CENLUB
AN ISO 9001 COMPANY

Tel. : +91-8826794470, 71, 72, 73
E-mail : cenlub@cenlub.in
Website : www.cenlub.in
CIN : L67120HR1992PLC035087

(Regd. Office-cum-Unit-I)
CENLUB INDUSTRIES LTD.
(Machine Lub. Division)
Plot No. 233-234, Sector-58, Ballabgarh
Faridabad - 121 004, Haryana, India

CIL/SE/R-28/2021-22/416 **31st August, 2021**

To,
The Manager,
Department of Corporate Services,
BSE Limited
1st Floor New Trade Wing
Rotunda Building,
Phiroze Jeejeebhoy Towers
Dalal Street Fort,
Mumbai- 400001

Sub: Submission of 29th Annual Report of the Company for the Financial Year 2020-21.

Ref: Cenlub Industries Limited –BSE Scrip Code: 522251

Dear Sir/Madam,

Pursuant to Regulation 34(1) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the 29th Annual Report of the Company along with the Notice convening the Annual General Meeting (AGM) of the Company to be held on Friday, the 24th day of September, 2021 at 10.30 A.M IST at Tera Panth Bhawan, D-2/13, Anuvrat Marg, Sector-10, DLF Faridabad-121006,(Haryana).

The Annual Report is also available on the website of the Company

This is for your information and record.

Thanking You,

Yours truly,

For CENLUB INDUSTRIES LIMITED

VIRENDRA KUMAR GUPTA
WHOLE TIME DIRECTOR
DIN: 00006461
ADDRESS: B-589 , SECTOR 7B, FARIDABAD, HARYANA-121006

Encl: As above

CENLUB INDUSTRIES LTD.

The Beginning of CENLUB Era....



OUR 1st PRODUCT

29th

ANNUAL REPORT

2020-2021

CENLUB INDUSTRIES LTD.

CORPORATE Information

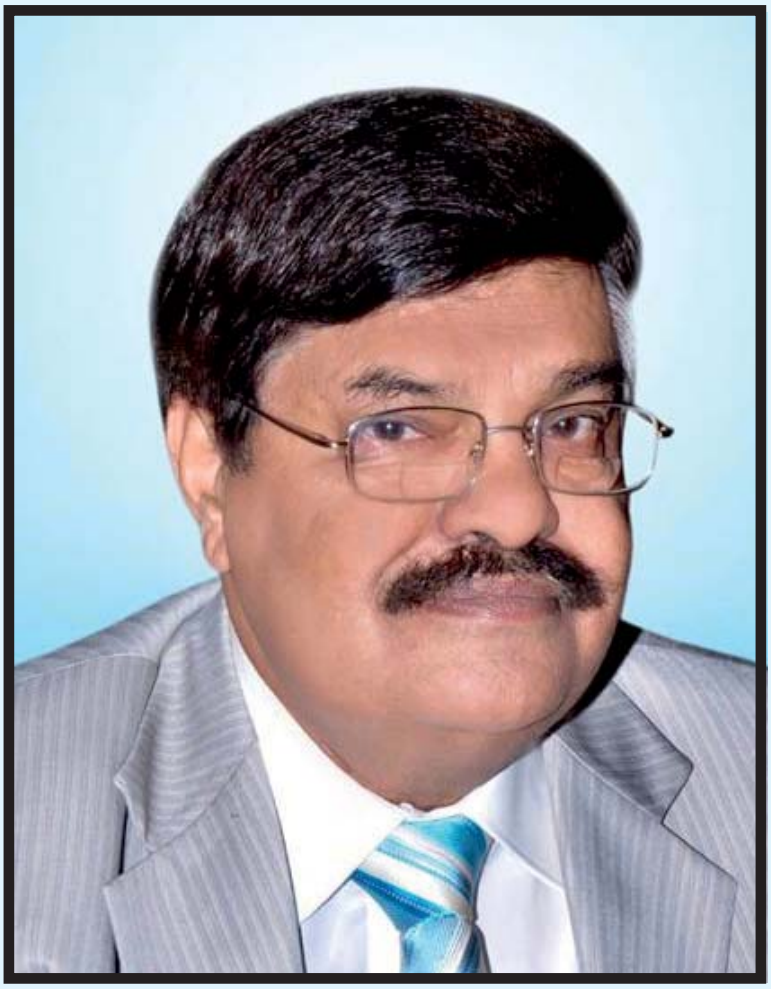
BANKERS	HDFC Bank Limited
AUDITORS	**SANMARKS & ASSOCIATES** Chartered Accountants
COMPANY SECRETARY	**ANKUR GOYAL**

REGISTERED OFFICE :

Plot No- 233 & 234 , Sector-58,
Ballabgarh, Faridabad – 121 004(Haryana)
Ph: 91-8826794470-73
E mail : cenlub@ceblub.in
Website : www.cenlub.in

DELHI OFFICE :

Office No. 02, G/F
Mandirwali Building
Ch. Dharamveer Market
Badarpur, New Delhi-110044
Contact No. : 9650539364



CENLUB INDUSTRIES LTD.

Tribute to

Late Mr. Vijendra Kumar Mittal

From Cenlub Parivaar

Cenlub Parivaar Pays Tribute to its founder and visionary leader Mr. Vijendra Kumar Mittal, who left for heavenly abode on 22nd April 2021 at the age of 77 years. Mr. Vijendra Kumar Mittal, former Chairman & Managing Director, belonged to the genre of leadership that has left indelible footprints for others to follow. His knowledge, wisdom, dedication, courage, commitment and confidence are the jewels in the crown glory of the company. He emphasized on product quality, precision and exquisiteness, while stressing upon process accuracy, efficiency and effectiveness.

Just as you have stood as the head of the team, we all stand strong behind you through this difficult time. May your sadness pass, with memories and good wishes carrying you to a place of comfort and peace. We will miss you greatly.

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AGM-2021
DATE : 24.9.2021
DAY : Friday
TIME : 10.30 A.M.

VENUE
TERA PANTH BHAWAN
D-2/13, ANUVRAT MARG,
SEC. 10, FARIDABAD 121006
(HARYANA) INDIA

Chairman's Letter

CHAIRMAN-CUM MANAGING DIRECTOR's ADDRESS TO SHARE HOLDERS



Dear Share Holders,

As I write this letter to you, over 141 million people have been struck by the Covid-19 Virus and more than 3 million have perished. In India, the virus has abolished many families. The destruction caused by the second wave was enormous. We must stay vigilant and careful than before to avoid the spread of Third Wave. At the same time, we must continue to focus on economic activities and must try hard to achieve new heights. Who could have dreamt of the human and economic calamity of such a large magnitude, that the world is going through, because of a virus? All the people and businesses have shaken worldwide due to this epidemic. Nothing of this global scale has ever occurred before.

I am deeply saddened to inform you about the sad demise of Mr. Vijendra Kumar Mittal (Founder, ex-Chairman and Managing Director of the Company), due to sudden illness. I would like to express my heartfelt condolences to Cenlub family.

As you know the whole world is passing through uncertain times, it would be incorrect to begin a review of the last financial year without a mention of it at the outset. Economy Slowdown and Lock Downs made it very difficult to float through the Financial year 2020-2021. But, Cenlub Industries Limited faced the challenges, given its strong fundamentals, resilience and most importantly, the sheer determination of its team to make positive things happen. With this zeal, the fiscal 2020-21 ended on a high note. We have not maintained the previous year turnover but rather, the turnover as well as the net profit of the company have grown. We expect to grow more further in the coming years.

None of this would have been possible without the people who make Cenlub Industries Limited what it is today. On behalf of the entire Cenlub Industries Limited, I would like to place on record my deep sense of gratitude to our customers / dealers / associates / suppliers for their trust in the Company. Most importantly, I would like to appreciate all the employees who rose to the occasion and fulfilled the needs of our customers. I hope we grow faster than the market in our business in near future.

Let us hope that rapidly accelerated vaccinations coupled with strict enforcement of Covid Appropriate behavior will soon bring the spread of Corona Virus under control.

Stay safe. Vaccinate yourselves. Remain protected.

I wish you and your family good health.

With warm regards,

Madhu Mittal
Chairman-Cum Managing Director

BOARD of directors



Madhu Mittal
Chairman and Managing Director



Virendra Kumar Gupta
Executive Director



Aman Mittal
Executive Director



Ansh Mittal
Executive Director



Dinesh Kaushal
Director



Ashok Kumar Agarwal
Director



Santosh Varma
Director



Sujata Arora
Director

NOTICE is hereby given that the 29th Annual General Meeting of Cenlub Industries Limited (CIN: L67120HR1992PLC035087) will be held on Friday, September 24, 2021 at 10.30 A.M. at Tera Panth Bhawan, D-2/13, Anuvrat Marg, Sector-10, DLF Faridabad-121006,(Haryana) to transact the following businesses:

ORDINARY BUSINESS:

1. ADOPTION OF FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

To consider and adopt the Audited Financial Statements (Standalone Financial Statements) of the Company for the Financial Year ended March 31, 2021 and the Board's Report and Statutory Auditor's Report thereon.

2. RE-APPOINTMENT OF MR. VIRENDRA KUMAR GUPTA AS A DIRECTOR

To consider and if thought fit, to pass, the following as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the Members of the Company, be and is hereby accorded to the re-appointment of Mr. Virendra Kumar Gupta(DIN: 00006461), who retires by rotation and being eligible offers himself for re-appointment as Director, liable to retire by rotation."

SPECIAL BUSINESS:

3. APPOINTMENT OF MRS. MADHU MITTAL (DIN: 00006418) AS MANAGING DIRECTOR& CEO OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 152, 196,197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (hereafter called the 'Act'), if any and rules made there under and any amendments thereto or statutory modifications or re-enactment thereof, Articles of Association of the Company, recommendation of Nomination & Remuneration Committee and approval of the Board of Directors and subject to the approvals of the Central Govt., if necessary and such other approvals, permissions and sanctions as may be required in this regard, consent of the Company is hereby accorded for the re-appointment of Mrs. Madhu Mittal (DIN: 00006418) as Managing Director, not be liable to retire by rotation & CEO of the Company for a period of three consecutive years from 1st July, 2021 till 30th June, 2024, on the remuneration and terms and conditions as set out below:-

A. Salary: 2,50,000/- per month.

B. Rent free furnished / unfurnished residential accommodation or HRA of maximum of 50% of salary or such other suitable amount as may be decided by the Board of Directors.

C. In addition to the above, Mrs. Madhu Mittal shall be entitled, as per rules of the Company, to the following perquisites not exceeding Rs. 50 thousand per month or Rs. 6 lakhs per annum with an authority to the Board of Directors to grant, alter or vary it from time to time. The nature and other detail of perquisites borne / reimbursed by the Company are as under:

i. The expenditure pertaining to gas, electricity, water and other utilities;

ii. The expenditure pertaining to such furniture and furnishings as per requirement of Smt. Madhu Mittal;

iii. Medical expenses incurred for self and family, including hospitalization, membership of any hospital and / or doctors' scheme and medical insurance. Facility of medical checkup / treatment abroad, if and when needed, the total cost of which include travel to and fro and for the stay in the foreign country, with an attendant;

iv. Leave Travel Concession for self and family;

v. Membership fee/ Subscription to clubs, subject to a maximum of two clubs, in India and/or abroad including admission and life membership fee;

vi. Personal accident insurance premium;

vii. Employer's contribution to National Pension Scheme (NPS);

viii. Company maintained car with driver, telephones, computers, printers, internet and all other communication instruments/ devices/ services at residence. Use of telephones, computers, printers, internet and all other communication instruments/devices/ services and car with driver for official purposes shall not be considered as perquisite. The Valuation of personal use of car would be as per prevalent Income-tax Rules and personal use of telephone for long distance calls will be charged on actual basis.

Mrs. Madhu Mittal shall be entitled to such other benefits or amounts as may be approved by the Board and permissible under Schedule V to the Companies Act, 2013 or otherwise.

The following perquisites shall also be allowed and they will not be included in the computation of the ceiling on perquisites:

a. Company's contribution to Provident Fund, Superannuation Fund, Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;

b. Payment of Gratuity and other retiral benefits as per policies/ rules of the Company;

c. Encashment of leave as per policy of the Company. The above perquisites shall be valued as per Income Tax Rules, 1962.

d. Other Terms and Conditions:

MINIMUM REMUNERATION:

Notwithstanding anything contained herein, in case of no profits or inadequate profits in any financial year in terms of section 197 and 198 of the Act, the payment of remuneration shall be made to Smt. Madhu Mittal in terms of and within the limits as prescribed under

Section II of Part II of Schedule V to the Act or any other statutory modifications therein, substitutions or re-enactment thereof, as applicable (hereinafter called Schedule V). The payment of remuneration in excess of the limits prescribed under Schedule V i.e. minimum remuneration may be granted to Mrs. Madhu Mittal subject to necessary statutory approval(s) as referred to in the Act.

Others:

a) The Company shall reimburse traveling, entertainment and other business promotion expenses actually incurred for the business of the Company.

b) For the purpose of Gratuity and other benefits, the services of Mrs. Madhu Mittal will be considered continuous service with the Company from the date She joined the services of this Company in any capacity including her agreement with the Company as Managing Director or in any other capacity as maybe decided by the Board of Directors from time to time.

c) Mrs. Madhu Mittal shall not be paid sitting fee for attending meetings of the Board or Committee(s).

d) Subject to the provisions of the Companies Act, 2013,Smt. Madhu Mittal shall while she continues to hold office as Managing Director, be subject not be liable to retirement by rotation.

RESOLVED FURTHER THAT the Board of Directors/ Nomination & Remuneration Committee be and is hereby authorized to approve annually or otherwise increment of the above remuneration (within the overall maximum limits whether or not it resulted into any change in any of the heads as aforesaid)subject to their conformity with the Act and if required subject to any statutory approvals to grant remuneration in excess of the limits prescribed under the Act.

RESOLVED FURTHER THAT the Board of Directors/ Nomination & Remuneration Committee be and is hereby further authorized to alter and vary the terms and conditions of the appointment of Mrs. Madhu Mittal and/or to re-structure the remuneration payable to Her and/or change her designation in such manner and to such extent as may be agreed to between the Board of Directors/ Nomination & Remuneration Committee and Mrs. Madhu Mittal in terms of the provisions of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do and perform all such acts, deeds and things as may be considered necessary to give effect to the above resolution."

4. TO RE-APPOINT OF MR. VIRENDRA KUMAR GUPTA AS WHOLE TIME DIRECTOR AND CHIEF FINANCIAL OFFICER/ NODAL OFFICER

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules made thereunder and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary, consent of the Members be and is hereby accorded to the re-appointment of Mr. Virendra Kumar Gupta (DIN: 00006461) as Whole Time Director, CFO and Nodal Officer-IEPF of the Company for the period of one year w.e.f. 1st August, 2021 on the following terms and conditions including remuneration with further liberty to the Board of Directors of the Company from time to time to alter the said terms and conditions of remuneration of Mr. Virendra Kumar Gupta in the best interest of the Company:

TERMS AND CONDITIONS

I. Subject to the superintendence, direction and control of the Board of Directors of the Company, Mr. Virendra Kumar Gupta (DIN: 00006461), Whole Time Director of the Company shall be entrusted with day to day affairs of the Company and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time.

II. He shall be liable to retire by rotation.

III. He shall be entitled to receive the remuneration and perquisites as stated below even in the event of inadequacy or absence or profit by the Company in any year.

IV. He shall be paid remuneration and perquisites as under:

(A) Salary: A Salary of Rs.1,35,000/- per month with liberty to the Board to increase or decrease the salary within the limits laid down in Schedule V of the Companies Act, 2013.

(B) Bonus: Discretionary bonus as may be decided by Nomination and Remuneration Committee/ Board of Directors, depending upon the performance of the appointee, working of the Company and other relevant factors subject to maximum of annual salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act, 2013.

(C) Perquisites: The Whole Time Director may be paid perquisites including but not limited to the Medical reimbursement, Leave travel concession, Contribution to P.F., Gratuity, Earn Leave, Use of Company's car with Driver, Telephone/Mobile facility, as may be decided by the Board of Directors from time to time in line with the norms applicable to the employees of the Company.

RESOLVED FURTHER THAT the approval of the members by way of Special Resolution be and is hereby specifically given for payment of remuneration to Mr. Virendra Kumar Gupta as Whole Time Director, within the limits laid down under the provision of provisions of Para A of Section II of Part II of Schedule V of the Companies Act of 2013, even if the same is in excess of limits under Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015 at any time during his tenure as Whole Time Director.

RESOLVED FURTHER THAT the Board of Directors are at liberty to alter and vary the terms and conditions of the Remuneration and Perquisites so as not to exceed the limit specified in Schedule V of the Companies Act, 2013 or any amendments of modification that may hereafter be made thereto by the Central Government and as may be agreed between the Board of Directors and Mr. Virendra Kumar Gupta without referring the matter to the members of the Company in general meeting once again.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do and perform all such acts, deeds and things as may be considered necessary to give effect to the above resolution."

5. TO APPROVE RE-APPOINTMENT OF MR. ASHOK KUMAR AGARWAL AS INDEPENDENT DIRECTOR OF THE COMPANY FOR SECOND TERM:

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

"RESOLVED THAT pursuant to the provisions of section 149, 150,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act") and Companies (Appointment and Qualification of Directors) Rules, 2014 ("Rules") (including any statutory modification(s) or re-enactment thereof for the time being in force), recommendation of Nomination& Remuneration Committee and Board of Directors, Mr. Ashok Kumar Agarwal (DIN: 00006512), Independent Director of the Company, whose first term of appointment expired on31.07.2021, and who has submitted necessary declarations and consent under relevant provisions of the Act and Rules with regard to his re-appointment and in respect of whom the Company has received a notice in writing under section160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby reappointed as an Independent Director of the Company not liable to retire by rotation for a second term of five years with effect from 01.08.2021 to 31.07.2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds and things as may be considered necessary to give effect to the above resolution."

6. TO APPROVE RE-APPOINTMENT OF MRS. SUJATA ARORA AS INDEPENDENT DIRECTOR OF THE COMPANY FOR SECOND TERM:

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

"RESOLVED THAT pursuant to the provisions of section 149, 150,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act") and Companies (Appointment and Qualification of Directors) Rules, 2014 ("Rules") (including any statutory modification(s) or re-enactment thereof for the time being in force), recommendation of Nomination & Remuneration Committee and Board of Directors, Mrs. Sujata Arora (DIN: 07585453), Independent Director of the Company, whose first term of appointment expired on 12.08.2021, and who has submitted necessary declarations and consent under relevant provisions of the Act and Rules with regard to her re-appointment and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of director, be and is hereby reappointed as an Independent Director of the Company not liable to retire by rotation for a second term of five years with effect from 13.08.2021 to 12.08.2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds and things as may be considered necessary to give effect to the above resolution."

7. TO APPROVE RE-APPOINTMENT OF MR. DINESH KAUSHAL AS INDEPENDENT DIRECTOR OF THE COMPANY FOR SECOND TERM:

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

"RESOLVED THAT pursuant to the provisions of section 149, 150,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act") and Companies (Appointment and Qualification of Directors) Rules, 2014 ("Rules") (including any statutory modification(s) or re-enactment thereof for the time being in force), recommendation of Nomination & Remuneration Committee and Board of Directors, Mr. Dinesh Kaushal (DIN: 00006490), Independent Director of the Company, whose first term of appointment shall expire on 29.09.2021, and who has submitted necessary declarations and consent under relevant provisions of the Act and Rules with regard to his re-appointment and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby reappointed as an Independent Director of the Company not liable to retire by rotation for a second term of five years with effect from 30.09.2021 to 29.09.2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds and things as may be considered necessary to give effect to the above resolution."

8. REMUNERATION OF MR. AMAN MITTAL , EXECUTIVE DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to the Section 196 , 197 and 203 read with Schedule V and all other applicable of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment there of for the time being in force) subject to such other consents, approvals and permissions if any needed, remuneration of Mr. Aman Mittal , Executive Director be and is hereby revised on the terms and conditions hereinafter mentioned with effect from 1st July , 2021 for the remaining period.

Consolidated Salary: Upto a Maximum of Rs. 60.00/-Lakhs p.a. which includes the variable pay and perquisites, with the authority to Board to fix the salary within the said maximum amount from time to time.

Benefits over annual CTC: Long Term Incentive, Accident Insurance Coverage, Exgratia, Medical Insurance Coverage, Life time Insurance Coverage and Gratuity. Encashment of leave as per company policy.

"RESOLVED FURTHER THAT pursuant to provisions of the Section 197 of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 the revised remuneration of Mr. Aman Mittal, Executive Director is hereby confirmed that it is well within the prescribed limit mentioned in the said section.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds and things as may be considered necessary to give effect to the above resolution."

OTHER TERMS AND CONDITIONS:

No sitting fees will be paid to Mr. Aman Mittal, Whole time Director for attending meeting of the Board of Directors or any committee thereof.

9. REMUNERATION OF MR. ANSH MITTAL, EXECUTIVE DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to the Section 196 , 197 and 203 read with Schedule V and all other applicable of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) subject to such other consents, approvals and permissions if any needed, remuneration of Mr. Ansh Mittal, Executive Director be and is hereby revised on the terms and conditions hereinafter mentioned with effect from 1st July, 2021 for the remaining period.

Consolidated Salary: Upto a Maximum of Rs. 60.00/- Lakhs p.a. which includes the variable pay and perquisites, with the authority to Board to fix the salary within the said maximum amount from time to time.

Benefits over annual CTC: Long Term Incentive, Accident Insurance Coverage, Exgratia, Medical Insurance Coverage, Life time Insurance Coverage and Gratuity, Encashment of leave as per company policy.

"RESOLVED FURTHER THAT pursuant to provisions of the Section 197 of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 the revised remuneration of Mr. Ansh Mittal, Executive Director is hereby confirmed that it is well within the prescribed limit mentioned in the said section.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds and things as may be considered necessary to give effect to the above resolution."

OTHER TERMS AND CONDITIONS:

No sitting fees will be paid to Mr. Ansh Mittal, Whole time Director for attending meeting of the Board of Directors or any committee thereof.

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTENDAND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED, STAMPED, SIGNED AND MUST BE SENT TO THE COMPANY SO AS TO REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.**

   Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxy Form is enclosed.

2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto and forms part of the Notice. Also, the relevant details in respect of Directors seeking appointment/reappointment at the Annual General Meeting in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard, SS-2 on General Meetings are annexed to the Notice.

3. The Register of Members and Share Transfer Books of the Company will remain closed from 18h September, 2021 to 24th September, 2021 (both days inclusive).

4. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.

5. In case of joint holders attending the Annual General Meeting, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the meeting.

6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN)by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

7. Members/Proxies attending the meeting are requested to bring the Attendance Slips (duly completed) in the meeting.

8. The Notice of the Annual General Meeting along with the Annual Report 2020-21 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company / Depositories, unless any member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2020-21 will also be available on the Company's website viz. **www.cenlub.in**

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

(i) In accordance with, the General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 02/ 2021 dated 13th January, 2021 issued by MCA and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

(ii) Members who do not have registered their E-mail ID and/ or bank details are required to register their email addresses and/or bank details, in respect of electronic holdings with their concerned Depository Participants and in respect of physical holdings, with the Company's Share Transfer Agent i.e. Beetal Financial & Computer Services (P) Ltd, Beetal House, 3rd Floor, 99, Madangir, Behind Local Shoping Centre, Near Dada Harsukhdas Mandir, New Delhi-110062 Tel.: 011-29961281-83 Fax No.: 011-29961281 E-mail: beetalfinancial.com by following due procedure, which is as under:

In case of Physical Holding	Send a duly signed request letter to the RTA of the Company i.e. Beetal Financial & Computer Services (P) Ltd, **(Unit : CENLUB INDUSTRIES LIMITED),** Beetal House, 3rd Floor, 99, Madangir, Behind Local Shoping Centre, Near Dada Harsukhdas Mandir , New Delhi- 110062**, Phone no. 011-29961281-83** or scanned copy on e-mail at beetal @beetalfinancial.comand provide the following details/documents for registering email address: a) Folio No., b) Name of shareholder, c) Email ID, d) Copy of PAN card (self attested), e) Copy of Aadhar (self attested) f) Copy of share certificate (front and back) Following additional details/documents need to be provided in case of updating Bank Account detail: a) Name and Branch of the Bank in which you wish to receive the dividend, b) the Bank Account type, c) Bank Account Number, d) MICR Code Number, and e) IFSC Code f) Copy of the cancelled cheque bearing the name of the first shareholder
In case, DematHolding	Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.

(iii) The Notice of AGM along with Annual Report for the financial year 2020-21, is available on the website of the Company atwww.cenlub.in on the website of Stock Exchanges where shares of the Company are listed i.e. BSE Limited at www.bseindia.com and on the website of CDSL atwww.evotingindia.com.

9. Members holding the shares in physical form are requested to immediately intimate any changes pertaining to their name, address, registered e mail id, bank details etc. to the Registrar and Share Transfer Agent (RTA) of the Company at Beetal Financial & Computer Services (P) Ltd Beetal House, 3rd Floor, 99, Madangir, Behind Local Shoping Centre, Near Dada Harsukhdas Mandir, New Delhi-110062, or to the Company at Plot No-233-234, Sector-58, Ballabgarh Faridabad-121004, Haryana. Members holding shares in dematerialized form are requested to intimate any of the above mentioned details to their Depository Participant. Changes intimated to the Depository Participant will be automatically reflected in the Company's records.

10. For the purpose of availing Nomination facility, members holding shares in dematerialised form are required to lodge the nomination with their Depository Participant and members holding shares in physical form are required to fill and submit Form SH-13 (available on request) with the Company's Registrar and Transfer Agent, at Beetal Financial & Computer Services (P) Ltd Beetal House, 3rd Floor, 99, Madangir, Behind Local Shoping Centre, Near Dada Harsukhdas Mandir , New Delhi-110062, or to the Company at Plot No-233-234, Sector-58, Ballabgarh, Faridabad -121004,Haryana.

11. Members of the Company may kindly note that the shares of the Company are traded on Bombay Stock Exchange Ltd.(BSE) compulsorily in demat mode. Hence, the Members who are still holding physical Share Certificates are advised that it is in their own interest to dematerialize their shareholding to avail benefits of dematerialization viz. easy liquidity, electronic transfer, savings in stamp duty and prevention of forgery.

12. The Ministry of Corporate Affairs has notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, dividends which are not encashed / claimed by the Members for a period of 7 (seven) consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The IEPF Rules mandate the companies to transfer the shares of Members whose dividends remain unpaid / unclaimed for a period of 7 (Seven) consecutive years to the demat account of IEPF Authority. Hence, the Company urges all the Members to encash / claim their respective dividend during the prescribed period. The details of the unpaid / unclaimed amounts lying with the Company as on September 30, 2020 (date of last AGM) are available on the website of the Company. The Members whose dividend / shares as transferred to the IEPF Authority can now claim their shares from the Authority by following the Refund Procedure as detailed on the website of IEPF Authority www.iepf.gov.in.

    During the year, the Company has not transferred any amounts or shares to Investor Education and Protection Fund. Details of unclaimed dividend/ Shares that were transferred/ required to be transferred to IEPF is as follows:

Dividend for the Financial Year ended	Date of Dividend Declaration	Date/Due Date for Transfer
31.03.2011	31.08.2011	October 12,2018
31.03.2012	05.09.2012	November 23,2019
31.03.2019	28.09.2019	November 03,2026

13. Members seeking any information with regard to the accounts are requested to intimate their query in advance, so as to enable the Management to keep the information ready at the Annual General Meeting.

14. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not been entitled to cast their vote again in the meeting.

15. The route map showing directions to reach the venue of the Annual General Meeting is annexed.

16. Pursuant to the prohibitions imposed vide Secretarial Standards on General Meetings (SS-2) issued by the ICS Iand the MCA circular, no gifts/coupons shall be distributed at the Meeting.

17. Voting through electronic means:

a) In compliance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies(Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide remote e-voting facility to the members of the Company to exercise their right to vote by electronic means in respect of the resolutions to be passed at the 29thAnnual General Meeting.

b) The facility of casting the votes by the members using an electronic voting system from a place other than the venue of the AGM ("remote e-voting") will be provided by the Central Depository Services (India) Limited ("CDSL"). The e-voting facility will be available at the link www.evotingindia.com.

c) The remote e-voting period begins on Tuesday 21stSeptember, 2021 at 9.00 A.M. and ends on Thursday 23rdSeptember, 2021 at 5.00 P.M.

    During this period, shareholders of the Company holding shares either in physical form or in dematerialized form as on**17th September, 2021** being the **cut-off date** (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

d) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositaries as on **17th September, 2021** (the "Cut-off Date") only shall be entitled to vote through remote e-voting and at the AGM.

e) At the venue of AGM, voting shall be done through ballot papers and the members attending AGM who have not cast their vote by remote e-voting shall be entitled to cast their vote through Ballot papers.

f) The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of

e-voting process along with printed attendance slips and proxy forms can be downloaded from the link www.cenlub.in **or** www.evotingindia.com.

g) A person who is not a member of the Company as on the cut-off date should treat this Notice for the information purposes only.

h) Members holding multiple folios/demat accounts may choose the voting process separately for each folio/demat account.

i) The voting rights of the members shall be in proportion to the paid up value of their shares in the equity capital of the Company as on the cut-off date.

j) A member can opt only one mode of voting i.e. either in person or through proxy at the meeting or through remote e-voting.

k) The Company has appointed Mrs. Apoorva Singh, Company Secretary, as 'scrutinizer' (the "Scrutinizer") to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.

The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company at www.cenlub.in and on the website of the CDSL e-Voting www.evotingindia.com. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING

(i) The voting period begins on 21st September,2021 at 9.00 a.m and ends on 23rd September,2021 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 17.09.2021 (Record Date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of SEBI circular **no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting

Individual Shareholders holding securities in demat mode with **NSDL**	Service Providers i.e. CDSL/NSDL/KARVY/ LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/ Easiest, option to register is available at https://web.cdslindia.com/myeasi/ Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https:// evoting.cdslindia.com/Evoting/ EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https:// eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/ SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

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

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)· Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.· If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cenlub@cenlub.in , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

   If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Date and Place: August14, 2021, Faridabad

By Order of the Board of Directors of
CENLUB INDUSTRIES LIMITED

Madhu Mittal
Chairman & Managing Director
(DIN: 00006418)

Registered Office:
Plot No- 233-234 ,
Sector-58, Ballabgarh ,
Faridabad-121004(Haryana)
Tel.: +91 8826794470-73
Website: www.cenlub.in
Email: investors@cenlub.in
CIN: L67120HR1992PLC035087

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

As required by Section 102(1) of the Companies Act, 2013 ("the Act"), the following Explanatory Statement sets out the material facts relating to the Special Business mentioned under item Nos. 3 to 9 in the accompanying Notice:

ITEM NO.3 APPOINTMENT OF MRS. MADHU MITTAL (DIN:00006418) AS MANAGING DIRECTOR/CEO OF THE COMPANY .

Due to the sad demise of Late Shri Vijendra Kumar Mittal, Chairman and Managing Director & CEO of the Company on 22nd April 2021, the post of CMD of company falls vacant and this need to be filled at the earliest to guide the company and to run the uninterrupted operations of the company.

The Nomination & Remuneration Committee and the Board of Directors have in their respective meetings held on 28th June 2021, subject to the approvals of Members/ Central Government and such other approvals as may be necessary, approved the appointment of Mrs Madhu Mittal as Managing Director & CEO of the Company on such terms and conditions including remuneration payable thereto, for a period of 3 years effective from 1stJuly 2021 as enumerated in the Special Resolution which is commensurate with his qualification, experience and the responsibilities entrusted on him.

Mrs. Madhu Mittal remains the driving force behind the continual growth of the organization and has now been entrusted with the overall management of the Company as Managing Director/CEO of the Company.

Subject to the provisions contained under sections 152, 196,197,198 and 203 read with Schedule V of the Companies Act, 2013, members' approval by way of Special Resolution is required for the appointment and payment of remuneration of amount as stated in the Special Resolution at item no. 3 of the accompanying notice.

None of the Directors except Mr. Aman Mittal and Mr. Ansh Mittal (Both Son of Mrs. Madhu Mittal) are concerned or interested in the resolution.

In terms of Section 190 of the Companies Act, 2013, the Special Resolution at Item no. 3 along with its explanatory statement shall be construed as a memorandum setting out the terms of appointment of Mrs. Madhu Mittal .

The following disclosures are being made in this Explanatory Statement in compliance with Section II in part II of Schedule V to the Companies Act, 2013:

I. General Information:

1. The Company is engaged in the business of Centralized lubrication System Machine Tools, Press Tools, Die Casting, Pharmaceutical machines. The manufacturing facilities of the Company are situated at Faridabad (Haryana)),Rajkot (Gujarat) and Bangalore (Karnataka).
2. The Company is an existing entity and has already commenced Commercial Production.
3. Financial performance of the Company for the financial year 2020-21 is as follows:

Financial performance based on given indicators:

(Rs. In lakhs)

Particulars	2020-21	2019-20
Total Income	4233.01	4020.00
Profit (Loss) from ordinary activities before exceptional Item	576.43	303.03
Exceptional Items	0	103.82
Profit/(Loss) Before Tax	576.43	406.85
Profit/(Loss) After Tax	411.93	262.95

4. The Company has no foreign investment or collaborations.

II. Information about the appointee:

1. Mrs. Madhu Mittal (M.A), aged about 66 yrs. has over 40 years of successful experience. Under the overall supervision of the Board of Directors, she has been instrumental in taking the Company from strength to strength to its present position.
2. The total remuneration of Mrs. Madhu Mittal as Whole Time Director of the company for the Financial Year 2020-21 was Rs.15,00,000/-.
3. Mrs. Madhu Mittal had joined the Company on 26.03.1973as the Promoter of the Company (designated as Executive Director) and since then Smt. Madhu Mittal has been serving the Company. Smt. Madhu Mittal was re-designated as Managing Director w.e.f. 01.07.2021. Mrs. Madhu Mittal although responsible for the overall management of the company in her present role, spends most of her time leading the Company's Product Innovation Team.
4. Mrs. Madhu Mittal's role in the Company as Managing Director is most suitable considering her present role in the Company's day to day management. Under her valuable guidance and leadership, the Company has achieved significant growth in a considerable less span of time and has carved a niche for itself in the industry.
5. The detail of proposed remuneration is as per special resolution at item no. 3.
6. The remuneration proposed to be paid to Mrs. Madhu Mittal is commensurate with the size of the Company, nature of its operations, profile of the position and is in line with the industry standards.
7. Besides his remuneration, Smt. Madhu Mittal had pecuniary relationship with the Company is mentioned in Note -Related Party Disclosure.

III. Disclosures:

1. The detail of all elements of remuneration package such as salary, benefits, bonuses, stock options, pension etc. of all Directors is included in the Corporate Governance Report and forming part of the Board of Director's Report.
2. The detail of fixed Component and performance linked incentives along with the performance criteria is included in the Corporate Governance Report and forming part of the Board of Director's Report.
3. The service contracts, notice period, severance fees and other terms of appointment of Managing Director is governed by Nomination & Remuneration Policy of the Company. The detail about the same is included in the Corporate Governance Report and forming part of the Board of Director's Report.
4. As of the date of this notice, Smt. Madhu Mittal has not been issued any Stock Options.

None of the Directors, Key Managerial Personnel of the Company and their relatives other than Mr. Aman Mittal and Ansh Mittal, Both Executive Directors(Both being sons of Smt. Madhu Mittal) is/are in any way, concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding, if any, in the Company.

The Board recommends the passing of the Resolution at Item No. 3 as Special Resolution.

ITEM NO.4 RE-APPOINTMENT OF MR. VIRENDRA KUMAR GUPTA AS WHOLE TIME DIRECTOR

The current term of Mr. Virendra Kumar Gupta as Executive Director expires on 31stJuly, 2021. In view of the excellent progress achieved by the Company under his guidance, and continuous time and efforts devoted by him even though he attain the age of 75 years now, on the recommendations of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on 28th June, 2021 have reappointed Mr. Virendra Kumar Gupta as Executive Director of the Company for a further period of 1 years with effect from 1st August, 2021 and approved the remuneration package as stated in the proposed resolution, subject to the approval of shareholders by Special Resolution.

Approval of the Members is sought for re-appointment and payment of remuneration to Mr. Virendra Kumar Gupta**,** as detailed in the resolution. The Directors recommend the resolution(s) for approval of the Members. Profile, Other Directorships and Shareholding details are:

Mr. Virendra Kumar Gupta, is a Diploma Holder in Mechanical Engineering having 31 years Post Qualification experience, running independently its own unit and looking after finance and administration matters of the company for the last 25years. He has been entrusted with the responsibilities of Finance, Accounts and Legal matters of the company.

Other Directorships. None

Committee memberships: NIL.

Mr. Virendra Kumar Gupta is holding19550 Equity Shares of Rs. 10 each of the Company.

Statement containing required information as per Part II of Section II of Schedule V to the Companies Act, 2013

I. General Information

1. Nature of Industry:

Machine Tool Lubrication Systems and Oil Circulatory System.

2. Date of commencement of Commercial production:

Commercial production commenced several years ago.

3. Financial performance based on given indicators:

(Rs. In lakhs)

Particulars	2020-21	2019-20
Total Income	4233.01	4020.00
Profit (Loss) from ordinary activities before exceptional Item	576.43	303.03
Exceptional Items	0	103.82
Profit/(Loss) Before Tax	576.43	406.85
Profit/(Loss) After Tax	411.93	262.95

4. Foreign Investments or collaborators, if any.: Nil

II. Information about the appointee

1. Background details:

Mr. Virendra Kumar Gupta, is a Diploma Holder in Mechanical Engineering having 31years Post Qualification experience, running independently its own unit and looking after finance and administration matters of the company for the last 25years. He has been entrusted with the responsibilities of Finance, Accounts and Legal matters of the company.

2. Past remuneration:

Rs. 1.25 Lakh per month as approved by the shareholders at the 28thAnnual General Meeting of the Company held on 30thSeptember, 2020.

3. Job profile and suitability:

Mr. Virendra Kumar Gupta, was appointed as Executive Director as well as CFO/Nodal Officer (IEPF) of the company. In view of the excellent progress achieved by the Company since then under his guidance and continuous time and efforts devoted by him even though he attain the age of 75 years now, the Board has decided to re-appoint him as Executive Director for a period of one years with effect from 1st August, 2021, with a remuneration as recommended by the Nomination and Remuneration Committee, subject to the approval of the shareholders by Special Resolution.

4. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

Considering the profile of Mr. Virendra Kumar Gupta, and current trend of compensation package in Corporates, the remuneration proposed is in line with comparable remuneration levels in the industry.

5. Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any.

Relevant information is provided in the “Corporate Governance” part of the Directors Report.

III. Other information

1. **Reasons of loss or inadequate profits:** The cyclical nature of the lead industry and volatility in the international prices for lead affect the profitability of the company. Lack of availability of raw materials at economical prices also affect the profitability.
2. **Steps taken or proposed to be taken for improvement:** The Company will pursue all available means of reducing costs, including by way of energy conservation, diversify action of customer base, alternate sources of raw material etc.
3. **Expected increase in productivity and profit in measurable terms:** All necessary steps will be taken to ensure that productivity will improve to the levels required to return the company to profitability.

None of the directors of the company except Shri Virendra Kumar Gupta himself is concerned or interested in the above said resolution.

The Board recommends passing of the Resolution at Item No. 4 of the Notice as Special Resolution.

ITEM NO. 5

Section 149 of the Companies Act, 2013 provides that subject to the provisions of Section 152, an independent director shall hold office for an initial term of up to five consecutive years on the Board of a Company but shall be eligible for another term of up to five years on passing of a special resolution by the Company. It further provides that no independent director shall hold office for more than two consecutive terms of up to five years each. The members had in the Annual General Meeting held on 30.09.2016, pursuant to the provisions of Sections 149, 152 read with Schedule IV of the Companies Act, 2013 and Rules made there under, approved the appointment of Mr. Ashok Kumar Agarwal as an Independent Director of the Company for an initial term of five years from 01.08.2016 to 31.07.2021. Mr. Ashok Kumar Agarwal has submitted the necessary declarations and consents with regard to his re-appointment for second consecutive term of five years from 01.08.2021 to 31.07.2026. In the opinion of the Board, Mr. Ashok Kumar Agarwal fulfills the conditions specified in the Act and the Rules framed there under for appointment as Independent Director and that he is independent ofthe management.

The Nomination and Remuneration Committee and the Board of Directors have, in their respective meetings held on 28thJune, 2021 recommended the re-appointment of Mr. Ashok Kumar Agarwal for second consecutive term of five years effective from 01.08.2021 to31.07.2026 as Independent Director not liable to retire by rotation.

A candidature under section 160 of the Companies Act, 2013 has been received from a member of the Company proposing Mr. Ashok Kumar Agarwal for the office of Independent Director of the Company.

The Board based on the experience/expertise declared by Mr. Ashok Kumar Agarwal, is of the opinion that Mr. Ashok Kumar Agarwal has the requisite qualification to act as an Independent Director of the Company.

The total remuneration of Mr. Ashok Kumar Agarwal for the Financial Year2020-21 was 16,000/- paid by way of sitting fee only. Mr. Ashok Kumar Agarwal not hold directorship in other company. Mr. Ashok Kumar Agarwal is holding 300 shares of Cenlub Industries Limited either by himself or for any other person on a beneficial basis as per declaration given by him.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the re-appointment of Mr. Ashok Kumar Agarwal as an Independent Director for the said period is now being placed before the Members for their approval. Mr. Ashok Kumar Agarwal has no relationship with any managerial personnel, Director, Key Managerial Personnel of the Company. None of the Directors or Key Managerial Personnel of the Company or their relatives is/are concerned or interested, financially or otherwise, in this resolution except Mr. Ashok Kumar Agarwal, who himself is proposed to be re-appointed.

The Board recommends the passing of the Resolution at Item No. 5as a Special Resolution.

ITEM NO. 6

Section 149 of the Companies Act, 2013 provides that subject to the provisions of Section 152, an independent director shall hold office for an initial term of up to five consecutive years on the Board of a Company but shall be eligible for another term of up to five years on passing of a special resolution by the Company. It further provides that no independent director shall hold office for more than two consecutive terms of up to five years each. The members had in the Annual General Meeting held on 30.09.2016, pursuant to the provisions of Sections 149, 152 read with Schedule IV of the Companies Act, 2013 and Rules made there under, approved the appointment of Mrs. Sujata Arora as an Independent Director of the Company for an initial term of five years from 13.08.2016 to 12.08.2021. Mrs. Sujata Arora has submitted the necessary declarations and consents with regard to her re-appointment for second consecutive term of five years from 13.08.2021 to 12.08.2026. In the opinion of the Board, Mrs. Sujata Arora fulfills the conditions specified in the Act and the Rules framed there under for appointment as Independent Director and that she is independent of the management.

The Nomination and Remuneration Committee and the Board of Directors have, in their respective meetings held on 28thJune, 2021 recommended the re-appointment of Mrs. Sujata Arora for second consecutive term of five years effective from 13.08.2021 to12.08.2026 as Independent Director not liable to retire by rotation.

A candidature under section 160 of the Companies Act, 2013 has been received from a member of the Company proposing Mrs. Sujata Arora for the office of Independent Director of the Company.

The Board based on the experience/expertise declared by Mrs. Sujata Arora, is of the opinion that Mrs. Sujata Arora has the requisite qualification to act as an Independent Director of the Company.

The total remuneration of Mrs. Sujata Arora for the Financial Year 2020-21 was 16,000/- paid by way of sitting fee only. Mrs. Sujata Arora has not hold directorship in other company. Mrs. Sujata Arora do not hold any shares of Cenlub Industries Limited either by herself or for any other person on a beneficial basis as per declaration given by him.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the re-appointment of Mrs. Sujata Arora as an Independent Director for the said period is now being placed before the Members for their approval. Mrs. Sujata Arora has no relationship with any managerial personnel, Director, Key Managerial Personnel of the Company. None of the Directors or Key Managerial Personnel of the Company or their relatives is/are concerned or interested, financially or otherwise, in this resolution except Mrs. Sujata Arora, who himself is proposed to be re-appointed.

The Board recommends the passing of the Resolution at Item No. 6 as a Special Resolution.

ITEM NO. 7

Section 149 of the Companies Act, 2013 provides that subject to the provisions of Section 152, an independent director shall hold office for an initial term of up to five consecutive years on the Board of a Company but shall be eligible for another term of up to five years on passing of a special resolution by the Company. It further provides that no independent director shall hold office for more than two consecutive terms of up to five years each. The members had in the Annual General Meeting held on 30.09.2016, pursuant to the provisions of Sections 149, 152 read with Schedule IV of the Companies Act, 2013 and Rules made there under, approved the appointment of Mr. Dinesh Kaushal as an Independent Director of the Company for an initial term of five years from 30.09.2016 to 29.09.2021. Mr. Dinesh Kaushal has submitted the necessary declarations and consents with regard to his re-appointment for second consecutive term of five years from 30.09.2021 to 29.09.2026. In the opinion of the Board, Mr. Dinesh Kaushal fulfills the conditions specified in the Act and the Rules framed there under for appointment as Independent Director and that he is independent of the management.

The Nomination and Remuneration Committee and the Board of Directors have, in their respective meetings held on 28th June, 2021 recommended the re-appointment of Mr. Dinesh Kaushal for second consecutive term of five years effective from 30.09.2021 to29.09.2026 as Independent Director not liable to retire by rotation.

A candidature under section 160 of the Companies Act, 2013 has been received from a member of the Company proposing Mr. Dinesh Kaushal for the office of Independent Director of the Company.

The Board based on the experience/expertise declared by Shri Dinesh Kaushal, is of the opinion that Mr. Dinesh Kaushal has the requisite qualification to act as an Independent Director of the Company.

The total remuneration of Mr. Dinesh Kaushal for the Financial Year 2020-21 was 16,000/- paid by way of sitting fee only. Mr. Dinesh Kaushal also hold directorship in other company detail as below:

1. Simply Propinfo LLP	9. Simply Accounting Solutions Private Limited
2. Gero Outlay LLP	10. Roshan Hi-Tech Projects Private Limited
3. I Object Advisory Services LLP	11. Rishnik Consultants Private Limited
4. Gero Sports LLP	12. Digisense Customeriq Private Limited
5. Big Home Realcon LLP	13. Mahou India Private Limited
6. Momagic Technologies Private Limited	14. VS Virtual Technologies Pvt.Ltd
7. Conferwiz Infotech Private Limited	15. Varshneya Agrotech Private Limited
8. SR Infin Advisors Private Limited	

Mr. Dinesh Kaushal do not hold any shares of Cenlub Industries Limited either by himself or for any other person on a beneficial basis as per declaration given by him.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the re-appointment of Mr. Dinesh Kaushal as an Independent Director for the said period is now being placed before the Members for their approval. Mr. Dinesh Kaushal has no relationship with any managerial personnel, Director, Key Managerial Personnel of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives is/are concerned or interested, financially or otherwise, in this resolution except Shri Dinesh Kaushal, who himself is proposed to be re-appointed.

The Board recommends the passing of the Resolution at Item No. 7 as a Special Resolution.

ITEM NO. 8

The Members of the Company at the 27th Annual General Meeting held on 28thSeptember, 2019 approved revision of Remuneration of Mr. Aman Mittal as a Whole-time Director of the w.e.f. 1st April 2019 at a remuneration of Rs. 36,00,000/- per annum and other perquisites with liberty to the Board of Directors to alter and vary the terms and conditions of the re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Aman Mittal, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification or re-enactment thereof.

Mr. Aman Mittal looks after the formulations plants operations and supply chain management total day to day activities of Bangalore unit for the last 15 years. Considering his multiple roles and responsibilities, the Board felt it appropriate to revise the remuneration of Mr. Aman Mittal, Whole time Director of the Company to commensurate with his role and responsibilities. Accordingly, it is proposed to revise the remuneration of Mr. Aman Mittal from Rs. 36,00 000/- per annum to Rs.60,00,000/- per annum with effect from July 1, 2021 and other perquisites with no other changes in other terms and conditions of his appointment.

The aforesaid revision of remuneration shall be within the ceiling limits as mentioned in Schedule V of the Companies Act, 2013.

The proposed revision of remuneration of Mr. Aman Mittal was recommended by the Nomination and Remuneration / Compensation Committee of the Company.

Besides Mr. Aman Mittal, whose remuneration is proposed to be revised, Mrs. Madhu Mittal, Managing Director and Mr. Ansh Mittal, Whole time Director being relative thereof, is concerned or interested in this resolution.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution set forth at Item No. 8 of the Notice for the approval of Members of the Company.

ITEM NO. 9

The Members of the Company at the 27th Annual General Meeting held on 28thSeptember, 2019 approved revision of Remuneration of Mr. Ansh Mittal as a Whole-time Director of the w.e.f. 1st April 2019 at remuneration of Rs. 36,00,000/- per annum and other perquisites with liberty to the Board of Directors to alter and vary the terms and conditions of the re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Ansh Mittal, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification or re-enactment thereof.

Mr. Ansh Mittal looks after the Lube Oil Consoles/Systems manufacturing plants operations and supply chain management. Considering his multiple roles and responsibilities, the Board felt it appropriate to revise the remuneration of Mr. Ansh Mittal, Whole time Director of the Company to commensurate with his role and responsibilities. Accordingly, it is proposed to revise the remuneration of Mr. Ansh Mittal from Rs. 36,00,000/- to Rs. 60,00,000/- per annum with effect from July 1, 2021 and other perquisites with no other changes in other terms and conditions of his appointment.

The aforesaid revision of remuneration shall be within the ceiling limits as mentioned in Schedule V of the Companies Act, 2013.

The proposed revision of remuneration of Mr. Ansh Mittal was recommended by the Nomination and Remuneration / Compensation Committee of the Company.

Besides Mr.Ansh Mittal, whose remuneration is proposed to be revised, Mrs. Madhu Mittal, Managing director and Mr. Aman Mittal, Whole time Director being relative thereof, is concerned or interested in this resolution.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution set forth at Item No. 9 of the Notice for the approval of Members of the Company.

Place : Faridabad
Date : 14th August 2021

ON BEHALF OF THE BOARD OF DIRECTORS
FOR CENLUB INDUSTRIES LIMITED

MADHU MITTAL
CHAIRMAN/MANAGING DIRECTOR
DIN:00006418

VIRENDRA KUMAR GUPTA
WHOLE TIME DIRECTOR
DIN: 00006461

INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED/RE-APPOINTED TO BE FURNISHED UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS - 2 ISSUED BY THE INSTITUTE OFCOMPANY SECRETARIES OF INDIA (ICSI)

Name of Director	**Mrs. Madhu Mittal**	**Mr. V.K.Gupta**
DIN	**00006418**	**00006461**
Date of Birth	02.08.1955	17.11.1947
Date of Appointment	26.05.1992	17.12.2002
No. of Shares held (as on 31.03.2021)	732404	19550
Expertise in Specific Functional area	An eminent Industrialist, Spends most of her time in Leading product innovation	Finance, legal and administration matters of the company Team with an overall Managmenet & supervision of the affairs of the Company
Qualification	M.A	Mechanical Engineering
No. of board meetings attended during FY 2020-21	8	8
List of Listed Companies in which outside Directorship held as on 31.03.2021	Nil	Nil
Chairman / Member of the Committee(s) of the Board of Directors of other Companies in which he is a Director	1	Nil
Relationships between directors inter-se	Mr. Aman Mittal and Mr. Ansh Mittal, executive Directors to any director (son of Mrs. Madhu Mittal)	Mr. VK Gupta is not related & KMP or their respective relatives

INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED/RE-APPOINTED TO BE FURNISHED UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS - 2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI)

Name of Director	**Ashok Kr. Agarwal**	**Sujata Arora**
DIN	**00006512**	**07585453**
Date of Birth	10.07.1952	28.01.1971
Date of Appointment	02.12.2005	13.08.2016
No. of Shares held (as on 31.03.2021)	300	Nil
Expertise in Specific Functional area	Personal and Administration	Electrical drives & Electrical technology
Qualification	BSC(LLB-MBA)	Mechanical Engineering
No. of board meetings attended during FY 2020-21	4	4
List of Listed Companies in which outside Directorship held as on 31.03.2021	Nil	Nil
Chairman / Member of the Committee(s) of the Board of Directors of other Companies in which he is a Director	3	3
Relationships between directors inter-se	Mr. Ashok Kr. Agarwal is Not related to any of the Director or KMP or any of Their respective relatives	Mrs. Sujata Arora is note related to any of the Director or KMP or any of their respective relatives

INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED/RE-APPOINTED TO BE FURNISHED UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS -2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI)

Name of Director	**Dinesh Kaushal**
DIN	**00006490**
Date of Birth	10.03.1969
Date of Appointment	15.02.2003
No. of Shares held (as on 31.03.2021)	Nil
Expertise in Specific Functional area	Finance, General Management and Business Processes
Qualification	Chartered Accountant
No. of board meetings attended during FY 2020-21	4
List of Listed Companies in which outside Directorship held as on 31.03.2021 1. Simply Propinfo LLP 2. Gero Outlay LLP 3. I Object Advisory Services LLP 4. Gero Sports LLP 5. Big Home Realcon LLP 6. Momagic Technologies Private Limited 7. Conferwiz Infotech Private Limited 8. SR Infin Advisors Private Limited 9. Simply Accounting Solutions Private Limited 10. Roshan Hi-Tech Projects Private Limited 11. Rishnik Consultants Private Limited 12. Digisense Customeriq Private Limited 13. Mahou India Private Limited 14. VS Virtual Technologies Pvt.Ltd 15. Varshneya Agrotech Private Limited	
Chairman / Member of the Committee(s) of the Board of Directors of other Companies in which he is a Director	3
Relationships between directors inter-se	Mr. Dinesh Kaushal is not related to any of the director or KMP or any of their respective relatives

BOARD'S REPORT

To the Members,

Your Company's Directors have pleasure in presenting the Board's Report along with the Audited Financial Statements for the Financial Year ended March 31, 2021.

1. Review of Operations

Your Company's performance during the Financial Year as compared with that during the previous Financial Year is summarized below:

	(Rs. In Lacs)	(Rs. In Lacs)
	Year Ended March 31	Year Ended March 31
Particulars	**2021**	**2020**
Revenue from Operations	4096.20	3903.73
Exceptional Items	0	103.82
Other Income	136.81	116.28
Total Income	4233.01	4123.83
Total Expenditure other than Finance Costs and Depreciation and Amortisation	3453.73	3510.29
Profit before Finance Costs, Depreciation and Amortisation	779.28	613.54
Depreciation and Amortisation	95.89	96.54
Profit before Finance Costs and Tax	683.39	517.00
Finance Costs (net)	106.96	110.14
Profit / (loss) before Tax	576.43	406.86
Provision for Current Tax	141.77	98.65
Provision for Deferred Tax	33.39	31.85
Net Profit / (loss)	401.27	276.36
Other comprehensive income	10.66	-13.38
Total comprehensive income	411.93	262.95

2. SHARE CAPITAL

The paid –up Equity Share Capital of the Company as on March 31,2021 stood at Rs. 4,66,28,990.

During the year under review, the Company has not issued any shares with the differential voting rights nor granted any stock options or sweet equity. As on March 31, 2021 none of the Directors of the Company hold instruments convertible into equity shares of the Company.

3. PERFORMANCE OF THE COMPANY

The outbreak of COVID-19 pandemic globally and in India has caused a significant social and economic disruption. Your Company has diligently followed all the Government issued guidelines including adoption of social distancing norms at workplace and necessary precautions for all employees on an ongoing basis.

In the first few months of this financial year, overall demand slumped due to mandatory lockdowns, as such adversely impacting your Company's production and capacity utilization. In this difficult period, your Company focused hard on cost optimization, digitalization across all functions including the shop floor and a heightened focus on customers and new product development.

Despite the moderate operating performance, your Company has endeavored to maintain a strong balance sheet. Your Company is well positioned and committed to further strengthen financial performance in future.

The operations of your Company in India and globally resumed in a phased manner in mid May, 2020 however, with utilization at sub-optimal levels. In these difficult times, your Company continued to fulfill customer's demands in India and globally while also ensuring the safety and well-being of its employees which was very well acknowledged and Highly appreciated by customers.

The balance sheet at the end of financial year continues to be robust with significant level of liquidity.

Standalone

During the Financial **Year ended on 31st March, 2021**, your Company has achieved on standalone basis total income from operational turnover of Rs. 4233.01 Lakhs as against Rs. 4123.82 Lakhs in the previous Financial Year and the Profit after Tax is 411.93 Lakhs as against Profit after Tax of 262.95 Lakh in the previous Financial Year.

4. DIVIDEND

Due to additional borrowings made during the year, there is an increase in the commitments towards repayments to the leading Banks. As such, Board of Directors feels appropriate not to recommend any dividend for the Financial Year 2020-2021.

5. RESERVES

During the year under review, the Company does not propose to transfer any amount to the General Reserve.

6. CHANGE IN CONTROL AND NATURE OF BUSINESS

There is no change in control and nature of business activities during the period under review.

7. BUSINESS TRANSFER

There is no transfer of business during the period under review.

8. DEPOSITS

Your Company has not accepted deposit from the public falling within the ambit of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 and there were no remaining unclaimed deposits as on 31st March, 2021. Further, the Company has not accepted any deposit or loans in contravention of the provisions of the Chapter V of the Companies Act, 2013 and the Rules made there under.

S. No.	Particulars	Amt. in Rs.
1.	Details of Deposits accepted during the year	Nil
2.	Deposits remaining unpaid or unclaimed at the end of the year	Nil
3.	Default in repayment of deposits At the beginning of the year Maximum during the year At the end of the year	 Nil
4.	Deposits not in compliance with law	N.A.
5.	NCLT/ NCLAT orders w.r.t. depositors for extension of time and penalty imposed	N.A.

Further your Company has already filed Form DPT-3 for the F.Y. ended on 31.03.2021 for the amount received by the Company which is not under the purview of section 73 of the Companies Act,2013 read with Companies (Acceptance of Deposits) Rules, 2014 as amended from time to time.

9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTI ON 186 OF THE COMPANIES ACT, 2013 ("ACT ")

Particulars of loans, guarantees and investments covered under Section 186 of the Act, forms part of notes to the financial statements provided in this Annual Report. Hence no further disclosure is being given to avoid repetition.

10. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the period under review, all related party transactions that were entered, were on arm's length basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, KMPs or other designated persons which may have a potential conflict with the interest of the Company at large. Since, there is no material related party transactions in the company. Therefore, the company is not required to attach Form AOC -2 with this report.

Separate disclosure as per regulation 34(3) and 53(f) of SEBI (LODR) Regulations, 2015 is made in the report . The policy on Related Party Transactions duly approved by the Board has been posted on the Company's website http://cenlub.in

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

The Members at the 28th Annual General Meeting of the Company held on 30th September, 2020, pursuant to the provisions of Section 152 approved the appointment of Mr. Ansh Mittal (00041986), Executive Director, who was liable to retire by rotation and being eligible offered himself for reappointment and also approved the re-appointment of Mr. Virendra Kumar Gupta for a period of one year w.e.f. 01st August 2020 as the whole time director of the company.

In terms of provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Virendra Kumar Gupta (DIN: 00006461), Whole Time Director of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible have offered themselves for re-appointment.

Based on the recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors of the Company has appointed Mrs. Madhu Mittal (DIN: 00006418) as Managing Director & CEO for a period of 3 (three) years commencing from July 1, 2021 & has re-appointed Mr. Virendra Kumar Gupta (DIN: 00006461) as the Whole Time Director & CFO of the Company for a period of 1 (one) year, commencing from August 01, 2021. The appointment is subject to approval of the shareholders. Accordingly, the resolution for appointment of Mrs. Madhu Mittal and Mr. Virendra Kumar Gupta forms part of Notice convening the 29th Annual General Meeting.

The first term of Mr. Ashok Kumar Agarwal as an Independent Director has been expired on 31st July, 2021. Mr. Ashok Kumar Agarwal has given his consent to act as an Independent director for a further term of five years from 1st August, 2021 to 31st July, 2026. The Nomination & Remuneration Committee and the Board of Directors have subject to the approval of the Members, approved the appointment of Mr. Ashok Kumar Agarwal as an Independent Director for a second term from 1st August , 2021 to 31st July, 2026. In this respect, a special resolution forming part of the notice calling 29th AGM is proposed to be passed at the AGM.

The first term of Mrs. Sujata Arora as an Independent Director expired on 12th August, 2021. Mrs. Sujata Arora has given his consent to act as an Independent director for a further term of five years from 13th August, 2021 to 12th August, 2026. The Nomination & Remuneration Committee and the Board of Directors have subject to the approval of the Members, approved the appointment of Smt. Sujata Arora as an Independent Director for a second term from 13th August, 2021 to 12th August, 2026. In this respect, a special resolution forming part of the notice calling 29th AGM is proposed to be passed at the AGM.

The first term of Mr. Dinesh Kaushal as an Independent Director will expire on 29th September, 2021. Mr. Dinesh Kaushal has given his consent to act as an Independent director for a further term of five years from 30th September, 2021 to 29th September, 2026. The Nomination & Remuneration Committee and the Board of Directors have subject to the approval of the Members, approved the appointment of Mr. Dinesh

Kaushal as an Independent Director for a second term from 30th September, 2021 to 29th September, 2026. In this respect, a special resolution forming part of the notice calling 29th AGM is proposed to be passed at the AGM.

The company has accepted the resignation from Mr. Krishna Gopal Gupta Independent Director of the company w.e.f. 14/08/2021 due to his personal reasons.

Independent Directors' Declaration

The Company has received the necessary declarations from each Independent Director in accordance with Section 149(7) of the Act and Regulations 16(1)(b) and 25(8) of the Listing Regulations, that he / she meets the criteria of independence as laid out in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. In the opinion of the Board, there has been no change in the circumstances which may affect their status as Independent Directors of the Company and the Board is satisfied of the integrity, expertise, and experience of all Independent Directors on the Board.

12. BOARD EVALUATION

The Board of Directors of the Company is committed to get its Performance evaluated in order to identify its strengths and areas in which it may improve its functioning. To that end, the Nomination and Remuneration Committee (NRC) has established the process for evaluation of performance of Directors including Independent Directors, the Board and its Committees. The evaluation of performance of Executive Directors is done by Independent Directors.

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria and process for performance evaluation of the Non-Executive Directors and Executive Directors to judge the knowledge to perform the role, time and level of participation, performance of duties, professional conduct, independence etc. The appointment/re-appointment/ continuation of Directors on the Board shall be based on the outcome of the evaluation process.

During the year under review as per the policy for the performance evaluation, formal evaluation of performance of Directors including Independent Directors, the Board and its Committees was made by the Independent Directors and the NRC in their respective meetings and the evaluation result was placed before the Board for its information and consideration.

13. MEETINGS

During the year Eight (8) Board Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013/SEBI (LODR) Regulations, 2015.

14. INTERNAL CONTROL AND THEIR ADEQUACY

The Board of Directors of the Company is responsible for ensuring that Internal Financial Controls have been established in the Company and that such controls are adequate and operating effectively. The Company has laid down certain guidelines and processes which enables implementation of appropriate internal financial controls across the organization. Such internal financial controls encompass policies and procedures adopted by the Company for ensuring orderly and efficient conduct of business, including adherence to its policies, safeguarding of its assets, prevention and detection of frauds and errors, the accuracy and completeness of accounting records and the timely preparation of reliable financial information.

The Statutory Auditors in their audit report have opined that these controls are operating effectively. The Audit team develops an audit plan based on the risk profile of the business activities. The annual internal audit plan is approved by the Audit Committee, which also reviews compliance to the plan. The Internal Audit team monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action(s) in their respective area(s) and thereby strengthen the controls. Significant audit observations and corrective action(s) there on are presented to the Audit Committee.

The Audit Committee reviews the reports submitted by the Internal Auditors.

The Board has implemented systems to ensure compliance of all applicable laws. These systems were effective and operative. At every quarterly interval, the Managing Director and the Company Secretary place before the Board a certificate certifying compliance of laws and regulations as applicable to the business and operations of the Company after obtaining confirmation from all business unit and functional heads responsible for compliance of such applicable laws and regulations.

During the Financial Year, no frauds were reported by auditors in terms of section 143(12) of the Companies Act, 2013.

15. RISK MANAGEMENT

The Company has a well-defined process to ensure the risks are identified and mitigation steps are put in place. The Company's Risk Management process focuses on ensuring that these risks are identified on a timely basis and reasonably addressed. The Audit Committee oversees financial risks and controls. Major risks are identified by the businesses and functions and these are systematically addressed through mitigating actions on continuing basis.

16. MATERIAL CHANGES AND COMMITMENTS, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no adverse material changes or commitments occurred after March 31, 2021 which may affect the financial position of the Company or may require disclosure.

17. SIGNIFICANT AND MATERIAL ORDERS

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

18. STATE OF COMPAN Y'S AFFAIRS

Discussion on state of affairs of the Company has been covered as part of the Management Discussion and Analysis (MDA). MDA for the year under review, as stipulated under Regulation 34 of Listing Regulations, is presented in a separate section forming part of this Annual Report.

19. TRANSFER OF UNPAID AND UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND ('IEPF')

Pursuant to the provisions of the Act and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), as amended from time-to-time, the declared dividends, which remained unpaid or unclaimed for a period of 7 (seven) years and shares in relation to such unpaid / unclaimed dividend shall be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government.

Accordingly, during the year, there was no amount which remains unpaid or unclaimed dividend for a period of 7 (seven) years from the date they became due for payment along with the shares thereof, to IEPF. The shareholders have an option to claim their shares and / or amount of dividend transferred to IEPF, if any. No claim shall be entertained against the Company for the amounts and shares so transferred during the years.

The details of the nodal officer appointed by the company under the provisions of IEPF is available on the Company's website at http://cenlub.in

The investors may claim their unpaid dividend and the shares from the IEPF Authority by applying in the Form IEPF-5 and complying with the requirements as prescribed.

The list of equity shareholders whose shares are transferred to IEPF can be accessed on the website of the Company at the link: https://www.cenlub.in.

20. ANNUAL RETURN

In accordance with Sections 92(3) read with 134(3)(a) of the Act, the Annual Return of the Company as on March 31,2021 will be available on the website of the Company at: https://www.cenlub.in, once it will be filed by the company. Annual Return for the financial year ended 31st March 2020 is available at the website of the Company at: https://www.cenlub.in/InvestorRelations

21. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) read with section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:-

a) that in the preparation of the annual financial statements for the year ended 31st March, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) that the Directors have selected such accounting policies and applied them consistently and have made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2020 and of the statement of profit and loss of the Company for that period;

c) that proper and sufficient care has been taken 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;

d) that the annual financial statements have been prepared on a going concern basis;

e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

f) that the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

22. FAMILIARISATION PROGRAMME

The Company regularly provides orientation and business overview to its Directors by way of detailed presentations by the various business and functional heads at Board meetings and through other interactive programs. Such meetings/programs include briefings on domestic and global business of the Company. Besides this, the Directors are regularly updated about Company's new projects, R&D initiatives, changes in regulatory environment and strategic direction.

The Board members are also provided relevant documents, reports and internal policies to facilitate familiarization with the Company's procedures and practices, from time to time.

The details of programmes for familarisation for Independent Directors are posted on the website of the Company and can be accessed at: www.cenlub.in

23. INFORMATION PURSUANT TO RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The statement showing details of the remuneration to MD/WTD (as per clause-iv of section-ii of part-ii of schedule v): given as **"Annexure-B**."

There are no employees of the Company drawing remuneration requiring disclosure of information under Section 134 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules,2014.

All elements of the remuneration package such as salary, benefits, bonuses, stock options and pension: The details are given in clause- VI (A) of MGT-9 attached to this report as **Annexure-A.**

24. COMMITTEES OF THE BOARD

In accordance with the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 and other purposes the Board has constituted the following committees:

i) Audit Committee
ii) Nomination and Remuneration Committee
iii) Stakeholders' Relationship Committee

Apart from the aforesaid committees under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 the Company has also constituted Internal Complain Committee (ICC) under the Sexual Harassment of Women at the Workplace (Prevention Prohibition & Redressal) Act, 2013. A detailed note on the Committees is provided in the Corporate Governance Report.

25. NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Policy of the Company, inter-alia, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment of Directors on the Board of the Company and persons holding Senior Management positions in the Company, including their remuneration and other matters as provided under Section 178 of the Act and Listing Regulations. The Policy is also available on the Company's website at: https:// www.cenlub.in

26. CORPORATE GOVERNANCE

The Company has been practicing the principles of good Corporate Governance over the years. A separate section on corporate governance and a certificate from the Practicing Company Secretary regarding compliance of conditions of Corporate Governance as stipulated under the Listing Regulations forms part of this Annual Report. The Chairman and Managing Director and the Chief Financial Officer of the Company have certified to the Board on financial statements and other matters in accordance with the Regulation 17 (8) of the Listing Regulations pertaining to CEO/CFO certification for the financial year ended March 31, 2021.

27. SUBSIDIARIES, JOINT VENT URES AND ASSOCIATE COMPANIES

The company does not have any subsidiary, Joint Venture or Associate Company

28. AUDIT COMMITTEE

The Audit Committee comprises of Mr. Dinesh Kaushal - Chairman of the Committee and Independent Director, Mr. Ashok Kumar Agarwal - Independent Director and Mrs. Sujata Arora - Independent Director.

All the recommendations made by the Audit Committee were deliberated and accepted by the Board during the financial year 2020-21.

29. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under Section 134(3)(m) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014 are appended as **Annexure "C"** to this report.

30. AUDITORS

A: STATUTORY AUDITORS AND AUDITORS' REPORT

At the 25th Annual General Meeting of the Company held on 23rd September 2017, M/s Sanmarks & Associates, Chartered Accountants, Faridabad (Firm Registration No. 003343N) were appointed as Statutory Auditors to hold office upto the conclusion of the 30th Annual General Meeting of the Company to be held in the year 2022.

The Auditor's Report for FY 2020-21 does not contain any qualification, reservation or adverse remark. The Auditor's Report is enclosed with the Financial Statements in this Annual Report.

B. SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company had appointed Ms. Apoorva Singh., Practicing Company Secretary, (Membership No.: 35621), as its Secretarial Auditor to conduct the Secretarial Audit of the Company for the financial year 2020-2021.

The Report on Secretarial Audit for the financial year 2020-21 in **Form MR-3**, as "**Annexure D"** forms integral part of this Board's Report. There has been no qualification, reservation or adverse remark or any Disclaimer in their Report, except the remarks related to non-compliance with the provisions of Regulation 17(2A) and Regulation 23 (9) of SEBI LODR and consequent receiving of show cause notice from BSE. The detailed remarks alongwith the reasons/observations/comments are given in the secretarial audit report, which are self-explanatory and does not require further comments from the Board.

C. INTERNAL AUDIT

For the Financial year ended 31st March 2021, your Company has appointed M/s. Sanjeev Meenu & Co., Chartered Accountants, as Internal Auditors to carry out the Internal audit of the Company. The reports of the Internal auditors, along with comments from the management are placed for review before the Audit Committee. The Audit Committee in consultation with the Statutory Auditor also scrutinizes the audit plan and the adequacy of Internal controls.

D. COST AUDITOR

Pursuant to Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014, appointment of cost auditor is not applicable to the company.

E. REPORTING OF FRAUD BY AUDITORS

There have been no frauds reported by the Auditors, under sub section (12) of Section 143 of the Companies Act, 2013 (including amendments), during the financial year under review, which required to reported to the Audit Committee or the Board of Directors and hence, as such there is nothing to report by the Board under Section 134 (3)(ca) of the Companies Act, 2013.

31. CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

The provision of Corporate Social Responsibility does not applicable to the Company.

32. SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

As per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act,2013, every Company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

The Company had adopted a policy for prevention of Sexual Harassment of Women at workplace and had set up a Committee for implementation of said policy.

As per the provisions of Section 21 & 22 of the said Act, the Report on the details of the number of cases filed under Sexual Harassment and their disposal for the financial year under review, is as under:

Sr. No.	No. of cases pending as on the beginning of the Financial Year under review	No. of complaints filed during the financial year under review	No. of cases pending as on the end on the Financial Year under review
1	Nil	Nil	Nil

The Prevention of Sexual Harassment Policy of the Company can be accessed at http://www.cenlub.in/investorrelations/policies-codes/

33. VIGIL MECHANISM

Pursuant to the provisions of Section 177(9) of the Act, read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the Listing Regulations and in accordance with the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors had approved the Policy on Vigil Mechanism/Whistle Blower and the same is made available on the website of the Company.

The mechanism under the Policy has been appropriately communicated within the organisation. This Policy inter-alia provides a direct access to the Chairman of the Audit Committee.

During the year under review, the Company has not received any complaints under the said mechanism. The Whistle Blower Policy of the Company has been displayed on the Company's website at the link: https://www.cenlub in and attached as **Annexure-E.**

34. COMPLIANCE WITH SECRETARIAL STANDARDS

The Company complies with all applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

35. ACKNOWLEDGEMENT

Your Directors place on record, their sincere appreciation and gratitude for all the co-operation extended by Government Agencies, Bankers, Financial Institutions, Business Associates and investors and all other stakeholders. The Directors also record their appreciation for the dedicated services rendered by all the Executive Staff and Workers of the Company at all levels in all units and for their valuable contribution in the working and growth of the Company.

Place : Faridabad
Date : 14th August 2021

ON BEHALF OF THE BOARD OF DIRECTORS
FOR CENLUB INDUSTRIES LIMITED

MADHU MITTAL
CHAIRMAN/MANAGING DIRECTOR
DIN: 00006418

VIRENDRA KUMAR GUPTA
WHOLE TIME DIRECTOR
DIN: 00006461

ANNEXURE A

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

as on march 31, 2021

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

I. REGISTRATION AND OTHER DETAILS:

CIN	L67120HR1992PLC035087
Registration Date	**26.03.1992**
Name of the Company	M/s Cenlub Industries Limted
Category of the Company	Listed Public Company
Sub Category of the Company	Limited by Shares & having Share Capital
Address of the Registered office and contact details	Plot No- 233-234 Sec -58 Ballabgarh Faridabad-121004 Haryana Ph no : 08826794470, 71, 72 ,73 E-mail: cenlub @cenlub.in Web: www.cenlub.in
Whether listed company	Yes
Details of Registrar and Transfer Agent	
Name	M/s Beetal Financial & Computer Services(P) Ltd
Address	Beetal Financial & Computer Services(P) Ltd Beetal House, 3rd Floor, 99, Madangir, Behind Local Shoping Centre, Near Dada Harsukhdas Mandir, New Delhi-110062 **E-mail:beetal@beetalfinancial.com** **Web:www.beetalfinancial.com**
Contact Details	**011-29961281-83**

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 the product / service	% to total turnover of the Company"
1.	Centralized Lubrication System Machine Tools, Press Tools, Die Casting, Pharmaceutical machines,	28299	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and address of the Company	CIN/GLN	Holding/subsidiary/ associate	% of shares held	Applicable Section
		N A			

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

i. Category-wise Share Holding as on March 31, 2021:

Category of shareholders	No. of Shares held at the beginning of the year (As on 01.04.2020)				No of shares held at the end of the year (As on 31.03.2021)				% Changed During the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters Group									
(1) Indian									
a) Individual/HUF	2369425	0	2369425	50.81	2408075	0	2408075	51.64	0.83
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks/ FI	-	-	-	-	-		-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	**2369425**	**0**	**2369425**	**50.81**	**2408075**	**0**	**2408075**	**51.64**	**0.83**
(2) Foreign									
a) NRIs-Individual	-	-	-	-	-	-	-	-	-
b) Others-Individual	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Bank/ FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**2369425**	**0**	**2369425**	**50.81**	**2408075**	**0**	**2408075**	**51.64**	**0.83**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Venture Capital Funds	-	-	-	-	-	-	-	-	-
c) Alternate Investment Funds	-	-	-	-	-	-	-	-	-
d) Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
e) Foreign Portfolio Investors	-	-	-	-	-	-	-	-	-
f) Financial Inst/ banks	291	-	291	0.006	-	-	-	-	-
g) Insurance Companies	-	-	-	-	-	-	-	-	-
h) Provident Fund / Pension Fund	-	-	-	-	-	-	-	-	-
i) Any other	-	-	-	-	-	-	-	-	-
j) Other-Foreign Fin Inst/bank	-	-	-	-	-	-	-	-	-
Sub-total (B) (1)	-	-	-	-	**-**	**-**	**-**	**-**	**-**
2. Central Govt/ State Govt/ President of India	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	**291**	**-**	**291**	**0.006**	-	-	-	-	-

3.	**Non-Institutions**									
	(a) (i) Individual-Holding Nom. Val. Upto Rs. 2 lakhs.	994078	283850	1277928	27.41	1017214	283150	1300364	27.89	0.48
	(ii) Individual-Holding Nom. Val. greater then Rs. 2 lakhs	436562	-	436562	9.36	387398	0	387398	8.31	1.05
	Kailashben Ashok Kumar Patel	133345	-	133345	2.86	105000	0	105000	2.25	-0.61
	Shyam Sunder Gupta	71863	-	71863	1.54	71863	-	71863	1.54	-
	Varsha Sharad Shah	46650		46650	1.00	46650	-	46650	1.00	-
	Rajeev Jawahar	34284	-	34284	0.74	49815	-	49815	1.07	0.33
	(b) NBFC Registered With RBI	-	-	-	-	-	-	-	-	-
	(c-i) Employees Trust	-	-	-	-	-	-	-	-	-
	(d) Overseas Depository Holding DRs	-	-	-	-	-	-	-	-	-
	(e) Any Other									
	Other-Body Corp	89562	1300	90862	1.95	78342	1300	79642	1.71	0.24
	Other-Clearing Member	2234	-	2234	0.05	5842	0	5842	0.13	0.08
	Other-N R I– Non-Repatari-able	3690	-	3690	0.08	3340	0	3340	0.07	-0.01
	Other N R I	62964	2300	65264	1.40	61696	2300	63996	1.37	0.03
	Dr. Sanjeev Arora	60122	-	60122	1.29	60122	0	60122	1.29	0
	Other-Individual HUF	137290	-	137290	2.94	135089	0	135089	2.90	-0.04
	IEPF Authority	279353	-	279353	5.99	279153	0	279153	5.99	0
	Sub Total (B)(3)	**2005733**	**287450**	**2293183**	**49.19**	**1968074**	**286750**	**2254824**	**48.36**	
	Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)	2006024	287450	229393747	49.19	1968074	286750	2254824	48.36	
	Total (A)+(B)	**4375449**	**287450**	**4662899**	**100**	**4376149**	**286750**	**4662899**	**100**	**-**
C.	**Non-Promoter–Non-Public**	-	-	-	-	-	-	-	-	-
1)	Custodian/Dr Holder	-	-	-	-	-	-	-	-	-
2)	Employee Benefit Trust (Under SEBI (Share based Employee Benefit) Regulation, 2014)	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)		**4375449**	**287450**	**4662899**	**100**	**4376149**	**286750**	**4662899**	**100**	-

ii). Shareholding of Promoters:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (as on 1 April, 2020)			Shareholding at the end of the year (a on 31 March, 2021)			% Change in Share holding during the year
		No of shares	% of total shares of the company	% of total pledged/ encumbered to total shares/	No of shares	% of total shares of the company	% of total pledged/ encumbered to total shares	
1.	Vijendra Kumar Mittal	879525	18.86	Nil	880525	18.88	Nil	0.02
2.	Madhu Mittal	697604	14.96	Nil	732404	15.71	Nil	0.75
3.	Aman Mittal	176439	3.78	Nil	176439	3.78	Nil	0.00
4.	Ansh Mittal	344342	7.38	Nil	347192	7.45	Nil	0.07
5.	Leena Mittal	146270	3.14	Nil	146270	3.14	Nil	0.00
6.	Nilu Mittal	95783	2.05	Nil	95783	2.05	Nil	0.00
7.	Swati Mittal	8628	0.19	Nil	8628	0.18	Nil	0.00
8.	Virendra Kumar Gupta	19550	0.42	Nil	19550	0.42	Nil	0.00
9.	Santosh Gupta	1284	0.03	Nil	1284	0.03	Nil	0.00
	Total	**2369425**	**50.81**	**0**	**2408075**	**51.64**	**Nil**	**0.83**

iii). Change in Promoter and Promoter Group Shareholding

Sr. No.	Shareholders Name	Shareholding at the beginning of the year		Cumulative Shareholder during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
01.	Vijendra Kumar Mittal				
	At the beginning of the year	**879525**	**18.62**	**879525**	**18.62**
	Bought /Sold during the year				
	03/04/2020-Purchase	**1000**	**0.021**	**880525**	**18.88**
	At the end of the year	**879525**	**18.86**	**880525**	**18.88**
02.	Madhu Mittal				
	At the beginning of the year	**697604**	**14.96**	**690526**	**14.81**
	Bought /Sold during the year				
	31/03/2021-Purchase	**34800**	**0.075**	**732404**	**15.71**
	At the end of the year	**697604**	**14.96**	**732404**	**15.71**
03.	Ansh Mittal				
	At the beginning of the year	**344342**	**7.38**	**344342**	**7.38**
	Bought /Sold during the year				
	10/04/2020-Purchase	**891**	**0.02**	**345233**	
	17/04/2020-Purchase	**459**	**0.01**	**345692**	
	01/05/2020 Purchase	**1500**	**0.03**	**347192**	
	At the end of the year	**344342**	**7.38**	**347192**	**7.45**

iv). Shareholding pattern of IEPF &top ten shareholders (other than Directors, promoters and holders of GDRs and ADRs)

Sr. No.	Shareholders Name	Shareholding at the beginning of the year		Cumulative Shareholder during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
01.	Investor Education & Protection Fund Authority				
	At the beginning of the year	279353	5.99	279353	5.99
	Bought /Sold during the year				
	31/03/2021-Transfer	200		200	
	At the end of the Year	**279353**	**5.99**	**279353**	**5.99**
02.	Kailashben Ashok Kumar Patel				
	At the beginning of the year	133345	2.86	133345	2.86
	Bought /Sold during the year				
	17/04/2020-Sell	-1500			
	01/05/2020-Sell	-1000			
	08/05/2020-Sell	-845			
	15/05/2020-Sell	-2000			
	19/06/2020-Sell	-415			
	26/06/2020-Sell	-1000			
	21/08/2020-Sell	-4656			
	28/08/2020-Sell	-929			
	30/10/2020-Sell	-500			
	18/12/2020-Sell	-450			
	19/02/2021-Sell	-16950			
	At the end of the Year	**133345**	**2.86**	**105000**	**2.25**
03.	Shyam Sunder Gupta				
	At the beginning of the year	71863	1.54	71863	1.54
	Bought /Sold during the year	0	0	0	0
	At the end of the Year	**71863**	**1.54**	**71863**	**1.54**
04.	Dr. Sanjeev Arora				
	At the beginning of the year	60122	1.29	60122	1.29
	Bought /Sold during the year				
	At the end of the Year	**60122**	**1.29**	**60122**	**1.29**
05	Satya Prakash Mittal(HUF)	50679	1.09	50679	1.09
	At the beginning of the year				
	Bought /Sold during the year				
	05/06/2020-Purchase	+122			
	12/06/2020-Purchase	+87			
	03/07/2020- Sell	-44			
	21/08/2020- Sell	-3229			
	04/09/2020- Purchase	+50			
	20/11/2020-Purchase	+110			
	08/01/2021-Sell	-320			
	19/02/2021	-1031			
	At the end of the Year	**50679**	**1.09**	**46424**	**0.99**

06	Counter Cyclical Investments Pvt Ltd At the beginning of the year Bought /Sold during the year 03/04/2020-Purchase	49859 +141	1.07	49859	1.07
	At the end of the Year	**50000**	**1.07**	**50000**	**1.07**
07	Varsha Sharad Shah At the beginning of the year Bought /Sold during the year	46650 0	1.0005 0	46650 0	1.0005 0
	At the end of the Year	**46650**	**1.0005**	**46650**	**1.0005**
08	RAJEEV JAWAHAR At the beginning of the year Bought /Sold during the year 19/02/2021-Purchase 26/02/2021-Purchase	34284 +501 +15030	0.73	34284	0.73
	At the end of the Year	**49815**	**1.07**	**49815**	**1.07**
09	VYOMESH NATVAR LAL SHAH(HUF) At the beginning of the year Bought /Sold during the year 11/12/2020-Sell 15-01-2021-Sell	31440 -1500 -1000	0.67	31440	0.67
	At the end of the Year	**28940**	**0.62**	**28940**	**0.62**
10	Vandana Vyomesh Shah At the beginning of the year Bought /Sold during the year	29018	0.62	29018	0.62
	At the end of the Year	**29018**	**0.62**	**29018**	**0.62**
11	Prashant Yashwantlal Seth At the beginning of the year Bought /Sold during the year	22500	0.48	22500	0.48
	At the end of the Year	**22500**	**0.48**	**22500**	**0.48**

v) Shareholding of Directors and Key Managerial Personnel:

Sr No	For Each of the Directors & KMP	Shareholding at the beginning of the year i.e 1st April, 2020		Shareholding at the Year of the year i.e. 31st March, 2021	
		No. of Shares	% of total Shares of the company	No of shares	% of total Shares of the Company
1.	Vijendra Kumar Mittal** (Chairperson and Managing Director)	**879525**	**18.86**	**880525**	**18.88**
2.	Madhu Mittal (Whole Time Director)	**697604**	**14.96**	**732404**	**15.71**
3.	Aman Mittal (Whole Time Director)	**176439**	**3.78**	**176439**	**3.78**
4.	Ansh Mittal (Whole Time Director)	**344342**	**7.38**	**347192**	**7.45**
5.	Virendra Kumar Gupta (Whole Time Director)	**19550**	**0.42**	**19550**	**0.42**
6.	Krishna Gopal Gupta (Independent Director)	**500**	**0.01**	**500**	**0.01**
7.	Ashok Kumar Agarwal (Independent Director)	**300**	**0.00**	**300**	**0.00**

Ms. Santosh Verma, Mr. Dinesh Kaushal, Mrs. Sujata Arora, Non-Executive Directors, & Mr. Ankur Goyal, Company Secretary does not hold any shares of the company at the beginning of the year as well as at the end of the year .They have neither acquired any shares nor sold any shares during the year under review.

VI) INDEBTENDNESS

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

(In Rs. Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loan	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2020)				
i) Principle Amount	1145.94	0	0	1145.94
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	1.97	0	0	1.97
Total (i+ ii+ iii)	1147.91	0	0	1147.91
Change in indebtedness during the financial year*				
Addition	218.23	0	0	218.23
(Reduction)	(560.80)	0	0	(560.80)
Net Change	(342.57)	0	0	(342.57)
Indebtedness at the end of the financial year (31.03.2021)				
i) Principle Amount	802.26	0	0	802.26
ii) Interest due but not paid		0	0	0
iii) Interest accrued but not due	1.27	0	0	1.27
Total (I + ii+ iii)	**803.53**	**0**	**0**	**803.53**

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(In Rs.)

Sr. No.	Particulars of Remuneration	Name of the Managing Director/ Whole-time Director/ Manger					
		Mr. V.K. Mittal Chairman & Managing Director	Mrs. Madhu Mittal Executive Director	Mr. Aman Mittal Executive Director	Mr. Ansh Mittal Executive Director	Mr. Virender Kumar Gupt Whole time Director and CFO	Total Amount
1.	Gross Salary **a.** Salary as per provisions contained in section 17(1) of the Income Tax Act 1961	53,87,097	13,46,774	36,00,000	32,32,258	13,46,774	1,49,12,903
	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 a % of Profit	-	-	-	-	-	
	Total A	53,87,097	13,46,774	36,00,000	32,32,258	13,46,774	1,49,12,903

B. Remuneration to other Director

(In Rs.)

	Particulars of Remuneration	Name of Directors					
		Dinesh Kaushal	Santosh Varma	Sujata Arora	Ashok Kumar Agarwal	K.G. Gupta	Total
1.	**Independent Director / other non-executive Directors**	**16,000**	**16,000**	**16,000**	**16,000**	**16,000**	**80,000**
	- Fee for attending board meeting	**-**	**-**	**-**	**-**	**-**	**-**
	-commission	**-**	**-**	**-**	**-**	**-**	**-**
	-others, please specify	**-**	**-**	**-**	**-**	**-**	**-**
Total B							**80,000**
Total Managerial Remuneration (A)+ (B)							**1,49,92,903**

C. Remuneration to Key Managerial Personnel other than M/D/Manager /WTD

(In Rs.)

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CS Ankur Goyal			Total
1.	Gross Salary (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,196 (c) Profit in lieu of salary under section 17(3) Income-tax	**3,60,000** **-** **-**		 - **-**	**3,60,000** **-** **-**
2.	Stock Option				
3.	Sweat Equity	**-**		**-**	**-**
4.	Commission				
	-as% of profit Others, specify... Others, please specify	**-** **-**		**-** **-**	**-** **-**
	Total c	**3,60,000**			**3,60,000**
	Total Managerial Remuneration (A)+ (B+C)				**15352903**

VII. PENALTIES /PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Selection of Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/ COURT)	Appeal made if any (give details)
A. Company Penalty Punishment Compounding	**NIL**				
B. Directors Penalty Punishment Compounding	**NIL**				
C. Other Officers in default Penalty Punishment	**NIL**				

Place : Faridabad
Date : 14th August 2021

ON BEHALF OF THE BOARD OF DIRECTORS
FOR CENLUB INDUSTRIES LIMITED

MADHU MITTAL
MANAGING DIRECTOR
DIN: 00006418

VIRENDRA KUMAR GUPTA
WHOTE TIME DIRECTOR
DIN: 00006461

ANNEXURE "B"

INFORMATION PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READWITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIALPERSONNEL) RULES, 2014 AS AMENDED AND FORMING PART OF THE DIRECTORS' REPORTFOR THE YEAR ENDED 31ST MARCH, 2021.

1. Ratio of remuneration of each Director and KMPs to the median remuneration of the employees of the Company for the financial year2020-21:

S.No.	Name	Designation	Remuneration for the year 2020-21 (Rs. In lakhs)	Remuneration for the year 2019-20 (Rs. In lakhs)	Increase In Remuneration (Rs. In lakhs)	Percentage of Increase In Remuneration	Ratio Between Director 's Remuneration and Median Employee Remuneration
01	Mr. V.K.Mittal	Chairman & Managing Director	**53.87**	**58.54**	**0**	**0**	**23.63**
02	Mrs. Madhu Mittal	Whole Time Director	**13.46**	**14.63**	**0**	**0**	**5.90**
03	Mr. V.K.Gupta	Whole Time Director/CFO	**13.46**	**14.63**	**0**	**0**	**5.90**
04	Mr. Aman Mittal	Whole Time Director	**36.00**	**36.00**	**0**	**0**	**15.79**
05	Mr. Ansh Mittal	Whole Time Director	**32.32**	**35.12**	**0**	**0**	**14.18**
06	Ankur Goyal	Company Secretary (w.e.f. 01.01.2020)	**3.60**	**0.90**	**0**	**0**	**0**

1. The percentage increase in the median remuneration of employee(s) in the financial year 2020-21: 0%,M M

6. **Details of employees who received remuneration in excess of One crore and Two lakh or more per annum:**

i). During the year, none of the employees received remuneration in excess of Rs. 102.00 Lakh or more per annum or Rs.8.50 per month for part of the year. In accordance with the provisions of section 197 of the Companies Act, 2013 read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, therefore there is no information is available to disclose.

ii). During the year, none of the employees received remuneration in excess of that drawn by the Managing Director or Whole-time director and none of the employees hold two percent of the equity shares of the Company.

Place : Faridabad
Date : 14th August 2021

ON BEHALF OF THE BOARD OF DIRECTORS
FOR CENLUB INDUSTRIES LIMITED

MADHU MITTAL
CHAIRMAN/MANAGING DIRECTOR
DIN: 00006418

VIRENDRA KUMAR GUPTA
WHOLE TIME DIRECTOR
DIN: 00006461

ANNEXURE-C

Conservation of energy, research and development, technology absorption, foreign exchange earnings and outgo.

(A) Conservation of energy-

i) steps taken or impact on conservation of energy:

- Use of in-house filtration units for oil flushing and cleanliness instead of lubrication systems' motor-pumps. The in-house filtration units have lower capacity motors and lead to Energy Saving.
- Switching off DG sets, in absence of electricity, during Lunch hours.
- Replacement of conventional lighting devices with latest LED one in production shops.

ii) alternate source of energy

- Converted Visitor vehicle from Petrol to CNG Based.
- Exploring installation of Solar Power at various plants.

(iii) the capital investment on energy conservation equipment's;

All the expenditures on capital equipment's incurred by the company during the financial year under review, is on energy conservation equipment's. Most of the equipment's installed by the company are energy saving in industry.

(B) Technology absorption-

(i) the efforts made towards technology absorption;

Our company is working to make valuable equipment's viable by undertaking value engineering projects. Our company is also designing products that will be most efficient on consumption of power and our equipment's are protected by IP45/IP54 measures.

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;

The efforts made towards technology absorption will enable the business to be sustainable in the future. Our company is also developing such products suitable for operations in adverse Indian power supply conditions.

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-

Our Company has not imported any new technology during the year.

(iv) the expenditure incurred on Research and Development.

Our company has a well equipped R&D department which is engaged in activities related to development of company's products. R&D is also engaged in the development of our products/equipments that is expected to provide cutting edge in this new technology.

Expenditure on R&D : The R & D is done by our regular employees and no separate expenditure is being incurred on such activities.

(C) Foreign exchange earnings and Outgo-

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows are given hereunder:

In Rs. lacs

Particulars	2020-21	2019-20
Foreign exchange earnings	129.02	144.06
Foreign exchange outgoing	27.46	44.87

Place : Faridabad
Date : 14th August 2021

ON BEHALF OF THE BOARD OF DIRECTORS
FOR CENLUB INDUSTRIES LIMITED

MADHU MITTAL
CHAIRMAN/MANAGING DIRECTOR
DIN: 00006418

VIRENDRA KUMAR GUPTA
WHOTE TIME DIRECTOR
DIN: 00006461

ANNEXURE-D

FORM NO. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH 2021

[Pursuant to section 204(1) of Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,
CENLUB INDUSTRIES LIMITED
(CIN No.: L67120HR1992PLC035087)
PLOT NO. -233 & 234,
SECTOR-58, FARIDABAD -121004

I have conducted the secretarial audit of the compliance of **CENLUB INDUSTRIES LIMITED,** applicable statutory provisions and adherence to good corporate practices by **CENLUB INDUSTRIES LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended 31st March, 2021 complied with the statutory provisions listed hereunder. The Company has proper Board – processes and compliance –mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31st, 2021 according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made there under/ Companies Act, 1956 (wherever applicable);

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (wherever applicable);

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

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,2009;

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)**

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the Audit Period)**

i) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015;

j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009.

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

i. Secretarial Standard on Meetings of the Board of Directors issued by The Institute of Company Secretaries of India.

ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, except the following regulation of SEBI LODR Regulation 2015:

S. No.	Applicable Regulation of SEBI (LODR) Regulations, 2015	Fine/Panelty imposed by BSE	Observation/ Remark by company secretary in practice
1.	Regulation 17(2A) for Non-compliance with the requirements pertaining to quorum of Board Meeting for the Quarter ended September 2020	Rs. 11800/-	The company has not complied with the requirement of the said regulation and has received the show cause notice from BSE through mail on 17/11/2020 regarding the non- compliance of regulation 17(2A) & imposed fine as mentioned herein. The company has submitted their representation for the same vide mail dated 23/11/2020 with request for waiver of Fine. Request of the company for waiver of the same was approved by the "Committee of Reviewing Representations for Waiver of Fines under Standard Operating Procedure" of BSE & the communication to this effect has been received by the company from BSE vide their mail dt. 13.08.2021.
2.	Regulation 23(9) for Non-compliance with the disclosure of related party transactions on consolidated basis for the half year ended on 30th September 2020.	Rs. 2,06,500/-	The company has defaulted in complying with the provisions of Regulation 23 (9) for Non-compliance with the disclosure of related party transactions on consolidated basis for the half year ended on 30th September 2020. BSE has imposed penalty and communicated the same vide their mail dt 18.01.2021 for imposing the fine. The Company has submitted the requisite disclosure and also submitted their representation vide letter dated 29.01.2021 submitted through Mail with request for waiver of fine imposed by BSE. Request of the company for waiver of the same was approved by the "Committee of Reviewing Representations for Waiver of Fines under Standard Operating Procedure" of BSE & the communication to this effect has been received by the company from BSE vide their mail dt. 25.06.2021.

I 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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decisions are carried through while the dissenting member's views are captured and recorded as a part of minutes. **Many of the decisions at the Board Meetings were passed unanimously.**

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Apoorva Singh
Company Secretary
Membership No.: 35621
Certificate of Practice No.: 13277
UDIN: A035621C000787493

Place: Delhi
Date: 14/08/2021

This Report is to be read with my letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

ANNEXURE A

To,
The Members,
CENLUB INDUSTRIES LIMITED

My report of even date is to be read along with this letter.

(1) Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on my audit.

(2) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records.

The verification was done on test basis to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

(3) I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

(4) The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was Limited to the verification of procedures on test basis.

(5) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

Apoorva Singh
Company Secretary
Membership No.: 35621
Certificate of Practice No.: 13277
UDIN: A035621C000787493

Place: Delhi
Date: 14/08/2021

ANNEXURE-E

VIGIL MECHANSIM / WHISTLE BLOWER POLICY

1. PREFACE

1.1 Section 177 of the Companies Act, 2013 requires every listed company and such class or classes of companies, as may be prescribed to establish a vigil mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed. Such a vigil mechanism shall provide for adequate safeguards against victimization of persons who use such mechanism and also make provision fordirect access to the chairperson of the Audit Committee inappropriate or exceptional cases.

2. POLICY OBJECTIVES

2.1 The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. A Vigil (Whistle Blower) mechanism provides a channel to the employees and Directors to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Codes of conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and Directors to avail the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases.

2.2 This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations against people in authority and / or colleagues in general.

3. SCOPE OF THE POLICY

3.1 This Policy covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistleblowers concerning its employees.

4. DEFINITIONS

4.1 “Alleged wrongful conduct” shall mean violation of law, Infringement of Company’s rules, misappropriation of monies, actual or suspected fraud, substantial and specific danger to public health and safety or abuse of authority”.

4.2 “Audit Committee” means a Committee constituted by the Board of Directors of the Company in accordance guidelines of Listing Agreement and Companies Act, 2013.

4.3 “Board” means the Board of Directors of the Company.

4.4 “Company” means the Cenlub Industries Limited, and all its offices.

4.5 “Code” means Code of Conduct for Directors and Senior Management Executives adopted by Cenlub Industries Limited

4.6 “Employee” means all the present employees and whole time Directors of the Company (Whether working in India or abroad).

4.7 “Protected Disclosure” means a concern raised by an employee or group of employees of the Company, through a written communication and made in good faith which discloses or demonstrates information about an unethical or improper activity under the title “SCOPE OF THE POLICY” with respect to the Company. It should be factual and not speculative or in the nature of an interpretation / conclusion and should contain as much specific information as possible to allow for proper assessment of the nature and extent of the concern.

4.8 “Subject” means a person or group of persons against or in relation to whom a Protected Disclosure is made or evidence gathered during the course of an investigation.

4.9 "Vigilance and Ethics Officer" means an officer appointed to receive protected disclosures from whistle blowers, maintaining records thereof, placing the same before the Audit Committee for its disposal and informing the Whistle Blower the result thereof.

4.10 "Whistle Blower" is an employee or group of employees who make a Protected Disclosure under this Policy and also referred in this policy as complainant.

5. ELIGIBILITY

All Employees of the Company are eligible to make Protected Disclosures under the Policy in relation to matters concerning the Company.

6. RECEIPT AND DISPOSAL OF PROTECTED DISCLOSURES

6.1 All Protected Disclosures should be reported in writing by the complainant as soon as possible after the Whistle Blower becomes aware of the same so as to ensure a clear understanding of the issues raised and should either be typed or written in a legible handwriting in English.

6.2 The Protected Disclosure should be submitted in a closed and secured envelope and should be super scribed as "Protected disclosure under the Whistle Blower policy".

Alternatively, the same can also be sent through email with the subject "Protected disclosure under the "Whistle Blower policy". If the complaint is not super scribed and closed as mentioned above, it will not be possible for the Audit Committee to protect the complainant and the protected disclosure will be dealt with as if a normal disclosure.

In order to protect identity of the complainant, the Vigilance and Ethics Officer will not issue any acknowledgement to the complainants and they are advised neither to write their Cenlub Industries Limited name/address on the envelope nor enter into any further correspondence with the Vigilance and Ethics Officer. The Vigilance and Ethics Officer shall assure that in case any further clarification is required he will get in touch with the complainant.

6.3 Anonymous / Pseudonymous disclosure shall not be entertained by the Vigilance and Ethics Officer.

6.4 The Protected Disclosure should be forwarded under a covering letter signed by the complainant. The Vigilance and Ethics Officer / Chairman of the Audit Committee as the case may be, shall detach the covering letter bearing the identity of the Whistle Blower and process only the Protected Disclosure.

6.5 All Protected Disclosures should be addressed to the Vigilance and Ethics Officer of the Company or to the Chairman of the Audit Committee in exceptional cases. The contact details of the Vigilance and Ethics Officer is as under:-

Name and Address – Vigilance and Ethics Officer,
Cenlub Industries Limited.
Plot No-233-234 Sector-58, Faridabad (Haryana)
Email- cenlub@cenlub.in

6.6 Protected Disclosure against the Vigilance and Ethics Officer should be addressed to the Chairman of the Audit Committee. The contact details of the Chairman, CEO and the Chairman of the Audit Committee are as under:

Name and Address of Chairman – Shri Dinesh Kaushal
Chairman Audit Committee- Cenlub Industries Limited
Plot No-233-234, Sector-58, Faridabad (Haryana)

6.7 On receipt of the protected disclosure the Vigilance and Ethics Officer / Chairman of the Audit Committee, as the case may be, shall make a record of the Protected Disclosure and also ascertain from the complainant whether he was the person who made the protected disclosure or not. He shall also carry out initial investigation either himself or by involving any other Officer of the

Company or an outside agency before referring the matter to the Audit Committee of the Company for further appropriate investigation and needful action. The record will include:

a) Brief facts;
b) Whether the same Protected Disclosure was raised previously by anyone, and if so, the outcome thereof;
c) Whether the same Protected Disclosure was raised previously on the same subject;
d) Details of actions taken by Vigilance and Ethics Officer / Chairman of the Audit Committee for processing the complaint
e) Findings of the Audit Committee
f) The recommendations of the Audit Committee/ other action(s).

6.8 The Audit Committee, if deems fit, may call for further information or particulars from the complainant.

7. INVESTIGATION

7.1 All protected disclosures under this policy will be recorded and thoroughly investigated. The Audit Committee may investigate and may at its discretion consider involving any other Officer of the Company and/ or an outside agency for the purpose of investigation.

7.2 The decision to conduct an investigation is by itself not an accusation and is to be treated as a neutral fact finding process.

7.3 Subject(s) will normally be informed in writing of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.

7.4 Subject(s) shall have a duty to co-operate with the Audit Committee or any of the Officers appointed by it in this regard.

7.5 Subject(s) have a right to consult with a person or persons of their choice, other than the Vigilance and Ethics Officer / Investigators and/or members of the Audit Committee and/or the Whistle Blower.

7.6 Subject(s) have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with and witness shall not be influenced, coached, threatened or intimidated by the subject(s).

7.7 Unless there are compelling reasons not to do so, subject(s) will be given the opportunity to respond to material findings contained in the investigation report. No allegation of wrong doing against a subject(s) shall be considered as maintainable unless there is good evidence in support of the allegation.

7.8 Subject(s) have a right to be informed of the outcome of the investigations. If allegations are not sustained, the Subject should be consulted as to whether public disclosure of the Investigation results would be in the best interest of the Subject and the Company.

7.9 The investigation shall be completed normally within 90 days of the receipt of the protected disclosure and is extendable by such period as the Audit Committee deems fit.

8. DECISION AND REPORTING

8.1 If an investigation leads the Vigilance and Ethics Officer/ Chairman of the Audit Committee to conclude that an improper or unethical act has been committed, the Vigilance and Ethics Officer / Chairman of the Audit Committee shall recommend to the management of the Company to take such disciplinary or corrective action as he may deem fit. It is clarified that any disciplinary or corrective action initiated against the Subject as a result of the findings of an investigation pursuant to this Policy shall adhere to the applicable personnel or staff conduct and disciplinary procedures.

8.2 The Vigilance and Ethics Officer shall submit a report to the Chairman of the Audit Committee on a regular basis about all Protected Disclosures referred to him/her since the last report together with the results of investigations, if any.

8.3. In case the Subject is related to the Vigilance and Ethics Officer of the Company, the Chairman of the Audit Committee after examining the Protected Disclosure shall forward the protected disclosure to other members of the Audit Committee if deemed fit. The Audit Committee shall appropriately and expeditiously investigate the Protected Disclosure.

8.4 If the report of investigation is not to the satisfaction of the complainant, the complainant has the right to report the event to the appropriate legal or investigating agency.

8.5 A complainant who makes false allegations of unethical & improper practices or about alleged wrongful conduct of the subject to the Vigilance and Ethics Officer or the Chairman of the Audit Committee shall be subject to appropriate disciplinary action in accordance with the rules, procedures and policies of the Company.

9. SECRECY / CONFIDENTIALITY

9.1 The complainant, Vigilance and Ethics Officer, Members of Audit Committee, the Subject and everybody involved in the process shall:

9.1.1 Maintain confidentiality of all matters under this Policy

9.1.2 Discuss only to the extent or with those persons as required under this policy for completing the process of investigations.

9.1.3 Not keep the papers unattended anywhere at any time

9.1.4 Keep the electronic mails / files under password.

10. PROTECTION

10.1 No unfair treatment will be meted out to a Whistle Blower by virtue of his/ her having reported a Protected Disclosure under this policy. The company, as a policy, condemns any Kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blowers. Complete protection will, therefore, be given to Whistle Blowers against any unfair practice like retaliation, threat or intimidation of termination / suspension of service, disciplinary action, transfer, demotion, refusal of promotion or the like including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties / functions including making further Protected Disclosure. The company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure. Thus if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedure, etc.

10.2 A Whistle Blower may report any violation of the above clause to the Chairman of the Audit Committee, who shall investigate into the same and recommend suitable action to the management.

10.3 The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law. The identity of the complainant will not be revealed unless he himself has made either his details public or disclosed his identity to any other office or authority. In the event of the identity of the complainant being disclosed, the Audit Committee is authorized to initiate appropriate action as per regulations against the person or agency making such disclosure. The identity of the Whistle Blower, if known, shall remain confidential to those persons directly involved in applying this policy, unless the issue requires investigation by law enforcement agencies, in which case members of the organization are subject to subpoena.

10.4 Any other Employee assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

10.5 Provided however that the complainant before making a complaint has reasonable belief that an issue exists and he has acted in good faith. Any complaint not made in good faith as assessed as such by the Audit Committee shall be viewed seriously and the complainant shall be subject to disciplinary action as per the Rules / certified standing orders of the Company. This policy does not protect an employee from an adverse action taken independent of his disclosure of unethical and improper practice etc. unrelated to a disclosure made pursuant to this policy.

11. ACCESS TO CHAIRMAN OF THE AUDIT COMMITTEE

11.1 The Whistle Blower shall have right to access Chairman of the Audit Committee directly in exceptional cases and the Chairman of the Audit Committee is authorized to prescribe suitable directions in this regard.

12. COMMUNICATION

12.1 A whistle Blower policy cannot be effective unless it is properly communicated to employees. Employees shall be informed through by publishing in notice board and the website of the company.

13. RETENTION OF DOCUMENTS

13.1 All Protected disclosures in writing or documented along with the results of Investigation relating thereto, shall be retained by the Company for a period of 7 (seven) years or such other period as specified by any other law in force, whichever is more.

14. ADMINISTRATION AND REVIEW OF THE POLICY

14.1 The Chief Financial Officer shall be responsible for the administration, interpretation, application and review of this policy. The Chief Financial Officer also shall be empowered to bring about necessary changes to this Policy, if required at any stage with the concurrence of the Audit Committee.

15. AMENDMENT

15.1 The Company reserves its right to amend or modify this Policy in whole or in part, at anytime without assigning any reason whatsoever. However, no such amendment or modification will be binding on the Employees and Directors unless the same is notified to them in writing.

Place : Faridabad
Date : 14th August 2021

ON BEHALF OF THE BOARD OF DIRECTORS
FOR CENLUB INDUSTRIES LIMITED

MADHU MITTAL
CHAIRMAN/MANAGING DIRECTOR
DIN: 00006418

VIRENDRA KUMAR GUPTA
WHOLE TIME DIRECTOR
DIN: 00006461

MANAGEMENT DISCUSSION AND ANALYSIS

1. Global Economics :

During the FY 2020-21 global economy and Import & Export were not steady. As regards domestic business, the trend was downward and suddenly problem of COVID-19 came up, spoiling all our business sentiments.

2. Industry Structure :

Your company manufactures lubrication system manufacturer which caters not just to one sector and is able to supply its products across industrial sectors ranging from Machines, Power, Steel, Paper to Railways. The company is very anxious to get business from Railway Sector. The company is pitching aggressively to cater to Power Sector, which may soon be the major sector, where the company's products may be supplied.

3. Industry Structure and Developments :

As mentioned, your company caters to various fields. However, in Machine Tool Sector, we have very significant market share. At present more than 1 Million systems are working in Machine Tool alone. Most of the machine tool builders, particularly CNC, have adopted our product as OE and we are getting repeated orders from them. Our manufacturing unit at Faridabad is covering North, East and West India while Bangalore Plant is covering South Indian market. The 3rd unit i.e. Rajkot, is covering Gujarat area. As regards Railway business, it is being served from Faridabad manufacturing unit.

4. Opportunities and Threats :

As far as we are concerned, Machine Tool, Power and Steel Sectors are giving us a higher topline business. As regards opportunities we expect power sector as well as railway sector giving us good opportunities the present threat is from raw material price fluctuations.

5. Risks &Concerns :

For the last few months, COVID-19 virus has emerged as Pandemic spoiling the working of industries. We fear big risk on performance/ output/demand of the industry as a whole.

6. Internal Control System and their adequacy :

The company has adequate system of Internal Control System to commensurate with its nature of business and size of operations to safeguard and protect from loss, unauthorized use or disposition of Company's resources. There are proper procedures for authorization, recording and reporting of transactions to the management. Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of financial statements in conformity with applicable accounting standard and principles or any other criteria applicable to such statements and to maintain accountability for assets. The Company's internal audit process covers all significant operational areas and reviews the record regularly.

7. Innovations and Intellectual property right :

From the beginning, the company is engaged in invocation by its own R&D activity. There are certain areas where innovation related to lubrication is needed. Once such a goal is achieved, patent / intellectual property right also to be thought.

8. Operational Performance :

This year operational performance of the company shall depend upon impact on covid-19 virus spread & related lock-down.Secondly, raw materials availability & cost shall also play a major role.

9. Human Resource :

The company is taking various initiatives to entrance human resources for better productivity by providing internal training and development of skills to non-experienced staff. This will help in enhancing their emotional and intellectual engagement with the company.

10. Dividend :

Due to additional borrowings made previously, there is a commitment towards repayments to the Banks. As such, Board of Directors feels appropriate not to recommend any dividend for the Financial Year 2020-21.

11. Acknowledgement :

Your Directors acknowledge and thank the Company's customers, shareholders, vendors, state government authorities, business associates and bank for the support extended to the Company. Your Directors also record their appreciation for the commitment and dedication of the employees of your company.

CORPORATE GOVERNANCE REPORT

[In terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)]

Company's Philosophy on Code of Governance

The Company strongly believes that establishing good corporate governance practices in each and every function of the organization leads to increased operational efficiencies and sustained long term value creation for all stakeholders. The Company carries its business operations in a fair, transparent and ethical manner and also holds itself accountable and Responsible to the society it belongs. The Company considers it absolutely essential to abide by the applicable laws and regulations in letter and spirit and is committed to the highest standards of corporate governance and be considered as a good corporate citizen of the Country.

Date of Report

The information provided in this Report on Corporate Governance for the purpose of unanimity is as on March 31, 2021. This Report is updated as on the date of the Report wherever applicable.

Board of Directors

As on 31st March 2021, the strength of your Company's Board is Ten (10) Directors. The Board consists of the five (5) Executive Directors (including Chairman and Managing Director, who is a promoter) and five (5) Non–executive Independent Directors. The Board Members possesses adequate qualifications, knowledge, expertise and experience to provide strategic guidance to the Company. Independent Directors do not have any material pecuniary relationship and have not entered into any transactions with the Company, its promoters and management, which in the judgment of the Board may affect the independence of judgment of the directors.

The details of constitution of the Board and the number of Directorships and Committee memberships held in other Companies as on 31st March 2021, and their attendance at the Board Meetings held during the year from 1st April 2020 to 31st March 2021 and at the last Annual General Meeting, are given below:

(a) Details of Board of Directors and the number of Directorships and Committee memberships held in other Companies as on 31st March 2021 are as under:

Name of the Directors and DIN	Designation and Category of the Directors	No. of Directorships in listed entity	No. of membership on Board committees	No. of chairpersonship on Board committees
Mr. Vijendra Kumar Mittal (DIN:00006398)	Chairman & Executive Director	1	0	0
Mrs. Madhu Mittal (DIN:00006418)	Executive Director	1	1	0
Mr. Aman Mittal (DIN:00006435)	Executive Director	1	0	0
Mr. Virendra Kumar Gupta (DIN:00006461)	Executive Director	1	0	0
Mr. Ansh Mittal (DIN:00041986)	Executive Director	1	0	0
Mr. Dinesh Kaushal (DIN:00006490)	Independent Non-Executive Director	1	1	1
Mr. Ashok Kumar Agarwal (DIN:00006512)	Independent Non-Executive Director	1	3	1
Mr. Krishna Gopal Gupta (DIN:00222525)	Independent Non-Executive Director	1	1	1
Mrs. Santosh Varma (DIN:08441000)	Independent Non-Executive Director	1	0	0
Mrs. Sujata Arora (DIN:07585453)	Independent Non-Executive Director	1	3	0

(b) Attendance of each director at the Board Meetings, last Annual General Meeting (AGM) and the details of membership(s)/ chairmanship(s) of Directors in Board and Board Committees:

Name of Director	Number of Board Meetings held during the year	Number of Board Meetings Attended	Whether attended last AGM
Mr. Vijendra Kumar Mittal	8	8	Yes
Mrs. Madhu Mittal	8	8	Yes
Mr. Aman Mittal	8	7	No
Mr. Virendra Kumar Gupta	8	8	Yes
Mr. Ansh Mittal	8	8	Yes
Mr. Dinesh Kaushal	8	4	No
Mr. Ashok Kumar Agarwal	8	4	No
Mr. Krishna Gopal Gupta	8	4	No
Mrs. Santosh Varma	8	4	Yes
Mrs. Sujata Arora	8	4	No

None of the directors on the Board of the Company is a member of more than 10 committees and / or Chairperson of more than 5 committees, reckoned in terms of Regulation 26 of the Listing Regulations. The Directors of the Companyare in compliance with the requirements of the Listing Regulations and the Act with regard to the maximum number of directorships.

The Independent Directors of the Company have declared that they meet the criteria for “independence” and / or “eligibility”as prescribed under Regulation 16(1)(b) of the Listing Regulations and Section 149 of the Companies Act, 2013 (as amended) (the “Act”) and have given necessary confirmations in terms of Regulation 25(8) of the Listing Regulations. Based on the said declarations and confirmations received from the Independent Directors, the Board of Directors confirms the same.

Mr. K.G. Gupta holds 500 equity shares of Rs 10/- each (0.01%) and Mr. Ashok Kumar Agarwal holds 300 equity shares of Rs. 10/- each (0.006%)of the Company as on 31st March, 2021 and none of the other non-executive directors hold any shares in the Company.

The Promoter Directors are relatives of each other in terms of Section 2(77) of the Companies Act, 2013 and none of the other Directors has any relationship with each other. The Company is in compliance with the provisions regarding Board, its composition and committees under the Act and the Listing Regulations including Regulation 17(1) thereof.

As required under Para C(2) of Schedule V to the Listing Regulations, based on the latest disclosures received by the Company, as on March 31, 2021,None of the directors of the company are directors of other listed company.

The Board of Directors of the Company met 8 (eight) times during the financial year ended March 31, 2021. At least one meeting of the Board was held in every quarter and the time gap between any two consecutive board meetings did not exceed 120 days during the financial year ended March 31, 2021. The details are as follows:

Meeting Number	Date of BoardMeetings	Board Strength (No. of Directors)	No. of Director Present	No. of Independent Directors Present
1st of 2020-21	June 13,2020	10	7	2
2nd of 2020-21	June 29,2020	10	8	3
3rd of 2020-21	August 03,2020	10	6	2
4th of 2020-21	August 20,2020	10	8	3
5th of 2020-21	September 12,2020	10	5	0
6th of 2020-21	October 13,2020	10	7	2
7th of 2020-21	November 12,2020	10	8	3
8th of 2020-21	February 13,2021	10	10	5

In pursuance of Para C(2), Schedule V to the Listing Regulations, the Board at its meeting held on June 28, 2021 has identified the core skills/ expertise/competencies that are desirable for the Company to function effectively in the context of the business of the Company and its sector. These core skills/expertise/competencies are actually available with the Board in the following manner:

Areas	Core skills / expertise / competencies in specific functionalarea	Name of the Directors
Marketing and Branding	Experience of accomplishing sales, understanding of market & consumers, contemporary marketing strategy, branding strategies, and business promotion programmes.	Mrs. Madhu Mittal Mr. Aman Mittal Mr. Ansh Mittal Mr. Dinesh Kaushal
Finance and Accounts	Leadership experience in handling financial managementand risk management of large organisations. Experience in manufacturing sector accounting and foreign exchange management.	Mrs. Madhu Mittal Mr. Virendra Kumar Gupta Mr. Aman Mittal Mr. Ansh Mittal
Merger and Acquisition	Experience in merger and acquisition strategies, negotiationof cross - border deals, ability to analyse future business opportunities and decide business combinations.	Mrs. Madhu Mittal Mr. Virendra Kumar Gupta Mr. Aman Mittal Mr. Ansh Mittal Mr. Dinesh Kaushal
Diversified Leadership	Experience in leading well-governed large organisations,with an understanding of complex business and regulatory environment, accountability, strategic planning with futurevision, having decision making capabilities and ability forinnovation.	Mrs. Madhu Mittal Mr. Aman Mittal Mr. Ansh Mittal
Product Knowledge, Business Strategies and Planning	Knowledge of product, understanding of diverse business environment, changing socio-economic conditions and regulatory framework. Experience in developing long-term strategies considering the product lifecycle, to develop business consistently, profitably, competitively and in asustainable manner.	Mrs. Madhu Mittal Mr. Virendra Kumar Gupta Mr. Aman Mittal Mr. Ansh Mittal Mrs. Sujata Arora
Regulatory Compliance, Governance and Stakeholders Management	Experience in developing governance practices, protecting and managing all stakeholders' interests in the Company, maintaining management accountability and building longterm effective stakeholder relationships.	Mrs. Madhu Mittal Mr. Virendra Kumar Gupta Mr. Aman Mittal Mr. Ansh Mittal

Familiarization Programme for Independent Directors

In order to encourage active participation from the Independent Directors and also to enable them to understand the business environment of the Company, a Familiarization Programme for the Independent Directors has been adopted and implemented. The Independent Directors are also made aware of the Corporate Policies including the Code of Conduct and the Business Ethics.

Details of the Familiarization Programmes imparted during the year under review, has been uploaded on the website of the Company at *www.cenlub.in*

Independent Directors' Separate Meeting

Schedule IV to the Act and the Listing Regulations mandate the Independent Directors to hold at least one meeting in every financial year, without the attendance of non-independent directors and members of the management. During the financial year ended March 31, 2021, all the Independent Directors met on March 19, 2021, *inter alia*, to review performance of Non-Independent Directors & the Board as a whole, to review performance of the Chairman of the Company and to assess the quality, quantity and timeliness of flow of information between the management of the Company and the Board.

Code of Conduct

The Board of Directors of the Company has adopted a Code of Conduct for the Directors, Key Managerial Personnel, Senior Management Personnel and Functional Heads of the Company. The said Code of Conduct of the Company has been uploaded on the website of the Company at *www.cenlub.in*

Board Committees

The Board of Directors of the Company has promulgated various committees and has delegated specific responsibilities to them. The Committees review items in great detail before they are placed at the Board meetings for consideration. The Committees follow the defined guidelines and established framework for their operations. The terms of reference of the committees are in compliance with the Act and the Listing Regulations. The Minutes of the Committee Meetings are regularly placed before the Board for noting.

The Company has three Board Level Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee

1. Audit Committee

The Board of Directors of the Company has constituted a qualified and independent Audit Committee that acts as a link between the management, the Statutory and Internal Auditors and the Board.

Terms of Reference

The terms of reference of the Audit Committee are in conformity with the requirements of Regulation 18 of the Listing Regulations and Section 177 of the Act. Terms of reference of the Audit Committee include overseeing the financial reporting process, review of financial statements, review of internal audit reports, recommending appointment and remuneration of auditors to the Board of Directors, review and monitor the auditors' independence, performance and effectiveness of audit process, review of adequacy of internal control systems and internal audit function, review of functioning of the whistle blower mechanism, review of related party transactions, review of utilization of loans, advances and investments made by the Company above certain threshold and other matters specified under the Listing Regulations and the Act. The Audit Committee also reviews information as per the requirement of Part C of Schedule II to the Listing Regulations.

Composition, Meetings and Attendance of Audit Committee

The composition of the Audit Committee is in accordance with the provisions of the Act and Regulation 18 of the Listing Regulations.

As on March 31, 2021, the Audit Committee comprised of 3 (three) Independent Directors. All the members of the Audit Committee are financially literate with majority having accounting or related financial management expertise. The Chairman of the Committee is an Independent (Non-Executive) Director, nominated by the Board. The Statutory Auditors and the Chief Internal Auditor are amongst the permanent invitees to the Audit Committee meetings. The Company Secretary acts as the Secretary to the Committee. The minutes of the Audit Committee meetings were circulated to the Board, discussed and taken note of. All recommendations made by the Audit Committee during the year were accepted by the Board.

At least one meeting of the Audit Committee was held in every quarter of the financial year ended March 31, 2021 and the time gap between any two consecutive meetings of the Audit Committee did not exceed 120 days. During the financial year ended March 31, 2021, 4 (four)Audit Committee meetings were held on June 27, 2020, August 18, 2020,November10, 2020, and February 12, 2021. The composition and attendance of the members of the Audit Committee areas follows:

S. No.	Name of the Directors	Position	No. of meetings held	No. of meetings attended
1.	Mr.Dinesh Kaushal	Chairman	4	4
2.	Mr. Ashok Kumar Agarwal	Member	4	4
3.	Smt. Sujata Arora	Member	4	4

2. Nomination and Remuneration Committee

The Board of Directors of the Company constituted a Nomination and Remuneration Committee in terms of the requirements of Section 178 of the Act and Rules framed thereunder read with Regulation 19 of the Listing Regulations.

Terms of Reference

The terms of reference of the Nomination and Remuneration Committee covers all the areas mentioned under Section 178 of the Act and Regulation 19 of the Listing Regulations. The broad terms of reference of the Committee include:

(i) To formulate the criteria for determining qualifications, positive attributes and independence of a Director;

(ii) To recommend to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees of the Company;

(iii) To identify persons who are qualified to become directors and who may be appointed in the senior management;

(iv) To specify the manner for effective evaluation of performance of the Board, its committees and individual directors and to review its implementation and compliance;

(v) To recommend on extension or continuation of term of appointment of the Independent Directors.

(vi) To recommend to the Board, all remuneration, in whatever form, payable to the senior management

Composition, Meetings and Attendance

As on March 31, 2021, the Nomination and Remuneration Committee comprised of 3 (three) Independent Directors. The Company Secretary acts as the Secretary to the Committee.

The details of the composition, meetings and attendance of the members of the Nomination and Remuneration Committee are as follows:

Sl.No.	Name of the Directors	Position	No. of Meetings Held	No. of meetings attended	Date of meeting
1.	Mr. K.G. Gupta	Chairman	1	1	June 27,2020
2.	Mr. Ashok Kumar Agarwal	Member	1	1	June 27,2020
3.	Smt. Sujata Arora	Member	1	1	June 27,2020

Nomination and Remuneration Policy

In compliance with the requirements of Section 178 of the Act including Rules framed thereunder and pursuant to the provisions of Regulation 19(4) of the Listing Regulations, the Board of Directors of the Company has adopted a Nomination and Remuneration Policy for the Directors, Key Managerial Personnel (KMPs), Senior Management Personnel (SMPs), Functional Heads and other employees of the Company. The Policy provides for Board diversity criteria and qualifications for appointment of Directors, KMPs and SMPs, remuneration paid / payable to them, etc. The said policy was amended during the year under review to give effect to recent amendments in the Act and in the Listing Regulations and is available at the link https://www. Cenlub.in

Performance evaluation criteria for Independent Directors:

The performance evaluation of the Independent Directors was carried out by the entire Board. The criteria for performance evaluation are as follows:

Role & Accountability:

- Understanding the nature and role of Independent Directors' position.
- Understanding of risks associated with the business.
- Application of knowledge for rendering advice to management for resolution of business issues.
- Offer constructive challenge to management strategies and proposals.
- Active engagement with the management and attentiveness to progress of decisions taken.

Objectivity:
- Non-partisan appraisal of issues.
- Own recommendations given professionally without tending to majority or popular views.

Leadership & Initiative:
- Heading Board Sub-committees.
- Driving any function or identified initiative based on domain knowledge and experience.

Personal Attributes:
- Commitment to role & fiduciary responsibilities as a Board member.
- Attendance and active participation.
- Proactive, strategic and lateral thinking.

REMUNERATION OF DIRECTORS

i) For Executive Directors: The elements of remuneration package of Managing Director/Whole Time Directors are as under:

(Rs.in Lakhs)

Particulars	Mr. V.K. Mittal Managing Director	Smt. Madhu Executive Director	Mr. V.K. Gupta Executive Director/CFO	Mr. Aman Mittal Executive Director	Mr. Ansh Mittal Executive Director
Salary (Including perquisites)	**53.87**	**13.46**	**13.46**	**36.00**	**32.32**
Commission	-	-	-	-	-
Contribution to Provident Fund and Superannuation Fund	-	-	-	-	-
Benefits					
Total	**53.87**	**13.46**	**13.46**	**36.00**	**32.32**

Having regard to the fact that there is a global contribution to Gratuity Fund, the amount applicable to an individual employee is not ascertainable and accordingly, contribution to Gratuity Fund has not been considered in the above computation.

Managing Director & Executive Director are under contract of employment with the company with three months notice period. There is no severance fee payable to the Executive Directors. The Company does not have any stock option scheme.

ii) For Non– executive Directors:

a) The sitting fee is paid to the non-executive Directors for attending the Board meeting is Rs. 4,000/- for attending each meeting and no sitting fee is paid for attending Audit Committee meeting, Nomination & Remuneration Committee and Stakeholders Relationship Committee meetings.

(Rs. In Lakhs)

Non-executive Directors	Sitting Fees
Mr. Dinesh Kaushal	0.16
Mr. K.G. Gupta	0.16
Mrs. Santosh Varma	0.16
Mr. Ashok Kumar Agarwal	0.16
Mrs. Sujata Arora	0.16

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b) Commission to the Non-executive Directors – NIL

Further apart from sitting fee, non-executive directors are entitled to claim reimbursement of out of pocket expenses incurred for the purpose of attending various meetings and no remuneration is paid to the non-executive directors.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee (SRC) of the Board considers and resolves grievances of the security holders of the Company. The Committee also reviews the measures taken for effective exercise of voting rights by shareholders, adherence to the service standards adopted by the Company in relation to various services rendered by the Registrar & Share Transfer Agent, etc. During the financial year ended March 31, 2021, 4 (four) SRC meetings were held on June 30, 2020, September 30,2020, December 31,2020 and March 31,2021. The composition of the SRC Committee and attendance of its members are as follows:

Composition as on March 31, 2021:

Sl.No.	Name of the Directors	Position	No. of meetings held	No. of meetings attended
1.	Mr. Ashok Kumar Agarwal	Chairman	4	4
2.	Mrs. Madhu Mittal	Member	4	4
3.	Mrs. Sujata Arora	Member	4	4

Details of Shareholders' complaints

In compliance with the requirements of SEBI Circular No. CIR/OIAE/2/2011 dated June 3, 2011, the Company has obtained exclusive User Id and Password for processing the investor complaints in a centralized web based SEBI Complaints Redress System - 'SCORES'. This enables the investors to view online the actions taken by the Company on their complaints and current status thereof, by logging on to the SEBI's website *www.sebi.gov.in*

No shareholder complaints were lying unresolved as on March 31, 2021 under 'SCORES'.

It is confirmed that there was no request for registration of share transfers / transmissions lying pending as on March 31, 2021and that all requests for issue of new certificates, sub-division or consolidation of shareholdings, etc., received up to March31, 2021 have since been processed. The Company has an efficient system in place to record and process all requests for dematerialization and re-materialization of shares of the Company through National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL).

Nature of complaints received and resolved during the financial year ended March 31, 2021:

Sl.No.	Subject matter	Complaints pending as on April 1, 2020	Complaints received	Complaints Redressed	Complaints pending as on March 31, 2021
			During the financial year ended March 31, 2021		
1.	Non-receipt of Dividend	**0**	**0**	**0**	**0**
2.	Transfer / Transmission of Shares	**0**	**0**	**0**	**0**
3.	Dematerialization/Re-materialization of Shares	**0**	**0**	**0**	**0**
4.	Others	**0**	**0**	**0**	**0**
	TOTAL	**0**	**0**	**0**	**0**

GENERAL BODY MEETINGS

Annual General Meeting

Details of the last three Annual General Meetings and Special Resolutions passed thereat are given below:

Financial Year	Purpose	Date & Time of AGM	Venue of AGM
2019-20	AGM	Wednesday, September 30,2020 at 10.00 A.M	Tera Panth Bhawan D-2/13, Anuvrat Marg, Sector-10, DLF Faridabad,(Haryana)
2018-19	AGM	Saturday, September 28,2019 at 10.00 AM	Tera Panth Bhawan D-2/13, Anuvrat Marg, Sector-10, DLF Faridabad,(Haryana)
2017-18	AGM	Monday , September 24,2018 at 3.30 PM	Tera Panth Bhawan D-2/13, Anuvrat Marg, Sector-10, DLF Faridabad,(Haryana)

Special Resolutions:

Special resolutions passed at abovementioned meetings are as under:

i) 26th AGM held on 24th September, 2018-Special Resolutions-Nil.

ii) 27th AGM held on 28thSeptember, 2019-Special Resolutions.

1. To Re-appoint Mr. Krishna Gopal Gupta (DIN: 00222525)as Independent Director
2. To Appoint Smt. Santosh Varma (DIN: 08441000)as a Director
3. To Revise the Remuneration of Mr. Vijendra Kumar Mittal Mnaging Director
4. To Re-appoint Mr. Vijendra Kumar Mittal (DIN:00006398) as Managing Director
5. To Re-appoint Mr. Ansh Mittal (DIN:00041986) as Whole Time Director
6. To Re-appoint Mr. Aman Mittal (DIN:00006435) as Whole Time Director
7. To Re-appoint Smt. Madhu Mittal (DIN:00006418) as Whole Time Director

iii) 28th AGM held on 30thSeptember, 2020-Special Resolutions.

1. To Re-appoint Mr. V.K. Gupta (DIN:00006461) as Whole Time Director

Postal Ballot

No resolution was passed through postal ballot during the year 2020-21.

None of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing of a Special Resolution conducted through Postal Ballot.

Extraordinary General Meeting

No Extraordinary General Meeting of the Members was held during the year 2020-21.

Means of Communication

Financial Results: Prior intimation of the Board Meetings to consider and approve Unaudited / Audited Financial Results of the Company has beengiven to the Stock Exchanges and also disseminated on the website of the Company at *www.cenlub.in*

After the aforesaid financial results are approved at the Board Meetings, the same were immediately intimated to the Stock Exchanges. The Annual Audited Financial Statements of the Company were sent to the Members of the Company in the prescribed manner in terms of the Act, the Listing Regulations and the Rules made thereunder, read together with the circulars issued thereunder including MCA General Circulars No. 14/2020, No. 17/2020 and No. 20/2020 dated April 8, 2020, April 13,2020 and May 5, 2020 respectively read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.

In terms of Regulation 10 of the Listing Regulations, the Company complies with the online filing requirements on electronic platforms of BSE Limited (BSE) Listing Centre, respectively and the Company also sends the intimation to the BSE Limited for disseminating the same on their website.

Newspapers: The Financial Results of the Company are published (except as exempted) in widely circulated daily newspapers, such as, "Business Standard" (English) and "Jansatta" (Hindi).

Website: The Website of the Company (*www.cenlub.in*) is regularly updated to provide further ease of access to the requisite information prescribed under various provisions of the Act and the Listing Regulations including Regulation 46(2) thereof.

The "Investor Relations" section contains details / information, including Financial Results, Shareholding Pattern and Press Releases, Company Policies relevant for various stakeholders. The Members / Investors can view the details of electronic filings done by the Company on the websites of BSE i.e.,www.bseindia.com respectively.

Press / News Releases: Official Press Releases including Press Release on Financial Results of the Company are sent to the Stock Exchanges and the same are simultaneously hosted on the website of the Company.

Presentations made to institutional investors / analysts: All price sensitive information are promptly intimated to the Stock Exchanges before being released to the media, other stakeholders and uploaded on the Company's website, cenlub.*in*

General Shareholders' Information

Annual General Meeting (AGM):

Day & Date	-	Friday, September 24, 2021
Venue	-	Tera Panth Bhawan D-2/13, Anuvrat Marg, Sector-10, DLF Faridabad, Haryana
Time	-	10.30 AM (IST)
Financial Year	-	2020-21 (1st April, 2020 to 31st March, 2021)
Date of Book Closure	-	September 18, 2021 to September 24, 2021 (both days inclusive)

Financial Year

The Financial Year of the Company is from 1st April to 31st March.

Financials Calendar 2021-22 (Tentative):

- Unaudited results for 1st quarter of Financial Year – by 15th August, 2021
- Unaudited results for 2nd quarter of Financial Year – by 14th November, 2021
- Unaudited results for 3rd quarter of Financial Year – by 15th February 2022
- Audited results for Financial Year – by 29th May 2022

Listing of Equity Shares on the Stock Exchanges with Stock Code: The Equity Shares of the Company are listed on thefollowing Stock Exchange:

i) BSE Limited (BSE)
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001
[BSE Security Code: 522251]

ISIN for the Equity Shares –INE627F01011

All Annual listing fees due during the financial year have been paid.

Market Price Data: in respect of the Company's shares on BSE Limited, monthly high and low during the Financial Year2020-21:

Month & Year	High (Rs.)	LOW(Rs.)
April 2020	35.85	22.00
May 2020	35.95	26.70
June 2020	37.70	26.95
July 2020	37.00	26.00
August 2020	48.80	29.30
September 2020	41.00	32.55
October 2020	39.60	31.00
November 2020	41.95	28.00
December 2020	38.95	34.50
January 2021	50.95	35.55
February 2021	58.35	42.05
March 2021	61.90	52.00

Registrar and Share Transfer Agent (RTA): The Company has engaged M/s. Beetal Financial & Computer Services (P) Limited, Beetal House, 3rd Floor, 99 Madangir, Behind LSC, Near Dada Harshukhdas Mandir, New Delhi -110062, India, Telephone:+91 11-29961281-83, email id :beetal@beetalfinancial.com to provide services for processing the transfer, transmission, sub-division, consolidation, splitting of shares, etc. and to process the Members' requests for dematerialization and / or re-materialization of shares.

Share Transfer System: The Board has delegated the powers of share transfer approvals to an internal committee. The committee meets at regular intervals to consider and approve, *inter alia*, the requests for transfer and transmission of shares.

There are no pending requests for transfer of shares as on March 31, 2021.

Documents and Share Certificates lodged by the Members / Investors are verified and entered in relevant Registers by theRTA in consultation with the Company.

In compliance with the provisions of Regulation 40(9) of the Listing Regulations, a Practicing Company Secretary conducts Audit of the Share Operations System of the Company maintained at the office of the RTA. The Company endeavours to Implement, to the extent possible, the suggestions/ recommendations based on the audit outcome.

Members' / Investors' Complaints: The Company and the RTA has received the Members' / Investors' Complaints within the minimum possible time not exceeding 7 days to 15 days and steps have been taken to resolve the same within the statutory time limit except in disputed matters or cases involving legal issues or due to pandemic related lockdowns, etc.

A Practicing Company Secretary conducts quarterly audit of the records maintained by the Company/ RTA and submits quarterly Audit Reports to the Company. The said audit reports are placed before the Board of Directors of the Company at its meetings.

The Company has received certificates / confirmations from the Stock Exchanges (BSE) that there were no pending complaints in the records of the Stock Exchanges as on March 31, 2021.

Dematerialization of Shares and Liquidity: Since the equity shares of the Company are compulsorily traded in dematerialized mode, the Members are advised to hold their shares in dematerialized mode with any Depository Participants (DPs) registered with NSDL and/or CDSL. Requests for dematerialization of shares should be sent directly by the concerned DPs to the RTA for further processing. In case of any delay on the part of the DPs to send the Demat Request Forms (DRF) and relevant Share Certificates beyond 15 days from the date of generation of the Demat Request Number (DRN) by the DPs, the said DRF will be rejected / cancelled. This is being done to ensure that no demat requests remain pending with the RTA beyond a period of 21 days from submission of DRF. This, however, does not include the period of lockdowns imposed due to the pandemic. Members / Investors should, therefore, ensure that their DPs do not delay in sending the DRF and relevant Share Certificates to the RTA immediately after generating the DRN. The International Securities Identification Number (ISIN) assigned to the Equity Shares of the Company under the Depository System is INE627F01011 and the Shares of the Company are frequently traded at the BSE.

As on March 31, 2021, 93.85% of the total paid-up share capital of the Company represented by 4662899 Equity Shares are held in dematerialized mode. The balance Equity Shares are held in physical mode and these shareholders are requested to dematerialize their shares in their own interests to avail the benefits of holding shares in dematerialized mode. The entire Promoters' shareholding, that is, 51.64% of the total paid-up share capital, is held in dematerialized mode.

Distribution of Shareholding as on March 31, 2021

Range of Shares	No. of shareholders	Percentage	No. of shares	Percentage
UP TO 5000	2779	84.69	466007	9.99
5001 -10000	250	7.61	213555	4.58
10001-20000	110	3.35	165847	3.56
20001-30000	52	1.58	132218	2.84
30001-40000	19	0.57	68108	1.46
40001-50000	19	0.57	89532	1.92
50001-100000	23	0.70	168292	3.61
100001 and above	29	0.88	3359340	72.04
Total	**3281**	**100**	**4662899**	**100**

Shareholding Pattern as on March 31, 2021

Category	No. of shareholders	No. of Shares	% of shareholding
Promoter Shareholding			
Indian Promoters	9	2408075	51.64
Foreign Promoters	-	-	-
Total Promoter Shareholding (A)	9	2408075	51.64
Public Shareholdings			
Indian Public	3142	1687762	36.20
NBFCs	-	-	-
Bodies Corporate	23	79642	1.71
Foreign Nationals/NRIs	17	67336	1.44
Clearing Members	15	5842	0.13
Trust/HUF	74	135089	2.89
IEPF	1	279153	5.99
Total Public Shareholding (B)	3272	2254824	48.36
GRAND TOTAL	**3281**	**4662899**	**100.00**

* No. of shareholders based on PAN No.

Address for correspondence from shareholders:

Regd. & Corporate Office of the Company:

Plot No-233 & 234, Sector-58, Ballabhgarh
Faridabad - 121 004, Haryana, India
Tel. : +91-8826794470-73
Mail id: cenlub@cenlub.in
Website: www.cenlub.in

Registrar and Share Transfer Agents:
Beetal Financial & Computer Services (P) Limited
Beetal House ,3rd Floor, 99 Madangir , Behind LSC ,
Near Dada Harshukhdas Mandir,
New Delhi -110062, India.
Telephone: +91 11-29961281-83 Fax: +91 11-29961281
E-mail id : beetal@beetalfinancial.com
Website:www.beetalfinancial.com

Delhi Office:
Office No-02,G/F
Mandirwali Building
Ch. Dharamveer Market
Badarpur, New Delhi-110044
Cont.No. 9650539364

Bangalore Plant:
Plot No.45-B , 2nd Phase ,
Peenya industrial Area
Bangalore-560058

Rajkot Plant :
Plot No-G-1081 Kishan Gate
Metoda GIDC -360021
Rajkot (Gujarat)

OTHER DISCLOSURES

a. Compliance of corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2)of regulation 46 are done. For details please verify the Annual Corporate Governance Report uploaded on the Stock Exchanges and a copy of the same is made available on website of the company www.cenlub.in.

b. Disclosure on materially significant related party transactions:

There were no materially significant related party transactions which may have potential conflict with the interests of the Company. The Company maintains a Register of Contracts containing the transactions, if any in which the directors are interested and same is placed before the Board. Transactions with related parties as required under Accounting Standard 24, Related Party Transactions are disclosed in Note 38 forming part of the financial statements. Web-link for the Policy on dealing with related party transactions is http://www.cenlub.in. Further during the year there were no transactions with the entities belonging to the promoter or promoter group which holds 10% or more shareholding in the company.

c. Disclosure of non-compliance by company:

There were no penalties imposed on the Company by either Stock Exchanges or SEBI or any Statutory Authority for non-compliance on any matter related to Capital Market during the last three years. However, BSE has issued a show cause notice regarding the non-compliance of provisions of following Regulations during the year 2020-2021:

1. Regulation 17(2A) for Non- compliance with the requirements pertaining to quorum of Board Meeting for the Quarter ended September 2020.

2. Regulation 23(9) for Non- compliance with the disclosure of related party transactions on consolidated basis for the half year ended on 30th September 2020.

The company has given a reply for the above mentioned show cause notices and the same has been waived off by BSE.

d. Vigil mechanism / Whistle Blower Policy:

In terms of the requirements of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company has a vigil mechanism to deal with instance of fraud and mismanagement, if any. The

details of the vigil mechanism are displayed on the website of the Company. The Audit Committee reviews the functioning of the vigil / whistle blower mechanism from time to time. There were no allegations / disclosures /concerns received during the year under review in terms of the vigil mechanism established by the Company and no personnel has been denied access to audit committee in this regard.

e. Policy for determining material subsidiary:

The Company does not have material unlisted Indian Subsidiary.

f. Risk Management:

The Company has laid down procedures to inform the Board of Directors about the Risk Management and its minimization procedures. The Audit Committee and the Board of Directors review these procedures periodically. Detailed report on Risk Management forms part of the Board's Report.

g. Code of Conduct for Directors and members of Senior Management:

The Company adopted a Code of Business Conduct and Ethics for its Directors and members of senior management. The Code has also been posted on the Company's website. The Chairman & Managing Director has given a declaration that all the Directors and members of senior management have affirmed compliance with the Code of Conduct.

h. CEO/CFO Certification:

A certificate duly signed by Chairman & Managing Director and CFO relating to financial statements and internal control systems for financial reporting as per the format provided in Regulation 17(8) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 was placed before the Board and was taken on record. A copy of the same is provided in this Annual Report.

i. Auditor's Certificate on Corporate Governance:

As required by Schedule V of the Listing Regulations, a certificate from the Practicing Company Secretary is enclosed as **Annexure I** to this Report.

j. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has adopted a Policy in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under and has constituted Internal Complaints Committee (ICC) under the said Act. No complaint has been received by the ICC, during the year.

k. Since the company has not issued any debt instruments and does not have any fixed deposit programme or any scheme or proposal that involves mobilization of funds, disclosure of credit rating is not applicable.

Disclosure with respect to demat suspense account/ unclaimed suspense account

(a) Aggregate number of shareholders and the outstanding shares lying in the suspense account at the beginning of the year - Nil.

(b) Number of shareholders who approached listed entity for transfer of shares from suspense account during the year - Nil

(c) Number of shareholders to whom shares were transferred from suspense account during the year - Nil

(d) Aggregate number of shareholders and the outstanding shares lying in the suspense account at the end of the year - Nil

(e) That the voting rights on these shares, if any shall remain frozen till the rightful owner of such shares claims the shares.

For and on behalf of the Board of Directors

Madhu Mittal
Managing Director
DIN:00006418

V.K.Gupta
Executive Director
DIN:00006461

Place: Faridabad
Date: 14th August 2021

Annexure I

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
Cenlub Industries Limited
Plot No-233-234, Sector-58 ,Faridabad Haryana,

We **JAIN VINEY & ASSOCIATES, Company Secretaries**, have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Cenlub Industries Limited having CIN L67120HR1992PLC035087 and having registered office at Plot No-233-234, Sector-58,Faridabad Haryana (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

S. No.	Name of Directors	DIN	Date of Appointment
1	VIJENDRA KUMAR MITTAL*	00006398	01/06/2010
2	MADHU MITTAL	00006418	01/04/2008
3	AMAN MITTAL	00006435	01/08/2010
4	VIRENDRA KUMAR GUPTA	00006461	17/12/2002
5	DINESH KAUSHAL	00006490	15/02/2003
6	ASHOK KUMAR AGARWAL	00006512	02/12/2005
7	ANSH MITTAL	00041986	01/04/2007
8	KRISHNA GOPAL GUPTA**	00222525	13/11/2014
9	SUJATA ARORA	07585453	13/08/2016
10	SANTOSH VARMA	08441000	01/04/2019

* Mr. Vijendra Kumar Mittal, Managing Director of the company ceased to be the director of the company w.e.f. 22/04/2021 due to death, hence his DIN has been deactivated.

** Mr. Krishna Gopal Gupta has resigned from the post of independent director of the company due to personal reasons w.e.f. 14/08/2021.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For JAIN VINEY & ASSOCIATES
Company Secretaries

VINEY KUMAR JAIN
FCS: 5376, CP. No.4614
UDIN: F005376C000787388

Place: Delhi
Date: 14th August 2021

DECLARATION ON CODE OF CONDUCT

This is to confirm that the Board has laid down a Code of Conduct for all Board Members and senior management personnel of theCompany. The code of conduct has also been posted on the website of the Company. It is further confirmed that all Directors and SeniorManagement personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year endedon 31st March, 2021 as envisaged in Listing Regulations.

For and on behalf of the Board of Directors
Of CENLUB INDUSTRIES LIMITED

Madhu Mittal
Managing Director
DIN:00006418

Place: Faridabad
Date: 14th August 2021

TO THE BOARD OF DIRECTORS OF CENLUB INDUSTRIES LIMITED
CERTIFICATION BY CHIEF EXECUTIVE OFFICER / MANAGING DIRECTOR AND
CHIEF FINANCIAL OFFICER OF THE COMPANY

(Under Regulation 17 read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

We the undersigned, in our respective capacities as Chairman and Managing Director and Chief Financial Officer of Cenlub Industries Limited, ("the Company") to the best of our knowledge and belief certify that:

a) We have reviewed financial statement and the cash flow statement for the year 2020-21 and that to the best of our knowledge and belief:

   i) these statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2020-21 which are fraudulent, illegal or violative of the Company's Code of Conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d) We have indicated to the Auditors and the Audit Committee:

   i) significant changes in internal control over financial reporting during the year;

   ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statement; and

   iii) instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

MADHU MITTAL
CHAIRMAN AND MANAGING DIRECTOR
DIN : 00006418

V.K. GUPTA
CHIEF FINANCIAL OFFICER & WHOLE TIME DIRECTOR
DIN : 00006461

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members
Cenlub Industries Limited

1. This certificate is issued in accordance with the terms of our engagement letter.

2. This report contains details of compliance of conditions of Corporate Governance by **Cenlub Industries Limited** ('the Company') for the year ended 31st March 2021, as stipulated in Regulations 17-27, clauses (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), pursuant to the Listing Agreement of the Company with Stock exchanges.

Management's Responsibility for compliance with the conditions of SEBI Listing Regulations.

3. The compliance with the conditions of Corporate Governance is the responsibility of the management of the Company, including the preparation and maintenance of all relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures.

Auditor's Responsibility

4. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

5. Pursuant to the requirements of the SEBI Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in SEBI Listing Regulations for the year ended 31 March, 2020. The listed entity has complied with the provisions of the SEBI Listing Regulations and circulars/ guidelines issued thereunder, ***EXCEPT*** in respect of matters specified below:-

S. No.	Applicable Regulation of SEBI (LODR) Regulations, 2015	Fine/Panelty imposed by BSE	Observation/ Remark by company secretary in practice
1.	Regulation 17(2A) for Non-compliance with the requirements pertaining to quorum of Board Meeting for the Quarter ended September 2020	Rs. 11800/-	The company has not complied with the requirement of the said regulation and has received the show cause notice from BSE through mail on 17/11/2020 regarding the non- compliance of regulation 17(2A) & imposed fine as mentioned herein. The company has submitted their representation for the same vide mail dated 23/11/2020 with request for waiver of Fine. Request of the company for waiver of the same was approved by the "Committee of Reviewing Representations for Waiver of Fines under Standard Operating Procedure" of BSE & the communication to this effect has been received by the company from BSE vide their mail dt. 13.08.2021.
2.	Regulation 23(9) for Non-compliance with the disclosure of related party transactions on consolidated basis for the half year ended on 30th September 2020.	Rs. 2,06,500/-	The company has defaulted in complying with the provisions of Regulation 23 (9) for Non- compliance with the disclosure of related party transactions on consolidated basis for the half year ended on 30th September 2020. BSE has imposed penalty and communicated the same vide their mail dt 18.01.2021 for imposing the fine. The Company has submitted the requisite disclosure and also submitted their representation vide letter dated 29.01.2021 submitted through Mail with request for waiver of fine imposed by BSE. Request of the company for waiver of the same was approved by the "Committee of Reviewing Representations for Waiver of Fines under Standard Operating Procedure" of BSE & the communication to this effect has been received by the company from BSE vide their mail dt. 25.06.2021.

6. We conducted our examination in accordance with the, Guidance Note on Corporate Governance Certificate, issued by the Institute of Company Secretaries of India ('ICSI'), in so far as applicable for the purpose of this certificate.

Opinion

7. In our opinion, and to the best of our information and according to explanations given to us and the representation provided by the Management, we certify that, *subject to matters mentioned at Point 5 as hereinbefore,* the Company has complied with the conditions of Corporate Governance as stipulated in the abovementioned SEBI Listing Regulations.

8. We state that such compliance is neither an assurance as to the future viability of the Company.

Restriction on use

9. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the SEBI Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For JAIN VINEY & ASSOCATES
Company Secretaries

VINEY KUMAR JAIN
(Proprietor)
FCS 5376, CP. No.4614
UDIN: F005376C000787401

Place: Delhi
Date: 14th August 2021

INDEPENDENT AUDITOR'S REPORT

To the Members of
CENLUB INDUSTRIES LIMITED

Report on the Audit of the Financial Statements

Opinion

a) We have audited the accompanying Financial Statements of Cenlub Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

b) In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). 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 (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Information other than the financial statements and auditors' report thereon

a) The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Financial Statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon

b) In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's responsibility for the financial statements

a) The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions

of the Act for safeguarding 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.

b) 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.

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

Auditor's responsibilities for the audit of the financial statements

a) 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.

b) As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

i) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

v) Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

f) From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our

auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

II. Report on Other Legal and Regulatory Requirements

1. 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 the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

   d. in our opinion, the aforesaid financial statements comply with the Ind-AS specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   e. On the basis of written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

   f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

   g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

   h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

      iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For SANMARKS & ASSOCIATES
Firm Reg. No. 003343N
(Chartered Accountants)

PLACE: Faridabad

(CA. ARVIND GUPTA)
Partner
M.NO: 92101

DATE: 28.06.2021
UDIN:

"Annexure B" to the Independent Auditors' Report

(Referred to in paragraph 2 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date)

1. **In respect of the fixed assets of the Company:**

   (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

   (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

   (c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds/registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

2. As explained to us, the inventories have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on physical verification.

3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.

4. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

5. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

6. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

7. **According to the information and explanations given to us, in respect of statutory dues:**

   (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has generally been regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, GST, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable.

   (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, except Value Added Tax (as detailed below) outstanding on account of any dispute.

Name of the Statute	Nature of Dues	Forum where pending	Period	Amount
VAT Laws	VAT	Commissioner Appeals	2010-11	5,76,466

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks.

9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

11. Based upon the audit procedures performed and the information and explanations given by the management, the 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. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Ind-AS financial statements as required by the applicable accounting standards.

14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For SANMARKS & ASSOCIATES
Firm Reg. No. 003343N
(Chartered Accountants)

PLACE: Faridabad
DATE: 28.06.2021
UDIN:

(CA. ARVIND GUPTA)
Partner
M. NO: 92101

"Annexure A" to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Cenlub Industries Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI').] These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Ind-AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind-AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of

Financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind-AS financial statements.

Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. There is always scope for further improvement.

For SANMARKS & ASSOCIATES
Firm Reg. No. 003343N
(Chartered Accountants)

PLACE: Faridabad
DATE: 28.06.2021
UDIN:

(CA. ARVIND GUPTA)
Partner
M.NO: 92101

BALANCE SHEET AS AT 31ST MARCH, 2021

Amount in 'Lacs

Particulars	Note No.	As At 31st March, 2021	As At 31st March, 2020
A ASSETS			
I Non-current assets			
(a) Property, plant and equipment	3	1,828.11	1,884.23
(b) Capital work-in-progress	3	-	-
(c) Investment property	4	177.13	177.13
(d) Other intangible assets	5	2.59	3.59
(e) Financial assets			
(i) Investments	6(i)	6.02	2.38
(ii) Other financial assets	6(ii)	38.11	72.46
(iii) Other balances with banks	6(iii)	646.42	411.93
(f) Other non-current assets	7	47.85	39.44
Total non-current assets		**2,746.24**	**2,591.15**
II Current Assets			
(a) Inventories	8	161.26	484.18
(b) Financial assets			
(i) Trade Receivables	9	1,713.53	1,252.60
(ii) Cash and cash equivalents	10	82.20	124.59
(iii) Bank Balances other than (ii) above	11	813.49	841.34
(c) Other current assets	12	75.14	105.31
Total current assets		**2,845.63**	**2,808.02**
TOTAL ASSETS		**5,591.87**	**5,399.17**
B EQUITY AND LIABILITIES			
I Equity			
(a) Equity share capital	13	466.29	466.29
(b) Other equity	14	2,888.80	2,476.86
Total Equity		**3,355.09**	**2,943.15**
II Liabilities			
(1) Non-current liabilities			
(a) Financials liabilities			
(i) Borrowings	15	268.21	222.20
(b) Provisions	16	91.98	102.72
(c) Deferred tax liabilities (net)	17	100.15	64.40
Total non-current liabilities		**460.35**	**389.32**
(2) Current liabilities			
(a) Financials liabilities			
(i) Borrowings	18	361.84	807.17
(ii) Trade payables			
(a) total outstanding dues of micro and small enterprises		29.40	-
(b) total outstanding dues of creditors other than micro and small enterprises	19	677.52	720.42
(iii) Other financial liabilities	20	210.44	262.86
(b) Provisions	21	148.58	123.51
(c) Other current liabilities	22	348.66	152.73
Total current liabilities		**1,776.43**	**2,066.69**
TOTAL EQUITY AND LIABILITIES		**5,591.87**	**5,399.17**

Corporate information and significant accounting policies
See accompanying notes (1-41) forming part of the financial statements

In terms of our report attached.

For Sanmarks & Associates.
Chartered Accountants
(Firm's Reg no. 003343N)

CA Arvind Gupta
Partner
(M.No. 092101)

Place: Faridabad
Date: 28 June, 2021

For and on behalf of the Board of Directors

Madhu Mittal
Managing Director
(DIN: 00006418)

Ansh Mittal
Director
(DIN: 00041986)

Virendra Kumar Gupta
Director - CFO
(DIN: 00006461)

Ankur Goyal
Company Secretary
(Membership No. 26065)

STATEMENT PROFIT & LOSS STATEMENT FOR THE YEAR ENDING 31ST MARCH, 2021

Amount in 'Lacs

	Particulars	Note No.	As At 31st March, 2021	As At 31st March, 2020
I	**Revenue from operations**	23	4,096.20	3,903.73
II	**Other income**	24	136.81	220.10
III	**Total Income (I+II)**		**4,233.01**	**4,123.82**
IV	**Expenses**			
	(a) Cost of materials consumed	25	2,138.25	2,059.45
	(b) Changes in inventories of finished goods, stock-in-trades and work-in-progress	26	83.12	(26.63)
	(c) Employee benefit expense	27	733.71	904.27
	(d) Depreciation and amortisation expense	4 & 28	95.89	96.54
	(e) Other expenses	29	498.65	573.19
	(f) Finance costs	30	106.96	110.14
	Total Expenses (IV)		**3,656.58**	**3,716.97**
V	**Profit/(loss) before tax (III – IV)**		**576.43**	**406.85**
VI	Tax expense:	31		
	- Current tax		141.77	98.66
	- Deferred tax		33.39	31.86
	Total tax expense (VI)		175.16	130.51
VII	**Profit after tax (V-VI)**		**401.27**	**276.34**
VIII	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
	-Changes in fair value of FVOCI equity instruments		3.64	(2.56)
	-Remeasurement of post employee benefit obligations		9.38	(14.46)
	-Income Tax relating to the items that will not be reclassified to profit or loss		(2.36)	3.64
	Items that may be reclassified to profit or loss			-
	Total other comprehensive income for the year (VIII)		10.66	(13.39)
IX	**Total comprehensive income**		411.93	262.95
	Earnings per equity share			
	(1) Basic (in Rs.)	36	8.61	5.93
	(2) Diluted (in Rs.)	36	8.61	5.93

In terms of our report attached.
For Sanmarks & Associates.
Chartered Accountants
(Firm's Reg no. 003343N)

CA Arvind Gupta
Partner
(M.No. 092101)

Place: Faridabad
Date: 28 June, 2021

For and on behalf of the Board of Directors

Madhu Mittal
Managing Director
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(DIN: 00041986)

Virendra Kumar Gupta
Director - CFO
(DIN: 00006461)

Ankur Goyal
Company Secretary
(Membership No. 26065)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2021 — **Amount in 'Lacs**

Sr. No.	Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
A	**Cash flows from operating activities**		
	Net profit before tax	576.43	406.85
	Adjustments for:		
	-Depreciation and amortisation expense	95.89	96.54
	- (Profit)/Loss on disposal of property, plant and equipments (net)	(1.27)	(104.38)
	- Finance Costs	103.54	105.62
	- Interest & Dividends Received	(88.45)	(86.39)
	Operating profit before working capital changes	686.15	418.24
	Changes in working capital		
	(Increase)/decrease in trade receivables	(460.93)	38.30
	(Increase)/decrease in other financial and non-financial assets	30.17	(13.76)
	(Increase)/decrease in inventories	322.92	(122.01)
	Increase/(decrease) in trade payables	(13.51)	(33.25)
	Increase/(decrease) in other financial and non-financial liabilities and provisions	137.16	(126.70)
	Net change in working capital	15.81	(257.42)
	Cash generated from operations	701.96	160.82
	Direct taxes paid and others	(111.71)	(98.66)
	Net cash flow from operating activities (A)	590.25	62.16
B	**Cash flow from investing activities**		
	Payments for property, plant and equipment and intangible assets	(39.68)	(81.99)
	Proceeds from disposal of property, plant and equipment and intangible assets	2.17	111.62
	Loan (paid)/taken to/from Govt. Authorities & others	(8.41)	(12.11)
	Proceeds from redemption/ sale of equity shares	-	-
	Other financial assets	34.35	34.69
	Interest / dividends received	88.45	86.39
	Purchase of Investment property	-	-
	Investment in Term Deposit	(206.64)	(105.91)
	Net cash flow from investing activities (B)	(129.77)	32.69
C	**Cash flow from financing activities**		
	Repayment of long-term borrowings	46.02	(125.96)
	Net increase / (decrease) in working capital and short-term borrowings	(445.34)	289.08
	Interest paid on borrowings	(103.54)	(105.62)
	Payment of dividend & Tax	-	(141.21)
	Net cash generated from financing activities (C)	(502.86)	(83.71)
	Net increase /(decrease) in cash and cash equivalents (A+B+C)	(42.38)	11.15
	Cash and cash equivalents at the beginning of the year	124.59	113.44
	Effect of fair valuation of cash and cash equivalents		
	Cash and cash equivalents on account of business combinations	(42.38)	11.15
	Cash and cash equivalents at the end of the year	82.20	124.59
	Reconciliation of cash and cash equivalents with the balance sheet		
	Cash and cash equivalents as per balance sheet	82.20	**124.59**
	Cash on hand	4.89	12.55
	Balance with banks	77.31	112.04
	Total	**82.20**	**124.59**

In terms of our report attached.

For Sanmarks & Associates.
Chartered Accountants
(Firm's Reg no. 003343N)

CA Arvind Gupta
Partner
(M.No. 092101)

Place: Faridabad
Date: 28 June, 2021

For and on behalf of the Board of Directors

Madhu Mittal
Managing Director
(DIN: 00006418)

Ansh Mittal
Director
(DIN: 00041986)

Virendra Kumar Gupta
Director - CFO
(DIN: 00006461)

Ankur Goyal
Company Secretary
(Membership No. 26065)

Statement of Changes in Equity for the years ended 31 March, 2021 and 31 March, 2020

(A) Equity share capital

Particulars	Amount in Lacs
Balance as at March 31, 2020	**4,66.29**
Changes in equity share capital during the year	-
Balance as at March 31, 2021	**4,66.29**

(B) Other Equity **Amount in 'Lacs**

Particulars	Reserves & Surplus			Other Reserves/ (Deficits)	Total
	Securities Premium Reserve	Reserves on Amalga-mation	Retained Earnings	FVOCI equity investments	
Balance as at March 31, 2020	**13.38**	**85.65**	**2,389.85**	**(12.02)**	**2,476.87**
Profit/loss for the year			401.27		401.27
Other comprehensive income for the year			-	10.66	10.66
Total comprehensive income			-	10.66	10.66
Other adjustments due to IND AS			-		-
Balance as at March 31, 2021	**13.38**	**85.65**	**2,791.12**	**(1.35)**	**2,888.80**

Notes forming part of the Financial Statments

Note **Particulars**

1.00 Corporate information

Cenlub Industries Limited ("the Company") is an engineering company primarily engaged in designing, engineering, manufacturing, supply, installation, and erection of Lubrication systems. The company is headquatered in Faridabad, Haryana. The company is listed in BSE limited of India. The Financial Statements were approved by the Board of Directors and authorised for issue on June 28, 2021.

2.00 Significant accounting policies:

2.01 Basis of accounting and preparation of financial statements

These Financial Statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards ('Ind AS') as notified under the Companies (Indian Accounting Standard) Rules, 2015 and Companies (Indian Accounting Standard) Amendment Rules, 2016 as applicable.

The Ind AS financial statement have been prepared on accrual & going concern basis. The Accounting policies are applied consistently to all the periods presented in the Ind AS financial statements.

2.02 Basis of measurement

The financial statements have been prepared on the historical cost basis except for:

-certain financial assets and liabilities, plan assets of the defined benefit plan and equity settled share based payment that are measured at fair values at the end of each reporting period;

-certain fixed assets of the company were fair valued in earlier years (prior to transition date),

2.03 Use of estimates and judgements

The preparation of Ind AS financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of the Ind AS financial statements and reported amounts of income and expense for the years presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected

Key source of estimation of uncertainity at the date of financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of goodwill, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of Deferred Tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period.

Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligations at the Balance sheet date. These are reviewed at each Balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

2.04 Revenue recognition

Revenue is measured at the fair value of consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

2.04.1 Sale of Goods:

Timing of Recognition: Revenue from sale of goods are recognised when significant risks and rewards are transferred in accordance with the terms of sale, and there is no unfulfilled obligation that could affect the customers' acceptance of the products.

Measurement of Revenue: Revenue is measured at the Fair Value of the consideration received or receivables sales are recognised when the significant risks and rewards of ownership are transferred to the buyer. Revenue is disclosed net of GST and net of returns trade allowances, rebates and liquidated damages.

2.04.2 Rendering of Services: Revenue from services is recognised on rendering of services
Timing of Recognition: Installation and commissioning revenue is recognised in the period in which the services are rendered. Service revenue from extended warranty and annual maintenance contract are recognised on time proportion basis over the period of contract.

Measurement of Revenue: Revenue from services are disclosed exclusive of GST

2.04.3 Dividend and Interest Income: Dividend income from investments is recognised when the shareholder's right to receive payment has been estabilished (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably)

2.05 Government grants - Export incentives:

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

2.06 Borrowing costs

Borrowing costs include:

(i) interest expense calculated using the effective interest rate method,
(ii) finance charges in respect of finance leases, and
(iii) exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in statement of profit and loss in the period in which they are incurred.

2.07 Leases

Finance Lease

Assets taken on lease by the company in its capacity as lessee, where the company has substantially all the risks and rewards of ownership are classified as finance lease. Such leases are capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised on an equivalent amount. Each lease rent paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Operating Lease

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating lease. Operating lease payments are recognised on a straight line basis over the lease term in the statement of profit and loss, unless the lease agreement explicitly states that the increase is on account of inflation.

2.08 Employee benefits

- Retirement benefits costs and termination benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to statement of profit and loss. Past service cost is recognised in statement of profit and loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement

The Company presents the first two components of defined benefit costs in statement of profit and loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the consolidated balance sheet represents the actual deficit or surplus in the company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

- Defined contribution plan

Contribution to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits.

- Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised at an actuarially determined liability at the present value of the defined benefit obligation at the Balance sheet date. In respect of compensated absences expected to occur within twelve months after the end of the period in which the employee renders the related services, liability for short-term employee benefits is measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

2.09 Cost recognition

Cost and Expenses are recognised when incurred and have been classified according to their nature.

The cost of the Company are broadly categorised in employee benefit expense, depreciation and amortisation and other expense. Employee benefit expenses include employee compensation, allowances paid, contribution to various funds and staff welfare expenses. Other expenses mainly include fees to external consultant, travel expenses, cost of equipment and software licenses, communication costs, and other expenses. Other miscellaneous expenses is aggregation of costs which are individually not material such as printing & stationery, AGM expenses, festival celebration expenses, other general expense etc.

2.10 Taxes on income

Income tax expense represents the sum of the tax currently payable and deferred tax.

- Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the consolidated statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

- Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.
The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India which is likely to give future economic benefits in the form of availability of set-off against future tax liability. Accordingly, MAT is recognised as deferred tax asset in the Balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

- Current and deferred tax for the year

Current and deferred tax are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

2.11 Property, plant and equipment

Property, plant and equipment held for use in the production or supply of goods or services, or for administrative purposes, are stated in the consolidated balance sheet at cost less accumulated depreciation and accumulated impairment losses.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Freehold land is not depreciated

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

	Assets	Useful Lives
1.	Plant and Equipment	15 years
2.	Furnitures & Fixtures	10 years
3.	Office Equipment	5 years
4.	Buildings	30 years
5.	Computer	3 Years
6.	Tools & Equipments	5 years
7.	Electrical Installation	10 years
8.	Vehicles	8-10 years
9.	Air Conditioner	5 years

Depreciation on tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in statement of profit and loss.

When an item of property, plant and equipment is acquired in exchange for a non-monetary asset or assets, or a combination of monetary and non-monetary assets, the cost of that item is measured at fair value (even if the entity cannot immediately derecognise the asset given up) unless the exchange transaction lacks commercial substance or the fair value of neither the asset received nor the asset given up is reliably measurable. If the acquired item is not measured at fair value, its cost is measured at the carrying amount of the asset given up.

2.12 Investment property

Properties that is held for long-term rentals or for capital appreciation or both, and that is not occupied by the company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of the investment property is replaced, the carrying amount of the replaced part is derecognised.

Investment property are depreciated using the straight line method over their estimated useful lives. Investment properties generally have a useful life of 25-40 year. The useful life would be determined based on technical evaluation performed by the management's expert.

2.13 Intangible Assets

Costs associated with maintaining software programmes are recognised as an expense as incurred. Separately acquired software's are shown at transaction cost. They are subsequently carried at cost less accumulated amortisation.

Assets	Useful Lives
Software	3 years

2.14 Impairment of assets

2.14.1 Impairment of financial assets:
The company assesses at each date of balance sheet, whether a financial asset or a company of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured though a loss allowance. The company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the twelve-month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly, since initial recognition.

2.14.2 Impairment of other assets:
At the end of each reporting period, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in statement of profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior year. A reversal of an impairment loss is recognised immediately in statement of profit and loss.

2.15 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost of raw materials comprises cost of purchases. The cost of finished goods and work in progress includes raw materials, direct labour, other direct costs and appropriate portion of variable and fixed overhead expenditure, computed on normal capacity. Costs are assigned to individual items of inventory on a first-in first-out basis. Cost of inventories also include all others costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates, discounts and refundable duties and taxes. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

2.16 Cash and bank balances

Cash and bank balances also include fixed deposits, margin money deposits, earmarked balances with banks and other bank balances which have restrictions on repatriation. Short term and liquid investments being subject to more than insignificant risk of change in value, are not included as part of cash and cash equivalents.

2.17 Provisions

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that the company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent liabilities are disclosed in notes when there is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

2.18 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

2.19 Financial instruments

2.19.1 Financial assets and financial liabilities

Financial assets and financial liabilities are recognised when a company entity becomes a party to the contractual provisions of the instruments.

2.19.2 Initial recognition and measurement:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in statement of profit and loss.

2.19.3 Subsequent measurement:

- Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and contractual terms of financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

- Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it measured at amortised cost or fair value through other comprehensive income on initial recognition. The transaction cost directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in the statement of profit and loss.

- Financial liabilities

Financial liabilities are measured at amortised cost using effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

- Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the company are recognised at the proceeds received net off direct issue cost.

2.20 Earning Per Share

Basic earning per share are computed by dividing profit and loss attributable to equity shareholders of the company by the Weighted average number of equity shares outstanding during the year. The Company did not have any potentially dilutive securities in the year.

2.21 Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards.There is no such notification which would have been applicable from 1st April, 2021.

MCA issued notifications dated 24th March, 2021 to amend Schedule III to the Companies Act, 2013to enhance the disclosures required to be madeby the Company in its financial statements. Theseamendments are applicable to the Company for thefinancial year starting 1st April, 2021

Estimation of uncertainties relating to the global health pandemic from COVID-19:

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, intangibles, investments and other assets. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external sources of information. The Company has reviewed the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

NOTE : 3 PROPERTY, PLANT AND EQUIPMENT

Amount in 'Lacs

Particulars	Plant & Equipment	Furnitures & Fixtures	Office Equipment	Land	Buildings	Tools & Equipments	Electrical Installation	Vehicle	Air Conditioners	Total	Capital Work in progress
Gross Carrying Cost / Deemed cost											
As at 31 March 2020	464.51	71.90	33.21	708.50	995.47	18.48	16.94	206.21	3.87	2,519.10	-
Additions	12.55	1.23	0.59	22.56	-	2.70	0.05	-	-	39.68	
Disposals	-	0.16	-	-	-	0.01	-	3.20	-	3.38	-
As at 31 March 2021	477.06	72.97	33.81	731.06	995.47	21.17	16.99	203.01	3.87	2,555.41	-
Depreciation											
As at 31 March 2020	263.82	47.30	28.83	-	177.12	16.72	12.86	85.29	2.94	634.87	-
Depreciation charge for the year	29.86	5.60	1.11	-	34.19	0.66	0.88	22.21	0.39	94.90	
Disposals	-	-	-	-	-	-	-	2.47	-	2.47	
As at 31 March 2021	293.69	52.90	29.94	-	211.30	17.38	13.73	105.03	3.33	727.30	-
Net Book Value											
As at 31 March 2020	**200.69**	**24.61**	**4.39**	**708.50**	**818.35**	**1.76**	**4.08**	**120.92**	**0.93**	**1,884.23**	**-**
As at 31 March 2021	**183.38**	**20.07**	**3.86**	**731.06**	**784.17**	**3.79**	**3.26**	**97.98**	**0.55**	**1,828.11**	**-**

Note: 4 Investment Property

Amount in Lacs

Particulars	*As at 31st March 21*	*As at 31st March 20*
Opening gross carrying amount / deemed cost	177.13	177.13
Add : Transfers / additions during the year	-	-
Less: Deletions during the year	-	-
Add/ (Less): Exchange Translation adjustment	-	-
Gross Block	177.13	177.13
Accumulated Depreciation		
Opening Balance	-	-
Add: Depreciation for the year	-	-
Add/ (Less): Exchange Translation adjustment	-	-
Closing Accumulated Depreciation	-	-
Net Investment Properties	177.13	177.13

(i) Estimation of fair value

The fair value of investment property is considered equivalent to the carrying cost of the properties by the management, based on prevailing stage of completion since properties are under construction and physical possession has not been offered.

NOTE 5 : OTHER INTANGIBLE ASSETS

Amount in Lacs

Particulars	Software
Gross Carrying Cost / Deemed cost	
As at 31 March 2020	21.43
Additions	-
Disposals	-
As at 31 March 2021	21.43
Amortisation	
As at 31 March 2020	17.85
Amortization charge for the year	0.99
Disposals	-
As at 31 March 2021	18.84
Net carrying amount	
As at 31 March 2020	**3.59**
As at 31 March 2021	**2.59**

Note: 6 Non Current Assets - (i) Investments ***Amount in Lacs***

Particulars	***As at 31st March 21***	***As at 31st March 20***
Investments at Fair Value Through Other Comprehensive Income (FVTOCI):		
Investment in non-group companies:		
Equity Shares (Fully Paid) - Quoted		
- 600 shares (As at March 31, 2021: 600) shares of Rs. 1 each fully paid up in Jai Corp Ltd., India)	0.51	0.29
- 1500 shares (As at March 31, 2021: 1500) shares of Rs. 2 each fully paid up in Jaiprakash Associates Ltd., India)	0.10	0.02
- 1500 shares (As at March 31, 2021: 1500) shares of Rs. 10 each fully paid up in Jaiprakash Power Ventures Ltd., India)	0.05	0.01
- 410 shares (As at March 31, 2021: 410) shares of Rs. 1 each fully paid up in JSW Steel Ltd., India)	1.92	0.73
- 1500 shares (As at March 31, 2021: 1500) shares of Rs. 1 each fully paid up in Vedanta Ltd., India)	3.43	1.31
- 10000 shares (As at March 31, 2021: 10000) shares of Rs. 1 each fully paid up in Sunil Hitech Engineers Ltd., India)	-	-
- 1000 shares (As at March 31, 2021: 1000) shares of Rs. 1 each fully paid up in Mercator Ltd., India)	0.02	0.02
Total FVTOCI investments	6.02	2.38
Total	**6.02**	**2.38**

Note: 6 Non Current Assets - (ii) Other Financial Assets ***Amount in Lacs***

Particulars	*As at 31st March 21*	*As at 31st March 20*
Other financial assets - amortized cost		
Margin Money Fixed Deposits	-	26.85
Earnest Money (Non-Current)	38.11	45.62
Other Assets	-	-
Total	38.11	72.46

Note: 6 Non Current Asset - (iii) Other balances with banks ***Amount in Lacs***

Particulars	*As at 31st March 21*	*As at 31st March 20*
Term Deposits (Others)		
– More than 1 year maturity	646.42	411.93
Total	646.42	411.93

Note: 7 Other Non- Current Assets ***Amount in Lacs***

Particulars	*As at 31st March 21*	*As at 31st March 20*
(Unsecured, considered good, unless otherwise stated)		
Loans and advances		
- Security Deposits	36.63	26.87
Deposits with Government, Public bodies and others:		
- Governement Authorities	11.23	12.57
Total	47.85	39.44

Note: 8 Inventories

Amount in Lacs

Particulars	As at 31st March 21	As at 31st March 20
Raw Materials	52.04	290.39
Work-in-Progress	58.95	163.50
Finished Goods	42.00	20.81
Stock-in-Trade	6.52	6.27
Stores and Spares	1.75	3.20
Total	161.26	484.18
Total inventories at the lower of cost and net realisable value	**161.26**	**484.18**

Note: 9 Current Assets - Trade Receivables

Amount in Lacs

Particulars	As at 31st March 21	As at 31st March 20
Unsecured, considered good		
Trade receivables	1,713.53	1,252.60
Total	1,713.53	1,252.60

Note: 10 Current Assets - Cash & Cash Equivalents

Amount in Lacs

Particulars	As at 31st March 21	As at 31st March 20
Balances with banks:		
– In current accounts	72.12	106.78
Cash on hand	4.89	12.55
Other bank balances:		
– Unpaid dividend accounts	5.20	5.26
Total	82.20	124.59

Note: 11 Current Assets - Bank Balances other than (ii) above

Amount in Lacs

Particulars	***As at 31st March 21***	***As at 31st March 20***
Term Deposits (Others) – Less than 1 year maturity	813.49	841.34
Total	813.49	841.34

Note: 12 Current Assets - Other Current Assets

Amount in Lacs

Particulars	***As at 31st March 21***	***As at 31st March 20***
(Considered Good, Unsecured unless stated otherwise)		
Advances and Claims Recoverable		
- Employee related	4.45	6.02
- Prepaid expenses	4.87	5.23
- Interest accrued on deposits	17.85	17.40
- Other Advances	30.46	49.50
Balances with Customs, Excise and Sales Tax Authorities	2.09	3.70
Tax Payment (Net of Provision)	-	23.45
Total other current assets	75.14	105.31

Note: 13 Share Capital

Amount in Lacs

Particulars	***As at 31st March 21***	***As at 31st March 20***
AUTHORIZED CAPITAL		
55,10,000 Equity Shares of Rs. 10/- each	551.00	551.00
Total	551.00	551.00
ISSUED , SUBSCRIBED & FULLY PAID UP CAPITAL		
46,62,899 Equity Shares of Rs. 10/- each	466.29	466.29
Total	466.29	466.29

NOTE:

1 The Company has only one class of shares referred to as equity shares having a par value of Rs. 10. Each holder of equity shares is entitled to one vote per share.

2 The Company has not declared any dividend during the year.

3 **Reconciliation of the Number of shares**

Particulars	***As at 31st March 21 No. of Shares***	***As at 31st March 20 No. of Shares***
Balance at the beginning of the reporting period	46.63	46.63
Changes in equity share capital during the year	-	-
Balance at the end of the reporting period	46.63	46.63

4 **Shares held by each shareholder holding more than 5% shares**

Promoters' Holding	**31st March 2021**		**31st March 2020**	
	% Holding	**No. of Shares**	**% Holding**	**No. of Shares**
Vijendra Kumar Mittal	18.88	8.81	18.86	8.80
Madhu Mittal	15.71	7.32	14.96	6.98
Ansh Mittal	7.45	3.47	7.38	3.44

Note: 14 Other Equity

Amount in Lacs

Particulars	***As at 31st March 21***	***As at 31st March 20***
Securities Premium Account	13.38	13.38
Reserve on Amalgamation	85.65	85.65
Retained Earnings	2,798.14	2,389.85
Other Reserves/ (Deficits)	(8.37)	(12.02)
Total	2,888.80	2,476.86

(i) Securities Premium Account

Amount in Lacs

Particulars	***As at 31st March 21***	***As at 31st March 20***
Opening Balance	13.38	13.38
Additions during the year	-	-
Closing Balance	13.38	13.38

(ii) Reserve on Amalgamation *Amount in Lacs*

Particulars	As at 31st March 21	As at 31st March 20
Opening Balance	85.65	85.65
Additions during the year	-	-
Closing Balance	85.65	85.65

(iii) Retained Earnings *Amount in Lacs*

Particulars	As at 31st March 21	As at 31st March 20
Opening Balance	2,389.85	2,265.55
Add: Transferred from P&L	401.27	276.34
Remeasurement of defined employee benefit plans (net of taxes)	7.02	(10.82)
Dividend & Tax thereon	-	(141.21)
Closing Balance	2,798.14	2,389.85

(iv) Other Reserves/ (Deficits) *Amount in Lacs*

Particulars	FVOCI Equity Instruments
As at March 31, 2020	**(12.02)**
Change in Fair Value of FVOCI equity instruments	(3.64)
As at March 31, 2021	**(8.37)**

Securities Premium Reserve

Securities Premium Reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

Reserve on Amalgamation

This reserve was created at the time of amalgamation and mergers carried out in earlier year. The reserve is utilised in accordance with the provisions of the Act.

Retained Earnings

Retained earnings is a general reserve of a Company which are kept aside out of the Company's profits to meet future (known or unknown) obligations.

FVOCI Equity Investments

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity Investment reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

Note: 15 Non Current Liabilities -Financial Liabilities- Borrowing ***Amount in Lacs***

Particulars	***As at 31st March 21***	***As at 31st March 20***
Secured Borrowings		
From Banks		
Term Loan (Bank)	441.54	337.92
Term Loan (NBFC)	-	0.85
Less: Shown in Current Maturities of Long Term Debt	(173.33)	(116.57)
Unsecured Borrowings		
Term Loan	-	-
Less: Shown in Current Maturities of Long Term Debt	-	-
Total	**268.21**	**222.20**

(i) Details of Loan ***Amount in Lacs***

Name of Bank	**Loan Amount**	**Date of Loan**	**Balance as on 31st March, 2021**	**Balance EMI Months as at 31st March 2021**	**ROI**	**Security**
HDFC BANK BBG TERM LOAN A/C	400.00	03.10.2018	176.91	19	8.35%	233-234-235 SECTOR 58, FARIDABAD
HDFC BANK (IGNIS) A/C	5.58	27.03.2018	0.18	1	9.05%	Vehicle
HDFC BANK LOAN A/C (BMW)	36.00	7.10.2018	26.37	56	8.85%	Vehicle
HDFC BANK (MARUTI CNG)	4.38	16.04.2018	0.14	1	9.00%	Vehicle
HDFC BANK (GENRATOR) LOAN A/C	6.83	13.03.2019	2.62	12	14.00%	Generator
HDFC BANK (BMW LOAN A/C BANGLORE)	30.00	26.09.2018	17.10	31	8.60%	Vehicle
HDFC BANK (WC TERM LOAN GECL)	218.23	26.06.2020	218.23	39	8.25%	UNSECURED LOANS

(ii) Assets pledged as security ***Amount in Lacs***

Name of Assets	***Note***	**Net Carrying Cost**	
		As at 31st March 21	***As at 31st March 20***
Buildings	3	552.49	577.24
Land	3	456.04	456.04
Vehicles	3	71.13	94.45
Cash and Cash Equivalents	10	100.00	100.00
Trade Receivables	9	1,713.53	1,252.60
Inventories	8	161.26	484.18
Plant and Equipment	3	5.26	6.44

Note: 16 Non Current Liabilities- Provisions

Amount in Lacs

Particulars	As at 31st March 21	As at 31st March 20
Provision for Compensated absences (Note 34)	21.17	20.31
Provision for Gratuity (Note 34)	70.81	82.41
Total	91.98	102.72

Note: 17 Deferred Tax Liabilities (net)

Amount in Lacs

Particulars	As at 31st March 21	As at 31st March 20
Deferred tax liabilities (net)	100.15	64.40
Total	100.15	64.40

Note: 18 Current Liabilities- Financial Liabilities - (i) Borrowings

Amount in Lacs

Particulars	As at 31st March 21	As at 31st March 20
Secured		
From Banks		
Cash credit and other borrowings	361.84	807.17
Total	361.84	807.17

NOTE:

1. Cash Credit and other borrowings are guaranteed by directors Mr. Vijendra Kuamr Mittal, Mrs. Madhu Mittal, Mr. Aman Mittal & Mr. Ansh Mittal
2. Cash Credit limit is secured by first & exclusive charge on All current assets of the company and immoveable properties situated at 233-235 Sector 58, Faridabad, Haryana
3. Rate of Interest for CC 8.15% & for WCDL 8.00%

Note: 19 Current Libilities- Financial Liabilities- Trade Payables

Amount in Lacs

Particulars	As at 31st March 21	As at 31st March 20
Total Outstanding of		
Micro, Small and medium enterprises (MSME) (refer Note 33)	29.40	-
Other than Micro and Small Enterprises	677.52	720.42
Total	706.91	720.42

Note: 20 Current Liabilities- Other Financial Liabilities

Amount in Lacs

Particulars	As at 31st March 21	As at 31st March 20
Financial liabilities at fair value through OCI		
Current Maturities of Long Term Debt		
- From Banks	173.33	116.57
- From Others	-	100.24
Rental Deposits	21.92	25.78
Unpaid dividends*	5.20	5.26
Dues to Directors	10.00	15.00
Total other financial liabilities at amortised cost	210.44	262.86
Total	210.44	262.86

Note: There are no amounts due for payment to the Investor Education & Protection Fund u/s 125 of Companies Act, 2013 as at the year end.

Note: 21 Current Liabilities- Provisions

Amount in Lacs

Particulars	As at 31st March 21	As at 31st March 20
Provision for Compensated Absences (Note 34)	4.07	3.87
Provision for Gratuity (Note 34)	63.59	58.76
Tax Provision	30.06	-
Other Liabilities - Provisions	50.85	60.89
Total	148.58	123.51

Note: 22 Other Current Liabilities

Amount in Lacs

Particulars	As at 31st March 21	As at 31st March 20
Statutory liabilities	77.29	28.72
Advances and Deposits from Customers / Others	242.64	95.41
Other Current Liabilities	28.73	28.60
Total	348.66	152.73

Note: 23 Revenue from Operations

Amount in Lacs

Particulars	For the Year ended 31st March 21	For the Year ended 31st March 20
Sale of Products		
- Finished Goods	4,065.43	3,888.91
- Traded Goods	-	-
Sale of Products (A)	4,065.43	3,888.91
Sale of Services		
- Engineering services	29.73	15.00
- Supervision of installation services	0.90	(0.80)
- Others		
Sale of Services (B)	30.63	14.20
Other Operating Revenue		
- Scrap Sales (Gross)	0.14	0.62
Other Operating Revenue (C)	0.14	0.62
Total (A+B+C)	4,096.20	3,903.73

Note: 24 Other Income

Amount in Lacs

Particulars	For the Year ended 31st March 21	For the Year ended 31st March 20
Dividend income	1.42	0.03
Rental Income	43.36	29.40
Gain on Exchange Fluctuation (Net)	0.18	(0.74)
Net gain/ (loss) on sale of property, plant and equipment	1.27	104.38
Miscellaneous Income	3.55	0.67
Interest Income		
Fixed Deposits with Banks	86.93	86.36
Others	0.10	-
Total	136.81	220.10

Note: 25 Costs Of Material Consumed ***Amount in Lacs***

Particulars	***For the Year ended 31st March 21***	***For the Year ended 31st March 20***
Opening Stock of Raw Materials	290.39	193.51
Add : Purchase of Raw Material	1,869.81	2,125.25
Add: Freight Inward	30.10	31.08
Less: Closing Stock of Raw Materials	52.04	290.39
Total	2,138.25	2,059.45

Note 26 Changes in inventories of finished goods, stock-in-trades and work-in-progress ***Amount in Lacs***

Particulars	***For the Year ended 31st March 21***	***For the Year ended 31st March 20***
(Increase)/ Decrease in stocks		
Stock at the opening of the year:		
Finished Goods	20.81	17.91
Work-in-progress	163.50	140.66
Stock in Trade	6.27	5.39
Total A	190.59	163.96
Stock at the end of the year:		
Finished Goods	42.00	20.81
Work-in-progress	58.95	163.50
Stock in Trade	6.52	6.27
Total B	107.46	190.59
(Increase)/ Decrease in stocks (A - B)	83.12	(26.63)

Note 27 Employee Benefits Expense ***Amount in Lacs***

Particulars	***For the Year ended 31st March 21***	***For the Year ended 31st March 20***
Salaries, Wages and Bonus	655.03	806.01
Contribution to Provident and Other Funds	36.71	49.48
Gratuity	18.64	19.96
Leave Encashment	5.66	5.70
Staff Welfare Expenses	17.67	23.13
Total	733.71	904.27

Note 28 Depreciation and amortization expense ***Amount in Lacs***

Particulars	***For the Year ended 31st March 21***	***For the Year ended 31st March 20***
Depreciation		
Depreciation of property, plant and equipment	94.90	95.31
Depreciation of Intangible Assets	0.99	1.23
Other	-	-
Total	95.89	96.54

Note 29 Other Expenses ***Amount in Lacs***

Particulars	***For the Year ended 31st March 21***	***For the Year ended 31st March 20***
Consumption of stores and spares	64.82	60.84
Power and Fuel	35.71	37.12
Rent (Net of recoveries)	30.59	29.27
Repairs and maintenance - Building	3.60	26.13
Repairs and maintenance - Machinery	9.65	12.78
Repairs and maintenance - Others	10.67	12.35
Insurance	5.55	5.44
Rates and Taxes	3.37	7.75
Travelling and Conveyance	63.72	90.43
Legal and professional charges	20.87	18.72
Security expenses	20.97	21.06
Communication, Telephone, Postage	9.12	12.70
Freight & Forwarding	31.80	36.03
Commission expenses	4.71	10.41
Selling Expense	15.94	22.48
Advertisement and Publicity	3.16	6.44
Bad Debts written off	0.32	1.85
Auditor's Remuneration	2.60	2.00
Processing Charges	58.59	57.03
Packaging & Material	51.43	39.86
Other Miscellaneous Expenses	51.46	62.48
Total	498.65	573.19

Note 30 Finance Costs

Amount in Lacs

Particulars	*For the Year ended 31st March 21*	*For the Year ended 31st March 20*
Interest expenses	103.54	105.62
Bank charges	3.42	4.52
Other Borrowing Costs	-	-
Total	106.96	110.14

Note 31 Tax Expenses

Amount in Lacs

Particulars	*For the Year ended 31st March 21*	*For the Year ended 31st March 20*
Current Tax		
Current Tax on profits for the year	141.77	96.90
Adjustments for current tax of prior periods	-	1.76
Total current tax expense	141.77	98.66
Deferred Tax		
Decrease / (Increase) in deffered tax assets	-	-
(Decrease) / Increase in deffered tax liabilities	33.39	31.86
Total deferred tax expense / (benefit)	33.39	31.86
Total	175.16	130.51

Note No 32 Contingent liabilities

Amount in Lacs

Particulars	*31st March 21*	*31st March 20*
a) Claims against the Company not acknowledged as debt -Disputed excise, custom, service tax and sales tax liabilities arising from assessment proceedings relating to prior year. The outflow, if any, on account of disputed liabilities is dependent on completion of assessments / disposal of appeals and adjustment for payments made under protest	12.79	5.76
b) Bank Guarantees	828.92	683.84

Note:

1. It is not practicable to estimate the timing of cash outflows, if any, in respect of matters (a) above pending reslution of the arbitration/ appellate proceedings. Further, the liabiltiy mentioned in (a) above excludes interest and penalty in cases where the company has determined that the possibility of such levy is remote.

2. In respect of matter (b), the cash outflows, if any, could generally occur upto 3 years, being the period over which the validity of the guarantees extends.

Note No 33 Disclosure required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	31st March 21	31st March 20*
a) Principal amount due to suppliers under MSMED Act, 2006	29.40	-
b) Interest accrued and due to suppliers under MSMED Act, 2006 on the above amount	-	-
c) Payment made to suppliers (other than interest) beyond the appointed day, during the year	-	-
d) Interest paid to suppliers under MSMED Act, 2006 (other than Section 16)	-	-
e) Interest paid to suppliers under MSMED Act, 2006 (Section 16)	-	-
f) Interest due and payable to suppliers under MSMED Act, 2006 for the payments already made	-	-
g) Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED Act, 2006	-	-

The information has been given in respect of such vendors to the extent they could be identified as "Micro and Small" enterprises on the basis of information available with the Company.

The Company has not received any intimation/certificate from its vendors during 2019-20 regarding the status under the Micro, Small and Medium Enterprises Development Act 2006. Accordingly no principle/interest amount is considered to be payable to Mirco, Small & Medium Enterprises.

Note No 34 Employee Benefits Plan

(a) Defined contribution plans
Contributions to Employee's Regional provident Fund, Superannuation Fund, Employees Pension Scheme and Employee's state insurance are recognised as defined contribution plan. The company recognised Rs. 34.41 Lakhs for Employee's Regional provident Fund (previous year Rs. 42.03 Lakhs), Rs. NIL for Superannuation Fund (previous year Rs. NIL), Rs. NIL for Employees Pension Scheme (previous year Rs. NIL), Rs. 0.32 Lakhs for Employee's Welfare Fund (previous year Rs. 0.82 Lakhs) and Rs. 2.28 Lakhs for Employee's state insurance (previous year Rs. 1.35 Lakhs)

(b) Defined benefit plan
The Company offers gratuity and leave encashment benefits, a defined employee benefit scheme of its employees.

The said benefit plan is exposed to actuarial risks as below:

Longevity Risk: The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Investment risk: The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to government/high quality bond yields; if the return on plan asset is below this rate, it will create a plan deficit.

Interest risk: A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

The principal assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Valuation as at			
	31st March 21		31st March 20	
	Gratuity	Compensated Absenses	Gratuity	Compensated Absenses
Discount rate(s)	7.00 % per annum	7.00 % per annum	7.00 % per annum	7.00 % per annum
Expected rate(s) of salary increase	5.00 % per annum	5.00 % per annum	5.00 % per annum	5.00 % per annum
Mortality Rate	IALM 2012-14	IALM 2012-14	IALM 2012-14	IALM 2012-14
Withdrawal rate (Per Annum)	5.00% p.a.	5.00% p.a.	5.00% p.a.	5.00% p.a.

Amounts recognised in statement of profit and loss in respect of these defined benefit plans are as follows:

Amount in Lacs

Particulars	31st March 21		31st March 20	
	Gratuity	Compensated Absenses	Gratuity	Compensate Absenses
Service cost:				
Current service cost	8.76	3.82	10.44	3.80
Net interest expense	9.88	1.69	9.01	1.63
Past Service Cost	-	-	-	-
Components of defined benefit costs recognised in statement of profit and loss	18.64	5.51	19.44	5.43
Remeasurement on the net defined benefit liability:				
Remeasurement return on plan assets [excluding amounts included in net interest expense] (excess) / Short return				
Actuarial (gains) / losses arising from changes in demographic assumptions	-	-	-	-
Actuarial (gains) / losses arising from changes in financial assumptions	-	-	5.10	1.14
Actuarial (gains) / losses arising from changes in experience adjustments	(9.09)	(0.29)	5.37	2.85
Components of defined benefit costs recognised in other comprehensive income	(9.09)	(0.29)	10.47	3.99
Total	9.55	5.22	29.91	9.42

The current service cost, the net interest expense and past service cost for the year are included in the 'Employee benefit expense' line item in the statement of profit and loss. The remeasurement of the net defined benefit liability is included in 'Other comprehensive income'.

The amount included in the balance sheet arising from the entity's obligation in respect of its defined benefit plans is as follows:

Amount in Lacs

Particulars	31st March 21		31st March 20	
	Gratuity	Compensated Absenses	Gratuity	Comensated Absenses
Present value of funded defined benefit obligation	134.40	25.24	141.17	24.17
Fair value of plan assets	-	-	-	-
Funded status	(134.40)	(25.24)	(141.17)	(24.17)
Restrictions on asset recognised	-	-	-	-
Net liability arising from defined benefit obligation	134.40	25.24	141.17	24.17

Movements in the present value of the defined benefit obligation are as follows:

Particulars	Year ended 31st March 21		Year ended 31st March 20	
	Gratuity	Compensated Absenses	Gratuity	Compensate Absenses
Opening defined benefit obligation	141.17	24.17	128.67	23.32
Add/(Less): on account of acquisitions /Business transfers	-	-	-	-
Current service cost	8.76	3.82	10.44	3.80
Interest cost	9.88	1.69	9.01	1.63
Past Service Cost	-	-	-	-
Remeasurement (gains)/losses:	**-**	**-**	**-**	**-**
Actuarial (gains)/losses arising from changes in demographic assumptions	-	-	-	-
Actuarial (gains)/losses arising from changes in financial assumptions	-	-	5.10	1.14
Actuarial (gains)/losses arising from changes in experience adjustments	(0.00)	(0.29)	5.37	2.85
Benefits paid	(16.32)	(4.15)	(17.42)	(8.57)
Closing defined benefit obligation	143.49	25.24	141.17	24.17

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and withdrawal rate. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumption occurring at the end of the reporting period, while holding all other assumptions constant.

If the discount rate increases by 1%, the defined benefit obligation would be Rs. 128.77 Lakhs as at March 31, 2021.

If the discount rate (decreases) by 1%, the defined benefit obligation would be Rs. 140.81 Lakhs as at March 31, 2021.

If the expected salary growth increases by 1%, the defined benefit obligation would be Rs. 138.66 Lakhs as at March 31, 2021.

If the expected salary growth (decreases) by 1%, the defined benefit obligation would be Rs. 130.76 Lakhs as at March 31, 2021.

If the expected withdrawal rate increases by 1%, the defined benefit obligation would be Rs. 135.06 Lakhs as at March 31, 2021.

If the expected withdrawal rate (decreases) by 1%, the defined benefit obligation would be Rs. 133.65 Lakhs as at March 31, 2021.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

There has been no change in the process used by the Group to manage its risks from prior periods.

Note No 35 Operating lease arrangement

Lease arrangements which does not transfer risks and rewards incidental to ownership of an asset is classified under Operating Lease. Lease payments under an operating lease shall be recognised as an expense on a straight-line basis over the lease term.

Particulars	31st March 21	31st March 20
Disclosures in respect of cancellable agreements for office premises taken on lease		
(i) Lease payments recognised in the Statement of Profit and Loss	30.59	29.27
(ii) Significant leasing arrangements The Company has given refundable interest free security deposits under the agreements. The lease agreements are upto 11 months		
(iii) Future minimum lease payments under non-cancellable agreements		
Not later than 1 year	NIL	NIL
Later than 1 year and not later than 5 year	NIL	NIL
Later than 5 year	NIL	NIL
Total	30.59	29.27

Note No 36 Earnings per share

Particulars	31st March 21	31st March 20
Basic earnings per share From continuing operations	8.61	5.93
Diluted earnings per share From continuing operations	8.61	5.93

Earnings used in computing basic and diluted earnings per share

Particulars	31st March 21	31st March 20
Profit/(loss) attributable to the equity holders of the Company From continuing operations	401.27	276.34

Weighted average number of shares used as the denominator

Particulars	31st March 21	31st March 20
Weighted average number of equity shares used as denominator in calculating basic earnings per share	46.63	46.63
Adjustments for calculation of diluted earnings per share		
- employee stock options	-	-
- Share warrants	-	-
Weighted average number of equity shares used as denominator in calculating diluted earnings per share	46.63	46.63

Note No 37 Segment Reporting

The Company's operating business is organised and managed according to a single primary reportable business segment namely 'Lubrication Systems'. Accordingly, information relating to segment reporting as per Accounting Standard Ind 108 'Operating Segment' is not required to be furnished.

Note No 38 Related party transaction

List of the related parties

Relationship	Name
Key Management Personnel (KMP)	V. K. GUPTA, WHOLETIME DIRECTOR V. K. MITTAL, MANAGING DIRECTOR MADHU MITTAL, WHOLETIME DIRECTOR AMAN MITTAL, WHOLETIME DIRECTOR ANSH MITTAL, WHOLETIME DIRECTOR AKANSHA RAWAT, COMPANY SECRETARY (From 01.04.19 to 30.06.19) AKASH RAJAK, COMPANY SECRETARY (From 01.07.19 to 30.11.19) ANKUR GOYAL, COMPANY SECRETARY (From 01.01.20 to 31.03.21)
Relatives of KMP	SWATI MITTAL NILU MITTAL
Enterprise owned or significant influenced by key management personnel and relative of key	SHREE GANAPATI BOXMAKER (P.) LTD., FARIDABAD

Related Party Balances ***Amount in Lacs***

Particulars	Key Management Personnel (KMP)		Relatives of KMP		Enterprise owned or significant influenced by key management personnel and relative of key management personnel	
	As at 31/03/21	As at 31/03/20	As at 31/03/21	As at 31/03/20	As at 31/03/21	As at 31/03/20
Other Financial Assets (Liabilities) and Other Assets (Liabilities)	(10.00)	(15.00)	(0.62)	(0.47)		
Balance of trade payables (net of advance paid) as at					1.26	0.85

Related Party Transaction ***Amount in Lacs***

Particulars	Key Management Personnel (KMP)		Relatives of KMP		Enterprise owned or significant influenced by key management personnel and relative of key management personnel	
	As at 31/03/21	As at 31/03/20	As at 31/03/21	As at 31/03/20	As at 31/03/21	As at 31/03/20
Purchase of materials/services	-	-	-	-	25.27	22.12
Consultancy	3.60	3.30	-	-	-	-
Short Term Employee Benefits paid	166.26	178.02	9.01	8.78	-	-

Note No 39 Financial instruments

Amount in Lacs

Categories of Financial Instruments

Particulars	As at 31/03/21 Carrying Value	As at 31/03/20 Carrying Value
Measured at amortised cost		
(a) Cash and bank balances	1,542.12	1,377.85
(b) Other financial assets at amortised cost	1,751.64	1,325.06
Measured at FVTOCI		
(a) Investments in certain equity instruments designated upon initial recognition	6.02	2.38
Financial liabilities:		
Measured at amortised cost		
(a) Borrowings	630.00	1,029.37
(b) Other financial liabilities	887.96	983.28

Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consist of the following three levels:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Fair value of the Group's financial assets and financial liabilities that are measured at fair value on a recurring basis

Some of the Company's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets and financial liabilities are determined (in particular, the valuation technique(s) and inputs used).

Financial assets / financial liabilities	Fair value as at		Fair value hierarchy	Valuation technique(s) and key input(s)
	31-03-2021	31-03-2020		
Financial assets				
Measured at fair value through profit or loss (FVTPL)				
(a) Mandatorily Measured				
Equity investments - Quoted	6.02	2.38	Level 1	Closing Price taken from recognized stock exchange.
Equity investments - Unquoted	-	-	Level 2	The fair value of unquoted investments is determined based on quoted prices for identical or similar assets or liabilities in markets that are not active.
Financial liabilities	-	-		

Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

Amount in Lacs

Particulars	31st March 2021		31st March 2020	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Borrowings	630.05	630.05	1,029.37	1,029.37

Financial risk management objectives

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

Market risk management

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial intruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Company's exposure to market risk is primarily on account of liquidity risk.

Liquidity Risk

The liquidity risk encompasses any risk that the Company cannot fully meet its financial obligations. To manage the liquidity risk, cash flow forecasting is performed in the operating divisions of the Company and aggregated by Company finance. The Company's finance monitors rolling forecasts of the Company's liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities / overdraft facilities at all times so that the Company does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

The Company had access to the following undrawn borrowing facilities at the end of the reporting period.

Particulars	31st March 2021	31st March 2020
Borrowings		
Total Amount	-	-
Upto 1 Year	-	-
1-5 Years	-	-
More than 5 Years	-	-
Trade Payables		
Total Amount	706.91	720.42
Upto 1 Year	706.91	720.42
1-5 Years	-	-
More than 5 Years	-	-
Other Financial Liabilities		
Total Amount	37.12	46.04
Upto 1 Year	37.12	46.04
1-5 Years	-	-
More than 5 Years	-	-

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit Risk to the company primarily arises from trade receivables. Credit risk also arises from cash and cash equivalents, financial instruments and deposits with banks and financial institutions and other financial assets

The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated equivalent of investment grade and above. The Company has an internal mechanism of determining the credit rating of the customers and setting credit limits. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee annually. Ongoing credit evaluation is performed on the financial condition of accounts receivable.

Interest rate risk

Interest rate risk arises from borrowings. Debt issued at variable rates exposes the Company to cash flow risk. Debt issues at fixed rates exposes the Company to fair value risk.

Interest rate risk is the risk that the fair value of future cash lows of the inancial instruments will luctuate because of changes in market interest rates. The Company's main interest rate risk arises from long-term borrowings with variable rates, which exposes the Company to cash low interest rate risk.

(i) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Amount in Lacs

S.No	Particulars	31st March 2021	31st March 2020
1.	Variable rate borrowings	756.97	1,082.82
2.	Fixed rate borrowings	46.40	63.12
Total Borrowings		**803.37**	**1,145.94**

(i) Sensitivity analysis

For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was:

Amount in Lacs

Particulars	Impact on profit after tax	
	31st March 2021	31st March 2020
Interest rates- increases by 50 basis points*	(2.83)	(4.05)
Interest rates- decreases by 50 basis points*	2.83	4.05

* Holding all other variables constant

Note No 40 Auditors' Remuneration

Auditors' Remuneration (GST): ***Amount in Lacs***

S. No	Particulars	31 March 2021	31 March 2020
a.	For Audit fees	2.00	2.00
b.	For Tax Audit	3.00	3.00
c.	For Taxation matters	-	-

Note No 41 Tax Expense

Amount in Lacs

Particulars	31 March 2021	31 March 2020
Current tax		
Current tax expense	141.77	96.90
Current tax expense relating to prior years	-	1.76
Deferred tax benefit		
Deferred tax (credit) / expense	33.39	31.86
Income Tax Expense reported in the consolidated Statement of Profit and Loss	**175.16**	**130.51**

The reconciliation of estimated income tax expenses at statutory income tax rate to income tax expense reported in statement of profit and loss is as follows:

Particulars	31 March 2021	31 March 2020
Profit before income taxes	**576.43**	**407**
Indian statutory income tax rate	25.17%	25.17%
Expected income tax expense	145.08	102.40
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expenses:		
Income exempt from tax	-	0.03
Effect of expenses that are not deductible in determining taxable profit	2.44	11.76
Tax pertaining to prior years	-	1.76
Deferred Tax effect on various items	33.39	31.86
Others	(20.39)	(3.31)
Total Income tax expense	**160.52**	**144.49**
Effective Tax Rate	**27.85%**	**35.52%**

CENLUB INDUSTRIES LIMITED

CIN: (L67120HR1992PLC035087)

Regd. Office & Works : Plot No. 233-234, Sector-58, Ballabgarh, Faridabad - 121004
Phone No. : 08826794470, 71, 72, 73
E-mail : cenlub@cenlub.in Website : www.cenlub.in

FORM NO. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN:	L67120HR1992PLC035087		
Name of the Company	CENLUB INDUSTRIES LIMITED		
Registered Office:	Plot No-233-234, Sector -58 Faridabad-121004(Haryana)		
Name of the member(s)			
Registered Address :			
E-mail Id			
Folio No./Client Id		DP ID	

I/We, being the member(s) of Cenlub Industries Limited holding.....shares of the above named company, hereby appoint:

1.	Name		
	Address	Signature	
	E-mail id		
	or failing him		
2.	Name		
	Address	Signature	
	E-mail id		
	or failing him		
3.	Name		
	Address	Signature	
	E-mail id		
	or failing him		

As my/our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 29th Annual General Meeting of the Company ,to be held on Friday, the 24th September,2021 at 10.30 A.M. at the TeraPanthBhawan, D-2/13, Anuvrat Marg, Sector-10, DLF Faridabad-21006,(Haryana)and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.as per Notice

S.No.	RESOLUTION	FOR	AGAINST
1.	To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended 31st March,2021along with the Report of the Board of Directors and Auditors thereon.		
2.	To re-appoint Mr.Virendra Kumar Gupta, Director (DIN: 00006461), who retires by rotation.		
3.	To Appointment of Mrs. Madhu Mittal (DIN: 00006418) As Managing Director & CEO of the Company.		
4.	To Re-appointment of Mr.Virendra Kumar Gupta as a Whole TimeDirector and Chief Financial Officer /Nodal Officer of the Company.		
5.	To approve Re-Appointment of Mr. Ashok Kumar Agarwal as Independent Director of the Company for Second Term.		
6.	To Approve Re-Appointment of Mrs. Sujata Arora as Independent Director of the Company for Second Term .		
7.	To Aprove Re-Appointment of Mr. Dinesh Kaushal as Independent Director of the Company for Second Term.		
8.	To approve the Remuneration of Mr. Aman Mittal as Executive Director of the Company.		
9.	To approve the Remuneration of Mr.Ansh Mittal Executive Director of the Company		

Signed this .....day of ....., 2021

Affix a Revenue Stamp

Signature of Member(s)

Signature of the Proxy holder(s)

Notes : This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.

CENLUB INDUSTRIES LIMITED

CIN: (L67120HR1992PLC035087)

Regd. Office & Works : Plot No. 233-234, Sector-58, Ballabgarh, Faridabad - 121004
Phone No. : 08826794470, 71, 72, 73
E-mail : cenlub@cenlub.in Website : www.cenlub.in

Folio No./DP ID/Client ID No.	
No of Shares Held	

ATTENDANCE SLIP

I/We record my/our presence at the 29th Annual General Meeting of the Company to be held at Tera Panth Bhawan, D-2/13, Anuvrat Marg, Sector-10, DLF Faridabad-21006,(Haryana) on Friday, the 24thSeptember, 2020 at 10:30 A.M.

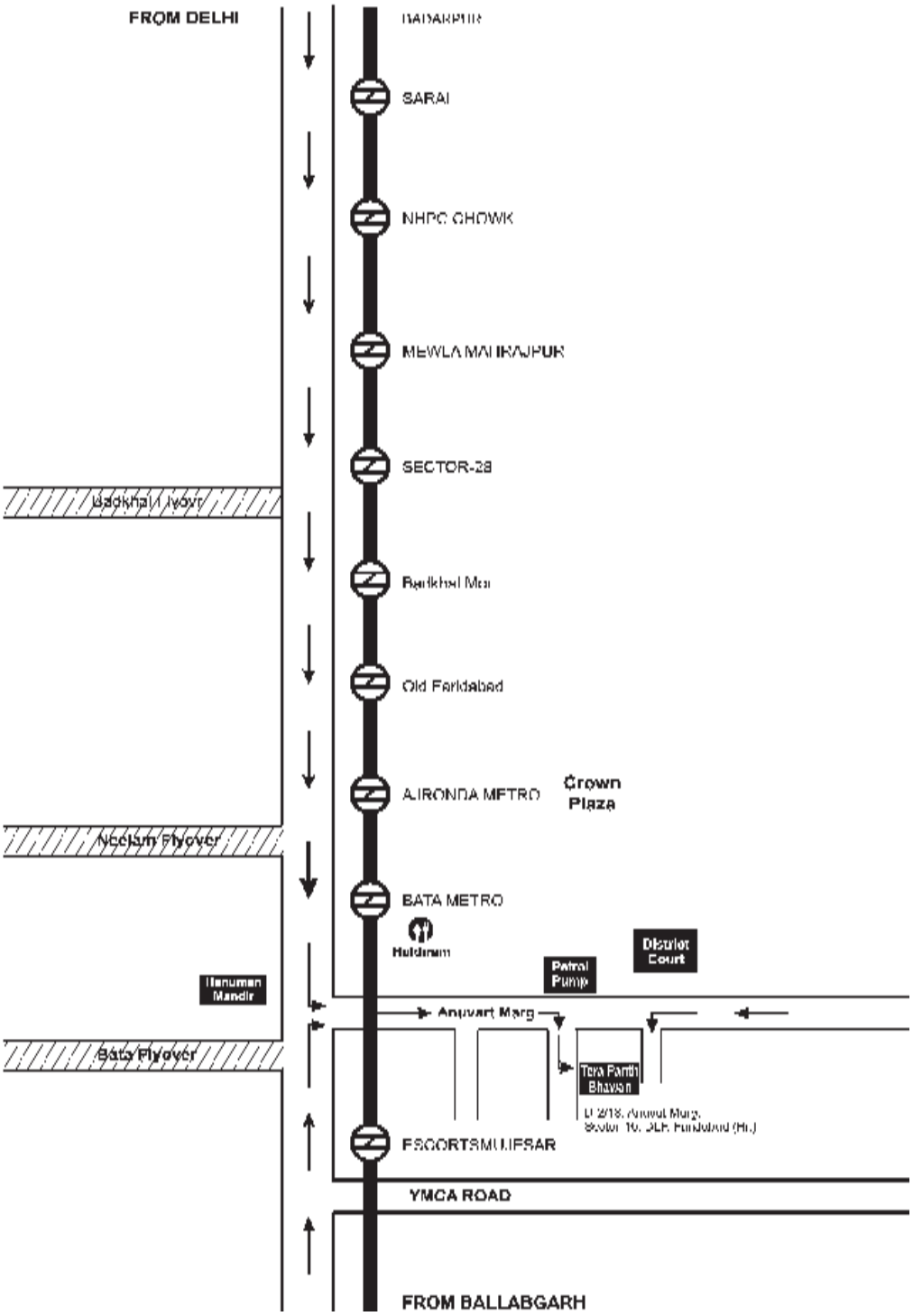
NAME OF THE SHAREHOLDER(S) (in Block Letters)	
SIGNATURE OF THE SHAREHOLDER(S)	
NAME OF THE PROXY (in Block Letters)	
SIGNATURE OF THE PROXY	

NOTE: You are requested to sign and hand over this slip at the entrance of the meeting venue.

The Electronic Voting Particulars are as follows:

EVSN USER ID	**SEQUENCE NO.**	

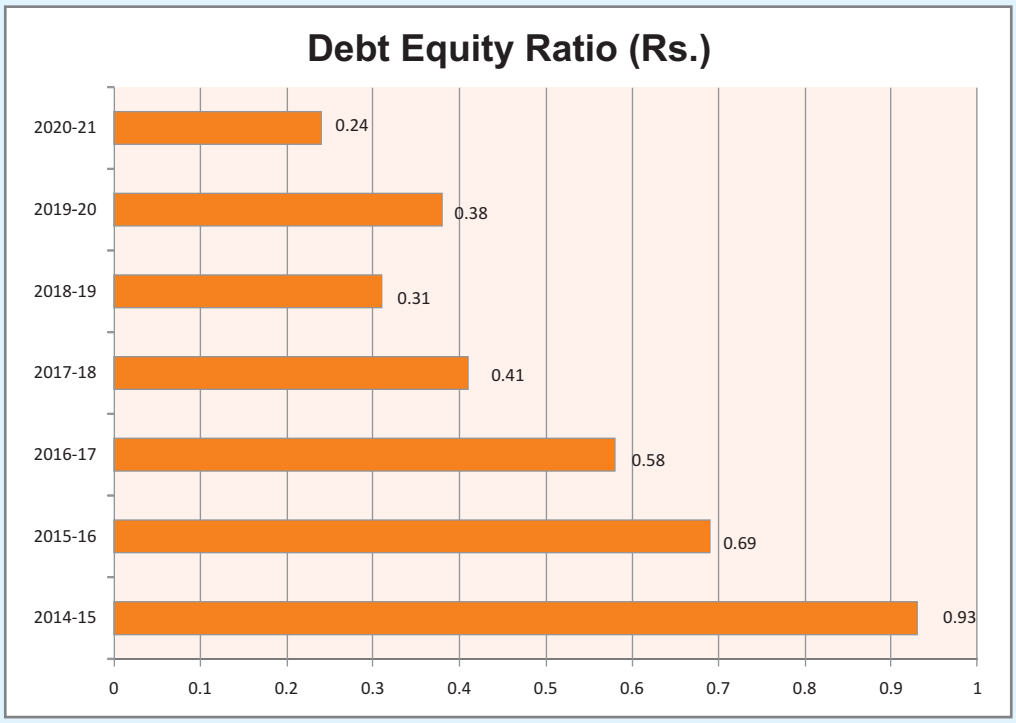
Route Map of Meeting Venue

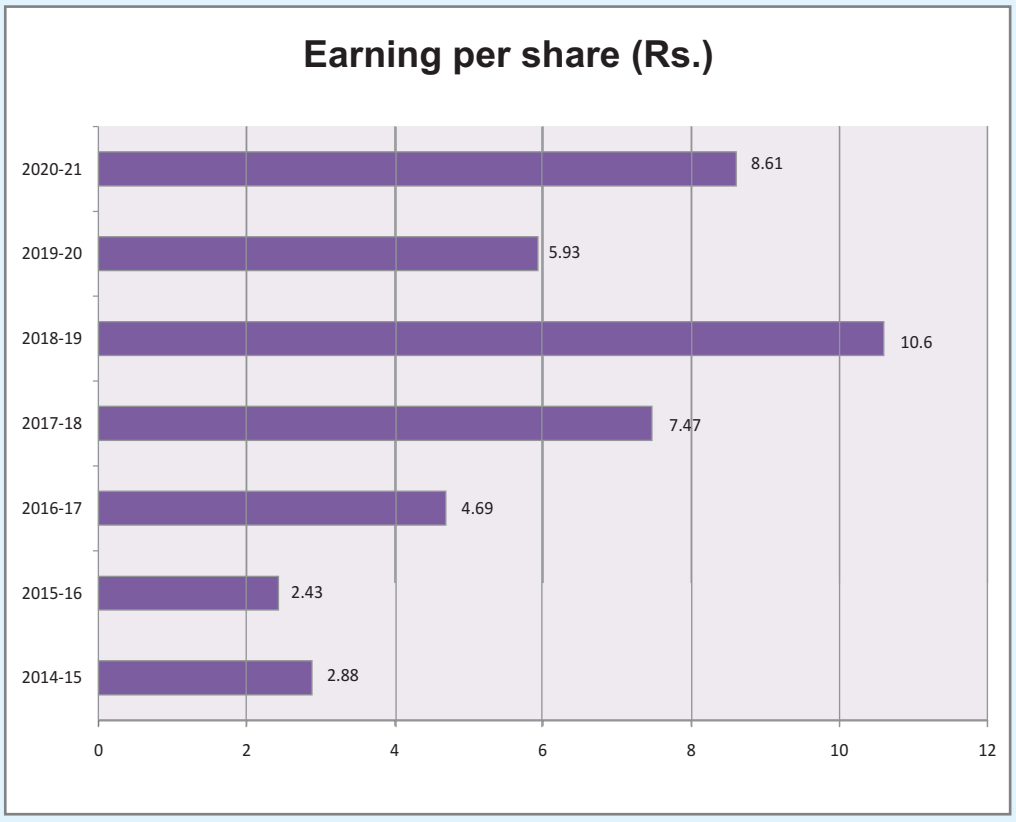


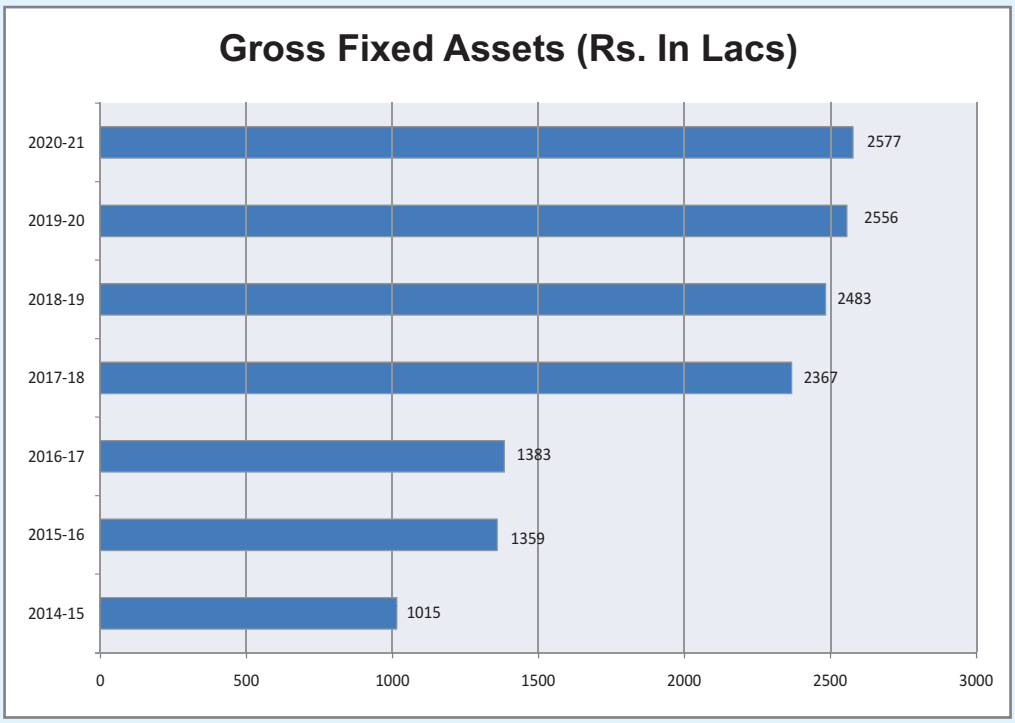
Events of Annual General Meeting - 2019-2020

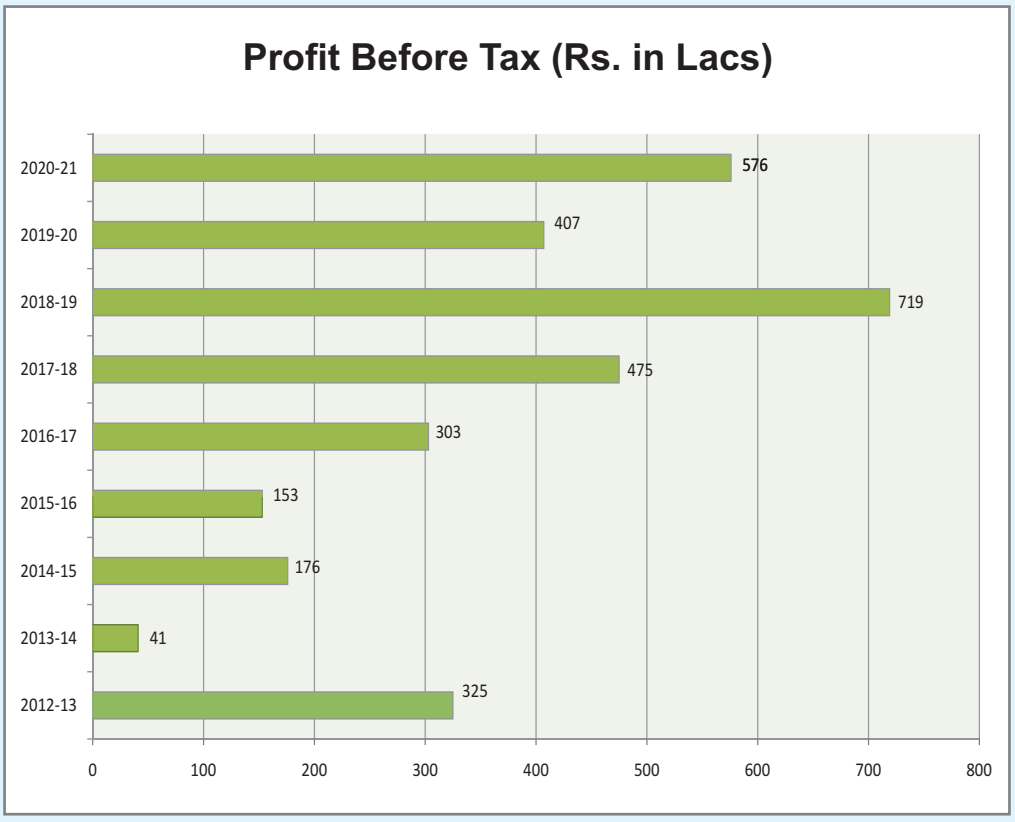


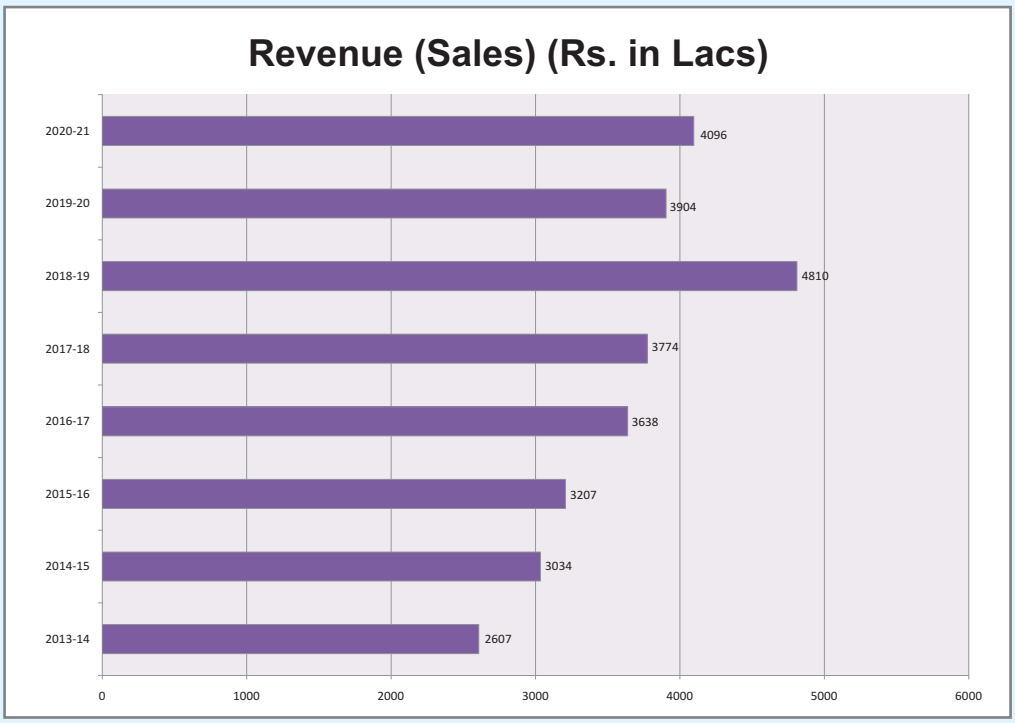


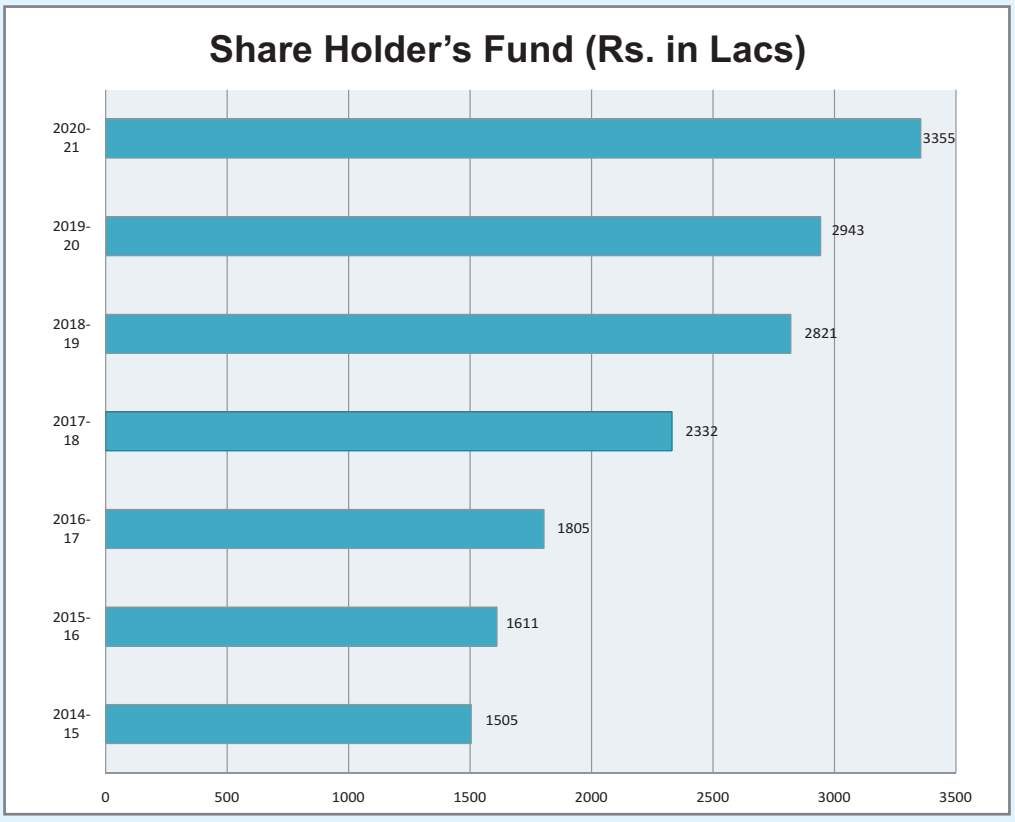

Debt Equity Ratio (Rs.)
2020-21
0.24
2019-20
0.38
2018-19
0.31
2017-18
0.41
2016-17
0.58
2015-16
0.69
2014-15
0.93
0
0.1
0.2
0.3
0.4
0.5
0.6
0.7
0.8
0.9
1


Earning per share (Rs.)
2020-21
8.61
2019-20
5.93
2018-19
10.6
2017-18
7.47
2016-17
4.69
2015-16
2.43
2014-15
2.88
0
2
4
6
8
10
12


Gross Fixed Assets (Rs. In Lacs)
2020-21
2019-20
2018-19
2017-18
2016-17
2015-16
2014-15
2577
2556
2483
2367
1383
1359
1015
0
500
1000
1500
2000
2500
3000


Profit Before Tax (Rs. in Lacs)
2020-21
2019-20
2018-19
2017-18
2016-17
2015-16
2014-15
2013-14
2012-13
576
407
719
475
303
153
176
41
325
0
100
200
300
400
500
600
700
800


Revenue (Sales) (Rs. in Lacs)
2020-21
2019-20
2018-19
2017-18
2016-17
2015-16
2014-15
2013-14
4096
3904
4810
3774
3638
3207
3034
2607
0
1000
2000
3000
4000
5000
6000


Share Holder's Fund (Rs. in Lacs)
2020-21
2019-20
2018-19
2017-18
2016-17
2015-16
2014-15
3355
2943
2821
2332
1805
1611
1505
0
500
1000
1500
2000
2500
3000
3500

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