AUDIT REPORT FOR THE PERIOD 01STAPRIL 2020 TO 31ST MARCH 2021 F.Y. 2020-2021

-: AUDITOR:-

V.BAPNA& ASSOCIATES

CHARTERED ACCOUNTANT

002, 12/F, GR FLOOR SPRING LEAF, LOKHANDWALA COMPLEX, KANDIVALI (E), MUMBAI - 400101

PRAMARA PROMOTIONS PRIVATE LIMITED

Registered Office: A-208, Boomberg, Chandivali, Andheri East, Mumbai-400 072, Maharashtra. CIN No. – U51909MH2006PTC164247 Email Id: accounts@pramara.com

NOTICE CONVENING ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fifteenth Annual General Meeting of the shareholders of PRAMARA PROMOTIONS PRIVATE LIMITED will be held on Thursday, 31st March, 2022 AT 11:00 A.M. at A-208, Boomerang, Chandivali Farm Road, Andheri East, Mumbai - 400 072, to transact the following business:

ORDINARY BUSINESS

- 1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year 31st March, 2021 and the report of Board of Director's and Auditor's thereon.
- 2. To consider and adopt the Unaudited Consolidated Financial Statements of the Company for the Financial Year 31st March, 2021, Audited Consolidated Financial Statements for the Financial Year 31st March, 2020 and the report of Board of Director's and Auditor's thereon.
- 3. To appoint Auditors and fix their remuneration and in this regard 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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and The Companies (Audit and Auditors) Rules, 2014, (the Rules), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. V.Bapna & Associates (Firm Registration No: – 129373W), who have offered themselves for re-appointment and have confirmed their eligibility to be appointed as Auditors, in terms of provisions of Section 141 of the Act, and Rule 4 of The Companies (Audit and Auditors) Rules, 2014, be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting (AGM) of the Company on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to service tax and re-imbursement of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company."

Notes:

- 1. A Member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a Member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than 48 hours before the commencement of the Meeting ie Tuesday, 29th March, 2022
- 2. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- 3. Members holding shares in single name and in physical form are advised to make a nomination in respect of their shareholding in the Company and those Members who hold shares singly in dematerialized form are advised to make a nomination through their Depository Participants.

ON BEHALF OF THE BOARD For PRAMARA PROMOTIONS PRIVATE LIMITED

Place : Mumbai sd/-Date : 19.03.2022 ROHIT LAMBA SHEETAL LAMBA

DIRECTOR DIRECTOR (DIN NO. - 01796017) (DIN NO. - 01796017)

BOARD'S REPORT AND MANAGEMENT DISCUSSION AND ANALYSIS

To,
The Members of
M/s PRAMARA PROMOTIONS PRIVATE LIMITED

The Directors take pleasure in presenting the **15th Annual Report** together with the audited financial statements for the year ended **31st March**, **2021**. The Management Discussion and Analysis has also been incorporated into this report.

1. OVERVIEW

The Financial Statements have been prepared provisions of Section 129 and Schedule III of Companies Act, 2013 and in accordance with the Accounting Principles generally accepted in India including the Accounting Standards specified under Section 133 of the said Act read with Rule 7 of the Companies (Accounts) Rules, 2014. Our management accepts responsibility or the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present our state of affairs, profits and cash flows for the year.

2. DIVIDEND

Company not Declare any dividend for the financial year 2020-2021.

3. FINANCIAL RESULTS

Particulars	31.03.2021	31.03.2020
Profit Before Depreciation, Taxation and Exceptional Items	1,45,95,316	2,86,45,989
Less: Depreciation	86,42,727	1,30,65,242
Profit Before Tax and exceptional item	12,85,954	1,55,80,747
Less:Exceptional Items	46,66,635	-
Less: Provision for taxation / Deferred Tax	11,59,005	21,46,631
Profit After Tax	35,07,630	1,34,34,116
Add: Balance b/f from previous year	8,42,30,813	7,07,96,697
Profit & Loss Account Balance c/f	8,77,38,442	8,42,30,813

4. SHARE CAPITAL

The Paid-Up Equity Share Capital as on 31st March, 2021 was Rs. 1,20,20,000/- During the year under review, the Company not issued any equity shares.

5. DETAILS OF SUBSIDIARY COMPANY & STEP DOWN SUBSIDIARY

The Company has wholly owned subsidiary in Hongkong named Pramara Promotions Private Limited – Hongkong for trading the Company's product in Hongkong market. The Company has no turnover and incurred profit/(loss) amounting to Rs. (1,89,336)/- during Financial Year 2020-2021.

Also the company has it's step down subsidiary in china named Pramara Promotions Private Limited – China, in which no transactions have taken place during the Financial year 2020-21.

6. CONSOLIDATION OF FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company and its subsidiaries are prepared in accordance with the Companies Act, 2013 and applicable Accounting Standards along with all relevant documents and the Auditors' Report form part of the Annual Report for the year end March 2021 and March 2020. The Consolidated Financial Statements presented by the Company include the Financial Statements of its Subsidiary Companies as well.

7. DIRECTORS

All Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

8. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Share Transfer and Stakeholders Committee.

The Board plays a pivotal role in ensuring that the Company runs on sound and ethical business practices and that its resources are utilized for creating sustainable growth and societal wealth. The Board operates within the framework of a well defined responsibility matrix which enables it to discharge its fiduciary duties of safeguarding the interest of the Company, ensuring fairness in the decision making process, integrity and

transparency in the Company's dealing with its Members and other stakeholders.

9. BOARD MEETINGS

A calendar of Meetings is prepared and circulated in advance to the Directors. There were Five (5) Board Meetings were held on 20/04/2020, 13/07/2020, 30/09/2020, and 08/01/2021 and 20/03/2021. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

10. DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134 of the Companies Act, 2013, we, the Directors of the company, state in respect of Financial Year 2020-2021 that:

- a) In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have 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 of the Company for that period;
- c) The Directors have 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 have prepared the annual accounts on a going concern basis;
- e) The Directors have ensured that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) The Directors reviewed that systems are in compliance with the provisions of all applicable laws and were in place and were adequate and operating effectively.

11. PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of the Board.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors i.e Chairman and Director of the Company was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

12. PARTICULARS OF LOANS, GUARANTEES, OR INVESTMENTS

The company has not granted any Loans, Guarantees or Investments covered under the provisions of Section 186 of the Companies Act, 2013 except

Sr. No.	<u>Name</u>	<u>Amount</u>	<u>Purpose</u>		
1.	Essel Plastpack	56,00,000	Investment in partnership firm		
2.	Pramara Promotions Private Limited – HongKong	1,94,409	Investment in subsidiary		
3.	Pramara Promotions Private Limited – China	3,14,875	Investment by Subsidiary in Step Down Subsidiary		

13. PUBLIC DEPOSIT

The Company has not accepted any Public Deposit as per Section 73 of the Companies Act, 2013 read with The Companies (Acceptance of Deposits) Rules, 2014 as on 31st March, 2021.

14. STATUTORY AUDITORS

M/s. V.Bapna & Associates, Chartered Accountants (Firm Registration No. – 129373W), retire at the 15th Annual General Meetings of the Company, and being eligible offer themselves for re-appointment.

The Company's Auditors, M/s. V.Bapna & Associates, Chartered Accountants (Firm Registration No. – 129373W), who retire at the ensuing Annual General Meetings of the Company, are eligible for reappointment. They have confirmed their eligibility under Section 141 of the Companies Act, 2013 and the Rules framed there-under for reappointment as Auditors of the Company.

15. SELF EXPLANATORY NOTE

The Statutory Auditors of the Company in their report of previous year had made qualifications and which are been dealt with in the books of accounts and the qualification has been made good in the current year.

16. ENHANCING SHAREHOLDERS VALUE

Our Company believes that its Members are among its most important stakeholders. Accordingly, our Company's operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating and building for growth, enhancing the productive asset and resource base and nurturing overall corporate reputation. Our Company is also committed to creating value for its other stakeholders by ensuring that its corporate actions positively impact the socio-economic and environmental dimensions and contribute to sustainable growth and development.

17. <u>DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN</u> AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

As per the requirements of Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013, Internal Complaints Committee (ICC) has been set up to redress complaints received regardingsexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is the summary of sexual harassment complaints received and disposed off during the year 2020-2021

- No. Of complaints received : NIL

- No. Of complaints disposed off: NIL

18. ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE

As required under Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, the information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo, etc. are provided in the notes to accounts.

19. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure A".

20. <u>ACKNOWLEDGEMENT</u>

The Directors also gratefully acknowledge all stakeholders of the Company viz. customers, Members, dealers, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

21. INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

22. RELATED PARTY DISCLOSURES

The details forming part of Related Party Transactions Disclosures in form AOC-2 is annexed herewith as "Annexure B".

23. GENERAL

- a) The Balance Sheet and Statement of Profit & Loss of the Company have been signed by two of the Directors present in the Board Meetings in accordance with Provision of Section 134 of the Companies Act, 2013 for and on behalf of the Board of Directors.
- b) In the preparation of financial statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable. The Financial Statements have been prepared on their historical cost convention and in accordance with the normally the normally accepted accounting principles on accrual basis.

24. CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. The Company undertakes no obligation to publicly update or revise any forward looking statements, whether as a result of new information, future events, or otherwise. Readers are

cautioned not to place undue reliance on these forward looking statements that speak only as of their dates.

ON BEHALF OF THE BOARD For PRAMARA PROMOTIONS PRIVATE LIMITED

Place: Mumbai

ROHIT LAMBA SHEETAL LAMBA
DIRECTOR DIRECTOR
(DIN NO. - 01796007) (DIN NO. - 01796017) Date: 19.03.2022

ANNEXURE - A

Form No. MGT-9

EXTRACT OF ANNUAL RETURN as on the financial year ended on 31/03/2021

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of The Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN:- **U51909MH2006PTC164247**
- ii) Registration Date **01/09/2006**
- iii) Name of the Company -Pramara Promotions Pvt. Ltd.
- iv) Category / Sub-Category of the Company Company Limited
 By Shares
- v) Address of the registered office and contact details -

A-208, Boomerang, Chandivali Farm Road, Andheri East, Mumbai-400 072 Email Id- accounts@esselcorp.com

vi) Whether Listed Company - No

Name, Address and Contact details of Registrar and

Transfer Agent - None

II.PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

Sr. No.	Name and Address of the Company	CIN No.	Holding/S ubsidiary/ Associate	% of Shares Held	Applicable Section
1.	PremiaSolutionz Private Limited	U74999MH2010PTC198778	Associate		
2.	Essel Marketing & Promotions Private Limited (HongKong)	64803315-000-05-17-9	Subsidiary	100%	

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

i)Category-wise Share Holding

Category of Share holders	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year				% Change during The year	
	Demat	Physical	Total	% of Total Shares	Demat	Physi cal	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a)Individual / HUF	-	1162000	1162000	96.67	-	1162000	1162000	96.67	-
b)Central Govt	-	-	-	-	-	-	-	-	-
c) StateGovt (s)	-	-		-	-	-	-	-	-
d) Bodies Corp.	-	40000	40000	3.33	-	40000	40000	3.33	-
e)Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-		-	-	-	-	-	-
Sub-total (A)(1):-	-	1202000	1202000	100	-	1202000	1202000	100	-
(2)Foreign	-	-	-	-	-	-	-	-	-

	1								
a)NRIs- Individuals b)Other- Individuals c)Bodies Corp.	-	-	-	-	-	-	- -	-	-
d)Banks/FI e)Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)= (A)(1)+(A)(2)	-	1202000	1202000	100	-	1202000	1202000	100	-
B. Public Shareholding									
Institutions									
a)Mutual Funds	-	-	-	-	-	-	-	-	-
b)Banks/FI c)Central Govt/	-	-	-	-	-	-	-	-	-
State Govt(s)	-	-	-	-	-	-	-	-	-
e)Venture Capital Funds	_	_	_	_	_	_	_	_	-
f)Insurance Companies	-	-	-	-	-	-	-	-	-
g)FIIs h)Foreign	-	-	-	-	-	-	-	-	-
Venture Capital	-	-	-	-	-	-	-	-	-

Funds									
(if Others, specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2.Non- Institution									
s a)Bodies Corp. i)Indian ii)Overseas b)Individuals	- - -								
i)Individual shareholders holding	-	-	-	-	-	-	-	-	-
nominalshareca pitaluptoRs.1la kh ii)Individual shareholders holding nominalshareca pitalinexcessofR s1 lakh c)Others	-	-	-	-	-	-	-	-	-
(specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs &ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	1202000	1202000	100	-	1202000	1202000	100	-

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Sharehol			
		No. of Shares	% of total Share s of the Comp any	%of Shares Pledged / encumb ered to total shares	No. of Shares	% of total Shares of the Compa ny	%of Shares Pledged / encumbe red to total shares	% chan ge in shar ehold ing durin g the year
1 2 3	Rohit Lamba Sheetal Lamba Premia Solutonz Private Limited	10,68,000 94,000 40,000	88.85 7.82 3.33	- - -	10,68,000 94000 40000	88.85 7.82 3.33	- - -	88.85 7.82 3.33

(iii) Change in Promoter's Shareholding

Sr. No.				Cumulative Shareholding during the year		
	Shareholder's Name	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
			N.A.			

(iv) Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.		beginning a	beginning and at the End of the year		e Shareholding year
	For Each of theTop10 Shareholders			No. of share s	% of total shares of the Company
		N.A.	•		

(v)Shareholding of Directors and Key Managerial Personnel:

Sr.	Name of Directors and Key Managerial	Folio	Reginning and at		Beginning and at the end of the year Folio			
No.	Personnel	No.	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the		
1	Mr. RohitLamba	1	10,68,000	88.85	10,68,000	88.85		
2	Mrs. Sheetal Lamba	2	94,000	7.82	11,62,000	96.67		

IV.INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	23,87,85,438	NIL	NIL	23,87,85,438
i) Principal Amount	23,87,85,438	NIL	NIL	23,87,85,438
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Indebtedness at the End of the financial year	30,33,11,679	NIL	NIL	30,33,11,679
i) Principal Amount	30,33,11,679	NIL	NIL	30,33,11,679
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL

V. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL

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

Sr. no.	Particulars of Remuneration	Amt in (Rs.)	Total Amount
1	Director Remuneration (Rohit Lamba)	Rs. 36,00,000/-	Rs. 36,00,000/-

B. Remuneration to other Directors:

Sr. no.	Particulars of Remuneration	Name of Directors	Total Amount
	Not Given During the year to any o	f the Independent Direct	or

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

Sr. no.	Particulars of Remuneration	Key Managerial Personnel			nnel
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a)Salary as per provisions contained in section17(1)of the Income-tax Act,1961		N:	IL	
	(b)Value of perquisites/s 17(2)Income-tax Act,1961		N:	IL	
	(c)Profits in lieu of salary under section17(3)Income-tax Act,1961		N:	IL	
				- .	
2.	Stock Option		N.	IL	
3.	Sweat Equity		N:	IL	
4.	Commission - as % of profit others ,specify		N:	IL	
5.	Others, please specify		N:	IL	
	Total		N	IL	

VI. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Туре	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
NIL	NIL	NIL	NIL	NIL	NIL

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	Pramara Promotions Private
		Limited
2.	Reporting period for the subsidiary concerned, if	Same (April to March)
	different from the holding company's reporting	
	period	
3.	Reporting currency and Exchange rate as on the last	HKD and Exchange rate on
	date of the relevant Financial year in the case of	31.03.2021 is 9.4164/-
	foreign subsidiaries	
4.	Share capital	9.4164
5.	Reserves & surplus	58,84,553
6.	Total assets	59,35,597
7.	Total Liabilities	59,35,597
8.	Investments	3,14,875
9.	Turnover	0
10.	Profit before taxation	(1,89,336)
11.	Provision for taxation	0
12.	Profit after taxation	(1,89,336)
13.	Proposed Dividend	-
14.	% of shareholding	100%

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			
1. Latest audited Balance Sheet Date	NA	NA	NA
2. Shares of Associate/Joint Ventures held by	NA	NA	NA
the company on the year end			
No.			
Amount of Investment in Associates/Joint Venture	NA	NA	NA
Extend of Holding%			
3. Description of how there is significant influence	NA	NA	NA
 Reason why the associate/joint venture is not consolidated 	NA	NA	NA
5. Net worth attributable to shareholding as	NA	NA	NA

	per latest audited Balance Sheet			
6.	Profit/Loss for the year	NA	NA	NA
i.	Considered in Consolidation	NA	NA	NA
ii.	Not Considered in Consolidation	NA	NA	NA

FOR V BAPNA & ASSOCIATES CHARTERED ACCOUNTANTS FIRM REGISTRATION NO 129373W

FOR PRAMARA PROMOTIONS PVT LTD

Sd/-VINOD KUMAR BAPNA PROPRIETOR M.NO. 049060

sd/-Rohit Lamba Director (DIN NO. - 01796007) (DIN NO. - 01796017)

sd/-Sheetal Lamba Director

PLACE: MUMBAI DATE: 19.03.2022



V. Bapna & Associates Chartered Accountants

F-02, Building No 12, Springleaf, Lokhandwala Complex, Kandivali East Mumbai-400101 Email: vinodbapna123@gmail.com Phone 022-67255260

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF PRAMARA PROMOTIONS PRIVATE LIMITED

We have audited the accompanying consolidated financial statements of **PRAMARA PROMOTIONS PRIVATE LIMITED** ("The Holding Company"),and its subsidiary (the Holding company and Subsidiary together referred to as "Group") which comprise the Balance Sheet as at March 31, 2021, the Statement of consolidated Profit & Loss Account, statement of consolidated Cash Flow for the year then ended and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act 2013 in the manner so required and give a true and fair view in conformity with the Indian accounting standards prescribed U/s 133 of the Act and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, Statement of consolidated Profit and Loss and its consolidated cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the consolidated financial statement in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the Auditors responsibilities for the Audit of the consolidated Financial Statements section of our report. We are independent of the Company in accordance with the code of Ethics issued by the ICAI together with the independent requirement that are relevant to our audit of the consolidated 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 opinion on 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 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.

OTHER MATTERS

We did not Audit the financial statements of Pramara Promotions Private Limited-Hong Kong(Foreign Subsidiary) whose financial statements reflects Total Assets of Rs.65,62,364 (Rs. 64,77,049 for F.Y.2019-2020) as at 31st March 2021,Total Revenue of Rs.NIL (NIL for F.Y.2019-2020) and Pramara Promotions Private Limited(Step Down Subsidiary) which has total Assets of Rs.1,00,52,114(Rs.1,00,52,734 for FY 2019-2020),Total revenue NIL(NIL for FY 2019-2020)as on that date,,as considered in consolidated financial statements.This financial statements has been prepared by Management and not verified by us.Since the data of Step Subsidiary was not available and there has been no operations during the year we have considered the Assets ans liabilities of 2019-2020.Our opinion on consolidated financial statements,in so far as it relates to the amounts disclosed in respect of this subsidiary and our reports in terms of sub section (3) and (11) of section 143 of the act,in so far as it relates to aforesaid subsidiary is based solely on unaudited accounts submitted by the management. Our reports on other Legal and Regulatory requirements below is not modified in respect of above matters with respect to our reliance solely on the unaudited accounts submitted by the management.

INFORMATION OTHER THAN CONSOLIDATED FINANCIAL STATEMENTS AND AUDITORS REPORT THEREON

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises of the information included in the management discussion and analysis, Boards report including Annexure to the Boards Report, corporate governance and shareholders information, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statement, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the consolidated financial statement or other information obtained during the course of our audit or otherwise appear 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 the facts. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position ,consolidated financial performance and consolidated cash flow of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of

adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of the appropriate implementation and maintenance of accounting policies, making judgments and estimates that are reasonable and prudent, and design, implementation and maintenance of adequate internal financial controls, that we 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, 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 realistic no alternative but to do so.

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

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATMENTS

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 high level 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 theses consolidated 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 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 omission, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Companies Act 2013, 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 the management.

- Conclude on the appropriateness of management's use of going concern basis of
 accounting and based on the audit evidence obtained, whether a material uncertainty
 exists, we are required to draw attention in our auditor's report to the related
 disclosures in the consolidated financial statement 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 consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 though 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 regulations 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 communications.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

- 1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, we give in the Annexure I a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
- 2. As required under provisions of section 143(3) of the Act, 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 appears from our examination of those books.
 - c. The consolidated Balance Sheet, Statement of consolidated Profit & Loss and consolidated cash flow Statement dealt with by this report is in agreement with the books of account.
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- e. On the basis of written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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 refer to our separate report in Annexure II;
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rules 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which have material impact on its financial position in its financial statements.
 - ii. The Company did not have any long term contracts including derivative contracts that require provision under any law or accounting standards for which there were any material foreseeable losses.
 - iii. There were no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company during the year.

For V Bapna & Associates Chartered Accountants Firms Registration Number:- 129373W

Vinod Bapna Proprietor

Membership Number: 049060 UDIN: 22049060AIJIJO2784

Place: Mumbai Date: 19.03.2022



V. Bapna & Associates Chartered Accountants

F-02, Building No 12, Springleaf, Lokhandwala Complex, Kandivali East Mumbai-400101 Email: vinodbapna123@gmail.com Phone 022-67255260

ANNEXURE TO THE AUDITORS' REPORT

Annexure referred to in paragraph 3 of the Auditors Report to the Members of **PRAMARA PROMOTIONS PRIVATE LIMITED** on accounts for the year ended 31st March 2021.

- (i) Fixed Assets:
 - a. The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b. As explained to us, fixed assets have been physically verified by the management at reasonable intervals: no discrepancies were noticed on such verification.
 - c. According to the information and explanation given to us and on the basis of examination of the records of the company, the title deed of immovable properties and other fixed assets are held in the name of the company.
- (ii) Inventories:
 - a. Physical verification of inventory has been conducted at reasonable intervals by the management.
 - b. Procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - c. The company has maintained proper records of inventory and there is no material discrepancies were noticed on physical verification.
- (iii) During the year company has not granted any loans, secured or unsecured to companies, firms, LLPs or other parties covered in the register maintained under section 189 of the Companies Act. Accordingly, Para 3 clause (iii)(a), (iii)(b) and (iii)(c) of the Companies (Auditor's Report) Order, 2015 are not applicable.
- (iv) In our opinion and according to information and explanations given to us, in respect of loans, investments, guarantees and security, the company has complied with the provision of section 185 and 186 of companies Act, 2013 as applicable.
- (v) No deposits from the public have been accepted by the Company, falling in the purview of Section 73 to 76 or any other provision of the Companies Act, 2013.
- (vi) It is informed to us, the maintenance of cost records has been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 however the same are maintained at office and are not reviewed by us.

(vii) Statutory dues:

- a. According to books of accounts examined by us and as per information and explanations given to us, the company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, wealth tax, duty of customs, GST cess and any other statutory dues with the appropriate authorities and no statutory dues were in arrears as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
- b. According to the information and explanations given to us, there are no dues of income tax or wealth tax or duty of customs or GST or cess and other material statutory dues in arrears as at 31st March ,2019 for the period of more than six months from the date they become payable. The dispute amount that have not been deposited in respect of Income Tax and VAT are mentioned in annexure

Name of Statute	Nature of Dues	Amount	Period to which amount relates	Forum Pending
Income tax	Direct Tax	4,68,260	2009-10	ITAT
Income tax	Direct Tax	70,000	2010-11	ITAT
Income tax	Direct Tax	5290	2011-12	ITAT
Income tax	Direct Tax	1,38,860	2013-14	CIT(Appeal)
Sales tax	Vat/Cst	72,42,653	2015-16	Appeal

- c. The Company has not declared any dividend current year.
- (viii) According to the information and explanation given to us, the Company has not defaulted in repayment of dues to financial institutions/banks and govt.
- (ix) In our opinion and according to information and explanations given to us, the Company has not raised money by way Initial Public Offers or term loans during the year under audit.
- (x) According to the information and explanation given to us, no material fraud on or by company has been notices or reported during year.
- (xi) In our opinion and according to information and explanations given to us, provision and payment of managerial remuneration are in accordance with requisite approvals mandated by the provisions of section 197 read with schedule V of the Companies Act.

- (xii) In our opinion and according to information and explanations given to us, the company is not a Nidhi Company accordingly provision of this clause is not applicable.
- (xiii) In our opinion and according to information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013, the details have been disclosed in the Financial Statements as required by the applicable accounting standards as per notes mentioned in financial statement. (refer note no.H)
- (xiv) As per the information and explanations given to us, no preferential allotment or private placement of shares or fully or partly convertible debenture is made during the year under audit.
- (xv) As per the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him accordingly provision of this clause is not applicable.
- (xvi) As per the information and explanations given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For V Bapna & Associates Chartered Accountants

Firms Registration Number: 129373W

Vinod Bapna Proprietor

Membership Number: 049060 UDIN: 22049060AIJIJO2784

Place: Mumbai Date:19.03.2022

Annexure II

Independent Auditor's report on the Internal Financial Controls under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the financial statements of **PRAMARA PROMOTIONS PRIVATE LIMITED** (Formerly known as Essel Marketing & Promotions Pvt Ltd)

("the Company") as on and for the year ended 31 March 2019, we have audited the internal financial controls over financial reporting (IFCoFR) of the company as on that date.

Management's Responsibility for Internal Financial Controls

The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the criteria being specified by the management. These responsibilities includes design, implementation and maintenance of adequate internal financial controls, that were operating effectively, for ensuring orderly and efficient conduct of the company's business including adherence to company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India (ICAI) and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI. 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 IFCoFR were 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 IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including 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 Company's IFCoFR.

Meaning of Internal Financial Controls over Financial Reporting

A company's IFCoFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's IFCoFR includes those policies and procedures that Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of the management and directors of the company; and

Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of IFCoFR, 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 IFCoFR to future periods are subject to the risk that IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls over consolidated financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the criteria being specified by management.

For V Bapna & Associates Chartered Accountants

Firms Registration Number: 129373W

Vinod Bapna Proprietor

Membership Number: 049060 UDIN: 22049060AIJIJO2784

Place: Mumbai Date: 19.03.2022

(Formerly Known as Essel Marketing and Promotions Pvt. Ltd.)
BALANCE SHEET AS AT 31ST MARCH, 2021

Particulars	Note No.	For the year ended 31st March 2021	For the year ended 31st March 2020
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds		4 00 00 000	
(a) Share Capital	1	1,20,20,000	1,20,20,000
(b) Reserves and Surplus	2	11,15,23,491	10,79,63,523
(c) Money received against share warrants		-	-
(2) Share Application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	3	15,62,39,485	9,84,66,848
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long Term Liabilities		-	-
(d) Long Term Provisions		-	-
(a) Command Linkillation			
(4) Current Liabilities		447070404	44.00.40.500
(a) Short-Term Borrowings	4	14,70,72,194	
(b) Trade Payables	5	4,02,82,025	10,91,44,845
(c) Other Current Liabilities	6	2,27,74,452	3,52,06,175
(d) Short-Term Provisions (net) Total Equity & Liabilities	7	23,55,102 49,22,66,749	40,54,114 50,71,74,09 4
II.ASSETS		43,22,00,743	30,71,74,034
(1) Non-Current Assets			
(a) Fixed Assets	8	7.00.67.654	0.40.44.700
(i) Gross Block		7,08,67,654	8,19,44,780
(ii) Depreciation		86,42,727	1,30,65,242
(iii) Net Block (b) Non-current investments	9	6,22,24,927 56,00,625	6,88,79,538 56,00,625
(c) Deferred tax assets (net)	10	16,35,075	14,93,917
(d) Long term loans and advances	10	10,33,073	14,93,917
(e) Other non-current assets		- -	- -
(2) Company Accepts			
(2) Current Assets	11	40.64.460	40.64.460
(a) Current investments	11	10,64,469	10,64,469
(b) Inventories	12	20,44,17,391	20,93,15,805
(c) Trade receivables	13	11,49,63,551	12,07,42,392 6,76,13,369
(d) Cash and cash equivalents (e) Short-term loans and advances	14 15	3,00,74,662	1,27,95,782
(f) Other current assets	16	4,31,25,043 2,91,61,006	1,96,68,196
Total Assets	10		
i otai Assets		49,22,66,749	50,71,74,094

NOTES TO ACCOUNTS 27

Notes 1 to 34 attached there to form an integral part of Financial Statements As per our Report of even date attached.

FOR V.BAPNA & ASSOCIATES CHARTERED ACCOUNTANTS FIRM REG NO. 129373W

FOR PRAMARA PROMOTION PVT LTD

SD/- SD/- SD/VINOD BAPNA Rohit Lamba Sheetal Lamba
PROPRIETOR Director Director
Membership No.: 049060 (DIN NO. - 01796007) (DIN NO. - 01796017)

UDIN:22049060AIJIJO2784

PLACE: MUMBAI DATED: 19.03.2022

(Formerly Known as Essel Marketing and Promotions Pvt. Ltd.)
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

Sr. No		Note No.	For the year ended 31st March 2021	For the year ended 31st March 2020
	Particulars			
l ı		17	40,78,30,920	64,03,39,424
Ш	Revenue from operations	18	17,69,863	28,77,106
III	Other Income		40,96,00,783	64,32,16,530
IV	III. Total Revenue (I +II)			
	Expenses:			
	Cost of materials			
	Purchase of Stock-in-Trade	19	32,38,34,802	53,23,83,988
	Changes in inventories	20	48,98,414	(6,60,82,590)
	Employee Benefit Expense	21	2,50,62,834	5,35,43,262
	Financial Costs	22	2,55,67,101	3,04,13,118
	Depreciation and Amortization Expense	8	86,42,727	1,30,65,242
	Other Administrative Expenses	23	1,58,31,650	6,58,02,674
V	Total Expenses (IV)		40,38,37,529	62,91,25,694
	Profit before exceptional and extraordinary items and tax	(III - IV)	57,63,254	1,40,90,838
VI	Exceptional Items	24	12,85,954	-
VII	Profit before extraordinary items and tax (V - VI)		44,77,300	1,40,90,838
VIII	Front before extraordinary items and tax (v - vi)		44,77,300	1,40,50,638
ıx	Extraordinary Items	25		-
'^	Profit before tax (VII - VIII)		44,77,300	1,40,90,838
Х	Tay aynanca:			
	<u>Tax expense:</u>			
	(1) Current tax for current year		13,00,000	30,00,000
	(2) Current tax relating to prior years			0
	(3) Deferred tax		(1,40,995)	-8,53,369
ΧI		Provision	-	0
	Profit(Loss) from the period from continuing operations	(IX-X)	33,18,294	1,19,44,207
XII	Drafit //I ass\ from discontinuing analyticas			
XIII	Profit/(Loss) from discontinuing operations		-	-
	Tax expense of discounting operations		-	-
XIV	Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
χV				
XVI	Profit/(Loss) for the period (XI + XIV)		33,18,294	1,19,44,207
	Earning per equity share:			
	(1) Basic		2.76	9.94
•	(2) Diluted		2.76	9.94

Notes 1 to 34 attached there to form an integral part of Financial Statements

As per our Report of even date attached.

FOR V.BAPNA & ASSOCIATES
CHARTERED ACCOUNTANTS

FIRM REG NO. 129373W

FOR PRAMARA PROMOTION PVT LTD

SD/-

VINOD BAPNA SD/- SD/PROPRIETOR Rohit Lamba Sheetal Lamba
Membership No.: 049060 Director Director

UDIN:22049060AIJIJO2784 (DIN NO. - 01796007) (DIN NO. - 01796017)

PLACE: MUMBAI DATED: 19.03.2022

Statement of Cash Flows For the Years Ending March 31, 2021 and March 31, 2020

	For the year ended 31st	_
	March 2021	31st March 2020
Cash Flows from Operating Activities		
Net Profit before Tax	44,77,300	1,40,90,836
Adjusted for :		
Depreciation	86,42,727	1,30,65,242
Interest income -	(13,91,145)	(28,77,106)
Interest Expense	2,55,67,101	3,04,13,118
Provision of IT	(13,00,000)	(30,00,000)
Deffered Tax	1,40,995	8,53,369
Money received against share warrant	-	-
Profit on sale of vehicle	-	-
Exchnage Rate Fluctuation (Net)	2,41,673	(18,98,923)
Dividend and Dividend Distribution Tax	-	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	3,63,78,651	5,06,46,536
ADJUSTMENTS FOR WORKING CAPITAL CHANGES :		
Add Reduction in Accounts Receivable	57,78,841	11,75,87,536
Add Reduction in Inventory	48,98,414	(6,60,82,590)
Add Reduction in Other Current Assets	(94,92,810)	
Add Reduction in Short-term Loans and Advances	(3,03,29,261)	64,13,740
Add Reduction in current investment	O	-
Less Reduction in Other Current Liabilities	(1,24,31,723)	88,10,728
Less Reduction in Accounts Payable	(6,88,62,820)	(7,52,95,958)
Less Reduction in Short-term Provision	(16,99,012)	(18,99,232)
Less Reduction in Short- term Borrowings	67,53,604	(3,48,16,887)
Net Cash flow from Working Capital	(10,53,84,765)	(4,24,70,084)
Cash Generating from operations	(6,90,06,115)	81,76,452
Direct Taxes Paid (Net of refund received)	-	-
Net Cash from Operating Activities	(6,90,06,115)	81,76,452
Cash Flows from Investing Activities		
Purchase of fixed assets	(41,49,070)	(59,57,466)
Sale of Fixed Assets	21,60,954	-
Interest Income	13,91,145	28,77,106
Long Term Borrowing	5,77,72,637	3,82,65,922
Differed Tax Assets	(1,41,158)	(8,53,369)
Non-current investments	-	-
Profit on sale of vehicle		
Net Cash Used for Investing Activities	5,70,34,508	3,43,32,193

Cash Flows from Financing Activities		
issue of share capital	-	-
Interest paid -	(2,55,67,101)	(3,04,13,118)
Dividend paid	-	-
		-
Net Cash from Financing Activities	- 2,55,67,101	- 3,04,13,118
NET CHANGES IN CASH AND CASH	(3,75,38,708)	1,20,95,527
EQUIVALENT (A+B+C)		
OPENING BALANCE OF CASH AND		
CASH EQUIVALENT	6,76,13,369	5,54,92,299
CLOSING BALANCE OF CASH AND		
CASH EQUIVALENT	3,00,74,662	6,75,87,826
	(3,75,38,708)	1,20,95,527
	(0)	-
CASH & CASH EQUIVALENTS INCLUDES		
Cash in Hand	35,32,866	27,29,472
Balance with Banks		, -,
Balances With Bank	84,81,046	1,48,17,430
Fixed Deposits with Bank	1,80,60,752	5,00,66,468
Cheques in hand	-	-
Total	3,00,74,663	6,76,13,370

FOR V.BAPNA & ASSOCIATES CHARTERED ACCOUNTANTS FIRM REG NO. 129373W FOR PRAMARA PROMOTION PVT LTD

SD/-VINOD BAPNA PROPRIETOR Membership No.: 049060 UDIN:22049060AIJIJO2784

UDIN:22049060AIJIJO2784 PLACE: MUMBAI DATED: 19.03.2022 SD/- SD/Rohit Lamba Sheetal Lamba
Director Director
(DIN NO. - 01796007) (DIN NO. - 01796017)

Notes to the Financial Statements for the year ended on 31st March, 2021

Note: 1 Share Capital

a) Authorised , Subscibed and Paid Capital

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	AUTHORIZED CAPITAL 20,00,000 Equity Shares of Rs. 10/- each.	2,00,00,000	2,00,00,000
		2,00,00,000	2,00,00,000
	ISSUED , SUBSCRIBED & PAID UP CAPITAL 12,02,000 Equity (PY: 12,02,000 equity shares) Shares of Rs. 10/- each, Fully paid up	1,20,20,000	1,20,20,000
	Total	1,20,20,000	1,20,20,000

b) Reconciliation of No. of shares at the beginning & at the end of the year is as under

Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
Number of Equity Shares at the beginning	12,02,000	12,02,000
Add:- Number of Shares Issued	-	
Number of Equity Shares at the end	12,02,000	12,02,000

c) Name of shareholders holding more than 5% of shares

	Name	For the year ended 31st march,2021	For the year ended 31st march,2020
2	Rohit Lamba	10,68,000	10,68,000
		88.85%	88.85%
3	Sheetal Lamba	94,000	94,000
		7.82%	7.82%

Note:- No shares issued for consideraion other than cash in last 5 years.

The Company has only one class of equity shares.

Shares having par value of Rs. 10/- per share. Each holder is entitled to one vote per share. In the event of liquidation of company, the holder of equity share will be entitled to receive, reamaning assets of the company, after distribution to all preferentional amounts. The distribution will be in propotion to the all Member and equity shares held by the share holder.

Note : 2 Reserve & Surplus

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Profit & Loss Account		
	Balance brought forward from previous year	9,81,32,705	8,61,88,500
	Add: Profit for the period	33,18,294	1,19,44,205
		10,14,50,999	9,81,32,705
	Less:Dividend	-	-
	Less: Dividend Distribtion Tax	-	-
		10,14,50,999	9,81,32,705
2	Securities Premium	89,59,500	89,59,500
3	Foreign Exchange Fluctuation Reserve	11,12,992	8,71,319
	Total	11,15,23,491	10,79,63,524

Notes to the Financial Statements for the year ended on 31st March, 2021

Note: 3 Long Term Borrowings

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Car Loan Kotak Mahindra Mercedes	8,47,639	16,25,096
	Note :- Car Loan for Audi from Kotak Mahindra amounting Rs.33,04,000/- secured by hypothecation of vehicle payable in EMI of 74,000/- Matured on 01.03.2022		
2	Car Loan Kotak Mahindra Fortuner	19,12,685	22,97,241
	Note :- Car Loan for Fortuner from Kotak Mahindra amounting Rs.29,42,300/- secured by hypothecation of vehicle payable in EMI of 50,700/-	, ,	
	Matured on 01.06.2025		
3	Car Loan Kotak Mahindra Swift Dzire Note :- Car Loan for Fortuner from Kotak Mahindra amounting Rs.7,30,000/- secured by hypothecation of vehicle payable in EMI of 16,352/- Matured on 01.04.2024	4,95,773	6,34,511
	Materied 611 61,64,2524		
4	HDFC Bank Limited WCDL Account No. 84426634 Note: Working Capital Term Loan from HDFC Bank Ltd amounting Rs.2,67,00,000/- secured by hypothecation of Stock and Debtors payable in EMI of 340,396/-	2,66,33,844	2,67,00,000
	Matured on 07.09.2030		
5	HDFC Bank Limited WCDL Account No. 84296491 Note :- Working Capital Term Loan from HDFC Bank Ltd amounting Rs.74,40,000/- secured by hypothecation of Stock and Debtors payable in EMI of 88,830/-	74,64,615	74,40,000
	Matured on 07.09.2030		
6	HDFC Bank Limited WCDL Account No. 84426719 Note: Working Capital Term Loan from HDFC Bank Ltd amounting Rs.4,47,00,000/- secured by hypothecation of Stock and Debtors payable in EMI of 533,692/- Matured on 07.11.2031	4,48,47,897	4,47,00,000
7	HDFC Bank Limited WCDL Account No. 84426646 Note:- Working Capital Term Loan from HDFC Bank Ltd amounting Rs.1,50,70,000/- secured by hypothecation of Stock and Debtors payable in EMI of 223,541/- Matured on 07.02.2028	1,48,08,084	1,50,70,000
8	HDFC ECLGS- 8855629	2,31,50,746	
9	HDFC ECLGS- 8939161	1,71,74,870	
10	HDFC ECLGS- 8855629	1,87,82,000	
11	CITIBANK LTD-EEFC A/C NO.0060310114	1,21,332	
	All the Vehicles & House Property of the Company are in the name of Di		
	On the ECLGS only interest is paid during the year.Principal amount rep	ayment will start fr 15,62,39,485	om November 2021 9,84,66,848

Note: 4 Short Term Borrowings

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
	HDFC Bank Limited - CC	14,51,38,640	12,77,72,532
	Note :- Against mortagage of Residential & Official Property of Director as below		
	1. Flat no.502, Plam Beach Riviera Chsl, Gandhi Gram Road, Juhu, Mumbai - 400049		
	2. A-208, Boomerang, Chandivali Farm Road, Sakinaka, Andheri (East), Mumbai - 400072		

Notes to the Financial Statements for the year ended on 31st March, 2021

	3. C-4108/4109/4110, Oberoi Garden Estate, Chandivali Farm Road, Sakinaka, Andheri (East), Mumbai - 400072		
2	Loan From Directors /Shareholders	19,33,555	1,25,46,058
		14,70,72,194	14,03,18,590

Notes to the Financial Statements for the year ended on 31st March, 2021

Note : 5 Trade Payables

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Outstanding for more than 1 year Trade Payable for Goods	31,03,527	3,14,08,020
2	Outstanding for less than 1 year Trade Payable for Goods	3,71,78,498	7,77,36,824
	The company has not received information from vendors regarding their status under MICRO, Small and Medium Enterprises Development Act 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid\payable under this act, if any remains unascertained and have not been given.		
	Total	4,02,82,025	10,91,44,845

Notes to the Financial Statements for the year ended on 31st March, 2021

Note: 6 Other Current Liabilities

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Statutory dues	37,50,581	73,07,589
2	Other liabilities	1,90,23,871	2,79,47,531
	Total	2,27,74,452	3,52,55,120

Note: 7 Short Term Provisions

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Income Tax (Net Off)	23,55,102	40,05,169
	Total	23,55,102	40,05,169

Pramara Promotions Private Limited

Notes to the Financial Statement for the year ended on 31st MARCH, 2021

Note: 8 Fixed Asset

			Gross I	Block			Depreci	aton			Net	Block
Sr. No	Particulars	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	On Value at the beginning	On Addition during the year	On Deduction during the year	Value at the end	Transfer to Retained earnings	WDV as on 31.03.2021	WDV as on 31.03.2020
I	Tangible Assets											
	Computer	8,22,214	-	-	8,22,214	3,07,255	-		3,07,255	-	5,14,959	8,22,214
2	Furniture & Fixture	1,17,25,262	17,02,165	-	1,34,27,427	20,56,829	43,216	-	21,00,045	-	1,13,27,381	1,17,25,262
3	Motor Car	70,76,605	-	21,60,954	49,15,651	26,62,484	-	-	26,62,484	-	22,53,167	70,76,605
4	Plant & Machinery	1,69,26,637	24,46,905	-	1,93,73,542	24,75,252	1,38,135	-	26,13,387	-	1,67,60,155	1,69,26,637
5	Office Premises	1,97,02,222	-	-	1,97,02,222	9,59,556	-	-	9,59,556	-	1,87,42,666	1,97,02,222
	SUB TOTAL (A)	5,62,52,940	41,49,070	21,60,954	5,82,41,056	84,61,376	1,81,351	-	86,42,727	-	4,95,98,329	5,62,52,940
ıı	Intangible Assets	-		-		-			-		-	-
	SUB TOTAL (B)							-				-
Ш	Capital Work-in-progress	1,26,26,598	-	-	1,26,26,598				-		1,26,26,598	1,26,26,598
	SUB TOTAL (C)	1,26,26,598			1,26,26,598			-			1.26.26.598	1,26,26,598
	SUB TOTAL (C)	1,26,26,598		-	1,26,26,598		-	-		-	1,26,26,598	1,26,26,598
ıv	Intangible Assets Under Development	-	-	-	-	-		-	-		-	-
	SUB TOTAL (D)	-		-	-	-	-		-		-	-
	Total [A + B + C + D] (Current Year)	6,88,79,538	41,49,070	21,60,954	7,08,67,654	84,61,376	1,81,351	-	86,42,727		6,22,24,927	6,88,79,538
	1,000	, , , , , ,	, , , , ,		,	, , , , ,	, , , , , , , , , , , , , , , , , , , ,					

- Note:(i) Depreciation calculated on WDV basis
- (ii) All the Vehicles appearing in Depreciation sheet as Motor Car are in the name of Directors
- (iii) Depreciation was not taken on Office Premises in earlier years & the same has been started to claim from FY: 2014-2015

Notes to the Financial Statements for the year ended on 31st March, 2021

Note: 9 Non Current Investment

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Investment in shares quoted Company Note:- The investment in quoted shares are been written off as the market value of the shares are considered as Nil.	-	
2	Investment in shares unquoted	625	625
3	Investment in Partnership Firm	56,00,000	56,00,000
4	Investment in subsidiary Company	-	-
	Total	56,00,625	56,00,625

Note :10 Deffered tax asset

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Deffered tax asset	16,35,075	14,93,917
	Total	16,35,075	14,93,917

Note: 11 Current Investment

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Investment in Mutual Fund		
	Prudential ICICI Dynamic Fund	4,57,500	4,57,500
	Reliance Equity Opportunity Fund	4,56,969	4,56,969
	SBI Infrastructure Fund	1,50,000	1,50,000
		10,64,469	10,64,469
	Other Current Investment	-	
	Kotak Securities Limited	-	-
	Total	10,64,469	10,64,469

Note: 12 Inventories

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Stock-in-Trade	20,44,17,391	20,93,15,805
	Total in ₹	20,44,17,391	20,93,15,805

Notes to the Financial Statements for the year ended on 31st March, 2021

Note: 13 Trade Recievables

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Outstanding for more than six months		
	a) Secured, Considered Good:		
	b) Unsecured, Considered Good :	3,06,45,038	2,51,19,288
	c) Doubtful	-	-
2	<u>Others</u>		
	a) Secured, Considered Good:		
	b) Unsecured, Considered Good :	8,43,18,513	9,54,98,982
	c) Doubtful	-	-
		-	-
	=		
	Total	11,49,63,551	12,06,18,269

56,54,718

Note: 14 Cash & Cash Equivalent

Sr. No	Particulars		For the year ended 31st march,2021	For the year ended 31st march,2020
1	Cash-in-Hand Cash Balance		35,32,866	27,29,472
		Sub Total (A)	35,32,866	27,29,472
2	Bank Balance Balances With Bank Fixed Deposits with Bank Fixed Deposits with Govt Authorities Cheques in hand		84,81,046 1,79,46,881 1,13,870 -	1,48,17,430 4,99,52,597 1,13,870
		Sub Total (B)	2,65,41,798	6,48,83,898
	Total	[A + B]	3,00,74,663	6,76,13,370

Note: 15 Short Terms Loans and Advances

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Loan To staff	41,11,656	40,72,613
2	Loan & Advances to others	3,90,13,387	87,23,169
	Total	4,31,25,043	1,27,95,782

Note: 16 Other Current Assets

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Deposits	37,82,938	37,82,938
2	Advance Tax & Tax Deducted at Source/Tax Collected at Source	36,35,576	21,60,479
3	Cash or Cash Equivalent receivable in Kind	-	-
5	Advance to suppliers	41,54,148	42,89,850
6	Advance for Exhibition Expense	-	-
7	Prepaid Expense	-	-
8	Statutory Dues Refunded	64,33,089	73,40,446
9	Other Receiveable	1,11,55,255	20,94,484
	Total	2,91,61,006	1,96,68,196

Notes to the financial statements for the year ended on 31st March, 2020

Note: 17 Revenue from Operations

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Sales Local (Net of Tax & Return)	39,72,42,413	64,03,39,424
2	Sales Export a) Trading	1,05,88,507	-
3	Other Operational Income Export Incentive	-	-
	Total in ₹	40,78,30,920	64,03,39,424

Note: 18 Other Income

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	commission received	-	-
2	Other Interest	-	3,083
3	Interest on FD	13,91,145	23,49,261
4	processing fees received	-	-
5	Other Income (Round off)	3,78,718	5,24,762
6	profit on sales of Vehicle	-	-
7	Interest on Excise duty refund	-	-
8	Foreign Exchange Gain\Loss	-	-
9	Labour Charges (INCOME)	-	-
10	Penalty For Delay Delivery Charges	-	-
11	Sundry Balance W/off	-	-
12	Discount Received	-	-
		-	-
	Total in ₹	17,69,863	28,77,106

Note: 19 Purchase of Stock-in-Trade

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Local Purchase/Cost of Sales/COGS	32,38,34,802	53,23,83,988
2	Import	- 32,38,34,802	53,23,83,988
	Total in ₹	32,38,34,802	53,23,83,988

Note: 20 Changes in inventories of Stock-in-Trade

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Opening Stock In Tarde	20,93,15,805	14,32,33,216
	Less: Closing Stock in Trade	20,44,17,391	20,93,15,805
		48,98,414	(6,60,82,590)
	Total in ₹	48,98,414	(6,60,82,590)

Note : 21 Employee Benefit Expense

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Directors Remuneration	36,00,000	1,32,00,000
2	Salary & Bonus	1,98,51,877	3,68,26,935
3	Contribuation to PF & ESIC	8,79,388	11,74,887
4	Employees Welfare Expenses	7,31,569	23,41,440
5	Conveyance Exp	-	-
	Total in ₹	2,50,62,834	5,35,43,262

Notes to the financial statements for the year ended on 31st March, 2020

Note :22 Financial Cost

Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Bank Charges	17,69,839	8,44,933
2	Bank interest	2,36,71,326	2,43,96,194
3	Bill Discounting charges	-	-
4	Interest others	1,25,936	51,71,990
5	LC Charges	-	-
6	Interest on Factoring	-	-
7	Finance Exp	-	-
	Total in	2,55,67,101	3,04,13,118

Note : 23 Other Administrative Expenses

Note : 2	23 Other Administrative Expenses		•
Sr. No	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Audit Fees	3,23,550	2,47,240
2	Electricity Expenses	59,917	2,99,128
3	Insurance Charges	5,59,515	76,425
4	Labour Charges	, ,	-
5	Legal & Professional Fees	32,43,850	72,30,983
6	Membership & Subscription Fees	-	-
7	Factory Exp	16,46,406	24,56,236
8	Misc exp	23,66,632	88,02,831
9	Office exp	18,27,012	48,62,642
10	Packing Material	-	-
11	Rent,Rates & Taxes	61,55,903	1,06,82,052
12	Repairs and Maintinance exp	12,12,210	42,77,820
13	Security Charges	-	-
14	Selling exp	13,73,139	29,53,658
15	Software Exp	5,37,238	12,81,042
16	Sundry Balance W/off	- 47,82,886	-
17	Telephone, Internet and Fax	9,46,159	8,69,473
18	Transportation charges	-	1,59,26,664
19	Travelling exp	3,58,062	44,49,497
20	Vat & Cst Exp	-	-
21	Business Entertainment expenses	-	-
22	Business Registration Fees	-	2,431
23	Courier Expenses	-	-
24	Advertising & Exhibition Expenses	-	11,67,211
25	Printing Charges	-	5,834
26	Registered Office rent	-	34,034
27	Secreterial Fees	-	24,310
28	Sundry Expenses	-	26,741
29	Interest Expense	-	-
30	Exchange loss	4,944	2,888
31	Accounting Fees	-	-
32	Business Promotion	-	1,23,534
	Total in ₹	1,58,31,650	6,58,02,674

Note: 24 Exceptional Items

Sr. no	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Long term capital loss	12,85,954	-
	Total in ₹	12,85,954	-

Note: 25 Extraordinary Items

Sr. no	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
1	Interest on Tax	-	-
	Total in ₹	-	-

Note : 26 Contingent liability

Sr. no	Particulars	For the year ended 31st march,2021	For the year ended 31st march,2020
	Disputed Income Tax Liabilities for the AY 2009-10 To AY 20	-	
2	Disputed Vat Tax Liabilities	-	
3	Letter of credit open in bank	-	-
4	Bill Discounting with India Factoring	4,94,72,066	8,49,83,577
	Note: The debtors in Balance sheet are shown after		
	deducting the Bill discounting from Axis Bank		

Notes to the financial statements for the year ended on 31st March, 2020

	4,94,72,066	8,49,83,577