor, 6 K Dubash Marg, Fort, Mumbai – 400 001, email:cs.adormultiproducts@gmail.com |
| 6. | Whether listed company | Yes, On Bse Limited |
| 7. | Name, Address & contact details of the Registrar & Transfer Agent, if any. | CANBANK COMPUTERS SERVICES LIMITED J.P. Royale, 1st floor, 218, 2nd Main, Sampige Road, (Near 14th Cross)Malleswaram, Bengaluru - 560003 Telephone Nos: 080 – 23469661 / 62/64/65 Fax No.: 080 – 23469667, Email id: canbankrta@ccsl.co.in |

I. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

| Sl. No. | Name and Description of main products / services | NIC Code of the Product/service | % to total turnover of the company |
|---------|--|---------------------------------|------------------------------------|
| 1 | Personal Care Products | 20237, 20233, 20236, 20239 | 100% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

| SI No | Name & Address of the Company | CIN/GLN | Holding/Subsidiary /Associate/ Joint Venture | % OF Shares Held | Applicable Sectio |
|-------|--|-----------------------|--|------------------|-------------------|
| 1 | 1908 E-Ventures Private Limited | U52602MH2015PTC267517 | Subsidiary Company | 61.22 | 2(87) |
| 2 | Anatomicals Ador India Private Limited | U24299MH2019PTC331491 | Subsidiary Company | 58 | 2(87) |

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

Category-wise Share Holding

| Category of Share-holders | No. of Shares held at the beginning of the year [As on 31-March-2019] | | | | No. of Shares held at the end of the year [As on 31-March-2020] | | | | % Change duringt the year |
|--|---|----------|----------------|-------------------|---|----------|----------------|-------------------|---------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/ HUF | 335039 | – | 335039 | 8.91 | 488078 | 0 | 488078 | 12.31 | 3.40 |
| b) Central Govt | – | – | – | – | – | – | – | – | |
| c) State Govt(s) | – | – | – | – | – | – | – | – | |
| d) Bodies Corp. | 1134544 | – | 1134544 | 30.19 | 1134544 | – | 1134544 | 28.62 | -1.57 |
| e) Banks / FI | – | – | – | – | – | – | – | – | |
| f) Any other | – | – | – | – | – | – | – | – | |
| Subtotal (A 1) | 1469583 | – | 1469583 | 39.10 | 1622622 | – | 1622622 | 40.94 | 1.84 |
| (2) Foreign | | | | | | | | | |
| (a) NRIs Individuals | – | – | – | – | – | – | – | – | – |
| (b) Others | | | | | | | | | |
| Individuals | – | – | – | – | – | – | – | – | – |
| (c) Bodies Corp. | – | – | – | – | – | – | – | – | – |
| (d) Banks / FI | – | – | – | – | – | – | – | – | – |
| (e) Any other | – | – | – | – | – | – | – | – | – |
| Subtotal (A 2) | – | – | – | – | – | – | – | – | – |
| Total Shareholding of Promoter A= (A1+A2) | 1469583 | – | 1469583 | 39.10 | 1622622 | 0 | 1622622 | 40.94 | 1.84 |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a) Mutual Funds | – | 500 | 500 | 0.02 | – | 500 | 500 | 0.01 | -0.01 |
| b) Banks / FI | – | 400 | 400 | 0.01 | – | 400 | 400 | 0.01 | 0.00 |
| c) Central Govt | – | – | – | – | – | – | – | – | |
| d) State Govt(s) | – | – | – | – | – | – | – | – | |
| e) Venture Capital Funds | – | – | – | – | – | – | – | – | |
| f) Insurance Companies | – | – | – | – | – | – | – | – | |
| g) FII's | – | – | – | – | – | – | – | – | |
| h) Foreign Venture Capital Funds | – | – | – | – | – | – | – | – | |

72nd Annual Report 2020

| Category of Shareholders | No. of Shares held at the beginning of the year [As on 31-March-2019] | | | | No. of Shares held at the end of the year [As on 31-March-2020] | | | | % Change during the year |
|--|---|---------------|----------------|-------------------|---|---------------|----------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| i) Others (specify) | - | - | - | - | - | - | - | - | |
| Sub-total (B)(1) | - | 900 | 900 | 0.03 | - | 900 | 900 | 0.02 | -0.01 |
| 2. Non-Institutions | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | 255055 | 10069 | 265124 | 7.05 | 330783 | 10119 | 340902 | 8.60 | 1.55 |
| ii) Overseas | - | - | - | - | - | - | - | - | |
| b) Individuals | | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs. 2 lakh | 566839 | 402027 | 968866 | 25.78 | 637816 | 396318 | 1034134 | 26.09 | 0.31 |
| ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh | 562959 | 26800 | 589759 | 15.69 | 548169 | 26800 | 574969 | 14.51 | -1.18 |
| c) Others (specify) | - | - | - | - | - | - | - | - | |
| Non Resident | | | | | | | | | |
| Indians | 173310 | - | 173310 | 4.61 | 173419 | - | 173419 | 4.38 | -0.23 |
| Overseas | - | - | - | - | - | - | - | - | |
| Corporate Bodies | - | - | - | - | - | - | - | - | |
| Foreign Nationals | - | - | - | - | - | - | - | - | |
| Clearing Members | 300 | - | 300 | 0.01 | 1098 | - | 1098 | 0.03 | 0.02 |
| Trusts | - | - | - | - | - | - | - | - | |
| Foreign Bodies-DR | - | - | - | - | - | - | - | - | |
| Hindu Undivided families | 9474 | - | 9474 | 0.25 | 8672 | - | 8672 | 0.22 | -0.03 |
| IEPF | 279862 | - | 279862 | 7.45 | 205917 | - | 205917 | 5.20 | -2.25 |
| Directors | 1000 | - | 1000 | 0.03 | 1000 | - | 1000 | 0.03 | 0.00 |
| Sub-total (B)(2) | 1848799 | 438896 | 2287695 | 60.87 | 1906874 | 433237 | 2340111 | 59.06 | -1.81 |
| Total Public Shareholding (B)=(B)(1)+ (B)(2) | 1848799 | 439796 | 2288595 | 60.90 | 1906874 | 434137 | 2341011 | 59.04 | -0.68 |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | - | - | - | |
| Grand Total (A+B+C) | 3318382 | 439796 | 3758178 | 100.00 | 3529496 | 434137 | 3963633 | 100.00 | 0.00 |

B) Shareholding of Promoter-

| Sl. No. | Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | |
|---------|---|---|----------------------------------|--|-------------------------------------|----------------------------------|--|
| | | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares |
| 1 | Vimla Ashda Lalvani | 81928 | 2.18 | Nil | 121928 | 3.07 | Nil |
| 2 | Deep AshdaLalvani | 200021 | 5.32 | Nil | 298060 | 7.52 | Nil |
| 3 | Reshma Ashda Lalvani | 30150 | 0.80 | Nil | 45150 | 1.14 | Nil |
| 4 | Ajit T Mirchandani | 1940 | 0.05 | Nil | 1940 | 0.04 | Nil |
| 5 | J B Advani and Company Pvt Limited | 1134544 | 30.19 | Nil | 1134544 | 28.62 | Nil |
| 6 | Aditya Tarachand Malkani | 500 | 0.01 | Nil | 500 | 0.01 | Nil |
| 7 | Ninotchka Malkani Nagpal | 500 | 0.01 | Nil | 500 | 0.01 | Nil |
| 8 | Shirin Aditya Malkani jointly with Aditya Malkani | 20000 | 0.53 | Nil | 20000 | 0.50 | Nil |
| | Total | 1469583 | 39.10 | Nil | 1622622 | 40.94 | Nil |

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

| Sl. No. | Particulars | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|--|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | 1469583 | 39.10 | - | - |
| | Date wise Increase / Decrease in PromotersShareholding during the year specifying the reasons for increase /decrease | | | | |
| | Preferential allotment | 153039 | 3.86 | 1622622 | 40.94 |
| | At the end of the year | 1622622 | 40.94 | 1622622 | 40.94 |

72nd Annual Report 2020

D) Shareholding Pattern of top ten Shareholders:

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

| Sl. No. | For Each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|--|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | Priya A Venkataraman At the beginning of the year Net Increase/Decrease in Shareholding during the year At the end of the year | 106000 0 106000 | 2.67 0.00 2.67 | 106000 0 106000 | 2.67 0.00 2.67 |
| 2. | Fourth Axis Advisors LLP At the beginning of the year Net Increase/Decrease in Shareholding during the year At the end of the year | 88984 2895 91879 | 2.24 0.07 2.32 | 88984 91879 91879 | 2.24 2.32 2.32 |
| 3. | Homi Farrok Kaka At the beginning of the year Net Increase/Decrease in Shareholding during the year At the end of the year | 87889 - 87889 | 2.22 - 2.22 | 87889 87889 | 2.22 2.22 |
| 4. | Luckygirl Fashion Private Limited At the beginning of the year Net Increase/Decrease in Shareholding during the year At the end of the year | 0 73945 73945 | 0.00 1.87 1.87 | 0 73945 73945 | 0.00 1.87 1.87 |
| 5. | Japan Vyas At the beginning of the year Net Increase /Decrease in Shareholding during the year At the end of the year | 700000 0 700000 | 1.77 0.00 1.77 | 700000 0 700000 | 1.77 0.00 1.77 |
| 6. | Yuti KunalJ haveri At the beginning of the year Net Increase/Decrease in Shareholding during the year At the end of the year | 66000 0 66000 | 1.67 0.00 1.67 | 66000 0 66000 | 1.67 0.00 1.67 |

D) Shareholding Pattern of top ten Shareholders:

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

| Sl. No. | For Each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|--|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 7. | Ramakant and Company Private Limited At the beginning of the year | 63613 | 1.60 | 63613 | 1.60 |
| | Net Increase/Decrease in Shareholding during the year | 0 | 0.00 | 0 | 0.00 |
| | At the end of the year | 63613 | 1.60 | 63613 | 1.60 |
| 8. | Jay JanakJesrani At the beginning of the year | 50512 | 1.27 | 50512 | 1.27 |
| | Net Increase/Decrease in Shareholding during the year | 0 | 0.00 | 0 | 0.00 |
| | At the end of the year | 50512 | 1.27 | 50512 | 1.27 |
| 9 | Lincoln P Coelho At the beginning of the year | 50000 | 1.26 | 50000 | 1.26 |
| | Net Increase/Decrease in Shareholding during the year | 0 | 0.00 | 0 | 0.00 |
| | At the end of the year | 50000 | 1.26 | 50000 | 1.26 |
| 10. | Smitalpex LLP At the beginning of the year | 45000 | 1.13 | 45000 | 1.13 |
| | Net increase/Decrease in Shareholding during the year | 84 | 0.01 | 45084 | 1.14 |
| | At the end of the year | 45084 | 1.14 | 44508 | 1.14 |
| 11. | ChinglepatKothadaramVenugopal At the beginning of the year | 11400 | 0.30 | 11400 | 0.30 |
| | Net increase/Decrease in Shareholding during the year | 30000 | 0.76 | 41400 | 1.04 |
| | At the end of the year | 41400 | 1.04 | 41400 | 1.04 |
| 12. | Sandesh Prabhakar Shetty At the beginning of the year | 40000 | 1.01 | 40000 | 1.01 |
| | Net increase/Decrease in Shareholding during the year | 0 | 0.00 | 0 | 0.00 |
| | At the end of the year | 40000 | 1.01 | 40000 | 1.01 |

72nd Annual Report 2020

E) Shareholding of Directors and Key Managerial Personnel:

| Sl. No. | Shareholding of each Directors and each Key Managerial Personnel | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|--|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | 201521 | 5.36 | 201521 | 5.36 |
| | Date wise Increase / Decrease in Shareholding during the year preferential allotment | 93000 | 2.35 | 294521 | 7.43 |
| | At the end of the year | 294521 | 7.43 | 294521 | 7.43 |

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|----------------------------------|-----------------|----------|--------------------|
| i) Principal Amount | – | – | – | – |
| ii) Interest due but not paid | – | – | – | – |
| iii) Interest accrued but not due | – | – | – | – |
| Total (i+ii+iii) | 58,74,232 | – | – | 58,74,232 |
| Change in Indebtedness during the financial year | | | | |
| * Addition | 9092612 | – | – | 9092612 |
| * Reduction | - | – | – | - |
| Net Change | | | | |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | – | – | – | – |
| ii) Interest due but not paid | – | – | – | – |
| iii) Interest accrued but not due | – | – | – | – |
| Total (i+ii+iii) | 1,49,66,844 | – | – | 1,49,66,844 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

| SN. | Particulars of Remuneration | Name of MD/WTD/ Manager | Total Amount |
|-----|---|-------------------------------------|--------------|
| | | Ms. Tina Ratan, Whole Time Director | |
| 1 | Gross salary | 1713800 | 1713800 |
| (a) | Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 1713800 | 1713800 |
| (b) | Value of perquisites u/s 17(2) Income-tax Act, 1961 | 1000000 | 1000000 |
| (c) | Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | - | - |
| 2 | Stock Option | - | - |
| 3 | Sweat Equity | - | - |
| 4 | Commission- as % of profit- others, specify | - | - |
| 5 | Others, please specify | - | - |
| | Total (A) Ceiling as per the Act | 1713800 | 1713800 |

B. Remuneration to other directors

| SN. | Particulars of Remuneration | Name of Directors | Total Amount |
|-----|---|-------------------|--------------|
| | | | |
| 1 | Independent Directors a) Fee for attending board committee meetings b) Commission c) Others, please specify Total (1) | - NA - | |
| 2 | Other Non-Executive Directors a) Fee for attending board committee meetings b) Commission c) Others, please specify Total (2) Total (B)=(1+2) Total Managerial Remuneration Overall Ceiling as per the Act | | |

72nd Annual Report 2020

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

| SN. | Particulars of Remuneration | Key Managerial Personne (Rs. in Lakhs) | | | | Total |
|-----|--|--|---|---|-----|-------|
| | | CEO | Company Secretary | Company Secretary | CFO | |
| | | | Rasika Mandhekar (appointed w.e.f. 06th February, 2019 and resigned w.e.f 26th November, 2019) | Pinki Sharma (appointed w.e.f 10 th February, 2020) | | |
| 1 | Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961 | – | 2.42 | 0.91 | – | 3.33 |
| 2 | Stock Option | – | – | – | – | – |
| 3 | Sweat Equity | – | – | – | – | – |
| 4 | Commission - as % of profit others, specify | – | – | – | – | – |
| 5 | Others, please specify | – | – | – | – | – |
| | Total | – | 2.42 | 0.91 | – | 3.33 |

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

– NIL –

**Annexure D
FORM NO. MR-3**

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

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

To,

The Members,
Ador Multi Products Limited
Ador House, 5th Floor, 6 K DubashMarg,
Fort Mumbai MumbaiCity400001 India

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ador Multi Products Limited** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also based on the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended **31st March 2020** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by "Ador Multi Products Limited" ("the Company") for the financial year ended on **31st March 2020**, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder and the applicable provisions of the Companies Act 1956;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
[Not Applicable as the Company has not issued and listed any such securities during the financial year under review];
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
[Not Applicable as the Company has not issued and listed any debt securities during the financial year under review];
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
[Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review];
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
[Not applicable as the Company has not delisted/propose to delist its equity shares from any Stock Exchange during the financial year under review];
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998
[Not applicable as the Company has not bought back/propose to buyback any of its securities during the financial year under review].

vi. The management has identified and confirmed the following laws as specifically applicable to the Company:

- i. The Drugs and Cosmetics Act, 1940;
- ii. The Factories Act, 1948
- iii. Water (Prevention and Control of Pollution) Act, 1974
- iv. Air (Prevention and Control of Pollution) Act, 1981

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

- (i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with BSE Limited and SEBI (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.

I further report that: -

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. The changes in the composition of the Key Managerial Person (KMP) that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent generally in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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

- As informed, the Company has responded appropriately to notices received from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.

Sd/-
SnehalAmolPhirange
Company Secretary
C.P.No.:8064

Place: Pune

Date: 12thAugust, 2020

My report of even date is to be read together with the letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records, based on my audit.
2. I have followed the audit practices and processes, as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed, provide a reasonable basis for my opinion.
3. Wherever required, I have obtained Management representation(s) about the compliance of Laws, Rules, regulations and happening of events etc.
4. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, and Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.
5. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

Annexure E

Particulars of Employees and Related Disclosures

Information pursuant to Section 197(12) of Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

a) The ratio of the remuneration of each Director and Key Managerial Personnel (KMP) to the median remuneration of the employees of the Company for the financial year ended 31st March, 2020:

| Name | Designation | Ratio of the remuneration to the median remuneration | % increase in remuneration in the financial year |
|--|------------------------------------|---|---|
| Mr. Deep A Lalvani | Director | Nil | Nil |
| Ms. Tanya Halina Advani | Non-Executive Director | Nil | Nil |
| Mr. Navroze S. Marshall | Non-Executive Independent Director | Nil | Nil |
| Mr. Gaurav Lalwani | Non-Executive Independent Director | Nil | Nil |
| Mr. Sandeep Ahuja | Non-Executive Independent Director | Nil | Nil |
| Ms. Pinki Sharma (Appointed w.e.f. 10th February, 2020) | Company Secretary | 0.68 | NA |

- a) The median remuneration of the employees of the Company during the financial year ended 31 March, 2020 was Rs. 1.42 Lakh.
- b) The percentage increase in the median remuneration of employees in the financial year was 2.19%.
- c) The number of permanent employees on the roll of the Company: 18 as on 31st March, 2020.
- d) Average percentile increase already made in the salaries of the employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: NA

We confirm that the remuneration is as per the remuneration policy recommended by the Nomination and Remuneration Committee of the Company and adopted by the Company.

**For and behalf of the Board of Directors of
Ador Multi Products Limited**

**Sd/-
Deep A Lalvani
Director
DIN: 01771000**

**Sd/-
Tanya Halina Advani
Director
DIN: 08586636**

Place: Mumbai
Date: 13th August, 2020

Information as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

| 1. Names of the Top 10 Employees of the Company in terms of remuneration drawn | | | | | | | | | | |
|--|-----------------------|-------------------------|--------------------------------|---|--|--|----------|---|---|--|
| SR. No. | Name of Employee | Designation of employee | Remuneration received (In Rs.) | Nature of employment whether contractual or otherwise | Qualifications and experience of the employee | Date of Commencement of employment of equity | Age | Last employment held before joining the Company | the percentage shares held by the employee in the company within the meantime of clause (iii) of sub rule 2 of Rule 5 | whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager. |
| 1 | Mr. C. K. Venugopal | C.O.O | 1148400 | Permanent | Diploma in Technology and 20 years of experience | 01-04-2012 | 64 years | Maini Abrasivos Private Limited | 0.76 | Not related |
| 2 | Mr. G. Murugan | Manager – Pondicherry | 817596 | Permanent | BSc and 10 years of experience | 20-06-2008 | 51 years | Cavincarekara limited | Nil | Not Related |
| 3 | Mr. Mahesh B. Maliwad | Manager Accounts | 471084 | Permanent | B Com and 5 years of experience | 01-10-2008 | 37 years | None | Negligible | Not Related |
| 4 | Mr. N. Jaganathan | QA/QC | 298272 | Permanent | Diploma in Mechanical and 4 years of experience | 18-10-2012 | 33 years | None | None | Not Related |
| 5 | Mr. K. Selvarajan | Maintenance | 261288 | Permanent | ITI and 7 years of experience | 02-04-2008 | 52 years | None | None | Not Related |
| 6 | Mr. V. Ranjan | Accounts | 199560 | Permanent | B.Com and 5 years of experience | 03-09-2012 | 30 years | None | None | Not Related |

Information as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. Names of the Top 10 Employees of the Company in terms of remuneration drawn

| SR. No. | Name of Employee | Designation of employee | Remuneration received (In Rs.) | Nature of employment whether contractual or otherwise | Qualifications and experience of the employee | Date of Commencement of employment of equity | Age | Last employment held before joining the Company | the percentage shares held by the employee in the company within the meantime of clause (iii) of sub rule 2 of Rule 5 | whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager: |
|---------|-------------------|----------------------------|--------------------------------|---|---|--|----------|---|---|--|
| 7 | Mr. S Balamurugan | Production cum Maintenance | 171744 | Permanent | Diploma | 15-04-2011 | 32 years | None | None | Not Related |
| 8 | Ms. Indumathi N | Jr. Officer Accounts Store | 142920 | Permanent | B.Com | 01-02-2016 | 29 years | None | None | Not Related |
| 9 | Mr. K Manikandan | Production cum Maintenance | 129192 | Permanent | Diploma | 01-11-2018 | 28 years | None | None | Not Related |
| 10. | Ms. G. Kayalvizhi | Manufacturing Chemist | 108000 | Permanent | M.Sc Chemistry | 01-04-2019 | 28 years | None | None | Not Related |

2. Names of the Employees who were employed throughout the FY 2019-20 and were paid remuneration not less than Rs. 1 Crore 2 Lakhs per annum: Nil

3. Names of Employees who were employed in part during FY 2019-20 and were paid remuneration not less than Rs. 8 lakhs 50 thousand per month: Nil

4. Names of the Employees employed throughout the FY 2019-20 or part thereof, and were paid remuneration in excess of managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company : Nil

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

As required by Regulation 34(3) read with Para D of Schedule V to the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, I hereby declare that the Company has adopted a Code of Conduct and Ethics for all Board Members and Senior Management of the Company. The Code is available on the Company's website.

I further declare that the Company has in respect of the financial year ended 31 March, 2020, received from all the Board Members and Senior Management Personnel of the Company, an affirmation of compliance with the Code, as applicable to them.

For **Ador Multi Products Limited**

Place: Mumbai
Date: 13th August, 2020

Sd/-
Deep A Lalvani
Director

INDEPENDENT AUDITOR’S REPORT

To the Members of Ador Multi products Limited

Report on the Audit of the Standalone Ind AS Financial statements

Opinion

We have audited the accompanying standalone financial statements of AdorMultiproductsLimited (“the Company”), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the standalone financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the **Companies Act, 2013** (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the **Companies (Indian Accounting Standards) Rules, 2015**, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

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

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Key Audit Matters | Auditor’s Response |
|--|---|
| <p>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind-AS 115 ‘Revenue from Contracts with Customers’ (new revenue accounting standard)</p> | <p>Principal Audit Procedures</p> <p>We assessed the Company’s process to identify the impact of adoption of the new revenue accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ul style="list-style-type: none"> • Evaluated the design of internal controls relating to implementation of the new revenue accounting standard. • Selected a sample of continuing and new contracts, and tested the operating effectiveness of the internal control, |

| Key Audit Matters | Auditor's Response |
|-------------------|--|
| | <p>relating to identification of the distinct performance obligations and determination of transaction price. We carried out a combination of procedures involving enquiry and observation, re-performance and inspection of evidence in respect of operation of these controls.</p> <ul style="list-style-type: none"> • Tested the relevant information technology systems' access and change management controls relating to contracts and related information used in recording and disclosing revenue in accordance with the new revenue accounting standard. • Selected a sample of continuing as well as new contracts and performed the following procedures: <ul style="list-style-type: none"> ○ Read, analysed and identified the distinct performance obligations in these contracts. ○ Compared these performance obligations with that identified and recorded by the Company. ○ Considered the terms of the contracts to determine the transaction price including any variable consideration to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration. ○ Samples in respect of revenue recorded for time and material contracts were tested using a combination of approved time sheets including customer acceptances, subsequent invoicing and historical trend of collections and disputes. ○ In respect of samples relating to fixed price contracts, progress towards satisfaction of performance obligation used to compute recorded revenue was verified with actual and estimated efforts from the time recording and budgeting systems. We also tested the access and change management controls relating to these systems. ○ Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings. <p>We reviewed the collation of information and the logic of report generated from the budgeting system used to prepare the disclosure relating to the periods over which the remaining performance obligations will be satisfied subsequent to the Balance Sheet date.</p> |

| Key Audit Matters | Auditor's Response |
|--|--|
| <p>Non Current Investment Impairment of Non-Current Investment in subsidiary</p> | <p><u>Principal Audit Procedures</u> The company has made equity and debt investment in a company named "1908 E- Ventures Pvt Ltd" (herein after referred to as Subsidiary Company). The Associate Company has been incurring losses since inception and has incurred losses during the current financial year. However, the impairment in the value of the investment has not been determined and given effect to in the Standalone Financial Statements. Refer Note 2.2 to the Standalone Financial Statements. Our audit approach included review of audited financial statements of "1908 E- Ventures Pvt Ltd"</p> |

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

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

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

Management's Responsibility for the Standalone Financial Statements

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

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going

concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

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

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

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

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

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

Other Matter**Provision for Gratuity**

As per the provisions of Payment of Gratuity Act, 1972, every employer liable for payment of gratuity, should get his liability covered by an insurance. Otherwise, the employer can maintain an approved fund (herein referred as "Plan Asset") for the purpose of payment of gratuity. However it is observed that, the company has made provisions in the financial statement for payment of gratuity, based on actuarial valuation report, but has not got it covered by an insurance or has maintained an approved fund

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financials.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us.
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the order.

For Praveen & Madan
Chartered Accountants
(Formerly, Srinivas & Subbalakshmi)

Bengaluru
June 29, 2020

Praveen Kumar Nagarajan
Partner (Membership No: 225884)
Firm Registration no.:011350S
UDIN: 20225884AAAACI8410

“ANNEXURE A”**TO INDEPENDENT AUDITOR’S REPORT**

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Ador Multiproducts Limited of even date)

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

We have audited the internal financial controls over financial reporting of ADOR MULTIPRODUCTS LIMITED (“the Company”) as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

72nd Annual Report 2020

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

For Praveen & Madan
Chartered Accountants
(Formerly, Srinivas & Subbalakshmi)

Bengaluru
June 29, 2020

Praveen Kumar Nagarajan
Partner (Membership No: 225884)
Firm Registration no.:011350S
UDIN: 20225884AAAACI8410

“ANNEXURE B”

TO THE INDEPENDENT AUDITOR'S REPORT

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

- i. In respect of the Company's fixed assets:
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c. According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the standalone financial statements, the lease agreements are in the name of the Company.
- ii. As explained to us, the stocks of inventory have been physically verified by the management at regular intervals during the year. In our opinion, the frequency of such verification is reasonable having regard to the size of the Company and the nature of its business.

The Company is maintaining proper records of inventory, as explained to us, there were no materials discrepancies noticed on physical verification of the inventory having regard to the size of the operations of the Company.
- iii. The Company is in the business of providing software services and does not have any physical inventories. Accordingly, reporting under clause 3 (ii) of the Order is not applicable to the Company.
- iv. According to the information and explanations given to us, the Company has granted unsecured loans to two bodies corporate, covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:
 - a. The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
 - b. The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per stipulations.
 - c. There is no overdue amount remaining outstanding as at the year-end.
 - v. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- vi. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- vii. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Thus reporting under clause 3(vi) of the order is not applicable to the Company.
- viii. According to the information and explanations given to us, in respect of statutory dues:
 - a. The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - b. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable. However sales tax and interest, amounting to Rs.22,93,335/- is required to be paid, in the event of C forms not being collected from the customers and submitted to the appropriate authority. The provision for the above has been made in the standalone financial statement in the year 2018-19.

72nd Annual Report 2020

- ix. The Company has taken working capital loan from banks. The Company has not defaulted in the repayment of working capital facility from banks. The company has not taken any other loans or borrowings from financial institutions, government or has not issued debentures.
- x. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- xi. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xii. In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xiii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiv. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xv. During the year, the Company has made preferential allotment / private placement of equity and preference share. In our opinion, the Company has complied with the requirement of Section 42 of the Act and the Rules framed thereunder. Further, in our opinion, the amounts so raised have been used for the purposes for which the funds were raised. During the year, the Company did not make preferential allotment/ private placement of fully/ partly convertible debentures.
- xvi. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvii. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Praveen & Madan
Chartered Accountants
(Formerly, Srinivas & Subbalakshmi)

Bengaluru
June 29, 2020

Praveen Kumar Nagarajan
Partner (Membership No: 225884)
Firm Registration no.:011350S
UDIN: 20225884AAAACI8410

Ador Multiproducts Limited

STANDALONE BALANCE SHEET AS AT MARCH 31, 2020

(in Indian Rs.)

| Particulars | Note No. | 2019-20 Total | 2018-19 Total |
|---|----------|---|--------------------------|
| ASSETS | | | |
| Non-current assets | | | |
| (a) Property, Plant and Equipment | 2.1 | 2,48,28,056 | 2,19,63,226 |
| (b) Capital work-in-progress | | | |
| (c) Other Intangible assets | | | |
| (d) Financial Assets | | | |
| (i) Investments | 2.2 | 4,10,53,497 | 4,43,96,450 |
| (ii) Bank Deposits | | | |
| (e) Other non-current assets | | | |
| Current assets | | | |
| (a) Inventories | 2.3 | 3,20,22,585 | 1,19,56,870 |
| (b) Financial Assets | | | |
| (i) short term Investments | | | |
| (ii) Trade receivables | 2.4 | 2,73,33,033 | 1,30,86,445 |
| (iii) Cash and cash equivalents | 2.5 | 69,77,475 | 30,67,769 |
| (iv) Bank balances other than (iii) above | 2.6 | 17,20,954 | 30,07,254 |
| (v) Loans & Advances | 2.7 | 33,93,198 | 6,17,658 |
| (c) Other current assets | 2.8 | 60,46,011 | 19,33,640 |
| (d) Current Tax Assets (Net) | 2.9 | 21,16,125 | 17,51,853 |
| Total Assets | | 14,54,90,934 | 10,17,81,165 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| (a) Equity Share capital | 2.11 | 3,96,36,330 | 3,75,81,780 |
| (b) Other Equity | 2.12 | 3,78,93,150 | 3,17,49,072 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | | | |
| (b) Long Term Provisions | 2.13 | 19,23,984 | 21,04,881 |
| (c) Deferred tax liabilities (Net) | 2.14 | 10,03,607 | 44,57,666 |
| (d) Other non-current liabilities | | | |
| Current liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | | | |
| (ii) Trade payables | 2.15 | 2,60,36,842 | 1,38,36,758 |
| (iii) Bank OD | 2.16 | 1,49,66,844 | 58,74,232 |
| (iii) Others | | | |
| (b) Provisions 2.17 | | 26,56,426 | 30,05,082 |
| (c) Other Current Liabilities | 2.18 | 2,13,73,751 | 31,71,694 |
| Branch Accounts (L) | | | |
| Total Equity and Liabilities | | 14,54,90,934 | 10,17,81,165 |
| See accompanying notes to the financial statements | | | |
| Significant accounting policies | | | |
| | 1 | | |
| Notes on financial statements | | | |
| | 2&3 | | |
| As per our report of even date | | For and on behalf of the Board of Directors | |
| PRAVEEN & MADAN | | DEEP A. LALVANI | TANYA H ADVANI |
| Chartered Accountants | | Chairman | Director |
| (formerly SRINIVAS & SUBBALAKSHMI) | | DIN No.0177100 | DIN: 08586636 |
| Firm Reg.No. 011350S | | | |
| PRAVEEN KUMAR NAGARAJAN | | PINKI SHARMA | |
| Partner | | Company Secretary | |
| [Membership No.225884] | | [Membership No. 45279] | |
| Mumbai : 29th June, 2020 | | | Mumbai : 29th June, 2020 |

72nd Annual Report 2020

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

(in Indian Rs.)

| PARTICULARS | NOTE | Year ended 31.03.2020 | Year ended 31.03.2019 |
|--|------|--------------------------|--------------------------|
| 1 Income | | | |
| I. Revenue From Operations | 3.1 | 8,25,56,192 | 7,27,85,812 |
| II. Other Income | 3.2 | 31,48,890 | 18,18,026 |
| III. Total Income (I + II) | | 8,57,05,082 | 7,46,03,838 |
| 2 Expenses: | | | |
| a Cost of materials consumed | 3.12 | 5,87,90,748 | 5,25,23,512 |
| b Purchase of Stock in trade | | — | — |
| c Changes in inventories of finished goods, Stock-in-Trade and work-in-progress | 3.13 | (16,29,384) | 4,99,658 |
| d Excise Duty included in Sales above | | — | — |
| e Employee benefits expense | 3.14 | 1,08,27,830 | 1,04,56,256 |
| g Contract Manpower Cost | 3.15 | 48,63,873 | 75,45,584 |
| h Finance cost | 3.16 | 11,99,133 | 6,84,149 |
| i Depreciation and amortization expense | 2.10 | 20,08,807 | 20,25,121 |
| j Other expenses | 3.17 | 1,39,13,407 | 1,45,93,455 |
| IV Total Expenses | | 8,99,74,414 | 8,83,27,735 |
| V Operating Profit | | (42,69,332) | (1,37,23,897) |
| VI Tax Expense: | | | |
| (i) Current Tax | | — | — |
| (ii) Deferred Tax | 2.14 | 34,86,663 | (1,01,269) |
| | | 34,86,663 | (1,01,269) |
| VII Net Profit After Tax (V-VI) | | (7,82,669) | (1,36,22,628) |
| VIII Other Comprehensive Income | | | |
| A. Items that will be reclassified to profit or loss in subsequent periods | | | |
| Net (loss)/gain on Fair Market Valuation of Financial Assets | 3.18 | 1,25,400 | 2,51,184 |
| Items that will not be reclassified to profit or loss in subsequent periods | | | |
| Actuarial Gains/(Losses) on Retirement Benefits | | — | — |
| Less: Income tax effect on above (DTL) | | (32,604) | (65,308) |
| B. Profit/ (Loss) of Associate for the year to the extent of the entity share in holding | | | |
| IX Total Comprehensive Income for the period (VII+VIII)(Comprising Profit (Loss) and Other Comprehensive Income for the period) | | (6,89,873) | (13,436,752) |
| X Earnings per equity share: | | | |
| Weighted Average no. of outstanding shares during the year | | 37,87,930 | 32,13,482 |
| Basic & Diluted (in Rs.) | | 0.18 | (4.18) |
| Face Value per Share (in Rs.) | | 010 | 010 |
| Significant accounting policies | 1 | | |
| Notes on financial statements | 2&3 | | |

As per our report of even date

PRAVEEN & MADAN
Chartered Accountants
(formerly SRINIVAS & SUBBALAKSHMI)
Firm Reg.No. 011350S

PRAVEEN KUMAR NAGARAJAN
Partner

[Membership No.225884]
Mumbai : 29th June, 2020

For and on behalf of the Board of Directors

DEEP A. LALVANI
Chairman
DIN No.0177100

PINKI SHARMA
Company Secretary
[Membership No. 45279]

TANYA H ADVANI
Director
DIN: 08586636

Mumbai : 29th June, 2020

Standalone Cash Flow Statement for the year ended 31st March, 2020

(in Indian Rs.)

| Particulars | For the Year Ended 31-03-2020 | For the Year Ended 31-03-2019 |
|---|----------------------------------|----------------------------------|
| A. Cash Flow From Operating Activities | | |
| Net Profit before tax as per Statement of Profit and Loss | (41,43,932) | (1,34,72,713) |
| Add/(Less): | | |
| Depreciation, amortisation and impairment | 20,08,807 | 20,25,121 |
| Taxes paid | | |
| Non Operating Income including Interest Income | (19,49,757) | (11,33,877) |
| Revaluation of non Current Financial assets at fair value | (1,25,400) | (2,51,184) |
| Other Non Cash Items | | |
| Operating profit before working capital changes & Before Taxes | (42,10,282) | (1,28,32,653) |
| Adjustment for movements in: | | |
| Trade receivables | (1,42,46,588) | 26,38,408 |
| Inventories | (2,00,65,715) | (30,91,627) |
| Current Investments | - | - |
| Loans Given | (27,75,540) | 77,280 |
| Other Current Assets | (41,12,371) | 3,44,121 |
| Current Tax Assets | (3,64,272) | 19,438 |
| Trade payables | 1,22,00,084 | 51,52,805 |
| Other Financial Liabilities | 90,92,612 | 8,76,350 |
| Other Current Liabilities | 1,82,02,057 | (13,13,286) |
| Current Provisions | (3,48,656) | 24,78,359 |
| Operating profit after working capital changes | (66,28,671) | (56,50,805) |
| Direct taxes | (35,19,267) | 35,961 |
| Net Cash From Operating Activities | (10,147,938) | (56,14,844) |
| B. Cash Flow From Investing Activities | | |
| Purchase of property, plant and equipment | (1,11,12,743) | (1,11,12,743) |
| Purchase and sale of investments (net) | 34,68,353 | (1,96,00,000) |
| Interest and dividend income & Other Non Operating Income | 31,48,890 | 18,18,026 |
| Net Cash From Investing Activities | (44,95,500) | (2,88,94,717) |
| C. Cash Flow From Financing Activities | | |
| Share Capital Received Along with Premium | 20,54,550 | 3,42,02,000 |
| Increase/(decrease) in long term liabilities | (36,34,956) | 9,37,299 |
| Finance Cost | (11,99,133) | (6,84,149) |
| Dividend paid including tax | - | - |
| Net Cash from Financing Activities | (27,79,539) | 3,44,55,150 |
| Net (Decrease) in Cash and Cash Equivalents (A+B+C) | (1,74,22,977) | (54,411) |
| Opening Balance of Cash and Cash Equivalents | 60,75,023 | 61,29,433 |

72nd Annual Report 2020

Standalone Cash Flow Statement for the year ended 31st March, 2020 (Cont.)

| Particulars | For the Year Ended 31-03-2020 | For the Year Ended 31-03-2019 |
|---|----------------------------------|----------------------------------|
| Closing balance of Cash and Cash Equivalents (Refer note no. 10) | | |
| Components of Cash and Cash Equivalents: | | |
| Balances with banks in Current accounts | 69,31,650 | 29,95,800 |
| Unclaimed Dividend Account | | |
| Margin monies with Bank for Guarantees issued | | |
| Fixed deposits with banks | 17,20,954 | 30,07,254 |
| Cash on hand | 45,825 | 71,969 |
| | 86,98,429 | 60,75,023 |

Notes:

(i) Figures in brackets represent cash outflow.

(ii) The above Standalone Cash Flow Statement has been prepared under indirect method as set out in Ind AS-7- Cash Flow Statement notified under the Section 133 of the Companies Act, 2013.

As per our report of even date

PRAVEEN & MADAN

Chartered Accountants

(formerly SRINIVAS & SUBBALAKSHMI)

Firm Reg.No. 011350S

PRAVEEN KUMAR NAGARAJAN

Partner

[Membership No.225884]

Mumbai : 29th June, 2020

For and on behalf of the Board of Directors

DEEP A. LALVANI

Chairman

DIN No.0177100

PINKI SHARMA

Company Secretary

[Membership No. 45279]

TANYA H ADVANI

Director

DIN: 08586636

Mumbai : 29th June, 2020

Ador Multiproducts Limited

Standalone Statement of Changes in Equity for the year ended 31 March 2020

(in Indian Rs.)

| Equity share capital | Note | Number of shares | Amount |
|----------------------------|------|------------------|-------------|
| As at 01 April 2019 | 2.11 | 37,58,178 | 3,75,81,780 |
| Changes during the year | | 2,05,455 | 20,54,550 |
| As at 31 March 2020 | | 39,63,633 | 3,96,36,330 |

Other equity

| Particulars | Reserves and surplus | | | | | Total |
|--|----------------------|-----------------|------------------|-----------------|----------------------|--------------------|
| | Securities premium | Capital Reserve | General reserve | OCI | Retained earnings | |
| Opening balance as at 01 April 2019 | 4,02,22,662 | 81,750 | 21,48,849 | 1,85,876 | (1,08,90,065) | 3,17,49,072 |
| Transactions during the year | | | | | | |
| Net profit / (loss) for the year | - | | - | | (7,82,669) | (7,82,669) |
| Security Premium received on shares issue | 67,80,015 | | | | | 67,80,015 |
| Other comprehensive income for the year | - | | - | 92,796 | - | 92,796 |
| Proposed dividend and related tax | - | | | - | - | - |
| Transfer to General reserve | - | | 53,936 | | - | 53,936 |
| Closing balance as at 31 March 2020 | 4,70,02,677 | 81,750 | 22,02,785 | 2,78,672 | (1,16,72,734) | 3,78,93,150 |

Statement of Changes in Equity for the year ended 31 March 2019

| Equity share capital | Note | Number of shares | Amount |
|----------------------------|------|------------------|-------------|
| As at 01 April 2018 | 2.11 | 28,64,178 | 2,86,41,780 |
| Changes during the year | | 8,94,000 | 89,40,000 |
| As at 31 March 2019 | | 37,58,178 | 3,75,81,780 |

72nd Annual Report 2020

Standalone Statement of Changes in Equity for the year ended 31 March 2020

Other equity

| Particulars | Reserves and surplus | | | | | Total |
|--|----------------------|-----------------|------------------|-----------------|----------------------|----------------------|
| | Securities premium | Capital Reserve | General reserve | OCI | Retained earnings | |
| Opening balance as at 01 April 2018 | 1,49,60,662 | 81,750 | 21,48,849 | - | 27,32,562 | 1,99,23,823 |
| Transactions during the year | | | | | | |
| Net profit / (loss) for the year | - | - | - | - | (1,36,22,627) | (1,36,22,627) |
| Security Premium received on shares issue | 2,52,62,000 | - | - | - | - | 2,52,62,000 |
| Other comprehensive income for the year | - | - | - | 1,85,876 | - | 1,85,876 |
| Proposed dividend and related tax | - | - | - | - | - | - |
| Transfer to General reserve | - | - | - | - | - | - |
| Closing balance as at 31 March 2019 | 4,02,22,662 | 81,750 | 21,48,849 | 1,85,876 | (1,08,90,065) | 3,17,49,072 |

Note 1**Significant accounting policies and other explanatory information for the year ended March 31, 2020****Company information**

Ador Multi Products Limited ('the Company') was incorporated in India on July 23, 1948 under the provisions of the Companies Act applicable in India and is a Toiletries preparation & Cosmetics organisation that operates on the Manufacturing of cosmetics with its clients in recommending. The Company is dedicated to the supply of products, services of Lotions, Hand sanitizers, shampoo needs of its end-users under the broad of 'Life enhancement'. The Company is a public limited company [CIN: L85110MH1948PLC310253] domiciled in India and is listed on the Bombay Stock Exchange (BSE). The registered at Ador House, 5th Floor, 6 K Dubash Marg, Fort, Mumbai, Mumbai City, Maharashtra, India, 400001. The separate financial statements were authorised for issue in accordance with the resolution of the directors on 01/04/2019.

Basis of Preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ('The Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The financial statements up to and for the year ended March 31, 2020 were prepared in accordance with accounting standards notified under Companies (Accounting Standards) Rules, 2006, as amended and the relevant provisions of the Act (Indian GAAP/Previous GAAP). These are the first Ind AS financial statements of the Company prepared in accordance with Ind AS. Ind AS 101, First-time Adoption of Indian Accounting Standards has been applied. Refer note 39 for an explanation of how the transition from Indian GAAP to Ind AS has effected the Company's financial position, financial performance and cash flows. These financial statements have been prepared on a historical cost and accrual basis, except for the following :

- a) certain financial assets and liabilities and defined benefit plan assets and liabilities, that are measured at fair value.
- b) Employee defined benefit plans , recognized at the net total of the fair value of plan asset in the present value of the defined benefit obligation. Financial Statements are presented in Rs. which is the functional currency of the company and all values are rounded to the nearest lakhs except when otherwise indicated.

1. Significant accounting policies**a. Investment in subsidiaries and joint ventures**

Subsidiaries are entities that are controlled by the Company. The Company controls an entity when the Company is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the investee. Investments in subsidiaries are accounted at cost less impairment, if any.

A Joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Investments in joint ventures are accounted at cost less impairment, if any.

Investments in subsidiary and joint venture are accounted at cost less impairment ,if any, in accordance with Ind AS 27 - Separate financial statements. Refer to note 2.2 for the list of investments.

b. Property plant and equipment

Freehold Land is carried at historical cost. All other items of property, plant and equipment are states at historical cost less depreciation. Historical cost are stated at cost of acquisition inclusive of all attributable cost of bringing the assets to their working condition, accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditure related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance. Items of property, plant and equipment that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value and are shown separately in the financial statements. Any expected loss is recognised immediately in the Statement of Profit and Loss. Losses arising from the retirement of, and gains or losses arising from disposal of tangible assets which are carried at cost are recognised in the Statement of Profit and Loss. Schedule II to the Companies Act, 2013 prescribes useful lives for property, plant and equipments and allows Companies to use higher/lower useful lives and residual values if such useful lives and residual values can be technically supported and justification for difference is disclosed in the financial statements. Considering the applicability of Schedule II, the management has re-estimated useful life and residual values of all its fixed assets. The management believes that the depreciation rates currently used fairly reflect its estimate of the useful lives and residual values of property, plant and equipment. The Company provides depreciation on all assets (except leasehold land) on straight line basis and the Leasehold land is being amortised on straight line basis over the period of lease. Assets not yet ready for use are recognised as capital work in progress. On

transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

c. Intangible Assets(Including Capital Work in Progress)

Intangible assets relating to product development are recorded at actual cost incurred on the development of products and are capitalised once the products receive approval from relevant authorities and the same are carried at cost less accumulated amortisation. Intangible assets are amortised on a straight line basis over their estimated useful life of approximately four years, so as to effectively depreciate the assets over the specified useful life. Intangible assets are derecognised on disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss. On transition to Ind AS, the company has elected to derecognise the carrying value of all of its existing intangible assets as at 1st April 2019 measured as per the previous GAAP.

d. Derecognition of Intangible assets

A summary of derecognised Company's Intangible assets is as follows :

| | | |
|-------------------------------------|---|--------------|
| Software Website | - | Rs. 7,73,229 |
| Tally Software and Billing Software | - | Rs.65,737 |
| Trade mark and logo | - | Rs.29,075 |
| Product Development | - | Rs.24,00,088 |

e. Impairment of non-financial assets

The carrying amount of the non-financial assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal /external factors. An impairment loss, if any, is recognised in the statement of profit and loss whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. The recoverable amount of the assets (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. After impairment, depreciation / amortisation is provided on the revised carrying amount of the asset over its remaining useful life. A previously recognised impairment loss, if any, is increased or reversed depending on changes in circumstances. However, the carrying value after reversal, if any, is not increased beyond the carrying value that would have prevailed by charging usual depreciation / amortisation if there were no impairment.

f. Investments and financial assets

Classification The company classifies its financial assets in the following measurement categories: • those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and • those measured at amortised cost. The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The company reclassifies debt investments when and only when its business model for managing those assets changes.

Measurement At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Measurement of debt instruments Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the company classifies its debt instruments: • **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method. • **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI).

Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method. • **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/ (losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Impairment of financial assets The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables only, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

De-recognition of financial assets A financial asset is derecognised only when • The company has transferred the rights to receive cash flows from the financial asset or • retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

g. Borrowings and other financial liabilities

Borrowings and other financial liabilities if any are initially recognised at fair value (net of transaction costs incurred). Difference between the fair value and the transaction proceeds on initial stage, if any, is recognised as an asset / liability based on the underlying reason for the difference. All financial liabilities, if any, are measured at amortised cost using the effective interest rate method

h. Inventories

- (a) Traded goods, raw materials and packing materials: At cost or net realisable value, whichever is lower. (b) Process stock: At cost or estimated realisable value, whichever is lower. (c) Finished goods: At cost or net realisable value, whichever is lower and are inclusive of cenvat thereon.

i. Revenue Recognition

Revenue from sale of goods is recognised on transfer of all significant risks and rewards of ownership to the buyer. The amounts recognised as sale is exclusive of goods and service tax. Income from conversion job is recognised on its completion and on its acceptance by the customers.

j. Other Income

Interest income for all debt instruments, is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Dividend are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount of the dividend can be measured reliably. Management and marketing fees are recognised as and when the services are rendered.

k. Retirement and Other Employee Benefits

Gratuity: The Company has computed its liability towards future payments of gratuity to employees, on actuarial valuation basis which is determined based on project unit credit method and the charge for current year is debited to the Statement of Profit and Loss. Actuarial gains and losses, if any, arising on the measurement of defined benefit obligation is charged/ credited to other comprehensive income. **Leave encashment:** Liabilities are determined at the end of the year as per the management estimates and policy framed by the company and the charge for the current year is debited to the Statement of Profit and Loss. **Presentation and disclosure:** For the purpose of presentation, the allocation between the short term and the long term provisions has been made as determined by an actuary. **Superannuation:** The Company contributes towards superannuation fund, for future payment of retirement benefits to employees. The contributions accruing during each year are charged to the Statement of Profit and Loss. **Provident fund:** Employer's contribution to provident fund is charged to the Statement of Profit and Loss.

l. Segment Reporting

Operating segments, if any, are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Board of directors has been identified as being the chief operating decision maker. The board of directors of Ador Multi Products Limited assesses the financial performance and position of the group,

and makes strategic decisions Refer note 3.33 for narrative on applicability of segment reporting.

m. Taxation

Current tax : The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. **Deferred Tax** : Deferred income tax is provided in full, using the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

n. Leases

The determination of whether an arrangement is a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Company as a lessee

Lease in which a significant portion of the risks and rewards of ownership of an asset are classified as operating leases. Lease Payments is recognised in the statement of profit and loss on a straight - line basis over the lease term.

Company as a lessor

Lease in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Lease Income is recognised in the statement of profit and loss on a straight - line basis over the lease term. Costs, including depreciation, are recognised as an expense in the statement of profit and loss.

o. Foreign Currency Transactions

Foreign currency transactions are recorded at the exchange rates prevailing on the date of such transactions. Monetary assets and liabilities as at the Balance Sheet date are translated at the rates of exchange prevailing at the date of the Balance Sheet. Gains and losses arising on account of differences in foreign exchange rates on settlement/ translation of monetary assets and liabilities are recognised in the Statement of Profit and Loss. Non-monetary foreign currency items are carried at cost.

p. Provisions and Contingent Liabilities

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

q. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss (excluding other comprehensive income)

for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a right issue, shares split and reserve share splits (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss (excluding other comprehensive income) for the year attributable to equity share holders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

r. Post-sale-client support and warranties

The Company provides its clients with a fixed-period warranty for corrections of errors and support on all its fixed-price, fixed-time frame contracts. Costs associated with such support services are accrued at the time when related revenues are recorded and included in the Statement of Profit and Loss.

s. Cash flow statement

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet. Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows.

t. Critical estimates and judgements

The preparation of Financial Statements in conformity with Ind AS which requires management to make estimates, assumptions and exercise judgement in applying the accounting policies that affect the reported amount of assets, liabilities and disclosure of contingent liabilities at the date of financial statements and the reported amounts of income and expenses during the year. The Management believes that these estimates are prudent and reasonable and are based upon the Management's best knowledge of current events and actions. Actual results could differ from these estimates and differences between actual results and estimates are recognised in the periods in which the results are known or materialised. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Defined benefit obligation

The cost of post-employment benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, expected rate of return on assets, future salary increases and mortality rates. Due to the long term nature of these plans such estimates are subject to significant uncertainty.

2.1 Property, Plant and Equipment

(in Indian Rs.)

| Description | Gross Block | | Depreciation | | Net Block as at 31 March 2020 |
|--------------------------|---------------------|-------------------------|---------------------|-----------------------------------|-------------------------------|
| | As at 01 April 2019 | Additions 31 March 2020 | As at 01 April 2019 | For the year ending 31 March 2020 | |
| Freehold land | 14,935 | - | - | - | 14,935 |
| Factory building | 17,326,142 | 15,32,677 | 47,87,752 | 5,49,756 | 1,35,21,311 |
| Bore Well | 2,81,650 | - | 90,872 | 36,142 | 1,54,636 |
| Lab Equipment | 6,33,344 | 44,100 | 5,92,651 | 8,682 | 76,111 |
| Plant & Machinery | 2,12,21,577 | 44,16,546 | 1,65,15,075 | 8,61,064 | 66,19,485 |
| Electrical Installations | 25,98,761 | 78,100 | 9,72,691 | 1,66,076 | 15,38,094 |
| Electrical Equipments | 4,91,175 | - | 4,63,703 | 6,340 | 21,132 |
| Air Conditioner | 10,81,013 | - | 1,03,278 | 92,892 | 8,84,843 |
| Computers | 9,61,475 | - | 8,63,246 | 31,818 | 66,411 |
| Office equipments | 8,45,386 | - | 8,39,842 | - | 5,544 |
| Furniture & Fixtures | 38,20,042 | 4,44,323 | 21,46,201 | 2,43,626 | 17,67,572 |
| Vehicles | 3,78,093 | - | 3,15,055 | 12,411 | 49,645 |
| Factory building WIP | - | 1,08,337 | - | - | 1,08,337 |
| Total | 4,96,53,593 | 66,24,083 | 2,76,90,366 | 20,08,807 | 2,48,28,056 |

Intangible assets

| Description | Gross Block | | Amortisation | | Net Block as at 31 March 2020 |
|---------------------|---------------------|-------------------------|---------------------|-----------------------------------|-------------------------------|
| | As at 01 April 2019 | Additions 31 March 2020 | As at 01 April 2019 | For the year ending 31 March 2020 | |
| Software & Logo | 8,68,041 | - | 8,68,041 | - | - |
| Product development | 24,00,088 | - | 24,00,088 | - | - |
| Total | 32,68,129 | - | 32,68,129 | - | - |

2.1 Property, Plant and Equipment

Property, Plant and Equipment

| Description | Gross Block | | Depreciation | | Net Block as at 31 March 2019 |
|--------------------------|---------------------|-------------------------|---------------------|---------------------------------------|-------------------------------|
| | As at 01 April 2018 | Additions 31 March 2019 | As at 01 April 2019 | For the year Deductions 31 March 2019 | |
| Freehold land | 14,935 | - | - | - | 14,935 |
| Factory building | 1,08,18,612 | 65,07,529 | 40,81,602 | 7,06,150 | 1,25,38,389 |
| Bore Well | 2,81,650 | - | 45,436 | 45,436 | 1,90,778 |
| Lab Equipment | 6,12,095 | 21,249 | 5,84,370 | 8,281 | 40,693 |
| Plant & Machinery | 1,98,29,760 | 15,14,367 | 1,59,89,490 | 5,25,585 | 47,06,502 |
| Electrical Installations | 10,89,615 | 15,09,146 | 7,81,274 | 1,91,417 | 16,26,070 |
| Electrical Equipments | 4,91,175 | - | 4,62,840 | 863 | 27,472 |
| Air Conditioner | - | 10,81,013 | - | 1,03,278 | 9,77,735 |
| Computers | 8,46,671 | 1,14,804 | 8,40,847 | 22,399 | 8,63,246 |
| Office equipments | 8,45,386 | - | 8,30,484 | 9,358 | 5,544 |
| Furniture & Fixtures | 34,10,427 | 4,09,615 | 17,63,717 | 3,82,484 | 16,73,841 |
| Vehicles | 3,00,523 | 77,570 | 2,99,541 | 15,514 | 63,038 |
| Total | 3,85,40,849 | 1,12,35,293 | 2,56,79,601 | 20,10,765 | 2,76,90,366 |

Intangible assets

| Description | Gross Block | | Amortisation | | Net Block as at 31 March 2019 |
|---------------------|---------------------|-------------------------|---------------------|---------------------------------------|-------------------------------|
| | As at 01 April 2018 | Additions 31 March 2019 | As at 01 April 2019 | For the year Deductions 31 March 2019 | |
| Software & Logo | 868,041 | - | 853,685 | 14,356 | - |
| Product development | 2,400,088 | - | 2,400,088 | - | - |
| Total | 3,268,129 | - | 3,253,773 | 14,356 | 3,268,129 |

72nd Annual Report 2020

2.2 Investments

| Particulars | 31-Mar-20 | | 31-Mar-19 | |
|--|-----------------|------------------------|-----------------|------------------------|
| | Quantity (Nos.) | Amount (in Indian Rs.) | Quantity (Nos.) | Amount (in Indian Rs.) |
| Investment in Unquoted Shares & Bonds | | | | |
| 1. In a Joint venture Company | | | | |
| a) 1908 E Ventures Pvt Ltd | | | | |
| i) Equity shares of Rs 10, each | 1,104,615 | 11,046,150 | 400,000 | 4,000,000 |
| ii) Equity shares premium | | 10,953,840 | | - |
| ii) 9.5% Unsecured Fully Convertible | 1,600,000 | 16,000,000 | 2,400,000 | 24,000,000 |
| Less: Impairment of Investments in 1908 E ventures Pvt Ltd., | | - | | - |
| Sub Total | | 37,999,990 | | 28,000,000 |
| b) Anatomicals Ador India Pvt Ltd | | | | |
| i) Equity shares of Rs 10, each | 174,000 | 1,740,000 | - | - |
| Less: Impairment of Investments in Anatomicals ador India pvt ltd | | - | | - |
| Sub Total | | 1,740,000 | | - |
| 2. In Others | | | | |
| i) National Highways Authority of India | | - | | 5,000,000 |
| Total Unquoted Investments | | 39,739,990 | | 33,000,000 |
| Investment in Quoted Securities | | | | |
| i. HDFC Mutual Funds | - | - | 468 | 1,712,354 |
| ii. ICICI Prudential Mutual Funds | 6,483 | 109,623 | 6,483 | 148,648 |
| iii. Nippon India Liquid Growth | 34 | 165,494 | 6,076 | 156,632 |
| iv) Canara Equity Shares | 330 | 29,782 | 330 | 96,343 |
| v) Canara Robeco Mutual funds | - | - | 149,985 | 1,855,989 |
| vi) Nippon e Credit Risk | 6,076 | 138,972 | 1,126 | 5,112,921 |
| vii) SBI Liquid Funds | 281 | 869,636 | 793 | 2,313,563 |
| Total Quoted Investments | | 1,313,507 | | 11,396,450 |
| Total non-current investments | | 41,053,497 | | 44,396,450 |
| Aggregate amount of quoted investments and market value thereof | | 1,313,507 | | 11,396,450 |
| Aggregate amount of unquoted investments | | 39,739,990 | | 33,000,000 |

Notes:

All mutual fund investments are in growth funds.

2.3 Inventories

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|------------------|---------------------|---------------------|
| Raw materials | 30,243,768 | 5,693,106 |
| Traded goods | - | - |
| Work-in-progress | - | 6,114,331 |
| Finished goods | 1,778,817 | 149,433 |
| Total | 32,022,585 | 11,956,870 |

2.4 Trade receivables

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--------------------------------|---------------------|---------------------|
| Secured, considered good | | |
| Unsecured, considered good | 27,333,033 | 13,086,445 |
| Unsecured, considered doubtful | - | - |
| Less : Bad Debts Written Off | - | - |
| Total | 27,333,033 | 13,086,445 |

2.5 Cash and bank balances

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Balances with Banks in Current Accounts | 6,931,650 | 2,995,800 |
| Cheques on Hand | - | - |
| Cash on Hand | 45,825 | 71,969 |
| Total | 6,977,475 | 3,067,769 |

2.6 Other Bank Balances

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Fixed deposit with banks | 17,20,954 | 30,07,254 |
| Balance with banks in unclaimed dividend accounts | - | - |
| Total | 17,20,954 | 30,07,254 |

Notes:

(a) The deposit maintained by the Company with banks comprise time deposit.

2.7 Loans & Advances

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Unsecured, considered good | | |
| (a) Security deposits | | |
| Deposits with Govt Authorities and Govt Departments | 4,48,308 | 5,17,658 |
| Rent Deposits | 86,000 | - |
| Security Deposits to Dealers | - | - |
| Deposits -EMD | 100,000 | 100,000 |
| GST Excess Credit | 18,31,890 | - |
| (b) Other advances | | |
| Loans and advances to employees and others | 9,27,000 | - |
| Total | 33,93,198 | 6,17,658 |

2.8 Other current assets

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Advances other than capital advances | | |
| Advance to suppliers | 54,58,580 | 8,91,600 |
| Prepaid expenses | 71,967 | 3,22,290 |
| Accrued Interest | 5,15,464 | 7,19,750 |
| Total | 60,46,011 | 19,33,640 |

2.9 Current tax assets

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Advance income tax (net of provision for tax) | 21,16,125 | 17,51,853 |
| Total | 21,16,125 | 17,51,853 |

72nd Annual Report 2020

2.11 Equity share capital

(in Indian Rs.)

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Authorised: | | |
| 5,000,000 Equity Shares of Rs. 10 each | 500,00,000 | 500,00,000 |
| Total | 500,00,000 | 500,00,000 |
| Issued Capital | | |
| 41,56,617 (Previous Year 39,21,117) Equity Shares of Rs. 10 each | 4,15,66,170 | 3,92,11,170 |
| Subscribed and Paid Up: | | |
| 39,63,633 (Previous Year 37,58,178) Equity shares of Rs. 10 each (Refer Note No. 1) | 3,96,36,330 | 3,75,81,780 |
| Total | 3,96,36,330 | 3,75,81,780 |

Note No. 1:

(a) During the year, the Company allotted 1,48,000 equity shares of Rs.10 each at an issue price of Rs.43 per share including premium of Rs.33 per share on preferential basis to promoters of the Company

(b) During the year, the Company allotted 57,455 equity shares of Rs.10 each at an issue price of Rs.43 per share including premium of Rs.33 per share on preferential basis to non-promoters of the Company

(i) Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year:

| Particulars | 2019-20 | | 2018-19 | |
|---|-----------|-----------------|-----------|-----------------|
| | (In Nos.) | (in Indian Rs.) | (In Nos.) | (in Indian Rs.) |
| Shares outstanding at the beginning of the year | 37,58,178 | 3,75,81,780 | 28,64,178 | 2,86,41,780 |
| Shares outstanding at the end of the year | 39,63,633 | 3,96,36,330 | 37,58,178 | 3,75,81,780 |

(ii) Rights, preferences and restrictions

The Company has only one class of shares, referred to as equity shares having a par value of Rs.10/- per share. Each holder of equity share is entitled to one vote per share and dividend as may be declared at the Annual General Meeting.

(iii) Details of shares in the Company held by each shareholder holding more than 5% shares:

| Name of Shareholder | As at 31 March 2020 | | As at 31 March 2019 | |
|--------------------------------|-----------------------|--------------|-----------------------|--------------|
| | Number of Shares held | % of Holding | Number of Shares held | % of Holding |
| Equity Shares: | | | | |
| JB Advani & Co Private Limited | 11,34,544 | 28.62% | 11,34,544 | 30.19% |
| DEEP ASHDALALVANI | 2,98,060 | 7.52% | 2,00,021 | 5.32% |

(iv) As on the date of the Balance Sheet:

(a) The Company has not issued any equity share as fully paid pursuant to contracts without payment being received in cash.

(b) The Company has not issued any fully paid bonus share.

(c) The Company also did not buy back any equity share.

(v) **Issue/conversion of equity shares:** As on the date of the Balance Sheet, the Company has not issued securities like convertible preference shares, convertible debentures etc., which are convertible in to equity/ preference shares.

2.12 Other equity

| Reserves and surplus | As at 31 March 2020 | As at 31 March 2019 |
|-----------------------------|----------------------------|---------------------|
| Securities premium | 4,70,02,677 | 4,02,22,662 |
| General reserve | 22,02,785 | 21,48,849 |
| Capital Reserve | 81,750 | 81,750 |
| OCI | 2,78,672 | 1,85,876 |
| Retained earnings | (11,672,734) | (10,890,065) |
| Total | 3,78,93,150 | 3,17,49,072 |

Securities premium account

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|-----------------------------|----------------------------|---------------------|
| Opening balance | 4,02,22,662 | 1,49,60,662 |
| Transaction during the year | 67,80,015 | 2,52,62,000 |
| Closing balance | 4,70,02,677 | 4,02,22,662 |

Nature and Purpose - Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

General Reserve

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|----------------------------|---------------------|
| Opening Balance | 21,48,849 | 21,48,849 |
| Transferred from surplus in Statement of Profit and Loss | 53,936 | 000 |
| Closing balance | 22,02,785 | 21,48,849 |

Nature and Purpose - The reserve is a distributable reserve maintained by the company

Capital Reserve

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|----------------------------|---------------------|
| Opening Balance | 81,750 | 81,750 |
| Transferred from surplus in Statement of Profit and Loss | - | - |
| Closing balance | 81,750 | 81,750 |

Nature and Purpose - Capital Reserve is being used as per the provisions of the Companies Act, 2013.

OCI Reserve

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|-----------------------------|----------------------------|---------------------|
| Opening balance | 1,85,876 | 000 |
| Transaction during the year | 92,796 | 1,85,876 |
| Closing balance | 2,78,672 | 1,85,876 |

Retained earnings

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|----------------------------|---------------------|
| Opening Balance | (1,08,90,065) | 27,32,562 |
| Transaction during the year - Net profit / loss for the year | (7,82,669) | (1,36,22,627) |
| Other comprehensive income for the year | | |
| Closing balance | (1,16,72,734) | (1,08,90,065) |

Nature and Purpose - Retained earnings pertain to the accumulated earnings / losses made by the company over the years.

72nd Annual Report 2020

2.13 Provisions

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|---------------------|---------------------|
| Provision for employee benefits | | |
| Provision for Gratuity | 19,23,984 | 21,04,881 |
| Others | | |
| Warranties | - | - |
| Total | 19,23,984 | 21,04,881 |

2.14 Deferred tax Liabilities (net)

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|---------------------|---------------------|
| Deferred tax liability on account of : | | |
| Opening Balance | 44,57,666 | 44,93,627 |
| Fair Valuation Impact & Others | 32,604 | 65,308 |
| | 44,90,270 | 45,58,935 |
| Deferred tax assets on account of : | | |
| Net Deferred Tax Liability for the year (Includes reversal of old Deferred Tax Liability) | (34,86,663) | (1,01,269) |
| | (34,86,663) | (1,01,269) |
| Total | 10,03,607 | 44,57,666 |

2.15 Trade payables

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|---------------------|---------------------|
| Micro, Small and Medium Enterprises | - | - |
| Other than Micro, Small and Medium Enterprises | 2,60,36,842 | 1,38,36,758 |
| Total | 2,60,36,842 | 1,38,36,758 |

The Trade Payables includes Creditors for Capital Goods, Raw Materials, Consumables, Traded Goods and Other Materials as well as Expenses whether Capital or Revenue in Nature. The Company has not received any information from its vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006. Nonetheless, there are no amounts outstanding in respect of such entities categorised under 'MSME' in the books of account.

2.16 Bank OD

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|---------------------|---------------------|
| Secured-Working Capital Loan from a bank | 1,49,66,844 | 58,74,232 |
| Total | 1,49,66,844 | 58,74,232 |

2.17 Provisions

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|---------------------|---------------------|
| Provision for employee benefits | | |
| Provision for Compensated Absences | 3,63,091 | 7,11,747 |
| Provision for Sales Tax Demand Order | 22,93,335 | 22,93,335 |
| Others | | |
| Warranties | - | - |
| Total | 26,56,426 | 30,05,082 |

2.18 Other current liabilities

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---------------------------|---------------------|---------------------|
| Advance from customers | 2,00,41,326 | 21,70,419 |
| Other current liabilities | 13,32,425 | 10,01,275 |
| Total | 2,13,73,751 | 31,71,694 |

3.1 Revenue from operations

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|--|-------------------------------------|-------------------------------------|
| Sale of Products (Net of Returns) | | |
| Manufactured goods | 7,87,12,688 | 6,06,07,090 |
| Scrap sales | 1,84,179 | 2,00,047 |
| Traded goods | | 2,269 |
| Sale of services | | |
| Job work income | 36,59,325 | 1,19,76,406 |
| Other Service Income | - | - |
| Total | 8,25,56,192 | 7,27,85,812 |

3.2 Other income

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|-------------------------------|-------------------------------------|-------------------------------------|
| Interest Income | 8,48,370 | 4,26,462 |
| 9.5% Debenture Income | 22,63,388 | 12,68,055 |
| Dividend income | 21,164 | 1,23,509 |
| Other non-operating-income | | - |
| Profit on sale of assets | 15,968 | - |
| Profit on sale of investments | | - |
| Total | 31,48,890 | 18,18,026 |

3.12 Cost of materials consumed

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|------------------------------|-------------------------------------|-------------------------------------|
| Raw material consumed | | |
| Opening stock | 1,18,07,437 | 82,16,152 |
| Add: Purchases | 7,72,27,079 | 5,61,14,797 |
| Less: Closing stock | 3,02,43,768 | 1,18,07,437 |
| Total | 5,87,90,748 | 5,25,23,512 |

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

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|-------------------------------------|-------------------------------------|
| At the beginning of the Year | | |
| Work-in-progress | - | 4,390 |
| Finished goods | 1,49,433 | 6,44,701 |
| Stock-in-trade (Adjusted for FMTPL Changes) | - | - |
| Sub Total | 1,49,433 | 6,49,091 |
| At the end of the Year | | |
| Work-in-progress | - | - |
| Finished goods | 17,78,817 | 1,49,433 |
| Stock-in-trade | - | - |
| Sub Total | 17,78,817 | 1,49,433 |
| Total | (16,29,384) | 4,99,658 |

72nd Annual Report 2020

3.14 Employee benefits expense

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|-------------------------------------|-------------------------------------|
| Salaries, allowances and other benefits | 96,05,401 | 77,81,578 |
| Contribution to Various Funds | 4,48,860 | 17,53,915 |
| Staff welfare | 7,73,569 | 9,20,763 |
| Total | 1,08,27,830 | 1,04,56,256 |

3.15 Contract Manpower Cost

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|------------------------|-------------------------------------|-------------------------------------|
| Contract Manpower Cost | 48,63,873 | 75,45,584 |

3.16 Finance cost

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|--|-------------------------------------|-------------------------------------|
| Interest Costs on Working Capital Loan | 11,99,133 | 6,84,149 |
| Total | 11,99,133 | 6,84,149 |

3.17 Other expenses

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|-------------------------------------|-------------------------------------|
| Rent, rates, insurance and taxes | 12,75,620 | 10,77,141 |
| Consumables and stores | 8,70,646 | 10,64,129 |
| Power, fuel and utilities | 11,29,401 | 8,84,717 |
| Packing & Forwarding & Postage | 1,21,483 | 6,29,634 |
| Stationery, printing and communication | 5,01,371 | 3,63,649 |
| Repairs to building | 000 | 2,86,560 |
| Repairs to machinery | 13,34,280 | 7,89,035 |
| Security Charges | 8,09,300 | 9,25,201 |
| Labour Charges, Office Maintenance and Others | 6,33,552 | 15,33,004 |
| Professional fees | 26,81,445 | 21,42,668 |
| AGM Expenses & Corporation Listing fee | 8,95,533 | 9,22,160 |
| Travelling and conveyance | 20,99,874 | 10,27,814 |
| Freight and forwarding | 3,44,440 | 60,765 |
| Sales commission and promotional expenses | 1,42,340 | 1,03,190 |
| Payment to auditors | 2,15,000 | 4,10,000 |
| Bank and other charges | 78,002 | 55,975 |
| General expenses | 7,81,120 | 24,478 |
| Bad Debts Written Off | - | - |
| Provision for Sales Tax Demand | - | 22,93,335 |
| Total | 1,39,13,407 | 1,45,93,455 |

Auditors' remuneration (excluding taxes)

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|-----------------|-------------------------------------|-------------------------------------|
| Statutory audit | 2,15,000 | 2,15,000 |
| Taxation | - | - |
| Other services | - | - |
| Total | 2,15,000 | 2,15,000 |

3.18 Other comprehensive income

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|--|-------------------------------------|-------------------------------------|
| Items that will not be reclassified to profit or loss | | |
| Increase in Value of Investments | 1,25,400 | 2,51,184 |
| Actuarial gains / (losses) on defined benefit obligations | - | - |
| Tax Impact on the same | (32,604) | (65,308) |
| Total | 92,796 | 1,85,876 |

3.21 Fair value measurements

Financial instruments by category:

| Particulars | 31-Mar-20 | | | 31-Mar-19 | | |
|---|------------|-------------------|-------|------------|-------------------|-------|
| | FVTPL | Amortised cost | FVOCI | FVTPL | Amortised cost | FVOCI |
| Financial Assets - Non-current | | | | | | |
| Non-current Investments* | 25,053,497 | 16,000,000 | | 15,396,450 | 29,000,000 | |
| Loans | - | - | | - | - | |
| Financial Assets - Current | | | | | | |
| Investments | - | | | | - | |
| Trade receivables | | 27,333,033 | | | 13,086,445 | |
| Cash and cash equivalents | | 45,825 | | - | 71,969 | |
| Bank balances other than cash and cash equivalents | | 1,720,954 | | | 3,007,254 | |
| Loans | | 3,393,198 | | - | 617,658 | |
| Financial Liabilities - Current | | | | | | |
| Trade payables | | 26,036,842 | | - | 13,836,758 | |
| Other financial liabilities | | 14,966,844 | | - | 5,874,232 | |

I. Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. For example, listed equity instruments that have quoted market price.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

II. Financial assets and liabilities measured at fair value Fair value hierarchy - recurring fair value measurement:

| Particulars | 31-Mar-20 | | 31-Mar-19 | |
|--|-----------|------------|------------|-----------|
| | Level 1 | Level 2 | Level 1 | Level 2 |
| Financial Assets - Non-current Investments | 1,313,507 | 23,739,990 | 11,396,450 | 4,000,000 |
| Financial Assets - Current Investments | - | - | - | - |

Note:

During the periods mentioned above, there have been no transfers amongst the levels of hierarchy.

The carrying amounts of trade receivables, cash and bank balances, other bank balances, non-current loans, current loans, trade payables and other current financial liabilities are considered to be approximately equal to the fair value.

3.22 Financial risk management

The Company's principal financial liabilities comprise deposits, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include current loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company also holds FVTPL investments in mutual funds. The Company is exposed to credit risk, market risk and liquidity risk. The Company's senior management oversees the management of these risks.

A Credit risk

The company is exposed to credit risk from its operating activities (primarily for trade receivables) and from its financing activities (deposits with banks and other financial instruments).

Credit risk management

To manage credit risk, the Company follows a policy of providing 30-180 days credit to the domestic customers basis the nature of customers. The credit limit policy is established considering the current economic trends of the industry in which the company is operating. However, the trade receivables are monitored on a periodic basis for assessing any significant risk of non-recoverability of dues and provision is created accordingly

Bank balances are held with only high rated banks and majority of other security deposits are placed majorly with government agencies/public sector undertakings.

Age of receivables that are past due:

| Particulars | As at31 March 2020 | As at31 March 2019 |
|-------------------|--------------------|--------------------|
| Upto 30 days | 2,01,30,446 | 1,12,53,980 |
| 30-60 days | 37,33,846 | 8,11,068 |
| 60-90 days | 3,83,901 | 5,20,586 |
| More than 90 days | 30,84,840 | 5,00,811 |
| Total | 2,73,33,033 | 1,30,86,445 |

Expected credit loss

-

-

B Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities – trade payables and other financial liabilities.

Liquidity risk management

The Company's management is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

Maturities of non – derivative financial liabilities

| Particulars | Within 6 months | 6 months to 1 year | Total |
|--|-------------------|--------------------|-------------------|
| Financial Liabilities - Current | | | |
| Trade payables | 12,483,197 | 1,353,561 | 13,836,758 |
| Other financial liabilities | 2,378,771 | 792,924 | 3,171,695 |
| Total | 14,861,968 | 2,146,485 | 17,008,453 |

C Market risk

(i) Foreign currency risk

The Company is exposed to foreign exchange risk on their receivables, payables which are held in USD, GBP and AU\$. The fluctuation in the exchange rate of INR relative to USD, GBP and AU\$ may have a material impact on the company's assets and liabilities.

Foreign currency risk management

In respect of the foreign currency transactions, the company does not hedge the exposures since the management believes that the same is insignificant in nature and also it will be offset to some extent by the corresponding receivables and payables.

The company's exposure to foreign currency risk at the end of reporting period are as under:

(in Indian Rs.)

| Particulars | 31-Mar-20 | | | 31-Mar-19 | | |
|---|-----------|---------------|------|-----------|---------------|------|
| | USD | GBP | AU\$ | USD | GBP | AU\$ |
| Financial liabilities | | | | | | |
| Trade payables in Rs | - | 57,904 | - | - | 57,904 | - |
| Net exposure to foreign currency risk (liabilities) in Rs. | - | 57,904 | - | - | 57,904 | - |

Sensitivity to foreign currency risk

The following table demonstrates the sensitivity in USD, EUR and SEK with all other variables held constant. The below impact on the Company's profit before tax is based on changes in the fair value of unhedged foreign currency monetary assets and liabilities at balance sheet date:

In Indian Rupees

| Currencies | 31-Mar-20 | | 31-Mar-19 | |
|------------|----------------|----------------|----------------|----------------|
| | Increase by 5% | Decrease by 5% | Increase by 5% | Decrease by 5% |
| USD | - | - | - | - |
| GBP | (2,895.20) | 2,895.20 | (2,895.20) | 2,895.20 |
| AU\$ | - | - | - | - |

(ii) Price Risk

The company is exposed to price risk from its investment in mutual fund classified in the balance sheet at fair value through profit and loss.

72nd Annual Report 2020

To manage its price risk arising from the investment, the Company has invested in the mutual fund after considering the risk and return profile of the mutual funds i.e. the debt profile of the mutual fund indicates that the debt has been given to creditworthy banks and other institutional parties and equity investment is made after considering the performance of the stock.. However, the entity being risk averse has opted to invest its substantial funds in debt oriented mutual funds.

| Sensitivity | 31-Mar-20 | 31-Mar-19 |
|---|-----------|-----------|
| Impact on profit after tax for 5% increase in NAV | - | - |
| Impact on profit after tax for 5% decrease in NAV | - | - |

3.23 Capital Management

Risk management

The company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital. Apart from trade payables and other current liabilities, there is no debt on the company. Therefore, the company manages its capital and return to shareholders by adequately investing in mutual funds and adjusting the amount of dividend paid to the shareholders.

| Dividends | (in Indian Rs.) | |
|--|-----------------|---------------|
| | 31 March 2020 | 31 March 2019 |
| a. Equity dividend | | |
| Final dividend for the year ended 31 March 2020 per fully paid share | - | - |

3.24 Investments in subsidiaries, associates and joint ventures:

| Sr.No | Subsidiary / associate / joint venture | Name of the Subsidiary / associate / joint venture | Principal place of business and country of incorporation | Proportion of ownership interest | Proportion of ownership interest | Method of accounting |
|-------|--|--|--|----------------------------------|----------------------------------|----------------------|
| | | | | 31 March 2020 | 31 March 2019 | |
| 1 | Joint Venture | 1908 E Ventures Private Limited | India | 61% | 38% | Fair Value |
| 2 | Joint Venture | Anatomicals Ador India Pvt Ltd | India | 58% | - | Fair Value |

#As on the date of transition the company has measured the investments at deemed cost i.e. previous GAAP carrying amounts

(i) As per audited statement made available to the Company, details of financials of 1908 E Ventures Private Limited. are as under:

| Particulars | As at 31.03.2020 | | As at 31.03.2019 | |
|-----------------------|------------------|---------------|------------------|---------------|
| | Total | 61% Share | Total | 38% Share |
| Assets | 2,57,33,283 | 1,57,55,853 | 3,07,93,672 | 1,17,03,058 |
| External liabilities* | 2,34,20,702 | 1,43,39,917 | 5,81,12,038 | 2,20,85,335 |
| Net assets | 23,12,581 | 14,15,936 | (2,73,18,366) | (1,03,82,277) |
| Share capital | 18,0,41,150 | 1,10,46,150 | 10,5,25,000 | 40,00,000 |
| Accumulated losses | (5,71,52,023) | (3,49,92,770) | (3,78,43,366) | (1,43,82,277) |
| Conversion rate | - | - | - | - |

Ador Multiproducts Limited

| Particulars | For the Year Ended 31.03.2020 | | For the Year Ended 31.03.2019 | |
|-----------------------|----------------------------------|---------------|----------------------------------|-------------|
| | Total | 61% Share | Total | 38% Share |
| Revenue | 2,25,71,617 | 1,38,20,043 | 1,35,99,047 | 51,68,284 |
| Expenses | 4,99,91,378 | 3,06,08,484 | 3,18,03,135 | 1,20,86,702 |
| Losses | (2,74,19,761) | (1,67,88,442) | (1,82,04,088) | (69,18,418) |
| Average exchange rate | - | - | - | - |

(ii) As per audited statement made available to the Company, details of financials of Anatomicals Ador India Pvt Ltd. are as under:

| Particulars | For the Year Ended 31.03.2020 | | For the Year Ended 31.03.2019 | |
|-----------------------|----------------------------------|-----------|----------------------------------|------------|
| | Total | 58% Share | Total | 100% Share |
| Assets | - | - | - | - |
| External liabilities* | - | - | - | - |
| Net assets | - | - | - | - |
| Share capital | 30,00,000 | 17,40,000 | - | - |
| Accumulated losses | - | - | - | - |
| Conversion rate | - | - | - | - |

| Particulars | For the Year Ended 31.03.2020 | | For the Year Ended 31.03.2019 | |
|-----------------------|----------------------------------|------------|----------------------------------|------------|
| | Total | 100% Share | Total | 100% Share |
| Revenue | - | - | - | - |
| Expenses | 2,54,655 | 1,47,700 | - | - |
| Losses | (2,54,655) | (1,47,700) | - | - |
| Average exchange rate | - | - | - | - |

Notes: (a) *External liabilities are liabilities payable to other than the venture companies. (b) MYR-Malaysian Ringgits

(ii) Summary of Assets, Liabilities, Income and Expenditure of the wholly owned subsidiary are given below:

Not Applicable

3.25 Contingent liabilities, Capital and other commitments

(in Indian Rs.)

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---------------|---------------|
| Guarantees (Bank and Corporate) | - | - |
| Disputed excise duty demand under appeal | - | - |
| Disputed service tax demands under appeal | - | - |
| Disputed income tax demands under appeal | - | - |

3.26 Employee benefits

As per Indian Accounting Standard-19 'Employee Benefits', the disclosure of Employee benefits as defined in the Standard are given below:

Brief description of the plans:

The Company has various schemes for employee benefits such as provident fund, gratuity and superannuation. In case of funded schemes, the funds are administered through trustees/ appropriate authorities. The Company's defined contribution plans are superannuation and provident fund as the Company has no further obligation beyond making the contributions. The Company's defined benefit plans consists of gratuity. The employees of the Company are entitled to compensated absences as per the Company's policy.

Defined Contribution Plan:

- (i) Superannuation fund
- (ii) Provident fund

During the year, the company has recognised the following amounts in the Statement of profit and loss*:

Contribution to Defined Contribution Plan, recognized as expense for the year are as under:

(in Indian Rs.)

| Particulars | 31 March 2020 | 31 March 2019 |
|--|----------------------|----------------------|
| Employer's Contribution to Superannuation | 1,94,293 | 2,13,911 |
| Employer's contribution to provident fund | 3,87,490 | 3,87,362 |
| Total | 5,81,783 | 6,01,273 |
| * included in Note 28- 'Employee benefits expense' | | |
| (b) Defined Benefit Plan : | | |
| (1) Contribution to Gratuity fund (funded scheme) | | |
| In accordance with Indian Accounting Standard 19, actuarial valuation was done in respect of the aforesaid defined benefit plan of gratuity based on the following assumptions:- | | |
| Particulars | 31 March 2020 | 31 March 2019 |
| (i) Actuarial assumptions | | |
| Discount rate (per annum) | 6.20% | 7.55% |
| Salary escalation rate | 20.00% | 20.00% |
| Mortality rate (% of IALM 2012-14) | 100% | 100% |
| Attrition rate | | |
| 21 years to 44 years | 14.00% | 14.00% |
| 45-59 years | 14.00% | 14.00% |
| Retirement age | 60 years | 60 years |
| (ii) Assets information: | | |
| Government of India securities | 0.00% | 0.00% |
| State Government securities | 0.00% | 0.00% |
| High quality corporate bonds | 0.00% | 0.00% |
| Equity shares of listed companies | 0.00% | 0.00% |
| Special Deposit Scheme | 0.00% | 0.00% |
| Bank balance | 0.00% | 0.00% |
| Other Investments | 0.00% | 0.00% |
| Total Investments | 0.00% | 0.00% |

(iii) Changes in the present value of defined benefit obligation

| | | |
|---|------------------|------------------|
| Present value of obligation at the beginning of the year | 21,04,881 | 11,31,621 |
| Interest cost | 1,31,691 | 72,762 |
| Service cost | 2,25,234 | 3,28,031 |
| Actuarial (gain) /loss | (1,46,982) | 6,41,698 |
| Benefits paid | (3,90,840) | (69,231) |
| Present Value of obligation at the end of the year | 19,23,984 | 21,04,881 |

(iv) Changes in the Fair value of Plan Assets

| | | |
|---|-------------------|-----------------|
| Fair value of plan assets at beginning of the year | - | - |
| Expected return on plan assets | - | - |
| Actuarial (gain) /loss | - | - |
| Benefits paid | (3,90,840) | (69,231) |
| Fair Value of Plan Assets at the end of the year | (3,90,840) | (69,231) |

(v) Assets and liabilities recognised in the balance sheet

| | | |
|--|------------------|------------------|
| Present value of the defined benefit obligation at the end of the year | 19,23,984 | 21,04,881 |
| Less: Fair value of plan assets at the end of the year | - | - |
| Net liability recognised | 19,23,984 | 21,04,881 |

(vi) Expenses recognised in the Statement of Profit and Loss

| Particulars | 31 March 2020 | 31 March 2019 |
|---|----------------------|-----------------|
| Current Service Cost | 2,25,234 | 2,09,598 |
| Past Service Cost | - | 1,18,433 |
| Interest cost | 1,31,691 | 72,762 |
| Net gratuity cost recognised in the current year | 3,56,925 | 4,00,793 |

Included in note 28 'Employee benefits expense'

(vi) Expenses recognised in the Statement of other comprehensive income

| Particulars | 31 March 2020 | 31 March 2019 |
|---|----------------------|-----------------|
| Actuarial (gain)/loss recognised in the current year | (1,46,982) | 6,41,698 |
| Net gratuity cost recognised in the current year | (1,46,982) | 6,41,698 |

Included in note 28 'Employee benefits expense' - Contribution to Funds

(vii) Sensitivity Analysis:

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase, attrition rate and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of the sensitivity analysis is given below:

| Particulars | 31 March 2020 | 31 March 2019 |
|-----------------------------------|----------------------|---------------|
| Defined Benefit Obligation (Base) | 19,23,984 | 21,04,881 |

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---------------------|---------------------|---------------------|---------------------|
| | Decrease | Increase | Decrease | Increase |
| Discount Rate (- / + 1%) (% change compared to base due to sensitivity) | 1,864,670 -3.78% | 1,979,946 3.56% | 2,237,299 6.29% | 1,989,015 -5.50% |
| Salary Growth Rate (- / + 1%) (% change compared to base due to sensitivity) | 1,987,762 4.06% | 1,871,064 -3.37% | 2,013,047 -4.36% | 2,202,136 4.62% |
| Attrition Rate (- / + 50%) (% change compared to base due to sensitivity) | - 0.0% | - 0.0% | - 0.0% | - 0.0% |
| Mortality Rate (- / + 10%) (% change compared to base due to sensitivity) | - 0.0% | - 0.0% | - 0.0% | - 0.0% |

Please note that the sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

There is no change in the method of valuation for the prior period.

3.27 Related Party Disclosure:

As per Ind AS 24 "Related party Disclosures", disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

(I) Names of related parties and description of relationship with the Company

(i) Associate companies:

J B Advani and Company Private Limited
Ador Welding Limited
Ador Welding Academy Private Limited
Ador Powertron Limited
Ador Fontech Limited
Ador Green Energy Private Limited
1908 E ventures Pvt Ltd
Anatomicals Ador India Pvt Ltd

(ii) Related personnel:

(by virtue of shareholding in
associate companies)

-

(iii) Joint venture:

1908 E ventures Pvt Ltd & Anatomicals
Ador India Pvt Ltd

(iv) Wholly owned subsidiary:

-

(v) Key management personnel:

Mr. Deep A Lalvani - Chairman
Mr. N S Marshall - Independent director
Mr. Gaurav Lalwani - Independent director
Mr. Sandeep Ahuja - Independent director
Ms. Tanya Halina Advani - Director
Ms. Pinki Sharma - Company secretary
Ms. Tina Ratan - Director

(vi) Relatives of key management personnel:

-

(II) Transactions with related parties during the year:

(in Indian Rs.)

| Relationship / name of the related party | Description of the nature of transactions | Value of the transactions | |
|--|--|------------------------------|-----------|
| | | 31-Mar-20 | 31-Mar-19 |
| (a) Associate companies | | | |
| J B Advani & Co. Private Limited | Re-imbusement of Expenses | 959 | 38,478 |
| | Sales of traded goods | - | - |
| Ador Welding Limited | Purchase of traded goods | - | - |
| | Re-imbusement of Expenses | - | - |
| Ador Fontech Limited | Re-imbusement of Expenses | - | - |
| 1908 E Ventures Pvt Ltd | Sale of manufacturing and traded goods= | 18,06,819 | 12,19,142 |
| | Freight Charges | 22,162 | - |
| | Re-imbusement of Expenses | 39,460 | - |
| | Advance paid for Purchases | 1,97,00,000 | - |
| | Share Capital - Investement | 70,46,150 | - |
| | Share Premium - | 1,09,53,840 | - |
| | Interest Income | 3,91,232 | - |
| | Debentures Intrest 9.5% | 27,20,638 | 12,68,055 |
| 3D Future Technologies Pvt. Ltd. | Sale of Manufacturing products | 1,05,262 | 2,37,797 |
| | Reimburse of Exps | - | - |
| Anatomicals Ador India Pvt Ltd | Investement | 17,40,000 | - |
| | Advance Received | 3,02,788 | - |
| | Advance Pd | 50,000 | - |
| (b) Related personnel | | | |
| (c) Relatives of key management personnel | | | |

(III) Balances of related parties

(in Indian Rs.)

| Particulars | 31-Mar-20 | 31-Mar-19 |
|-----------------------------------|-----------|-----------|
| J B Advani & Co. Private Limited | - | - |
| Ador Welding Limited - Creditors | 32,976 | 32,976 |
| 1908 E-Ventures Pvt ltd - Advance | 60,00,010 | - |
| 1908 E-Ventures Pvt ltd | 394,715 | 735,988 |
| 1908 E-Ventures Pvt ltd | 352,109 | - |
| Anatonicals Ador India Pvt ltd | 252,788 | - |
| 3D Future Technologies Pvt. Ltd. | 51,984 | 104,430 |

(IV) Maximum balance during the year (reckoned as at end of each month)

| Particulars | 31-Mar-20 | | 31-Mar-19 | |
|-----------------------------------|-----------|-----------|-----------|--------|
| | Dr. | Cr. | Dr. | Cr. |
| Ador Welding Limited | - | 32,976 | - | 32,976 |
| 1908 E Ventures Pvt ltd - Advance | - | 60,00,010 | - | - |
| 1908 E Ventures Pvt ltd | - | 2677 | - | - |
| 1908 E Ventures Pvt ltd | 3,97,392 | - | 7,35,988 | - |
| 1908 E Ventures Pvt ltd -Interest | - | 3,52,109 | - | - |
| Anatonicals Ador India Pvt ltd | - | 50,000 | - | - |
| 3D Future Technologies Pvt. Ltd. | - | 51,984 | 1,04,430 | - |

72nd Annual Report 2020

(V) Key Management Personnel (KMP) compensation:

(in Indian Rs.)

| Particulars | 31 March 2020 | 31-Mar-19 |
|-------------------------------------|---------------|-----------|
| Short term employee benefits | | |
| Remuneration to Director | 17,13,800 | |
| Remuneration to Company secretary | 1,00,945 | 2,63,750 |
| Old Company Secretary Left Service | 2,88,267 | |

Note: Since the provision for gratuity and leave absences are determined for the company as a whole, it is not possible to identify the amount for KMPs separately.

3.28 Earnings per share

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|--|-------------------------------------|-------------------------------------|
| Net Profit / (loss) after tax for the year (in Rs.) | (6,89,873) | (1,34,36,753) |
| Profit / loss attributable to equity share holders (in Rs.) | (6,89,873) | (1,34,36,753) |
| Weighted Average Number of equity shares outstanding during the year | 37,87,930 | 32,13,482 |
| Basic and Diluted Earnings Per Share (Rs.) | (0.18) | (4.18) |
| Face Value per Share (Rs.) | 10.00 | 10.00 |

Note: The Company does not have any outstanding dilutive potential equity shares as at March 31, 2020. Consequently, basic and diluted earnings per share of the Company remain the same.

3.29 Contractual liabilities

All contractual liabilities connected with business operations of the Company have been appropriately provided for.

3.31 Realisations

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

3.32 Transfer pricing

The Management is of the opinion that its transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for tax.

3.33 Segment Reporting

As per para 12 of Ind AS 108, two or more operating segments may be aggregated into a single operating system if aggregation is consistent with the core principle of this Ind AS, the segments have similar economic characteristics, and the segments are similar in each of the following respects: a) the nature of the products and services b) the nature of the production process c) the type or class of customers for their products and services d) the methods used to distribute their products or provide their services e) if applicable, the nature of their regulatory environment. Further, the Company views the business in toto and not as segments and hence Segment reporting is not applicable.

3.34 Amounts in the financial statements are rounded off to the nearest lakh and have been re-grouped whenever necessary.

INDEPENDENT AUDITOR'S REPORT**To the Members of Ador Multi products Limited****Report on the Audit of the Consolidated Ind AS Financial statements****Opinion**

We have audited the accompanying consolidated annual financial results of Ador Multi Products Limited (hereinafter referred to as the 'Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entities for the year ended March 31, 2020, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements /financial results/ financial information of the subsidiaries, associates and jointly controlled entities, the aforesaid consolidated financial results:

- i. include the annual financial results of the following entities:
 - Ador Multi Products Limited
 - 1908 E-Ventures Private Limited
 - AnatomicalsAdor India Private Limited
- ii. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- iii. Give a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of net profit/loss and other comprehensive income and other financial information of the Group for the year ended March 31, 2020.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Key Audit Matters | Auditor's Response |
|---|--|
| <p>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind-AS 115 'Revenue from Contracts with Customers' (new revenue accounting standard).</p> | <p><u>Principal Audit Procedures</u></p> <p>We assessed the Company's process to identify the impact of adoption of the new revenue accounting standard.</p> <p>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ul style="list-style-type: none"> • Evaluated the design of internal controls relating to implementation of the new revenue accounting standard. • Selected a sample of continuing and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. We carried out a combination of procedures involving enquiry and observation, re-performance and inspection of evidence in respect of operation of these controls. • Tested the relevant information technology systems' access and change management controls relating to contracts and related information used in recording and disclosing revenue in accordance with the new revenue accounting standard. • Selected a sample of continuing as well as new contracts and performed the following procedures: <ul style="list-style-type: none"> ○ Read, analysed and identified the distinct performance obligations in these contracts. ○ Compared these performance obligations with that identified and recorded by the Company. ○ Considered the terms of the contracts to determine the transaction price including any variable consideration to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration. ○ Samples in respect of revenue recorded for time and material contracts were tested using a combination of approved time sheets including customer acceptances, subsequent invoicing and historical trend of collections and disputes. ○ In respect of samples relating to fixed price contracts, progress towards satisfaction of performance obligation used to compute recorded revenue was verified with actual and estimated efforts from the time recording and budgeting systems. We also tested the access and change management controls relating to these systems. ○ Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings. <p>We reviewed the collation of information and the logic of report generated from the budgeting system used to prepare the disclosure relating to the periods over which the remaining performance obligations will be satisfied subsequent to the Balance Sheet date.</p> |

Information Other than the Consolidated Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to the Board's Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated Financial Statements and our Auditor's report thereon.

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

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind-AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for (a) Maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing/detecting frauds and other irregularities. (b) Selection and application of appropriate accounting policies. (c) Making judgements and estimates that are reasonable and prudent and (d) Design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Management either intends to liquidate the Group or to cease operations or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of the internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary company which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management.

72nd Annual Report 2020

- Conclude on the appropriateness of the Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's report to the related disclosures in the Consolidated Financial Statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements.

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

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

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

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

Other matters

We did not audit the financial statements of the subsidiary company and wholly owned subsidiary, whose financial statements reflect net worth, revenue and profit/(loss) after tax as below:

Subsidiary Company:

| Particulars | 1908 E-Ventures Private Limited | |
|-------------------------|--|----------------|
| | 2019-20 | 2018-19 |
| Net worth | (39122) | (31564) |
| Revenue | 22571 | 13599 |
| Profit/(loss) after tax | (27489) | (22424) |

AnatomicalsAdor India Private Limited

Wholly owned subsidiary:

| Particulars | 2019-20 | 2018-19 |
|-------------------------|----------------|----------------|
| Net worth | 2745 | N/A |
| Revenue | NIL | N/A |
| Profit/(loss) after tax | 255 | N/A |

Further, the financial statements of the subsidiary company and wholly owned subsidiary company have been audited by other Auditors' whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far, as it relates to the amounts and disclosures included in respect of the subsidiary is based solely on the reports of the other Auditors.

Our opinion on the consolidated financial statements and our report on other legal and regulatory requirements below, are not modified in respect of our reliance on the work done by and the reports of the other Auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - (i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
 - (ii) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books.
 - (iii) The reports on the accounts of the Subsidiary and the Branch office of the Holding Company audited under Section 143(8) of the Companies Act by Other Auditors have been sent to us and have been properly dealt with by us in preparing this report.
 - (iv) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
 - (v) In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind-AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (vi) On the basis of the written representations received from the Directors of the Company as on March 31, 2020 taken on record by the Board of Directors of the Company and the subsidiary incorporated in India and the reports of the Statutory Auditors of the subsidiary company incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on March 31, 2020 from being appointed as a Director in terms of Section 164 (2) of the Act.
 - (vii) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in 'Annexure A' which is based on the Auditor's reports of the Company and its subsidiary company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of that company, for reasons stated therein.
 - (viii) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Consolidated Financial Statements disclose impact of pending litigations on the consolidated financial position of the Group.
 - b. Provision has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
 - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary company incorporated in India.
2. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Group to its Directors during the year is in accordance with the provisions of Section 197 of the Companies Act, 2013.

For Praveen & Madan
Chartered Accountants
(Formerly, Srinivas & Subbalakshmi)

Bengaluru
June 29, 2020

Praveen Kumar Nagarajan
Partner (Membership No: 225884)
Firm Registration no.:011350S
UDIN: 20225884AAAACI8410

“ANNEXURE A” TO THE INDEPENDENT AUDITOR’S REPORT

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

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of **Ador Multi Products Limited** (hereinafter referred to as ‘Company’) and its subsidiary company, which is a company incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Company and its subsidiary company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 (‘the ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company’s policies, safeguarding of its assets, prevention/detection of frauds and errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the Auditor’s judgement, including the assessment of 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 internal financial controls system over financial reporting of the Company and its subsidiary company, which are companies incorporated in India.

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 which (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 the financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only

in accordance with authorisations of the Management and Directors of the company and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Company and its subsidiary company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the respective companies 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 Praveen & Madan
Chartered Accountants
(Formerly, Srinivas & Subbalakshmi)

Bengaluru
June 29, 2020

Praveen Kumar Nagarajan
Partner (Membership No: 225884)
Firm Registration no.:011350S
UDIN: 20225884AAAACI8410

72nd Annual Report 2020

Consolidated Balance Sheet as at 31-03-2020

| Particulars | Note No. | 2019-20 Total | 2018-19 Total |
|---|----------|---|--------------------------|
| ASSETS | | | |
| Non-current assets | | | |
| (a) Property, Plant and Equipment | 2.1 | 2,55,22,521 | 2,19,63,226 |
| (b) Capital work-in-progress | | – | – |
| (c) Other Intangible assets | | 1,04,763 | – |
| (d) Financial Assets | | – | – |
| (i) Investments | 2.2 | 13,13,507 | 3,00,14,175 |
| (ii) Bank Deposits | | – | – |
| (e) Goodwill on Consolidation | | 4,20,80,517 | – |
| (f) Deferred tax | 2.14 | 81,65,446 | – |
| (g) Other non-current assets | | 9,51,374 | – |
| Current assets | | | |
| (a) Inventories | 2.3 | 3,94,34,736 | 1,19,56,870 |
| (b) Financial Assets | | – | – |
| (i) short term Investments | | – | – |
| (ii) Trade receivables | 2.4 | 2,47,98,221 | 1,30,86,445 |
| (iii) Cash and cash equivalents | 2.5 | 1,02,74,780 | 30,67,769 |
| (iv) Bank balances other than (iii) above | 2.6 | 17,20,954 | 30,07,254 |
| (v) Loans & Advances | 2.7 | 35,75,049 | 6,17,658 |
| (c) Other current assets | 2.8 | 99,63,804 | 19,33,640 |
| (d) Current Tax Assets (Net) | 2.9 | 21,16,125 | 17,51,853 |
| Total Assets | | 17,00,21,797 | 8,73,98,890 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| (a) Equity Share capital | 2.11 | 3,96,36,330 | 3,75,81,780 |
| (b) Other Equity | 2.12 | 3,86,86,820 | 1,73,66,797 |
| (C) Non Controlling Interest | | (18,818,671) | – |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| (a) Financial Liabilities | | – | – |
| (i) Borrowings | | – | – |
| (b) Long Term Provisions | 2.13 | 29,47,444 | 21,04,881 |
| (c) Deferred tax liabilities (Net) | 2.14 | 10,03,607 | 44,57,666 |
| (d) Other non-current liabilities | | – | – |
| Current liabilities | | | |
| (a) Financial Liabilities | | – | – |
| (i) Trade payables | 2.15 | 3,67,69,864 | 1,38,36,758 |
| (ii) Bank OD | 2.16 | 3,74,47,160 | 58,74,232 |
| (iii) Others | | 49,00,000 | – |
| (b) Provisions | 2.17 | 29,18,303 | 30,05,082 |
| (c) Other Current Liabilities | 2.18 | 2,45,30,940 | 31,71,694 |
| Total Equity and Liabilities | | 17,00,21,797 | 8,73,98,890 |
| See accompanying notes to the financial statements | | | |
| Significant accounting policies | 1 | | |
| Notes on financial statements | 2&3 | | |
| As per our report of even date | | For and on behalf of the Board of Directors | |
| PRAVEEN & MADAN | | DEEP A. LALVANI | TANYA H ADVANI |
| Chartered Accountants | | Chairman | Director |
| (formerly SRINIVAS & SUBBALAKSHMI) | | DIN No.0177100 | DIN: 08586636 |
| Firm Reg.No. 011350S | | | |
| PRAVEEN KUMAR NAGARAJAN | | PINKI SHARMA | |
| Partner | | Company Secretary | |
| [Membership No.225884] | | [Membership No. 45279] | |
| Mumbai : 29th June, 2020 | | | Mumbai : 29th June, 2020 |

Ador Multiproducts Limited

Consolidated Statement of Profit and Loss for the year ended 31 March 2020

(in Indian Rs.)

| S. No. | Particulars | Note | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|-------------|---|------|-------------------------------------|-------------------------------------|
| 1 | Income | | | |
| I. | Revenue From Operations | 3.1 | 9,87,11,702 | 7,27,85,812 |
| II. | Other Income | 3.2 | 54,14,695 | 18,18,026 |
| III. | Total Income (I + II) | | 10,41,26,397 | 7,46,03,838 |
| 2 | Expenses: | | | |
| a | Cost of materials consumed | 3.12 | 5,87,90,748 | 5,25,23,512 |
| b | Purchase of Stock in trade | | 1,34,86,490 | - |
| c | Changes in inventories of finished goods, Stock-in-Trade and work-in-progress | 3.13 | 4,86,388 | 4,99,658 |
| d | Excise Duty included in Sales above | | - | - |
| e | Employee benefits expense | 3.14 | 2,13,24,803 | 1,04,56,256 |
| g | Contract Manpower Cost | 3.15 | 48,63,873 | 75,45,584 |
| h | Finance cost | 3.16 | 36,84,823 | 6,84,149 |
| i | Depreciation and amortization expense | 2.10 | 25,95,094 | 20,25,121 |
| j | Other expenses | 3.17 | 3,08,37,926 | 1,45,93,454 |
| IV | Total Expenses | | 13,60,70,145 | 8,83,27,734 |
| V | Operating Profit | | (3,19,43,748) | (1,37,23,896) |
| VI | Tax Expense: | | | |
| | (i) Current Tax | | | |
| | (ii) Deferred Tax | 2.14 | 34,17,968 | (1,01,269) |
| | | | 34,17,968 | (1,01,269) |
| VII | Net Profit After Tax (V-VI) | | (2,85,25,780) | (1,36,22,627) |
| VIII | Other Comprehensive Income | | | |
| A. | Items that will be reclassified to profit or loss in subsequent periods | | | |
| | Net (loss)/gain on Fair Market Valuation of Financial Assets | 3.18 | (41,586) | 2,51,184 |
| | Items that will not be reclassified to profit or loss in subsequent periods | | | |
| | Actuarial Gains/(Losses) on Retirement Benefits | | | |
| | Less: Income tax effect on above (DTL) | | (32,604) | (65,308) |
| B. | Profit/ (Loss) of Associate for the year to the extent of the entity share in holding | | | (38,34,746) |
| IX | Total Comprehensive Income for the period (VII+VIII)(Comprising Profit (Loss) and Other Comprehensive Income for the period) | | (2,85,99,970) | (1,72,71,497) |

72nd Annual Report 2020

Consolidated Statement of Profit and Loss for the year ended 31 March 2020

| S. No. | Particulars | Note | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|----------|--|----------------------|-------------------------------------|-------------------------------------|
| X | Earnings per equity share: | | | |
| | Weighted Average no. of outstanding shares during the year | | 37,87,930 | 32,13,482 |
| | Basic & Diluted (in Rs.) | | (7.55) | (5.37) |
| | Face Value per Share (in Rs.) | | 010 | 010 |
| | Significant accounting policies Notes on financial statements | 1 2&3 | | |

As per our report of even date

PRAVEEN & MADAN

Chartered Accountants

(formerly **SRINIVAS & SUBBALAKSHMI**)

Firm Reg.No. 011350S

PRAVEEN KUMAR NAGARAJAN

Partner

[Membership No.225884]

Mumbai : 29th June, 2020

For and on behalf of the Board of Directors

DEEP A. LALVANI

Chairman

DIN No.0177100

PINKI SHARMA

Company Secretary

[Membership No. 45279]

TANYA H ADVANI

Director

DIN: 08586636

Mumbai : 29th June, 2020

Consolidated Cash Flow Statement for the year ended 31st March, 2020

(in Indian Rs.)

| Particulars | For the Year Ended 31-03-2020 | For the Year Ended 31-03-2019 |
|---|----------------------------------|----------------------------------|
| A. Cash Flow From Operating Activities | | |
| Net Profit before tax as per Statement of Profit and Loss | (3,19,85,334) | (1,34,72,712) |
| Add/(Less): | | |
| Depreciation, amortisation and impairment | 25,95,094 | 20,25,121 |
| Taxes paid | | |
| Non Operating Income including Interest Income | (17,29,872) | (11,33,877) |
| Revaluation of non Current Financial assets at fair value | 41,586 | (2,51,184) |
| Other Non Cash Items | | |
| Operating profit before working capital changes & Before Taxes | (3,10,78,526) | (1,28,32,652) |
| Adjustment for movements in: | | |
| Trade receivables | (1,17,11,776) | 26,38,407 |
| Inventories | (2,74,77,866) | (30,91,627) |
| Current Investments | - | - |
| Loans Given | (29,57,391) | 77,280 |
| Other Current Assets | (80,30,164) | 3,44,121 |
| Current Tax Assets | (3,64,272) | 19,438 |
| Trade payables | 2,29,33,106 | 51,52,805 |
| Other Financial Liabilities | 3,15,72,928 | 8,76,350 |
| Other Current Liabilities | 21,3,59,246 | (13,13,286) |
| Current Provisions | (86,779) | 24,78,359 |
| Operating profit after working capital changes | (58,41,494) | (56,50,805) |
| Direct taxes | (34,50,572) | 35,961 |
| Net Cash From Operating Activities | (92,92,066) | (56,14,844) |
| B. Cash Flow From Investing Activities | | |
| Purchase of property, plant and equipment | 2,76,90,366 | (1,11,12,743) |
| Purchase and sale of investments (net) | 2,86,59,082 | (1,96,00,000) |
| Interest and dividend income & Other Non Operating Income | 54,14,695 | 18,18,026 |
| Net Cash From Investing Activities | 6,17,64,143 | (2,88,94,717) |
| C. Cash Flow From Financing Activities | | |
| Share Capital Received Along with Premium | 20,54,550 | 3,42,02,000 |
| Increase/(decrease) in long term liabilities | (26,11,496) | 9,37,299 |
| Finance Cost | (36,84,823) | (6,84,149) |
| Dividend paid including tax | | - |
| Net Cash from Financing Activities | (42,41,769) | 3,44,55,150 |
| Net (Decrease) in Cash and Cash Equivalents (A+B+C) | 4,82,30,308 | (54,411) |

72nd Annual Report 2020

Consolidated Cash Flow Statement for the year ended 31st March, 2020 (Contd)

(in Indian Rs.)

| Particulars | For the Year Ended 31-03-2020 | For the Year Ended 31-03-2019 |
|---|----------------------------------|----------------------------------|
| Opening Balance of Cash and Cash Equivalents | 60,75,023 | 61,29,433 |
| Closing balance of Cash and Cash Equivalents (Refer note no. 10) | | |
| Components of Cash and Cash Equivalents: | | |
| Balances with banks in Current accounts | 1,01,00,809 | 29,95,800 |
| Unclaimed Dividend Account | | |
| Margin monies with Bank for Guarantees issued | | |
| Fixed deposits with banks | 17,20,954 | 30,07,254 |
| Cash on hand | 1,73,971 | 71,969 |
| | 1,19,95,734 | 60,75,023 |

Notes:

(i) Figures in brackets represent cash outflow.

(ii) The above Standalone Cash Flow Statement has been prepared under indirect method as set out in Ind AS-7- Cash Flow Statement notified under the Section 133 of the Companies Act, 2013.

As per our report of even date

PRAVEEN & MADAN
Chartered Accountants
(formerly **SRINIVAS & SUBBALAKSHMI**)
Firm Reg.No. 011350S

PRAVEEN KUMAR NAGARAJAN
Partner
[Membership No.225884]

Mumbai : 29th June, 2020

For and on behalf of the Board of Directors

DEEP A. LALVANI
Chairman
DIN No.0177100

PINKI SHARMA
Company Secretary
[Membership No. 45279]

TANYA H ADVANI
Director
DIN: 08586636

Mumbai : 29th June, 2020

Note 1**Significant accounting policies and other explanatory information for the year ended March 31, 2020****Company information**

Ador Multi Products Limited ('the Company') was incorporated in India on July 23, 1948 under the provisions of the Companies Act applicable in India and is a Toiletries preparation & Cosmetics organisation that operates on the Manufacturing of cosmetics with its clients in recommending. The Company is dedicated to the supply of products, services of Lotions, Hand sanitizers, shampoo needs of its end-users under the broad of 'Life enhancement. The Company is a public limited company [CIN: L85110MH1948PLC310253] domiciled in India and is listed on the Bombay Stock Exchange (BSE). The registered at Ador House, 5th Floor, 6 K Dubash Marg, Fort, Mumbai, Mumbai City, Maharashtra, India, 400001. The separate financial statements were authorised for issue in accordance with the resolution of the directors on 01/04/2019.

Basis of Preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ('The Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The financial statements up to and for the year ended March 31, 2020 were prepared in accordance with accounting standards notified under Companies (Accounting Standards) Rules, 2006, as amended and the relevant provisions of the Act (Indian GAAP/Previous GAAP). These are the first Ind AS financial statements of the Company prepared in accordance with Ind AS. Ind AS 101, First-time Adoption of Indian Accounting Standards has been applied. These financial statements have been prepared on a historical cost and accrual basis, except for the following : a) certain financial assets and liabilities and defined benefit plan assets and liabilities, that are measured at fair value. b) Employee defined benefit plans , recognized at the net total of the fair value of plan asset in the present value of the defined benefit obligation. Financial Statements are presented in Rs. which is the functional currency of the company and all values are rounded to the nearest lakhs except when otherwise indicated.

1. Significant accounting policies**a. Investment in subsidiaries and joint ventures**

Subsidiaries are entities that are controlled by the Company. The Company controls an entity when the Company is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the investee. Investments in subsidiaries are accounted at cost less impairment, if any.

A Joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Investments in joint ventures are accounted at cost less impairment, if any.

Investments in subsidiary and joint venture are accounted at cost less impairment ,if any, in accordance with Ind AS 27 - Separate financial statements. Refer to note 2.2 for the list of investments.

b. Property plant and equipment

Freehold Land is carried at historical cost. All other items of property, plant and equipment are states at historical cost less depreciation. Historical cost are stated at cost of acquisition inclusive of all attributable cost of bringing the assets to their working condition, accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditure related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance. Items of property, plant and equipment that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value and are shown separately in the financial statements. Any expected loss is recognised immediately in the Statement of Profit and Loss. Losses arising from the retirement of, and gains or losses arising from disposal of tangible assets which are carried at cost are recognised in the Statement of Profit and Loss. Schedule II to the Companies Act, 2013 prescribes useful lives for property, plant and equipments and allows Companies to use higher/lower useful lives and residual values if such useful lives and residual values can be technically supported and justification for difference is disclosed in the financial statements. Considering the applicability of Schedule II, the management has re-estimated useful life and residual values of all its fixed assets. The management believes that the depreciation rates currently used fairly reflect its estimate of the useful lives and residual values of property, plant and equipment. The Company provides depreciation on all assets (except leasehold land) on straight line basis and the Leasehold land is being amortised on straight line basis over the period of lease. Assets not yet ready for use are recognised as capital work in progress. On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

c. Intangible Assets(Including Capital Work in Progress)

Intangible assets relating to product development are recorded at actual cost incurred on the development of products and are capitalised once the products receive approval from relevant authorities and the same are carried at cost less accumulated amortisation. Intangible assets are amortised on a straight line basis over their estimated useful life of approximately four years, so as to effectively depreciate the assets over the specified useful life. Intangible assets are derecognised on disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss. On transition to Ind AS, the company has elected to derecognise the carrying value of all of its existing intangible assets as at 1st April 2019 measured as per the previous GAAP.

d. Derecognition of Intangible assets

A summary of derecognised Company's Intangible assets is as follows :

| | | |
|-------------------------------------|---|--------------|
| Software Website | - | Rs. 7,73,229 |
| Tally Software and Billing Software | - | Rs.65,737 |
| Trade mark and logo | - | Rs.29,075 |
| Product Development | - | Rs.24,00,088 |

e. Impairment of non-financial assets

The carrying amount of the non-financial assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal /external factors. An impairment loss , if any, is recognised in the statement of profit and loss whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. The recoverable amount of the assets (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. After impairment, depreciation / amortisation is provided on the revised carrying amount of the asset over its remaining useful life. A previously recognised impairment loss, if any, is increased or reversed depending on changes in circumstances. However, the carrying value after reversal ,if any, is not increased beyond the carrying value that would have prevailed by charging usual depreciation / amortisation if there were no impairment.

f. Investments and financial assets

Classification: The company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost. The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The company reclassifies debt investments when and only when its business model for managing those assets changes.

Measurement At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Measurement of debt instruments Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the company classifies its debt instruments:• **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of

principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Impairment of financial assets The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables only, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

De-recognition of financial assets A financial asset is derecognised only when• The company has transferred the rights to receive cash flows from the financial asset or• retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

g. Borrowings and other financial liabilities

Borrowings and other financial liabilities if any are initially recognised at fair value (net of transaction costs incurred). Difference between the fair value and the transaction proceeds on initial stage, if any, is recognised as an asset / liability based on the underlying reason for the difference. All financial liabilities , if any, are measured at amortised cost using the effective interest rate method

h. Inventories

- (a) Traded goods, raw materials and packing materials: At cost or net realisable value, whichever is lower.(b)Process stock: At cost or estimated realisable value, whichever is lower.(c) Finished goods: At cost or net realisable value, whichever is lower and are inclusive of cenvat thereon.

i. Revenue Recognition

Revenue from sale of goods is recognised on transfer of all significant risks and rewards of ownership to the buyer. The amounts recognised as sale is exclusive of goods and service tax.Income from conversion job is recognised on its completion and on its acceptance by the customers.

j. Other Income

Interest income for all debt instruments , is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.Dividend are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount of the dividend can be measured reliably.Management and marketing fees are recognised as and when the services are rendered.

k. Retirement and Other Employee Benefits

Gratuity: The Company has computed its liability towards future payments of gratuity to employees, on actuarial valuation basis which is determined based on project unit credit method and the charge for current year is debited to the Statement of Profit and Loss. Actuarial gains and losses, if any, arising on the measurement of defined benefit obligation is charged/ credited to other comprehensive income. **Leave encashment:** Liabilities are determined at the end of the year as per the management estimates and policy framed by the company and the charge for the current year is debited to the Statement of Profit and Loss**Presentation and disclosure :** For the purpose of presentation ,the allocation between the short term and the long term provisions has been made as determined by a actuary.**Superannuation:** The Company contributes towards superannuation fund, for future payment of retirement benefits to employees. Thecontributions accruing during each year are charged to the Statement of Profit and Loss.**Provident fund:** Employer's contribution to provident fund is charged to the Statement of Profit and Loss.

l. Segment Reporting

Operating segments , if any, are reported in a manner consistent with the internal reporting provided to the chief

operating decision maker. The Board of directors has been identified as being the chief operating decision maker. The board of directors of Ador Multi Products Limited assesses the financial performance and position of the group, and makes strategic decisions. Refer note 3.33 for narrative on applicability of segment reporting.

m. Taxation

Current tax : The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. **Deferred Tax** : Deferred income tax is provided in full, using the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

n. Leases

The determination of whether an arrangement is a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Company as a lessee

Lease in which a significant portion of the risks and rewards of ownership of an asset are classified as operating leases. Lease Payments is recognised in the statement of profit and loss on a straight - line basis over the lease term.

Company as a lessor

Lease in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Lease Income is recognised in the statement of profit and loss on a straight - line basis over the lease term. Costs, including depreciation, are recognised as an expense in the statement of profit and loss.

o. Foreign Currency Transactions

Foreign currency transactions are recorded at the exchange rates prevailing on the date of such transactions. Monetary assets and liabilities as at the Balance Sheet date are translated at the rates of exchange prevailing at the date of the Balance Sheet. Gains and losses arising on account of differences in foreign exchange rates on settlement/ translation of monetary assets and liabilities are recognised in the Statement of Profit and Loss. Non-monetary foreign currency items are carried at cost.

p. Provisions and Contingent Liabilities

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

q. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss (excluding other comprehensive income) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a right issue, shares split and reserve share splits (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss (excluding other comprehensive income) for the year attributable to equity share holders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

r. Post-sale-client support and warranties

The Company provides its clients with a fixed-period warranty for corrections of errors and support on all its fixed-price, fixed-time frame contracts. Costs associated with such support services are accrued at the time when related revenues are recorded and included in the Statement of Profit and Loss.

s. Cash flow statement

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet. Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows.

t. Critical estimates and judgements

The preparation of Financial Statements in conformity with Ind AS which requires management to make estimates, assumptions and exercise judgement in applying the accounting policies that affect the reported amount of assets, liabilities and disclosure of contingent liabilities at the date of financial statements and the reported amounts of income and expenses during the year. The Management believes that these estimates are prudent and reasonable and are based upon the Management's best knowledge of current events and actions. Actual results could differ from these estimates and differences between actual results and estimates are recognised in the periods in which the results are known or materialised. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Defined benefit obligation The cost of post-employment benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, expected rate of return on assets, future salary increases and mortality rates. Due to the long term nature of these plans such estimates are subject to significant uncertainty.

2.1 Property, Plant and Equipment

(in Indian Rs.)

| Description | Gross Block | | Depreciation | | Net Block as at 31 March 2020 |
|--------------------------|---------------------------|------------------------------------|---------------------------|-------------------------------------|--|
| | As at 01 April 2019 | Addi- tions 31 March 2020 | As at 01 April 2019 | For the year 31 March 2020 | |
| Freehold land | 14,935 | - | - | - | 14,935 |
| Factory building | 1,73,26,142 | 15,32,677 | 47,87,752 | 5,49,756 | 1,35,21,311 |
| Bore Well | 2,81,650 | - | 90,872 | 36,142 | 1,54,636 |
| Lab Equipment | 6,33,344 | 44,100 | 5,92,651 | 8,682 | 76,111 |
| Plant & Machinery | 2,12,21,577 | 44,16,546 | 1,65,15,075 | 8,61,064 | 66,19,485 |
| Electrical Installations | 25,98,761 | 78,100 | 9,72,691 | 1,66,076 | 15,38,094 |
| Electrical Equipments | 4,91,175 | - | 4,63,703 | 6,340 | 21,132 |
| Air Conditioner | 10,81,013 | - | 1,03,278 | 92,892 | 8,84,843 |
| Computers | 9,61,475 | - | 8,63,246 | 31,818 | 66,411 |
| Office equipments | 8,45,386 | - | 8,39,842 | - | 5,544 |
| Furniture & Fixtures | 38,20,042 | 4,44,323 | 21,46,201 | 2,43,626 | 17,67,572 |
| Vehicles | 3,78,093 | - | 3,15,055 | 12,411 | 49,645 |
| Factory building WIP | - | 1,08,337 | - | - | 1,08,337 |
| Total | 4,96,53,593 | 66,24,083 | 2,76,90,366 | 20,08,807 | 2,48,28,056 |

Intangible assets

| Description | Gross Block | | Amortisation | | Net Block as at 31 March 2020 |
|---------------------|---------------------------|------------------------------------|---------------------------|-------------------------------------|--|
| | As at 01 April 2019 | Addi- tions 31 March 2020 | As at 01 April 2019 | For the year 31 March 2020 | |
| Software & Logo | 8,68,041 | - | 8,68,041 | - | - |
| Product development | 24,00,088 | - | 24,00,088 | - | - |
| Total | 32,68,129 | - | 32,68,129 | - | - |

2.1 Property, Plant and Equipment

Tangible assets - 1908

| Description | Gross Block | | Depreciation | | Net Block as at 31 March 2020 |
|--------------------------|---------------------------|---------------------------|---------------------------|-------------------------|--|
| | As at 01 April 2019 | As at 31 March 2020 | As at 01 April 2019 | For the year 2020 | |
| Electrical Installations | 1,68,499 | 1,68,499 | 93,982 | 19,293 | 55,224 |
| Computers | 3,98,846 | 1,13,978 | 3,58,061 | 78,345 | 76,418 |
| Office equipments | 4,87,260 | 1,25,353 | 3,04,754 | 1,29,711 | 1,78,148 |
| Furniture & Fixtures | 9,93,947 | - | 4,74,898 | 1,34,374 | 3,84,675 |
| Total | 20,48,552 | 2,39,331 | 12,31,695 | 3,61,723 | 6,94,465 |

Intangible assets - 1908

| Description | Gross Block | | Amortisation | | Net Block as at 31 March 2020 |
|---------------------|---------------------------|---------------------------|---------------------------|-------------------------|--|
| | As at 01 April 2019 | As at 31 March 2020 | As at 01 April 2019 | For the year 2020 | |
| Computer Software | 2,59,438 | 25,000 | 1,36,790 | 42,885 | 1,04,763 |
| Website development | 9,27,056 | - | 7,45,377 | 1,81,679 | - |
| Total | 11,86,494 | 25,000 | 8,82,167 | 2,24,564 | 1,04,763 |

72nd Annual Report 2020

2.2 Investments

| Particulars | 31-Mar-20 | | 31-Mar-19 | |
|--|-----------------|------------------------|-----------------|------------------------|
| | Quantity (Nos.) | Amount (in Indian Rs.) | Quantity (Nos.) | Amount (in Indian Rs.) |
| Investment in Unquoted Shares & Bonds | | | | |
| 1. In a Joint venture Company | | | | |
| a) 1908 E Ventures Pvt Ltd | | | | |
| i) Equity shares of Rs 10, each | 11,04,615 | 1,10,46,150 | 4,00,000 | 40,00,000 |
| ii) Equity shares premium | | 1,09,53,840 | | – |
| ii) 9.5% Unsecured Fully Convertible | 16,00,000 | 1,60,00,000 | 24,00,000 | 2,40,00,000 |
| Less: Impairment of Investments in 1908 E ventures Pvt Ltd., | | 10,27,020 | | (10,547,530) |
| | | | | (3,834,746) |
| Sub Total | | 3,90,27,010 | | 1,36,17,724 |
| b) Anatomicals Ador India Pvt Ltd | | | | |
| i) Equity shares of Rs 10, each | 1,74,000 | 17,40,000 | – | – |
| Less: Impairment of Investments in Anatomicals ador India pvt ltd | | – | | – |
| Sub Total | | 17,40,000 | | – |
| 2. In Others | | | | |
| i) National Highways Authority of India | | – | | 50,00,000 |
| Total Unquoted Investments | | 4,07,67,010 | | 1,86,17,724 |
| Investment in Quoted Securities | | | | |
| i. HDFC Mutual Funds | – | – | 468 | 17,12,354 |
| ii. ICICI Prudential Mutual Funds | 6,483 | 1,09,623 | 6,483 | 1,48,648 |
| iii. Nippon India Liquid Growth | 034 | 1,65,494 | 6,076 | 1,56,632 |
| iv) Canara Equity Shares | 330 | 29,782 | 330 | 96,343 |
| v) Canara Robeco Mutual funds | 000 | – | 1,49,985 | 18,55,989 |
| vi) Nippon e Credit Risk | 6,076 | 1,38,972 | 1,126 | 51,12,921 |
| vii) SBI Liquid Funds | 281 | 8,69,636 | 793 | 23,13,563 |
| Total Quoted Investments | | 13,13,507 | | 1,13,96,450 |
| Total non-current investments | | 4,20,80,517 | | 3,00,14,174 |
| Aggregate amount of quoted investments and market value thereof | | 13,13,507 | | 1,13,96,450 |
| Aggregate amount of unquoted investments | | 4,07,67,010 | | 3,30,00,000 |

Notes:

i) All mutual fund investments are in growth funds.

2.3 Inventories

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|------------------|---------------------|---------------------|
| Raw materials | 3,02,43,768 | 56,93,106 |
| Traded goods | – | – |
| Work-in-progress | – | 61,14,331 |
| Finished goods | 91,90,968 | 1,49,433 |
| Total | 3,94,34,736 | 1,19,56,870 |

2.4 Trade receivables

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--------------------------------|---------------------|---------------------|
| Secured, considered good | | |
| Unsecured, considered good | 2,47,98,221 | 1,30,86,445 |
| Unsecured, considered doubtful | - | - |
| Less : Bad Debts Written Off | - | - |
| Total | 2,47,98,221 | 1,30,86,445 |

2.5 Cash and bank balances

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Balances with Banks in Current Accounts | 1,00,84,415 | 29,95,800 |
| Cheques on Hand | - | - |
| Cash on Hand | 1,90,365 | 71,969 |
| Total | 1,02,74,780 | 30,67,769 |

2.6 Other Bank Balances

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Fixed deposit with banks | 17,20,954 | 30,07,254 |
| Margin Monies | - | - |
| Balance with banks in unclaimed dividend accounts | - | - |
| Total | 17,20,954 | 30,07,254 |

Notes:

(a) The deposit maintained by the Company with banks comprise time deposit.

2.7 Loans & Deposits

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Unsecured, considered good | | |
| (a) Security deposits | | |
| Deposits with Govt Authorities and Govt Departments | 4,48,308 | 5,17,658 |
| Rent Deposits | 86,000 | - |
| Interest Accrued | 6,851 | - |
| Deposits -EMD | 100,000 | 100,000 |
| GST Excess Credit | 18,31,890 | |
| (b) Other advances | | |
| Loans and advances to employees and others | 11,02,000 | - |
| Total | 35,75,049 | 6,17,658 |

2.8 Other current assets

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Advances other than capital advances | | |
| Advance to suppliers | 91,35,062 | 8,91,600 |
| Prepaid expenses | 6,63,204 | 3,22,290 |
| Current portion of deferred notional rent expense | 32,456 | |
| Accrued Interest | 1,18,232 | 7,19,750 |
| Balances with statutory/government authorities | 14,850 | |
| Total | 99,63,804 | 19,33,640 |

2.9 Current tax assets

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Advance income tax (net of provision for tax) | 21,16,125 | 17,51,853 |
| Total | 21,16,125 | 17,51,853 |

72nd Annual Report 2020

2.11 Equity share capital

(in Indian Rs.)

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Authorised: | | |
| 50,00,000 (Previous Year 50,00,000) Equity Shares of Rs. 10 each | 5,00,00,000 | 5,00,00,000 |
| Total | 5,00,00,000 | 5,00,00,000 |
| Issued Capital | | |
| 41,56,617 (Previous Year 39,21,117) Equity Shares of Rs. 10 each | 41,566,170 | 39,211,170 |
| Subscribed and Paid Up: | | |
| 39,63,633 (Previous Year 37,58,178) Equity shares of Rs. 10 each (Refer Note No. 1) | 39,636,330 | 37,581,780 |
| Total | 39,636,330 | 37,581,780 |

(i) Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year:

| Particulars | 2019-20 | | 2018-19 | |
|---|-----------|-----------------|-----------|-----------------|
| | (In Nos.) | (in Indian Rs.) | (In Nos.) | (in Indian Rs.) |
| Shares outstanding at the beginning of the year | 3,758,178 | 37,581,780 | 2,864,178 | 28,641,780 |
| Shares outstanding at the end of the year | 3,963,633 | 39,636,330 | 3,758,178 | 37,581,780 |

(ii) Rights, preferences and restrictions

The Company has only one class of shares, referred to as equity shares having a par value of Rs.10/- per share. Each holder of equity share is entitled to one vote per share and dividend as may be declared at the Annual General Meeting.

(iii) Details of shares in the Company held by each shareholder holding more than 5% shares:

| Name of Shareholder | As at 31 March 2020 | | As at 31 March 2019 | |
|--------------------------------|-----------------------|--------------|-----------------------|--------------|
| | Number of Shares held | % of Holding | Number of Shares held | % of Holding |
| Equity Shares: | | | | |
| JB Advani & Co Private Limited | 1,134,544 | 28.62% | 1,134,544 | 30.19% |
| DEEPASHDALALVANI | 298,060 | 7.52% | 200,021 | 5.32% |

(iv) As on the date of the Balance Sheet: (a) The Company has not issued any equity share as fully paid pursuant to contracts without payment being received in cash. (b) The Company has not issued any fully paid bonus share. (c) The Company also did not buy back any equity share.

(v) Issue/conversion of equity shares: As on the date of the Balance Sheet, the Company has not issued securities like convertible preference shares, convertible debentures etc., which are convertible in to equity/preference shares.

2.12 Other equity

| Reserves and surplus | As at 31 March 2020 | As at 31 March 2019 |
|------------------------------|---------------------|---------------------|
| Securities premium | 4,70,02,677 | 4,02,22,662 |
| General reserve | 22,02,785 | 21,48,849 |
| Capital Reserve | 81,750 | 81,750 |
| OCI | 89,018 | 1,85,876 |
| Employee share options (net) | 16,38,265 | - |
| Retained earnings | (11,672,734) | (25,272,340) |
| Share of Profit - Subsidiary | (654,941) | - |
| Total | 3,86,86,820 | 1,73,66,797 |

2.13 Provisions

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|---------------------|---------------------|
| Provision for employee benefits | | |
| Provision for Gratuity | 22,20,561 | 21,04,881 |
| Leave Entitlement | 7,26,883 | |
| Others | – | – |
| Warranties | – | – |
| Total | 29,47,444 | 21,04,881 |

2.14 Deferred tax asset / Liabilities (net)

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|---------------------|---------------------|
| Deferred tax Asset | | |
| Deferred tax asset arising on account of (A) | | |
| Opening DTA | 82,34,141 | – |
| Timing difference between book depreciation and depreciation as per Income Tax Act ,1961 | – | – |
| Preliminary expenses | (68,695) | – |
| | 81,65,446 | – |
| Deferred tax liability arising on account of (B) | | |
| Others | – | – |
| Total | 81,65,446 | – |

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|---------------------|---------------------|
| Deferred tax liability | | |
| Deferred tax asset arising on account of (A) | | |
| Deferred tax liability on account of : | | |
| Opening Balance | 44,57,666 | 44,93,627 |
| Fair Valuation Impact & Others | 32,604 | 65,308 |
| | 44,90,270 | 45,58,935 |
| Deferred tax assets on account of : | | |
| Net Deferred Tax Liability for the year | (3,486,663) | (101,269) |
| (Includes reversal of old Deferred Tax Liability) | (3,486,663) | (101,269) |
| Total | 10,03,607 | 44,57,666 |

2.15 Trade payables

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|---------------------|---------------------|
| Micro, Small and Medium Enterprises | 1,29,952 | – |
| Other than Micro, Small and Medium Enterprises | 3,66,39,912 | 1,38,36,758 |
| Total | 3,67,69,864 | 1,38,36,758 |

The Trade Payables includes Creditors for Capital Goods, Raw Materials, Consumables, Traded Goods and Other Materials as well as Expenses whether Capital or Revenue in Nature. The Company has not received any information from its vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006. Nonetheless, there are no amounts outstanding in respect of such entities categorised under 'MSME' in the books of account.

2.16 Bank OD

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|--|---------------------|---------------------|
| Secured-Working Capital Loan from a bank | 3,74,47,160 | 58,74,232 |
| Total | 3,74,47,160 | 58,74,232 |

72nd Annual Report 2020

2.17 Provisions

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|--|---------------------|---------------------|
| Provision for employee benefits | | |
| Provision for Compensated Absences | 4,28,409 | 7,11,747 |
| Provision for Sales Tax Demand Order | 22,93,335 | 22,93,335 |
| Bonus Payable | 1,89,824 | – |
| Gratuity | 6,735 | – |
| Total | 29,18,303 | 30,05,082 |

2.18 Other current liabilities

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---------------------------|---------------------|---------------------|
| Advance from customers | 2,16,92,991 | 21,70,419 |
| Other current liabilities | 28,37,949 | 10,01,275 |
| Total | 2,45,30,940 | 31,71,694 |

3.1 Revenue from operations

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2021 |
|--|-------------------------------------|-------------------------------------|
| Sale of Products (Net of Returns) | | |
| Manufactured goods | 9,48,68,198 | 6,06,07,090 |
| Scrap sales | 1,84,179 | 2,00,047 |
| Traded goods | – | 2,269 |
| Sale of services | | |
| Job work income | 36,59,325 | 1,19,76,406 |
| Other Service Income | – | – |
| Total | 9,87,11,702 | 7,27,85,812 |

3.2 Other income

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2021 |
|---|-------------------------------------|-------------------------------------|
| Interest Income | 4,19,828 | 4,26,462 |
| 9.5% Debenture Income | – | 12,68,055 |
| Dividend income | 21,164 | 1,23,509 |
| Sundry Credit Balances Written Back | 3,68,172 | – |
| Sundry Receipts | 90,701 | – |
| Profit on sale of assets | 15,968 | – |
| Finance income on interest free security deposits | 29,640 | – |
| Business Support Services | 44,69,222 | – |
| Total | 54,14,695 | 18,18,026 |

3.12 Cost of materials consumed

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2021 |
|------------------------------|-------------------------------------|-------------------------------------|
| Raw material consumed | | |
| Opening stock | 1,18,07,437 | 82,16,152 |
| Add: Purchases | 7,72,27,079 | 5,61,14,797 |
| Less: Closing stock | 3,02,43,768 | 1,18,07,437 |
| Total | 5,87,90,748 | 5,25,23,512 |

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

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2021 |
|---|-------------------------------------|-------------------------------------|
| At the beginning of the Year | | |
| Work-in-progress | – | 4,390 |
| Finished goods | 96,77,356 | 6,44,701 |
| Stock-in-trade (Adjusted for FMTPL Changes) | – | – |
| Sub Total | 96,77,356 | 6,49,091 |
| At the end of the Year | | |
| Work-in-progress | | |
| Finished goods | 91,90,968 | 1,49,433 |
| Stock-in-trade | – | – |
| Sub Total | 91,90,968 | 1,49,433 |
| Total | 4,86,388 | 4,99,658 |

3.14 Employee benefits expense

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2021 |
|---|-------------------------------------|-------------------------------------|
| Salaries, allowances and other benefits | 1,73,55,786 | 77,81,578 |
| Contribution to Various Funds | 8,29,307 | 17,53,915 |
| Leave Encashment | 3,92,905 | – |
| Expenses on Employee Stock Option | 16,38,265 | – |
| Staff welfare | 11,08,540 | 9,20,763 |
| Total | 2,13,24,803 | 1,04,56,256 |

3.15 Contract Manpower Cost

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2021 |
|------------------------|-------------------------------------|-------------------------------------|
| Contract Manpower Cost | 48,63,873 | 75,45,584 |

3.16 Finance cost

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2021 |
|--|-------------------------------------|-------------------------------------|
| Interest Costs on Working Capital Loan | 36,37,302 | 6,84,149 |
| Other finance costs | 47,521 | – |
| Total | 36,84,823 | 6,84,149 |

72nd Annual Report 2020

3.17 Other expenses

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|-------------------------------------|-------------------------------------|
| Rent, rates, insurance and taxes | 12,92,703 | 10,77,141 |
| Administrative Expenses | 5,25,481 | – |
| Brand Registration | 1,09,108 | – |
| Consumables and stores | 8,70,646 | 10,64,129 |
| Advertisement Expenses | 29,94,236 | – |
| Exchange Loss | 87,459 | – |
| Power, fuel and utilities | 12,12,257 | 8,84,717 |
| Packing & Forwarding & Postage | 6,14,744 | 6,29,634 |
| Stationery, printing and communication | 12,76,482 | 3,63,649 |
| Repairs to building | – | 2,86,560 |
| Repairs to machinery | 19,85,172 | 7,89,035 |
| Security Charges | 8,09,300 | 9,25,201 |
| Leave & licence Fees | 14,77,921 | – |
| Labour Charges, Office Maintenance and Others | 6,33,552 | 15,33,004 |
| Professional fees | 51,91,894 | 21,42,668 |
| Amortisation of prepaid rent | 31,754 | 000 |
| AGM Expenses & Corporation Listing fee | 8,95,533 | 9,22,160 |
| Travelling and conveyance | 23,37,141 | 10,27,814 |
| Freight and forwarding | 3,44,440 | 60,765 |
| Sales commission and promotional expenses | 35,59,484 | 1,03,190 |
| Registration fees | 1,33,570 | 000 |
| Payment to auditors | 4,02,075 | 4,10,000 |
| Bank and other charges | 78,002 | 55,975 |
| Website Expenses | 2,82,764 | – |
| Testing Charges | 1,32,336 | – |
| General expenses | 30,61,350 | 24,478 |
| Bad Debts Written Off | 4,98,522 | – |
| Provision for Sales Tax Demand | – | 22,93,335 |
| Total | 3,08,37,926 | 1,45,93,455 |

Auditors' remuneration (excluding taxes)

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|-----------------|-------------------------------------|-------------------------------------|
| Statutory audit | 4,02,075 | 2,15,000 |
| Taxation | – | – |
| Other services | – | – |
| Total | 4,02,075 | 2,15,000 |

3.18 Other comprehensive income

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|--|-------------------------------------|-------------------------------------|
| Items that will not be reclassified to profit or loss | | |
| Increase in Value of Investments | (41,586) | 2,51,184 |
| Actuarial gains / (losses) on defined benefit obligations | – | – |
| Tax Impact on the same | (32,604) | (65,308) |
| Total | (74,190) | 1,85,876 |

3.21 Fair value measurements

Financial instruments by category:

| Particulars | 31-Mar-20 | | | 31-Mar-19 | | |
|--|-------------|----------------|-------|-------------|----------------|-------|
| | FVTPL | Amortised cost | FVOCI | FVTPL | Amortised cost | FVOCI |
| <u>Financial Assets - Non-current</u> | | | | | | |
| Non-current Investments* | 2,34,53,503 | 1,60,00,000 | | 1,53,96,450 | 2,90,00,000 | |
| Loans | - | - | | - | - | |
| <u>Financial Assets - Current</u> | | | | | | |
| Investments | - | - | | | | |
| Trade receivables | | 2,47,98,221 | | | 1,30,86,445 | |
| Cash and cash equivalents | | 1,90,365 | | - | 71,969 | |
| Bank balances other than cash and cash equivalents | | 17,20,954 | | | 30,07,254 | |
| Loans | | 35,75,049 | | - | 6,17,658 | |
| <u>Financial Liabilities - Current</u> | | | | | | |
| Trade payables | | 3,67,69,864 | | | 1,38,36,758 | |
| Other financial liabilities | | 3,74,47,160 | | - | 58,74,232 | |

I. Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. For example, listed equity instruments that have quoted market price.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

II. Financial assets and liabilities measured at fair value Fair value hierarchy - recurring fair value measurement:

| Particulars | 31-Mar-20 | | 31-Mar-19 | |
|--|-----------|------------|------------|-----------|
| | Level 1 | Level 2 | Level 1 | Level 2 |
| <u>Financial Assets - Non-current</u> | | | | |
| Investments | 1,313,507 | 23,739,990 | 11,396,450 | 4,000,000 |
| <u>Financial Assets - Current</u> | | | | |
| Investments | - | - | - | - |

Note:

During the periods mentioned above, there have been no transfers amongst the levels of hierarchy.

The carrying amounts of trade receivables, cash and bank balances, other bank balances, non-current loans, current loans, trade payables and other current financial liabilities are considered to be approximately equal to the fair value.

3.22 Financial risk management

The Company's principal financial liabilities comprise deposits, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include current loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company also holds FVTPL investments in mutual funds. The Company is exposed to credit risk, market risk and liquidity risk. The Company's senior management oversees the management of these risks.

A Credit risk

The company is exposed to credit risk from its operating activities (primarily for trade receivables) and from its financing activities (deposits with banks and other financial instruments).

Credit risk management

To manage credit risk, the Company follows a policy of providing 30-180 days credit to the domestic customers basis the nature of customers. The credit limit policy is established considering the current economic trends of the industry in which the company is operating. However, the trade receivables are monitored on a periodic basis for assessing any significant risk of non-recoverability of dues and provision is created accordingly.

Bank balances are held with only high rated banks and majority of other security deposits are placed majorly with government agencies/public sector undertakings.

Age of receivables that are past due:

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|----------------------|---------------------|---------------------|
| Upto 30 days | 1,75,95,634 | 1,12,53,980 |
| 30-60 days | 37,33,846 | 8,11,068 |
| 60-90 days | 3,83,901 | 5,20,586 |
| More than 90 days | 30,84,840 | 5,00,811 |
| Total | 2,47,98,221 | 1,30,86,445 |
| Expected credit loss | - | - |

B Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities – trade payables and other financial liabilities.

Liquidity risk management

The Company's management is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

Maturities of non – derivative financial liabilities

| As at 31 March 2020 | | | |
|--|--------------------|--------------------|--------------------|
| Particulars | Within 6 months | 6 months to 1 year | Total |
| Financial Liabilities - Current | | | |
| Trade payables | 3,50,19,302 | 17,50,562 | 3,67,69,864 |
| Other financial liabilities | 1,35,30,337 | 1,10,00,603 | 2,45,30,940 |
| Total | 4,85,49,639 | 1,27,51,165 | 6,13,00,804 |
| As at 31 March 2019 | | | |
| Particulars | Within 6 months | 6 months to 1 year | Total |
| Financial Liabilities - Current | | | |
| Trade payables | 1,24,83,197 | 13,53,561 | 1,38,36,758 |
| Other financial liabilities | 23,78,771 | 7,92,924 | 31,71,695 |
| Total | 1,48,61,968 | 21,46,485 | 1,70,08,453 |

C Market risk

(i) Foreign currency risk

The Company is exposed to foreign exchange risk on their receivables, payables which are held in USD, GBP and AU\$. The fluctuation in the exchange rate of INR relative to USD, GBP and AU\$ may have a material impact on the company's assets and liabilities.

Foreign currency risk management

In respect of the foreign currency transactions, the company does not hedge the exposures since the management believes that the same is insignificant in nature and also it will be offset to some extent by the corresponding receivables and payables.

The company's exposure to foreign currency risk at the end of reporting period are as under:

(in Indian Rs.)

| Particulars | 31-Mar-20 | | | 31-Mar-19 | | |
|---|-----------|--------|------|-----------|---------------|------|
| | USD | GBP | AU\$ | USD | GBP | AU\$ |
| Financial liabilities | | | | | | |
| Trade payables in Rs. | - | 57,904 | - | - | 57,904 | - |
| Net exposure to foreign currency risk (liabilities) in Rs. | - | 57,904 | - | - | 57,904 | - |

Sensitivity to foreign currency risk

The following table demonstrates the sensitivity in USD, EUR and SEK with all other variables held constant. The below impact on the Company's profit before tax is based on changes in the fair value of unhedged foreign currency monetary assets and liabilities at balance sheet date:

In Indian Rupees

| Currencies | 31-Mar-20 | | 31-Mar-19 | |
|------------|----------------|----------------|----------------|----------------|
| | Increase by 5% | Decrease by 5% | Increase by 5% | Decrease by 5% |
| USD | - | - | - | - |
| GBP | (2,895.20) | 2,895.20 | (2,895.20) | 2,895.20 |
| AU\$ | - | - | - | - |

(ii) Price Risk

The company is exposed to price risk from its investment in mutual fund classified in the balance sheet at fair value through profit and loss.

To manage its price risk arising from the investment, the Company has invested in the mutual fund after considering the risk and return profile of the mutual funds i.e. the debt profile of the mutual fund indicates that the debt has been given to creditworthy banks and other institutional parties and equity investment is made after considering the performance of the stock.. However, the entity being risk averse has opted to invest its substantial funds in debt oriented mutual funds.

| Sensitivity | 31-Mar-20 | 31-Mar-19 |
|---|-----------|-----------|
| Impact on profit after tax for 5% increase in NAV | - | - |
| Impact on profit after tax for 5% decrease in NAV | - | - |

72nd Annual Report 2020

3.23 Capital Management

Risk management

The company's objectives when managing capital are to

Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

Maintain an optimal capital structure to reduce the cost of capital.

Apart from trade payables and other current liabilities, there is no debt on the company. Therefore, the company manages its capital and return to shareholders by adequately investing in mutual funds and adjusting the amount of dividend paid to the shareholders.

Dividends

(in Indian Rs.)

| | 31 March 2020 | 31 March 2019 |
|--|---------------|---------------|
| a. Equity dividend | | |
| Final dividend for the year ended 31 March 2020 per fully paid share | - | - |

3.24 Investments in subsidiaries, associates and joint ventures:

| Sr.No | Subsidiary / associate / joint venture | Name of the Subsidiary / associate / joint venture | Principal place of business and country of incorporation | Proportion of ownership interest 31 March 2020 | Proportion of ownership interest 31 March 2019 | Method of accounting |
|-------|--|--|--|--|--|----------------------|
| 1 | Joint Venture | 1908 E Ventures Private Limited | India | 61% | 38% | Fair Value |
| 2 | Joint Venture | Anatomicals Ador India Pvt Ltd | India | 58% | - | Fair Value |

As on the date of transition the company has measured the investments at deemed cost i.e. previous GAAP carrying amounts

(i) As per audited statement made available to the Company, details of financials of 1908 E Ventures Private Limited. are as under:

| Particulars | As at 31.03.2020 | | As at 31.03.2019 | |
|-----------------------|------------------|---------------|------------------|---------------|
| | Total | 61% Share | Total | 38% Share |
| Assets | 25,733,283 | 1,57,55,853 | 3,07,93,672 | 1,17,03,058 |
| External liabilities* | 23,420,702 | 1,43,39,917 | 5,81,12,038 | 2,20,85,335 |
| Net assets | 2,312,581 | 14,15,936 | (2,73,18,366) | (1,03,82,277) |
| Share capital | 18,041,150 | 1,10,46,150 | 1,05,25,000 | 40,00,000 |
| Accumulated losses | (57,152,023) | (3,49,92,770) | (3,78,43,366) | (1,43,82,277) |
| Conversion rate | | | - | - |

| Particulars | For the Year Ended 31.03.2020 | | For the Year Ended 31.03.2019 | |
|-----------------------|-------------------------------|---------------|-------------------------------|-------------|
| | Total | 61% Share | Total | 38% Share |
| Revenue | 2,25,71,617 | 1,38,20,043 | 1,35,99,047 | 51,68,284 |
| Expenses | 4,99,91,378 | 3,06,08,484 | 3,18,03,135 | 1,20,86,702 |
| Losses | (2,74,19,761) | (1,67,88,442) | (1,82,04,088) | (69,18,418) |
| Average exchange rate | | | - | - |

(ii) As per audited statement made available to the Company, details of financials of Anatomicals Ador India Pvt Ltd. are as under:

| Particulars | As at 31.03.2020 | | As at 31.03.2019 | |
|-----------------------|------------------|-----------|------------------|------------|
| | Total | 58% Share | Total | 100% Share |
| Assets | - | - | - | - |
| External liabilities* | - | - | - | - |
| Net assets | - | - | - | - |
| Share capital | 3,000,000 | 1,740,000 | - | - |
| Accumulated losses | - | - | - | - |
| Conversion rate | - | - | - | - |

| Particulars | For the Year Ended 31.03.2020 | | For the Year Ended 31.03.2019 | |
|-----------------------|----------------------------------|------------|----------------------------------|------------|
| | Total | 100% Share | Total | 100% Share |
| Revenue | - | - | - | - |
| Expenses | 2,54,655 | 1,47,700 | - | - |
| Losses | (2,54,655) | (1,47,700) | - | - |
| Average exchange rate | - | - | - | - |

Notes: (a) *External liabilities are liabilities payable to other than the venture companies. (b) MYR-Malaysian Ringgits

3.25 Contingent liabilities, Capital and other commitments

(in Indian Rs.)

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---------------|---------------|
| Guarantees (Bank and Corporate) | - | - |
| Disputed excise duty demand under appeal | - | - |
| Disputed service tax demands under appeal | - | - |
| Disputed income tax demands under appeal | - | - |

3.26 Employee benefits

As per Indian Accounting Standard-19 'Employee Benefits', the disclosure of Employee benefits as defined in the Standard are given below:

Brief description of the plans:

The Company has various schemes for employee benefits such as provident fund, gratuity and superannuation. In case of funded schemes, the funds are administered through trustees/ appropriate authorities. The Company's defined contribution plans are superannuation and provident fund as the Company has no further obligation beyond making the contributions. The Company's defined benefit plans consists of gratuity. The employees of the Company are entitled to compensated absences as per the Company's policy.

(a) Defined Contribution Plan:

(i) Superannuation fund

(ii) Provident fund

During the year, the company has recognised the following amounts in the Statement of profit and loss*:

Contribution to Defined Contribution Plan, recognized as expense for the year are as under:
(in Indian Rs.)

| Particulars | 31 March 2020 | 31 March 2019 |
|---|-----------------|-----------------|
| Employer's Contribution to Superannuation | 1,94,293 | 2,13,911 |
| Employer's contribution to provident fund | 3,87,490 | 3,87,362 |
| Total | 5,81,783 | 6,01,273 |

* included in Note 28- 'Employee benefits expense'

(b) Defined Benefit Plan :

(1) Contribution to Gratuity fund (funded scheme)

In accordance with Indian Accounting Standard 19, actuarial valuation was done in respect of the aforesaid defined benefit plan of gratuity based on the following assumptions:-

| Particulars | 31 March 2020 | 31 March 2019 |
|---|-------------------|------------------|
| (i) Actuarial assumptions | | |
| Discount rate (per annum) | 6.20% | 7.55% |
| Salary escalation rate | 20.00% | 20.00% |
| Mortality rate (% of IALM 2012-14) | 100% | 100% |
| Attrition rate | | |
| 21 years to 44 years | 14.00% | 14.00% |
| 45-59 years | 14.00% | 14.00% |
| Retirement age | 60 years | 60 years |
| (ii) Assets information: | | |
| Government of India securities | 0.00% | 0.00% |
| State Government securities | 0.00% | 0.00% |
| High quality corporate bonds | 0.00% | 0.00% |
| Equity shares of listed companies | 0.00% | 0.00% |
| Special Deposit Scheme | 0.00% | 0.00% |
| Bank balance | 0.00% | 0.00% |
| Other Investments | 0.00% | 0.00% |
| Total Investments | 0.00% | 0.00% |
| (iii) Changes in the present value of defined benefit obligation | | |
| Present value of obligation at the beginning of the year | 21,04,881 | 11,31,621 |
| Interest cost | 1,31,691 | 72,762 |
| Service cost | 2,25,234 | 3,28,031 |
| Actuarial (gain) /loss | (1,46,982) | 6,41,698 |
| Benefits paid | (3,90,840) | (69,231) |
| Present Value of obligation at the end of the year | 19,23,984 | 21,04,881 |
| (iv) Changes in the Fair value of Plan Assets | | |
| Fair value of plan assets at beginning of the year | - | - |
| Expected return on plan assets | - | - |
| Actuarial (gain) /loss | - | - |
| Benefits paid | (3,90,840) | (69,231) |
| Fair Value of Plan Assets at the end of the year | (3,90,840) | (69,231) |

| | | |
|--|------------------|------------------|
| (v) Assets and liabilities recognised in the balance sheet | | |
| Present value of the defined benefit obligation at the end of the year | 19,23,984 | 21,04,881 |
| Less: Fair value of plan assets at the end of the year | - | - |
| Net liability recognised | 19,23,984 | 21,04,881 |

Expenses recognised in the Statement of Profit and Loss

| (vi) Particulars | 31 March 2020 | 31 March 2019 |
|---|-----------------|-----------------|
| Current Service Cost | 2,25,234 | 2,09,598 |
| Past Service Cost | - | 1,18,433 |
| Interest cost | 1,31,691 | 72,762 |
| Net gratuity cost recognised in the current year | 3,56,925 | 4,00,793 |
| Included in note 28 'Employee benefits expense' | | |
| Expenses recognised in the Statement of other comprehensive income | | |

| (vi) Particulars | 31 March 2020 | 31 March 2019 |
|---|-------------------|-----------------|
| Actuarial (gain)/loss recognised in the current year | (1,46,982) | 6,41,698 |
| Net gratuity cost recognised in the current year | (1,46,982) | 6,41,698 |
| Included in note 28 'Employee benefits expense' | | |
| - Contribution to Funds | | |

(vii) Sensitivity Analysis:

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase, attrition rate and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of the sensitivity analysis is given below:

| Particulars | 31 March 2020 | 31 March 2019 |
|-----------------------------------|---------------|---------------|
| Defined Benefit Obligation (Base) | 19,23,984 | 21,04,881 |

| Particulars | 31 March 2020 | | 31 March 2019 | |
|--|---------------|-----------|---------------|-----------|
| | Decrease | Increase | Decrease | Increase |
| Discount Rate (- / + 1%) | 1,864,670 | 1,979,946 | 2,237,299 | 1,989,015 |
| (% change compared to base due to sensitivity) | -3.78% | 3.56% | 6.29% | -5.50% |
| Salary Growth Rate (- / + 1%) | 1,987,762 | 1,871,064 | 2,013,047 | 2,202,136 |
| (% change compared to base due to sensitivity) | 4.06% | -3.37% | -4.36% | 4.62% |
| Attrition Rate (- / + 50%) | - | - | - | - |
| (% change compared to base due to sensitivity) | 0.0% | 0.0% | 0.0% | 0.0% |
| Mortality Rate (- / + 10%) | - | - | - | - |
| (% change compared to base due to sensitivity) | 0.0% | 0.0% | 0.0% | 0.0% |

Please note that the sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. There is no change in the method of valuation for the prior period.

72nd Annual Report 2020

3.27 Related Party Disclosure:

As per Ind AS 24 "Related party Disclosures", disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

(I) Names of related parties and description of relationship with the Company

- (i) **Associate companies:** J B Advani and Company Private Limited
Ador Welding Limited
Ador Welding Academy Private Limited
Ador Powertron Limited
Ador Fontech Limited
Ador Green Energy Private Limited
1908 E ventures Pvt Ltd
Anatomicals Ador India Pvt Ltd
- (ii) **Related personnel:** -
(by virtue of shareholding in associate companies)
- (iii) **Joint venture:** 1908 E ventures Pvt Ltd & Anatomicals Ador India Pvt Ltd
- (iv) **Wholly owned subsidiary:** -
- (v) **Key management personnel:** Mr. Deep A Lalvani - Chairman
Mr. N S Marshall - Independent director
Mr. Gaurav Lalwani - Independent director
Mr. Sandeep Ahuja - Independent director
Ms. Tanya Halina Advani - Director
Ms. Tina Ratan - Director
Ms. Pinki Sharma - Company secretary
- (vi) **Relatives of key management personnel:** -

(II) Transactions with related parties during the year: (in Indian Rs.)

| Relationship / name of the related party | Description of the nature of transactions | | Value of the transactions |
|--|---|------------------|---------------------------|
| | | 31-Mar-20 | 31-Mar-19 |
| (a) Associate companies | | | |
| J B Advani & Co. Private Limited | Re-imbusement of Expenses | 959 | 38,478 |
| | Sales of traded goods | - | - |
| Ador Welding Limited | Purchase of traded goods | - | - |
| | Re-imbusement of Expenses | - | - |
| Ador Fontech Limited | Re-imbusement of Expenses | - | - |
| 1908 E Ventures Pvt Ltd | Sale of manufacturing and traded goods | 18,06,819 | 12,19,142 |
| | Freight Charges | 22,162 | - |
| | Re-imbusement of Expenses | 39,460 | - |
| | Advance paid for Purchases | 1,97,00,000 | - |
| | Share Capital - Investment | 70,46,150 | - |
| | Share Premium - | 10,9,53,840 | - |
| | Interest Income | 3,91,232 | - |
| | Debentures Intrest 9.5% | 27,20,638 | 12,68,055 |
| 3D Future Technologies Pvt. Ltd. | Sale of Manufacturing products | 1,05,262 | 2,37,797 |
| | Reimburse of Exps | - | - |
| Anatomicals Ador India Pvt Ltd | Investement | 17,40,000 | - |
| | Advance Received | 3,02,788 | - |
| | Advance Pd | 50,000 | - |
| (b) Related personnel | | | |
| (c) Relatives of key management personnel | | | |

III) Balances of related parties

(in Indian Rs.)

| Particulars | 31-Mar-20 | 31-Mar-19 |
|-----------------------------------|-----------|-----------|
| J B Advani & Co. Private Limited | - | - |
| Ador Welding Limited - Creditors | 32,976 | 32,976 |
| 1908 E-Ventures Pvt Ltd - Advance | 60,00,010 | - |
| 1908 E-Ventures Pvt Ltd | 3,94,715 | 7,35,988 |
| 1908 E-Ventures Pvt Ltd | 3,52,109 | |
| Anatomicals Ador India Pvt Ltd | 2,52,788 | |
| 3D Future Technologies Pvt. Ltd. | 51,984 | 1,04,430 |

(IV) Maximum balance during the year (reckoned as at end of each month)

| Particulars | 31-Mar-20 | | 31-Mar-19 | |
|-----------------------------------|-----------|------------|-----------|--------|
| | Dr. | Cr. | Dr. | Cr. |
| Ador Welding Limited | - | 32,976 | - | 32,976 |
| 1908 E Ventures Pvt Ltd - Advance | - | 6,0,00,010 | - | - |
| 1908 E Ventures Pvt Ltd | - | 2,677 | - | - |
| 1908 E Ventures Pvt Ltd | 3,97,392 | - | 7,35,988 | - |
| 1908 E Ventures Pvt Ltd -Interest | | 3,52,109 | - | - |
| Anatomicals Ador India Pvt Ltd | | 50,000 | - | - |
| 3D Future Technologies Pvt. Ltd. | - | 51,984 | 1,04,430 | - |

(V) Key Management Personnel (KMP) compensation:

(in Indian Rs.)

| Particulars | 31 March 2020 | 31-Mar-19 |
|------------------------------------|---------------|-----------|
| Remuneration to Director | 17,13,800 | |
| Remuneration to Company secretary | 1,00,945 | 2,63,750 |
| Old Company Secretary Left Service | 2,88,267 | |

Note: Since the provision for gratuity and leave absences are determined for the company as a whole, it is not possible to identify the amount for KMPs separately.

3.28 Earnings per share

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|-------------------------------------|-------------------------------------|
| Net Profit / (loss) after tax for the year (in Rs.) | (2,85,99,970) | (1,34,36,753) |
| Profit / loss attributable to equity share holders (in Rs.) | (2,85,99,970) | (1,34,36,753) |
| Weighted Average Number of equity shares outstanding during the year | 37,87,930 | 32,13,482 |
| Basic and Diluted Earnings Per Share (Rs.) | (7.55) | (4.18) |
| Face Value per Share (Rs.) | 10.00 | 10.00 |

Note: The Company does not have any outstanding dilutive potential equity shares as at March 31, 2020. Consequently, basic and diluted earnings per share of the Company remain the same.

3.29 Contractual liabilities

All contractual liabilities connected with business operations of the Company have been appropriately provided for.

3.31 Realisations

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

3.32 Transfer pricing

The Management is of the opinion that its transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for tax.

3.33 Segment Reporting As per para 12 of Ind AS 108, two or more operating segments may be aggregated into a single operating system if aggregation is consistent with the core principle of this Ind AS, the segments have similar economic characteristics, and the segments are similar in each of the following respects: a) the nature of the products and services b) the nature of the production process c) the type or class of customers for their products and services d) the methods used to distribute their products or provide their services e) if applicable, the nature of their regulatory environment Further, the Company views the business in toto and not as segments and hence Segment reporting is not applicable.

As per our report of even date

PRAVEEN & MADAN

Chartered Accountants

(formerly SRINIVAS & SUBBALAKSHMI)

Firm Reg.No. 011350S

PRAVEEN KUMAR NAGARAJAN

Partner

[Membership No.225884]

Mumbai : 29th June, 2020

For and on behalf of the Board of Directors

DEEP A. LALVANI

Chairman

DIN No.0177100

PINKI SHARMA

Company Secretary

[Membership No. 45279]

TANYA H ADVANI

Director

DIN: 08586636

Mumbai : 29th June, 2020

‘Green Initiative’ – A Corporate Governance Measure Service of Documents through e-mode

Dear Shareholder(s)

The Ministry of Corporate Affairs (MCA) has taken up “Green Initiative Measure” as part of Corporate Governance by allowing paperless compliance by Companies vide Circular No. 17/2011 dated 21/4/2011 stating that the Company would have complied with Section 20 of the Companies Act, 2013, if service of documents are made through electronic mode. In such case, the Company is required to obtain e-mail addresses of its Member(s) for sending Notices/Documents/Financial Reports through e-mail by giving an advance opportunity to every Shareholder to register his/her e-mail address and changes thereon, if any, from time to time.

To take part in the same, we propose to send documents like Notice convening the General Meetings, Financial Statements, Annual Reports etc. in electronic form to the e-mail address of the Members available/registered with the Company.

As you are one of the Shareholder(s), you are requested to participate in this ‘Green Initiative’, by providing your e-mail address and other details mentioned herein below:

| | |
|---|-----------------------------------|
| Name of the Company | Ador Multiproducts Limited |
| Name of the Shareholder(s) | |
| Folio (If shares are held in physical form) | |
| E-mail address to which Documents/Notices can be served electronically(Only for shareholders holding shares in physical form). | |
| PAN Card (Copy/scanned document to be attached) | |

Signature of the Shareholder(s)

The above information duly filled to be sent to:

Canbank Computer Services Limited

J.P. Royale, 1st Floor, 218, 2nd Main, Sampige Road
(Near 14th Cross), Malleswaram

Bangalore 560 003.

Tel Nos. (080) 23469661 - 665

Fax No. (080) 23469667

or e-mail to the following Id's:

a. Registrar and Transfer Agent: canbankrta@ccsl.co.in ; naidu@ccsl.co.in ;

b. Company: amplblr@yahoo.co.in

**The Shareholder(s) holding shares in electronic form are requested
to update their e-mail id's with the Depository Participant,
where de-mat accounts are held.**