



FORMERLY KNOWN AS  
WONDER FIBROMATS PVT. LTD.

REGISTERED OFFICE: 45, GROUND FLOOR, OKHLA INDUSTRIAL ESTATE (PHASE III),  
NEW DELHI - 110020 | PHONE 011-66058952

PLANT: KHASRA NO 105-106, RAIPUR INDUSTRIAL AREA,  
BHAGWANPUR, ROORKEE, UTTARAKHAND

INFO@WONDERFIBROMATS.COM

WWW.WONDERFIBROMATS.COM

Date: 20/05/2019


Dear Members/Directors/Auditor,

You are cordially invited to attend the Tenth Annual General Meeting (the 'AGM') of the members of Wonder Fibromats Limited (the 'Company')(w.e.f 05th July 2018)(formally known WONDER FIBROMATS PRIVATE LIMITED) to be held on Thursday, 27<sup>th</sup> June, 2019 at 11:00 am at the registered office of the Company situated at 45, Ground Floor, Okhla Industrial Estate, Phase-III, New Delhi-110020.

The Notice of the meeting, containing the business to be transacted, is enclosed.

Thanking You,

**For & on Behalf of the Board of  
M/s WONDER FIBROMATS LIMITED**

  
(Harsh Kumar Anand)  
**Managing Director**  
DIN:00312438  
Address: E-279, Greater Kailash - II  
New Delhi-110048

**Enclosures:**

1. Notice of AGM
2. Financial Statement
3. Directors Report
4. Attendance slip
5. Proxy form (MGT-11)
6. Route Map

**NOTICE IS HEREBY GIVEN THAT TENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF WONDER FIBROMATS LIMITED (w.e.f 05th July 2018) (formally known WONDER FIBROMATS PRIVATE LIMITED) HELD ON THURSDAY ON 27<sup>TH</sup> JUNE 2019 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 45, GROUND FLOOR, OKHLA INDUSTRIAL ESTATE, PHASE-III, NEW DELHI-110020**

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2019 including the audited Balance Sheet as on 31st March 2019 and the statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. **Appointment of Statutory Auditor for consecutive term of 5 Years**  
  
“**RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s AYK & Associates, Chartered Accountants, (Firm Registration No: **018591C**), be and are hereby appointed as Statutory Auditors of the Company for a consecutive term of 5 years i.e. to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the AGM to be held in 2024 at such remuneration as shall be fixed by the Board of Directors of the Company.”
3. To re-appoint Mr. Yogesh Anand, Director/ CFO (DIN 00425775), who retires by rotation and being eligible, offers himself for re-appointment.
4. To re-appoint Mr. Yogesh Sahni, Director (DIN 00811667), who retires by rotation and being eligible, offers himself for re-appointment.
5. Any other item with the permission of Chair.

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**SPECIAL BUSINESS:**

**6. Ratification of Remuneration to Cost Auditors**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable for the year 2018-19 to M/s. **AJAYKUMAR SINGH & Co**, Cost Accountants, (Registration No. 000386), appointed as Cost Auditors by the Board of Directors of the Company to conduct the audit of the cost records maintained by the Company for the financial year ending 31st March, 2019 at a remuneration amounting to 40,000/- (Rupees Forty Thousand only) excluding taxes as may be applicable, in addition to reimbursement of all out of pocket expenses, be and is hereby ratified.”

**For & on Behalf of the Board of  
M/s WONDER FIBROMATS LIMITED**

**Place:** New Delhi  
**Date:** 20/05/2019



(Harsh Kumar Anand)  
**Managing Director**  
DIN:00312438  
Address: E-279, Greater Kailash – II  
New Delhi-110048

**Notes:**

- 1. Appointment of Proxy:** A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not to be a member of the company. The proxy form in order to be effective must be deposited with the Company not less than 48 hours before the time fixed for commencement of the Meeting.
- 2. Inspection of Documents:** Documents referred to in the Notice etc., are open for inspection at the registered office of the Company at all working days, except Saturdays, between 11 A.M. and 2 P.M. upto the date of Annual General Meeting.
3. As per the Provisions of the amended Companies Act, 2013 facilities for making nomination is now available to the shareholder of the company in respect of shares held by them.
4. Member are requested to affix their signatures at the space provided for on the attendance sheet annexed to the proxy form and hand over the slip at the entrance to the place of the meeting.
5. Members will not be distributed any gift, Compliment or kind of such nature at the AGM.
6. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the Board Resolution to the Company, authorizing them to attend and vote on their behalf at the AGM.
7. Members, Proxies and Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.
8. The route map showing directions to reach the venue of the Tenth AGM is annexed.
9. Members seeking any information with regard to the accounts, are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the AGM.

*Hilmand*



**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION  
102 OF THE COMPANIES ACT, 2013**

**ITEM NO. 6**

Pursuant to the meeting of the Board of Directors held on 11<sup>th</sup> April, 2019, approved the reappointment of the Cost Auditors, M/s. Ajay Kumar Singh, Cost Accountants (Registration No.000386) and remuneration payable to them, as set out in the Resolution under this Item of the Notice.

In accordance with Rule 14 of Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditors requires ratification by the Shareholders and hence this resolution is put for the consideration of the shareholders.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

**For & on Behalf of the Board of  
M/s WONDER FIBROMATS LIMITED**

**Place:** New Delhi  
**Date:** 20/05/2019

*Harsh Kumar Anand*

(Harsh Kumar Anand)  
**Managing Director**  
**DIN:00312438**  
Address: E-279, Greater  
Kailash - II, New Delhi-  
110048

**45, Okhla Industrial Estate Ph...**

45, Okhla Industrial Estate Phase 3 Rd, Okhla Phase III, Okhla Industrial Area, New Delhi, Delhi 110020

Directions Save

View larger map



## DIRECTORS' REPORT

To,  
**THE MEMBERS**

Your Directors are pleased to present the Annual Report of your Company together with the Audited Annual Accounts and Auditor's Report of the Company for the Financial Year ended 31<sup>st</sup> March 2019.

### 1. FINANCIAL RESULT

The Company's financial result for the Financial Year ended on 31st March, 2019 is as under:

| Particulars                    | Financial Year<br>Ended<br>31.03.2019<br>(Amount in Rs.) | Financial Year<br>Ended<br>31.03.2018<br>(Amount in Rs.) |
|--------------------------------|--|--|
| Revenue from Operations        | 3,066,390,061  | 2,937,122,167  |
| Total Other Business Income    | 13,769,231   | 11,563,627   |
| Profit / (Loss) before Tax     | 81,086,488   | 106,394,896  |
| Less: Tax for the Current Year | 16,290,549   | 26,423,185   |
| Less: Deferred Tax Liabilities | 34,12,024  | 241,778  |
| Profit (Loss) for the Year     | 61,383,915   | 79,729,933   |

### 2. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

The Financial Result of the Company shows that during the year the Company has earned profit of Rs. 61,383,915/- in comparison to Profit amounting Rs.79, 729,933/- in the last year. Your Directors are optimistic about Company's business and hopeful of better performance in next year. There was no change in the nature of business of Company.

### 3. MATERIAL CHANGES AND COMMITMENTS

During the year, the Company has made the certain material change in their Equity Share Capital and Status of the Company, etc as below:

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- A. On 5<sup>th</sup> Day of July 2018, status of your Company converted from PRIVATE LIMITED TO PUBLIC LIMITED and accordingly your Company is carrying same Brand Image by the name "WONDER FIBROMATS LIMITED".
- B. On 10<sup>th</sup> August 2018, the Company allotted 4101000 Equity Shares as fully paid up Bonus Shares in the ratio of 2:1 to all its Existing Shareholders in due compliance of the applicable provisions of the Companies Act.
- C. Company has converted all its Physical Share Certificates into Demat form.
- D. Company is under process of Listing on National Stock Exchange, SME Portal. Company got approval from NSE Emerge for Approval of Listing of Equity Shares on 13<sup>th</sup> November 2018.

#### 4. FUTURE PROSPECTS

- A. Company is under process of establishing a manufacturing unit in Hyderabad in the state of Telengana. Land for the manufacturing unit has already been purchased. Company will mainly cater the need of its South based customers from this plant. This will be a state of the art manufacturing unit.
- B. Currently our R&D team is focusing on producing energy efficient fans and use of better technology to make it more consumer friendly and least on cost.
- C. Company is focusing on overseas market for its products. Company is expecting better margins in export sales.
- D. Company is working very hard in development of TPW Fan segment and is expecting good sales with higher margin.
- E. Company's object is to increase operational efficiency by saving on overhead cost by maximizing the plant to run at its optimum stage. As the company is already playing on high sales volumes slightest of the savings on overhead cost will make a huge impact.

#### 5. DIVIDEND

With a view to preserve the financial resources for the future operations of the Company, your Directors consider it prudent not to declare any dividend for the year under consideration i.e. financial Year 2018-19.



6. **DETAILS OF GENERAL, BOARD AND ITS COMMITTEES MEETINGS**

a) **General Meetings:**

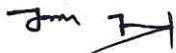
Annual General Meeting for the financial year 2017-2018 was held on September 28<sup>th</sup>, 2018.

During the financial year ended on March 31, 2019, 5(Five) Extra Ordinary General Meeting was held on June 15<sup>th</sup>, 2018; July 30<sup>th</sup>, 2018; August 31<sup>st</sup>, 2018, September 29<sup>th</sup>, 2018 and November 20<sup>th</sup>, 2018.

b) **Number of Board Meetings:**

During the Financial Year 2017-18, 25 meetings of the Board of Directors of the Company were held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

| S. No | Date of Board Meeting | Present Director | Absent Director |
|-------|-----------------------|------------------|-----------------|
| 1     | 13/04/2018            | 6                | 1               |
| 2     | 09/05/2018            | 5                | 2               |
| 3     | 21/05/2018            | 5                | 2               |
| 4     | 12/06/2018            | 6                | 1               |
| 5     | 28/06/2018            | 7                | 0               |
| 6     | 05/07/2018            | 6                | 1               |
| 7     | 06/07/2018            | 6                | 1               |
| 8     | 06/08/2018            | 5                | 7               |
| 9     | 10/08/2018            | 7                | 5               |
| 10    | 20/08/2018            | 10               | 2               |
| 11    | 01/09/2018            | 12               | 0               |
| 12    | 10/09/2018            | 6                | 6               |
| 13    | 11/09/2018            | 6                | 6               |
| 14    | 14/09/2018            | 6                | 6               |
| 15    | 29/09/2018            | 6                | 6               |



|    |            |    |   |
|----|------------|----|---|
| 16 | 03/10/2018 | 6  | 6 |
| 17 | 11/10/2018 | 6  | 6 |
| 18 | 23/10/2018 | 5  | 7 |
| 19 | 30/10/2018 | 5  | 7 |
| 20 | 14/11/2018 | 11 | 1 |
| 21 | 15/11/2018 | 8  | 4 |
| 22 | 29/11/2018 | 5  | 7 |
| 23 | 24/01/2019 | 7  | 5 |
| 24 | 29/02/2019 | 6  | 6 |
| 25 | 31/03/2019 | 5  | 7 |

c) **Committee Meetings**

The Company has formed various committees in pursuance to Companies Act, 2013. The details in respect to the Committees are as follows:

➤ **Audit Committee**

During the financial year ended on March 31, 2019, 3 (Three) meetings of the Audit Committee were held on 30<sup>th</sup> August, 2018; 20<sup>th</sup> December 2018 and 25<sup>th</sup> March 2019 and the Board accepted all the recommendations of the Audit Committee as made by the Committee during the year.

The details of attendance of Members at the Audit Committee Meetings are given herein below:

| Name                    | Category                   | Number of meetings attended during the financial year 2018-2019 |
|-------------------------|----------------------------|---|
| Mr. Jugal Kishore Chugh | Independent, Non-Executive | Three   |

*Jugal Kishore Chugh*

*H. M. ...*

|                            |                            |       |
|----------------------------|----------------------------|-------|
| Mr. Amarbhair Singh Bhatia | Independent, Non-Executive | Three |
| Mr. Yogesh Anand           | Executive Director/CFO     | Three |

➤ **Nomination and Remuneration Committee**

During the financial year ended on March 31, 2019, 1 (One) meetings of the Nomination and Remuneration Committee were held on 10<sup>th</sup> October 2018.

The details of attendance of Members at the Nomination and Remuneration Committee Meetings are given herein below:

| Name                     | Category                   | Number of meetings attended during the financial year 2018-2019 |
|--------------------------|----------------------------|---|
| Mr. Jugal Kishore Chugh  | Independent, Non-Executive | One   |
| Mr. Amarbir Singh Bhatia | Independent, Non-Executive | One   |
| Sunil Malhotra           | Independent, Non-Executive | One   |

➤ **Corporate Social Responsibility (CSR) Committee**

During the financial year ended on March 31, 2019, 1(One) meeting of the CSR Committee was held on November 30<sup>th</sup>, 2018.

The details of attendance of Members at the CSR Committee Meeting are given herein below:

| Name                    | Category     | Number of meetings attended during the financial year 2018-2019 |
|-------------------------|--------------|---|
| Mr. Jugal Kishore Chugh | Independent, | One   |

*Jugal Kishore Chugh*

*Yogesh Anand*



|                    | Non- Executive Director |     |
|--------------------|-------------------------|-----|
| Mr. Siddhant Sahni | Director                | One |
| Mr. Rohit Anand    | Director                | One |
| Mr. Jatin Anand    | Director                | One |

## 7. AUDITORS

### a) Statutory Auditors and their Reports:

M/s AYK & Associates, Chartered Accountants, (Firm Registration No. 018591C) have been appointed as statutory auditors of the company at the Annual General Meeting held on 25/09/2014 for a period of Five years and their term of 5 years appointment expired on 31/03/2019. Therefore, Board of Directors recommends their re-appointment for next consecutive term of 5 years in the ensuing Annual General Meeting of the Company.

M/s AYK & Associates, Chartered Accountants have confirmed their eligibility under Section 141 of Companies Act, 2013 and they are not disqualified for appointment and being eligible, offer themselves for re-appointment.

Observations of the Auditors when read together with the relevant notes to the accounting in policies are self-explanatory. There is no audit qualification, reservation or adverse remark for the year under review.

### b) Secretarial Auditors and their Report

In compliance with the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Company has appointed M/s. RUBINA VOHRA & ASSOCIATES, Practicing Company Secretaries, to undertake the Secretarial Audit for the financial year 2018-2019. The Secretarial Audit Report for financial year 2018-2019, has been appended as **Annexure- 1** to this Report.

The Secretarial Auditor's Report does contain the following qualification, reservation or adverse Remark:-

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*"The Company has spent an amount of Rs. 5, 76,413/- against the amount of Rs. 9, 80,440/- to be spent during the year towards Corporate Social Responsibility."*

**The Board had provided the following explanation:**

Amount unspent is Rs. 4, 04,027/- Company tried very hard to find out suitable project for the actual need of society. Company wants to spend fund on CSR activities with a purpose to deliver maximum benefit to the society. Company will deploy the unspent fund in the next Financial Year on the identified projects.

**c) Cost Auditor**

As per the requirements of the Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company is required to maintain cost records and accordingly, such accounts are made and records have been maintained.

In this connection, the Board of Directors of the Company, on the recommendation of Audit Committee has re-appointed M/s AJAY KUMAR SINGH & Co., Cost Accountants (Firm Registration No. 000386) as the cost auditors of the Company for the Financial Year 2018-2019 at remuneration amounting to Rs. 40,000/- (Rupees Forty Thousand only) excluding taxes as may be applicable, in addition to reimbursement of all out of pocket expenses. The remuneration payable to the cost auditor is required to be placed before the Members in the general meeting for their ratification. Accordingly, a resolution seeking member's ratification for the remuneration payable to M/s. Ajay Kumar Singh & Co., Cost Accountants, is included in the Notice convening the Annual General Meeting.

**d) Internal Auditor**

As per the requirements of Section 138 of the Companies Act 2013, M/s Mukul Gupta & Co. has been appointed as Internal Auditor of the Company for the Financial Year 2018-2019.

The Internal Audit Report is regularly placed before the Board of Directors.

**8. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Your Company understands that it has a special and continuing responsibility towards society and social development. Company's CSR policy (as approved by Board on 24<sup>th</sup> January 2019 based on

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recommendations of CSR Committee), includes special focus on Eye Care/ Screening Camps to identify Eye diseases including cataract surgery.

During the year the CSR Committee met one time on 30<sup>th</sup> November 2018 and reviewed the progress and recommended further widening up of the scope / activities, which were approved by Board.

The brief outline of Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company on CSR Activities during the year are set out in **Annexure- 2** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

Further, the said CSR Policy of the Company is also available on the website of the Company at [www.wonderfibromats.com](http://www.wonderfibromats.com).

#### 9. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

Nomination and Remuneration Committee has formulated policy relating to remuneration of Directors and other employees which has been approved by the Board. The remuneration policy and the criteria for determining, qualification, position attributes and independence of a Director are stated herein below:

Remuneration policy is designed to create a high performance culture. The Company pays the remuneration to its Managing Director, Whole-time Director, KMP and Senior Management Personnel and other employees. The level and composition of remuneration so determined by the Committee/ Human Resource Department has to be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the Company successfully. The relationship of remuneration to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate for the working of the company and achievements of its goals.

Further detailed Policy is available on the website of the Company [www.wonderfibromats.com](http://www.wonderfibromats.com).

#### 10. BOARD EVALUATION

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The Board of Directors carried out an annual evaluation of its own performance, Committees of Board and individual directors according to the provision of the Companies Act, 2013. Evaluation of the Board members and the committees was done in accordance with the policy framed by Nomination & Remuneration Committee.

**11. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope of Internal Audit is well defined in the organization. The Internal Audit Report is regularly placed before the Board of Directors. The Management monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies. Based on the report of Internal Auditors, process owners undertake corrective action in their respective areas and thereby strengthening the controls continuously.

The internal control systems are supplemented by internal audits and are also reviewed by management and the Audit Committee of Board from time- to- time on a regular basis.

**12. DISCLOSURE OF CONTRACTS/ARRANGEMENTS WITH RELATED PARTIES**

As required pursuant to section 134(3)(h) of the Companies Act, 2013 and rules 8(2) of the Companies (Accounts) Rules, 2014, a disclosure of particulars of contracts/arrangements entered into by the Company with related parties in Form AOC-2 as a part of this Annual Report as ANNEXURE 3.

**13. DECLARATION BY INDEPENDENT DIRECTORS**

The Board has received the declaration from all the Independent Directors as per the Section 149(7) of the Companies Act, 2013 and the Board is satisfied that all the Independent Directors meet the criteria of independence as mentioned in Section 149(6) of the Companies Act, 2013.

**14. CHANGE IN DIRECTORS AND KEY MANAGERIAL PERSONNEL**

During the year, on 30<sup>th</sup> July, 2018, the Company has appointed KMP's in following manner:

| S. No | Name of Director | Designation | Date of | Date of Birth | Educational |
|-------|------------------|-------------|---------|---------------|-------------|
|-------|------------------|-------------|---------|---------------|-------------|

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|   |                      |                        | Appointment |            | Qualification |
|---|----------------------|------------------------|-------------|------------|---------------|
| 1 | Harsh Kumar Anand    | Managing Director      | 30/07/2018  | 03/11/1949 | B.E           |
| 2 | Yogesh Anand         | CFO/Executive Director | 30/07/2018  | 27/04/1954 | M.COM         |
| 3 | Neerja Sahni         | Women Director         | 30/07/2018  | 02/08/1958 | ECO HONS      |
| 4 | Sunil Malhotra       | Independent Director   | 30/07/2018  | 08/07/1959 | B. COM HONS   |
| 5 | Amarbir Singh Bhatia | Independent Director   | 30/07/2018  | 13/11/1949 | BSC ENGR.     |
| 6 | Jugal Kishore Chugh  | Independent Director   | 30/07/2018  | 05/11/1944 | B. TECH       |
| 7 | Praveen Chand Khanna | Independent Director   | 30/07/2018  | 08/01/1959 | B.COM HONS    |

**Retire by Rotation:**

Mr. Yogesh Sahni, Director of the Company and Mr. Yogesh Anand, Director of the Company, shall retire by rotation in the ensuing Annual General Meeting and being eligible has offered themselves for re-appointment.

**15. EXTRACT OF ANNUAL RETURN**

The details forming part of the extract of the Annual Return in Form MGT-9, as required under Section 92 of the Act, is annexed as Annexure 4 which forms an integral part of this Report and is also available on the Company's website viz. [www.wonderfibromats.com](http://www.wonderfibromats.com).

**16. DETAILS OF FRAUD REPORT BY AUDITOR**

As per auditors' report, no fraud u/s 143(12) reported by the auditor.

**17. AMOUNTS TRANSFERRED TO RESERVES**

During the financial year ended 31st March, 2019, The Company proposes to transfer a sum of Rs. 61,383, 915/- to Surplus.

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**18. DETAILS OF SUBSIDIARIES/ASSOCIATE COMPANIES/JOINT VENTURES**

Your Company does not have any subsidiary / subsidiaries/ Joint Venture/ Associate Companies within the meaning of the Companies Act, 2013.

**19. CONSOLIDATED FINANCIAL STATEMENT**

The Company does not have any subsidiaries so there is no need to prepare consolidated financial statement for the statement for the F. Y. 2018-2019.

**20. PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 186**

**a) Details of Loans:**

| SL No                                 | Date of making loan | Details of Borrower | Amount | Purpose for which the loan is to be utilized by the recipient | Time period for which it is given | Date of BR | Date of SR (if reqd) | Rate of Interest | Security |
|---------------------------------------|---------------------|---------------------|--------|---|-----------------------------------|------------|----------------------|------------------|----------|
| NO LOAN HAS BEEN MADE DURING THE YEAR |                     |                     |        |   |                                   |            |                      |                  |          |

**b) Details of Investments:-**

| SL No                                       | Date of investment | Details of Investee | Amount | Purpose for which the proceeds from investment is proposed to be utilized by the recipient | Date of BR | Date of SR (if reqd) | Expected rate of return |
|---|--------------------|---------------------|--------|--|------------|----------------------|-------------------------|
| NO INVESTMENT HAS BEEN MADE DURING THE YEAR |                    |                     |        |  |            |                      |                         |

**c) Details of Guarantee / Security Provided:**

| SL No | Date of providing | Details of | Amount | Purpose for which the | Date of BR | Date of SR (if | Commission |
|-------|-------------------|------------|--------|-----------------------|------------|----------------|------------|
|-------|-------------------|------------|--------|-----------------------|------------|----------------|------------|

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| security/guarantee                             | recipient | security/guarantee is proposed to be utilized by the recipient |  | any) |  |
|--|-----------|--|--|------|--|
| NO GUARANTEE/SECURITY PROVIDED DURING THE YEAR |           |  |  |      |  |

**21. DEPOSITS**

The Company has not accepted any deposits from public and as such no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

**22. POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE**

Your Company has zero tolerance for Sexual Harassment at workplace and ensures every female employee is treated with dignity and respect. The Company has formed Group Policy for Prevention, Prohibition and Redressal of Sexual Harassment at Workplace and constituted Internal Complaints Committee in line with the provisions of the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made there under. The aim of the policy is to provide protection to women employees/ ladies visitors at the workplace and prevent and redress complaints of Sexual Harassment and for matters connected or incidents therto, with the objective of providing a safe working environment.

During the year under review, there were no cases filed under the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

**23. RISK MANAGEMENT POLICY**

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and impact of






unfortunate events or to maximize the realization of opportunities. The Company has laid down a comprehensive Risk Assessment and minimization procedure which is reviewed to ensure that executive management controls risk through means of a property defined framework. The major risks have been identify by the Company and its mitigation process have been formulated in the areas such as business, project execution, event, financial, human, environment and statutory compliances.

The Company has developed comprehensive risk management policies and processes to deal with the risks that are encountered in conducting business activities in an effective manner and there is a regular process to review its policy from time to time with the rapidly changing financial sector and emerging challenges in the equity market. Your Board don't find any threats to the ongoing status of the Company as on date.

**24. INFORMATION UNDER SECTION 134(3)(M) OF THE COMPANIES ACT, 2013 READ WITH RULE, 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014**

**CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:** The Company is not engaged in manufacturing activity; as such particulars relating to conservation of energy and technology absorption are not applicable.

**FOREIGN EXCHANGE AND OUTGO:**

Since the Company is engaged in export business, the particulars for the Year 2018-19 regarding Foreign Exchange are as follows:

| Particulars                     | Current Year (Rs.) | Previous Year (Rs.) |
|---------------------------------|--------------------|---------------------|
| Net Export Sales                | 8,40,628/-         | 8,78,470/-          |
| Expenditure in Foreign Exchange | 12,04,137/-        | -                   |

**25. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS**

No Significant and Material Order has been passed by the Regulators, Courts and Tribunals impacting the going concern status and Company Operation In Future.

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*H. S. S. S.*



**26. DIRECTORS RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- (i) in the preparation of the annual accounts for the financial year ended 31st March, 2019, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2019 and of the profit /loss of the Company for that period;
- (iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) the directors had prepared the annual accounts on a going concern basis;
- (v) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**27. ACKNOWLEDGEMENT**

Your Directors take this opportunity to thank and place on record their sincere gratitude to the, bankers, regulatory bodies and other business constituents for their consistent support and co-operation in the smooth conduct of the business of the Company during the year under review.



DIRECTORS' REPORT 2018-2019

Your Company's employees are the real asset of the Company and play an essential role in your Company scaling new heights, year after year. Your Directors place on record their deep appreciation for the exemplary contribution made by them at all levels. Your involvement as shareholders is also greatly valued. Your Directors look forward to your continued support and pledge to continue to work towards the enhancement of shareholders' value and continued growth of the Company.

**For & on Behalf of the Board of  
WONDER FIBROMATS LIMITED**  
(Formally Known As WONDER FIBROMATS PRIVATE LIMITED)

(YOGESH ANAND)  
**DIRECTOR**  
DIN-00425775  
Address- C-62, Sector-44, Noida  
UP-201301

(HARSH KUMAR ANAND)  
**MANAGING DIRECTOR**  
DIN-00312438  
Address-E-279, Greater Kailash-II  
New Delhi-110048

**Place:** New Delhi

**Date:** 20/05/2019

**ANNEXURE INDEX**

| <b>Annexure</b> | <b>Content</b>                     |
|-----------------|------------------------------------|
| 1.              | SECRETARIAL REPORT                 |
| 2.              | CORPORATE SOCIAL RESPONSIBILITY    |
| 3.              | FORM AOC-2                         |
| 4.              | EXTRACT OF ANNUAL RETURN U/S 92(3) |



**Form No. MR-3  
Secretarial Audit Report**

**For The Financial Year Ended March 31<sup>st</sup>, 2019**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

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To,  
The Members,  
**WONDER FIBROMATS LIMITED**

I have conducted the Secretarial Audit of the Compliance of Applicable Statutory Provisions and the adherence to good corporate practices by Wonder Fibromats Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has during the Audit Period covering the financial year ended on March 31<sup>st</sup>, 2019, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on March 31, 2019 according to the applicable provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

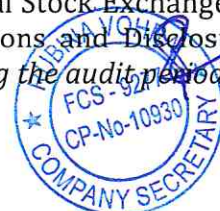


- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; *(Not applicable to the Company during the audit period)*

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; *(Not applicable to the Company during the audit period)*
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; *(Not applicable to the Company during the audit period)*
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *(Not applicable to the Company during the audit period)*
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(Not applicable to the Company during the audit period)*
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; *(Not applicable to the Company during the audit period)*.
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; *(Not applicable to the Company during the audit period)* and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as applicable; *(Not applicable to the Company during the audit period)*
- (vi) Other laws applicable specifically to the Company namely:-
- (a) Companies (Prospectus and Allotment of Security) Rules 2014
  - (b) Factories Act, 1948;
  - (c) Acts prescribed under prevention and control of pollution;
  - (d) Acts prescribed under Environmental protection;
  - (e) Acts as prescribed under Direct Tax and Indirect Tax
  - (f) Acts as prescribed under Shops and Establishment Act of various local authorities.
  - (g) Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General Meetings.
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 *(Not applicable to the Company during the audit period)*.



During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above. The Company has spent an amount of Rs. 5, 76,413/- against the amount of Rs. 9, 80,440/- to be spent during the year towards Corporate Social Responsibility.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Following Changes in the composition of the Board of Directors took place during the period under review were carried out in compliance with the provisions of the Act:

| S. No. | Name                 | Designation          | Date of Appointment |
|--------|----------------------|----------------------|---------------------|
| 1      | Harsh Kumar Anand    | Managing Director    | 30-07-2018          |
| 2      | Yogesh Anand         | CFO                  | 30-07-2018          |
| 3      | Neerja Sahni         | Women Director       | 30-07-2018          |
| 4      | Sunil Malhotra       | Independent Director | 30-07-2018          |
| 5      | Amarbir Singh Bhatia | Independent Director | 30-07-2018          |
| 6      | Jugal Kishore Chugh  | Independent Director | 30-07-2018          |
| 7.     | Praveen Chand Khanna | Independent Director | 30-07-2018          |
| 8.     | Rohit Anand          | Director             | 12-05-2016          |
| 9.     | Karan Anand          | Director             | 12-05-2016          |
| 10.    | Jatin Anand          | Director             | 12-05-2016          |
| 11.    | Siddhant Sahni       | Director             | 12-05-2016          |
| 12.    | Yogesh Sahni         | Director             | 07-06-2013          |





Adequate notice was given to all Directors to Schedule the Board Meetings, Agenda and detailed notes on agenda weresent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining Further Information and Clarifications on the agenda items before the meeting and for meaningful participationat the meeting.

Decisions in the Meetings are taken in accordance with the provisions of Act and Articles of Association.

We further report that there are adequate systems and processes in the Company commensurate with the size andoperations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines etc.

We further report that during the audit period, the Company had following event which had bearing on the Company'saffairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

- (a) On 5<sup>th</sup> Day of July 2018, status of Company converted from PRIVATE LIMITED TO PUBLIC LIMITED and accordingly your Company is carrying same Brand Image by the name "WONDER FIBROMATS LIMITED".
- (b) The Company has completed 2:1 Bonus Issue of Equity Shares in August 2018 to the Existing Shareholders of the Company.
- (c) Company is under process of Listing on National Stock Exchange, SME Portal. Company got approval from NSE Emerge for Approval of Listing of Equity Shares on 13<sup>th</sup> November 2018.

**For Rubina Vohra & Associates  
Company Secretaries**



(RubinaVohra)  
**Proprietor**  
FCS No: 9277  
CP No: 10930

Noida, 1<sup>st</sup> May 2019



## ANNEXURE-2

### Corporate Social Responsibility (CSR)

[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

- 1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs:**

Company's CSR policy is aimed at

The Company approached I CARE EYE HOSPITAL & POST GRADUATE INSTITUTE (Unit of Ishwar Charitable Trust) whose purpose is to organize Eye Care/ Screening Camps to identify Eye diseases including cataract surgery. The contribution will be made to the foundation to work for CSR activities as defined in the CSR policy of the Company. The projects undertaken will be within the broad framework of Schedule VII of Companies Act, 2013. During the FY 2018-2019, I CARE EYE HOSPITAL & POST GRADUATE INSTITUTE has initiated following activities:

- 4 screening camps covering entire rural population of Bhagwanpur Tehsil of Haridwar District, Uttarakhand
- Screening for approx. 1698 people over the 4 eye camps
- Cataract surgery for approx. 72 patients
- Spectacles for approx. 827 patients suffering through refractive problem
- Medicine for approx. 1151 patient suffering from eye problems like dryness, allergy etc.
- Food, lodging and post operative medicine to all patients for the duration of the stay

The details of the CSR projects or programmes undertaken by the Company are available on website of the Company i.e. [www.wonderfibromats.com](http://www.wonderfibromats.com).

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## 2. The Composition of the CSR Committee.

| Name                                | Category             |
|-------------------------------------|----------------------|
| Mr. Jugal Kishore Chugh, (Chairman) | Independent Director |
| Mr. Siddhant Sahni                  | Director             |
| Mr. Rohit Anand                     | Director             |
| Mr. Jatin Anand                     | Director             |

## 3. Average net profit of the company for last three Financial Years:

The Average net profit of the Company for last three financial years amounts to Rs. 4,90,22,044/-

## 4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):

Prescribed CSR Expenditure for the Company was estimated at Rs. 9,80,440/- being 2% of the average net profit of the Company for last 3 financial years.

## 5. Details of CSR spent during the financial year:

a) **Total amount to be spent for the financial year:** The Company has spent Rs. 5,76,413/- during the Financial Year 2018-19 against the CSR Project/activities identified and approved by the CSR Committee.

b) **Amount unspent, if any and reason for not spending:** Amount unspent is Rs. 4,04,027/- Company tried very hard to find out suitable project for the actual need of society. Company wants to spend fund on CSR activities with a purpose to deliver maximum benefit to the society. Company will deploy the unspent fund in the next Financial Year on the identified projects.

#



c) **Manner in which the amount spent during the financial year:**As per Annexureannexed;

6. The CSR Committee hereby submits its responsibility statement that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company and the Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules,2014.

Siddhant Sahni

**Director**

**(DIN: 07508004)**

Jugal Kishore Chugh

**Chairman, CSRCommittee**

**(DIN: 01254901)**

**Place : New Delhi**

**Date : 01.05.2019**



Annexure

Manner in which amount spent during the financial year is detailed below:

(Amount in Lacs)

| S. No | CSR project or Activity identified | Sector in which the project is covered   | Projects or programs area or other Specify the state         | Amount Outlay (budget) project or programs wise | Amount spent on the projects or programs Subheads: 1- Direct Expenditure 2- Overheads | Cumulative Expenditure upto the reporting period | Amount Spent: Direct or through implementing agency |
|-------|------------------------------------|--|--|---|---|--|---|
| 1.    | Eye Care Camps                     | Schedule VII (i) under 'promoting health care including preventive health care | Projects were executed in Local Area Bhagwanpur, Uttarakhand | 10 Lakh   | 576413/-  | 576413/-   | Implementing Agency                                 |

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### ANNEXURE 3

#### FORM NO. 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 Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions at Arm's length basis.

| SL. No. | Particulars   | Details  |
|---------|---|--|
| 1       | Name (s) of the related party<br><br>Nature of relationship                               | M/s Uttaranchal Industries<br><br>Common Management                                      |
| 2       | Nature of contracts/arrangements/transaction  | Sales and Purchases  |
| 3       | Duration of the contracts/arrangements/transaction  | NA   |
| 4       | Salient terms of the contracts or arrangements or transaction including the value, if any | Sales(during the year) Rs. ,501,99,417/-<br>Purchase(during the year)-Rs. 20,78,75,626/- |
| 5       | Date of approval by the Board   | 13/04/2018   |

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|                |   |   |
|----------------|---|---|
| 6              | Amount paid as advances, if any   | -   |
| <b>SL. No.</b> | <b>Particulars</b>  | <b>Details</b>  |
| 1              | Name (s) of the related party   | Gurutech Industries LLP   |
|                | Nature of relationship  | Common Management   |
| 2              | Nature of contracts/arrangements/transaction  | Sale of Goods   |
| 3              | Duration of the contracts/arrangements/transaction  | NA  |
| 4              | Salient terms of the contracts or arrangements or transaction including the value, if any | Sale(during the year) -<br>Rs.1,07,57,224/-<br>Purchase(during the year) -Rs.7,05,212/- |
| 5              | Date of approval by the Board   | 13/04/2018  |
| 6              | Amount paid as advances, if any   | -   |
| <b>SL. No.</b> | <b>Particulars</b>  | <b>Details</b>  |
| 1              | Name (s) of the related party   | M/s Quality Components  |
|                | Nature of relationship  | Common Management   |
| 2              | Nature of contracts/arrangements/transaction  | Sales and Purchases   |
| 3              | Duration of the contracts/arrangements/transaction  | NA  |

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|   |   |   |
|---|---|---|
| 4 | Salient terms of the contracts or arrangements or transaction including the value, if any | Sales: Rs. 55,25,465/-<br>Purchases: Rs. 12,41,59,165/-<br>Job work Received:Rs. 1,10,253/- |
| 5 | Date of approval by the Board   | 13/04/2018  |
| 6 | Amount paid as advances, if any   | -   |

| SL. No. | Particulars   | Details  |
|---------|---|--|
| 1       | Name (s) of the related party<br><br>Nature of relationship                               | Guru Technologies Pvt. Ltd.<br><br>Common Management |
| 2       | Nature of contracts/arrangements/transaction  | Sale of Goods  |
| 3       | Duration of the contracts/arrangements/transaction  | NA   |
| 4       | Salient terms of the contracts or arrangements or transaction including the value, if any | Sale Rs. 15,766/-                                    |
| 5       | Date of approval by the Board   | 13/04/2018   |
| 6       | Amount paid as advances, if any   | -  |
| SL. No. | Particulars   | Details  |
| 1       | Name (s) of the related party<br><br>Nature of relationship                               | Stamping & More LLP<br>Common Management             |
| 2       | Nature of contracts/arrangements/transaction  | Sale of Goods  |
| 3       | Duration of the   |  |

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|   |   |   |
|---|---|---|
|   | contracts/arrangements/transaction  | NA  |
| 4 | Salient terms of the contracts or arrangements or transaction including the value, if any | Sale; Rs. 12,00,313/-<br>Purchase; Rs. 11,84,82,298/- |
| 5 | Date of approval by the Board   | 13/04/2018  |
| 6 | Amount paid as advances, if any   | -   |

For & on Behalf of the Board of  
**WONDER FIBROMATS LIMITED**  
(FORMALLY KNOWN AS WONDER FIBROMATS PRIVATE LIMITED)

(YOGESH ANAND)  
**DIRECTOR**  
DIN-00425775  
Address- C-62, Sector-44, Noida  
UP-201301

(HARSH KUMAR ANAND)  
**MANAGING DIRECTOR**  
DIN-00312438  
Address-E-279, Greater Kailash-II  
New Delhi-110048

Place: New Delhi  
Date: 20/05/2019



## ANNEXURE 4

### FORM NO. MGT 9

#### EXTRACT OF ANNUAL RETURN OF WONDER FIBROMATS LIMITED (wef 05<sup>th</sup> July 2018) As on financial year ended on 31.03.2019

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

#### I. REGISTRATION & OTHER DETAILS:

|    |  |   |
|----|--|---|
| 1. | CIN  | U31900DL2009PLC195174   |
| 2. | Registration Date  | 13/10/2009  |
| 3. | Name of the Company  | <b>WONDER FIBROMATS LIMITED</b><br><i>(FORMALLY KNOWN WONDER FIBROMATS PRIVATE LIMITED)</i> |
| 4. | Category/Sub-category of the Company                                       | Public Company  |
| 5. | Address of the Registered office & contact details                         | 45, Ground Floor, Okhla Industrial Estate, Phase-III, New Delhi-110020                      |
| 6. | Whether listed company   | NO  |
| 7. | Name, Address & contact details of the Registrar & Transfer Agent, if any. | NA  |

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:

| Sl. No. | Name and description of main Products/ Services   | NIC Code of Product/Service | % to total turnover of the Company |
|---------|---|-----------------------------|------------------------------------|
| 1.      | Manufacture of electrical machinery and apparatus | 31                          | 98.61%                             |

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

*[Handwritten signature]*

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| S. No. | Name and Description of main products / | NIC Code of the Product/service | % to total turnover of the company |
|--------|---|---------------------------------|------------------------------------|
| 1      | None                                    |                                 |                                    |
| 2      |   |                                 |                                    |
| 3      |   |                                 |                                    |

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**  
**A) Category-wise Share Holding**

| Category of Shareholders                  | No. of Shares held at the beginning of the year [As on 31-March-2018] |                  |                  |                   | No. of Shares held at the end of the year [As on 31-March-2019] |          |                  |                   | % Change during the year |
|---|---|------------------|------------------|-------------------|---|----------|------------------|-------------------|--------------------------|
|   | Demat   | Physical         | Total            | % of Total Shares | Demat   | Physical | Total            | % of Total Shares |                          |
| <b>A. Promoters</b>                       |   |                  |                  |                   |   |          |                  |                   |                          |
| (1) Indian                                |   |                  |                  |                   |   |          |                  |                   |                          |
| a) Individual                             | -   | 2,004,300        | 2,004,300        | 97.75%            | 60,12,900   | -        | 60,12,900        | 97.75%            |                          |
| b) Central Govt                           | -   | -                | -                | -                 | -   | -        | -                | -                 | -                        |
| c) State Govt(s)                          | -   | -                | -                | -                 | -   | -        | -                | -                 | -                        |
| d) Bodies Corp.                           | -   | -                | -                | -                 | -   | -        | -                | -                 | -                        |
| e) Banks / FI                             | -   | -                | -                | -                 | -   | -        | -                | -                 | -                        |
| f) Any other                              | -   | -                | -                | -                 | -   | -        | -                | -                 | -                        |
| <b>Total shareholding of Promoter (A)</b> | -   | <b>2,004,300</b> | <b>2,004,300</b> | <b>97.75%</b>     | <b>60,12,900</b>  |          | <b>60,12,900</b> | <b>97.75%</b>     |                          |

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|                                  |   |   |   |   |   |   |   |   |   |
|----------------------------------|---|---|---|---|---|---|---|---|---|
| <b>B. Public Shareholding</b>    | - | - | - | - | - | - | - | - | - |
| 1. Institutions                  | - | - | - | - | - | - | - | - | - |
| a) Mutual Funds                  | - | - | - | - | - | - | - | - | - |
| b) Banks / FI                    | - | - | - | - | - | - | - | - | - |
| c) Central Govt                  | - | - | - | - | - | - | - | - | - |
| d) State Govt(s)                 | - | - | - | - | - | - | - | - | - |
| e) Venture Capital Funds         | - | - | - | - | - | - | - | - | - |
| f) Insurance Companies           | - | - | - | - | - | - | - | - | - |
| g) FIIs                          | - | - | - | - | - | - | - | - | - |
| h) Foreign Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| i) Others (specify)              | - | - | - | - | - | - | - | - | - |
| <b>Sub-total (B)(1):-</b>        | - | - | - | - | - | - | - | - | - |
| <b>2. Non-Institutions</b>       | - | - | - | - | - | - | - | - | - |
| a) Bodies Corp.                  | - | - | - | - | - | - | - | - | - |
| i) Indian                        | - | - | - | - | - | - | - | - | - |
| ii) Overseas                     | - | - | - | - | - | - | - | - | - |
| b) Individuals                   | - | - | - | - | - | - | - | - | - |

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|  |   |                  |                  |               |                |   |                  |             |           |
|--|---|------------------|------------------|---------------|----------------|---|------------------|-------------|-----------|
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh         | - | -                | -                | -             | -              | - | -                | -           | -         |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | - | -                | -                | -             | -              | - | -                | -           | -         |
| c) Others (LLP)  | - | 46,200           | 46,200           | 2.25 %        | 138,600        |   | 138,600          | 2.25        | -         |
| Non Resident Indians   | - | -                | -                | -             | -              | - | -                | -           | -         |
| Overseas Corporate Bodies  | - | -                | -                | -             | -              | - | -                | -           | -         |
| Foreign Nationals  | - | -                | -                | -             | -              | - | -                | -           | -         |
| Clearing Members   | - | -                | -                | -             | -              | - | -                | -           | -         |
| Trusts   | - | -                | -                | -             | -              | - | -                | -           | -         |
| Foreign Bodies - D R   | - | -                | -                | -             | -              | - | -                | -           | -         |
| <b>Sub-total (B)(2):-</b>  | - | <b>46,200</b>    | <b>46,200</b>    | <b>2.25 %</b> | <b>138,600</b> |   | <b>138,600</b>   | <b>2.25</b> | -         |
| Total Public Shareholding (B)=(B)(1)+ (B)(2)                                     | - | -                | -                | -             | -              | - | -                | -           | -         |
| <b>C. Shares held by Custodian for GDRs &amp; ADRs</b>                           | - | -                | -                | -             | -              | - | -                | -           | -         |
| <b>Grand Total (A+B+C)</b>   | - | <b>2,050,500</b> | <b>2,050,500</b> | <b>100</b>    | <b>6151500</b> |   | <b>2,050,500</b> | <b>100</b>  | No Change |

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**B) Shareholding of Promoter-**

| S. N | 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    | Mr.Yogesh Anand       | 329,100                                   | 16.05%                           | -  | 987,300                             | 16.05%                           | -  |  |
| 2    | Mr. Yogesh Sahni      | 196,100                                   | 9.56%                            | -  | 588,300                             | 9.56%                            | -  |  |
| 3    | Mr. Harsh Kumar Anand | 326,100                                   | 15.90%                           | -  | 978,300                             | 9.56%                            | -  |  |
| 4    | Jatin Anand           | 3,40,000                                  | 16.58%                           | -  | 10,20,000                           | 16.58%                           | -  | -  |
| 5    | Rohit Anand           | 170,750                                   | 8.33%                            | -  | 512,250                             | 8.33%                            | -  | -  |
| 6    | Karan Anand           | 170,750                                   | 8.33%                            | -  | 512,250                             | 8.33%                            | -  | -  |
| 7    | Siddhant Sahni        | 205,000                                   | 10%                              | -  | 615,000                             | 10%                              | -  | -  |
| 8    | Neerja Sahni          | 164,000                                   | 8%                               | -  | 492,000                             | 8%                               | -  |  |
| 9    | Samarth Sahni         | 102,500                                   | 5%                               | -  | 307,500                             | 5%                               | -  |  |
|      | <b>Total</b>          | <b>2050500</b>                            | <b>97.75%</b>                    |  | <b>6,012,900</b>                    | <b>97.75%</b>                    |  |  |

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

| Particulars                  | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|------------------------------|---|----------------------------------|---|----------------------------------|
|                              | No. of shares                             | % of total shares of the company | No. of shares                           | % of total shares of the company |
| At the beginning of the year | 2,004,300                                 | 97.75%                           | -                                       | -                                |

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|  |           |        |   |
|--|-----------|--------|---|
| Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):<br><br>On 10 <sup>th</sup> August, 2018, 4,008,600 Equity Shares has been issued to the Promoters of the Company as Bonus Shares | 4,008,600 | -      | - |
| At the end of the year   | 60,12,900 | 97.75% | - |

**D) Shareholding Pattern of top ten Shareholders:  
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

| SN | For Each of the Top 10 Shareholders   | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the Year |                                  |
|----|---|---|----------------------------------|---|----------------------------------|
|    |   | No. of shares                             | % of total shares of the company | No. of shares                           | % of total shares of the company |
| 1. | Mediment Global Tour and Travels Services LLP   |   |                                  |   |                                  |
|    | At the beginning of the year  | 46,200                                    | -                                | -                                       | -                                |
|    | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):<br><br>On 10 <sup>th</sup> August, 2018, 92400 Equity Shares has been issued as Bonus Shares | 92,400                                    | -                                | -                                       | -                                |
|    | At the end of the year  | 138,600                                   | 2.25%                            | -                                       | -                                |

*am*

*W. Chand*

**E) Shareholding of Directors and Key Managerial Personnel:**

| SN | Shareholding of each Directors and each Key Managerial Personnel  | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the Year |                                  |
|----|---|---|----------------------------------|---|----------------------------------|
|    |   | No. of shares                             | % of total shares of the company | No. of shares                           | % of total shares of the company |
| 1  | Mr. Yogesh Anand  |   |                                  |   |                                  |
|    | At the beginning of the year  | 329,100                                   | 16.05%                           | -                                       | -                                |
|    | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):<br><br><b>(658,200 Equity Share has been Allotted as Bonus Shares on 10<sup>th</sup> August 2018)</b> | 658,200                                   |                                  | -                                       | -                                |
|    | At the end of the year  | 987,300                                   | 16.05%                           | -                                       | -                                |
| 2  | Harsh Kumar Anand   |   |                                  |   |                                  |
|    | At the beginning of the year  | 326,100                                   | 15.90%                           | -                                       | -                                |
|    | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):<br><br><b>(652,200 Equity Share has been Allotted as Bonus Shares on 10<sup>th</sup> August 2018)</b> | 652,200                                   |                                  | -                                       | -                                |
|    | At the end of the year  | 978,300                                   | 15.90%                           | -                                       | -                                |
| 3  | Yogesh Sahni  |   |                                  |   |                                  |
|    | At the beginning of the year  | 196,100                                   | 9.56%                            | -                                       | -                                |
|    | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):   | 392,200                                   |                                  | -                                       | -                                |

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|   |   |           |        |   |   |
|---|---|-----------|--------|---|---|
|   | (392,200 Equity Share has been Allotted as Bonus Shares on 10 <sup>th</sup> August 2018)  |           |        |   |   |
|   | At the end of the year  | 588,300   | 9.56%  | - | - |
| 4 | Mr. Jatin Anand   |           |        |   |   |
|   | At the beginning of the year  | 3,40,000  | 16.58% | - | - |
|   | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):<br><br>(680000 Equity Share has been Allotted as Bonus Shares on 10 <sup>th</sup> August 2018)  | 680000    |        | - | - |
|   | At the end of the year  | 10,20,000 | 16.58% | - | - |
| 5 | Rohit Anand   |           |        |   |   |
|   | At the beginning of the year  | 1,70,750  | 8.33%  | - | - |
|   | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):<br><br>(341,500 Equity Share has been Allotted as Bonus Shares on 10 <sup>th</sup> August 2018) | 341,500   |        | - | - |
|   | At the end of the year  | 512,250   | 8.33%  | - | - |
| 6 | Karan Anand   |           |        |   |   |
|   | At the beginning of the year  | 1,70,750  | 8.33%  | - | - |
|   | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):<br><br>(341,500 Equity Share has been Allotted as Bonus Shares on 10 <sup>th</sup> August 2018) | 341,500   |        | - | - |
|   | At the end of the year  | 512,250   | 8.33%  | - | - |
| 7 | Siddhant Sahni  |           |        |   |   |
|   | At the beginning of the year  | 205,000   | 10%    | - | - |
|   | Date wise Increase / Decrease in  |           |        | - | - |

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|   |         |     |   |   |
|---|---------|-----|---|---|
| Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):<br><br>(410000 Equity Share has been Allotted as Bonus Shares on 10 <sup>th</sup> August 2018) | 410000  |     |   |   |
| At the end of the year  | 615,000 | 10% | - | - |

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

|  | Secured Loans excluding deposits | Unsecured Loans   | Deposits | Total Indebtedness  |
|--|----------------------------------|-------------------|----------|---------------------|
| <b>Indebtedness at the beginning of the financial year</b> | -                                | -                 | -        | -                   |
| i) Principal Amount  | 325,012,608                      | 87,91,000         |          | 333,803,608         |
| ii) Interest due but not paid                              |                                  |                   |          |                     |
| iii) Interest accrued but not due                          |                                  |                   |          |                     |
| <b>Total (i+ii+iii)</b>                                    | <b>325,012,608</b>               | <b>87,91,000</b>  |          | <b>333,803,608</b>  |
| <b>Change in Indebtedness during the financial year</b>    | -                                | -                 | -        | -                   |
| * Addition   | -                                | 169,65,000        |          | 169,65,000          |
| * Reduction  | 11,82,46,154                     | -                 |          | 11,82,46,154        |
| <b>Net Change</b>  | <b>11,82,46,154</b>              | <b>169,65,000</b> |          | <b>-</b>            |
| <b>Indebtedness at the end of the financial year</b>       | -                                | -                 | -        | -                   |
| i) Principal Amount  | 206,766,454                      | 257,56,000        |          | 23,25,22,454        |
| ii) Interest due but not paid                              |                                  |                   |          |                     |
| iii) Interest accrued but not due                          |                                  |                   |          |                     |
| <b>Total (i+ii+iii)</b>                                    | <b>206,766,454</b>               | <b>257,56,000</b> |          | <b>23,25,22,454</b> |

V. **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

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

| SN. | Particulars of Remuneration | Name of MD/WTD/ Manager |      |      | Total Amount |
|-----|-----------------------------|-------------------------|------|------|--------------|
|     |                             | Directors               | ---- | ---- | ---          |

*DM*

*Alvina*



|   |   |                      |  |  |  |             |
|---|---|----------------------|--|--|--|-------------|
| 1 | Gross salary  | 1. Harsh Kumar Anand |  |  |  | 28,00,000/- |
|   |   | 2. Yogesh Anand      |  |  |  | 28,00,000/- |
|   |   | 3. Yogesh Sahni      |  |  |  | 28,00,000/- |
|   |   | 4. Rohit Anand       |  |  |  | 10,50,000/- |
|   |   | 5. Jatin Anand       |  |  |  | 10,50,000/- |
|   |   | 6. Siddhant Sahni    |  |  |  | 10,50,000/- |
|   |   | 7. Karan Anand       |  |  |  | 10,50,000/- |
|   | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 |                      |  |  |  |             |
|   | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961                             |                      |  |  |  |             |
|   | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961             |                      |  |  |  |             |
| 2 | Stock Option  |                      |  |  |  |             |
| 3 | Sweat Equity  |                      |  |  |  |             |
| 4 | Commission<br>- as % of profit<br>- others, specify...                              |                      |  |  |  |             |
| 5 | Others, please specify  |                      |  |  |  |             |
|   | Total (A)   |                      |  |  |  | 12,600,000  |
|   | Ceiling as per the Act  |                      |  |  |  |             |

**B. Remuneration to other directors: NOT APPLICABLE**

| SN. | Particulars of Remuneration                | Name of Directors |      |      |     | Total Amount |
|-----|--|-------------------|------|------|-----|--------------|
|     |  | -----             | ---- | ---- | --- |              |
| 1   | Independent Directors                      |                   |      |      |     |              |
|     | Fee for attending board committee meetings |                   |      |      |     |              |
|     | Commission                                 |                   |      |      |     |              |
|     | Others, please specify                     |                   |      |      |     |              |
|     | Total (1)                                  |                   |      |      |     |              |
| 2   | Other Non-Executive Directors              |                   |      |      |     |              |
|     | Fee for attending board committee meetings |                   |      |      |     |              |

*gm rat*

*Siddhant*



|  |                                |  |  |  |  |
|--|--------------------------------|--|--|--|--|
|  | Commission                     |  |  |  |  |
|  | Others, please specify         |  |  |  |  |
|  | Total (2)                      |  |  |  |  |
|  | Total (B)=(1+2)                |  |  |  |  |
|  | Total Managerial Remuneration  |  |  |  |  |
|  | Overall Ceiling as per the Act |  |  |  |  |

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

| SN | Particulars of Remuneration   | Key Managerial Personnel |         |     |       |
|----|---|--------------------------|---------|-----|-------|
|    |   | CEO                      | CS      | CFO | Total |
| 1  | Gross salary:   |                          | 105,000 |     |       |
|    | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 |                          |         |     |       |
|    | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961                             |                          |         |     |       |
|    | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961              |                          |         |     |       |
| 2  | Stock Option  |                          |         |     |       |
| 3  | Sweat Equity  |                          |         |     |       |
| 4  | Commission  |                          |         |     |       |
|    | - as % of profit  |                          |         |     |       |
|    | others, specify...  |                          |         |     |       |
| 5  | Others, please specify  |                          |         |     |       |
|    | Total   |                          | 105,000 |     |       |

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) |
|---------------------|------------------------------|-------------------|--|-------------------------------|------------------------------------|
| <b>A. COMPANY</b>   |                              |                   |  |                               |                                    |
| Penalty             |                              |                   | NONE   |                               |                                    |
| Punishment          |                              |                   |  |                               |                                    |
| Compounding         |                              |                   |  |                               |                                    |
| <b>B. DIRECTORS</b> |                              |                   |  |                               |                                    |

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|                                     |      |
|-------------------------------------|------|
| Penalty                             | NONE |
| Punishment                          |      |
| Compounding                         |      |
| <b>C. OTHER OFFICERS IN DEFAULT</b> |      |
| Penalty                             | NONE |
| Punishment                          |      |
| Compounding                         |      |

For & on Behalf of the Board of  
**WONDER FIBROMATS LIMITED**  
(FORMALLY KNOWN AS WONDER FIBROMATS PRIVATE LIMITED)

(YOGESH ANAND)  
**DIRECTOR**  
DIN-00425775  
Address- C-62, Sector-44, Noida  
UP-201301

(HARSH KUMAR ANAND)  
**MANAGING DIRECTOR**  
DIN-00312438  
Address-E-279, Greater Kailash-II  
New Delhi-110048

Place: New Delhi  
Date: 20/05/2019

**WONDER FIBROMATS LIMITED**

REGD OFFICE: 45 OKHLA INDUSTRIAL ESTATE, PHASE-III, NEW DELHI-110020

CIN:- U31900DL2009PTC195174

BALANCE SHEET AS AT 31ST MARCH, 2019

| Particulars                           | Note No. | Figures as at the end of current reporting period | Figures as at the end of the previous reporting period |
|---------------------------------------|----------|---|--|
|                                       |          | Amount (₹)  | Amount (₹)   |
| <b>I. EQUITY AND LIABILITIES</b>      |          |   |  |
| <b>(1) Shareholder's Funds</b>        |          |   |  |
| (a) Share Capital                     | 1        | 61,515,000  | 20,505,000   |
| (b) Reserves and Surplus              | 2        | 138,610,774                                       | 118,236,859  |
| <b>(2) Non-Current Liabilities</b>    |          |   |  |
| (a) Long-Term Borrowings              | 3        | 28,352,068  | 23,129,647   |
| (b) Deferred Tax Liabilities          | 4        | 1,011,180   | (2,400,844)  |
| <b>(3) Current Liabilities</b>        |          |   |  |
| (a) Short-Term Borrowings             | 5        | 204,170,385                                       | 310,673,961  |
| (b) Trade Payables                    | 6        | 820,145,256                                       | 730,026,719  |
| (c) Short-Term Provisions             | 7        | 50,033,713  | 55,692,672   |
| <b>Total Equity &amp; Liabilities</b> |          | <b>1,303,838,377</b>                              | <b>1,255,864,014</b>                                   |
| <b>II. ASSETS</b>                     |          |   |  |
| <b>(1) Non-Current Assets</b>         |          |   |  |
| (a) Fixed Assets                      | 8        | 249,150,104                                       | 155,429,755  |
| (i) Tangible Assets                   | 9        | -   | 63,363   |
| (b) Other Non-Current Assets          |          |   |  |
| <b>(2) Current Assets</b>             |          |   |  |
| (a) Inventories                       | 10       | 191,309,547                                       | 139,447,436  |
| (b) Trade Receivables                 | 11       | 804,625,083                                       | 896,438,233  |
| (c) Cash & Cash Equivalents           | 12       | 2,081,695   | 1,683,491  |
| (d) Short-Term Loans and Advances     | 13       | 5,793,993   | 758,189  |
| (e) Other Current Assets              | 14       | 50,877,954  | 62,043,547   |
| <b>Total Assets</b>                   |          | <b>1,303,838,377</b>                              | <b>1,255,864,014</b>                                   |

The accompanying notes 1 to 24 are an integral part of the financial statements

This is the Balance Sheet referred to in our Report of even date.

For A Y K & ASSOCIATES  
FRN NO- 018591C  
CHARTERED ACCOUNTANTS

(CA ANOOP KUMAR JAIRATH)  
Partner  
Membership No. : 086515



FOR AND ON BEHALF OF  
WONDER FIBROMATS LIMITED

*Harsh*  
HARSH KUMAR ANAND  
(Managing Director)  
DIN- 00312438

*Yogesh*  
YOGESH ANAND  
(Chief Financial Officer)  
DIN- 00425775

*Nikita*  
NIKITA  
(Company Secretary)  
M.No. A36586

PLACE: NEW DELHI  
DATED: 20.05.2019

**WONDER FIBROMATS LIMITED**

REGD OFFICE: 45 OKHLA INDUSTRIAL ESTATE, PHASE-III, NEW DELHI-110020

CIN:- U31900DL2009PTC195174

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2019

| Sr. No | Particulars  | Note No. | Figures for the current reporting period | Figures for the previous reporting period |
|--------|--|----------|--|---|
|        |  |          | Amount (₹)                               | Amount (₹)                                |
| I      | Revenue from Operations  | 15       | 3,066,390,061                            | 2,937,122,167                             |
| II     | Other Business Income  | 16       | 13,769,231                               | 11,563,627                                |
| III    | Accretion/(Decretion) in Closing Stock                           | 17       | 29,378,827                               | 11,787,657                                |
| IV     | <b>IV. Total Revenue (I +II+III)</b>                             |          | <b>3,109,538,119</b>                     | <b>2,960,473,451</b>                      |
| V      | <b>Expenses:</b>   |          |  |   |
|        | Raw Material Consumed  | 18       | 2,517,666,674                            | 2,389,220,166                             |
|        | Manufacturing Expenditure  | 19       | 346,103,520                              | 322,094,793                               |
|        | Wages, Salaries & Other Benefit to Employees                     | 20       | 115,097,026                              | 91,429,114                                |
|        | Other Expenses   | 21       | 22,436,207                               | 29,706,578                                |
|        | Financial Cost   | 22       | 1,247,522                                | 1,787,456                                 |
|        | Depreciation and Amortization Expenses                           | 8        | 25,900,682                               | 19,840,450                                |
|        | <b>Total Expenses (V)</b>  |          | <b>3,028,451,631</b>                     | <b>2,854,078,556</b>                      |
| VI     | Profit before exceptional and extraordinary items and tax (IV-V) |          | <b>81,086,488</b>                        | <b>106,394,896</b>                        |
| VII    | Exceptional Items  |          | -  | -   |
| VIII   | Profit before extraordinary items and tax (VI - VII)             |          | <b>81,086,488</b>                        | <b>106,394,896</b>                        |
| IX     | Extraordinary Items  |          | -  | -   |
| X      | Profit before tax (VIII - IX)                                    |          | <b>81,086,488</b>                        | <b>106,394,896</b>                        |
| XI     | <b>Tax expenses:</b>   |          |  |   |
|        | (1) Current Tax  |          | 16,290,549                               | 26,423,185                                |
|        | (2) Deferred Tax Liabilities/(Assets)                            | 4        | 3,412,024                                | 241,778                                   |
|        |  |          | <b>61,383,915</b>                        | <b>79,729,933</b>                         |
| XII    | Profit(Loss) after Tax (X-XI)                                    |          |  |   |
| XIII   | Earning per equity share:  |          |  |   |
|        | (1) Basic  |          | 9.98                                     | 38.88                                     |
|        | (2) Diluted  |          | 9.98                                     | 38.88                                     |

The accompanying notes 1 to 24 are an integral part of the financial statements

This is the Profit & Loss Statement referred to in our Report of even date.

**For A Y K & ASSOCIATES**  
FRN NO- 018591C  
CHARTERED ACCOUNTANTS  
C-24  
GROUND FLOOR  
SECTOR-2  
NOIDA  
**(CA ANOOP KUMAR JAIRATH)**  
Partner  
Membership No. : 086515

FOR AND ON BEHALF OF  
**WONDER FIBROMATS LIMITED**

*Harsh*  
**HARSH KUMAR ANAND**  
(Managing Director)  
DIN- 00312438

*Yogesh*  
**YOGESH ANAND**  
(Chief Financial Officer)  
DIN- 00425775

*Nikita*  
**NIKITA**  
(Company Secretary)  
M.No. A36586

PLACE: NEW DELHI  
DATED: 20.05.2019

## WONDER FIBROMATS LIMITED

REGD OFFICE: 45 OKHLA INDUSTRIAL ESTATE, PHASE-III, NEW DELHI-110020  
CIN:- U31900DL2009PTC195174

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2019

| S. No.     | Particulars  | As at<br>March 31, 2019<br>Amount (₹) | As at<br>March 31, 2018<br>Amount (₹) |
|------------|--|---------------------------------------|---------------------------------------|
| <b>I</b>   | <b><u>CASH FLOWS FROM OPERATING ACTIVITIES</u></b>   |                                       |                                       |
|            | Profit before Tax and exceptional items<br>(Adjustment to reconcile profit before tax to cash generated by operating activities) | 81,086,488                            | 106,394,896                           |
|            | Depreciation   | 25,900,682                            | 19,840,450                            |
|            | Pre operative Expenditure written off during the year  | 63,363                                | 63,361                                |
|            | Increase/(Decrease) in Trade Payables  | 90,118,537                            | 353,999,881                           |
|            | Increase/(Decrease) in Short-Term Provisions   | (21,949,508)                          | 5,218,950                             |
|            | Decrease/(Increase) in Trade Receivables   | 91,813,150                            | (485,404,394)                         |
|            | Decrease/(Increase) in Short Term Loan & Advances  | (5,035,804)                           | 433,216                               |
|            | Decrease/(Increase) in Other Current Assets  | 11,165,593                            | (43,847,474)                          |
|            | Decrease/(Increase) in Inventories   | (51,862,111)                          | (43,650,881)                          |
|            | <b>Net Cash Generated from Operating Activities</b>  | <b>221,300,390</b>                    | <b>(86,951,995)</b>                   |
| <b>II</b>  | <b><u>CASH FLOWS FROM INVESTING ACTIVITIES</u></b>   |                                       |                                       |
|            | Purchase of Fixed Assets   | (119,621,032)                         | (43,396,402)                          |
|            | Sale of Fixed Assets   | -                                     | 6,061,388                             |
|            | <b>Net Cash used in Investing Activities</b>   | <b>(119,621,032)</b>                  | <b>(37,335,014)</b>                   |
| <b>III</b> | <b><u>CASH FLOWS FROM FINANCING ACTIVITIES</u></b>   |                                       |                                       |
|            | Increase/(Decrease) in Long-Term Borrowings  | 5,222,421                             | 18,518,469                            |
|            | Increase/(Decrease) in Short-Term Borrowings   | (106,503,575)                         | 106,799,874                           |
|            | <b>Net Cash used in Financing Activities</b>   | <b>(101,281,154)</b>                  | <b>125,318,343</b>                    |
| <b>IV</b>  | <b>Net Increase/(decrease) in Cash &amp; Cash Equivalents</b>  | <b>398,204</b>                        | <b>1,031,334</b>                      |
| <b>V</b>   | <b>Cash &amp; Cash Equivalents at the beginning of the period</b>  | <b>1,683,491</b>                      | <b>652,157</b>                        |
| <b>VI</b>  | <b>Cash &amp; Cash Equivalents at the end of the period</b>  | <b>2,081,695</b>                      | <b>1,683,491</b>                      |

The accompanying notes 1 to 24 are an integral part of the financial statements

This is the Cash Flow Statement referred to in our Report of even date.

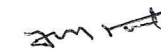
**FOR A Y K & ASSOCIATES**  
FRN NO- 018591C  
CHARTERED ACCOUNTANTS

(CA ANOOP KUMAR JAIRATH)  
Partner  
Membership No. : 086515

PLACE: NEW DELHI  
DATED: 20.05.2019

FOR AND ON BEHALF OF  
**WONDER FIBROMATS LIMITED**

  
**HARSH KUMAR ANAND**  
(Managing Director)  
DIN- 00312438

  
**YOGESH ANAND**  
(Chief Financial Officer)  
DIN- 00425775

  
**NIKITA**  
(Company Secretary)  
M.No. A36586



## WONDER FIBROMATS LIMITED

Forming part of Balance Sheet as on 31st March 2019

### Note No. 1-Share Capital

#### A. Details of Authorised, issued and paid up share capital

| Share Capital  | As at 31 March 2019 |                   | As at 31 March 2018 |                   |
|--|---------------------|-------------------|---------------------|-------------------|
|  | Number              | Amount (₹)        | Number              | Amount (₹)        |
| <b>Authorised</b><br>Equity Shares   | 10,000,000          | 100,000,000       | 5,000,000           | 50,000,000        |
| <b>Issued, Subscribed &amp; fully Paid up</b><br>Equity Shares                     | 6,151,500           | 61,515,000        | 2,050,500           | 20,505,000        |
| <b>Par value per equity shares</b>   | 1                   | 10                | 1                   | 10                |
| <b>Subscribed but not fully Paid up</b><br>Equity Shares of Rs. 10 each fully paid | -                   | -                 | -                   | -                 |
| <b>Total</b>   | <b>6,151,500</b>    | <b>61,515,000</b> | <b>2,050,500</b>    | <b>20,505,000</b> |

#### B. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

| Particulars                                     | Equity Shares       |                   |                     |                   |
|---|---------------------|-------------------|---------------------|-------------------|
|   | As at 31 March 2019 |                   | As at 31 March 2018 |                   |
|   | Number              | Amount (₹)        | Number              | Amount (₹)        |
| Shares outstanding at the beginning of the year | 2,050,500           | 20,505,000        | 2,050,500           | 20,505,000        |
| Shares Issued during the year                   | 4,101,000           | 41,010,000        | -                   | -                 |
| Shares bought back during the year              | -                   | -                 | -                   | -                 |
| Any other movement (please specify)             | -                   | -                 | -                   | -                 |
| Shares outstanding at the end of the year       | <b>6,151,500</b>    | <b>61,515,000</b> | <b>2,050,500</b>    | <b>20,505,000</b> |

#### C. Details of share holders holding more than 5% shares in the company

| Name of Shareholders | Equity Shares       |              |                     |              |
|----------------------|---------------------|--------------|---------------------|--------------|
|                      | As at 31 March 2019 |              | As at 31 March 2018 |              |
|                      | No. of Shares held  | % of Holding | No. of Shares held  | % of Holding |
| Yogesh Anand         | 987,300             | 16.05%       | 329,100             | 16.05%       |
| Harsh Kumar Anand    | 978,300             | 15.90%       | 326,100             | 15.90%       |
| Yogesh Sahni         | 588,300             | 9.56%        | 196,100             | 9.56%        |
| Jatin Anand          | 1,020,000           | 16.58%       | 340,000             | 16.58%       |
| Rohit Anand          | 512,250             | 8.33%        | 170,750             | 8.33%        |
| Karan Anand          | 512,250             | 8.33%        | 170,750             | 8.33%        |
| Siddhant Sahni       | 615,000             | 10.00%       | 205,000             | 10.00%       |
| Neerja Sahni         | 492,000             | 8.00%        | 164,000             | 8.00%        |
| Samarth Sahni        | 307,500             | 5.00%        | 102,500             | 5.00%        |
| Others               | 138,600             | 2.25%        | 46,200              | 2.25%        |
| <b>Total</b>         | <b>6,151,500</b>    | <b>100%</b>  | <b>2,050,500</b>    | <b>100%</b>  |

#### D. Rights, preferences and restrictions attached to the ordinary shares

The ordinary shares of the company having par value of Rs. 10 each per share rank *pari passu* in all respect including voting rights and entitlement to dividend.

FOR AND ON BEHALF OF  
WONDER FIBROMATS LIMITED



PLACE: NEW DELHI  
DATED: 20.05.2019

*Harsh*  
HARSH KUMAR ANAND  
(Managing Director)  
DIN- 00312438

*Yogesh*  
YOGESH ANAND  
(Chief Financial Officer)  
DIN- 00425775

*Nikita*  
NIKITA  
(Company Secretary)  
M.No. A36586

**WONDER FIBROMATS LIMITED**

Forming part of Balance Sheet as on 31st March'2019

**Note No. 2 - Reserves & Surplus**

| Reserves & Surplus                                | As at 31 March 2019 | As at 31 March 2018 |
|---|---------------------|---------------------|
|   | Amount (₹)          | Amount (₹)          |
| <b>Surplus</b>                                    |                     |                     |
| Opening balance                                   | 118,236,859         | 38,506,926          |
| (+) Net Profit/(Net Loss) For the current year    | 61,383,915          | 79,729,933          |
| Closing Balance                                   | <b>179,620,774</b>  | <b>118,236,859</b>  |
| Less: Bonus Share issued to existing shareholders | 41,010,000          | -                   |
| <b>Total</b>                                      | <b>138,610,774</b>  | <b>118,236,859</b>  |

**Note No. 3 - Long Term Borrowings**

| Long Term Borrowings                | As at 31 March 2019 | As at 31 March 2018 |
|-------------------------------------|---------------------|---------------------|
|                                     | Amount (₹)          | Amount (₹)          |
| <b>Secured</b>                      |                     |                     |
| <b>(a) Term Loan From Banks</b>     |                     | 18,276,267          |
| -Bank of India A/C -601970210000004 | -                   | -                   |
| -HDFC Bank A/C -83455016            | 6,086,032           | -                   |
| -HDFC Bank A/C - 83506303           | 19,243,873          | -                   |
| <b>(b) Car Loan from Banks</b>      | 3,022,164           | 4,853,380           |
| <b>Total</b>                        | <b>28,352,068</b>   | <b>23,129,647</b>   |

- Note:-** 1. During the year, Company has taken term loan from HDFC Bank which are secured against hypothecation of stock, book debts, Plant & Machinery & EQM of factory's Land & Building & Personal Guarantee of Directors.  
2. Rate of Interest on Term Loan from HDFC Bank is 10.00% P.A which change time to time based on PLR  
3. Company has also taken car loan from Axis Bank for 36 months @ 9.10% & 8.75% P.A. and from Bank of India for 36 months @ 9% P.A.

**Note No. 4 -Deferred Tax Liabilities**

| Deferred Tax Calculation                             | As at 31 March 2019 | As at 31 March 2018 |
|--|---------------------|---------------------|
|  | Amount (₹)          | Amount (₹)          |
| Depreciation as per Income Tax Act                   | 39,526,975          | 20,571,714          |
| Depreciation as per Books                            | 25,900,682          | 19,840,450          |
| Net timing difference on a/c of Depreciation Assets  | 13,626,293          | 731,264             |
| Deferred Tax Liabilities/(Assets) during the year    | 3,412,024           | 241,778             |
| Opening Balance of Deferred Tax Liabilities/(Assets) | (2,400,844)         | (2,642,622)         |
| <b>Total</b>   | <b>1,011,180</b>    | <b>(2,400,844)</b>  |

**Note No. 5-Short Term Borrowings**

| Short Term Borrowings                        | As at 31 March 2019 | As at 31 March 2018 |
|--|---------------------|---------------------|
|  | Amount (₹)          | Amount (₹)          |
| <b>(a) Working Capital Limit (Secured)</b>   |                     | 80,848,821          |
| -BOI A/C -6019301100000055                   | (338,300)           | -                   |
| -HDFC Bank                                   | 84,072,437          | -                   |
| <b>(b) Other</b>                             | 25,756,000          | 8,791,000           |
| -Loan from Related Parties                   | 94,680,248          | 221,034,140         |
| -Discounting of Bills of Exchange against LC | -                   | -                   |
| <b>Total</b>                                 | <b>204,170,385</b>  | <b>310,673,961</b>  |

- Note:-** 1. During the year, Company has taken WC limit from HDFC Bank which are secured against hypothecation of stock, book debts, Plant & Machinery & EQM of factory's Land & Building & Personal Guarantee of Directors.  
2. Rate of Interest on WC limit from HDFC Bank is 10.00% P.A which change time to time based on PLR  
3. The company has taken interest free unsecured loan from directors/members and related parties.  
4. Company has taken Bill discounting limit from SVC & Shinhan @ 8.35% pa.

**Note No. 6- Trade Payables**

| Trade Payables       | As at 31 March 2019 | As at 31 March 2018 |
|----------------------|---------------------|---------------------|
|                      | Amount (₹)          | Amount (₹)          |
| Trade Payables       | 819,932,663         | 729,975,956         |
| Advance From Parties | 212,593             | 50,763              |
| <b>Total</b>         | <b>820,145,256</b>  | <b>730,026,719</b>  |

**Note No. 7-Short Term Provisions**

| Short Term Provisions     | As at 31 March 2019 | As at 31 March 2018 |
|---------------------------|---------------------|---------------------|
|                           | Amount (₹)          | Amount (₹)          |
| Duties & Expenses Payable | 33,743,164          | 29,269,487          |
| Provision for Income Tax  | 16,290,549          | 26,423,185          |
| <b>Total</b>              | <b>50,033,713</b>   | <b>55,692,672</b>   |

PLACE: NEW DELHI  
DATED: 20.05.2019FOR AND ON BEHALF OF  
WONDER FIBROMATS LIMITED

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 DIN- 00312438

*Yogesh*  
**YOGESH ANAND**  
 (Chief Financial Officer)  
 DIN- 00425775

*Nikita*  
**NIKITA**  
 (Company Secretary)  
 M.No. A36586

**WONDER FIBROMATS LIMITED**

Forming part of Balance Sheet as on 31st March 2019

Note No. 8- Fixed Assets  
i. Tangible Assets

| NAME OF ASSETS        | GROSS BLOCK         |                    |                  | DEPRECIATION                 |                    |                    | NET BLOCK  |                              |                              |
|-----------------------|---------------------|--------------------|------------------|------------------------------|--------------------|--------------------|------------|------------------------------|------------------------------|
|                       | AS ON<br>01.04.2018 | ADDITIONS          | (DELETIONS)      | TOTAL<br>AS ON<br>31.03.2019 | UPTO<br>01.04.2018 | DURING THE<br>YEAR | ADJUSTMENT | TOTAL<br>AS ON<br>31.03.2019 | TOTAL<br>AS ON<br>31.03.2018 |
| Land                  | 22,110,414          | 19,593,334         | -                | 41,703,748                   | -                  | -                  | -          | 41,703,748                   | 22,110,414                   |
| Building              | 68,369,464          | 13,455,036         | -                | 81,824,500                   | 19,443,557         | 4,228,091          | -          | 58,152,852                   | 48,925,906                   |
| Furnitures & Fixtures | 1,556,980           | 1,166,650          | -                | 2,723,630                    | 938,987            | 275,478            | -          | 1,509,165                    | 617,993                      |
| Office Equipment      | 8,726,690           | 6,821,916          | -                | 15,548,607                   | 6,398,944          | 2,002,847          | -          | 7,146,815                    | 2,327,746                    |
| Plant & Machinery     | 122,144,042         | 76,349,388         | -                | 198,493,430                  | 48,575,521         | 17,068,839         | -          | 132,849,070                  | 73,568,521                   |
| Vehicles              | 12,543,587          | 1,500,605          | -                | 14,044,192                   | 4,817,019          | 2,008,142          | -          | 7,219,031                    | 7,726,568                    |
| Computers & Softwares | 701,806             | 734,103            | -                | 1,435,908                    | 549,200            | 317,285            | -          | 569,423                      | 152,605                      |
| <b>Total</b>          | <b>236,152,982</b>  | <b>119,621,032</b> | <b>-</b>         | <b>355,774,015</b>           | <b>80,723,228</b>  | <b>25,900,682</b>  | <b>-</b>   | <b>249,150,104</b>           | <b>155,429,755</b>           |
| Previous Year         | <b>198,861,673</b>  | <b>43,396,402</b>  | <b>6,061,388</b> | <b>236,196,687</b>           | <b>60,926,481</b>  | <b>19,840,450</b>  | <b>-</b>   | <b>155,429,755</b>           | <b>137,935,192</b>           |

FOR AND ON BEHALF OF  
**WONDER FIBROMATS LIMITED**



*Harsh*  
**HARSH KUMAR ANAND**  
(Managing Director)  
DIN- 00312438

*Yogesh*  
**YOGESH ANAND**  
(Chief Financial Officer)  
DIN-00425775

*Nikita*  
**NIKITA**  
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PLACE: NEW DELHI  
DATED: 20.05.2019

**WONDER FIBROMATS LIMITED**

Forming part of Balance Sheet as on 31st March'2019

**Note No. 9 -Other Non-Current Assets**

| Other Non-Current Assets          | As at 31 March 2019 | As at 31 March 2018 |
|-----------------------------------|---------------------|---------------------|
|                                   | Amount (₹)          | Amount (₹)          |
| <b>Pre-Operative Expenditure</b>  |                     |                     |
| Opening Balance                   | 63,363              | 126,724             |
| Add: During the year              | -                   | -                   |
| Sub Total                         | 63,363              | 126,724             |
| Less: Written off during the year | 63,363              | 63,361              |
| <b>Total</b>                      | -                   | <b>63,363</b>       |

**Note No. 10 -Inventories**

| Inventories         | As at 31 March 2019 | As at 31 March 2018 |
|---------------------|---------------------|---------------------|
|                     | Amount (₹)          | Amount (₹)          |
| Raw Materials       | 97,163,501          | 85,224,585          |
| Paint & Varnish     | 4,875,186           | 2,861,617           |
| Consumable Stores   | 1,329,896           | 478,914             |
| Diesel and Wood     | 494,559             | 915,732             |
| Packing Materials   | 12,802,866          | 10,682,010          |
| Paper Board & Gum   | 3,015,747           | 811,705             |
| Scrap               | 7,072,195           | 3,296,102           |
| Finished Goods      | 42,814,766          | 14,811,923          |
| Semi Finished Goods | 21,740,831          | 20,364,847          |
| <b>Total</b>        | <b>191,309,547</b>  | <b>139,447,436</b>  |

**Note No. 11 -Trade Receivable**

| Trade Receivables                    | As at 31 March 2019 | As at 31 March 2018 |
|--------------------------------------|---------------------|---------------------|
|                                      | Amount (₹)          | Amount (₹)          |
| <b>Considered Good but unsecured</b> |                     |                     |
| Less Than Six Months                 | 795,013,142         | 887,462,128         |
| More Than Six Months                 | 9,611,942           | 8,976,105           |
| <b>Total</b>                         | <b>804,625,083</b>  | <b>896,438,233</b>  |

**Note No. 12 - Cash & Cash Equivalent**

| Cash & Cash Equivalents      | As at 31 March 2019 | As at 31 March 2018 |
|------------------------------|---------------------|---------------------|
|                              | Amount (₹)          | Amount (₹)          |
| Cash in Hand                 | 1,022,917           | 1,256,894           |
| Balance with scheduled Banks | 656,009             | 35,455              |
| Fixed Deposits with Bank     | 402,769             | 391,142             |
| <b>Total</b>                 | <b>2,081,695</b>    | <b>1,683,491</b>    |

**Note No. 13 - Short term Loan & Advances**

| Short Term Loan & Advances (Unsecured, Considered) | As at 31 March 2019 | As at 31 March 2018 |
|--|---------------------|---------------------|
|  | Amount (₹)          | Amount (₹)          |
| Advance to Suppliers                               | 5,465,993           | 557,518             |
| Advance to Staff                                   | 328,000             | 200,671             |
| <b>Total</b>                                       | <b>5,793,993</b>    | <b>758,189</b>      |

**Note No. 14 - Other Current Assets**

| Other Current Assets  | As at 31 March 2019 | As at 31 March 2018 |
|---|---------------------|---------------------|
|   | Amount (₹)          | Amount (₹)          |
| Balances With Revenue Authorities (Advance Income Tax, Vat etc) | 25,923,518          | 33,126,935          |
| LIC- Pension & Gratuity Scheme                                  | 1,300,000           | 400,000             |
| DIPP Refund Receivable against GST paid                         | 18,144,201          | 21,474,065          |
| Central Capital Investment Subsidy Scheme 2013                  | -                   | 5,000,000           |
| Prepaid Expenses  | 472,042             | 185,604             |
| Capital Raising Expenditure-To be adjusted                      | 2,101,250           | -                   |
| Security Deposits   | 2,936,943           | 1,856,943           |
| <b>Total</b>  | <b>50,877,954</b>   | <b>62,043,547</b>   |

FOR AND ON BEHALF OF  
WONDER FIBROMATS LIMITEDPLACE: NEW DELHI  
DATED: 20.05.2019

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DIN- 00312438

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**WONDER FIBROMATS LIMITED**

Forming part of Profit & Loss Account for the period ended on 31st March 2019

**Note No. 15 - Revenue from Operations**

| Revenue from Operations  | As at 31 March 2019  | As at 31 March 2018  |
|--------------------------|----------------------|----------------------|
|                          | Amount (₹)           | Amount (₹)           |
| a) Sales- Finished Goods |                      |                      |
| Local Sales              | 124,329,006          | 76,612,514           |
| Central Sales            | 2,930,005,067        | 2,855,341,675        |
|                          | 3,054,334,073        | 2,931,954,189        |
| Less:- Sales Returns     | 30,682,751           | 4,003,172            |
| <b>Total (a)</b>         | <b>3,023,651,322</b> | <b>2,927,951,016</b> |
| b) Sales- Scrap          |                      |                      |
| Local Sales              | 10,560,552           | 2,476,695            |
| Central Sales            | 31,369,847           | 5,825,206            |
| <b>Total (b)</b>         | <b>41,930,399</b>    | <b>8,301,901</b>     |
| c) Export Sales          | 806,340              | 869,250              |
| <b>Total (c)</b>         | <b>806,340</b>       | <b>869,250</b>       |
| <b>Total (a+b+c)</b>     | <b>3,066,390,061</b> | <b>2,937,122,167</b> |

**Note No. 16 - Other Business Income**

| Other Business Income | As at 31 March 2019 | As at 31 March 2018 |
|-----------------------|---------------------|---------------------|
|                       | Amount (₹)          | Amount (₹)          |
| Interest Received     | 11,228,226          | 71,121              |
| Other Income          | 2,541,005           | 11,492,506          |
| <b>Total</b>          | <b>13,769,231</b>   | <b>11,563,627</b>   |

**Note No. 17 - Accretion/(Depletion) in Closing Stock**

| Accretion/(Depletion) in Closing Stock        | As at 31 March 2019 | As at 31 March 2018 |
|---|---------------------|---------------------|
|   | Amount (₹)          | Amount (₹)          |
| a) Closing Stock                              |                     |                     |
| Finished Goods                                | 42,814,766          | 14,811,923          |
| Semi Finished Goods                           | 21,740,831          | 20,364,847          |
| <b>Sub Total (a)</b>                          | <b>64,555,597</b>   | <b>35,176,770</b>   |
| b) Less: Opening Stock                        |                     |                     |
| Finished Goods                                | 14,811,923          | 13,224,645          |
| Semi Finished Goods                           | 20,364,847          | 10,164,468          |
| <b>Sub Total (b)</b>                          | <b>35,176,770</b>   | <b>23,389,113</b>   |
| <b>Accretion/(Depletion) in Closing Stock</b> | <b>29,378,827</b>   | <b>11,787,657</b>   |

**Note No. 18 - Raw Material Consumed**

| Raw Material Consumed            | As at 31 March 2019  | As at 31 March 2018  |
|----------------------------------|----------------------|----------------------|
|                                  | Amount (₹)           | Amount (₹)           |
| a) Opening Balance               |                      |                      |
| Raw Material                     | 85,224,585           | 56,500,566           |
| Paint & Varnish                  | 2,861,617            | 2,011,151            |
| Scrap                            | 3,296,102            | 297,256              |
| <b>Sub Total (a)</b>             | <b>91,382,304</b>    | <b>58,808,973</b>    |
| b) Add: Purchase during the year |                      |                      |
| Raw Material                     | 2,261,576,094        | 2,028,021,374        |
| Semi Processed Goods             | 148,998,839          | 306,382,881          |
| Paint & Varnish                  | 124,820,319          | 87,389,242           |
| <b>Sub Total (b)</b>             | <b>2,535,395,252</b> | <b>2,421,793,497</b> |
| c) Less: Closing Balance         |                      |                      |
| Raw Material                     | 97,163,501           | 85,224,585           |
| Paint & Varnish                  | 4,875,186            | 2,861,617            |
| Scrap                            | 7,072,195            | 3,296,102            |
| <b>Sub Total (c)</b>             | <b>109,110,882</b>   | <b>91,382,304</b>    |
| <b>Raw Material Consumed</b>     | <b>2,517,666,674</b> | <b>2,389,220,166</b> |

**Note No. 19 - Manufacturing Expenditure**

| Manufacturing Expenditure                     | As at 31 March 2019 | As at 31 March 2018 |
|---|---------------------|---------------------|
|   | Amount (₹)          | Amount (₹)          |
| Consumable Stores & Packing Material Consumed | 254,794,958         | 244,856,044         |
| Dies & Tools Consumed                         | 739,998             | 719,191             |
| Material Handling Equipment Expenses          | 422,031             | 903,052             |
| Job Work Charges                              | 16,081,755          | 10,969,672          |
| Electricity Expenses                          | 20,886,585          | 15,450,719          |
| ETP Plant Expenses                            | 1,851,528           | 3,103,043           |
| Fuel & Gas Expenses                           | 29,782,886          | 27,564,476          |
| Freight & Cartage Inward                      | 4,310,539           | 3,163,659           |
| Generator Running & Maintenance               | 462,027             | 420,956             |
| Loading & Unloading charges                   | 638,825             | 444,879             |
| Production Consultancy                        | -                   | 384,300             |
| Production Incentive                          | 10,726,498          | 6,498,724           |
| Rent (Factory Premises)                       | 2,472,000           | 1,982,000           |
| Repair & Maintenance (Building)               | 869,225             | 1,417,362           |
| Repair & Maintenance (Machine)                | 2,064,666           | 4,216,716           |
| <b>Total</b>                                  | <b>346,103,520</b>  | <b>322,094,793</b>  |

FOR AND ON BEHALF OF  
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PLACE: NEW DELHI  
DATED: 20.05.2019



**WONDER FIBROMATS LIMITED**

Forming part of Profit & Loss Account for the period ended on 31st March 2019

**Note No. 20 - Wages, Salaries and other benefit to Employees**

| Wages, Salaries and other benefit to Employees | As at 31 March 2019 | As at 31 March 2018 |
|--|---------------------|---------------------|
|  | Amount (₹)          | Amount (₹)          |
| Wages & Allowances                             | 55,649,809          | 34,897,432          |
| Salaries & Allowances                          | 28,722,647          | 28,660,724          |
| Directors Remuneration                         | 12,600,000          | 14,400,000          |
| Bonus Paid                                     | 2,635,730           | 2,372,070           |
| Medical Expenses                               | 546,633             | 305,267             |
| Leave Encashment                               | 2,502,803           | 1,853,991           |
| Labour/Staff Welfare Expenses                  | 6,834,733           | 3,433,858           |
| Group Insurance                                | 65,770              | 113,742             |
| <b>Employer's Contribution</b>                 | <b>2,801,503</b>    | <b>3,143,671</b>    |
| Employees Provident Fund                       | 2,737,398           | 2,248,359           |
| Employees State Insurance Scheme               |                     |                     |
| <b>Total</b>                                   | <b>115,097,026</b>  | <b>91,429,114</b>   |

**Note No. 21 - Other Expenses**

| Other Expenses                   | As at 31 March 2019 | As at 31 March 2018 |
|----------------------------------|---------------------|---------------------|
|                                  | Amount (₹)          | Amount (₹)          |
| Advertisement & Publicity        | 186,598             | 289,843             |
| Auditor Remuneration             | 125,000             | 110,000             |
| Business Promotion               | 2,317,622           | 1,881,686           |
| Bad Debts                        | -                   | 14,236              |
| Communication Expenses           | 278,692             | 241,979             |
| Conveyance Expenses              | 47,651              | 330,076             |
| CSR Expenditure                  | 576,413             | -                   |
| Donation & Charity               | 36,250              | 50,000              |
| Head Office-Maintenance          | 1,041,172           | -                   |
| Festival/Function Expenses       | 626,192             | 822,014             |
| Fees & Subscription              | 1,094,816           | 577,153             |
| GST Expenses                     | 383,095             | 66,252              |
| Houskeeping Expenses             | 719,915             | 915,288             |
| Insurance Expenses               | 1,538,789           | 1,451,351           |
| Interest/Demand on Income Tax/ST | 428,226             | 674,118             |
| Interest Paid (Other)            | 76,807              | 39,759              |
| Legal & Professional Charges     | 819,200             | 186,625             |
| Loss on Car Sale                 | -                   | 29,121              |
| Misc Expenses                    | 426,286             | 297,435             |
| Postage & Courier Charges        | 561,328             | 370,810             |
| Pre-Operative Expenses W/o       | 63,363              | 63,361              |
| Printing & Stationery            | 1,583,597           | 1,283,963           |
| Quality Control & Audit Expenses | 478,305             | 748,265             |
| Rebate & Discount                | 143,060             | 11,279,893          |
| Rent- Head Office                | 1,602,361           | 311,250             |
| Rate & Taxes                     | -                   | 37,832              |
| ROC Filing Fees                  | 67,200              | 19,200              |
| Repair & Maintenance (Computer)  | 635,588             | 810,350             |
| Repair & Maintenance (Others)    | 2,680,994           | 2,502,403           |
| Security Expenses                | 1,920,543           | 1,932,731           |
| Short & Excess                   | 39,850              | 8,377               |
| Testing & Sample Expenses        | 399,905             | 162,833             |
| Travelling Expenses              | 579,176             | 867,956             |
| Vehicle Running & Maintenance    | 958,211             | 1,330,418           |
| <b>Total</b>                     | <b>22,436,207</b>   | <b>29,706,578</b>   |

**Note No. 22 - Financial Cost**

| Financial Cost   | As at 31 March 2019 | As at 31 March 2018 |
|--|---------------------|---------------------|
|  | Amount (₹)          | Amount (₹)          |
| Bank Charges   | 860,338             | 406,040             |
| Interest on Cash Credit                                  | 2,996,710           | 3,592,123           |
| Interest on Term Loans                                   | 1,959,552           | 3,260,544           |
| Interest/Charges on LC/Bills Dis.                        | 10,560,164          | 16,589,249          |
| Interest on Car Loan                                     | 387,184             | 548,412             |
|  | <b>16,763,948</b>   | <b>24,396,369</b>   |
| Less: Interest received from clients on delayed payments | 15,516,426          | 22,608,913          |
| <b>Net Financial Cost</b>                                | <b>1,247,522</b>    | <b>1,787,456</b>    |

FOR AND ON BEHALF OF  
WONDER FIBROMATS LIMITED

PLACE: NEW DELHI  
DATED: 20.05.2019



*Harsh Kumar Anand*  
**HARSH KUMAR ANAND**  
(Managing Director)  
DIN- 00312438

*Yogesh Anand*  
**YOGESH ANAND**  
(Chief Financial Officer)  
DIN- 00425775

*Nikita*  
**NIKITA**  
(Company Secretary)  
M.No. A36586

## **WONDER FIBROMATS LIMITED**

**Forming part of financial statements as on 31<sup>st</sup> March'2019**

### **NOTE NO. 23 – Additional Notes to the financial statements**

A) **Corporate Information:-**

Wonder Fibromats Limited, having its registered office at Delhi and factory at Bhagwanpur (Uttarakhand) is engaged in manufacturing of electric goods.

The Company is formerly known as Wonder Fibromats Private Limited. The Company is converted from Private Limited to Limited after the approval of the board of directors and the shareholder.

B) **Contingent liabilities: -**

There is no Contingent Liability as on 31<sup>st</sup> March'2019.

C) Books of accounts of the company have been maintained at Factory Bhagwanpur, Uttarakhand

### **NOTE NO.: 24:- Significant Accounting Policies**

A) **Basis of Accounting & preparation of financial statements:-**

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on accrual basis under the historical cost convention.

Accounting policies are consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy hitherto in use. Where a change in accounting policy is necessitated due to changed circumstances, detailed disclosures to that effect along with the impact of such change is duly disclosed in the financial statements

B) **Fixed Assets and Depreciation:-**

- i) Fixed assets are stated at cost, after reducing accumulated depreciation and impairment up to the date of the Balance Sheet. Direct costs are capitalized until the assets are ready for use and include financing costs relating to any borrowing attributable to acquisition or construction of those fixed assets which necessarily take a substantial period of time to get ready for their intended use.



- ii) Depreciation on all assets has been provided based on life assigned to each asset in accordance with Schedule II of the Companies Act, 2013.

C) **Recognition of Income & Expenditure:-**

The Company is a manufacturer of electric goods and derives its revenues from sale of electric goods to parties. Revenue from Sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably. All expenditures incurred in manufacturing and process to sale of goods is accounted on accrual basis.

D) **Employee Benefits:-**

Employee benefits include provided fund, employee's state insurance scheme, gratuity fund and compensated absences.

Contributions in respect of Employees Provident Fund, employee's state insurance scheme and gratuity fund which are defined contribution schemes, are made to a fund administered and managed by the Government of India and are charged as an expense based on the amount of contribution required to be made and when service are rendered by the employees.

Eligible employee receives benefits, which is a defined contribution plan. Both the employee and the Company make monthly contributions to this provident fund & employee's state insurance scheme equal to a specified percentage of the covered employee's salary. Amounts collected under the provident fund plan are deposited in a Government administered provident fund.

The employees of the Company are entitled to compensate absence. The Company records an obligation for compensated absences in the period in which the employee renders the services that increase this entitlement. The Company measures the expected cost of compensated absence based on actuarial valuation made by an independent actuary as at the balance sheet date on projected unit credit method.

E) **Investment:-**

There is no investment made by the company in securities or shares during the year.

F) **Inventories:-**

Inventory comprises of manufactured/traded goods and is measured at lower of cost and net realisable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location





and condition. Cost is determined on a weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost necessary to make the sale. The inventories are taken at cost or net realizable value whichever is lower. First-in-First-out formula has been used while measuring the inventories.

G) **Earnings per share (EPS)**

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of any extra ordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented.

H) **Cash and cash equivalents (for the purposes of Cash Flow Statement)**

Cash comprises cash on hand, in bank and demand deposits with banks. The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents. Such cash equivalents are subject to insignificant risk of changes in value.

Cash flows are reported using indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transaction of non- cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

I) **Provision for Taxation & Deferred Tax Assets/Liabilities:-**

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the Statement of Profit and Loss



except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets/liabilities are recognized for the future tax consequences of timing differences, subject to the consideration of prudence. Deferred tax assets/liabilities are measured using the tax rates enacted or substantively enacted by the Balance Sheet date.

J) **Provisions:-**

The company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

K) **Payment to Auditors:**

| Particulars          | Current Year (₹)  | Previous Year (₹) |
|----------------------|-------------------|-------------------|
| Auditor Remuneration | 1,25,000/-        | 1,10,000/-        |
| GST                  | 22,500/-          | 19,800/-          |
| <b>Total</b>         | <b>1,47,500/-</b> | <b>1,29,800/-</b> |

L) **Foreign Exchange:**

All foreign currency transactions are recorded at the exchange rate prevailing on the date of transaction. Any income or expense on account of exchange difference either on settlement or on translation is recognized in the Profit and Loss account. Earning & expenditure in foreign exchange are as below:

| Particulars                     | Current Year (₹) | Previous Year (₹) |
|---------------------------------|------------------|-------------------|
| Earning in foreign exchange     | 8,40,628/-       | 8,78,470/-        |
| Expenditure in foreign exchange | 12,04,137/-      | Nil               |



M) **Related Party Disclosure**

In accordance with the Accounting Standard 18 on "Related Party Disclosure" issued by the ICAI, the relevant information for the year ended March 31<sup>st</sup> 2019 is as under:-

**1. Key Management Personnel (KMP)**

| Sr. No. | Name of related party | Designation | Nature of Transactions           | Amount (₹)  |
|---------|-----------------------|-------------|----------------------------------|-------------|
| 1.      | Harsh Kumar Anand     | Director    | Unsecured loan (Closing Balance) | 84,91,000/- |
| 2.      | Yogesh Anand          | Director    | Unsecured loan (Closing Balance) | 35,00,000/- |
| 3.      | Yogesh Sahni          | Director    | Unsecured loan (Closing Balance) | 92,65,000/- |
| 4.      | Harsh Kumar Anand     | Director    | Director Remuneration            | 28,00,000/- |
| 5.      | Yogesh Anand          | Director    | Director Remuneration            | 28,00,000/- |
| 6.      | Yogesh Sahni          | Director    | Director Remuneration            | 28,00,000/- |
| 7.      | Rohit Anand           | Director    | Director Remuneration            | 10,50,000/- |
| 8.      | Jatin Anand           | Director    | Director Remuneration            | 10,50,000/- |
| 9.      | Siddhant Sahni        | Director    | Director Remuneration            | 10,50,000/- |
| 10.     | Karan Anand           | Director    | Director Remuneration            | 10,50,000/- |

**2. Other Related Party Transaction**

| Sr. No. | Name of related party       | Relation          | Nature of Transactions   | Transaction Amount (₹)                                       |
|---------|-----------------------------|-------------------|--|--|
| 1.      | Uttaranchal Industries      | Common Management | Purchase of Goods<br>Sale of Goods<br>Purchase of Fixed Assets<br>Sale of Fixed Assets | 20,67,68,916/-<br>4,96,79,417/-<br>11,06,710/-<br>5,20,000/- |
| 2.      | Quality Components          | Common Management | Purchase of Goods<br>Sale of Goods<br>Job Work Received                                | 12,41,59,165/-<br>55,25,465/-<br>1,10,253/-                  |
| 3.      | GuruTech Industries LLP     | Common Management | Sale of Goods<br>Purchase of Fixed Assets  | 1,07,57,224/-<br>7,05,212/-                                  |
| 4.      | Stamping & More LLP         | Common Management | Purchase of Goods<br>Sale of Goods   | 11,84,82,298/-<br>12,00,313/-                                |
| 5.      | Guru Technologies Pvt. Ltd. | Common Management | Rent Paid<br>Sales of Goods<br>Unsecured Loan Taken                                    | 1,08,000/-<br>15,766/-<br>45,00,000/-                        |
| 6.      | GSA International           | Common Management | Repayment of Unsecured Loan  | 10,00,000/-  |



N) Sundry Debtors, Sundry Creditors and Other Advances:-

The balances of sundry debtors, Sundry creditors and other advances are subject to confirmation. The balances adopted are as appearing in the books of accounts of the company.

O) All debit and credit balances are subject to confirmation.

P) Previous year figures have been regrouped, reclassified and rearranged, wherever necessary to confirm to this year's classification.

Q) Note 1 to 24 forms an integral part of the Balance Sheet and have been authenticated.

As per our Audit Report of even date attached.

For **A Y K & Associates**  
Chartered Accountants  
(FRN No. 018591C)

  
**CA Anoop Kumar Jairath**  
Partner  
(Membership No. 026515)



For & on behalf of board of Directors  
**Wonder Fibromats Limited**

  
**Harsh Kumar Anand**  
(Managing Director)  
DIN-00312438

  
**Yogesh Anand**  
(Chief Financial Officer)  
DIN-00425775

**Place:-New Delhi**  
**Date: - 20.05.2019**

  
**Nikita**  
(Company Secretary)  
M. No. A36586



## **Independent Auditors' Report**

**To The Members of  
M/s Wonder Fibromats Limited**

### **Report on the Standalone Financial Statements**

#### **Opinion**

We have audited the standalone financial statements of **M/s Wonder Fibromats Limited** (the Company), which comprise the Balance Sheet as at **31<sup>st</sup> March, 2019**, the Statement of Profit and Loss, the Cash Flow Statement 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 standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31<sup>st</sup> March'2019, the statement of profit/loss account and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



## **Management's Responsibility for Standalone Financial Statements**

The Company's Board of directors is responsible for the matter stated in Section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position and financial performance of the Company and cash flows 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) Rule, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent' and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

## **Auditors' Responsibility for the Audit of the Financial Statements**

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



Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provision of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's director, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### **Other Matters**

Company has not provided requisite disclosures in the financial statements as required U/s 22 of The Micro, Small and Medium Enterprises Development Act, 2006.

Our opinion is not modified in respect of above matter.

### **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 Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by 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 purpose of our audit;
- b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d. In our opinion, the aforesaid standalone financial statements comply with Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
- e. On the basis of the written representations received from the directors as on March 31, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, from being appointed as a director in terms of Section 164(2) of the Act;
- f. The company has adequate internal financial controls over financial reporting of the Company and such controls are effective.
- g. In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
- (i) The Company does not have any pending litigation which would impact its financial position in its financial statements;
- (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;





(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **AYK & Associates**

Chartered Accountants

(Registration No. 018591C)



**CA Anoop Kumar Jairath**

Partner

(Membership No. 086515)

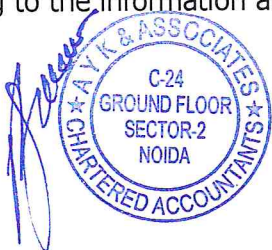
**Place:** New Delhi

**Date:** 20.05.2019

## Annexure to the Auditor's Report

The Annexure referred to in our report to the members of **M/s Wonder Fibromats Limited** ('the Company') for the year ended **31<sup>st</sup> March, 2019**. We report that:

1. (i) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
  
(ii) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.  
  
(iii) The title deeds of immovable properties are held in the name of the company.
2. As explained to us, physical verification has been conducted by the management at reasonable intervals in respect of inventory. In our opinion, the frequency of such verification is reasonable.
3. During the year under audit, the company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships and other parties covered in the Register maintained under Section 189 of the Companies Act, 2013. Hence Clause 3 (iii) (a), (b) and (c) of the said order are not applicable to the company.
4. Company has not provided any Loans, investment, guarantee or security to any person covered U/s 185 and 186 hence this clause is not applicable for the year 2018-19.
5. According to the information and explanation given to us, the Company has not accepted any deposit from the public.
6. Company is required to maintain cost records under section 148(1) of the Act and the same has been maintained by the Company.
7. According to the information and explanation given to us in respect of statutory dues:



- (a) The Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities, whichever is applicable.
- (b) According to the information and explanations given to us, there are no over dues of Income Tax or Sales Tax or Excise duty or Wealth Tax or Service Tax or duty of Custom or duty of excise or value added tax or cess is pending for deposit due to any dispute with the authorities.
8. According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders as at the balance sheet date.
9. According to the records of the Company examined by us and the information and explanations given to us, during the year, company has not raised any money by way of Initial Public Offer and Further Public Offer. Term loans taken during the year were applied for the purposes for which those are raised.
10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company has been noticed or reported during the year.
11. Managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
12. Company is not a Nidhi Company, hence this clause is not applicable.
13. According to the records of the Company examined by us and the information and explanations given to us, transactions made with Related Parties are in compliance with Section 188.



14. According to the records of the Company examined by us and the information and explanations given to us, during the year Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.

15. According to the records of the Company examined by us and the information and explanations given to us, during the year Company has not entered into any non-cash transaction with Directors or person connected with them as per the provisions of Section 192.

16. According to the information and explanations given to us, Company is not required to be registered U/s 45-IA of The Reserve Bank of India Act-1934.

For **AYK & Associates**

Chartered Accountants

(Registration No. 018591C)



**CA Anoop Kumar Jairath**

Partner

(Membership No. 086515)

**Place: New Delhi**

**Date: 20.05.2019**