

PRAMARA PROMOTIONS PRIVATE LIMITED
16TH ANNUAL REPORT 2021-2022

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 **Sixteenth Annual General Meeting** of the shareholders of **PRAMARA PROMOTIONS PRIVATE LIMITED** will be held on **Friday, 30th September , 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, 2022 and the report of Board of Director's and Auditor's thereon.
2. To consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year 31st March, 2022, 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. Satya Prakash Natani & Co. (Firm Registration No: – 115438W), 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 reimbursement of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company.”

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SPECIAL BUSINESS

4. REGULARISATION OF SANKET LAMBA AS DIRECTOR

To regularise Shri Sanket Nandkishore Lamba (DIN no 09744427) , as director and 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 provision of section 152 and other applicable provisions of the Companies Act, 2013 (the Act) read with The Companies (Appointment and Qualification of Directors) Rule 2014 (the Rules) including any Statutory Modification(s) or re-enactment(s) thereof for the time being in force Shri Sanket Nandkishore Lamba (DIN no 09744427) , who was appointed as an additional director of the Company by the Board of Directors , with effect from 22nd September 2022, pursuant to Section 161 of the Companies Act , 2013 and who holds the office of Directorship upto the date of this Annual General Meeting who being eligible, offers himself for appointment and in respect of whom the Company has received a notice along with requisite deposits, proposing his candidate for the office of the Director appointed as a Director of the Company in the Category of Executive Director.

RESOLVED FURTHER THAT any one of the Board of Directors of the Company be and is hereby authorized to file E Form DIR 12 with the Registrar of Companies (ROC) and to do all such acts, deeds and things as may be necessary in this regards.”

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 before the commencement of the Meeting ie Friday , 30th September , 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

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to make a nomination through their Depository Participants.

ON BEHALF OF THE BOARD
For PRAMARA PROMOTIONS PRIVATE LIMITED

Place : Mumbai
Date : 30.09.2022

sd/-
ROHIT LAMBA
DIRECTOR
(DIN NO. - 01796007)

sd/-
SHEETAL LAMBA
DIRECTOR
(DIN NO. - 01796017)

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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 **16th Annual Report** together with the audited financial statements for the year ended **31st March, 2022**. 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 has not declared any dividend for the financial year 2021-2022.

3. FINANCIAL RESULTS & VISION OF THE COMPANY :-

| Particulars | 31.03.2022 | 31.03.2021 |
|--|-------------------|-------------------|
| Profit Before Depreciation, Taxation and Exceptional Items | 2,87,56,189 | 1,44,05,980 |
| Less: Depreciation | 92,89,405 | 86,42,727 |
| Profit Before Tax and exceptional item | 1,94,66,784 | 57,63,253 |
| Less: Exceptional Items | - | 12,85,954 |
| Less: Provision for taxation /Deferred Tax | 60,10,110 | 11,59,005 |
| Profit After Tax | 1,34,56,674 | 33,18,294 |
| Add: Balance b/f from previous year | 10,14,50,999 | 9,81,32,705 |
| Profit & Loss Account Balance c/f | 11,49,07,673 | 10,14,50,999 |

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The Company increased the Sales from Rs. 40.78 Cr to Rs. 49.15 Cr almost 20% growth & Company increase net profit (before exceptional item) from Rs. 57.63 Lacs to Rs.194.66 Lacs compared to previous year almost 3 times due to deal in better margin product & cost saving in the operation.

Company Vision – 2022-23:

- Identifying VA/VE projects to offer more than just cost cutting viz. reduced material costs while creating solutions that better meet customer needs and increase product competitiveness.
- Transferring the cost advantage directly to customer.
- Offer market-ready Paper Straws and rolled Lollipop Paper Sticks for beverage and candy cartons, that are eco-friendly and made from certified paperboard.
- Continue to delight customers by constant innovation and break-through ideas.

The way forward – Our vision for the next 5 years:

- Additional investment to meet desired TAKT time.
- More automation-friendly, superior engineering facilities with in-house machinery.
- Increased manpower.
- Efficiency and effectiveness to be >95%
- Boost and expedite production process to advantage client.
- Additional capacity in different series of toys in global market to get seeded position.
- Plan to have energy exchanger plates with help of natural sources – Solar power & Biogas.
- To be a global leader in 0+ toys.
- Expand on our Prime Minister’s ‘Make in India’ initiative by manufacturing high quality products, thereby strengthening our exports market.
- Continuously innovate our Eco-Friendly product line to significantly reduce waste generation and promote the re-use and recycling of waste products thereby reducing environmental pollution.
- Introduce new and diverse business channels while strengthening the existing ones by keeping up with the latest technologies.
- Futuristic approach to help drive sales, sustenance, success.

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4. SHARE CAPITAL

The Paid-Up Equity Share Capital as on 31st March, 2022 was Rs. 1,20,20,000/- During the year under review, the Company not issued any equity shares. Company planning to listed his stock in the recognise Stock Exchange through intial public issue during the period 2022-2023.

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.(14,19,210)/- during Financial Year 2021-2022 Unaudited

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 2021-22 Unaudited.

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. The Consolidated Financial Statements presented by the Company include the Financial Statements of its Subsidiary Companies as well.

7. DIRECTORS

Sanket Lamba (DIN 09744427) placed consent letter for the position of Directorship of the Company before the Board of Directors on 22/09/2022. The Board perused and had accepted the same.

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.

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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 Seven (7) Board Meetings were held on during the year 21-22 . 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 2021-2022 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.

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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. | Name | Amount | Purpose |
|----------------|---|---------------|--|
| 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 |
| 4 | Sheetal Lamba | 51,14,886 | Loan |

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, 2022.

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14. STATUTORY AUDITORS

M/s. V.Bapna & Associates , Chartered Accountants (Firm Registration No. – 129373W), auditor of the company resigned from the auditor of the company on 06.08.2022 due to peronal reasons .

Company appoint M/s Satya Prakash Natani & Co. , Chartered Accountant (Firm Regsitraion No. -115438W) on 18.08.2022 in the EGM of the Company

M/s Satya Prakash Natani & Co. , Chartered Accountant (Firm Regsitraion No. -115438W) retire at the 16th Annual General Meetings of the Company, and being eligible offer themselves for re-appointment.

The Company's Auditors, M/s. Satya Prakash Natani & Co. , Chartered Accountant (Firm Regsitraion No. -115438W), 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.

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17. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN 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 regarding sexual 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 2021-2022

- 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. ACKNOWLEDGEMENT

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.

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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.

25. APPOINTMENT OF KEY MANAGERIAL PERSONNEL

Mohan Punaji Bavkar (PAN AEQPB1945P) is been appointed as Company Secretary in employment on 22/09/2022.

ON BEHALF OF THE BOARD
For PRAMARA PROMOTIONS PRIVATE LIMITED

Place : Mumbai
Date : 30.09.2022

sd/-
ROHIT LAMBA
DIRECTOR
(DIN NO. - 01796007)

sd/-
SHEETAL LAMBA
DIRECTOR
(DIN NO. - 01796017)

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ANNEXURE - A

Form No. MGT-9

EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31/03/2022

[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**

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| | | | | | | | | | |
|---|---|---------|---------|-----|---|---------|---------|-----|---|
| 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 | - |

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(ii) Shareholding of Promoters

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in shareholding during the year |
|---------|---------------------------------|---|----------------------------------|--|-------------------------------------|----------------------------------|--|--|
| | | No. of Shares | % of total Shares of the Company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the Company | % of Shares Pledged / encumbered to total shares | |
| 1 | Rohit Lamba | 10,68,000 | 88.85 | - | 10,68,000 | 88.85 | - | 88.85 |
| 2 | Sheetal Lamba | 94,000 | 7.82 | - | 94000 | 7.82 | - | 7.82 |
| 3 | Premia Solutonz Private Limited | 40,000 | 3.33 | - | 40000 | 3.33 | - | 3.33 |

(iii) Change in Promoter's Shareholding

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

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

| Sr. No. | For Each of the Top 10 Shareholders | Shareholding at the beginning and at the End of the year | | Cumulative Shareholding during the year | |
|-------------|-------------------------------------|--|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the Company |
| N.A. | | | | | |

(v) Shareholding of Directors and Key Managerial Personnel:

| Sr. No. | Name of Directors and Key Managerial Personnel | Folio No. | Shareholding at the Beginning and at the end of the year | | Cumulative Shareholding during the year | |
|---------|--|-----------|--|----------------------------------|---|--------------------------|
| | | | No. of shares | % of total shares of the Company | No. of shares | % of total shares of the |
| 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 |

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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 | 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 |
| Indebtedness at the End of the financial year | 31,34,33,931 | NIL | NIL | 31,34,33,931 |
| i) Principal Amount | 31,34,33,93 | NIL | NIL | 31,34,33,931 |
| 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/- |

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B. Remuneration to other Directors:

| Sr. no. | Particulars of Remuneration | Name of Directors | Total Amount |
|---|-----------------------------|-------------------|--------------|
| Not Given During the year to any of the Independent Director | | | |

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

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

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VI. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

| Type | 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 |

ANNEXURE II - Form AOC- 2

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2)
Of the Companies (Accounts) Rules, 2014)**

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Act including certain arm's length transactions under third proviso thereto:

1. Details of material contracts or arrangements or transactions at arm's length basis:

| Particulars | Name of Related party | Nature of Transaction | Balance as 31.03.2022 |
|-------------------------------|------------------------------|--------------------------------------|------------------------------|
| i) Associates Concerns | Essel Plastpack | Advance against Purchase Investments | 4,25,77,839 56,00,000 |
| ii) Key Management Personnel | Mr.Rohit Lamba | Remuneration | 36,00,000 |
| iii) Key Management Personnel | Mrs.Sheetal Lamba | Loan Given | 51,14,886 |
| iv)Subsidiary Company | Pramara Promotions Hongkong | Investments | 1,94,409 |
| v)Associates Concern | Premia Solutions P Ltd | Sundry Debtors | 1,08,74,290 |

Associates concern includes the companies in which the key management Personnel or their relatives have significant influence.

2. Details of material contracts or arrangement or transactions not at arm's length basis: Not Applicable

For Pramara Promotion Pvt Ltd

Date :30.09.2022
Place : Mumbai

| | |
|---------------------------------|-----------------------------------|
| Sd/- Rohit Lamba Director | sd/- Sheetal Lamba Director |
|---------------------------------|-----------------------------------|

(Din No-01796007) (Din No-01796017)



Satyaprakash Natani & Co

Chartered Accountants

505, Goyal Trade Centre, Shantivan , Borivali East. Mumbai 400066

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, 2022, 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, 2022, 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.63,13,466 as at 31st March 2022,Total Revenue of Rs.NIL and Pramara Promotions Private Limited(Step Down Subsidiary) which has total Assets of Rs.1,88,77,834,Total revenue NIL 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 and 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 STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is 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 these 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.
- Obtain sufficient appropriate audit evidence regarding the Financial Results of the Company to express an opinion on the Financial Results.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or 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, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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 Satya Prakash Natani & Co.
Chartered Accountants
Firms Registration Number - 115438W

SD/-
Satya Prakash Natani
Partner
Membership Number: 048091
Place: Mumbai
Date: 30.09.2022
UDIN: 22048091BEGHWS2043



Satyaprakash Natani & Co Chartered Accountants

505, Goyal Trade Centre, Shantivan , Borivali East. Mumbai 400066

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 2022.

- (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 ,2022 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 Satya Prakash Natani & Co.
Chartered Accountants
Firms Registration Number - 115438W

SD/-
Satya Prakash Natani
Partner
Membership Number: 048091
Place: Mumbai
Date: 30.09.2022
UDIN: 22048091BEGHWS2043

Annexure II

Independent Auditor's report on the Internal Financial Controls under Clause (i) of Sub-section 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 2022, 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 2022, based on the criteria being specified by management.

For Satya Prakash Natani & Co.
Chartered Accountants
Firms Registration Number - 115438W

SD/-
Satya Prakash Natani
Partner
Membership Number: 048091
Place: Mumbai
Date: 30.09.2022
UDIN: 22048091BEGHWS2043

PRAMARA PROMOTIONS PVT LTD

CIN : U51909MH200PTC164247

Balance Sheet as at 31st March, 2022

| Particulars | Note No | 31st March 2022 (Amount in ₹) | 31st March 2021 (Amount in ₹) |
|--|---------|----------------------------------|----------------------------------|
| I. EQUITY AND LIABILITIES | | | |
| (1) Shareholder's funds | | | |
| (a) Share capital | 1 | 1,20,20,000 | 1,20,20,000 |
| (b) Surplus | 2 | 12,53,76,367 | 11,15,23,492 |
| (2) Non-current liabilities | | | |
| (a) Long-term borrowings | 3 | 15,58,88,209 | 14,13,74,529 |
| (3) Current liabilities | | | |
| (a) Short Term Borrowings | 4 | 15,75,45,722 | 16,19,37,150 |
| (b) Trade payables | 5 | - | - |
| (A) total outstanding dues of micro enterprises and small enterprises; and | | - | - |
| (B) total outstanding dues of creditors other than micro enterprises and small enterprises | | 12,12,12,627 | 4,02,82,025 |
| (c) Other current liabilities | 6 | 4,34,49,972 | 2,06,57,465 |
| (d) Short-term provisions | 7 | 39,62,461 | 44,72,087 |
| Total | | 61,94,55,358 | 49,22,66,748 |
| II.Assets | | | |
| (1) Non-current assets | | | |
| (a) Property, plant and equipment and Intangible assets | | | |
| (i) Property, plant and equipment | 8 | 7,55,40,384 | 4,95,98,329 |
| (ii) Intangible Assets | | - | - |
| (iii) Capital work-in-progress | | 1,26,26,598 | 1,26,26,598 |
| (iv) Intangible Assets under development | | - | - |
| (b) Non-current investments | 9 | 56,00,625 | 56,00,625 |
| (c) Deferred Tax Assets (net) | 10 | 6,02,939 | 16,35,075 |
| (d) Long term loans and advances | | - | - |
| (2) Current assets | | | |
| (a) Current Investments | 11 | 10,64,469 | 10,64,469 |
| (b) Inventories | 12 | 22,66,29,421 | 20,44,17,391 |
| (c) Trade receivables | 13 | 19,70,54,882 | 11,49,63,551 |
| (d) Cash and cash equivalents | 14 | 3,85,35,156 | 3,00,74,663 |
| (e) Short-term loans and advances | 15 | 6,18,00,883 | 7,22,86,047 |
| Total | | 61,94,55,358 | 49,22,66,748 |

Significant accounting policies & Notes to accounts 25-41

Notes referred to above form an integral part of the Financial Statements.

As per our report of even date
For Satya Prakash Natani & Co.
Chartered Accountants
ICAI F.R.No. 115438W

For & On Behalf of the Board of Directors

Satyaprakash Natani
(Partner)
M.No.: 048091
Date:-30.09.2022
Place:- Mumbai

SD/-
Rohit Lamba
DIN-01796007

SD/-
Sheetal Lamba
DIN-01796017

Date:-30.09.2022
Place:- Mumbai

PRAMARA PROMOTIONS PVT LTD

CIN : U51909MH200PTC164247

Statement of Profit and Loss for the year ended 31st March, 2022

| Particulars | Note No. | 2021 - 22 (Amount in ₹) | 2020 - 21 (Amount in ₹) |
|---|----------|-------------------------|-------------------------|
| Revenue from operations | 16 | 49,15,58,081 | 40,78,30,919 |
| Other income | 17 | 27,11,476 | 17,69,863 |
| Total Income | | 49,42,69,557 | 40,96,00,783 |
| <i>Expenses:</i> | | | |
| Cost of materials consumed | 18 | 39,47,24,782 | 32,38,34,802 |
| Changes in inventories of finished goods, work-in-progress and Stock-in-Trade | 19 | (2,22,12,030) | 48,98,414 |
| Employee benefit expense | 20 | 2,40,89,676 | 2,50,62,834 |
| Financial costs | 21 | 3,58,54,412 | 2,55,67,101 |
| Depreciation and amortisation cost | 22 | 92,89,405 | 86,42,727 |
| Other expenses | 23 | 3,30,56,528 | 1,58,31,650 |
| Total expenses | | 47,48,02,773 | 40,38,37,529 |
| Profit before Exceptional Item and Tax | | 1,94,66,784 | 57,63,253 |
| Exceptional Item | | - | 12,85,954 |
| Profit after Exceptional Item and Tax | | 1,94,66,784 | 44,77,299 |
| Tax expense: | | | |
| (1) Current tax | | 52,31,874 | 13,00,000 |
| (2) Deferred tax | 10 | 10,32,136 | (1,40,995) |
| (3) Excess / Less Provision for earlier years | | (2,53,900) | - |
| Profit from the period | | 1,34,56,674 | 33,18,294 |
| Profit/(Loss) for the period | | 1,34,56,674 | 33,18,294 |
| Earning per equity share: | 24 | | |
| Face value per equity shares Rs.10/- fully paid up. | | | |
| (1) Basic | | 11.20 | 2.76 |
| (2) Diluted | | 11.20 | 2.76 |

Notes referred to above form an integral part of the Financial Statements.

As per our report of even date
For Satya Prakash Natani & Co.
Chartered Accountants
ICAI F.R.No. 115438W

For & On Behalf of the Board of Directors

SD/-
Satyaprakash Natani
(Partner)
M.No.: 048091
Date:-30.09.2022
Place:- Mumbai

SD/-
Rohit Lamba
DIN-01796007

SD/-
Sheetal Lamba
DIN-01796017

Date:-30.09.2022
Place:- Mumbai

| PRAMARA PROMOTIONS PVT LTD | | |
|--|---|---|
| CIN : U51909MH200PTC164247 | | |
| CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022 | | |
| Particulars | For the Year ended March 31, 2022 | For the year ended March 31, 2021 |
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net profit before tax and extraordinary items | 1,94,66,784 | 44,77,299 |
| Adjustments for: | | |
| Depreciation and amortisation expense | 92,89,405 | 86,42,727 |
| Interest and other income on investments | (15,55,666) | (13,91,145) |
| Other borrowing cost | 6,75,037 | 18,72,874 |
| Interest expenses | 3,51,79,375 | 2,36,71,326 |
| Deferred tax | | 1,40,995 |
| Provision of Tax | (49,77,974) | (13,00,000) |
| Operating profit / (loss) before working capital changes | 5,80,76,961 | 3,61,14,076 |
| Changes in working capital: | | |
| Increase / (Decrease) in trade payable | 8,09,30,602 | (6,88,62,819) |
| Increase / (Decrease) in short term borrowing | (43,91,428) | 67,53,604 |
| Increase / (Decrease) in provisions | (5,09,626) | (17,00,000) |
| Increase / (Decrease) in other current liabilities | 2,27,92,507 | (1,23,15,839) |
| Increase / (Decrease) in other current assets | | (96,28,511) |
| (Increase) / Decrease in short term loan and advances | 1,04,85,164 | (3,03,60,021) |
| (Increase) / Decrease in trade receivables | (8,20,91,331) | 58,62,579 |
| (Increase) / Decrease in inventories | (2,22,12,030) | 48,98,410 |
| | 50,03,858 | (10,53,52,597) |
| CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES | 6,30,80,819 | (6,92,38,521) |
| Less: Taxes paid | | |
| NET CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES | 6,30,80,819 | (6,92,38,521) |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | |
| Purchase of tangible / intangible assets | (3,52,31,460) | (41,49,070) |
| Sale of tangible / intangible assets | | 21,60,954 |
| Deferred Tax Assets | | (1,41,158) |
| Dividend/ bank interest received | 15,55,666 | 13,91,145 |
| NET CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES | (3,36,75,793) | (7,38,128) |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | |
| Interest expenses | (3,58,54,412) | (2,55,44,200) |
| Funds borrowed | 1,45,13,680 | 5,77,72,641 |
| NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES | (2,13,40,732) | 3,22,28,440 |
| NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS (A+B+C) | 80,64,294 | (3,77,48,209) |
| Cash and Cash equivalents at beginning period (Refer Note 14) | 2,18,46,168 | 5,95,94,380 |
| Cash and Cash equivalents at end of period (Refer Note 14) | 2,99,10,462 | 2,18,46,168 |
| D. Cash and Cash equivalents comprise of | | |
| Cash on hand | 29,35,985 | 35,32,866 |
| Balances with banks | | |
| In current accounts | 3,55,99,171 | 2,65,41,798 |
| Total | 3,85,35,157 | 3,00,74,663 |
| This Cash Flow Statement has been prepared as per "Indirect Method" as prescribed by Accounting Standard -3 (revised) "Cash Flow Statements" | | |
| As per our report of even date | For & On Behalf of the Board | |
| For Satya Prakash Natani & Co. | | |
| Chartered Accountants | | |
| ICAI F.R.No. 115438W | | |
| SD/- | SD/- | SD/- |
| Satyaprakash Natani | Rohit Lamba | Sheetal Lamba |
| (Partner) | DIN-01796007 | DIN-01796017 |
| M.No.: 048091 | | |
| Date:-30.09.2022 | Date:-30.09.2022 | |
| Place:- Mumbai | Place:- Mumbai | |

PRAMARA PROMOTIONS PVT LTD

CIN : U51909MH200PTC164247

Notes Forming Part of Balance Sheet

Note 1 :- Share capital

| Particulars | 31st March, 2022 | 31st March, 2021 |
|---|--------------------|---------------------|
| Authorised share capital | | |
| 20,00,000 equity Shares of Rs.10 each | 2,00,00,000 | 2,00,00,000 |
| Issued, subscribed & paid-up share capital | | |
| 12,02,000 Equity Shares of Rs.10/- each | 1,20,20,000 | 1,20,20,000 |
| Share holding pattern and details | | |
| Shareholder | % holding | No.of shares |
| Rohit Lamba | 88.85 | 1068000 |
| Sheetal Lamba | 7.82 | 94000 |
| Premia Solutionz Pvt Ltd | 3.33 | 40000 |
| Total share capital | 1,20,20,000 | 1,20,20,000 |

Note 1.1 : Reconciliation of number of shares outstanding is set out below:

| Particulars | 31st March, 2022 | 31st March, 2021 |
|---|------------------|------------------|
| Equity shares at the beginning of the year | 12,02,000 | 12,02,000 |
| Add: Shares issued during the current financial year | - | - |
| Equity shares at the end of the year | 12,02,000 | 12,02,000 |

Note 1.2 : The Company has only one class of equity shares. Each holder of equity shares is entitled to one vote per share.

Note 1.3 : There is no fresh issue or buyback of shares during the year.

Note 1.4 : The Company has only one class of equity shares. Each holder of equity shares is entitled to one vote per share.

Note 1.5 : There is no change in the number of shares outstanding at the beginning and at the end of the year.

Note 1.6 : There is no change in the pattern of shareholding during the year. It is same as the last year.

| Shares held by promoters at the end of the year ending 31st March 2022 | | | | % Change during the year*** |
|--|--------------------------|------------------|---------------------|-----------------------------|
| Sr. No. | Promoter Name | No. of Shares** | % of total shares** | |
| 1 | Rohit Lamba | 10,68,000 | 89 | 0 |
| 2 | Sheetal Lamba | 94,000 | 8 | 0 |
| 3 | Premia Solutionz Pvt Ltd | 40,000 | 3 | 0 |
| | Total | 12,02,000 | 100 | |

| Shares held by promoters at the end of the year ending 31st March 2021 | | | | % Change during the year*** |
|--|--------------------------|------------------|---------------------|-----------------------------|
| Sr. No. | Promoter Name | No. of Shares** | % of total shares** | |
| 1 | Rohit Lamba | 10,68,000 | 89 | 0 |
| 2 | Sheetal Lamba | 94,000 | 8 | 0 |
| 3 | Premia Solutionz Pvt Ltd | 40,000 | 3 | 0 |
| | Total | 12,02,000 | 100 | |

Note 2: Surplus

| Particulars | 31st March, 2022 | 31st March, 2021 |
|--------------------------------------|---------------------|---------------------|
| Share Premium | 89,59,500 | 89,59,500 |
| | 89,59,500 | 89,59,500 |
| Profit & Loss A/c | | |
| Opening balance | 10,14,50,999 | 9,81,32,705 |
| Add:- Profit for the year | 1,34,56,674 | 33,18,294 |
| | 11,49,07,673 | 10,14,50,999 |
| Foreign Exchange Fluctuation Reserve | 15,09,193 | 11,12,992 |
| Total | 12,53,76,367 | 11,15,23,492 |

Note 3 : Long term borrowings

| Particulars | 31st March, 2022 | 31st March, 2021 | |
|--|------------------|------------------|--------------------|
| Secured | | | |
| 1. Car Loan Kotak Mahindra Mercedes 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 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 | 12,26,491 | 16,55,142 | |
| 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 | 1,71,251 | 3,27,651 | |
| 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/- Matured on 07.09.2030 | 2,26,46,198 | 2,47,34,197 | 2,67,00,000 |
| 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/- Matured on 07.09.2030 | 65,18,079 | 70,14,145 | 74,40,000 |
| 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 | 3,91,61,086 | 4,21,41,461 | 4,47,00,000 |

| | | | |
|--|---------------------|---------------------|--------------------|
| 7. HDFC Bank Limited WCDL Account No. 84426646 | 1,16,95,638 | 1,33,24,443 | 1,50,70,000 |
| 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 | | | |
| 8. HDFC ECLGS- 8855629 Sanction Amount 2,31,50,746 Matured on 07.10.2024 | 1,88,67,899 | 2,02,66,496 | 2,31,50,746 |
| 9. HDFC ECLGS- 8939161 Sanction Amount 1,71,74,870 Matured on 07.11.2024 | 1,43,94,206 | 1,54,68,962 | 1,71,74,870 |
| 10. HDFC ECLGS- 8763571 Sanction Amount 1,87,82,000 Matured on 07.10.2024 | 1,53,07,361 | 1,64,42,032 | 1,87,82,000 |
| 11. CITIBANK LTD-EEFC A/C NO.0060310114 | - | - | |
| 12. AXIS BANK-GECL-921060057357353-2.59 CR Sanction Amount 2,59,00,000 Matured on 30.11.2026 | 2,59,00,000 | - | 2,59,00,000 |
| All the Vehicles & House Property of the Company are in the name of Director | | | |
| TOTAL | 15,58,88,209 | 14,13,74,529 | |

Note 4: Deferred tax liability

| Particulars | 31st March, 2022 | 31st March, 2021 |
|---|------------------|------------------|
| Deferred tax liabilities - Depreciation (A) | - | - |
| Deferred tax assets - Gratuity (B) | - | - |
| Net (A-B) | - | - |
| Total | - | - |

Note 4 : Short Term Borrowings

| Particulars | 31st March, 2022 | 31st March, 2021 |
|--|---------------------|---------------------|
| Secured | | |
| HDFC Bank Limited - CC | 14,61,59,402 | 14,51,38,640 |
| Note :- Against mortgagage 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 | | |
| 3. C-4108/4109/4110, Oberoi Garden Estate, Chandivali Farm Road, Sakinaka, Andheri (East). Mumbai - 400072 | | |
| Current Maturities of Long Term Borrowings | 1,13,86,320 | 1,48,64,956 |
| Unsecured | | |
| From Others | - | 19,33,555 |
| Total | 15,75,45,722 | 16,19,37,150 |

Note 5 : Trade payables

| Particulars | 31st March, 2022 | 31st March, 2021 |
|--|---------------------|--------------------|
| Total outstanding dues of micro enterprises and small enterprises | - | - |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 12,12,12,627 | 4,02,82,025 |
| Total | 12,12,12,627 | 4,02,82,025 |

Note 5.1 : Steps have been taken to identify the suppliers who qualify under the definition of micro and small enterprises, as defined under the Micro, Small and Medium Enterprises Development Act 2006. Since no intimation has been received from the suppliers regarding their status under the said Act as at 31st March 2022, disclosures relating to amounts unpaid as at the year end, if any, have not been furnished. In the opinion of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act, is not expected to be material.

Trade Payables ageing schedule: As at 31st March,2022

| Particulars | Outstanding for following periods from due date of payment | | | | Total |
|-----------------------------|--|-----------|-----------|-------------------|--------------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) MSME | - | - | - | - | - |
| (ii) Others | 11,32,17,061 | 34,82,895 | 40,72,084 | - | 12,07,72,039 |
| (iii) Disputed dues- MSME | | | | | |
| (iv) Disputed dues - Others | | | | | |

Trade Payables ageing schedule: As at 31st March 2021

| Particulars | Outstanding for following periods from due date of payment | | | | Total |
|-----------------------------|--|-----------|-----------|-------------------|-------------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) MSME | | | | | - |
| (ii) Others | 3,71,78,498 | 30,30,520 | 73,007 | - | 4,02,82,025 |
| (iii) Disputed dues- MSME | | | | | - |
| (iv) Disputed dues - Others | | | | | - |

Note 6 : Other Current Liabilities

| Particulars | 31st March, 2022 | 31st March, 2021 |
|------------------------------|--------------------|--------------------|
| Statutory Dues: | | |
| GST and other Indirect taxes | 10,17,147 | 11,00,000 |
| TDS | 23,01,805 | 21,45,068 |
| ESIC, PT & PF Payable | 10,57,813 | 2,53,720 |
| Others | 2,89,345 | 2,89,345 |
| Other Dues: | | |
| Outstanding Liabilities | 3,87,83,862 | 1,68,69,332 |
| Total | 4,34,49,972 | 2,06,57,465 |

Sub-note 6.1 : Outstanding Liabilities

| Particulars | 31st March, 2022 | 31st March, 2021 |
|------------------------------|--------------------|--------------------|
| Other Liabilities | - | - |
| Advance from debtors | 18,44,955 | - |
| Creditors for Expenses | 3,65,00,089 | 1,68,69,332 |
| Temporary overdraft balances | 62,425 | - |
| Total | 3,84,07,470 | 1,68,69,332 |

Note 7 : Short Term Provisions

| Particulars | 31st March, 2022 | 31st March, 2021 |
|--------------------------|------------------|------------------|
| Provision for income tax | 21,18,936 | 26,28,562 |
| Provision for Gratuity | 18,43,525 | 18,43,525 |
| Total | 39,62,461 | 44,72,087 |

PRAMARA PROMOTIONS PVT LTD
Note 8 :- Property, plant & equipments as on 31st March, 2022
(As per the Companies Act, 2013)

Tangible Assets

| Details of Assets | Gross Block | | | | Accumulated Depreciation | | | | Net Block | |
|--------------------------|------------------------|--------------------|------------------|---------------------|--------------------------|------------------|------------|------------------------|------------------------|------------------------|
| | As On 01st April, 2021 | Additions | Deductions | Total | As On 01st April, 2021 | For The Year | Deductions | As on 31st March, 2022 | As At 31st March, 2022 | As At 31st March, 2021 |
| TANGIBLE ASSETS | | | | | | | | | | |
| Office Premises | 2,65,83,870 | | | 2,65,83,870 | 78,41,204 | 9,59,556 | | 88,00,760 | 1,77,83,110 | 1,87,42,666 |
| Plant & Equipment | 3,31,07,789 | 3,44,61,232 | | 6,75,69,021 | 1,63,47,634 | 37,26,981 | | 2,00,74,615 | 4,74,94,405 | 1,67,60,154 |
| Furniture & Fixtures | 2,83,41,116 | 45,452 | | 2,83,86,568 | 1,70,13,735 | 35,79,844 | | 2,05,93,579 | 77,92,989 | 1,13,27,381 |
| Vehicles | 2,11,77,651 | | | 2,11,77,651 | 1,89,24,482 | 3,94,736 | | 1,93,19,218 | 18,58,433 | 22,53,169 |
| Office Equipment | | | | - | | | | - | - | - |
| Computers | 92,46,914 | 7,24,776 | | 99,71,690 | 87,31,956 | 6,28,288 | | 93,60,244 | 6,11,446 | 5,14,959 |
| | 11,84,57,340 | 3,52,31,460 | - | 15,36,88,799 | 6,88,59,010 | 92,89,405 | - | 7,81,48,415 | 7,55,40,384 | 4,95,98,329 |
| INTANGIBLE ASSETS | | | | | | | | | | |
| Software development | | | | | | | | | | |
| | - | - | - | - | - | - | - | - | - | - |
| Total | 11,84,57,340 | 3,52,31,460 | - | 15,36,88,799 | 6,88,59,010 | 92,89,405 | - | 7,81,48,415 | 7,55,40,384 | 4,95,98,329 |
| Figures of previous year | 11,64,69,224 | 41,49,070 | 21,60,954 | 11,84,57,340 | 6,02,16,284 | 86,42,727 | - | 6,88,59,010 | 4,95,98,329 | |

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Notes Forming Part of Balance Sheet

Note 9 : Non current investment

| Sr. No. | Particulars | 31st March, 2022 | 31st March, 2021 |
|---------|----------------------------------|------------------|------------------|
| 1 | Investment in Subsidiary Company | - | - |
| 2 | Investment in Shares Unquoted | 625 | 625 |
| 3 | Investment in Partnership Firm | 56,00,000 | 56,00,000 |
| | Total | 56,00,625 | 56,00,625 |

All above investments are carried at cost

9.1 Other disclosures

| | | | |
|-----|---|-----------|-----------|
| (a) | Aggregate cost of quoted investment | - | - |
| | Aggregate market value of quoted investments | | |
| (b) | Aggregate amount of unquoted investments | 56,00,625 | 56,00,625 |
| (c) | Aggregate provision for diminution in value of investment | - | - |

Note 10 : Deferred Tax Assets

| Sr. No. | Particulars | 31st March, 2022 | 31st March, 2021 |
|---------|--------------------|------------------|------------------|
| 1 | Deffered Tax Asset | 6,02,939 | 16,35,075 |
| | | 6,02,939 | 16,35,075 |

Note 11 : Current Investments

| Sr. No. | Particulars | 31st March, 2022 | 31st March, 2021 |
|---------|----------------------------------|------------------|------------------|
| 1 | Investment in Mutual Funds | | |
| | 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 |

Note 12 : Inventories*

| Sr. No. | Particulars | 31st March, 2022 | 31st March, 2021 |
|---------|---|---------------------|---------------------|
| 1 | Stock in Trade | 22,66,29,421 | 20,44,17,391 |
| | *Valued at lower of cost and net realizable value | | |
| | Total | 22,66,29,421 | 20,44,17,391 |

Note 13 : Trade receivables

| Sr. No. | Particulars | 31st March, 2022 | 31st March, 2021 |
|---------|---|---------------------|---------------------|
| 1 | Outstanding for more than six months | | |
| | a) Secured, considered good | | |
| | b) Unsecured, considered good | 19,70,54,882 | 11,49,63,551 |
| | c) Doubtful | | |
| 2 | Others | | |
| | a) Secured, considered good | | |
| | b) Unsecured, considered good | | |
| | c) Doubtful | | |
| | Total | 19,70,54,882 | 11,49,63,551 |

Note: Debtors shown is net of Factoring facility Rs.9,30,93,111 provided by Axis Bank

Trade Receivables ageing schedule as at 31st March,2022

| Particulars | Outstanding for following periods from due date of payment | | | | | Total |
|--|--|------------------|-----------|-------------|-------------------|--------------|
| | Less than 6 months | 6 months -1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed Trade receivables -considered good | 16,46,95,389 | 72,82,631 | 13,41,681 | 1,18,05,938 | 75,02,181 | 19,26,27,820 |
| (ii) Undisputed Trade receivables -considered doubtful | | | | | | - |
| (iii) Disputed trade receivables - considered good | | | | | | - |
| (iv) Disputed trade receivables - considered doubtful | | | | | | - |

Trade Receivables ageing schedule as at 31st March,2021

| Particulars | Outstanding for following periods from due date of payment | | | | | Total |
|--|--|------------------|-------------|-----------|-------------------|--------------|
| | Less than 6 months | 6 months -1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed Trade receivables -considered good | 8,43,18,513 | 38,03,939 | 1,01,53,986 | 32,96,386 | 4,11,196 | 11,09,84,020 |
| (ii) Undisputed Trade receivables -considered doubtful | | | | | | - |
| (iii) Disputed trade receivables - considered good | | | | | | - |
| (iv) Disputed trade receivables - considered doubtful | | | | | | - |

Note 14 : Cash and bank balances

| Sr. No. | Particulars | 31st March, 2022 | 31st March, 2021 |
|---------|---|--------------------|--------------------|
| 1 | Cash and cash equivalent | | |
| | Cash In hand | 29,35,985 | 35,32,866 |
| | Sub total (A) | 29,35,985 | 35,32,866 |
| 2 | Bank balances - current accounts | | |
| | Balances with Bank | 89,35,691 | 84,81,046 |
| 3 | Term Deposit | 2,65,49,610 | 1,79,46,881 |
| | (Fixed deposit of Rs.2,65,49,610 pledged with Axis Bank against the facility of Factorino Rs.9.30.93.111 provided by Axis Bank) | | |
| 4 | Fixed Deposits with Government Authorities | 1,13,870 | 1,13,870 |
| | Sub total (B) | 3,55,99,171 | 2,65,41,798 |
| | Total [A + B] | 3,85,35,156 | 3,00,74,663 |

Note 15 : Short terms loans and advances

| Sr. No. | Particulars | 31st March, 2022 | 31st March, 2021 |
|---------|----------------------------------|--------------------|--------------------|
| 1 | Others | | |
| | Deposits | 37,82,938 | 37,82,938 |
| | Tax Deducted at source | 18,60,479 | 36,35,576 |
| | Statutory Dues Refund receivable | 60,78,985 | 64,33,089 |
| | Loan to staff | 34,53,950 | 41,11,656 |
| | Loan to Others | 1,18,22,004 | 41,65,883 |
| | Advance to suppliers | 2,77,89,495 | 3,90,01,652 |
| | Other Advances | 70,13,032 | 1,11,55,253 |
| | Total | 6,18,00,883 | 7,22,86,047 |

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CIN : U51909MH200PTC164247
Notes Forming Part of Statement of Profit & Loss

Note 16 : Revenue from operations

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|--|---------------------|---------------------|
| 1 | Sales of products <i>(refer sub note 16.1)</i> Sales are net of Goods & Service Tax (GST) | 49,15,58,081 | 40,78,30,919 |
| | Total | 49,15,58,081 | 40,78,30,919 |

16.1 Sale of products

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|----------------------|---------------------|---------------------|
| 1 | Sales - Local Sales | 48,74,64,793 | 39,72,42,413 |
| 2 | Sales - Export sales | 40,93,288 | 1,05,88,507 |
| | Total | 49,15,58,081 | 40,78,30,919 |

Note 17 : Other income

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|-----------------|------------------|------------------|
| 1 | Interest Income | 15,55,666 | 17,69,863 |
| 2 | Other Income | 11,55,810 | - |
| | Total | 27,11,476 | 17,69,863 |

17.1 Interest Income

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|----------------------|------------------|------------------|
| 1 | Interest from Banks | 10,76,297 | 13,91,145 |
| 2 | Interest from Others | 4,79,369 | 3,78,718 |
| | Total | 15,55,666 | 17,69,863 |

17.2 Other Income

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|--------------------------------|------------------|----------|
| 1 | Statutory Dues refund received | 11,55,810 | - |
| | Total | 11,55,810 | - |

Note 18 : Purchase of Stock-in-Trade

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|----------------------------|---------------------|---------------------|
| 1 | Purchase of Stock-in-Trade | 39,47,24,782 | 32,38,34,802 |
| | Total | 39,47,24,782 | 32,38,34,802 |

Note 19 : Change in inventories

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|----------|--|----------------------|------------------|
| 1 | Change in inventories of Stock in Trade | | |
| | Opening stock | 20,44,17,391 | 20,93,15,805 |
| | Closing stock | 22,66,29,421 | 20,44,17,391 |
| | Total | (2,22,12,030) | 48,98,414 |

Note 20 : Employment benefit expenses

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|----------------------------------|--------------------|--------------------|
| 1 | Directors Remuneration & Bonus * | 36,00,000 | 36,00,000 |
| 2 | Salary and Wages | 1,87,11,484 | 1,91,43,026 |
| 3 | Contribution to PF & ESIC | 6,61,372 | 8,79,388 |
| 4 | Incentives to employees | 11,16,819 | 14,40,420 |
| | Total | 2,40,89,676 | 2,50,62,834 |

* Considered as Related Party Transaction. Refer to note no. 31 for related party disclosure.

19.3 Employment provident fund

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|---------------------------|-----------------|-----------------|
| 1 | Contribution to PF & ESIC | 6,61,372 | 8,79,388 |
| | Total | 6,61,372 | 8,79,388 |

19.4 Incentives to employees

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|-----------------|------------------|------------------|
| 1 | Staff Welfare | 8,84,406 | 7,31,569 |
| 2 | Gratuity Exp | 70,000 | - |
| 3 | Conveyance | 1,35,688 | 3,66,264 |
| 4 | Bonus | 26,725 | - |
| 5 | Sales Incentive | - | 3,42,587 |
| | Total | 11,16,819 | 14,40,420 |

Note 21 : Financial cost

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|----------------|--------------------|--------------------|
| 1 | Bank Charges | 6,75,037 | 17,69,839 |
| 2 | Bank Interest | 3,50,56,188 | 2,36,71,326 |
| 3 | Other Interest | 1,23,187 | 1,25,936 |
| | Total | 3,58,54,412 | 2,55,67,101 |

Note 22 : Depreciation and amortised cost

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|------------------|------------------|------------------|
| 1 | Depreciation Exp | 92,89,405 | 86,42,727 |
| | Total | 92,89,405 | 86,42,727 |

Note 23 : Other expenses

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|------------------------|--------------------|--------------------|
| 1 | Repairs & Maintenance | 31,01,854 | 12,12,210 |
| 2 | Insurance Premium | 3,81,194 | 5,59,515 |
| 3 | Rent, rates & taxes | 59,16,067 | 61,55,903 |
| 4 | Miscellaneous Expenses | 2,34,07,413 | 75,80,473 |
| 5 | Auditor's Remuneration | 2,50,000 | 3,23,550 |
| | Total | 3,30,56,528 | 1,58,31,650 |

23.1 Repairs & maintenance

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|----------------------|------------------|------------------|
| 1 | Repairs to Machinery | 19,70,340 | 5,43,226 |
| 2 | Other repairs | 11,31,514 | 6,68,984 |
| | Total | 31,01,854 | 12,12,210 |

23.2 Insurance premium

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|--------------------|-----------------|-----------------|
| 1 | Insurance Premiums | 3,81,194 | 5,59,515 |
| | Total | 3,81,194 | 5,59,515 |

23.3 Rent, rates & taxes

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|---------------|------------------|------------------|
| 1 | Rent | 58,17,600 | 61,55,903 |
| 2 | Rates & Taxes | 98,467 | - |
| | Total | 59,16,067 | 61,55,903 |

23.4 Miscellaneous expenses

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|-----------------------------|--------------------|------------------|
| 1 | Factory Expenses | 28,28,828 | 16,46,406 |
| 2 | Travelling Expenses | - | 3,58,062 |
| 3 | Communication Expenses | 11,50,817 | 9,46,159 |
| 4 | Electricity Expenses | 86,424 | 59,917 |
| 5 | Legal and Professional Fees | 36,15,129 | 32,43,850 |
| 6 | Software Expense | 1,92,466 | 5,37,238 |
| 7 | Selling Expenses | 38,69,455 | 13,73,139 |
| 8 | Miscellaneous Expenses | 45,08,658 | 23,66,632 |
| 9 | Sundry Balance Written off | 28,19,422 | (47,82,886) |
| 10 | Office Expenses | 43,36,212 | 18,27,012 |
| 11 | Exchange Loss | | 4,944 |
| | Total | 2,34,07,413 | 75,80,473 |

23.5 Auditor's remuneration

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|-------------------------------|-----------------|-----------------|
| 1 | for statutory audit | 1,50,000 | 2,49,814 |
| 2 | for taxation matters | 1,00,000 | - |
| 3 | for company law matters | - | - |
| 4 | for mangement services | - | - |
| 5 | for other services | - | 73,736 |
| 6 | for reimbursement of expenses | - | - |
| | Total | 2,50,000 | 3,23,550 |

Note 24 : Earning per share

| Sr. No. | Particulars | 2021-22 | 2020-21 |
|---------|--|-------------|-----------|
| 1 | Net profit after tax | 1,34,56,674 | 33,18,294 |
| 2 | Weighted average number of equity shares | 12,02,000 | 12,02,000 |
| | Earning per share (face value of Rs.10/-fully paid) | 11 | 3 |

PRAMARA PROMOTIONS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2022

25]. CORPORATE INFORMATION:

PRAMARA PROMOTIONS PRIVATE LIMITED (The Company) is a Private Limited company incorporated on 1st September 2006 and CIN No - U51909MH2006PTC164247. The Company had changed the name from Essel Marketing and Promotions Private Limited to Pramara Promotions Private Limited w.e.f 04.02.2019. The company is Marketing & Trading Company & is leading in the world of Corporate Gifting & Promotional items. The Company is promoted by Mr. Rohit Lamba.

25] SIGNIFICANT ACCOUNTING POLICIES

(I) BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

The financial statements have been prepared under the historical cost convention on an accrual basis and comply in all material aspects with the mandatory accounting standards and the relevant provisions of the Companies Act, 2013. Some small and petty cash expenses are accounted either on receipt of the relevant advice or on the payment of the actual expenditure whichever is earlier.

(II) USE OF ESTIMATES

The presentation and preparation of financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of revenues and expenses during the reporting year. Difference between the actual result and the estimates are recognized in the year in which the results are known/ materialized.

(III) FIXED ASSETS AND DEPRECIATION:

- i. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. The depreciation on tangible assets has been provided on the WDV basis as per the useful life prescribed in Schedule II to the Companies Act, 2013. We have not done any physical verification of fixed assets; we are relying on the Certificate by management.

(IV) INVENTORIES:

- i. Raw materials, packing material are valued at lower of Cost or net realizable value on FIFO basis.
- ii. Scrap is valued at net realizable value
- iii. Goods in Transit are valued at cost to date.
- iv. 'Cost' comprises all costs of purchase, cost of conversion & other costs incurred in bringing the inventory to the present location & condition.
- v. We have not done physical verification of inventory of the company due to the Covid-19 lockdown. We are relying on the management certificate for the total inventory of the company.

(V) CASH AND CASH EQUIVALENT:

Cash and cash equivalents for the purpose of cash flow statements comprise cash at bank and in hand and short term investments with an original maturity of twelve months or less.

(VI) REVENUE RECOGNITION:

- i. **Sales and sale of service:**
Sales comprise sale of goods & services and other charges such as freight and forwarding, octroi charges, and exchange difference wherever applicable.
Revenue from Services is recognized as and when services are rendered.
- ii. **Other Income:**
Interest incomes are recognized on accrual basis in the Statement of Profit & Loss.
- iii. **Export Benefits:**
Export benefits are recognized in the year of Export.
- iv. **Dividend:**
Dividend income is accounted for as and when received & when the Company's right to receive dividend is established.

(VII) TAXATION :

- i. Provision for income tax is made on the basis of the taxable income for the current accounting period in accordance with the provisions of the Income Tax Act, 1961.
- ii. Deferred tax is recognized, subject to the consideration of prudence, on timing difference being the difference between taxable incomes and accounting income for the year is accounted for using the tax rates & laws that have been enacted and substantially enacted as of the balance sheet date. Deferred tax assets arising from timing difference are recognized to the extent there is virtual certainty that this would be realized in future and are reviewed for the appropriateness of their respective carrying values at each Balance sheet date.

(VIII) INVESTMENT :-

Long term Investments are stated at cost. Provision for diminution in value of long term investment is made only if such decline is other than temporary in the opinion of the management. Current Investments are carried individual at the lower of cost & fair value.

(IX) FOREIGN CURRENCIES:

- i. Transactions in Foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Amount short or excess realized/incurred is transferred to Statement of profit & Loss.
- ii. All foreign currency liabilities/assets not covered by forward contracts, if any, are restated at the rates prevailing at year end and any exchange difference are debited/ credited to the statement of Profit & Loss.
- iii. In respect of transaction covered by forward contracts, the difference between the contract rate and the spot rate on the date of transaction is charged to the statement of profit and loss over the period of contract. Company has not entered into any transaction of forward contracts during the year.

(X) GOVERNMENT GRANT:

The Government grants are treated as deferred income. The deferred income is recognized in the statement of profit & loss on systematic and rational basis over the periods necessary to match them with the related costs, which they are intended to compensate.

(XI) EMPLOYEES BENEFITS:

As per the AS 15 issued by the Institute of Chartered Accountant of India details as below

- i. Short term employee benefits are recognized as an expense at the undiscounted amounts in the statement of profit & loss of the year in which the related service is rendered.
- ii. Contribution payable to the recommended Provident Fund is charged to Statement of Profit & Loss.
- iii. Liabilities in respect of :

A. Gratuity:

The company has not made any provision for Gratuity during the year .Company has change the accounting policies & Gratuity will be considered on Payment basis. As on 31.03.2022 outstanding balance of Provision is Rs.18,43,525.

B. Bonus

The company has not made any provision for Bonus during the year . It will be considered on Payment basis.

iv . Other defined contribution for employees benefit:

- i. The defined contribution for Leave travel allowance and Medical re-imburement are recognized on actual basis in the profit & loss Statement in the year when the eligible employee actually renders the service.

(XII). BORROWING COST:

Borrowing cost attributable to the acquisition or construction of qualifying assets is capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use or sale as per Accounting Standard 16 "Borrowing Cost". Other Interest and borrowing costs are charged to revenue.

(XIII). EARNING PER SHARE:

Basic Earnings per share is computed by dividing net profit or loss for the period attributable to equity shareholders by the weighted average number of shares outstanding during the year. Diluted EPS is computed after adjusting the effects of all the dilutive potential equity shares except where the results would be a dilutive. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic EPS, and also the weighted average number of equity shares, which would have been issued on the conversion of all dilutive potential equity shares.

(XIV). IMPAIRMENT OF ASSETS

The company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the assets. If such recoverable amount of the assets or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss.

(XV). The previous year figures have been regrouped/ reclassified, wherever necessary to confirm to the current presentation.

26]. In the opinion of the Directors, the current assets, loans and advances are approximately of the value as stated in the balance sheet, if realized in the ordinary course of the business. The provision of all known liabilities is adequate and not in excess of the amount reasonably required. We have not verified the all Debtors & Creditor, Advance to Other Parties, Loans as a third party confirmation. We are relying on management certificate for their realized value of the assets.

31]. **Subsidiary Company:** Company has a 100% subsidiary at hongkong (Pramara Promotions Private Limited-Honkong) and a step down subsidiary in china (Pramara Promotions Private Limited-Shenzhen).

32] Import on CIF Basis:

| Particulars | 2021-2022 | 2020-2021 |
|--------------------|--------------------|--------------------|
| Finished goods | 4,02,34,509 | 4,52,07,317 |
| TOTAL | 4,02,34,509 | 4,52,07,317 |

33] Earning and Expenditure in Foreign currency

| Particulars | 2021-2022 | 2020-2021 |
|-----------------------|------------------|------------------|
| Earning | | |
| Export of goods (FOB) | 40,93,288 | 1,05,88,507 |
| Expenditure | | |
| Travelling Expenses | - | - |

34] Disclosure of transactions between company and related party:

| Particular | Name of Related party | Nature of Transaction | Balance as 31.03.2022 |
|-------------------------------|--------------------------|------------------------------|-----------------------|
| i) Associates Concerns | Essel Plast Pack | Advance material Investments | 4,25,77,839 |
| ii) Key Management Personnel | Mr. Rohit Lamba | Remuneration | 56,00,000 |
| iii) Key Management Personnel | Mrs. Sheetal Lamba | Loan Given | 36,00,000 |
| iv) Subsidiary company | Essel marketing hongkong | Investment | 51,14,886 |
| v) Associate Concern | Premia Solutionz Pvt ltd | Sundry Debtors | 1,94,409 |
| | | | 1,08,74,290 |

Associates concern includes the companies in which the key management Personnel or their relatives have significant influence.

26. LEASES

Lease arrangement where the risk and reward incidental to ownership of an asset substantially vest with the lessor are recognized as operating lease. Lease rental under operating lease are recognized in statement of profit and loss account as and when accrues. During the year lease charges paid Rs. 58,17,600/-. Future minimum lease payment due as on Balance Sheet date are as under:

| | As at 31st March, 2022 | As 31st March, 2021 |
|---|------------------------|---------------------|
| Not later than one year | 2185500 | 5836000 |
| Later than one year but not later than five years | NA | 2137500 |
| Later than five years | NA | NA |
| TOTAL | 2185500 | 7973500 |

Note:

1. Lease Agreement Daman Starts from 15.08.19 and last date is 14.08.22.

2. Lease Agreement Mumbai Starts from 01.04.21 and last date is 31.03.23
3. Lease Agreement of Delhi starts from 01.01.21 and last date is 30.11.21

27. LONG TERM BORROWING:

Company has been sanctioned a term loan from HDFC Bank Ltd as Loan Against Property of Rs. 9,39,10,000 against hypothecation of Office & Residence flat and offices of Directors of the company & personal guarantee of Mr Rohit Lamba & Sheetal Lamba Director of the Company . For maturity of loan refer note number 3 of the financial statements.

Company has also been sanctioned Covid-19 loan from HDFC Bank Ltd Rs 5,91,07,616 & Axis Bank Ltd of Rs. 2,59,00,000 during financial year 2020-21 & 2021-22 .

28. SHORT TERM BORROWING:

Working capital loan has been taken by the company from HDFC Bank Ltd against the security of stocks, debtors and collateral security of Office of the Company & Residential Flat and offices of the Directors & all the assets of the company. Loan is secured by personal guarantee of Mr Rohit Lamba & Sheetal Lamba Director of the Company .

29. DEBTORS AND CREDITORS & OTHER CURRENT ASSETS

No independent confirmation of balances has been received from debtors and creditors & Other Current Assets and, therefore, the amounts reported in the Balance Sheet are those which are reflected in the books of accounts.

30. ACCOUNTING FOR TAXES ON INCOME

Income Tax Assessments of the Company have been completed up to Assessment Year 2021-22. There is no disputed demand outstanding up to the said Assessment Year.

During the Current Year provision for Income Tax has been made as per Income Tax Act, 1961, after considering all available exemptions and deductions.

31. Contingent Liabilities & Commitments (to the extent not provided for)

| Particulars | As on 31.03.2022 | As on 31.03.2021 |
|---------------------------------------|-------------------------|-------------------------|
| Axis Bill discounting against debtors | 9,30,93,111 | 4,94,72,066 |

32. CONSUMPTION OF IMPORTED & INDIGENOUS RAW MATERIAL ETC.

NA

33. The Company has not granted loans or advances in nature of loans to promoters/directors/ KMPs and related parties either severally or jointly with any other person, that are:

- a. Repayable on Demand other than disclose in Note number 34 OR
- b. Without specifying any terms of period of repayment

34. The Company has utilised the borrowings from banks and financial institutions for the purpose for which it was taken.

35. Other Statutory Information

- The title deeds of all the immovable properties of the Company are held in the name of the Company.
- The Company has not revalued its Property Plant & Equipment.
- The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company did not have any transactions with Companies struck off.
- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- In respect of the Company's borrowings from Banks or Financial institutions on the basis of security of current assets, the quarterly returns or statements of current assets filed by the company with banks or financial institutions are in agreement with the books of accounts.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:
 - Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - Provide any guarantee, security or like to or on behalf of the Ultimate Beneficiaries.
- The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries)
 - Provide any guarantee, security or the like on the behalf of the Ultimate Beneficiaries,
- The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under Income Tax Act, 1961 (such as, search or survey or any other relevant pro Income Tax Act, 1961).
- The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

- The Company does not have any scheme of arrangements which have been approved by the Competent Authority in terms of Section 230 to 237 of the Act.
- The Company does not have any subsidiary and therefore provision regarding the number of layers prescribed under Section of Section 2 (87) of the Act read with the Companies (Restriction on number of layers) Rules, 2017 is not applicable to the Company.

36. Ratios:

| Sr. No. | Ratios | 31st March 2022 | 31st March 2021 |
|----------------|---|---------------------------------------|---------------------------------------|
| a) | Current Ratio (No. of times) Current Assets/ Current Liabilities | 1.61 | 1.86 |
| b) | Debt-equity Ratio (No. of times) Total Debt / Equity | 2.28 | 2.46 |
| c) | Debt Service Coverage Ratio (No. of times) Profit before interest and Tax / Debt Service | 2.71 | 2.2 |
| d) | Return on Equity Ratio (%) Profit for the period / Average Equity | 10.31 | 2.90 |
| e) | Inventory turnover Ratio (No. of times) Revenue from Operations / Average Inventories | 2.28 | 3.06 |
| f) | Trade Receivables turnover ratio (No. of times) Revenue from Operations / Average Trade Receivables | 3.15 | 6.53 |
| g) | Trade Payables turnover ratio (No. of times) Purchases + Other Expenses/ Average Trade Payables | 2.34 | 5.41 |
| h) | Net capital turnover ratio (No. of times) Revenue from Operations / Working Capital | 2.48 | 2.10 |
| i) | Net Profit Ratio (%) Profit before tax / Revenue from Operations | 11.25 | 7.68 |
| j) | Return on capital employed (No. of times) Earnings before interest & Tax / Capital Employed (Net worth + Total Debts) | 0.40 | 0.25 |

Notes: i) Debt Service Ratio has reduced due repayment of loans

ii) Return on Equity has increased due to increase in profits after tax.