



# **ANNUAL REPORT 2021-2022**



# **CEEJAY FINANCE LIMITED**



## CORPORATE INFORMATION

### Board of Directors

Kiran Patel	Chairman
Deepak Patel	Managing Director
Shailesh Patel	Director
Bharat Amin	Director
Mrudulaben Patel	Director
Sunil Patel	Director

### Company Secretary & Compliance Officer

Shailesh Bharvad

### Chief Financial Officer

Devang Shah

### Statutory Auditors

Arpit Patel & Associates  
"Agrawal Chambers",  
2nd Floor, Ellisbridge,  
Ahmedabad-380006

### Internal Auditors

Vipinchandra C. Shah & Co.  
133-134, Santram Super Market,  
Nr. Laxmi Cinema, Nadiad-387001

### Bankers

Bank of Baroda  
Union Bank of India

### REGISTERED OFFICE

C.J. House, Mota Pore,  
Nadiad-387001(Gujarat)  
CIN: L65910GJ1993PLC019090  
E-mail: [shaileshbharvad@ceejayfinance.com](mailto:shaileshbharvad@ceejayfinance.com)  
Website: [www.ceejayfinance.com](http://www.ceejayfinance.com)  
Phone: 0268 2562633

### CORPORATE OFFICE

9th Floor, Abhijit-II,  
Mithakhali Six Roads,  
Ellisbridge, Ahmedabad-380006.

### Registrar to Company

#### Link Intime India Private Limited

5th Floor,506-508,Amarnath Business Centre-1  
(ABC-1), Besides Gala Business Centre,  
Nr. St. Xavier's College Corner, Off. C.G. Road,  
Navrangpura, Ahmedabad-380006  
Tele/Fax: +91 79 26465179  
E-mail: [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in)

### Secretarial Auditors

Alpesh Vekariya & Associates  
Company Secretaries  
915, One World West, Iskcon-Ambli Road,  
Ambli, Ahmedabad-380058.

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**NOTICE**

**NOTICE** is hereby given that the **TWENTY NINTH ANNUAL GENERAL MEETING** of the members of **CEEJAY FINANCE LIMITED** will be held on Saturday, the 24<sup>th</sup> September, 2022 at 11.00. A.M. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt Audited Financial Statements of the Company for the year ended 31st March, 2022, including the Audited Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss and Cash flow Statement for the year ended on that date and the report of the Board of Directors' and Auditors' report thereon.
2. To declare final dividend at 10% on equity shares (₹ 01.00/- per share) for the financial year 2021-2022.
3. To appoint Mr. Kiran Patel (holding DIN:00081061), Director who retires by rotation and being eligible, offers himself for re-appointment.
4. Appointment of Statutory Auditors

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

**"RESOLVED THAT** pursuant to the provisions of Section 139,142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Kantilal Patel & Co., Chartered Accountants, Ahmedabad (Firm Registration No.: 104744W) be and are hereby appointed as Statutory Auditors of the Company, to hold the office from the conclusion of the 29th Annual General Meeting until the conclusion of the 34th Annual General Meeting of the Company at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed between the Board of Directors of the Company and the Auditors.

**RESOLVED FURTHER THAT** to give effect to above resolution, Managing Director or the Board of Directors of the Company be and is hereby severally authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.

**SPECIAL BUSINESS:**

5. To approve existing as well as new material related party transactions with related parties

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

**"RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re- enactment thereof for the time being in force) and pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure requirement) Regulations, 2015, (SEBI Listing regulations), other applicable laws and subject to such other approval(s), consent(s) and permission(s) as may be required to be obtained from time to time and pursuant to the approval and recommendation of the Audit Committee and the Board of Directors of the Company respectively, the consent, approval and ratification of the members of the Company be and is hereby accorded, for transactions entered into/proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), to enter into any arrangements/transactions/contracts/agreements of whatever nature including

financial or non financial transaction(s) with related/interested party(ies) as defined under Companies Act, 2013 or SEBI Listing Regulations or Accounting Standard from time to time, whether material or not, on such terms and conditions including interest with or without security as may be decided, and which shall remain in force unless revoked or varied by the Company in General Meeting, provided that the total aggregate amount/ value of all such arrangements/ transactions/contracts/agreements that may be entered into by the Company with related/ interested party(ies) and remaining outstanding at any one point of time to each party shall not be in excess of the amount as enumerated in Explanatory Statement in detail up to the next AGM of the Company (for a period not exceeding Fifteen Months).

RESOLVED FURTHER THAT the Managing Director or Key Managerial Personnel or Board of Directors of the Company (the "Board", which term shall be deemed to include its "Committee of Directors"), be and is hereby authorized to do or cause to be done all such acts, matters, deeds and things and to settle any questions, difficulties or doubts that may arise with regard to any transactions with related parties and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution."

**Registered Office**  
**C.J. House, Mota Pore,**  
**Nadiad - 387 001**  
**Date: 24th June, 2022**

**By order of the Board**  
**For CEEJAY FINANCE LIMITED**

**Sd/-**  
**Shailesh Bharvad**  
**Company Secretary & Compliance Officer**

## **NOTES**

- 1) As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 02/2022 dated May 05, 2022. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.  
Central Depository Services (India) Limited ("CDSL") will be providing facility for voting through remote e-voting, for participation in the AGM through VC/OAVM facility and e-voting during the AGM. Instructions for participating/joining in the meeting through VC/OAVM and e-voting during the AGM are explained hereunder at Note No.10 below.
- 2) 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 MCA Circulars dated May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- 3) The relevant Explanatory Statement and reasons in respect of proposed special business pursuant to Section 102(1) of the Companies Act, 2013 are annexed hereto.
- 4) As the AGM shall be conducted through VC/OAVM, the facility for appointment of proxies by the members will not be available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. Members are requested to participate on first come first served basis, as participation through VC/OAVM is limited. Members can login and join 15 (fifteen) minutes prior to the scheduled time of the commencement of the meeting and window for joining shall be kept open till the

expiry of 15 (fifteen) minutes after the scheduled time. Participation is restricted upto 1000 members only. However the participation of large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the chairperson of the Audit committee, Nomination and remuneration committee and stakeholders Relationship committee, Auditors etc. will not be subject to restriction of first come first served basis.

- 5) 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.
- 6) Institutional/ Corporate members are required to send a scanned copy (PDF/JPG format) of its Board or Governing Body Resolution/ Authorization, 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 through its registered email address to the Scrutinizer at the email address viz. [csalpeshvekariya@gmail.com](mailto:csalpeshvekariya@gmail.com) or to the Company at [shaileshbharvad@ceejayfinance.com](mailto:shaileshbharvad@ceejayfinance.com).
- 7) Members holding shares in demat form are requested to intimate any change in their address and / or bank details immediately to their Depository Participants and to Registrar & Share Transfer Agent of the Company in case shares are held in physical form.
- 8) To support 'Green Initiative' shareholders who hold shares in electronic mode and who have not registered their email addresses, so far, are requested to register their email address and changes therein from time to time, with their concerned Depository Participant. Shareholders who holds share in physical mode are requested to register their email addresses with the Company/ Registrar.

**ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:**

- 9) In compliance with, the MCA and SEBI Circulars, Notice of the Meeting along with the Annual Report for FY 2021-22 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 2021-22 will also be available on website of the Company, i.e. [www.ceejayfinance.com](http://www.ceejayfinance.com); website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of the CDSL [www.evotingindia.com](http://www.evotingindia.com).

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

- 10) Members will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. The procedure for attending meeting & e-Voting during the AGM is same as the instructions mentioned under the head "INSTRUCTION FOR E-VOTING".
- 11) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned under the head "INSTRUCTION FOR E-VOTING".
- 12) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned here under in the Notes to the Notice. The facility of joining the AGM through VC/OAVM will be available for Members on first come first served basis.
- 13) Members are encouraged to join the Meeting through Laptops / IPads for better experience.
- 14) Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 15) 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.
- 16) For ease of conduct, members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 (seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [shaileshbharvad@ceejayfinance.com](mailto:shaileshbharvad@ceejayfinance.com). The members who do not wish to speak during the AGM but have queries may send their queries in advance 7 (seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [shaileshbharvad@ceejayfinance.com](mailto:shaileshbharvad@ceejayfinance.com). These queries will be replied to by the Company suitably by email. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

- 17) Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM.
- 18) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through Remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- 19) If any Votes are cast by the shareholders through the e-Voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- 20) Shareholders who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- 21) Members who need assistance before or during the AGM, can send a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at tollfree No.: 1800 22 55 33

## 22) E-Voting

In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars, the Company is pleased to provide the e-voting facility through Central Depository Services Limited (CDSL) to its Members holding shares in physical or dematerialized form, as on the cut-off date to exercise their right to vote by electronic means on any or all of the business specified in the accompanying Notice (the "Remote e-voting").

The facility for voting during the AGM will also be made available. Members present in the AGM through VC/OAVM and who have not cast their vote on the resolutions through Remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.

The information with respect to Voting Process and other instructions regarding Remote e-voting are detailed hereinafter under "INSTRUCTION FOR E-VOTING".

- 23) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner as on the cut-off date i.e. Friday, 16th September, 2022. Members holding shares either in physical form or dematerialized form, as on cut-off date only shall be entitled to vote on the Resolutions set forth in the Notice. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
- 24) In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

## 25) General information on E-voting

- (i) The e-voting period commence on, Wednesday, 21st September, 2022 at 9.00 a.m. and ends on Friday, 23rd September, 2022 at 5.00 p.m. During this period, shareholders holding shares either in physical form or in dematerialised mode as on Friday, 16th September, 2022(cut-off date) may cast their vote electronically. The e-voting module will be disabled by CDSL for voting thereafter. Once the vote on resolution is casted by the shareholder, he shall not be allowed to change it subsequently.
- (ii) A member can opt for only one mode of voting e.g. either through remote e-voting or e-voting on the day of the AGM. If a member casts votes by both modes, then voting done through remote e-voting shall prevail.
- (iii) Mr. Alpesh Vekariya, Practicing Company Secretary (Membership No. FCS: 11100; CP No: 21541) has been appointed as the Scrutinizer to scrutinize the voting during the AGM and the Remote e-voting process in a fair and transparent manner.
- (iv) The Scrutinizer shall first count the votes cast at the meeting, thereafter, unblock the votes cast through Remote e-voting in the presence of at least two witnesses not in employment of the Company.
- (v) The Scrutinizer shall within a period not exceeding 48 hours from the conclusion of the AGM make a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and submit the same to the Chairman of the meeting or a person so authorised by him in writing, who shall countersign the same.

- (vi) The results shall be declared forthwith by the Chairman or a person so authorised by him in writing on receipt of consolidated report from the Scrutinizer. The Results declared along with Scrutinizer's Report will be displayed on the Notice board of the company at its registered office and Company's website [www.ceejayfinance.com](http://www.ceejayfinance.com), Stock exchange website [www.bseindia.com](http://www.bseindia.com) and CDSL website [www.evotingindia.com](http://www.evotingindia.com).
- 26) Members desiring any relevant information with regard to the Accounts or any other matter at the Annual General Meeting are requested to write to the Company at least 7 (seven) days before the date of the meeting through email at [shaileshbharvad@ceejayfinance.com](mailto:shaileshbharvad@ceejayfinance.com) to enable the management to keep the required information available at the meeting.
- 27) The Securities and Exchange Board of India ("SEBI") vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all physical securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to Link Intime India Pvt. Ltd./ the Company. Members holding shares in demat form are requested to submit their PAN and update Bank Details and e-mail ID, with their respective Depository Participant.
- 28) 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 and relodged transfers of securities. Accordingly, the Company/ Link Intime India Pvt. Ltd. has stopped accepting any fresh lodgment of transfer of shares in physical form. Further, SEBI vide its circular no. SEBI/HO/MIRSD/ RTAMB/ CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for relodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agent for assistance in this regard.
- 29) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the accompanying Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email at [shaileshbharvad@ceejayfinance.com](mailto:shaileshbharvad@ceejayfinance.com).
- 30) Members are entitled to make nomination in respect of shares held by them. Members desirous of making nominations are requested to send the prescribed Form (SH-13) duly filled in and signed by them to the Depository Participants in case the shares are held in electronic form and to Registrar & Share Transfer Agent of the Company in case shares are held in physical form.
- 31) A dividend of ₹ 01.00/- (One) only per share has been recommended by the Board of Directors for the year ended 31st March 2022, subject to the approval of the Members at the ensuing Annual General Meeting, is proposed to be paid within 30 days from the date of declaration by electronic mode to those shareholders holding shares in electronic form/demat and having registered relevant bank details. In respect of those shareholders holding shares in physical form or in case of electronic payment rejected, the company will dispatch dividend warrants/cheques to such shareholders at earliest.
- 32) Those members who have so far not en-cashed their dividend warrants may claim or approach the Company for the payment thereof as the same will be transferred to the Investors' Education and Protection Fund (IEPF) of the Central Government, pursuant to Section 125 of the Companies Act, 2013.
- 33) Shareholders may note that the Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 01, 2020 shall be taxable in the hands of shareholders. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of final dividend. In order to enable us to determine the appropriate TDS rate as applicable, shareholders are requested to submit the following documents in accordance with the provisions of the IT Act.



For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:

Shareholders having valid PAN	10% or as notified by the Government of India
Shareholders not having PAN / valid PAN	20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during Financial Year 2022-23 does not exceed ` 5,000 and also in cases where shareholders provide Form 15G/Form 15H (applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Registered shareholders may also submit any other document as prescribed under the IT Act to claim a lower/Nil withholding tax. PAN is mandatory for shareholders providing Form 15G/Form 15H or any other document as mentioned above.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA") between India and the country of tax residence of the member, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian Income Tax authorities duly attested by the member,
- Copy of Tax Residency Certificate ("TRC") for the FY 2021-22 obtained from the revenue authorities of the country of tax residence,
- Duly attested by member Self-declaration in Form 10F,
- Self-declaration by the shareholder of having no permanent establishment in India in accordance with the applicable tax treaty and Self-declaration of beneficial ownership by the non-resident shareholder,
- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by member

In case of Foreign Institutional Investors/Foreign Portfolio Investors, tax will be deducted under Section 196D of the IT Act @ 20% (plus applicable surcharge and cess).

The aforementioned documents are required to be emailed to our RTA, Link Intime India Private Limited by quoting your Folio number/DP id/Client id, number of shares and PAN details at its email address [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in) on or before 10th September, 2022 6:00 PM (IST) in order to enable the Company to determine and deduct appropriate TDS/ withholding tax. No communication regarding the tax withholding matters would be entertained after 10th September, 2022 6:00 PM (IST).

Shareholders are requested to address all correspondence, including dividend related matters, to the RTA, [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in), Link Intime India Private Limited, 5th Floor, 506 to 508, Amarnath Business Centre-1, (ABC-1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Navrangpura, Ahmedabad-380006.

Shareholders may note that in case the tax on the said final dividend is deducted at a higher rate in absence of receipt or insufficiency of the aforementioned details/documents from you, an option is available to you to file the return of income as per Income tax Act 1961 and claim appropriate refund, if eligible.

Disclaimer: This Communication is not to be treated as a tax advice from the Company or its affiliates or Link Intime India Private Limited. Shareholders should obtain the tax advice related to their tax matters from a tax professional.

- 34) Pursuant to the requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") including Regulation 36(3) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the details and a Statement containing brief resume of Director seeking re-appointment/appointment together with the details of shares held by him/her, if any, is annexed hereto.

**Registered Office**  
**C.J. House, Mota Pore,**  
**Nadiad - 387 001**  
**Date: 24th June, 2022**

**By order of the Board**  
**For CEEJAY FINANCE LIMITED**

**Sd/-**  
**Shailesh Bharvad**  
**Company Secretary & Compliance Officer**

**THE STATEMENT SETTING OUT THE MATERIAL FACTS CONCERNING EACH ITEM OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 4.**

Though not mandatory, this statement is provided for reference

The Members of the Company at the 24th Annual General Meeting ('AGM') held on 23rd September, 2017 approved the appointment of M/s. Arpit Patel & Associates, Chartered Accountants, (APA) Ahmedabad as the Statutory Auditors of the Company for a period of five years from the conclusion of the said AGM. APA will complete their present term on conclusion of this AGM in terms of the said approval and Section 139 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended for the approval of the Members, the appointment of M/s. Kantilal Patel & Co, Chartered Accountants ('KPC'), as the Statutory Auditors of the Company for a period of five years from the conclusion of this AGM till the conclusion of the 34th AGM.

On the recommendation of the Committee of the Directors of the Company, the Board also recommends for the approval of the Members w.r.t. remuneration of ₹ 01.25/- Lakhs (plus reimbursement of out-of pocket expenses and goods and services tax as applicable) to be payable to M/s. Kantilal Patel & Co, Chartered Accountants, to examine and conduct the audit of the accounts of the Company. Also to give the powers to the Board of Directors of the Company to alter and vary the terms and conditions of appointment, revision including upward revision in the remuneration, in such manner and to such extent as may be mutually agreed with the Auditors. There is no material change in the remuneration payable to the Statutory Auditors.

M/s. Kantilal Patel & Co., is a growing Chartered Accountants Partnership firm established in the year 1964 by Late Shri. Kantilal V. Patel. Firm is engaged in providing Assurance, Taxation and Advisory services etc. Their commitment to clients has enabled the firm continued growth and success at developing and maintaining strong professional relationships.

Firm's Registration Number is 104744W, Peer Review Certificate Number is 011965 and Unique Code Number is 953515. The firm is a Peer reviewed firm and it undergoes a peer review as specified and established by the Institute of Chartered Accountants of India. Last peer review of the firm was completed in, 2019 and resulted in a successful review on system of quality control for accounting and auditing. This quality control review included a review of specific government engagements.

The Firm is unique combination of technical expertise, combined with philosophy of total client commitment throughout all phases of the engagement provides clients the highest quality service and products available.

M/s. Kantilal Patel & Co, Chartered Accountants, have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139 & 141 of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

Information pursuant to Regulation 36 (5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR).

- a) Proposed fees payable to the statutory auditor(s) along with terms of appointment: Proposed fee: ₹ 1.25/- Lakhs for FY 2022-23 plus out of pocket expenses keeping in view their credentials. The fee paid to M/s. Arpit Patel & Associates (Firm's Registration No. 144032W) for FY 2021-22 was ₹ 1.25/- Lakhs plus out of pocket expenses.
- b) Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed: