



# **Corporate Information**

### **Board of Directors**

Vinod Kashyap, Chairman Vineet Kashyap, Managing Director Vikram Kashyap, Joint Managing Director Justice C. K. Mahajan (Retd.), Director H. N. Nanani, Director Naresh Lakshman Singh Kothari, Director Poonam Sangha, Director Sharad Sharma, Nominee Director Vivek Talwar, Director Settihalli Basavaraj, Director **Chief Finance Officer** Manoj Agrawal GM Corporate Affairs & Company Secretary Pushpak Kumar **Statutory Auditors** Rupesh Goyal & Co **Chartered Accountants** 203-204 Avadh Complex D-5 Laxmi Nagar Delhi 110092

## **Principal Bankers**

State Bank of India Canara Bank IndusInd Bank Limited *PNB (E-*Oriental Bank of Commerce) ICICI Bank Limited Yes Bank Limited **Registered Office** 409, 4th Floor, DLF Tower-A, Jasola, New Delhi-110025.

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## NOTICE

Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting ('AGM') of B. L. Kashyap and Sons Limited will be held on Thursday the 30 September 2021 at 11.00 A.M through Video Conferencing (VC) / Other Audio Visual Means (OAVM) for which purpose the Registered Office of the Company situated at 409, 4<sup>th</sup> Floor, DLF Tower-A, Jasola , New Delhi shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following business:.

#### **ORDINARY BUSINESS**

- 1. To Receive, Consider and Adopt: (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2021 together with the Reports of the Board of Directors and Auditors thereon and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2021 together with the Reports of Auditors thereon.
- 2. To appoint a director in place of Mr. Vinod Kashyap, (DIN: 00038854), who retires by rotation and being eligible, offers himself for re-appointment.

#### SPECIAL BUSINESS

#### 3. Ratification of Cost Auditor's Remuneration

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

**"RESOLVED THAT** pursuant to provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force) the remuneration as approved and recommend by the Board to be paid to the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31 March 2022 be and is hereby ratified."

**RESOLVED FURTHER THAT**, any Director and/or the Company Secretary of the Company be and ar hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto."

By Order of the Board **For B. L. Kashyap and Sons Ltd.** 

**Pushpak Kumar** GM Corporate Affairs & Company Secretary M.No.: F-6871

Place: New Delhi Date: 12 August 2021 Registered Office: 409, 4<sup>th</sup> Floor, DLF Tower-A, Jasola, New Delhi – 110025 CIN: L74899DL1989PLC036148 Ph: +011 40500300 Fax: 011-40500333 email:info@blkashyap.com, Website: www.blkashyap.com



## NOTES

- An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business at Sr. 3 to be transacted at the Annual General Meeting is annexed hereto. The relevant details as required under regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of SS-2 (Secretarial Standards – 2) on General Meetings by the Institute of Company Secretaries of India, in respect of the person seeking appointment / reappointment as Director under item no. 2 of the Notice, is also annexed.
- 2. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its Circular No. 14 dated April 8, 2020 and Circular No. 17 dated April 13, 2020 Circular No. 20 dated May 5, 2020 read with general circular dated January 13, 2021 (hereinafter collectively referred to as "MCA Circulars") permitted the holding of Annual General Meeting through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without the physical presence of Members at a common venue. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual General Meeting of the Members of the Company is being held through VC/OAVM.

Pursuant to the provisions of the Companies Act, 2013 (the "Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") and MCA Circulars, the 32<sup>nd</sup> Annual General Meeting (AGM) of the Company is being held through VC / OAVM on Thursday, September 30, 2021, at 11.00 A.M.

- 3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020 read with general circular dated January 13, 2021 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited (Link Intime) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM will be provided by Link Intime.
- 5. The Notice calling the AGM has been uploaded on the website of the Company in the Investor Relations Section under Shareholders Meeting Tab. The complete Annual Report is also available in the financial statement section. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd and National Stock Exchange of India Limited at www. bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of Link Intime (agency for providing the Remote e-Voting facility) i.e. <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a>.
- 6. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 7. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to <u>rjcocs@gmail.com</u> with a copy marked to the Company at <u>cs@</u><u>blkashyap.com</u> and to RTA at <u>instameet@linkintimeco.in</u>
- 8. All documents referred to in the accompanying Notice and the Explanatory Statement can be obtained for inspection by writing to the Company at its email ID <u>cs@blkashyap.com</u> till the date of AGM.
- 9. The Register of Members and Share Transfer Books shall remain closed from Friday, September 24, 2021 to Thursday, 30 September, 2021 (both days inclusive).
- 10. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Share Transfer Agents, Link Intime in case the shares are held by them in physical form.
- 11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Link Intime in case the shares are held by them in physical form.
- 12. i) Members holding shares in physical form are requested to immediately intimate any change in their residential address to Link Intime India Private Limited "Link Intime", Noble Heights, 1st floor, Plot No NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi 110058, Registrars and Transfer Agent of the Company, so that change could be effected in the Register of Members.

- ii) Members who are holding shares in demat mode are requested to notify any change in their residential address, Bank A/c details and/ or email address immediately to their respective Depository Participants.
- 13. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form.
- 14. Since the AGM will be held through VC/OAVM, the Route map of the Venue of the AGM is not annexed to this Notice.
- 15. Voting through electronic means (Remote E-voting):
  - In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings (SS2) issued by the institute of Company Secretaries of India, the Company is pleased to provide to its Members the facility to exercise their right to vote on resolutions proposed to be considered at the 32<sup>nd</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Link Intime.
  - ii. The remote e-voting period commences on Sunday, September 26, 2021 at 09:00 A.M. and ends on Wednesday, September 29, 2021 at 05:00 P.M. During this period, the shareholders of the Company, holding shares either in physical form or dematerialised form, as on the cut-off date i.e. September 23, 2021 may cast their vote electronically. The e-voting module shall be disabled by Link Intime for voting after 5.00 PM on September 29, 2021.
  - iii. Any person, who acquires shares of the Company and becomes Member of the Company after sending the Notice and holding shares as on the cut-off date i.e. September 23, 2021, may follow the same instructions as mentioned above for E-voting.
  - iv. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not been titled to cast their vote again.
  - v. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company.
  - vi. The Board of Directors of the Company has appointed Mr. Rahul Jain, Practicing Company Secretary (C.P. No. 5975), to act as Scrutinizer for conducting the e-voting process in a fair and transparent manner.
  - vii. The Scrutinizer shall, immediately after the conclusion of voting at the annual general meeting, would first unblock the e-voting at the meeting, thereafter unblock the votes cast through remote e-voting and make within a period not exceeding two (2) days from the conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any and submit forth with to the Chairman of the Company or a person authorized by him in writing who shall countersign the same.
  - viii. The results declared along with the Scrutinizer's Report shall be placed on the Company's website <u>http://www.blkashyap.com</u> and on the website of Link Intime India Private Limited immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") where the shares of the Company are listed.
  - ix. The Resolution shall be deemed to be passed on the date of AGM i.e. September 30, 2021 subject to receipt of sufficient votes.

### Instruction for E-Voting and joining AGM are as follows:

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

Type of shareholders	Login Method
Individual Shareholders	• If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL.
holding securities in	Open web browser by typing the following URL: <u>https://eservices.nsdl.com</u> either on a Personal
demat mode with NSDL	Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial
	<ul> <li>Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password.</li> <li>After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>



Type of shareholders Login Method		
	<ul> <li>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>	
Individual Shareholders holding securities in demat mode with CDSL		
Individual Shareholders (holding securities in demat mode) & login through their depository participants	Participant registered with NSDL/CDSL for e-Voting facility.	
Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME.	Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -	

### Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at <u>https://instavote.linkintime.co.in</u> and register themselves as **'Custodian / Mutual Fund / Corporate Body'**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body'** login for the Scrutinizer to verify the same.

# Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME, have forgotten the password:

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$&\*), at least one numeral, at least one alphabet and at least one capital letter.

### Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.
  - It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
  - During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

### Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual Shareholders holding securities	Members facing any technical issue in login can contact NSDL helpdesk by sending a
in demat mode with NSDL	request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities	Members facing any technical issue in login can contact CDSL helpdesk by
in demat mode with CDSL	sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or
	022-23058542-43.

## Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <u>https://instavote.linkintime.co.in</u>, under **Help** section or send an email to <u>enotices@linkintime.co.in</u> or contact on: - Tel: 022 –4918 6000.

### Process and manner for attending the Annual General Meeting through InstaMeet:

Open the internet browser and launch the URL: <u>https://instameet.linkintime.co.in</u>

- Select the "Company" and 'Event Date' and register with your following details: -
- A. Demat Account No. or Folio No:Enter your 16 digit Demat Account No. or Folio No
  - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
  - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
  - Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company
- **B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
- C. Mobile No.: Enter your mobile number.
- D. Email ID: Enter your email id, as recorded with your DP/Company.
- Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).



Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

#### Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

- 1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the cs@blkashyap.com.
- 2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
- 3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
- 4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
- 5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

# Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

#### Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

- 1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
- 2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
- 3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- 4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- 5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
- 6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

<u>Note</u>: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to <u>instameet@linkintime.co.in\_</u>or contact on: - Tel: 022-49186175.

#### Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

Item No. 3

On the recommendation of the Audit Committee, the Board has at their meeting held on 22 June 2021 approved the appointment of M/s. Sanjay Gupta & Associates, Cost Accountants as the cost auditor for the financial year 2021-22 at a remuneration of Rs. 2 lakhs per annum plus applicable GST and reimbursement of out of pocket expenses.

The resolution contained in Item No. 3 of the accompanying Notice, accordingly, seek members' approval for ratification of remuneration of Cost Auditors of the Company for the financial year 2021-22.

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

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

By Order of the Board **For B. L. Kashyap and Sons Ltd.** 

**Pushpak Kumar** GM Corporate Affairs & Company Secretary M.No.: F-6871

Place: New Delhi Date: 12 August 2021

#### **Registered Office:**

409, 4<sup>th</sup> Floor, DLF Tower-A, Jasola, New Delhi – 110025 CIN : L74899DL1989PLC036148 Ph:+011 40500300 Fax:011-40500333 email:info@blkashyap.com, Website: www.blkashyap.com



## ANNEXURE TO THE NOTICE

## Details of Director retiring by rotation / appointment / re-appointment at the ensuing Annual General Meeting

Particulars	Re-appointment
Name of the Director	Mr. Vinod Kashyap
	(DIN: 00038854)
Date of Birth	14 <sup>th</sup> November,1951
Age (in years)	70
Date of first appointment on the Board	8 <sup>th</sup> May, 1989
Brief Resume	Mr. Vinod Kashyap is Promoter director of the Company. He holds a bachelor's degree in arts from Hindu College, University of Delhi. Mr. Kashyap has over 3 decade of experience in Construction Industry.
	In 1978, Mr. Kashyap joined erstwhile M/s B. L. Kashyap And Sons, a partnership firm, as a partner. Presently, he is handling, administrative, planning and finance department.
Expertise in specific functional area	He has vast and rich experience in Construction Industry, Strategic Management, Corporate Planning and Stakeholder Relations.
Listed companies (other than	-
B. L. Kashyap and Sons Ltd.) in which holds directorship	
Listed Companies (other than	-
B. L. Kashyap and Sons Ltd.) in which holds membership of Board Committees	
No of Share Held in the Company	40684078
	18.05%
Disclosure of relationships between directors inter-se	Brother of Mr. Vikram Kashyap, Jt. Managing Director and Mr. Vineet Kashyap, Managing Director of the Company