MIDWEST GOLD LIMITED

(Formerly Nova Granites (India) Limited)
CIN : L13200KA1990PLC011396

Date: 07-09-2020

To,
BSE Limited
Listing Department/Department of Corporate Services
P J Towers,
Dalal Street,
Mumbai-400001

Dear Sir/ Madam,

Sub: Submission of Notice of Annual General Meeting under Regulation 34 of SEBI(LO&DR) Regulations, 2015-Reg.

Scrip Code: 526570

Pursuant to Regulation 34 of SEBI (LO&DR) Regulations, 2015, we are herewith submitting the Notice of AGM along with Annual Report for the year ended 31/03/2020 which is being sent to to all shareholders, who have registered their email ids with the Company , RTA /Depositaries in electronic mode .

The notice of AGM along with Annual Report is available on the website of the Company at the link http://www.midwestgoldltd.com/pdf/MidwestGold_AR2019_2020.pdf.

This is for the information and records of the Exchange, please.

Thanking you.

Yours faithfully,
For Midwest Gold Limited

Jitendra H. Raut
Company Secretary & Compliance Officer

Encl: a/a

MIDWEST GOLD LIMITED

(Formerly Nova Granites (India) Limited)

ANNUAL REPORT
2019-2020

30th Annual Report

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. K. Deepak	- Wholetime Director
Mr. B S Raju	- Wholetime Director
Mrs. K.Neelima	- Women Independent Director
Mr. Rao Sasikanth	- Non Executive Independent Director (Appointed with effect from 23/05/2019)
Mrs. Kukreti Soumya	- Director (Appointed with effect from 30/05/2019)
Mr. G. Nityanand	- Independent Director (Resigned with effect from 23/04/2019)
Mr. S. Anand Reddy	- Chief Financial Officer (CFO)
Mr. Manish Tarachand Pandey	- Company Secretary& Compliance Officer (Resigned w.e.f 01.09.2019)
Mr. Jitendra H.Raut	- Company Secretary& Compliance Officer (Appointed w.e.f 01.03.2020)

AUDITORS : B R N Murthy and Associates
854, 51st Main, 1st Stage,
Kumaraswamy Layout,
Bangalore, Hyderabad-560078
Phone: +91 8880315890
E-mail: brnmurthy@gmail.com

REGISTERED OFFICE : 25-A, Attibele Industrial Area,
Attibele, Bangalore District
Karnataka-562 107.
Phone No.: 080 27820407, Fax: 27820207
Web Address : www.midwestgoldltd.com
E-Mail : novagranites1990@gmail.com

CORPORATE OFFICE : 8-2-684/3/25&26, Road No.12,
Banjara Hills, Hyderabad,
Telangana- 500 034.
Phone No.: 040-23305194. Fax : 23305167

INTERNAL AUDITOR	:	Mr. I.VENKATESWARLU,M.Com, LL.M, Add : H.No. 7-1-40/1/308, Jamunatirth Aparment, Dharam Karan Road, Near Nature Cure Hospital, Ameerpet, Hyderabad-500016 Telangana, India.
SECRETARIAL AUDITOR	:	Mr.G.Shyam Krishna, LL.B, ACS, Company Secretary In Whole Time Practice, Add: Fl.No. G-3, ChaitanyaNivas, Madhavanagar Colony, Miyapur Hyderabad-500049, Telangana, India.
REGISTRAR AND SHARE TRANSFER AGENTS	:	**Bigshare Services Private Limited.,** 306, 3rd Floor, Right Wing, Amrutha Ville, Opp: Yashoda Hospital, Rajbhawan Road, Somajiguda Hyderabad – 500082. Direct Desk:040-23374967/40144582 Web Address: www.bigshareonline.com Email: bsshyd1@bigshareonline.com bsshyd@bigshareonline.com
LISTED AT	:	Bombay Stock Exchange Limited
ISIN NO.	:	INE519N01014
CIN	:	L13200KA1990PLC011396
WEBSITE	:	www.midwestgoldltd.com
E-MAIL FOR INVESTOR GRIEVANCES	:	novagranites1990@gmail.com

NOTICE

Notice is hereby given that the Thirtieth Annual General Meeting of the members of M/s. Midwest Gold Limited will be held on Wednesday, the 30th day of September, 2020 at 12.30 P.M IST through Video/OAVM (The venue of the meeting shall be deemed to be the registered office of the Company at 25-A, Attibele Industrial Area, Attibele, Bangalore District, Karnataka-562107), to transact the following business(es).:

AS ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020, together with the Report of Directors and the Auditors thereon.

2. To appoint Director in the place of Mrs. Soumya Kukreti, DIN:01760289,who retires by rotation and being eligible offers herself for re-appointment.

AS SPCIAL BUSINESS:-

3. Approval for Related Party Transactions:

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

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date and applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015, as amended ("Listing Regulations") if any, approval of the members be and is hereby accorded to the Board of Directors of the Company (the "Board" which expression shall also include a committee thereof) to enter into contract(s)/arrangement(s)/transaction(s) (including any modifications, alterations or amendments thereto) with the following Related Party, on such terms and conditions as the Board of Directors may deem fit, provided that the terms of the said contract(s)/arrangement(s)/transaction(s) so carried out with the Related Party shall be on in the ordinary course of business at arm's length price."

S.No	Name of the Related Party	Nature of Relationship	Monetary Value of the Transaction in Crores (over & above the limits specified under Section188 read with rule15 but not exceeding in the aggregate)	Nature, material terms and particulars of arrangements/contracts
1	Midwest Granite Pvt.Ltd	Promoter	40 Crores	Sale, purchase or supply of goods or materials including Natural Stone would be dependent on the requirement of the Company /Midwest Granite Pvt. Ltd ., in the ordinary course of business @ arms length price .

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to determine the actual sums to be involved in the proposed transactions not exceeding the limits as mentioned above and the terms & conditions related thereto and all other matters arising out of or incidental to the proposed transactions and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or officer(s) of the Company and to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution."

By the Order of the Board
Sd/-
Jitendra H.Raut
Company Secretary
& Compliance Officer

Place: Hyderabad
Date: 05.09.2020

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA")has vide its circular dated 05th May, 2020 read with circulars dated 08th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. **A MEMBER ENTITLED TO ATTEND AND TO VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING PROPOSED TO BEHELD PURSUANT TO THE ABOVE STATED MCA CIRCULARS THROUGH VC / OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE AGM AND HENCE THE ATTENDANCE SLIP AND PROXY FORM ARE NOT ATTACHED TO THIS NOTICE.**
3. Statement as required under Section 102of the Companies Act, 2013, in respect of items of special business is annexed hereto.
4. Corporate members intending to attend e-AGM through their authorised representatives are requested to send a duly certified copy of the board resolution authorizing their representatives to attend and vote at the e-Annual General Meeting as mentioned in the evoting instructions.
5. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on 30th September, 2017.
6. The Register of Members and the Share Transfer Books will remain closed from 24th September, 2020 to 30th September, 2020 (both days inclusive).
7. Members whose name appears in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e, 23rd September, 2020 shall only be entitled to attend and vote at the AGM. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
8. Members are requested to quote their Registered Folio number on all correspondence with the Company.
9. Members are requested to send all communication relating to shares to the Company's Share Transfer Agents (Physical and Electronic) at Bigshare Services Private Limited., 306, 3rd Floor, Right Wing, Amrutha Ville, Opp: Yashoda Hospital, Rajbhawan Road, Somajiguda, Hyderabad – 500082, Telangana.
10. The information with respect to the details of the Directors seeking appointment / re-appointment in this Annual General Meeting is annexed.

11. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 12th May, 2020, Notice of the 30th AGM along with Annual Report 2019-20 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depository Participants. Members may note that the Notice and the Annual Report 2019-20 will also be available on the Company's website at www. midwestgoldltd.com on the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com, and on the website of CDSLwww.evotingindia.com. All documents referred to in the accompanying Notice and the Statement pursuant to Section 102(1) of the Companies Act, 2013 shall be open for inspection in electronic mode by the Members by writing an e-mail to the Company Secretary at www. midwestgoldltd.com.
12. The amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide Gazette notification dated June 8, 2018 has mandated that transfer of securities would be carried out in dematerialized form only from 01st April, 2019. Hence all the Members holding shares in physical form are requested to convert their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or Bigshare Services Private Limited for assistance in this regard.
13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Bigshare Services Pvt Ltd., the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
14. In case of joint holders attending the AGM, 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.
15. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said Form can be downloaded from the Company's website www.midwestgoldltd.com (under 'Investors' section). Members holding shares in physical form may submit the same to Bigshare Services Private Limited. Members holding shares in electronic form may submit the same to their respective depository participant.
16. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.
17. The route map is not required as the AGM is proposed to conduct through Video conference/OAVM.
18. In view of the green initiatives taken by the Ministry of Corporate Affairs all the members of the Company are hereby requested to send their email IDs to novagranites1990@gmail.com or info@midwestgoldltd.com or bsshyd1@bigshareonline.com or bsshyd@bigshareonline.com to send the Annual Reports and other information electronically. The notice of 30th AGM and Annual Report 2019-2020 will be available on the Company's website www.midwestgoldltd.com.

19. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form shall submit their PAN and Bank Account details to the Company/Registrar pursuant to the SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20thApril, 2018.

20. **Voting Through Electronic (e-voting):**

CDSL e-Voting System – For Remote e-voting and e-voting during AGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The ensuing AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.midwestgoldltd.com. The Notice can also be accessed from the

website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

(i) The voting period begins on 26th September, 2020 at 9.00 A.M and ends on 29th September, 2020 at 05.00 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 (record date) of 23rdSeptember, 2020 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 e-AGM.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on "Shareholders" module.

(v) 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.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) 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.

(viii) If you are a first time user follow the steps given below:

PAN	**For Members holding shares in Demat Form and Physical Form** 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 as mentioned in instruction (v).

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

(x) 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.

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

(xii) Click on the EVSN for Midwest Gold Limited on which you choose to vote.

(xiii) 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.

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

(xv) 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.

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

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

(xviii) 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.

(xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

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 provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who are desirous to speak in AGM through VC should get pre-registered with company by sending email to agmparticipant@bigshareonline.com or novagranites1990@gmail.com 72 hours before the date of AGM. Shareholder should send a mail mentioning the company name and AGM date in subject line. On receipt of request from shareholder, company's RTA shall share a link with shareholder for joining the meeting before 48 hours before of the date of AGM. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at novagranites1990@gmail.com. These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

(xx) Note for Non – Individual Shareholders and Custodians

- 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; novagranites1990@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

  If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

  All grievances connected with the facility for voting by electronic means may be addressed to Mr. RakeshDalvi, 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.

21. The Board of directors of the company at their meeting held on 05th September, 2020, has appointed Mr. Prathap Satla, Practicing Company Secretary, CP No. 11879, Hyderabad, having their office situated at H. No. 6-3-1238/15/1, Flat No. 301, 3rd Floor, Elite Heights, Somajiguda, Hyderabad-500082, who in the opinion of the Board is a duly qualified person, as a Scrutinizer to collate the electronic voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting shall be final.
22. The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman')or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, CDSL, and RTA and will also be displayed on the Company's website www.midwestgold.com
23. The voting rights for the shares are one vote per equity share, registered in the name of the shareholders / beneficial owners as on cut-off date of 23rd September, 2020.

Members holding shares either in physical form or dematerialized form may cast their vote electronically. Members who do not cast their vote electronically, may only cast their vote at the e-Annual General Meeting.

24. The result of voting will be announced by the Chairman of the AGM at or after the AGM to be held on 30thSeptember, 2020, and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favor of the Resolutions.

Explanatory Statement

(Pursuant to Section 102 of the Companies Act, 2013)

ITEM NO.3

The Company is engaged in the business of Trading , processing of Natural Stone from Raw blocks purchased from the Market. M/s. Midwest Granite Pvt. Ltd., the promoter of the Company is engaged in the quarrying of Naturals Stone and is able to supply the raw blocks as and when required by the Company. Pursuant to rule 15(3) of Companies Meetings of Board and its Powers) Rules, 2014, if the value of any contract or arrangement with respect to clauses (a) to (e) of Sub-Section (1) of Section 188, exceed the limits specified therein, prior approval of the company by an ordinary resolution is required,.

Accordingly, considering the present business scenario of the Company, the Audit Committee and the Board of Directors in their respective meeting held on 05th Day of September, 2020, recommended to seek approval of the shareholders by way of Ordinary Resolution under Section 188 of the Companies Act, 2013 and the Companies (Meeting of Board and its Powers) Rules, 2014 to enable the Company to enter into the subject related party transactions.

The proposal mentioned above is in the interest of the Company and the Board commends the resolution set out in the Item no. 3 of the accompanying notice as Ordinary Resolution. None of the Directors or Key Managerial Personal of the Company is concerned or interested in the said resolution except to the extent of their shareholding in the company or their interest as Director or shareholder or otherwise in such other related party entity, if any. M/s. Midwest Granite Pvt. Ltd., the promoter has interest in the above proposed resolution to the extent of its share holding.

ADDITIONAL INFORMATION

Details of Directors seeking Appointment / Re-appointment at the Annual General Meeting

Particulars	**Mrs. KukretiSoumya (Director)- Retirement by rotation/Reappointment**
Date of first Appointment on the Board	30.05.2019
Qualifications	Holder of Bachelor's Degree in Commerce
Date of Birth	20.08.1982
Expertise in specific functional Areas	Over 18 years of experience in the field of various business segments viz quarrying and processing of granite, marble and other natural stones and manufacturing of diamond tools for cutting of natural stones, etc.
Directorships in other Companies (As on 31st March, 2020)	1. Middwest Granite Pvt.Ltd 2. Midwest Energy Pvt. Ltd 3. RDT Diamond Tools Pvt. Ltd 4. Midwest Neostone Pvt. Ltd 5. DRK Ind (Trading) Pvt. Ltd)
Memberships / Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholder's Relationship Committee.)	Nil
Number of shares held in the company	Nil
Relationship with Directors, Manager and KMP inter-se	Wife of Mr. Deepak Kukreti (Whole Time Director)
Number of Board Meetings attended during F.Y. 2019-20	4/6

By the Order of the Board
Sd/-
Jitendra H.Raut
Company Secretary
& Compliance Officer

Place: Hyderabad
Date: 05.09.2020

DIRECTORS' REPORT

To
The Members,

Your Directors have pleasure in presenting the **THIRTETH ANNUAL REPORT** together with the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020.

1. FINANCIAL HIGHLIGHTS:

The performance of the Company for the Financial Year ended 31st March, 2020, is summarized below.

(Amount in Rupees)

PARTICULARS	*2019-2020*	*2018-2019*
Gross Revenue	62,04,579	18,79,896
Total Expenditure	1,49,28,236	83,37,151
Profit/(Loss) before tax (PBT)	(87,13,657)	(64,57,255)
Less: Tax Expenses	38,91,923	10,31,058
Profit/(Loss) after tax	**(1,25,08,883)**	**(74,88,313)**
Total other comprehensive Income/Loss	0	0
Total comprehensive Income/Loss	**(1,25,08,883)**	**(74,88,313)**
EPS	**(3.83)**	**(2.29)**

2. STATEMENT OF COMPANY AFFAIRS: -

Your Company has achieved a Turnover of Rs.57,87,577/- excluding other income of Rs. 4,17,002/- when compared to Rs.10,66,461/- excluding other income of Rs. 8,13,435/-during previous year. The operations of the Company resulted in loss of Rs.1,25,08,883/- when compared to loss of Rs.74,88,313/- during previous year.

3. FUTURE OUTLOOK:

The management has done well to ensure sustain operations. However, due to low income, high cost, and expenditure, the operations resulted in loss as specified above. Efforts are being made to improve the turnover and reduce the costs involved in the coming years and also for improving the overall business activities of the Company.

The Management is also looking to revive the loss in the ensuing Financial Year.

4. DIVIDEND:

Your Directors do not recommend any dividend for the financial year 2019-2020, in view of the operating loss in the current year and accumulated losses.

5. DEPOSITS:

The Company has not accepted any deposits during the year.

6. TRANSFER TO RESERVES:

During the year, no amount was transferred to General Reserve.

7. CHANGE IN THE NATURE OF BUSINESS:

During the year there was no change in the nature of the business of the Company.

8. ACCOUNTING TREATMENT

There is no change in accounting treatment inthe year , as compared to previousFinancial Year.

9. DISCLOSURE UNDER SECTION 164(2) OF THE COMPANIES ACT, 2013:

The Company has received the disclosure in Form DIR-8 from its Directors being appointed or re- appointed and has noted that none of the Directors are disqualified under Section 164(2) of the Companies Act, 2013, read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

10. SUBSIDAIRY COMPANIES:

The Company does not have any subsidiary Companies as on 31st March, 2020.There are no Associate Companies within the meaning of Section 2(6) of the Companies Act, 2013. Therefore, the question of material change of the business of the subsidiaries/Associates does not arise.

11. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate and the date of the report. However during the month of April,2020 due to lockdown of the entire Country the Company couldn't do its business.

12. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:

In pursuant to the provisions of the Section134 (3)(n) of The Companies Act 2013, the Company has formulated risk management policy to mitigate and manage the risk including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the company.

The policy on Risk Management is available on the website of the Company www.midwestgoldltd.com.

13. BOARD DIVERSITY

The Policy on Board diversity of the Company devised by the Nomination and Remuneration Committee to the extent applicable as per the provisions of the Companies Act, 2013 read with relevant Rules applicable if any and approved by the Board is available on the website of the Company at www.midwestgoldltd.com.

14. CORPORATE SOCIAL RESPONSIBILITY:

Since your Company does not have profits in accordance with provisions of the Companies Act, 2013, and Rules made there under, for the past three years hence did not implement corporate social responsibility policy.

15. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The Company has not given any Loans, or Investments made under Section 186 of the Companies Act, 2013 to other Bodies Corporate or persons as referred thereto during the financial year. However the Company has given guarantee in favor of M/s HDFC Bank Ltd on behalf of M/s Midwest Granite Pvt. Ltd, its Holding Company for an additional amount of Rs9.43Crores during the year ended 31.03.2020 and aggregating to Rs.30.50 Crores as on 31.03.2020 ,which is well within the limits of prior approval of the Shareholders vide Special Resolution dated 07.03.2012 duly passed, following the provisions of the earstwhile Companies Act, 1956 and relevant Rules made there under.

16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

The transactions entered with related parties for the year were on arms length basis and in the ordinary course of business. Since the provisions of Section 188 of the Companies Act, 2013 are not attracted, the disclosure in Form AOC- 2 is not required. Further, there are no material related party transactions as applicable under the SEBI (LODR), Regulations, 2015 during the year with the Promoters, Directors or Key Managerial Personnel. However pursuant to Section 134(3)(h) & Rule 8(2) of the Companies (Accounts) Rules, 2014-AOC-2, a statement is enclosed as Annexure-1.

17. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:

The Board has framed a Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178 (3) of the Companies Act, 2013 based on the recommendation of Nomination and Remuneration Committee.

18. DIRECTORS AND KEYMANAGERIAL PERSONNEL INFORMATION:

Resignation of Mr. G.Nityanand, Independent Director Company w.e.f 23.04.2019.

Mr. G.Nityanand , Independent Director of the Company was resigned w.e.f 23/04/2019 due to his preoccupations and personal reasons and your Board of Directors in their meeting held on 23/04/2019 has accepted his resignation .

Appointment of Mr. Rao Sasikanth as Independent Director Company w.e.f 23.05.2019.

Mr. Rao Sasikanth was appointed as Additional - Independent Director of the Company w.e.f 23/05/2019 by your Directors and his appointment as Independent Director was regulairsed by the members w.e.f 25.09.2019 in the previous AGM held on 25.09.2019.

Appointment of Mrs. Soumya Kukreti as Director Company w.e.f 30.05.2019.

Mrs. Soumya Kukreti was appointed as Additional Director of the Company w.e.f 30/05/2019 by your Directors and her appointment as Director was regulairsed by the members w.e.f 25.09.2019 in the previous AGM held on 25.09.2019.

Reappointment of Retiring Director:

In accordance with the provisions of the Companies Act, 2013, Mrs. Soumya Kukreti, Director is retiring at the ensuing Annual General Meeting and being eligible, offers herself for reappointment.

Resignation of Mr. Manish Tarachand Pande, Company secretary and Compliance Officer w.e.f closing hours of 31.08.2019.

Mr. Manish Tarachand Pande was resigned as Company Secretary (KMP) & Compliance Officer of the Company w.e.f closing hours of 31.08.2019 and your Board of Directors in their meeting held on 14.08.2019 accepted his resignation .

Appointment of Mr. Jitendra H.Raut as Company secretary and Compliance Officer w.e.f01.03.2020 :

Mr.Jitendra H.Raut an Associate member of ICSI was appointed as Company Secretary (KMP) & Compliance Officer of the Company w.e.f 01.03.2020 by the Board of Directors in their meeting held on 13.02.2020.

19. DECLARATION OF INDEPENDENT DIRECTORS:

The Independent Directors submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules as per the applicable SEBI (LODR) Regulations,2015.

20. EVALUATION OF THE BOARD'S PERFORMANCE:

In compliance with the requirements of Section 134(3) (p) of the Companies Act, 2013 and the applicable Regulations of SEBI(LODR) Regulations, 2015, the performance of the Board was carried out during the year . The Board was evaluated for its performance based on the following factors:

i. Attendance of Board Meetings and Committees;

ii. Contribution made to the Board discussions and future planning;

iii. Level of commitment to the stakeholders' interest;

iv. Initiatives towards the growth of the business and profitability;

v. Providing outlook, view points and feedback taking the Company ahead beyond expectations.

The evaluation involves Self-Evaluation by the Board Member and thereafter in the following manner:

a) Individual Directors - The performance of the individual Directors' is evaluated by the Nomination and Remuneration Committee.

b) Board and Committees – The Board evaluated its own performance and also of the Committees taking into consideration the above mentioned factors. A member of the Board does not participate in the discussion of his / her evaluation.

21. SECRETARIAL STANDARDS :

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

22. DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors of your Company hereby report:

(i) That in the preparation of Annual Accounts for the financial year ended 31st March, 2020, the applicable Accounting Standards have been followed along with the proper explanation relating to material departures, if any, there from;

(ii) That the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(iii) That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(iv) That the directors have prepared the Annual Accounts on a going concern basis.

(v) They have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;

(vi) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2019-2020.

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

The information regarding Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo as required by section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are given as Annexure -2 and forms part of this report.

24. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR:

The Company has conducted Six(6) Board Meetings, Four (4) Audit Committee, Two (2) Stakeholders Relationship Committee Meetings and Two (2) Nomination and Remuneration Committee Meetings during the financial year. The Board and Committee Meetings were held in compliance with the provisions of the Companies Act, 2013. The Company has re-constituted Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee during the year due to change in constitution of the Directors. The Board has with drawn two committees viz. Ethics Committee and Risk Management Committee considering the size of the operations and the Board itself is taking care of the compliances in consultation with the other Committees. The details of the same are provided in the Corporate Governance Report to the extent applicable.

25. STATUTORY AUDITORS:

The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide

notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on 30th September, 2017.

26. AUDIT REPORT

The Notes to Accounts referred to in the Auditors Report are self explanatory and therefore do not call for any further comments.

27. INTERNAL AUDIT REPORT

Your Company continuously invests in strengthening its internal control process and appointed Mr. I. Venkateswarlu, M.Com, LLM, who is having vast experience in the field of accounts, finance, Law, costing, etc., as Internal Auditor of the Company. The Company has put in place an adequate system of internal control commensurate with its size and nature of business. These systems provided a reasonable assurance in respect of providing financial and operational information complying with applicable statutes safe guarding assets of the Company and ensuring compliance with Corporate Policies. Procedures to ensure conformance with policies, standards and delegation of authority have been put in place covering all activities. Audit Committee periodically reviews the performance of internal audit system.

The Company has rigorous business planning system to set the targets and parameters for operations which are reviewed with actual performance to ensure timely initiation of corrective action if required. The Audit Committee reviews adherence to the internal control system and internal audit reports. Further the Board actually reviews the effectiveness of the Company's internal control system.

28. SECRETARIAL AUDIT:

In accordance with the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has got the Secretarial Audit conducted from the Practicing Company Secretary.

A Secretarial Audit Report issued by a qualified Company Secretary in Practice, in Form MR-3, in respect of the secretarial audit of the Company for the financial year ended 31st March 2020, is provided in Annexure -3.

29. COST AUDIT

The Company is not required to maintain cost records as per the Companies (Cost Records and Audit) Amendment Rules, 2014 as the turnover of the Company for the financial year 2019-2020 was below Rs. 35 Crores.

30. EXTRACT OF ANNUAL RETURN:

The extract of Annual Return (MGT – 9) pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Annexure-4 and is attached to this Report.

31. CORPORATE GOVERNANCE:

Pursuant to the Regulation 15(2) of SEBI (LODR) Regulations, 2015, the Regulations pertaining to the Corporate Governance i.e., 17 to 27 & Clauses b to i of sub regulation 46(2) and para C, D & E of schedule V are not applicable to the Company since the

net worth is less than 25 Crores and the paid up capital is less than 10 Crores as on the latest Audited Balance Sheet.

However the Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance of the SEBI (LODR) Regulations, 2015 to the limited extent applicable inline with the provisions of the Companies Act, 2013 and relevant rules made there under. A separate report on Corporate Governance is annexed herewith, as a part of the Annual Report along with the Auditor's Certificate on its compliance though it is not applicable to the Company to provide brief information to the Shareholders.

32. PARTICULARS OF EMPLOYEES:

Comparison of the Remuneration of the KMP against the performance of the Company-None of the KMPs at Board level have drawn remuneration during the year. Further, the Company has no person in its employment drawing salary of the amounts stated per month as defined under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) and 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

33. REMUNERATION POLICY

The Board of Directors, on recommendation of the Nomination & Remuneration Committee (NRC),framed a Nomination and Remuneration Policy for directors' appointment and remuneration. The salient features of the said policy includes the criteria for determining qualifications, positive attributes and independence of a director in addition to recommending the remuneration for the directors, key managerial personnel and other employees. The said Policy is available on the company's website at www.midwestgoldltd.com

34. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Board of Directors, on recommendation of the Audit Committee, established a vigil mechanism for Directors and Employees and accordingly adopted the "Whistle Blower Policy" pursuant to the provisions of Companies Act, 2013 and SEBI(Listing Obligations and Disclosure Requirement)Regulations, 2015, to facilitate Directors and Employees to report genuine concerns or grievances about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy and to provide adequate safeguards against victimization of persons who use such mechanism and to provide for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. The said policy can be accessed on website of the Company at www.midwestgoldltd.com.

35. OTHER POLICIES UNDER SEBI (LISTINGOBLIGATIONS AND DISCLOSURE REQUIREMENTS)REGULATIONS, 2015

The Company has also formulated and adopted the following policies as required under Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- Archival Policy
- Determination of Materiality of Events
- Preservation of Documents Policy

All policies are available on our website at www.midwestgoldltd.com.

36. STATEMENT ON DECLARATION GIVENBY INDEPENDENT DIRECTORS UNDERSUB-SECTION (6) OF SECTION 149

All Independent Directors have furnished to the Company the requisite declarations that they meet the relevant independence criteria as laid down in Section 149(6) of The Companies Act,2013, as well as the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

37. LISTING:

Your Company's shares are presently listed on the Stock Exchange of Bombay. The company is regular in payment of listing fee to BSE.

38. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE COURTS/ REGULATORS.

During the year there were no significant and material orders passed by the Courts/ Regulators.

39. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report, pursuant to Regulation 34 of the SEBI (LODR) Regulations, 2015 forms part of this Report and is annexed hereto.

40. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013 :

The Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 is not applicable to your Company.

41. ACKNOWLEDGEMENTS:

The Board of Directors would like to place on record its appreciation towards all the employees & the managerial personnel of the company for their contribution in the operations of the company during the year under review. The Directors would also like to record their sincere thanks to the Company's bankers, Central and State Government officials, customers, vendors and the shareholders for their continued support and co-operation.

BY THE ORDER OF THE BOARD
For MIDWEST GOLD LIMITED

Deepak Kukreti	**B.S.Raju**
Whole Time Director	Whole Time Director
(DIN: 03146700)	(DIN: 01431440)

Place: Hyderabad
Date: 05.09.2020

ANNEXURE-1

Form No. AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

The Company has not entered into any contract or arrangement or transactions with its related parties which is not arms length during the financial year 2019-2020.

2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements /transactions	Duration of the contracts / arrangements/ transactions	Salient terms/ justification of the contracts or arrangements or transactions	The Value of the Contract/ arrangement (In Rs)	Amount paid as Advance (In Rs)/ Received
Midwest Granite Pvt.Ltd, Promoter	Purchase of Raw blocks, being raw material required from the promoter	On raw material need based	In the ordinary course of business at arm's length price	Rs. 50,00,000/-	NIL

3. Date(s) of approval by the Board, if any: Not applicable. However the Audit committee and the Board of Directors have approved in their meetings held on 14.02.2019 for the purchases be held at arm's length price and in the ordinary course of business and further the Audit Committee and the Board of Directors have reviewed the said the purchases done during the year in their meeting held on 13.02.2020.

BY THE ORDER OF THE BOARD
For MIDWEST GOLD LIMITED

Deepak Kukreti
Whole Time Director
(DIN: 03146700)

B.S.Raju
Whole Time Director
(DIN: 01431440)

Place: Hyderabad
Date: 05.09.2020

ANNEXURE – 2

FORM -A

Information under Section 134 (1) (m) of the Companies Act, 2013 Read with Companies (Accounts) Rules, 2014

A. CONSERVATION OF ENERGY:

i. The Operations of the Company require extensive use of power and the company is supplementing its power requirement by use of generators installed in the Factory.

ii. The Company has not made any additional investments and has not proposed any amount for reduction of consumption of energy.

iii. There is no impact of the measures at (i) and (ii) above for reduction of energy consumption and consequent impact on the cost of production of goods.

iv. Disclosure under Form A is not applicable to the Company.

B. TECHNOLOGY ABSORPTION:

FORM B

(Disclosure of particulars with respect to technology Absorption)

i) Research and Development (R & D):

Specific areas in which R & D carried out by the Company	:	NIL
Benefits derived as a result of the above	:	NIL
Future plan of action	:	NIL
Expenditure on R & D	:	NIL
ii) Technology absorption, adaptation and innovation	:	NIL

C) FOREIGN EXCHANGE EARNINGS AND OUT GO:

Foreign Exchange earnings and outgo:

(On accrual basis) Rs in Lacs

Particulars	**2019-2020**	**2018-2019**
Foreign Exchange Earnings	NIL	NIL
Foreign Exchange outgo	11.81	21.60

BY THE ORDER OF THE BOARD
For MIDWEST GOLD LIMITED

Deepak Kukreti
Whole Time Director
(DIN: 03146700)

B.S.Raju
Whole Time Director
(DIN: 01431440)

Place: Hyderabad
Date: 05.09.2020

ANNEXURE – 3

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

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

To,
The Members,
Midwest Gold Limited,
Bangalore.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Midwest Gold 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 M/s. Midwest Gold Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit and as per the explanations given to me and the representations made by the Management, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records made available to me and maintained by Midwest Gold Limited for the financial year ended on 31st March, 2020 according to the applicable provisions of:

i. The Companies Act, 2013 ('the Act') and the rules made there under, as applicable;

ii. The Securities Contract (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. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and amendments thereto:

   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, 1992 & 2015;

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

v. Other laws applicable to the Company as per the representations made by the Management.

I have also examined compliance with the applicable Clauses/Regulations of the following:

i. Secretarial Standards issued by The Institute of Company Secretaries of India, with respect to Board and General Meetings,

ii. The Listing Agreement entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as the shares were listed in Bombay Stock Exchange .

During the period under review and as per the explanations and clarifications given to me and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

I further report that:

Pursuant to the Regulation 15(2) of SEBI (LODR) Regulations, 2015, the Regulations pertaining to the Corporate Governance i.e., 17 to 27 & Clauses b to i of sub regulation 46(2) and para C, D & E of schedule V are not applicable to the Company since the net worth is less than 25 Crores and the paid up capital is less than 10 Crores as on the latest Audited Balance Sheet.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors to the extent applicable provisions of the Companies Act, 2013 read with relevant Rules made there under. 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 notices were given to all Directors at least seven days in advance to schedule the Board Meetings. Agenda and detailed notes on agenda were sent 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. Decisions at the Board Meetings, as represented by the management, were taken unanimously. I further report that as per the explanations given to me and the representations made by the Management and relied upon by me 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.

G. Shyam Krishna
Company Secretary in Practice
M.No: A22569, COP No. 13041

Place: Hyderabad
Date: 04.09.2020
UDIN : A022569B000664287

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,
Midwest Gold Limited,
Bangalore.

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 process 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 Secretarial records. I believe that the process 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. Where ever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

G. Shyam Krishna
Company Secretary in Practice
M.No: A22569, COP No. 13041

Place: Hyderabad
Date: 04.09.2020

ANNEXURE – 4

Form No. MGT-9
EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2020
[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L13200KA1990PLC011396
ii)	Registration Date	20th November, 1990
iii)	Name of the Company	MIDWEST GOLD LIMITED
iv)	Category/Sub-Category of the Company	Company Limited by Shares
v)	Address of the	
a)	Registered Office and contact details	25-A, Attibele Industrial Area, Attibele, Bangalore district, Karnataka-562 107. Phone No.: 080 27820407, Fax: 27820207 Web Address: www.midwestgoldltd.com E-mail-ID: novagranites1990@gmail.com
vi)	Whether listed company	Yes
vii)	Name, Address and Contact details of Registrar /Transfer Agent,	Bigshare Services Private Limited., 306,3rd Floor, Right Wing, Amrutha Ville, Opp: Yashoda Hospital, Rajbhawan Road, Somajiguda Hyderabad – 500082. Direct Desk: 040-23374967 Web Address: www.bigshareonline.com

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:

S. NO	NAME AND DESCRIPTION OF MAIN PRODUCTS / SERVICES	NIC CODE OF THE PRODUCT/ SERVICE	% TO TOTAL TURN-OVER OF THE COMPANY
1	Mining and processing of Gold, Diamond and precious metals and stones	07295	Nil
2	Processing / Trading of Granite, Marbles and other natural stones	23960	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
1	Midwest Granite Pvt Ltd Add: 8-2-684/3/25&26, Road No.12, Banjara Hills, Hyderabad,Telangana-500034.	U14102AP1981PTC003317	Holding Company	70.63	2(46)

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
(1) Indian									
(a) Individuals/ Hindu Undivided Family	0	45850	45850	1.40	0	45850	45850	1.40	NIL
(b) Central Government/ State Government(s)	0	0	0	0.00	0	0	0	0.00	NIL
(c) Bodies Corporate	2309500	0	2309500	70.63	2309500	0	2309500	70.63	NIL
(d) Financial Institutions/ Banks	0	0	0	0.00	0	0	0	0.00	NIL
(e) Any Others(Specify)	0	0	0	0.00	0	0	0	0.00	NIL
(e-i) Directors/Relatives	0	0	0	0.00	0	0	0	0.00	NIL
(e-ii) Group Companies	0	0	0	0.00	0	0	0	0.00	NIL
Sub Total(A)(1)	**2309500**	**45850**	**2355350**	**72.03**	**2309500**	**45850**	**2355350**	**72.03**	**NIL**
(2) Foreign									
(a) Individuals (Non-Residents Individuals/ Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	NIL
(b) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	NIL
(c) Institutions	0	0	0	0.00	0	0	0	0.00	NIL
(d) Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	NIL
(e) Any Others(Specify)	0	0	0	0.00	0	0	0	0.00	NIL
Sub Total(A)(2)	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**NIL**
Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	**2309500**	**45850**	**2355350**	**72.03**	**2309500**	**45850**	**2355350**	**72.03**	**NIL**
(B) Public shareholding									
(1) Institutions									
(a) Mutual Funds/ UTI	0	4320	4320	0.13	0	4320	4320	0.13	NIL
(b) Financial Institutions / Banks	5490	0	5490	0.17	5490	0	5490	0.17	NIL
(c) Central Government/ State Government(s)	0	0	0	0.00	0	0	0	0.00	NIL
(d) Venture Capital Funds	0	10860	10860	0.33	0	10860	10860	0.33	NIL
(e) Insurance Companies	0	0	0	0.00	0	0	0	0.00	NIL
(f) Foreign Institutional Investors	0	0	0	0.00	0	0	0	0.00	NIL
(g) Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	NIL
(h) Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	NIL
(i) Any Other (specify)	0	0	0	0.00	0	0	0	0.00	NIL
Sub-Total (B)(1)	**5490**	**15180**	**20670**	**0.63**	**5490**	**15180**	**20670**	**0.63**	**NIL**

(B2) Non-institutions									
(a) Bodies Corporate	6544	51280	57824	1.77	6598	512800	57878	1.77	NIL
(b) Individuals	0	0 0	0 0	0	0	0 0	0 0	0	NIL
(i) Individuals -i. Individual shareholders holding nominal share capital up to Rs 2 lakh	67895	153251	221146	6.76	64742	156481	221223	6.77	0.01
(ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh.	0	614879	614879	18.80	0	614879	614879	18.80	NIL
(c) Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	NIL
(d) Any Other (specify)	131	0	131	0.00	74	0	74	0.00	NIL
Sub-Total (B)(2)	**74570**	**819410**	**893980**	**27.97**	**71414**	**822640**	**894054**	**27.34**	**NIL**
Total Public Shareholding (B)= (B)(1)+(B)(2)	**80060**	**834590**	**914650**	**27.97**	**79080**	**835644**	**914650**	**27.97**	**NIL**
TOTAL (A)+(B)	**2389560**	**880440**	**3270000**	**100.00**	**2385600**	**884400**	**3270000**	**100.00**	**NIL**
(C) Shares held by Custodians and against which Depository Receipts have been issued									
(1) Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	NIL
(2) Public	0	0	0	0.00	0	0	0	0.00	NIL
Sub-Total (C)	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**NIL**
GRAND TOTAL (A)+(B)+(C)	**2389560**	**880440**	**3270000**	**100.00**	**2385600**	**884400**	**3270000**	**100.00**	**NIL**

ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholder's Name	Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares		No. of Shares	% of total Shares of the company	%of Shares Pledged / encum-bered to total shares	% change inshare holding during the year
1	MIDWEST GRANITE PRIVATE LIMITED	2309500	70.63	-	MIDWEST GRANITE PRIVATE LIMITED	2309500	70.63	-	NA
2	JAIN PAWAN K	33350	1.02	-	JAIN PAWAN K	33350	1.02	-	NA
3	JAIN DEEPAK K	12500	0.38	-	JAIN DEEPAK K	12500	0.38	-	NA

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

S N	Name of the Promoter	Share holding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding		Cumulative share holding during the year	
		No. of shares	% of total shares of the company			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Midwest Granite Private Limited	2309500	70.63		N.A			2309500	70.63
2	JAIN PAWAN	33350	1.02	-	N.A	N.A	-	33350	1.02
3	JAIN DEEPAK K	12500	0.38	-	N.A	N.A	-	12500	0.38

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

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year:				
1	RAMA VARA PRASAD MEKA	150000	4.59	150000	4.59
2	A YADAGIRI	150000	4.59	150000	4.59
3	KODE SIVA KRISHNA	58515	1.78	58515	1.78
4	EURO GRANIT ENTERPRISE	39933	1.22	39933	1.22
5	GULLU ASSOMULL	37500	1.15	37500	1.15
6	PAMULAPATI DHANUNJAYA RAO	35000	1.07	35000	1.07
7	N VENKATA RAO	32750	1.00	32750	1.00
8	JAIN SANJAY K	32500	0.99	32500	0.99
9	CH RAMAKRISHNA	30960	0.95	30960	0.95
10	JAIN ANAND K	27070	0.83	27070	0.83
	-	-	-	-	-
	At the end of the year:				
1	RAMA VARA PRASAD MEKA	150000	4.59	150000	4.59
2	A YADAGIRI	150000	4.59	150000	4.59
3	KODE SIVA KRISHNA	58515	1.79	58515	1.78
4	EURO GRANIT ENTERPRISE	39933	1.22	39933	1.22
5	GULLU ASSOMULL	37500	1.15	37500	1.15
6	PAMULAPATI DHANUNJAYA RAO	35000	1.07	35000	1.07
7	N VENKATA RAO	32750	1.00	32750	1.00
8	JAIN SANJAY K	32500	0.99	32500	0.99
9	CH RAMAKRISHNA	30960	0.95	30960	0.95
10	JAIN ANAND K	27070	0.83	27070	0.83

v) Shareholding Pattern of Directors and Key Managerial Person(KMP):

SN	For Each of the Director and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	Nil		Nil	
	-	-	-	-	-
	At the end of the year	Nil		Nil	

V. INDEBTEDNESS - INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	NIL	12,11,13,754	NIL	12,11,13,754
ii) Interest due but not paid	NIL	NIL	NIL	
iii) Interest accrued but not due	NIL	NIL	NIL	
Total (i+ii+iii)	**NIL**	**12,11,13,754**	**NIL**	**12,11,13,754**
Change in Indebtedness during the financial year				
* Addition	NIL	1,48,50,000	NIL	1,48,50,000
* Reduction	NIL	NIL	NIL	NIL
Net Change	**NIL**	**1,48,50,000**	**NIL**	**1,48,50,000**
Indebtedness at the end of the financial year				
i) Principal Amount	NIL	13,59,63,754	NIL	13,59,63,754
ii) Interest due but not paid	NIL	6,31,696	NIL	6,31,696
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	**NIL**	**13,65,95,450**	**NIL**	**13,65,95,450**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to managing director, whole-time directors and/or manager:

S.No.	Particulars of Remuneration	Name of MD/WTD/ Manager				**Total Amount**
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, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-

B. Remuneration to Other Directors

S.No.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial					
	Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-

C. Remuneration to key managerial personnel other than MD/Manager/WTD

S.No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	99,209	7,87,606	8,86,815
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total		99,209	7,87,606	8,86,815

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

MANAGEMENT DISCUSSION & ANALYSIS

OVERVIEW:

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and other statutory requirements. Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions and reasonably present our state of affairs, profits and cash flows for the year.

INDUSTRY REVIEW

Recent global trends indicate that there is a rising demand relative to supply and increasing cost of mining leading to an increase in commodity prices. Replenishing mineral reserves has become more difficult due to declining ore grades and additional challenges such as inadequate infrastructure and human capital, critical to support the growth of the sector. The Governments worldwide are adopting progressive policy measures to boost mining and mineral exploration in their countries. The Indian Government, too, has initiated several measures like the new mining legislation and Sustainable Development Framework.

RISKS AND CONCERNS:

The Company is planning to acquire prospecting licences of natural stones, gold and other minerals which are highly speculative in nature and subject to several approvals and operational risks. These risks include exploration and mining risks, delays in approvals to undertake exploration activities, delays in grant of appropriate mineral concession licences, actual resources differing from estimates, operational delays and the availability of equipment, personnel and infrastructure.

The Company is also dependent on key personnel and subject to actions of third parties, including the staff, other contractors and suppliers.

The Company's operations are also subject to government laws and regulations, particularly environmental and land acquisition regulations.

The Company's future revenues from product sales will be affected by changes in the market price of gold and other natural stones which is affected by numerous factors which are beyond its control. These include international supply and demand, the level of consumer product demand, international economic trends, currency exchange rate fluctuations, the level of interest rates, rate of inflation, global or regional political events and international events as well as a range of other market forces.

In the absence of cash flow from operations, the Company may have to rely on capital markets / private equity investment to fund its operations. The Company's ability to raise further funds will depend on the success of existing operations.

All the above factors notwithstanding, your Company and its Directors believe that they have adequate experience and access to expertise and capital sources that will enable the Company to successfully develop, launch and execute its projects successfully.

OUT LOOK AND OPPORTUNITIES:

The Company's business prospects are closely linked to the economic environment prevailing locally and globally. Given the challenging market environment and stiff competition, it is difficult to make an optimistic prediction for business prospect in the coming year.

Despite all these shortcomings, the mineral exploration and mining sector holds substantial potential to contribute to the growth of the economy and create value for all stakeholders, including the Central Government, State Government (s) and the community at large.

To sum up Midwest Gold Limited will implement the licences of the mines if the government of India allot the licences in its favor with state of the art technology; a large pool of well trained geologists, geophysicists and mining engineers to generate a mineral-based economic development of enormous scale and value.

Apart from the above the company is doing trading of imported marble, processing of granite blocks purchase from the local quarries to generate revenues to meet its day to day funds requirements. The company is trying to capture the domestic as well as international granite and marble markets to enhance its opportunities to achieve its objects.

IMPACT OF COVID-19 :

The Indian mining industry has been put under tremendous pressure due to Covid-19. India exports granite and other natural stone in raw blocks as well as in form of processed slabs. China being the largest importer of raw granite blocks from India has seriously affected by the out break of the Pandemic.

Raw material availability has even worsened due to spread of Covid-19. Indian government imposed nationwide lockdown which stopped production at the granite quarries. Furthermore due to uncertainty over duration of lockdown migrant labour moved back to their native places which has created huge shortage of manpower especially in south India states like Karnataka, Tamil Nadu, Telangana and Andhra Pradesh. Overall the situation in natural stone industry is quite challenging and both the demand & supply will remain muted. The situation is expected to return to normal once a vaccine is found and social distancing and travel restrictions are removed.

RISK MANAGEMENT:

The Company has the mechanism to combat the risks of exposure to Business, Assets and Financial Risks in the form of competition, accidents, natural calamities, obsolescence, and fluctuations in foreign currency etc. The management of your company is on constant vigil to combat any eventuality that may pose threat to the company's business.

INTERNAL CONROL SYSTEMS AND THEIR ADEQUACY:

The philosophy we have with regard to internal control systems and their adequacy has been formulation of effective systems and their strict implementation to ensure that assets and interests of the Company are safeguarded; checks and balances are in place to determine the accuracy and reliability of accounting data. The Company has a well

defined organization structure with clear functional authority, limits for approval of all transactions. The Company has a strong reporting system, which evaluates and forewarns the management on issues related to compliance. Company updates its internal control system from time to time, enabling it to monitor employee adherence to internal procedures and external regulatory guidelines.

FINANCIAL PERFORMANCE & OUTLOOK:

Your Company has achieved a Turnover of Rs. 57,87,577/- excluding other income of Rs. 4,17,002/- when compared to Rs. 10,66,461/- excluding other income of Rs. 8,13,435/- during previous year. The operations of the Company resulted in loss of Rs. 1,25,08,883/- when compared to loss of Rs. 74,88,313/- during previous year.

Details of significant changes (i.e. changes amounting to 25% or more compared to the previous financial year) in key financial ratios are as follows:

Financial Ratios	2019-20	2018-2019	Change (%)	Reasons for Change
Interest Coverage Ratio	1.48	424.01	(99.65)	Interest on unsecured Loan in the year 2019-20
Debtors Turnover Ratio	1.77	12.00	(85.25)	Transactions increased in the year 2019-20
Operating Profit Margin (%)	(147.16)	(386.76)	(61.95)	Marginal increase in Loss, though turnover increased by 3 times
Net Profit Margin (%)	(216.13)	(702.16)	(69.22)	Turnover increased by 5 times, but loss also increased by 2 times
Return on Net worth	(0.38)	(0.23)	67.05	Loss increased in 2019-20

The management has done well to ensure sustain operations. However, due to high cost and expenditure, the operations resulted into losses. Efforts are being made to reduce the costs involved. The Management is also looking to get profits in the ensuing financial year.

PERSONNEL:

Human wealth is the ultimate wealth for any industry. The Company recognizes this fact and understands that employees are one of the most important sources for sustained growth of any business. Quality personnel delivering their optimum potential for the organization is the key differentiator. The Company maintained good relations with its employees and there was no unrest in the Company at any point of time during the year.

CAUTIONARY STATEMENT:

Certain statements made in the management discussion and analysis report relating to the Company's objectives, projections, outlook, expectations, estimates and others may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such expectations whether expressed or implied. Several factors could make significant difference to the Company's operations.

These include climatic and economic conditions affecting demand and supply, government regulations and taxation, natural calamities over which the Company does not have any direct control.

BY THE ORDER OF THE BOARD
For MIDWEST GOLD LIMITED

Deepak Kukreti	**B.S.Raju**
Whole Time Director	Whole Time Director
(DIN: 03146700)	(DIN: 01431440)

Place: Hyderabad
Date: 05.09.2020

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

Corporate Governance is the set of processes, customs, policies, laws and institutions affecting the way a company is directed, administered or controlled. It is a system of structuring, operating and controlling a company with a view to achieve long term strategic goals to satisfy shareholders, creditors, employees, customers and suppliers.

Corporate governance is based on principles such as conducting the business with all integrity and fairness, being transparent with regard to all transactions, making all the necessary disclosures and decisions, complying with all the laws of the land, accountability and responsibility towards the stakeholders and commitment to conducting business in an ethical manner.

Pursuant to the Regulation 15(2) of SEBI (LODR) Regulations, 2015, the Regulations pertaining to the Corporate Governance i.e 17 to 27 & Clauses b to i of sub regulation 46(2) and para C, D & E of schedule V are not applicable to the Company since the net worth is less than 25 Crores and the paid up capital is less than 10 Crores as on the latest Audited Balance Sheet.

However the Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance of the SEBI (LODR) Regulations, 2015 to the extent applicable inline with the provisions of the Companies Act, 2013 and relevant rules made there under to provide brief information to the members and other stake holders of the Company.

2. BOARD OF DIRECTORS

As on 31st March, 2020, the Company has 5 Directors. Of the five Directors, two are Executive Directors and one is non-executive Director and another Two Directors are Independent non-executive directors . The composition of the Board is in conformity with Section 149 of the Act.

None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a Director. Necessary disclosures regarding Committee positions in other public companies as on 31stMarch, 2020 have been made by the Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act.

During the Financial year ended 31st March, 2020, Board of Directors met 6 (Six) times as mentioned below and gap between two Board meetings did not exceed 120 days:

23.04.2019	23.05.2019	30.05.2019
14.08.2019	14.11.2019	13.02.2020

The attendance at the Board Meetings conducted during the 12 months period ended 31st March, 2020 and at the Annual General Meeting as also the number of Directorships and committee memberships (other than Midwest Gold Limited) are given below:

Name of Director	Category	Designation	No. of Board Meetings Attended	Atten-dance at previous AGM	No. of Directorships held in other companies		No. of other Board/ Committee he/ She is a Member/ Chairman	
					Public	Private	Public	Private
G.Nityanad	Non-Executive, Independent	Director*	--	--	--	- -	--	--
Rao Sashikanth	Non-Executive, Independent	Chairman/ Director**	4	Yes	--	--	--	--
K. Deepak	Executive	Whole Time Director	6	Yes	--	3	--	--
B S Raju	Executive	Whole Time Director	6	Yes	1	3	--	--
K.Neelima	Women Independent Director	Director	4	No	--	--	--	--
Soumya Kukreti	Woman Non Executive Director***	Director	4	Yes	--	5	--	--

* G.Nityanand has resigned as Director w.e.f 23rd April, 2019.

** Mr. Rao Sashikanth was appointed as Additional Independent Director w.e.f 23.05.2019 and appointed as Independent non-executive director by the members in the AGM held on 25.09.2019.

*** Mrs.Soumya Kukreti was appointed as Additional Director w.e.f 30.05.2019 and appointed as non-executive director by the members in the AGM held on 25.09.2019.

3. AUDIT COMMITEE

The Committee consists of 2 independent Non-Executive Directors and one Whole time Director, which provides assistance to the Board of Directors in fulfilling its oversight responsibilities. The Audit committee has been entrusted with the responsibilities as laid down under SEBI Listing Regulations, read with Section 177 of the Companies Act, 2013.

The terms of reference as per SEBI Listing Regulations are as follows:

i. The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Act.

ii. The terms of reference of the audit committee are broadly as under:

- ✯ Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- ✯ Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- ✯ Approval of payment to statutory auditors for any other services rendered by the statutory Auditors.
- ✯ Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the board for approval, with particular reference to:

- Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Act.
- Changes, if any, in accounting policies and practices and reasons for the same. Major accounting entries involving estimates based on the exercise of judgment by management.
- Significant adjustments made in the financial statements arising out of audit findings.
- Compliance with listing and other legal requirements relating to financial statements.
- Disclosure of any related party transactions.
- Qualifications in the draft audit report.

✯ Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

✯ Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

✯ Review and monitor the auditors' independence and performance, and effectiveness of audit process;

✯ Approval or any subsequent modification of transactions of the Company with related parties; Scrutiny of inter-corporate loans and investments;

✯ Examination of the financial statement and the auditors' report thereon;

✯ Valuation of undertakings or assets of the company, wherever it is necessary;

✯ Evaluation of internal financial controls and risk management systems;

✯ Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed;

✯ The audit committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;

✯ The audit committee shall review the information required as per SEBI Listing Regulations.

iii. The audit committee invites such of the executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors and representatives of the internal auditors to be present at its meetings. The Company Secretary acts as the Secretary to the Audit Committee.

iv. In terms of the Insider Trading Code adopted by the Company in FY 2019-2020, the Committee considers the following matters:

- To approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the Insider Trading Code.
- To note and take on record the status reports detailing the dealings by Designated Persons in Securities of the Company, as submitted by the Compliance Officer on a quarterly basis.

- To provide directions on any penal action to be initiated, in case of any violation of the Regulations by any person.

v. Mr. Jitendra H.Raut, Company Secretary was appointed as the Compliance Officer by the Board to ensure compliance and effective implementation of the Insider Trading Code.

vi. Quarterly Reports are sent to the members of the Committee on matters relating to the Insider Trading Code.

vii. The previous Annual General Meeting ("AGM") of the Company was held on 25th September 2019 and was attended by Mr. Rao Sasikanth, Chairman of the audit committee.

Composition:

During the year there were changes in the composition of the Audit Committee due to the resignation of the Chairman Mr.G.Nityanand and induction of Mr. Rao Sasikanth as Independent Non Executive Director. The composition of the audit committee and the details of meetings attended by its members are given below:

Name	Designation	Category	No.of Meetings held during the financial year 2019-2020	
			Held	Attended
Mr.Rao Sashikanth	Chairman	Independent Non Executive Director	4	4
Mr. B.S.Raju	Member	Whole Time Director	4	4
Mrs. K. Neelima	Member	Independent Non Executive Director	4	4

Meetings during the year:

During the Financial year ended 31st March, 2020, the Audit Committee met 4 times as follows

30.05.2019	14.08.2019	14.11.2019	13.02.2020

The Company continued to derive immense benefit from the deliberations of the Audit Committee. Mr. Rao Sashikanth, who headed the Audit Committee as Chairman has experience and knowledge in Finance, and Accounts. The members always added value for the Company. Minutes of each Audit Committee are placed before the Board and discussed in the meeting.

4. NOMINATION & REMUNERATION COMMITTEE

Terms of Reference:

The terms of reference as per SEBI Listing Regulations are to determine and review the remuneration, performance, and related bonuses of Executive Director(s), if any.

Composition

During the year nomination & remuneration committee reconstituted constituted with following directors:

Name	Designation	Category	No.of Meetings held during the financial year 2019-2020	
			Held	Attended
Mrs. Soumya Kukreti	Member	Director	1	1
Mr. Rao Sashikanth	Chairman	Independent Non Executive Director	2	2
Mrs. K. Neelima	Member	Independent Non Executive Director	2	2

Remuneration paid to Directors during the financial year 2019 - 2020:

Executive Directors: NIL

Non - Executive Directors: NIL

During the financial year 2019-2020 Two Nomination & Remuneration committee meetings were held on 23-05-2019 and 14-11-2019, wherein the committee has reviewed the policies pursuant to the section 178 of the Companies Act, 2013.

Shareholding of Non-Executive Director:

None of the Non-Executive Directors of the Company hold shares in the Company.

5. STAKEHOLDER RELATIONSHIP COMMITTEE (SHAREHOLDERS / INVESTOR GRIEVANCE AND SHARE TRANSFER COMMITTEE):

Brief description of terms of reference:

The Committee focuses on shareholders' grievances and strengthening of investor relations. The committee looks after the services of the Registrars and share transfer agents and recommends measures for providing efficient services to investors.

The Committee specifically looks into investor complaints like Transfer/ transmission/ transposition of shares, non receipt of Annual Report, non – receipt of dividend, and other related issues.

Composition

The committee reconstituted after inclusion of Mr. Rao Sasikanth and resignation of Mr. G.Nityanand and consists of the following directors:

Name	Designation	Category	No.of Meetings held during the financial year 2019-2020	
			Held	Attended
Mr. Rao Sashikanth	Member	Independent Non Executive Director	2	2
Mr. B.S Raju	Member	Whole Time Director	2	2
Mrs.K.Neelima	Chairman	Independent Non Executive Director	2	2

During the financial year 2019-2020, two meetings were held on 14.08.2019 and 13.02.2020.

Mr. JitendraH.Raut, Company Secretary is the Compliance Officer of the Company for attending to Complaints / Grievances of the members. The address for correspondence is provided below:

Corp Off : Midwest Gold Ltd
8-2-684/3/25&26, Road No.12, Banjara Hills, Hyderabad,
Telangana-500034, Phone No.: 040-23305194,Fax: 040-23305167.

There are no outstanding complaints as on 31st March 2020.

6. MEETINGS OF INDEPENDENT DIRECTORS:

The Independent Directors of the Company meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings enable Independent Directors to discuss matters pertaining to the Company's affairs and matters mentioned in Schedule IV to the Companies Act, 2013. The Independent Directors take appropriate steps to present their views to the Chairman. Two meetings of Independent Directors were held during the year on 30.05.2019 and 13.02.2020. All the independent directors were present.

7. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A Report of the Management Discussion and Analysis is attached as part of the Annual Report.

8. GENERAL BODY MEETINGS:

8.1 Venue and time where the last three AGMs held:

Year	AGM	Venue	Day & Date	Time
2017	27th	25-A, Attibele Industrial Area, Attibele, Bangalore district, Karnataka-562 107.	Saturday, 30th September, 2017	11.30 A.M
2018	28th	25-A, Attibele Industrial Area, Attibele, Bangalore district, Karnataka-562 107.	Friday, 28th September,2018	11.30A.M
2019	29th	25-A, Attibele Industrial Area, Attibele, Bangalore district, Karnataka-562 107.	Wednesday, 25th September,2019	11.30A.M

8.2. Details of the Special Resolutions passed with requisite majority, in the previous three Annual General Meetings (AGM)

Year	AGM No.	Details of Special Resolutions Passed
2017	27th	1. Borrowing money(ies) for the purpose of business of the Company. 2. Creation of security on the properties of the Company, both present and future, in favor of lenders. 3. Investment in excess of limits specified under section 186 of Companies Act, 2013.
2018	28th	No Special Resolutions were passed
2019	29th	No Special Resolutions were passed

8.3 Extraordinary General Meeting: There were no Extraordinary General Meetings held during the year 2019-20

8.4 Postal Ballot Resolutions : There were no Postal Ballot Resolutions passed during the year 2019-20.

9.DISCLOSURES :

Related Party Transaction (Shown in Notes to Accounts)

There are no materially significant related party transactions i.e., transactions material in nature, with its Promoters, the directors or the management, their subsidiaries or relatives, etc. having potential conflict with the interests of Company at large.

10. PENALTIES FOR NON-COMPLIANCE:

There were no penalties and strictures imposed on the company by stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years:

11. C.E.O/C.F.O. CERTIFICATION

To
The Board of Directors
Midwest Gold Limited
(Formerly Nova Granites (India) Limited)

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

We, S. Anand Reddy, CFO and B.S. Raju, Whole Time Director of the Company to the best of our knowledge and belief, certify that:

a. We, have reviewed the financial statements and the cash flow statement for the year 2019-2020 and that to the best of our knowledge and belief:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- These statements present a true and fair view of the state of affairs of the Company and of the results of the operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including 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 2019-2020 which are fraudulent, illegal or violative of the company's code of conduct;

c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting.

d. There are no deficiencies in the design or operation of internal controls.

e. We have disclosed to the Company's Statutory Auditors and to the Audit Committee of the board that:

- There were no significant changes in internal control over financial reporting during the year under review.
- There were no significant changes in accounting policies during the year.
- There were no Instances of significant fraud of which we have become 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 the financial reporting.

S. Ananda Reddy	**B.S Raju**
Chief Financial Officer	Whole Time Director
	DIN : 01431440

Place: Hyderabad
Date: 05.09.2020

12. GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting

Day, Date and time	:	Wednesday, 30th Day of September, 2020 at 12.30 P.M
Venue	:	Video Conference /OAVM to be provided By CDSL,
Financial year	:	01.04.2019- 31.03.2020
Book Closure Date	:	24.09.2020to30.09.2020(Bothdays inclusive)
Dividend	:	No dividend is recommended for the year.
Listing on Stock Exchanges	:	Shares of the company listed on Bombay Stock Exchange Limited
Stock Code	:	BSE - 526570
ISIN	:	INE519N01014
Registrars and Transfer Agents	:	Share Transfers & Communication regarding Share Certificates, Dividends & Change of Address may be sent to : Bigshare Services Private Limited 306, Right wing, Amrutha Ville Opp. Yashoda Hospital, Somajiguda Rajbhawan Road, Hyderabad-500082 Tel- 91-40-2337 4967 Fax- 91-40-2337-0295 Email:bsshyd@bigshareonline.com Website:bigshareonline.com

13. SHARE TRANSFER SYSTEM:

The R & T Agent process the Physical Share Transfers and the Share Certificates are returned to the shareholder within a maximum period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects.

14. ISSUE OF EQUITY SHARES : Nil

15. STOCK/MARKET PRICE DATA :

The monthly high / low prices of shares of the Company from April, 2019 to March, 2020 at BSE Limited is given below:

Month	High (Rs.)	Low (Rs.)
April, 2019	12.35	12.35
May, 2019	11.80	11.80
June, 2019	11.21	11.00
July, 2019	11.00	10.45
August, 2019	NIL	NIL
September, 2019	NIL	NIL
October, 2019	NIL	NIL
November, 2019	10.45	10.45
December, 2019	10.00	10.00
January, 2020	9.80	9.80
February, 2020	8.85	8.85
March, 2020	NIL	NIL

16. DISTRIBUTION OF HOLDINGS AS ON 31.03.2020

Shares or Debenture holding of shares Nos.		Share/ DebentureHolders		Share/ DebentureAmount	
		Number	% to Total	In Nos.	% to Total
(1)		(2)	(3)	(4)	(5)
1	500	6714	99.1004	1415150	4.3277
501	1,000	18	0.2654	130680	0.3996
1,001	2,000	12	0.1771	173150	0.5295
2,001	3,000	2	0.0295	54000	0.1651
3,001	4,000	4	0.0590	136930	0.4187
4,001	5,000	1	0.0147	50000	0.1529
5,001	10,000	5	0.0737	362600	1.1089
10,001	99,99,999	19	0.2802	30377490	92.8976
Total		**6775**	**100.00**	**3270000**	**100.00**

17. OUTSTANDING GDR'S / ADR'S / WARRANT OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY:

The Company has not issued any of these instruments till date.

18. DEMATERIALIZATION OF SHARES AND LIQUIDITY :

The details of dematerialization of shares as on 31.03.2020 is as under:

The Company has entered into a tripartite agreement with NSDL and CDSL to establish electronic connectivity through Company's Electronic Registrar i.e., Big Share Services Pvt. Ltd, Hyderabad and facilitate scrip less trading. Trading in the equity shares of the Company shall be in dematerialized form for all investors. Investors are therefore advised to open a demat account with the Depositary participant of their choice, if not already done, to trade in the equity shares of the Company. The list of depositary participants is available with NSDL and CDSL. The ISIN allotted Company's scrip equity shares of Re.10/- each, is INE519N01014.

19. RECONCILIATION OF SHARE CAPITAL :

A qualified practicing Company Secretary carries out Audit of Reconciliation of Share Capital every quarter to reconcile the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the aggregate total number of shares in physical form & in the Electronic Form.

20. ADDRESS FOR CORRESPONDENCE:

Plant Locations	:	25-A, Attibele Industrial Area, Attibele, Bangalore District, Karnataka-562 107
Registered Office	:	25-A, Attibele Industrial Area, Attibele, Bangalore District, Karnataka-562 107
Corporate Office	:	8-2-684/3/25&26, Road No.12, Banjara Hills, Hyderabad, Telangan-500034. Phone No.: 040-23305194. Fax : 23305167

21. MEANS OF COMMUNICATION:

The quarterly, half-yearly and annual results of the Company are published in leading newspapers in Business Standard in English &Sanjevani in Kannada. The results are also displayed on the Company's website "www.midwestgoldltd.com".

22. NOMINATION FACILITY:

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company as permitted Pursuant to section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014,are requested to submit to the Company the prescribed Form SH-13 and / or SH-14 for this purpose.

23. CODE FOR PROHIBITION OF INSIDER TRADING:

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, the Company has adopted code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. Further the Company has also adopted Code of conduct to Regulate, Monitor and Report Trading by Insiders.

24. SCHEDULING AND SELECTION OF AGENDA ITEMS FOR BOARD MEETINGS:

Minimum four Board Meetings are held in each year, are convened by giving appropriate notice to address specific needs of the Company.

The minimum information placed before the Board is as per the schedule II (Part-A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and inter alia include :

- Quarterly results of the Company .
- Minutes of the meetings of Audit Committee and other Committees of the Board.
- The information on recruitment and remuneration of senior personnel just below the Board Level, including appointment of Chief Financial Officer and the Company Secretary.
- Non-compliance of any regulatory, statutory nature or listing requirements and shareholders' services such as delay in share transfer.
- Notice of interest of Directors.
- Terms of reference of Board Committees.
- Any material default in financial obligations to and by the Company.

25. Compliance Certificate from the Independent Auditors

The Compliance certificate from M/s. B R N Murthy And Associates, Chartered Accountants, Bangalore, Independent Auditors of the Company on Compliance of conditions of Corporate Governance is annexed.

26. CODE OF CONDUCT FOR THE BOARD & SENIOR MANAGEMENT PERSONNEL:

The Company has laid down a Code of Conduct which has been effectively adopted by the Board Members and Senior Management Personnel of the Company.

27. DECLARATION OF COMPLIANCE OF CODE OF CONDUCT

MIDWEST GOLD LIMITED has adopted a Code of Business Conduct and Ethics (the Code) which applies to all the employees and Directors of the Company. Under the Code, it is the responsibility of all the employees and directors to familiarize themselves with the code and comply with its standards.

We, hereby certify that the Board of Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year 2019-2020.

BY THE ORDER OF THE BOARD
For MIDWEST GOLD LIMITED

Deepak Kukreti	**B.S.Raju**
Whole Time Director	Whole Time Director
(DIN: 03146700)	(DIN: 01431440)

Place: Hyderabad
Date: 05.09.2020

CERTIFICATE FROM AUDITORS REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To
The Members,
MIDWEST GOLD LIMITED
(Formerly NOVA GRANITES (INDIA) LIMITED)
Bangalore

We have examined the compliance of conditions of corporate governance by M/s. MIDWEST GOLD LIMITED (Formerly NOVA GRANITES (INDIA) LIMITED) for the year ended 31st March, 2020, as per SEBI (LODR) Regulations, 2015 to the extent applicable read with the provisions of the Companies Act, 2013 and relevant rules made there under :

The compliance of the conditions of the corporate governance is the responsibility of the Management. Our examinations were limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor expression of the opinion on the financial statements of the Company. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate Governance as stipulated in the above mentioned listing Regulations.

Pursuant to the Regulation 15(2) of SEBI (LODR) Regulations, 2015, the Regulations pertaining to the Corporate Governance i.e 17 to 27 & Clauses b to i of sub regulation 46(2) and para C, D & E of schedule V are not applicable to the Company since the net worth is less than 25 Crores and the paid up capital is less than 10 Crores as on the latest Audited Balance Sheet.

However the Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance of the SEBI(LODR) Regulations, 2015 to the extent applicable read with the provisions of the Companies Act, 2013 and relevant rules made there under.

We state that no investor grievances were pending for a period exceeding 15days against the Company as per the records maintained by the Company.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For **M/s. B R N Murthy And Associates,**
Chartered Accountants, Bangalore
(Firm Registration Number - 011309 S).

CA Narshimha murthy B R
Proprietor
M. No. 214628

Place: Bangalore
Date: 05.09.2020

INDEPENDENT AUDITOR'S REPORT

To the Members of
MIDWEST GOLD LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of MIDWESTGOLD LIMITED("the Company"), which comprise the Balance Sheet as at March 31, 2020,and 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 then ended and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order issued under section 143(11) of the Act.

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Ind AS,

(a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2020;

(b) In the case of the Statement of Profit and Loss, of the profit of the Company including other comprehensive income, for the year ended on that date; and

(c) In the case of the Cash Flow Statement, of the cash flows of the Company and changes in equity for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on the audit, 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 including other comprehensive income, Statement of Changes in equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   d) in our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, Companies (Indian Accounting Standards) Rules, 2015, as amended

   e) on the basis of the written representations received from the directors of the company as on 31 March 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of section 164(2) of the Act; and

   f) With respect to the adequacy of the internal financial controls over financial reporting 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 over financial reporting.

   g) with respect to the other matters to be included in the Auditor's Report in accor-dance with Rule 11 of the Companies (Audit and Auditors) Rules,2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements;

      ii. The Company did not have any long-term contracts including derivatives 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 of India in terms of section 143(11) of the Act, we give in the Annexure "B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **B R N MURTHY AND ASSOCIATES,**
CHARTERED ACCOUNTANTS

PLACE : Bangalore
DATE : 31/07/2020

CA NARASIMHA MURTHY B R
PROPRIETOR
M. No. 214628
(Firm Registration No. 011309 S)
UDIN - 20214628AAAAAW9449

Annexure – "A" to the Independent Auditors' Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Midwest Gold Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under (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 Midwest Gold Limited ("the Company") as of 31 March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial controls

The Board of Directors of the Company 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. 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, 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over fi-nancial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 ade-quacy 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the company's 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 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 details, accurately and fairly reflect the transactions and dispositions of the assets of the compa-ny*
2. *provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally ac-cepted accounting principles, and that receipts and expenditures of the com-pany 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 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 polices 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 31 March 2020,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.

For **B R N MURTHY AND ASSOCIATES,**
CHARTERED ACCOUNTANTS

PLACE : Bangalore
DATE : 31/07/2020

CA NARASIMHA MURTHY B R
PROPRIETOR
M. No. 214628
(Firm Registration No. 011309 S)
UDIN - 20214628AAAAAW9449

Annexure – "B" to the Independent Auditors' Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Require-ments' section of our report to the Members of Midwest Gold Limited of even date)

1. *In respect of the company's fixed assets:*

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

b) *The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, substantial portion of fixed assets were physically veri-fied by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.*

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

d) *In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the standalone financial statements, the lease agreements are in the name of the Company.*

2. a) *The inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.*

   (b) *In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventory followed by the manage-ment are reasonable and adequate in relation to the size of the Company and the nature of its business.*

   (c) *In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of inventory, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to the books of account were not material and have been properly dealt with in the books of accounts.*

3. *According to the information and explanations given to us, the Company has not granted unsecured loans to bodies corporate, covered in the register maintained under section 189 of the Companies Act, 2013.*

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 Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.*

5. *The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company. .*

6. *The maintenance of cost records has not been specified by the Central Gov-ernment under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.*

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

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Value Added Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.

(c) There are no dues of Income Tax, Sales Tax, Service Tax, Excise Duty and Value Added Tax which have not been deposited as at March 31, 2020 on account of dispute.

8. The Company has not taken any loans or borrowings from financial institu-tions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company

9. The Company has not raise any money by way of initial public offer or further public offer (including debt instruments) or term loan and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.

10. To the best of our knowledge and according to the information and explana-tions given to us, no fraud by the company or no material fraud on the Com-pany by its officers or employees has been noticed or reported during the year.

11. In our opinion and according to the information and explanations give to us, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

12. The Company is not a Nidhi company and hence reporting under clause 3(xii) of the order is not applicable to the company.

13. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

14. During the year, the Company has not made any preferential allotment or pri-vate placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.

15. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

16. The Company is not required to be registered under section 45-IA of the Re-serve Bank of India Act 1934.

For **B R N MURTHY AND ASSOCIATES,**
CHARTERED ACCOUNTANTS

PLACE : Bangalore
DATE : 31/07/2020

CA NARASIMHA MURTHY B R
PROPRIETOR
M. No. 214628
(Firm Registration No. 011309 S)
UDIN - 20214628AAAAAW9449

MIDWEST GOLD LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2020

(Amount in Rs.)

	Notes	As at March 31, 2020	As at 31st March,2019
ASSETS			
Non-current assets			
(a) Property , Plant and Equipment	3	23,256,384	22,908,951
(b) Financial assets			
- Deposits	4	6,092,324	6,109,324
(c) Deferred tax Asset (Net)	5	27,424,794	31,316,717
		56,773,502	**60,334,992**
Current assets			
(a) Inventories	6	19,148,888	9,015,830
(b) Financial assets			
- Trade receivables	7	51,538,750	50,656,015
- Cash and Cash Equivalents	8	983,661	2,123,440
(c) Other current Assets	9	7,273,040	8,619,037
		78,944,338	**70,414,322**
TOTAL ASSETS		**135,717,841**	**130,749,314**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	10	32,700,000	32,700,000
(b) Other Equity	11	(114,861,058)	(102,352,175)
Total equity		**(82,161,058)**	**(69,652,175)**
LIABILITIES			
Non-current liabilities			
(a) Provisions	12	243,884	222,966
		243,884	**222,966**
Current liabilities			
(a) Financial liabilities			
- Borrowings	13	136,595,450	121,113,754
- Trade payables	14	40,345,052	40,275,921
(b) Other current liabilities	15	40,493,021	38,724,305
(c) Provisions	16	201,492	64,543
		217,635,015	**200,178,523**
Total liabilities		**217,878,899**	**200,401,489**
TOTAL EQUITY AND LIABILTIES		**135,717,841**	**130,749,314**

The notes are an integral part of these financial statement

Summary of Significant accounting policies	1 & 2	-
Contigencies & Commitments	31	

For and on behalf of the Board

Deepak Kukreti
Whole Time Director
DIN :03146700

B.S.Raju
Whole Time Director
DIN: 01431440

S Anand Reddy
Chief Financial Officer

Jitendra H Raut
Company Secretary

Place : Bangalore
Date : 31-07-2020

As per our report of even date

For **B R N MURTHY & ASSOCIATES**
Chartered Accountants

CA Narasimha Murthy B R
PROPRIETOR
M. No. 214628

MIDWEST GOLD LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

(Amount in Rs.)

	Notes	For the year ended March 31, 2020	For the year ended March 31, 2019
INCOME			
Revenue from Operations	17	5,787,577	1,066,461
Other Income	18	417,002	813,435
Total Income		**6,204,579**	**1,879,896**
Expenses			
Cost of Raw Materials Consumed	19	7,457,812	298,401
Purchases of stock in trade	20	2,484,403	2,160,045
Changes in inventories of finished goods, Stock-in-trade and work-in-progress	21	(9,328,690)	(1,546,028)
Employee Benefit Expenses	22	4,505,269	1,060,405
Finance Cost	23	741,405	20,569
Other Expenses	24	7,168,617	4,374,287
Depreciation and Amortization expenses	25	1,889,420	1,969,472
Total Expenses		**14,918,236**	**8,337,151**
Loss before exceptional items and tax from continuing operations		**(8,713,657)**	**(6,457,255)**
Add/(Less) : Profit /(Loss) on Sale of Fixed Assets		96,697	-
Loss before tax from continuing operations		(8,616,960)	(6,457,255)
Tax Expenses			
Current tax		-	-
Less: Mat Credit		-	-
Net Current Tax		-	-
Adjustment of tax related to earlier periods		-	-
Deferred tax		3,891,923	1,031,058
Income Tax Expense		**3,891,923**	**1,031,058**
Loss for the year from Continuing Operations		**(12,508,883)**	**(7,488,313)**
Other Comprehensive Income (OCI)		**-**	**-**
Total Comprehensive Income for the year comprising profit (loss) and Other Comprehensive income for the period		**(12,508,883)**	**(7,488,313)**
Earnings per equity share (norminal value of share Rs.10/-(31 march, 2020 : Rs.10/-)	26		
Basic			
Computed on the basis of profit/(loss) from continuing operations		(3.83)	(2.29)
Computed on the basis of total profit/(loss) for the year		(3.83)	(2.29)
Diluted			
Computed on the basis of profit/(loss) from continuing operations		(3.83)	(2.29)
Computed on the basis of total profit/(loss) for the year		(3.83)	(2.29)
The notes are an integral part of these financial statement			

Summary of Significant accounting policies	1 & 2
Contigencies & Commitments	31

For and on behalf of the Board

Deepak Kukreti
Whole Time Director
DIN :03146700

B.S.Raju
Whole Time Director
DIN: 01431440

S Anand Reddy
Chief Financial Officer

Jitendra H Raut
Company Secretary

Place : Bangalore
Date : 31-07-2020

As per our report of even date

For **B R N MURTHY & ASSOCIATES**
Chartered Accountants

CA Narasimha Murthy B R
PROPRIETOR
M. No. 214628

MIDWEST GOLD LIMITED

(formerly NOVA GRANITES (INDIA) LIMITED)

Cash flow statement for the year ended 31st March,2020

Amount in Rs.

	For the year ended March 31, 2020	For the year ended March 31, 2019
Cash flow from operating activities		
Loss from continuing operations	(8,616,960)	(6,457,255)
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation/amortization on continuing operation	1,889,420	1,969,472
Interest Expense	703,263	599
Interest Income	(250,671)	(237,401)
Profit on Sale of Assets	(96,697)	-
Decrease(Increase) in long-term Borrowings	15,481,696	-
Decrease/(Increase) in tarde payables	69,131	1,987,080
Increase/(decrease) in long-term provisions	20,918	31,745
Increase/(decrease) in short-term provisions	136,949	(13,289)
Increase/(decrease) in other current liabilities	1,768,716	7,084,076
Decrease/(Increase) in trade receivables	(882,735)	-
Decrease/(Increase) in inventories	(10,133,058)	(1,773,966)
Decrease(Increase) in long-term loans and advances	17,000	-
Decrease (Increase) in short-term loans and advances	1,345,997	(1,333,554)
Net cash flow from/(used in) operating activities (A)	**1,452,969**	**1,257,507**
Cash flow from investing activities		
Purchase of fixed assets, including intangible assets, CWIP	6,890,148	-
Sale of fixed assets, including intangible assets, CWIP	(4,749,992)	-
Interest received	250,671	237,401
Net cash flow from/(used in) investing activities (B)	**(1,889,485)**	**237,401**
Cash flows from financing activities		
Interest paid	(703,263)	(599)
Net Cash flow from/(used in) financing activities (C)	(703,263)	(599)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(1,139,779)	1,494,309
Cash and cash equivalents at the beginning of the year	2,123,440	629,131
Cash and cash equivalents at the end of the year	**983,661**	**2,123,440**
Components of cash and cash equivalents		
Cash on hand	**68,884**	**120,795**
Cheques /drafts on hand		
With banks -on current account	**752,777**	**1,450,645**
- on deposit account	**162,000**	**552,000**
Total cash and cash equivalents (note 8)	**983,661**	**2,123,440**

The company can utilize these balances only toward settlement of the respective unpaid dividend, unpaid matured deposits and unpaid matured debenture liabilities.

For and on behalf of the Board

Deepak Kukreti
Whole Time Director
DIN :03146700

B.S.Raju
Whole Time Director
DIN: 01431440

S Anand Reddy
Chief Financial Officer

Jitendra H Raut
Company Secretary

Place : Bangalore
Date : 31-07-2020

As per our report of even date

For **B R N MURTHY & ASSOCIATES**
Chartered Accountants

CA Narasimha Murthy B R
PROPRIETOR
M. No. 214628

Notes to financial statements as at 31st March 2020

1. Corporate Information

1.1 Midwest Gold Limited (the Company or MGL) is a public limited company incorporated under the provisions of erstwhile Companies Act, 1956 having its registered office at Bangalore in the state of Karnataka, India. The Equity Shares of the Company are listed with Stock Exchanges in India viz., BSE Limited, Mumbai.

1.2 The Company is presently engaged in the trading business of Granite, Marbles.

1.3 These financial statements are approved and authorised for issue by the Board of Directors on 31st July, 2020.

2. Basis of Preparation of financial statements

The financial statements have been prepared as a going concern on accrual basis of accounting. The company has adopted historical cost basis for assets and liabilities except for certain items which have been measured on a different basis and such basis is disclosed in the relevant accounting policy. The financial statements are presented in Indian Rupees (INR).

Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (IndAS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The financial statements up to year ended March 31, 2017 were prepared in accordance with the Accounting Standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

Current and non-current classification

All assets and liabilities have been classified as current or non-current as per Company's operating cycle and other criteria set out in Schedule-III of the Companies Act 2013. Based on the nature of business, the Company has ascertained its operating cycle as 12 months for the purpose of Current or non-current classi?cation of assets and liabilities.

An asset is classified as current if:

(i) It is expected to be realised or sold or consumed in the Company's normal operating cycle;

(ii) It is held primarily for the purpose of trading;

(iii) It is expected to be realized within twelve months after the reporting period; or

(iv) It is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

A liability is classified as current if:

(i) It is expected to be settled in normal operating cycle;

(ii) It is held primarily for the purpose of trading;

(iii) It is expected to be settled within twelve months after the reporting period;

(iv)It has no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other assets and liabilities are classified as non-current. Deferred tax assets and liabilities are classified as noncurrent only.

2.1 Significant Accounting Policies

The significant accounting policies adopted in the preparation of these financial statements are detailed hereafter. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.2 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker. The Whole Time Director has been identified as the Chief Operating Decision Maker. Refer Note 31 for the segment information presented.

2.3 Foreign currency transactions

a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). Indian Rupees is the functional currency of the company. The financial statements and all financial information is presented in Indian rupee (INR).

b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in statement of profit and loss. Non-monetary items that are measured in terms of historical cost in a foreign currency, using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

2.4 Use of estimates, assumptions and judgements

The preparation of financial statements in conformity with Ind AS requires management of the Company to make estimates and assumptions and judgements that affect the reported amounts of assets and liabilities and disclosure of contingent assets; liabilities at the date of the financial statements and the results of operations during the reporting periods. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in the current and future periods.

Following are the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgements are:

• Estimation of expected credit loss on financial assets – Note 25(A)

2.5 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates, value added taxes, goods and service tax (GST) and amounts collected on behalf of third parties.

Revenue is recognised when the amount of revenue can be reliably measured: probable that future economic benefits will flow to the entity and specific criteria for each of the activities as described below has been met.

Sale of Goods - Recognition & Measurement

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Sale of Goods - Recognition & Measurement

Revenue from Sale of services is recognised as per the terms of the contracts with customers when the related services are performed or the agreed milestones are achieved.

Interest Income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

2.6 Leases

As a lessee

Leases of property, plant and equipment where the company, as lessee, has substantially owns all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding lease obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a lessor

Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

2.7 Property, Plant and Equipment

i) Recognition and measurement

The initial cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use. It also includes the initial estimate of the costs if any of dismantling and removing the item and restoring the site on which it is located. Items such as spares are capitalized when they meet the definition of property, plant and equipment. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Likewise, expenditure towards major inspections and overhauls are identified as a separate component and depreciated over the expected period till the next overhaul expenditure.

ii) Subsequent expenditure

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future economic benefits from the existing asset beyond its previously assessed standard of performance/life. All other expenses on existing property, plant and equipment, including day-today repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

iii) Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefit is expected to arise from the continued use of the asset. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is recognised in profit and loss in the period the item is derecognised.

iv) Depreciation expense

Depreciation is charged on straight line basis so as to write off the depreciable amount of the asset over the useful lives specified in Schedule II to the Act. The useful life of the assets is periodically reviewed and re-determined based on a technical evaluation and expected use.

The Company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

2.8 Financial Instruments

Classification, initial recognition and measurement

A financial instrument is any contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity. Financial instruments are recognized on the balance sheet when the Company becomes a party to the contractual provisions of the instrument.

(i) Financial Assets

Classification:

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

At initial recognition

The Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement - Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

i. **At amortised cost:** Financial assets having contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding and that are held within a business model whose objective is to hold such assets in order to collect such contractual cash flows are classified in this category. Subsequently, these are measured at amortized cost using the effective interest method less any impairment losses.

ii. **At fair value through other comprehensive income (FVOCI):** Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payment of principle and interest on the principle amount outstanding and selling financial assets.

iii. **At fair value through profit or loss (FVTPL):** Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets at fair value through profit or loss are immediately recognised in profit or loss.

Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which

are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

(ii) Financial liabilities

Classification, initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, or payables, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Subsequent measurement

Financial liabilities are carried at amortized cost using the 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.

Trade and other payables

Trade and other payables represent liabilities for goods and services prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Loans and borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Derecognition of financial instruments

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On de-recognition of a financial asset the difference between the carrying amount and the consideration received is recognised in the statement of profit and loss.

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. On de-recognition of a financial liability the difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the statement of profit and loss.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

Financial guarantee contracts

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee or the estimated amount that would be payable to a third party for assuming the obligations.

As Guarantor

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 109 and the amount initially recognised less cumulative amortisation, where appropriate.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

As Beneficiary

Financial guarantee contracts are recognised as a financial asset at the time the guarantee is taken. The asset is initially measured at fair value and subsequently amortised over the guarantee period.

Where guarantees in relation to loans or other payables are provided by company for no compensation, the fair values are accounted for as contributions and recognised as part of equity.

2.9 Impairment of Assets

Financial assets

The Company assesses at each date of balance sheet impairment if any of a financial asset or a group of financial assets. The company uses, in accordance with Ind AS 109, 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL). Expected credit losses are measured through a loss allowance at an amount equal to: The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company

uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Non-financial assets

Property, Plant and Equipment and Other intangible assets with finite life are evaluated for recoverability when there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount and impairment loss is recognised in the profit or loss.

2.10 Equity instruments

An equity instrument is a contract that evidences residual interests in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

2.11 Borrowing costs

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to make it ready for its intended use.

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 charged to the Statement of Profit and Loss for the period for which they are incurred.

2.12 Inventories

Raw materials, stores, spares and consumables are valued at lower of cost, calculated on Weighted Average basis. Items held for use in the production of inventories are not written down below cost if the finished product in which these will be incorporated are expected to be sold at or above cost.

Finished goods and work-in-progress are valued at lower of cost and net realisable value Cost includes materials, labour and a proportion of appropriate overheads based on normal operating capacity. Cost of finished goods includes excise duty. Cost is determined on a Weighted Average basis.

Trading goods are valued at lower of cost and net realisable value.

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.

2.13 Tax expenses

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, based on estimated tax liability computed after taking credit for allowances and exemption in accordance with the prevailing tax laws for the year.

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the income taxes are recognised in other comprehensive income or directly in equity, respectively.

Current tax assets and current tax liabilites are presented in the statement of fiancial position after off-setting the taxes paid or deemed to be paid and current income tax expenses are the year.

Deferred income taxes

Deferred tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probablethat sufficient taxable profit will be available to allow total or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is probable evidence that the Company will pay normal income tax after the tax holiday period.

Deferred tax assets and liabilities are offset when it relates to income taxes levied by the same taxation authority and the relevant entity intendsto settle its current tax assets and liabilities on a net basis

The Company recognises interest related to income tax in interest expenses.

2.14 Provisions, contingent liabilities and contingent asset

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current

market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as other finance expense.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that Is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measures reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

A contingent assets is not recognised unless it becomes virtually certain that an inflow of economic benefits will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements. Contingent liabilities and contingent assets are reviewed at each balance sheet date.

2.15 Employee benefits

(i) Short term employee benefit obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for accumulating compensated absences not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are measured at the present value of expected future payments to be made in respect of services provided using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(a) Defined benefit plans-Gratuity obligations

Under the gratuity plan, every employee who has completed at least five years of service gets a gratuity on departure @15 days of last drawn salary for each completed year of service.

(b) Defined contribution plans

The Company pays provident fund contributions to publicly administered funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due.

State Plans: Employer's contribution to Employee State Insurance plan is charged to Statement of Profit and Loss as and due.

2.16 Earnings per share

Basic earnings per share are calculated by dividing the profit or loss after tax for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For calculating diluted earnings per share, the profit or loss after tax for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.17 Contingent Liability & Commitments

Contingent liability is disclosed in the case of:

- present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- present obligation arising from past events, when no reliable estimate possible;
- Possible obligation arising from past events, unless the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets and on account bonds executed with external authorities.

For and on behalf of the board of directors

Deepak Kukreti
Whole Time Director
DIN :03146700

B.S.Raju
Whole Time Director
DIN: 01431440

S Anand Reddy
Chief Financial Officer

Jitendra H Raut
Company Secretary

Place : Bangalore
Date : 31-07-2020

As per our Report of even date.
For **B R N MURTHY & ASSOCIATES**
Chartered Accountants

CA Narasimha Murthy B R
PROPRIETOR
M. No. 214628

3. Property, Plant and Equipment

(Amount in Rupees)

Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
	As At 01.04.2019	Additions During the Year	Sale/deletion During the Year	As At 31.03.2020	As At 01.04.2019	Accumulated Depreciation Reversed/ Adjusted	For the Year	As At 31.03.2020	As At 31.03.2020	As At 31.03.2019
Tangible Assets										
Land	10,037,981	-	-	10,037,981	-	-	-	-	10,037,981	10,037,981
Free Hold Quarry Land	1,017,637	-	-	1,017,637	1,017,637	-	-	1,017,637	-	-
Building -Office	1,353,352	-	-	1,353,352	573,780	-	51,189	624,969	728,383	779,572
Building -Factory	13,890,606	-	-	13,890,606	10,470,180	-	368,354	10,838,534	3,052,072	3,420,426
Temporary Shed	35,010	-	-	35,010	35,010	-	-	35,010	-	-
Plant & Equipment	131,807,528	6,890,148	63,296,788	75,400,888	123,189,409	58,643,493	1,467,288	66,013,204	9,387,684	8,618,119
Furniture & Fixtures	957,481	-	-	957,481	957,481	-	-	957,481	-	-
Vehicles	1,383,110	-	-	1,383,110	1,383,110	-	-	1,383,110	-	-
Computer	801,025	-	-	801,025	797,521	-	2,589	800,110	915	3,504
Office Equipment	1,070,705	-	-	1,070,705	1,021,356	-	-	1,021,356	49,349	49,349
Total	**162,354,435**	**6,890,148**	**63,296,788**	**105,947,795**	**139,445,484**	**58,643,493**	**1,889,420**	**82,691,411**	**23,256,384**	**22,908,951**
Previouse Year -Tangible	**162,354,435**	-	-	**162,354,435**	**137,476,012**	-	**1,969,472**	**139,445,484**	**22,908,951**	-

MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)

Notes to Financial Statements for the year ended 31st March, 2020

(Amount in Rs.)

		31 March,2020	31 March,2019
4	**Long-term Loans**		
	Deposit -(Unsecured considered good)	6,092,324	6,109,324
		6,092,324	**6,109,324**
5	**Deferred tax assets/liability (Net)**		
	Deferred tax liability		
	Fixed assets:Impact of difference between tax	(1,088,349)	1,670,714
	Gross deferred tax liability	**(1,088,349)**	**1,670,714**
	Deferred tax asset		
	Brought forward Business Loss	6,804,748	7,218,817
	Brought forward Depreciation Loss	21,708,395	25,768,614
	Gross deferred tax asset	**28,513,144**	**32,987,431**
	Net deferred tax asset	**27,424,794**	**31,316,717**
6	**Inventories**		
	Raw materials and components-Valued at Lower of Cost or Estimated Realizable Value	2,199,630	1,311,837
	Finished goods - Valued at Lower of cost or net realizable value	9,225,737	31,414
	Traded goods - Valued at Lower of cost or net realizable value	7,417,758	7,283,391
	Consumables, Stores and spares -Valued at Lower of Cost or Estimated Realizable Value	305,763	389,188
		19,148,888	**9,015,830**
7	**Trade receivables and other assets**		
	Trade receivables		
	Outstanding for a period Exceeding six months from the Date they are due for payment		
	Unsecured, considered good	11,481,243	10,930,961
	Doubtful	39,725,054	39,725,054
	(A)	**51,206,297**	**50,656,015**
	Trade recivables outstanding for a period less than six months from the date they are due for payment		
	Unsecured, considered good	332,453	-
	(B)	**332,453**	**-**
	Total (A+B)	**51,538,750**	**50,656,015**
8	**Cash and cash equivalents**		
	Cash on hand	68,884	120,795
	Balance with Banks		
	On current accounts	752,777	1,450,645
	Deposits with original maturity for more than 12 months	162,000	552,000
		983,661	**2,123,440**

There is no repatriation restriction with regards to cash and cash equivalents as at the end of reporting period and prior period

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates.

Notes to Financial Statements for the year ended 31st March, 2020

	31 March,2020		31 March,2019	
		Rs.		Rs.
9 Other Current Assets				
Advance Against Suppliers/Expenses				
Unsecured considered good		182,846		235,802
Doubtful		820,799		820,799
(A)		**1,003,645**		**1,056,601**
Other loans and advances				
Prepaid Insurance/Expenses- Secured considered good		15,300		32,673
TDS Receivable		20,145		24,024
Income Tax Refund Due -Secured considered good		153,266		153,262
Income Tax Tribunal fee - A Y 2003-2010		62,550		62,550
Other Advances		4,467		4,467
Others - doubtful		3,579,170		3,579,170
With Government authorities - Secured considered good		2,228,777		3,518,217
(B)		**6,063,675**		**7,374,363**
Total (A+B)		**7,067,320**		**8,430,964**
Others				
Interest accrued on fixed deposits		205,720		188,073
(C)		**205,720**	**-**	**188,073**
Total (A+B+C)		**7,273,040**	**-**	**8,619,037**

Loans and receivables are non-derivative financial assets which generate a fixed or variable interest income for the Group. The carrying value may be affected by changes in the credit risk of the counterparties.

	31 March,2020		31 March,2019	
		Rs.		Rs.
10 Share Capital				
Authorized				
2,00,00,000 Equity Shares of Rs. 10/- each		20,00,00,000		20,00,00,000
Issued,Subscribed and fully paid-up shares				
32,70,000 Equity Shares of Rs. 10/- each		32,700,000		32,700,000
		32,700,000		**32,700,000**
a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period				
Equity Shares				
	No.	**Rs.**	**No.**	**Rs.**
At the beginning of the period	3,270,000	32,700,000	3,270,000	32,700,000
Issued During the period	-	-	-	-
Outstanding at the end of the period	**3,270,000**	**32,700,000**	**3,270,000**	**32,700,000**
b. Terms/rights attached to equity shares				
The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share.				
c. Shares held by holding Company				
Midwest Granite Pvt. Ltd	2,309,500	23,095,000	2,309,500	23,095,000
d. Details of Shareholders holding more than 5% shares in the company				
	No.	**%**	**No.**	**%**
Equity Shares of Rs. 10/- each fully paid				
Midwest Granite Pvt. Ltd	2,309,500	70.62	2,309,500	70.62
	2,309,500	**70.62**	**2,309,500**	**70.62**

Notes to Financial Statements for the year ended 31st March, 2020

	31 March,2020		31 March,2019	
		Rs.		Rs.
11 Other Equity				
Capital Reserve		38,014,360		38,014,360
Represents the cessation of liability on one time settlement of Term Loan and balance of Reduction of share capital by Virtue of BIFR Order No. 39/99(11) dated 11/11/03 which is not available for distribution of dividends		**38,014,360**		**38,014,360**
Surplus/(deficit) in the statement of Profit and loss				
Balance as per last financial statements		(140,366,535)		(132,878,222)
Less : Carrying Amounts of Fixed Assets debited to Retained Earnings where remaining useful life of the Asset is NIL as on 01.04.2014	-		-	
Profit / (Loss) for the year		(12,508,883)		(7,488,313)
Net surplus / (deficit) in the statement of Profit and loss		(152,875,418)		(140,366,535)
Total other equity		**(114,861,058)**		**(102,352,175)**
12 Long-term provisions				
Provision for employee benefits		243,884		222,966
Provision for gratuity		**243,884**		**222,966**
Current Liabilities				
13 Short-term Borrowings				
Unsecured Loan from related party				
- Midwest Granite Pvt Ltd		136,595,450		121,113,754
		136,595,450		**121,113,754**
14 Trade payables (including acceptances & Midwest Granite Pvt Ltd)		**40,345,052**		**40,275,921**
		40,345,052		**40,275,921**

Terms and conditions of the above financial liabilities:-
Trade payables are non-interest bearing and are normally settled on Mutual Terms and conditions
For terms and conditions with related parties, refer to Note 30

	31 March,2020		31 March,2019	
		Rs.		Rs.
15 Other current liabilities				
Advance from Customers		13,263,889		13,231,306
		13,263,889		**13,231,306**
Others				
TDS payable		119,115		23,504
Professional Tax payable		1,200		400
Canara Bank overdraft Account		-		343,267
RCM -SGST & CGST Payable		7,560		-
Provision for Expenses		113,413		96,141
Other Payables		26,338,000		23,813,000
Outstanding Liabilities		649,844		1,216,687
		27,229,132		**25,492,999**
		40,493,021		**38,724,305**
16 Short-term provisions				
Provision for employee benefits				
Provision for Bonus		201,492		44,656
Provision for Leave Salary		-		19,887
		201,492		**64,543**

Notes to Financial Statements for the year ended 31st March, 2020

	31 March,2020		31 March,2019	
		Rs.		Rs.
17 Revenue from operations				
Revenue from operations Sales of products				
Sales Granite Slabs		160,770		-
Sales Marble Slabs		2,775,731		-
		2,936,501		**-**
Traded goods sold				
Marble Slabs		2,367,082		1,066,461
Rough Granite Blocks		483,994		-
		2,851,076		1,066,461
		5,787,577		**1,066,461**
18 Other income				
Interest income on				
Bank deposits		49,225		37,301
Others		201,446		200,100
Excess Provision for Expenses Withdrawn		166,331		-
Miscellaneous Debit /Credit Balance Wo.(Net)		-		576,034
		417,002		**813,435**
19 Cost of raw material and components consumed				
Inventory at the beginning of the year		1,701,025		1,473,087
Add: Purchases		8,262,180		526,339
		9,963,205		**1,999,426**
Less:inventory at the end of the year		2,505,393		1,701,025
Cost of raw material and components Consumed		**7,457,812**		**298,401**
Details of inventory				
Granite Blocks		2,199,630		1,311,837
Mechanical Spares		-		116,506
Electrical Spares		-		10,157
Consumables		218,721		250,045
Tools, Plumbing,Welding,DG Sets & General Items		87,042		12,480
		2,505,393		**1,701,025**
20 Details of purchase of traded goods				
Marble Slabs		2,484,403		2,160,045
		2,484,403		**2,160,045**

	(Increase)/Decrease			
	31 March, 2020 Rs.	31 March, 2019 Rs.	31 March, 2020 Rs.	31 March, 2019 Rs.
21 (Increase)/decrease in inventories				
Inventories at the end of the year				
Traded goods	7,417,758	7,283,391	(134,367)	1,578,312
Work-in-progress	-	-	-	-
Finished goods	9,225,737	31,414	(9,194,323)	(32,281)
	16,643,495	**7,314,805**	**(9,328,690)**	**1,546,031**
Inventories at the begining of the year				
Traded goods	7,417,758	7,283,391		7,283,391
Finished goods	9,225,737	31,414		31,414
	16,643,495	**7,314,805**		**7,314,805**

Notes to Financial Statements for the year ended 31st March, 2020

		31 March,2020		31 March,2019	
			Rs.		Rs.
	Details of Inventory				
	Traded goods				
	Marble Slabs		7,417,758		7,283,391
			7,417,758		**7,283,391**
	Finished goods				
	Marble Slabs		9,212,027		17,704
	Granite Slabs		13,710		13,710
			9,225,737		**31,414**
22	**Employee benefit expense**				
	Staff Salaries		4,179,367		892,680
	Bonus		231,197		44,656
	Gratuity expenses		20,918		31,745
	Medical Expenses		322		-
	Staff Accomdation		31,500		-
	Staff welfare expenses		41,965		91,324
			4,505,269		**1,060,405**
23	**Finance costs**				
	Interest Others		1,378		599
	Interest On Loan		701,885		-
	Bank charges		38,142		19,970
			741,405		**20,569**
24	**Other expenses**				
	Power and fuel		2,765,401		1,259,183
	Freight and forwarding charges		142,816		343,217
	Rent		147,500		150,000
	Rates and taxes		480,094		423,321
	Insurance		41,485		13,835
	Repairs and maintenance				
	Plant and machinery		194,628		111,000
	Building		5,600		-
	Others		181,661		672,515
	Advertising and sales promotion		299,007		92,700
	Travelling and conveyance		217,683		78,150
	Communication costs		42,891		48,772
	Printing and stationery		11,962		16,864
	Legal and professional fees		111,704		609,212
	Payment to auditor		137,000		137,000
	Security Charges		416,613		127,050
	Fluctuation Loss/gain		46,461		-
	Listing fee		300,000		250,000
	Packing Materail		23,420		-
	Slabs Polishing Charges		59,400		-
	Customs Duty Paid for Debonding		752,837		-
	GST Paid		82,212		-
	Miscellaneous Debit/(Credit) Balances W/o.		3,202		9,893
	Prior Period Expenses		192,250		8,000
	Fines & Penalty		374,450		20
	AGM Expenses		119,000		7,500
	Miscellaneous expenses		19,340		16,055
			7,168,617		**4,374,287**

Notes to Financial Statements for the year ended 31st March, 2020

		31 March,2020		31 March,2019	
			Rs.		Rs.
	Payment to auditor				
	As auditor:				
	Audit fee		75,000		75,000
	Tax audit fee		15,000		15,000
	Limited review		15,000		15,000
	In other capacity:				
	Taxation matters		-		-
	Other service (Certification fees)		32,000		32,000
			137,000		**137,000**
25	**Depreciation and amortization expense**				
	Depreciation of tangible assets		1,889,420		1,969,472
			1,889,420		**1,969,472**
26	**Earnings per share(EPS)**				
	Total operations for the year				
	Loss before tax		(8,713,657)		(6,457,255)
	Add/ (Less) Profit /(Loss) on Sale of Assets		96,697		
			(8,616,960)		**(6,457,255)**
	Add/(less) : Income Tax Expenses		-		-
	Add/(less) : Provision for Deferred tax		(3,891,923)		1,031,058
	Loss after tax		**(12,508,883)**		**(7,488,313)**
	Net loss for calculation of basic EPS		**(3.83)**		**(2.29)**

27 Gratuity and other post-employment benefit plans

Under the gratuity plan, every employee who has completed atleast five years of service gets a gratuity on departure @15 days of last drawn salary for each completed year of service.

The Company has made provision as per the Gratuity Act since there is only one employee who has completed above five years of service in the company.

28 Segment information

The Company has only one reportable business segment and one geographical segment under Accounting Standard 17 on Segment Reporting.

29 Previous year figures have been regrouped / recast / rearranged wherever necessary to confirm to current year classification.

	31 March,2020		31 March,2019	
		Rs.		Rs.
	Outstanding Credit Balance as on 31.03.2020		Outstanding Credit Balance as on 31.03.2019	
30 Related party disclosures				
Names of related parties and related party relationship				
Related parties where control exists				
Holding company				
Midwest Granite Private Limited (loan outstanding)	136,595,450	Cr	121,113,754	Cr
Midwest Granite Private Limited (Against Supplies)	24,032,424	Cr	18,832,990	Cr
Related party transactions				
Interest on Corporate Loan- Payable to Holding Company	701,885		-	
(Purchase of goods - from Holding Company	**4,999,466**		**125,440**	

1) Key Managerial Personel	Mr.Deepak Kukreti	Whole time director
	Mr. B S Raju	Whole time director
	Mr.S. Ananda Reddy	CFO
	Jitendra H Raut	Company Secretary

2) Relatives of Key Managerial Personnel

Mrs. Soumya Kukreti (Wife of Mr. Deepak Kukreti) — Director

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free except the loan amount taken during the year and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 March 2020, the company has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2019: Rs. Nil, 1 April 2018: Rs. Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

	31st March,2020	31st March,2019
	Rs. in lacs	Rs. in lacs
31 Contingent liabilities		
Contingent liability not provided for :		
Particulars		
a. Un expired Bank Guarantee	**14.40**	**14.40**
b. Corporate Guarantee given by M/s. Midwest Granite Pvt. Ltd. In favor of President of India	**175.00**	**175.00**
c. Bond in favor of President of India on account of central excise.	**10.00**	**10.00**
d. Bond in favor of President of India on account of custom	**468.23**	**468.23**
e. Corporate Guarantee given by the Company in favour of HDFC Bank for Loans taken by Midwest Granite Pvt Ltd	**1,086.76**	**1,206.19**

32 Sundry debtors includes amount due from company under the same management Rs. -Nil- (Previous year Rs. -Nil-) maximum amount due at any time during the year Rs. - Nil -

33 Sundry Creditors, Other Liabilities, Sundry Debtors, Loans and Advances are subject to confirmatiom. Sundry Debtors includes Rs. 399.42 lakhs outstanding more than three years out of which 132.32 lakhs claim was filed with united states bankruptcy court, USA since the party filed the bankruptcy petition with the said court.

34 In the opinion of the management, the current assets, loans and advances are expected to realize at least the amount at which they are stated, if realized in the ordinary course of business and provisions for all known liabilities have been adequately made in the accounts.

	31 March,2020		31 March,2019	
		Rs.		Rs.
35 Value of imports calculated on CIF basis				
Traded Goods -Marble Slabs		11.81		21.60
Expenditure in foreign currency (accrual basis)		Nil		Nil
Imported and indigenous raw materials, components and spare parts consumed	% fo total Consumption 31 March,2020	Value Rs. 31 March,2020	% fo total Consumption 31 March,2019	Value Rs. 31 March,2019
Raw Materials				
Imported	-	-	-	-
Indigenously obtained	100	4,705,944	-	-
Components				
Imported	-	-	-	-
Indigenously obtained	100	2,751,868	-	298,401
36 Earnings in foreign currency (accrual basis)		-		-

37 Capital and Other Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for: Rs. Nil (PY - Rs. Nil)

38 Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements: In the process of applying the company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Estimates and assumptions: The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

Impairment of non-financial assets: Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill and other intangibles with indefinite useful lives recognised by the company.

39 **Fair value measurement of financial instruments:** When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where

this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

40 As informed to us there are no Micro and Small Enterprises to whom the company owes dues, which are outstanding for more than 45 days as at march 31 2020. This information required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

41 The amounts and disclosures included in the financial statements of the previous year have been reclassified and regrouped whereever necessary.

42 Fair values

The carrying value and fair value of financial instruments by category:

Assets and liabilities carried at amortised cost

Particulars	Carrying Value		Fair Value	
	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019
Financial assets				
Trade Receivable	51,538,750	50,656,015	51,538,750	50,656,015
Cash and cash equivalents	983,661	2,123,440	983,661	2,123,440
Other current financial assets	7,273,040	8,619,037	7,273,040	8,619,037
Total	**59,795,450**	**61,398,492**	**59,795,450**	**61,398,492**
Financial liabilities				
Borrowings	136,595,450	121,113,754	136,595,450	121,113,754
Trade Payables	40,345,052	40,275,921	40,345,052	40,275,921
Other Current Financial Liability	40,493,021	38,724,305	40,493,021	38,724,305
Total	**217,433,523**	**200,113,980**	**217,433,523**	**200,113,980**

There are no assets and liabilities which have been carried at fair value through the profit and loss account.

There are no assets and liabilities which have been carried at fair value through the other comprehenssive income.

The management assessed that cash and cash equivalents, trade receivables, trade payables, and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the unquoted equity shares have been estimated using a DCF model. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted equity investments.

The fair values of the Group's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own nonperformance risk as at 31 March 2019 was assessed to be insignificant."

43 Fair value hierarchy

Level 1: Quoted prices in active markets for identical assets or liabilities

Level 2: Significant observable inputs other than quoted prices included in 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: Significant unobservable inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

44 Financial risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to finance the Group's operations and to provide guarantees to support its operations. The Group's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the company. The financial risk committee provides assurance to the company's senior management that the company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the company's policies and risk objectives.

Market risk

"Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market

prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments and derivative financial instruments.

The following assumptions have been made in calculating the sensitivity analyses:

i. The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2020 and 31 March 2019 including the effect of hedge accounting.

ii. The sensitivity of equity is calculated by considering the effect of any associated cash flow hedges and hedges of a net investment in a subsidiary at 31 March 2020 for the effects of the assumed changes of the underlying risk.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company's exposure to the risk of changes in market interest rates relates primarily to the company's long-term debt obligations with floating interest rates. The company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

The company's policy is to keep between 40% and 60% of its borrowings at fixed rates of interest, excluding borrowings that relate to discontinued operations. To manage this, the company enters into interest rate swaps, in which it agrees to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. At 31 March 2020, the company had 2 customer (31 March 2019: 1 customer, 1 April 2017: 1 customer) who owed 100% of receivables outstanding.

An impairment analysis is performed at each reporting date on an individual costomer basis. The company evaluates the concentration of risk with respect to trade receivables as low, as the the customer is Government body and operate in largely independent markets.

Liquidity risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans, preference shares, and group company loans. The Company's policy is that not more than 25% of borrowings should mature in the next 12-month period. The company assessed the concentration of risk with respect to refinancing its debt and concluded it to be medium.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

As at 31st March 2020	On Demand	Less than 3 months	Less than 3 months to 12 months	More than 1 year	Total
Borrowings	136,595,450				136,595,450
Trade and other payables	-	1,089,812	4,651,953	34,603,287	40,345,052
Other current liabilities	40,493,021				40,493,021
Provisions	201,492				201,492

As at 31st March 2019	On Demand	Less than 3 months	Less than 3 months to 12 months	More than 1 year	Total
Borrowings	121,113,754				121,113,754
Trade and other payables	-	2,865,277	154,800	37,255,844	40,275,921
Other current liabilities	38,724,305				38,724,305
Provisions	64,543				64,543

As at 31st March 2018	On Demand	Less than 3 months	Less than 3 months to 12 months	More than 1 year	Total
Borrowings	121,113,754				121,113,754
Trade and other payables	-	588,041	1,358,731	36,342,069	38,288,841
Other current liabilities	31,640,229				31,640,229
Provisions	77,832				77,832

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly. Selective hedging is used within the Group to manage risk concentrations at both the relationship and industry levels.

45 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, convertible preference shares, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value. The company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Gcompany may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 10% and 50%. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

Particulars	As at 31st March,2020	As a 31st March,2019
Borrowings other than convertible preference shares	136,595,450	121,113,754
Trade payables	41,517,201	40,275,921
Other current liabilities	40,493,021	38,724,305
Provisions	201,492	64,543
Less: cash and cash equivalents	(1,031,192)	(2,123,440)
Net Debt	**190,491,525**	**198,055,083**
Equity	32,700,000	32,700,000
Capital and net debt	**32,700,000**	**32,700,000**
Gearing ratio	**6**	**6**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2020 and 31 March 2019.

For and on behalf of the board of directors

Deepak Kukreti
Whole Time Director
DIN :03146700

B.S.Raju
Whole Time Director
DIN: 01431440

S Anand Reddy
Chief Financial Officer

Jitendra H Raut
Company Secretary

Place : Bangalore
Date : 31-07-2020

As per our report of even date

For **B R N MURTHY & ASSOCIATES**
Chartered Accountants

CA Narasimha Murthy B R
PROPRIETOR
M. No. 214628