

GNANAMBIKAI MILLS LIMITED

**87th Annual Report
for the year ended 31st March, 2024**

GNANAMBIKAI MILLS LIMITED

CIN : U17111TZ1935PLC000056

COIMBATORE

BOARD OF DIRECTORS

Chairman

Shri. V.S. Chinnaswamy

Managing Director

Shri. Senthil Chinnasamy

Directors

Shri. V.S. Kulandaivel

Smt. Banumathy Chinnaswamy

Shri. M. Suresh

Shri. D. Ashok Kumar

Auditors

Diwakar & Associates

Firm Reg No. 015661S

Chartered Accountant

Coimbatore

BANKERS

ICICI Bank Ltd.

183, 184, Red Rose Towers

D.B. Road, R.S. Puram,

Coimbatore-641 002.

REGISTERED OFFICE

ALANKAR BUILDING

III FLOOR, 551, D.B. ROAD

R.S.PURAM

COIMBATORE - 641 002

MILL

POST BOX NO. 5307

GNANAMBIKAI MILLS POST

COIMBATORE - 641 029

NOTICE TO SHARE HOLDERS

NOTICE is hereby given that the 87th Annual General meeting of the members of M/s. Gnanambikai Mills Limited to be held on Monday, the 30th September 2024 at 10.45 AM at the registered Office of the Company situated at Alankar Buildings, IIIrd Floor, 551, D.B. Road, R.S.Puram, Coimbatore – 641 002, to be held to transact the following business. All members are requested to attend.

AGENDA

ORDINARY BUSINESS :

1. To receive, consider and adopt the accounts for the period ended 31st March 2024, the Balance Sheet as on 31st March, 2024, the statement of Profit and Loss and Cash Flow Statement for the period ended as on that date and Report of Board of Directors and the Auditors thereon.
2. To appoint a Director in the place of Mr. M. Suresh, having (DIN 01868013) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in the place of Mr. D. Ashok Kumar, having (DIN 01853514) who retires by rotation and being eligible, offers himself for re-appointment.

For and Behalf of the Board

Senthil Chinnasamy
Managing Director
(DIN : 00020229)

Place : Coimbatore
Date : 02.09.2024

Notes :

1. Every member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and to vote on his/her behalf and such a proxy need not be a member of the company.

A person can act as proxy on behalf of members not exceeding Fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or member.

The Instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting.
2. Corporate members can appoint a representative to attend and vote at the meeting by way a resolution of their Board of Directors or other governing body.
3. There is no special business proposed to be transacted at the meeting and hence the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 has not been annexed to this Notice.
4. The route map to the venue has been attached hereto.
5. Attendance Slip and Proxy Form have been attached hereto.
6. As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register their e-mail address with the Company in respect of shares held in physical form to enable the Company to serve documents in electronic form.
7. All unclaimed dividend shall be transferred to the "Investor Education and Protection Funds" of the Central Government after a period of 7 years from the date of declaration.

Item No: 2 Details of Director seeking re-appointment pursuant of Secretarial Standards (SS-2)

Name	Mr. M. Suresh
DIN	01868013
Date of birth	18.10.1971
Date of appointment on the board	01.09.2003
Inter-se relationship with other directors	N.A
Qualification	Graduate
Expertise in area	Industrialist
No.of shares held	23,965
Board position held	Director
Terms and conditions of appointment/re-appointment	Retirement by rotation
Remuneration	NIL
Number of board meetings attended during the year	4
Directorships held in other companies	N.A
Chairmanship/membership in other committees	-

In respect of the above material facts, the board of directors of your Company seeking approval of Shareholders by way of passing ordinary resolution as set out in Item No.02 of this Notice.

Item No : 03. Details of Director seeking re-appointment pursuant of Secretarial Standards (SS-2)

Name	Shri. D. Ashok Kumar
DIN	01853514
Date of Birth	31.10.1971
Date of Appointment on the Board	01.09.2003
Inter-se relationship with other Directors	N.A
Qualification	Graduate
Expertise in area	Industrialist
No. of Shares held	20,820
Board Position held	Director
Terms and conditions of appointment/re-appointment	Retirement by rotation
Remuneration	NIL
Number of Board Meetings attended during the year	4
Directorships held in other Companies	N.A
Chairmanship/Membership in other Committees	-

In respect of the above material facts, the board of directors of your Company seeking approval of Shareholders by way of passing ordinary resolution as set out in Item No.03 of this Notice.

By Order Of The Board

Senthil Chinnasamy
Managing Director
(DIN : 00020229)

Place : Coimbatore
Date : 02.09.2024

ROUTE MAP



ATTENDANCE SLIP

Folio No.	
DP ID IF APPLICABLE	
Name	

I/ we hereby record my / our presence at the 87thAnnual General Meeting of the Members M/s. Gnanambikai Mills Limited will be held on Monday, the 30th September 2024 at 10.45 AM at the registered Office of the Company situated at Alankar Buildings, IIrd Floor, 551, D. B. Road, R. S. Puram, Coimbatore – 641 002

.....
Signature of Shareholder / Proxy

Note :

Please fill up this attendance slip and hand it over at the entrance of the meeting hall.

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	U17111TZ1935PLC000056
Name of the Company	Gnanambikai Mills Limited
Address of Registered Office	IIIrd Floor, Alankar Buildings, 551, Dewan Bhadhur Road, R. S. Puram, Coimbatore, Tamil Nadu, India, 641002

Name of the Member(s)	
Registered address	
E-mail Id	
Folio No./ Client ID	
DP ID	

I / We being the member(s) of Gnanambikai Mills Limited and holding Equity shares of the Company hereby appoint :

Serial Number	
Name	
Address	
E-mail Id	
Signature	

On failing of him / her; hereby appoint :

Serial Number	
Name	
Address	
E-mail Id	
Signature	

On failing of him / her; hereby appoint :

Serial Number	
Name	
Address	
E-mail Id	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 87th Annual General Meeting of the Members M/s. Gnanambikai Mills Limited will be held on Monday, the 30th September 2024 at 10.45 AM at the registered Office of the Company situated at Alankar Buildings, IIIrd Floor, 551, D.B. Road, R.S. Puram, Coimbatore – 641 002, and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Subject matter of the Resolution
1.	To receive, consider and adopt the accounts for the period ended 31st March 2024, the Balance Sheet as on 31st March, 2024, the statement of Profit and Loss and Cash Flow Statement for the period ended as on that date and Report of Board of Directors and the Auditors thereon.
2.	To appoint a Director in the place of Shri. M. Suresh, having (DIN 01868013) who retires by rotation and being eligible, offers himself for re-appointment.
3.	To appoint a Director in the place of Shri. D. Ashok Kumar, having (DIN 01853514) who retires by rotation and being eligible, offers himself for re-appointment.

Signed this.....day of2024.

Affix
Revenue
Stamp

.....

Signature of Shareholder

.....

Signature of Proxy holder(s)

Note : - This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

DIRECTORS REPORT

LADIES AND GENTLEMAN,

Your Directors are pleased to present the 87th Annual Report of your Company together with the Audited Statements of Accounts and the Auditors Report of your Company for the financial year ended, 31st March, 2024. The summarized financial results for the year ended 31st March, 2024 are as under:

FINANCIAL PERFORMANCE

The Performance of the Company for the Financial Year ended 31st March, 2024 is summarized below:

Particulars for the financial year	Rs. In Hundreds	Rs. In Hundreds
	31/03/2024	31/03/2023
Revenue From Operation	1,23,802	2,52,733
Other Income	2,00,101	1,93,083
Total Revenue	3,23,903	4,45,815
Less: Total Expenses (excluding Finance Cost, Depreciation and Amortisation Expense & Exceptional Items and Tax)	2,68,877	3,87,186
Profit/(Loss) Before Interest and Depreciation	55,026	58,629
Less : Finance Cost/Interest	37,917	30,027
Less : Depreciation & Amortization Expense	31,293	25,894
Less : Exceptional items	4,279	5,567
Profit /(Loss) Before Tax	(9,905)	8,275
Less : Tax	(5,345)	(876)
Profit /(Loss) After Tax (from continuing operations)	(4,560)	9,151
Add : Loss After Tax (from discontinuing operations)	-	-
Profit / (Loss) for the year	(4,560)	9,151

PERFORMANCE REVIEW

During the year under review, your Company has achieved total turnover of Rs.123.80 Lakhs as against the total turnover of Rs.252.73 Lakhs in the previous year and Your Company has incurred net loss of Rs. 4.56 Lakhs (after Depreciation, Finance and tax expenses) during the reporting period under review as compared to the previous year profit of Rs. 9.15 Lakhs. Your Directors are consistently working towards increasing the turnover and the net profit, So that the Company can meet the expectations of the Stakeholders.

DIVIDEND

Your Directors regret their inability to recommend any dividend for the financial year ended 31st March 2024 in view of the inadequacy of profits.

OUTLOOK

The Company explores the possibility of extending the trading of cotton yarn and cotton. In addition to that, efforts are being made to improve the business activities, to enter new areas & products and to increase the revenue of the company.

CHANGES IN THE NATURE OF BUSINESS, IF ANY

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

ANNUAL RETURN OF THE COMPANY

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, read with Section 92 (3) of the Act the copy of the Annual Return for the financial year ended 31/03/2024 shall be made available on the Company's website viz., <http://www.gnmills.in/>

AMOUNT TRANSFERRED TO RESERVES

During the year under review, there were no amounts transferred to reserves. However, the current year loss of Rs. 4.56 lakhs in the statement of profit and loss have been adjusted in general reserves & Surplus and the accumulated loss after adjustment of current year loss is Rs. 364.23 lakhs which have been shown under the head reserves & surplus in the Balance sheet.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

During the year under review, there was no unclaimed dividend required to be transferred to the Investor Education and Protection Fund.

HOLDING COMPANY:

During the year under review, Your Company is not a subsidiary to any other Company.

SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

During the year under review, your Company does not have any Subsidiary or Joint Venture Company or associate company.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

During the year under review, there have been no significant and material orders passed by the Regulators or Courts or Tribunals, which would impact the going concern status and the Company's operations in future.

DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

LOAN FROM DIRECTORS AND THEIR RELATIVES

The details of loans availed by the Company from its directors and their relative during the year under review are as follows –

Sl No.	Name of the Directors and their relatives	Opening	Receipts	Payments	Closing*
1	Shri. Senthil Chinnasamy	4,33,50,000	-	-	4,33,50,000
2	Shri. Ramkumar Giri	53,00,000	-	-	53,00,000
TOTAL					4,86,50,000

*Certain unsecured loan were obtained from a director during the year 2001- 2002 during their directorship, out of which an amount of Rs. 53,00,000/- has been pending for repayment and the director has ceased to be a director. This may be repaid in the forthcoming year.

SHARE CAPITAL

During the year under review, your Company's Authorized Share Capital is Rs. 97,00,000/- (Rupees Ninety Seven Lakhs) divided into 9,70,000 (Nine Lakhs Seventy Thousand Only) equity shares of Rs.10/- each and Rs.2,00,000/- (Rupees Two Lakhs) divided into 2000 (Two Thousand only) 12% Cumulative Preference Shares of Rs.100/- each and the issued capital of Rs.56,54,800 (Rupees Fifty Six Lakhs Fifty Four Thousand and Eight Hundred) divided into 5,65,480 (Five Lakhs Sixty Five thousand and Four Hundred Eighty Only) equity shares of Rs.10/- each and the paid up share capital of your Company is Rs. 53,98,000 (Rupees Fifty Three Lakhs Ninety Eight Thousand Only) divided into 5,39,800 (Five Lakhs Thirty Nine Thousand and Eight Hundred Only) equity shares of Rs. 10/- each.

INTERNAL CONTROL SYSTEMS AND COMPLIANCE FRAMEWORK

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Internal financial controls are adequate and are operating effectively so as to ensure orderly and efficient conduct of business operations and the board review the same at regular intervals.

DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR

The Company's policy is to maintain optimum number of Directors. The Board of Directors is the apex body constituted by shareholders for overseeing the Company's overall functioning. During the year under review, there was no change in the constitution of Board of Directors of the Company. In accordance with the Companies Act, 2013 and the Article of Association of the Company, Mr. M. Suresh and Mr. D. Ashok Kumar Directors of the Company retire by rotation at the ensuing Annual General Meeting and eligible themselves for reappointment.

SL. NO	NAME	DIN	DESIGNATION
1	Mr. V.S. Chinnaswamy	01745060	Director
2	Mr. Senthil Chinnasamy	00020229	Managing Director
3	Mr. V.S. Kulandaivel	01086943	Director
4	Mrs. Banumathy Chinnaswamy	01745007	Director
5	Mr. M. Suresh	01868013	Director
6	Mr. D. Ashok Kumar	01853514	Director

Mr. Senthil Chinnasamy, appointed as Managing Director of the Company on 01/04/2023 for the period of 05 years, who hold office until 31/03/2028.

NUMBER OF BOARD MEETINGS HELD

During the year under review, the Board of Directors of your Company has duly met 04 times as follows 12th May 2023, 01st September 2023, 30th November 2023 and 19th March 2024 during the financial year from 01st April 2023 to 31st March 2024 as per the provisions of the companies Act 2013, read with applicable secretarial standard.

SECRETARIAL STANDARDS

The Company has followed the applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively.

MATERIAL CHANGES AND COMMITMENTS

There were no material changes and commitments affecting the financial position of the company between the end of the financial year of the company as on 31st March, 2024 and the date of this report. However the board of directors of your Company proposed to convert your Company in to Private Limited Company at their meeting held on 19/03/2024 and the process of conversion were continued beyond the end of the reporting period and received order for conversion of Public Company to Private Company from Hon'ble Regional Director (RD), Southern Region (SR), Chennai on 25/06/2024 vide SRN AA8805600. Further, as required under the provisions of Companies Act, 2013 read with rules made there under, all the compliance for the said conversion process have been completed including filings of forms, however, e-Form INC-27 filed for effecting the conversion of public company in to private company before the Registrar of Companies (ROC) Vide SRN: AA9643971 dated 09/08/2024 is pending for approval till the date of this report, consequent to this, management of the Company is following the status Company as Public Company.

DECLARATION BY INDEPENDENT DIRECTORS

During the year under review, the provisions of Section 149 of the Companies Act, 2013 pertaining to appointment of Independent Directors, does not apply to your Company as the company ceased as Listed Company.

KEY MANAGERIAL PERSONNEL

During the year under review, the provisions of Section 203 of the Companies Act, 2013 relating to appointment of Key Managerial Personnel, do not apply to your Company.

AUDITOR

M/s. DIWAKAR & ASSOCIATES, (Firm Registration Number: 015661S), Chartered Accountants, Coimbatore, has appointed as Statutory Auditors of the Company by the members at the 84th Annual general meeting held on 08th December, 2021, to audit the books of accounts of the Company for the period of 05years effective from 1st April, 2021 to 31st March, 2026.

OBSERVATION OF STATUTORY AUDITOR IN RESPECT OF THEIR AUDIT REPORT

Auditor's observations are suitably explained in the addendum to the boards report enclosed as **Annexure A** to this report.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS

The Statutory Auditors of the Company have not reported any fraud as specified under the second proviso of Section 143(12) of the Act (including any statutory modification(s) or re-enactment(s) for the time being in force).

INTERNAL AUDITOR

Appointment of an internal auditor for the financial year pursuant to Section 138 of the Company Act, 2013 and read with Rule 13 of the Companies (Accounts) Rules, 2014 does not arise.

COST AUDIT

Provisions relating to Cost Audit and Cost Compliance are not applicable to the Company.

CONSOLIDATED FINANCIAL STATEMENT

During the year under review, In accordance with the provisions of the Act, the Audited Consolidated Financial Statements is not applicable to the Company.

SECRETARIAL AUDITORS REPORT

During the year under review, the provisions relating to Section 204 of Companies Act, 2013 does not apply to your Company.

RISK MANAGEMENT POLICY

Your board has taking necessary steps for the development and implement of the Risk Management Policy, for identifying and managing risk. At present the Company has not identified any element of risk which may threaten the existence of the Company.

INTERNAL FINANCIAL CONTROLS

During the year under Review, Your Company had laid down internal financial controls and such internal financial controls are adequate with reference to the Financial Statements and were operating effectively.

NOMINATION AND REMUNERATION COMMITTEE

During the year under review, the provisions of Section 178 of the Companies Act, 2013 relating to the constitution of a Nomination and Remuneration Committee do not apply to the Company and hence the Company has not devised any policy relating to Directors' appointment and their remuneration.

AUDIT COMMITTEE AND VIGIL MECHANISM

During the year under review, the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its powers) Rules, 2013 is not applicable to the Company.

ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Provisions of Section 134 (3) (p) of the Act relating to statement indicating the manner in which formal annual evaluation of the performance of the Board, its Committees and of individual Directors has been made is not applicable to the Company.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

No application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year under review.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

Disclosure under Rule 8 (5) (xi) of the Companies (Accounts of Companies) Rules, 2014 is does not arise during the reporting period.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS.

During the year, the Company has not provided any loans, guarantees and made investments covered under the provisions of Section 186 of the Companies Act, 2013. Hence no information as per provisions of Section 134(3)(g) of the Companies Act, 2013 has been furnished.

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

Internal Complaints Committee (ICC) has been set up by the Company to redress complaints received in respect of Sexual Harassment. All employees are covered under this policy. The Company has not received any sexual harassment complaint at workplace during the year 2023-2024.

CONTRACTS/ARRANGEMENTS WITH RELATED PARTIES

Details of Contracts/arrangement with the related form part of this report. All related party transactions that were entered into during the year under report were on arm's length basis and were in the ordinary course of business. The related party transactions made by the Company with Promoter Company, have no potential conflict with the interest of the Company at large. The Company management ensures all the Related Party Transactions to establish Arm's Length Basis without any compromise.

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

Information required under section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is given in the Annexure-A to this report.

PARTICULARS OF EMPLOYEES

There are no employees covered under the provisions of Section 134(3)(q) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

CORPORATE SOCIAL RESPONSIBILITY

Provision relating CSR under section 135 of the companies Act, 2013 is not applicable to the company.

DISCLOSURE UNDER SECTION 134(3)(I) OF THE COMPANIES ACT, WITH RESPECT TO MATERIAL CHANGES AFTER THE DATE OF FINANCIAL REPORT.

There were no material changes and commitments affecting the financial position of the Company between the end of the financial year of the Company as on 31st March, 2024 and the date of this report.

A. CONSERVATION OF ENERGY

Your company has not carried any manufacturing activities during the reporting period. Hence, disclosure of Conversion of energy does not arise.

B. TECHNOLOGY ABSORPTION

Your company has not carried any manufacturing activities during the reporting period. Hence, disclosure of Technology Absorption does not arise.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the financial year 2023-2024 & previous financial year 2022-2023 there is/was no earnings and outgo of foreign exchange.

DIRECTORS RESPONSIBILITY STATEMENT

In terms of the provisions of section 134 (5) of the Companies Act, 2013, directors would like to state that:

- a) In the preparation of annual accounts for the year ended 31st March 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the same period.
- c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) The directors had prepared the annual accounts on a going Concern basis; and
- e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such system are adequate and operating effectively.

GENERAL DISCLOSURE

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these items during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except Employees' Stock Options Schemes referred to in this Report.
3. The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.

ACKNOWLEDGEMENTS:

Your Directors wish to thank the Company Bankers, Investors, Customers, Suppliers and Employees for their continuing support in the smooth functioning of your company.

For GNANAMBIKAI MILLS LIMITED
V. S. Chinnaswamy
Chairman
(DIN : 01745060)

For GNANAMBIKAI MILLS LIMITED
Senthil Chinnasamy
Managing Director
(DIN : 00020229)

Place : Coimbatore

Date : 02.09.2024

ANNEXURE-A**ADDENDUM TO THE BOARDS REPORT UNDER SECTION (3) (f) (I) OF SECTION 134 OF COMPANIES ACT, 2013**

The unsecured loan was obtained from the directors in the year 2001- 2002 during their directorship, out of which an amount of Rs. 53,00,000/- has been pending for repayment and the director has ceased to be a director. This may be repaid in the forthcoming year.

For GNANAMBIKAI MILLS LIMITED
V. S. Chinnaswamy
Chairman
(DIN : 01745060)

For GNANAMBIKAI MILLS LIMITED
Senthil Chinnasamy
Managing Director
(DIN : 00020229)

Place : Coimbatore

Date : 02.09.2024

UDIN : 24216333BKAUIU3073

INDEPENDENT AUDITOR'S REPORT**To the Members of M/s. GNANAMBIKAI MILLS LIMITED****Report on the Audit of the Financial Statements****Opinion**

I have audited the accompanying financial statements of M/s GNANAMBIKAI MILLS LIMITED ("the Company") which comprises the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- 1) of the state of affairs of the Company as at March 31, 2024,
- 2) its Losses and
- 3) its Cash Flows for the year ended on that date.

Basis for Opinion

I conducted my audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. My responsibilities under those Standards are further described in the Auditor's Responsibilities for the audit of the financial Statements section of my report. I am independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to my audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and I have fulfilled my other ethical responsibilities in accordance with these requirements and the Code of Ethics.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Responsibility of Management for the 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 financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate [internal financial controls](#), that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

As part of an audit in accordance with Standards on Auditing specified under Section 143(10), I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- ◆ Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ◆ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, I am also responsible for expressing my opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- ◆ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- ◆ Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my audit report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusion is based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. I consider quantitative materiality and qualitative factors in

- (i) Planning the scope of my audit work and in evaluating the results of my work and
- (ii) To evaluate the effect of any identified misstatements in the financial statements.

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

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

EMPHASIS OF MATTER:

I draw attention to the following matters in the notes to the financial statements:

Note 34.

A loan was obtained from a director (Mr. Ramkumar Giri) during the year 2001-02 out of which an amount of Rs.53,00,000/- has been pending for repayment and Mr. Ramkumar Giri has ceased to be a director.

Note 35.

The Company has received a letter dated 03.12.2014 from Madras Stock Exchange Limited informing that, the company has ceased to be a listed Company and moved on to the Dissemination Board of NSE with effect from 01.12.2014. Further, in lieu of the Company ceased to be a listed company with MSE, the CIN L17111TZ1935PLC000056 has been changed to U17111TZ1953PLC000056. Hence, compliances of Listing Agreement and Secretarial Audit under Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 and other related Compliances does not arise for the Company.

The company has applied to National Stock Exchange of India Limited to provide exit opportunity to Shareholders and also submitted necessary papers and documents. Subsequently the Company has been removed from Dissemination Board of NSE as per the Communication Circular dated 16.04.2019. Mr.V.S.Chinnaswamy Chairman of the Company, has deposited the money Rs.22 lakhs in an Escrow Account and executed a Bank Guarantee for Rs.40 lakhs in favour of NSE by pledging his fixed deposit on behalf of the Company. Further, the payment was made from Escrow Account to those who have submitted shares and the said shares were transferred to Mr.V.S.Chinnaswamy. The shareholders have submitted 5480 shares upto 31.03.2020 and payment was made through Escrow account for entire shares submitted by the Shareholders on exit offer process.

The Public Announcement Pursuant to Provisions of Clauses (iv), (v), (vi) & (ix) of Annexure-A to SEBI CIRCULAR SEBI/HO/MRD/DSA/CIR/P/2016/110 Dated October 10, 2016 was made on 03/01/2019 and individual letter were also sent to the Shareholders. The said exit offer period of one year from 05/01/2019 to 04/01/2020, has been completed.

After the completion of one year from the end of exit offer, compliance certificate has been obtained from the Merchant Banker. The company has submitted the compliance certificate and other required documents to NSE during the year and NSE has released the bank guarantee vide letter dt. 10.11.2020 and the same were submitted to the Bank and the escrow account has been closed. Now, the company has completely come out of the Dissemination Board.

Note 39.

Fixed deposit held by Mr. Senthil Chinnasamy Rs.1,36,00,000 has been carrying interest at the rate of 4% per annum with effect from 01.04.2019 as per the Board Resolution dated. 13.04.2019. During the year 2022-23, Rs.2,60,00,000/- interest free Deposit transferred from Shri.V.S.Chinnaswamy to Mr.Senthil Chinnasamy, as per Board Resolution dated on 25.02.2023. Based on the above resolution, entry has been passed in the books of accounts on 28.02.2023.

Note 43.

Additions made during FY 20-21 to the Property, Plant & Equipment of the company includes a Motor car amounting to Rs.45,78,246/-, having its Registration No. DL1CS4666, which is registered in the name of its Managing Director Senthil Chinnasamy (DIN:00020229). The car is recorded in the books of the company as it is purchased wholly for the use of the company. However, for easement of the registration process, it has been registered in the name of the Managing Director.

My Opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

As required by the Company (Auditor's Report) Order 2020, ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, I give in Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

As required by Section 143(3) of the Act, I report that:

- a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
 - b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books, except for the matters stated in the paragraph 7 below, on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In my opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to my separate report in "Annexure B".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197 (16) of the Act, as amended, in my opinion and to the best of my information and according to the explanations given to me, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to me. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph above on reporting under section 143(3)(b) of the Act and paragraph 7 below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
1. The Company has disclosed the impact of pending litigations on its financial position in its financial statements as below:

Note No.36 The company has filed a case against M/s PadmanabhaAuto Weavers, M/s Sri Vaari Spinning Mills, M/s. SSM Mills Private Limited and M/s V.R.Textiles P Ltd amounting to Rs.2,26,600/- Rs.19,19,337/- Rs.2,40,830/- and Rs.60,06,431/- respectively towards sale of cotton yarn and cotton, which is pending in the court.

Note No.28: The company's title of land bearing SF.No.305 & 324 in which to the extent of 62 cents is under dispute for which the suit is pending before of the Honourable High Court of Chennai.
 2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

4. As per the representation given by the management the company has not advanced any funds to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
5. As per the representation given by the management the company has not received any funds from any persons or entities, including foreign entities ("Funding Parties") with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
6. The company has not declared or paid any dividend during the year.
7. Based on my examination which included test checks and information given to me, the Company has used accounting softwares, for maintaining its books of account, which did not have a feature of recording audit trail (edit log) facility throughout the year for all relevant transactions recorded in the respective softwares, hence I am unable to comment on audit trail feature of the said software.

For Diwakar & Associates
Firm Reg No. 015661S
Chartered Accountant

P.K. Diwakar
Proprietor

M.No. 216333

Place : Coimbatore

Date : 02.09.2024

Annexure-A to the Independent Auditors' Report

The Annexure referred to in paragraph 1 under the heading "**Report on Other Legal and Regulatory Requirements**" of my report of even date to the members of **GNANAMBIKAI MILLS LIMITED**("the company"). On the accounts of the company for the year ended 31st March 2024.

On the basis of such checks as I considered appropriate and according to the information and explanations given to me during the course of my audit, I report that:

1. (a) The company is maintaining proper records showing full particulars including quantitative details and situation of its property, plant & equipment and intangible assets.
 - (b) The Company has a program of physical verification to cover all the items of fixed assets in a phased manner over a period of three years, which, in my opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to me, no material discrepancies were noticed on such verification.
 - (c) As per the information and explanations and records provided for verification, all the immovable properties held by the company are owned by the company and the title deeds and other documents are held in the name of the company. However, there is a dispute regarding the land of the company as referred in Note No.28 to the financial statements.
 - (d) The company has not revalued its Property, Plant & Equipment or Intangible assets or both during the year.
 - (e) There are no proceedings being initiated against the company for holding benami property under The Benami Transactions (Prohibition) Act, 1988 and rules made there under and the same have been appropriately disclosed in the financial statements.
2. According to the information and explanations given to me physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed.
 3. According to the information and explanations given to me and on the basis of my examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Consequently, the provisions of clauses 3(a) and 3(b) is not applicable.
 4. The company has not provided loans or investments or guarantees or securities which fall under the purview of sec 185 and 186 of the Companies Act, 2013. Accordingly, paragraph 3(iv) of the Order is not applicable.
 5. According to the information and explanations given to me, the company has accepted deposits from related parties :

in Rupees

Particulars	Name of the Party	Amount as on 31.03.2023	Received	Interest accrued	Repayment	Amount as on 31.03.2024
Inter corporate Deposits (along with interest accrued thereon) from companies in which directors are interested	M/s GNM Textiles Pvt. Ltd.	5407291	-	221400	825000	4803691
Interest free fixed deposits from share holders	Shri. Ramkumar Giri	5300000	-	-	-	5300000
Interest Free fixed Deposit from Directors	Shri.Senthil Chinnasamy	26000000	-	-	-	26000000
Fixed deposits @ 4% from Directors along with interest accrued thereon	Shri.Senthil Chinnasamy	14772000	-	489600	355000	14906600
Interest free Cumulative deposits from Director*	Shri. V.S. Chinnaswamy	814000	-	-	814000	-
Interest free Cumulative deposits from Director*	Shri. V.S. Chinnaswamy	279353	-	-	279533	-
Unsecured loans @9% along with interest accrued thereon	Shri.Senthil Chinnasamy	4169687	-	303750	419687	4053750
		56742331		1014750	2693220	55064041

*Refer Para 7 to Note 25 to the Financial Statements

The company has not accepted any deposits from the public as mentioned under section 73 to 76 of the Companies Act, 2013.

6. The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the company and accordingly paragraph 3 (vi) of the order is not applicable to the company since the turnover is within the prescribed limit.
7. (i) The company is regular in depositing undisputed statutory dues with appropriate authorities and no statutory dues were in arrears as at 31st March 2024 for a period of more than six months from the date they became payable except ESI payable Rs. 1,83,057/-, Urban Land Tax payable Rs. 13,39,122/- and GST of Rs. 60,628/-.
8. There are no transactions that are required to be recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

9. (i) The company has not defaulted in any repayment of dues to any financial institution or bank or debenture holders.
(ii) The company has not been declared as a wilful defaulter by any bank or financial institution or other lender.
(iii) The term loans have been utilised for the purposes for which they were obtained.
(iv) The funds raised on short term basis have not been utilised for long term purposes.
(v) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
(vi) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries joint ventures or associate companies.
10. (i) The company has not made any initial public offer during the year.
(ii) The company has not made any preferential allotment or private placement of shares/debentures during the year.
11. Based upon the audit procedures performed and information and explanations given to me by the management, I report that no fraud by the company or on the company have been noticed or reported during the course of my audit. Further, the company has not received any whistleblower's complaints during the year.
12. In my opinion and according to the information and explanations given to us, the company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the order is not applicable.
13. The transactions entered into with related parties are in compliance with 188 of The Companies Act 2013 and the details have been disclosed in the financial statements as required by the applicable accounting standards.
14. Appointment of an internal auditor for the financial year 2023-24 pursuant to Section 138 of the Companies Act, 2013 and read with Rule 13 of the Companies (Accounts) Rules, 2014 is not applicable to the company and accordingly, paragraph 3(xiv) of the order is not applicable.
15. The company has not entered into any non-cash transactions with directors or persons connected with directors, during the year.
16. As the company is not in non-banking financial services, the Company is not required to be registered u/s 45-IA of the Reserve Bank of India Act, 1934 and accordingly, paragraph 3(xvi) of the order is not applicable.
17. The company has not incurred cash losses during the Financial Year and the immediately preceding Financial Year.
18. There has not been any resignation of the statutory auditors during the year.
19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, I am of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
20. The provisions of the section 135 of the Companies Act, 2013 are not applicable to the company.

For Diwakar & Associates
Firm Reg No. 015661S
Chartered Accountant

P.K. Diwakar
Proprietor
M.No. 216333

Place : Coimbatore
Date : 02.09.2024

Annexure-B to the Independent Auditors' Report

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' of the Independent Auditors' Report to the members of the company on the Financial Statements for the year ended on 31st March 2024)

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

I have audited the internal financial controls over financial reporting of GNANAMBIKAI MILLS LIMITED ("the Company"), as of 31 March 2024 in conjunction with my audit of the 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, 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

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") 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 I 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.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My 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 & 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the Company's internal financial control 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 occurrence 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 record that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.
2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that the receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of company.
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.

Inherent Limitations of Internal Financial Controls over financial reporting

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

Opinion

In my opinion and according to the information and explanations given to me the Company has, in all material respects, an adequate internal financial controls system over financial reporting were operating effectively as at 31.03.2024, 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 control over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Diwakar & Associates
Firm Reg No. 015661S
Chartered Accountant

P.K. Diwakar
Proprietor
M.No. 216333

Place : Coimbatore
Date : 02.09.2024

BALANCE SHEET FOR THE YEAR ENDED 31.03.2024

Particulars	Note No	As on	As on
		31.03.2024	31.03.2023
		Rs. In Hundreds	Rs. In Hundreds
I. EQUITY AND LIABILITIES			
(1) SHAREHOLDERS FUNDS:			
(a) Share Capital	1	53980	53980
(b) Reserve & Surplus	2	45253	49813
(c) Money received against share warrants		-	-
(2) SHARE APPLICATION MONEY PENDING ALLOTMENT		-	-
(3) NON-CURRENT LIABILITIES			
(a) Long-Term Borrowings	3	674195	716182
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long Term Liabilities	4	89375	103307
(d) Long Term Provisions		-	-
(4) CURRENT LIABILITES			
(a) Short-Term Borrowings	5	91698	69806
(b) Trade Payables			
- Dues to Micro and Small Enterprises			
- Dues to Others	6	0	4144
(c) Other Current Liabilities	7	83003	71420
(d) Short-Term Provisions	8	8393	9091
TOTAL EQUITY & LIABILITIES		1045897	1077743
II.ASSETS			
(1) NON-CURRENT ASSETS			
(a) Property, Plant & Equipment & Intangible Assets	9		
(i) Property Plant & Equipments		806209	833448
(ii) Intangible Assets		-	-
(iii) Capital Work in Progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-Current Investments	10	169	169
(c) Deferred Tax Asset (Net)	11	54436	49091
(d) Long Term Loans and Advances	12	8228	8228
(e) Other Non-Current Assets	13	9883	9303
(2) CURRENT ASSETS			
(a) Current Investments		-	-
(b) Inventories		-	-
(c) Trade Receivables	14	80741	81814
(d) Cash and Bank Balances	15	25766	19583
(e) Short-Term Loans and Advances	16	36213	53020
(f) Other Current Assets	17	24252	23087
TOTAL ASSET		1045897	1077743

Notes on Financial Statements 1 to 25
For and on behalf of the Board

V.S.Chinnaswamy
Chairman
(DIN: 01745060)

Senthil Chinnasamy
Managing Director
(DIN: 00020229)

V.S.Kulandaivel
Director
(DIN: 01086943)

For Diwakar & Associates
Firm Reg No. 015661S
Chartered Accountant

Place : Coimbatore
Date : 02.09.2024

P.K. Diwakar
Proprietor
M.No. 216333

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2024

Sl. No.	Particulars	Note No	As on 31.03.2024	As on 31.03.2023
			Rs. In Hundreds	Rs. In Hundreds
I	Revenue from Operations	18	123802	252733
II	Other Income	19	200101	193082
III	Total Revenue (I + II)		323903	445815
IV	Expenses:			
	Cost of Materials Consumed			
	Purchase of Stock-in-Trade	20	121141	248253
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade			
	Employee Benefit Expense	21	86295	67760
	Financial Costs	22	37917	30028
	Depreciation and Amortization Expense	23	31293	25894
	Other Expenses	24	61441	71172
	Total Expenses (IV)		338087	443107
V	Profit before exceptional and extraordinary items and tax	(III-IV)	(14184)	2708
VI	Exceptional Items			
	Profit on Sale of Assets		27	5567
	Sundry Balances Written Back		4252	-
	Profit on Sale of Investment in Shares			
	Transitional Depreciation			
VII	Profit before Extraordinary Items and Tax (V - VI)		(9905)	8275
VIII	Extraordinary Items		0	0
IX	Profit Before Tax (VII - VIII)		-9905	8275
X	Tax Expense:			
	(1) Current Tax		0	1307
	Less: MAT Credit		0	1307
	(2) Deferred Tax		-	-
	(3) Income Tax - Earlier Year		(5345)	(876)
			(5345)	(876)
XI	Profit(Loss) from the period from continuing operations	(IX-X)	(4560)	9151
XII	I) Profit/(Loss) from discontinuing operations		-	-
	II) Gain/(Loss) on disposal of assets attributable to the Discontinuing Operations		-	-
XIII	Tax expense of discounting operations		-	-
XIV	Profit/(Loss) from Discontinuing operations	(XII-XIII)	-	-
XV	Profit/(Loss) for the period (XI + XIV)		-4560	9151
XVI	Earning per equity share:			
	(1) Basic			
	Computed on the basis of loss from continuing Operations		(0.84)	1.70
	Computed on the basis of total loss for the year		(0.84)	1.70
	(2) Diluted			
	Computed on the basis of loss from continuing Operations		(0.84)	1.70
	Computed on the basis of total loss for the year		(0.84)	1.70

Notes on Financial Statements 1 to 25
For and on behalf of the Board

V.S.Chinnaswamy
Chairman
(DIN: 01745060)

Senthil Chinnasamy
Managing Director
(DIN: 00020229)

V.S.Kulandaivel
Director
(DIN: 01086943)

For Diwakar & Associates
Firm Reg No. 015661S
Chartered Accountant

Place : Coimbatore
Date : 02.09.2024

P.K. Diwakar
Proprietor
M.No. 216333

NOTES ANNEXED TO THE BALANCE SHEET

	As on 31.03.2024	As on 31.03.2023
	Rs. In Hundreds	Rs. In Hundreds
Note 1 : SHARE CAPITAL		
AUTHORISED CAPITAL		
2000 12% (Less Tax) Cumulative Preference Shares of Rs.100/- each	2000	2000
970000 Equity Shares of Rs. 10/- each	97000	97000
	99000	99000
ISSUED CAPITAL		
565480 Equity Shares of Rs.10/- each	56548	56548
SUBSCRIBED AND PAID UP CAPITAL		
539800 Equity Shares of Rs.10/-each	53980	53980

a) Reconciliation in number of shares

Opening	539800	539800
Issued during the year	-	-
	539800	539800
Brought Back during the year	-	-
Closing	539800	539800

b) Each equity shareholder is entitled to one vote per share. In the event of liquidation of the company the holder of equity share will be entitled to receive remaining assets of the company after settlement of all preferential amounts. The dividend proposed by the Board of Directors if any, is subject to the approval of shareholders in the Annual General Meeting.

c) There are Nil number of shares (Previous Year Nil) in respect of each class in the company held by its holding company or its ultimate holding company including shares held by or by subsidiary or associates of the holding company or the ultimate company in aggregate.

d) Shares in the company held by each shareholder holding more than 5% shares

Name of The Shareholder	No. of Shares Held	Percentage (%)	No. of Shares Held	Percentage (%)
Senthil Chinnasamy	66615	12.34%	66615	12.34%
Ramkumar Giri	324700	60.15%	324700	60.15%

e) There are Nil number of shares (Previous Year Nil) reserved for issue under option and contracts/commitment for the sale of shares/disinvestment including the terms and amounts.

Disclosures of Shareholding of Promoters - Equity Shares held by the Promoters:

Particulars	No. of Shares		No. of Shares		% Change during the year
	Shares held by the Promoters				
	As on March 31, 2024		As on March 31, 2023		
Promoter Name	No. of Shares	% of Total shares	No. of Shares	% of Total shares	
V.S. Chinnaswamy	1,230	0.23%	1,230	0.23%	0.00%
V.S.Kulandaivel	500	0.09%	500	0.09%	0.00%
Banumathy Chinnaswamy	1,950	0.36%	1,950	0.36%	0.00%
Ramkumar Giri	324,700	60.15%	324,700	60.15%	0.00%
Saranya Ramkumar	750	0.14%	750	0.14%	0.00%
Akhila Senthil	10,960	2.03%	10,960	2.03%	0.00%
Shivani Senthil	5,440	1.01%	5,440	1.01%	0.00%
Senthil Chinnasamy	66,615	12.34%	66,615	12.34%	0.00%
M.Suresh	23,965	4.44%	23,965	4.44%	0.00%
D.Ashok Kumar	20,820	3.86%	20,820	3.86%	0.00%
J.C.Krishnakumar	-	0.00%	25,755	4.77%	-100.00%
Purni Krishnakumar	48,320	8.95%	22,565	4.18%	114.14%
Total	505,250	93.60%	505,250	93.60%	14.14%

f) For the period of five years immediately preceding the date as at which the balance sheet is prepared

Particulars	No. of Shares	No. of Shares
Aggregate number and class of shares allotted as fully paidup pursuant to contract(s) without payment being received in cash	Nil	Nil
Aggregate number and class of shares allotted as fully paidup by way of bonus shares	Nil	Nil
Aggregate number and class of shares bought back	Nil	Nil

There are no securities (Previous Year No) convertible into Equity/Preferential Shares.

There are no calls unpaid (Previous Year No) including calls unpaid by Directors and officers as on balance sheet date.

Note 2 : RESERVES AND SURPLUS

Revaluation Reserve

Opening Balance	409486	409486
Add: Additions during the year	-	-
	409486	409486
Less: Transfer to Profit & Loss account due to part sale of revalued asset #	-	-
Sub - Total (A)	<u>409486</u>	<u>409486</u>

Surplus (Profit & Loss Account)

Opening Balance	(359673)	-368824
Add: Prior year Income tax provision written back	-	-
Add: Profit/(Loss) for the period	-4560	9,151
Less:Dividend Paid	-	-
Less:Proposed Preference Dividend	-	-
Less:Dividend Distribution Tax paid	-	-
Add: Excess Prov. of the previous year written Back	-	-
Add: Transfer from Revaluation Reserve	-	-
	<u>(364233)</u>	<u>-359673</u>
Less:Transfer	-	-
Sub - Total (B)	<u>(364233)</u>	<u>-359673</u>
TOTAL (A) + (B)	<u>45253</u>	<u>49813</u>

There is no reserve specifically represented by earmarked investments which can be termed as fund.

Note 3 : LONG TERM BORROWINGS

Secured

Term Loan from bank	98386	117973
---------------------	-------	--------

The above Term Loan is secured by Industrial Land at Thiruvalluvar Street, SF No.325/2C of Vellakinar Village, Coimbatore Corpn Tk & Dist to the extent of 1.54 acres and by hypothecation of all current assets and movable fixed assets excluding vehicles specifically hypothecated.

HP loans from Banks/ Financial institutions	48308	59775
---	-------	-------

The above HP loan is secured by way of hypothecation of the respective cars

For the Year 31.03.2024

Particulars	No. of Instalments due	Maturity	Instalment due	Rate of Interest
ICICI Bank Ltd - TERM Loan	51 months	10.06.2028	287289	10.25%
Kotak Mahindra Prime Ltd Loan	6 months	05.09.2024	107872	11.75%
ICICI Bank Ltd - EECO Car Loan	38 months	10.05.2027	10093	7.65%
ICICI Bank Ltd - DZIRE Car Loan	38 months	10.05.2027	11556	7.50%
ICICI Bank Ltd - BENZ Car Loan	48 months	05.03.2028	117906	10.30%

For the year 31.03.2023

Particulars	No. of Instalments due	Maturity	Instalment due	Rate of Interest
ICICI Bank Ltd - TERM Loan	63 months	10.06.2028	287289	7.75%
Kotak Mahindra Prime Ltd Loan	18 months	05.09.2024	107872	11.75%
ICICI Bank Ltd - EECO Car Loan	50 months	10.05.2027	10093	7.65%
ICICI Bank Ltd - DZIRE Car Loan	50 months	10.05.2027	11556	7.50%
ICICI Bank Ltd - BENZ Car Loan	60 months	05.03.2028	117906	10.30%

Unsecured

Deposit (Inter Corporate Borrowings)* 41000 41000

* The above inter-corporate loan is obtained by the management which is not repayable in the near future and the management is yet to take a decision about the period of maturity & no of installments to be paid. The above loan carries 6% rate of interest.

Deposits From Directors 449000 459933

\$ The above deposits are obtained by the management which is not repayable in the near future and the management is yet to take a decision about the period of maturity & no of installments to be paid. Out of the above deposits, Rs. 1.36 crore is bearing an interest rate of 4% p.a. and the rest are interest free.

Loan from directors 37500 37500

\$ The above Unsecured loan is obtained by the management which is for the purpose of renovation of building. The above loan is carrying interest @ of 9% with effect from 01.04.2016.

674195 **716182**

Note 4 : OTHER LONG TERM LIABILITIES

Creditors for Expenses 0 13432

Rent Advance 89375 89875

89375 **103307**

Note 5 : SHORT-TERM BORROWINGS

Secured

Bank Overdraft 59075 25673

The above overdraft is secured by Land at Thiruvalluvar Street, SF No.325/2C of Vellakinar Village, Coimbatore Corpn Tk & Dist to the extent of 1.54 acres and by hypothecation of all current assets and movable fixed assets excluding vehicles specifically hypothecated.

Current maturities of Long-Term Debt

- Term Loan from Banks

Secured 21156 21927

- HP Loan from Banks/Financial Institutions

Secured 11467 22206

91698 **69806**

a) The company used the Over Draft Loan for its Working capital Requirements

b) The company has not submitted the quarterly returns /statements of current assets with the bank as the loans are secured by the aforementioned immovable properties of the company.

c) The company has not been declared as a wilful defaulter by any bank or financial institution or other lender.

Note 6 : TRADE PAYABLES

Creditors for Raw Materials

- Dues to Micro and Small Enterprises
- Dues to Others

Creditors for Consumables

- Dues to Micro and Small Enterprises
- Dues to Others

- 1962

Creditors for Contractors

- Dues to Micro and Small Enterprises
- Dues to Others

- 2182

- **4144****Trade Payable ageing schedule: (Including Creditors for expenses in Note 6)****As on 31 March 2024:****Rs. In Hundreds**

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

As on 31 March 2023:

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	4,144	4,144
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-	-
Total	-	-	-	-	-	4,144	4,144

The Management has initiated the process of identifying enterprises which have provided goods and services to the company and which qualify under the definition of Micro and Small Enterprises, as defined under Micro, Small and Medium Enterprises development act 2006. Accordingly, the disclosure in respect of the amount payable to such enterprises as at 31.03.2024 has been made in the financial statement based on information received and available with the company. Further in view of the management, the impact of Interest if any that may be payable in accordance with the provisions of the Act is not expected to be material. The company has not received any claim for interest from supplier under the said Act.

The Principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	Nil	Nil
The amount of interest paid by the company along with the amount of the payments made to the supplier beyond the appointed day during the period	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of the period	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	Nil	Nil

Note 7 : OTHER CURRENT LIABILITIES

Interest Accrued but not due on Borrowings	0	798
Interest Accrued and due on Borrowings	7037	13073
Interest Accrued and due on Unsecured loan	3038	4197
Interest Accrued and due on deposits (w.e.f.01.04.2019 @ 4% as per BR 13.04.2019)	13066	11720
Liability for Taxes	10717	9812
Creditors for Expenses	27157	11142
Outstanding Expenses	21989	20557
Advance from Customers	0	123
	83003	71421

Note 8 : SHORT-TERM PROVISIONS

Provision For Employees Benefit		
Provision for Gratuity	18896	17096
Less: Funded - Plan asset	10504	9312
- Gratuity Payable	8392	7784
Others		
Provision for DDT		
Provision for Dividend		
Provision for Income Tax	0	1307
Provision for Expenses	0	0
	8392	9091

NOTE ANNEXED TO THE BALANCE SHEET
Note 9 : FIXED ASSETS SCHEDULE 2023 - 2024 -31.03.2024

(Amount in Hundreds)

Particulars	GROSS BLOCK					DEPRECIATION					NET BLOCK	
	Cost As on 01.04.2023	Additions	Transfer to Asset held for sale	Transfer/Sales	As on 31.03.2024	Up to 01.04.2023	Withdrawn	Transfer to Asset held for sale	Depn. For the Year	Up to 31.03.2024	As on 31.03.2024	As on 31.03.2023
TANGIBLE												
Land	411581	-	-	-	411581	-	-	-	-	-	411581	411581
Building	483240	-	-	-	483240	187040	-	-	12185	199224	284016	296201
Furniture &												
Fittings	2260	-	-	-	2260	1861	-	-	43	1904	356	399
Electrical Fittings	12032	-	-	-	12032	9809	-	-	387	10196	1836	2223
Office Equipments	10632	3544	-	-	14176	6144	-	-	1781	7925	6251	4488
Vehicles	138700	532	332	-	138900	20818	310	-	16504	37012	101888	117882
Computer	14999	0	0	-	14999	14325	-	-	393	14718	280	674
INTANGIBLE												
Sub Total (A)	1073444	4076	332	-	1077188	239996	310	-	31293	270979	806209	833448
Capital Work in Progress												
Building - WIP	-	-	-	-	-	-	-	-	-	-	-	-
Sub Total (B)	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL (A) + (B)	1073444	4076	332	-	1077188	239996	310	-	31293	270979	806209	833448
CAPITAL WORK												
IN PROGRESS												
Building - wip												
Sub Total (B)	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL (A) + (B)	1073444	4076	332	-	1077188	239996	310	-	31293	270979	806209	833448

	Amount As on 31.03.2024 Rs. in Hundreds	Amount As on 31.03.2023 Rs. in Hundreds
Note 10 : NON-CURRENT INVESTMENTS		
Trade Investments	Nil	Nil
Other Investments		
a) Investments in Subsidiary, associates, joint venture or controlled special purpose entities		
I) Investments in Equity Instruments	Nil	Nil
b) Investments in Others		
I) Investments in Equity Instruments		
Shanthy Gears Ltd., -7484 shares @Rs.1/- each Cost	19	19
Less: Provision for Fall in Value of Investments	- 19	- 19
Essar Steel India Ltd.,-195 shares @Rs.10/- each Cost	242	242
Less: Provision for Fall in Value of Investments	222 20	222 20
Oswal Agro Mills Ltd.,-100 shares @Rs.10/- each Cost	122	122
Less: Provision for Fall in Value of Investments	97 26	97 26
Lloyds Finance Ltd.,-150 shares @Rs.10/- each Cost	65	65
Less: Provision for Fall in Value of Investments	64 1	64 1
Patspin India Ltd., - 100 Shares @Rs.10/- each Cost	10	10
Less: Provision for Fall in Value of Investments	1 9	1 9
Nahar Industrial Enterprises Limited – 100 shares @Rs.10/- each Cost	120	120
Less: Provision for Fall in Value of Investments	30 90	30 90
Asian Consolidated Ltd.,-500 shares @Rs.10/- each Cost	160	160
Less: Provision for Fall in Value of Investments	160 1	160 1
Uttam Value Steels Limited – 1000 shares @ Rs.1/- each Cost	10	10
Less: Provision for Fall in Value of Investments	9 1	9 1
Western Paques Ltd.,- 400 shares @Rs.10/- each Cost	260	260
Less: Provision for Fall in Value of Investments	260 -	260 -
Stellar Exports Ltd., - 1000 shares @Rs.10/- each Cost	100	100
Less: Provision for Fall in Value of Investments	99 1	99 1
Lloyds Steels Industries Ltd., - 136 shares @Rs.1/- each Cost	1.36	1.36
Less: Provision for Fall in Value of Investments	- 1	- 1
	<u>169</u>	<u>169</u>
Aggregate amount of quoted Investment	1109	1109
Market Value of quoted investments	41723	27644
Aggregate amount of unquoted Investment	-	-
Aggregate Provision for diminution in value of Investments	940	940
Note 11 : DEFERRED TAX ASSET		
Opening Balance	49091	48215
Adjustment during the year	5345	876
	<u>54436</u>	<u>49091</u>

	Amount As on 31.03.2024	Amount As on 31.03.2023
	Rs. in Hundreds	Rs. in Hundreds

Note 12 : LONG TERM LOANS AND ADVANCES

i) Capital Advances		
Unsecured, considered good;		
Advances Towards Capital Expenditure #		
Unsecured, considered good;		
iii) Loans & Advances to Related Parties *		
Unsecured, considered good;		
iv) Other Loans & Advances		
Advances to Suppliers #		
Advances to Staff & Workers		
MAT Credit	8228	8228
Prepaid Expenses		
Doubtful		
v) Other Loans & Advances		
Advances to Suppliers	<u>8228</u>	<u>8228</u>

There are no dues by directors or other officers of the company or any of them either severally or jointly with any other persons or amounts due by a firms or private companies respectively in which any director is a partner or a director or a member.

Note 13 : OTHER NON-CURRENT ASSETS

Long Term Trade Receivables

a) Secured, Considered Good :		
b) Unsecured, Considered Good :		
Trade Receivables #	2408	2408
c) Doubtful		
Security Deposit		
Secured, considered good;		
Electricity Deposit	1547	967
Deposit – Telex	100	100
Demat Account -Deposit	-	-
Deposit - Water Connection	647	647
Deposit with NSDL & Demat	289	289
Telephone Deposits	232	231
Indane Gas Deposits	16	16
Unsecured, considered good;		
Security Deposits	4446	4446
Deposits- Fuel – Petrol Bunk	200	200
	<u>9883</u>	<u>9303</u>

There are no dues by directors or other officers of the company or any of them either severally or jointly with any other persons or amounts due by a firms or private companies respectively in which any director is a partner or a director or a member.

	Amount As on 31.03.2024 Rs. in Hundreds	Amount As on 31.03.2023 Rs. in Hundreds
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Note 14 : TRADE RECEIVABLES

Outstanding for more than six months

a) Secured, Considered Good :

Others

Outstanding from Related Concerns

b) Unsecured, Considered Good :

Others

80741

81813

Outstanding from Related Concerns

c) Doubtful

Others

Outstanding from Related Concerns

Others *

a) Secured, Considered Good :

Others

Outstanding from Related Concerns

b) Unsecured, Considered Good :

Others

1

Outstanding from Related Concerns

c) Doubtful

Others

Outstanding from Related Concerns

8074181814

* There are no dues by directors or other officers of the company or any of them either severally or jointly with any other persons or amounts due by a firms or private companies respectively in which any director is a partner or a director or a member.

**Trade Receivable ageing schedule:
As on 31 March 2024:**

Rs. In Hundreds

Particulars	Outstanding for following period from due date of payment							Total
	Unbilled	Not Due	Less than 6 months	6 months 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	-	-	-	-	-	-	-	-
(ii) Undisputed Trade Receivables - Considered Doubtful	-	-	-	-	-	-	-	-
(i) Disputed Trade Receivables - Considered good	-	-	-	-	-	-	80,741	80,741
(ii) Disputed Trade Receivables Considered Doubtful	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	80,741	80,741

As on 31 March 2023:

Rs. In Hundreds

Particulars	Outstanding for following period from due date of payment							Total
	Unbilled	Not Due	Less than 6 months	6 months 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	-	-	-	1	-	-	289	290
(ii) Undisputed Trade Receivables - Considered Doubtful	-	-	-	-	-	-	-	-
(i) Disputed Trade Receivables - Considered good	-	-	-	-	-	-	81,524	81,524
(ii) Disputed Trade Receivables Considered Doubtful	-	-	-	-	-	-	-	-
Total	-	-	-	1	-	-	81,813	81,814

	Amount As on 31.03.2024 Rs. in Hundreds	Amount As on 31.03.2023 Rs. in Hundreds
--	--	--

Note 15 : CASH AND BANK BALANCES

Cash & Cash Equivalents		
Cheques, Drafts on Hand	-	-
Cash on Hand	7176	1783
Others(Stamps)		
Other Bank Balances		
Balance with Banks	7354	7104
Banks Deposits < 12 Months	11236	10695
Banks Deposits > 12 Months	-	-
	<u>25766</u>	<u>19583</u>

Note 16 : SHORT TERM LOANS & ADVANCES

(Unsecured, Considered good, Recoverable in Cash or kind)

Others

(Advance Recoverable in cash or in kind or for value to be considered good)

Advances to Suppliers @	0	70
Advances to Staff & Workers	11305	7260
Deposits with Govt/Other Authorities	0	5
Other Advances	231	6601
Advance Income Tax/TDS	23375	37932
Prepaid Expenses	802	902
Prepaid Expenses (Group Gratuity Fund Advance)	500	250
	<u>36213</u>	<u>53020</u>

Note 17 : OTHER CURRENT ASSETS

OTHER CURRENT ASSETS

Unsecured, considered good;

Interest Accrued on Investments	0	0
Receivables	24252	23087
	<u>24252</u>	<u>23087</u>

Note 18 : REVENUE FROM OPERATIONS

Sale of Products	123802	252733
Other Operating Income	-	-
	<u>123802</u>	<u>252733</u>

Note 19 : OTHER INCOME

Interest Receipts	1901	1388
Dividend	374	225
Other Non-operating Income	62	397
Rental income	197764	191072
	<u>200101</u>	<u>193082</u>

	Amount As on 31.03.2024 Rs. in Hundreds	Amount As on 31.03.2023 Rs. in Hundreds
Note 20 : PURCHASE OF STOCK IN TRADE		
Cotton Yarn – Purchase Opening stock	-	-
Add: Purchases	121141	248253
	<u>121141</u>	<u>248253</u>
Less : Closing stock	-	-
	<u>121141</u>	<u>248253</u>
Note 21 : EMPLOYEE BENEFIT EXPENSES		
Salaries, Wages and Bonus	46804	37052
Contribution To Provident & Other Funds	3336	4936
Labour welfare expenses	3041	4665
Managing Director's Remuneration	33114	21108
	<u>86295</u>	<u>67761</u>
Note 22 : FINANCIAL COST		
Interest on Bank Loans /Overdraft from Banks	18421	15052
Interest on Vehicle Loan	7485	3416
Interest on Deposits	11275	11275
Interest Others	0	105
Bank Charges	735	179
Loan Processing Charge	0	0
	<u>37917</u>	<u>30027</u>
Note 23 :DEPRECIATION AND AMORTIZATION EXPENSES		
Depreciation	31293	25894
Preliminary Expenses W/O	-	-
	<u>31293</u>	<u>25894</u>
Note 24 : OTHER EXPENSES		
EB CHARGES	2665	2647
RENT	14200	12662
REPAIRS TO BUILDING	1886	14557
INSURANCE	1691	1722
RATES AND TAXES	2562	2482
AUDITORS REMUNERATION	250	250
BROKERAGE AND COMMISSION	1238	2528
MISCELLANEOUS EXPENDITURE	36949	34324
	<u>61441</u>	<u>71172</u>

Note. 25**Significant Accounting Policies and Notes to accounts:****a. Basis of preparation of Financial Statements :**

The accompanying financial statements are prepared on the historical cost convention, on a going concern basis, with revenue recognized and expenses accounted on accrual concept, and in accordance with the companies accounting standard rules 2006 as referred to in section 133 of the Companies Act, 2013 and in accordance with Indian Generally Accepted Accounting Principles and Accounting Standard issued by the Institute of Chartered Accountants of India, except the land which was revalued in the year 2003-2004.

b. Property, Plant and Equipment and Intangible Assets:

As approved by the Board of Directors, the Company decided to revalue its Land during the course of period so that the Shareholders would have a clear indication of the current value of their company. The Land situated at Vellakinar Panchayat was revalued on 31.3.2004 on the basis of valuation report submitted by the valuer including land donated by Late V.C.Subbiah Gounder promoter of the company for the use of company on 11.03.1952. This revaluation has resulted in a surplus of Rs.597.36/- Lakhs out of which Rs.187.87/- Lakhs is withdrawn towards sale of portion of land and transferred to Profit & Loss account. The Balance Rs.409.49/- Lakhs is retained in the Revaluation Reserve, which it should be noted, is not available for distribution through the Profit and Loss Account.

Additions to the Property, Plant and Equipment and Intangible Assets acquired or constructed during the year, along with the borrowing cost and other related expenses up to date of completion of project incurred towards acquiring property, plant and equipment are capitalized. The company has an internal system to assess the impairment of assets. Appropriate disclosure on material impairment of losses and their treatment in profit and loss account, classes of assets and nature of impairment will be made in the year in which the impairment is recognized.

All other assets are stated at historical cost less accumulated depreciation.

The company has carried out an exercise to ascertain the impairment, if any, in the carrying values of its property, plant and equipment and intangible assets. The exercise has not revealed any impairment of assets during the year 2023-24.

c. Depreciation :

In respect of all assets acquired and put to use, the company adopts Straight Line Method as per the useful life prescribed in Schedule II of the Companies Act, 2013. Depreciation on asset addition is provided on pro-rata basis.

d. Inventories :

Items of inventory are valued on the basis given below.

- a. Cotton - Lower of the cost and Net Realisable Value.
- b. Yarn - Lower of the cost and Net Realisable Value.

e. Borrowing Cost :

Borrowing Costs attributable to acquisition and construction of qualifying assets are capitalised as a part of the cost of such asset upto the date when such asset is ready for its intended use. Other borrowing costs are charged to Profit & Loss Account.

f. Investments :

All Investments are long - term investments and are shown at cost inclusive of expenses incidental to acquisition. Permanent diminution in value, if any, will be written off as and when there is permanent reduction in value.

g. Revenue Recognition :

Sales are recognised when the significant risks and rewards of ownership are transferred to the buyer which generally coincides with the despatch from company's premises. Net sales includes sale of products.

h. Employees Benefits :**a) Short Term :**

Short term employee benefits comprising of salary, bonus and other allowances are recognized as expenses as per the Company's scheme and charged to the profit and loss account.

b) Post Retirement :**(i) Defined Contribution Plan :**

Post Retirement benefits comprise of Provident Funds and Employees State Insurance which are accounted as follows :

Provident Fund

This is a defined plan and contributions made to the fund in accordance with applicable rules/statutes are charged to revenue. The company has no further obligations for future provident fund benefits other than contributions made to the fund.

Employee's State Insurance

Company's Contribution to Employees State Insurance Corporation of India is a defined contribution plan and such contributions paid or payable during the year are charged to the profit and loss account.

(ii) Defined Benefit Plan :

Company's Liability towards Gratuity are determined using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to built up the final obligation. The past services are recognized on a straight line basis over the average period until the amended benefit becomes vested. Actuarial gain or losses are recognized immediately in the statement of profit and loss account as income and expenses. Obligation is measured at the year end as present value of estimated future cash flows using a discounted rate that is determined by reference to market yields at the balance sheet date on Government bonds where the currency and terms of the government bonds are consistent with the currency and estimated terms of the defined benefit obligations.

The Company has taken a group gratuity Policy for future payment of gratuity with the Life Insurance Corporation of India (LIC). Payment of contribution as per the Demand made by LIC is charged to revenue. Disclosure in respect of Accounting standard 15 "Employee Benefits" notified in the Companies (Accounting Standards) Rule 2006.

	Particulars	Gratuity 2023-2024	Gratuity 2022-2023
A	Expense recognized during the year		
	1 Current Service Cost	557	860
	2 Interest Cost	1,226	917
	3 Expected return on plan assets	(668)	(556)
	4 Actuarial (Gain)/Loss during the year	(49)	1,756
	5 Past Service cost -vested benefits	-	-
	6 Expenses recognized in profit & loss Account	1,066	2,978
B	Actual return on plan assets		
	1 Expected return on plan assets	668	556
	2 Actuarial Gain/(loss) on plan assets	66	38
	3 Actual return on plan assets	734	594
C	Net Asset/(Liability) recognized in the Balance Sheet		
	1 Present Value of the obligation at the year end	18,896	17,096
	2 Fair Value of plan assets at the year end	10,504	9,312
	3 Funded status - Surplus/(Deficit)	(8,392)	(7,784)
	4 Unrecognized past service cost	-	-
	5 Net Asset/(Liability) recognized in the Balance Sheet	(8,392)	(7,784)
D	Change in Present Value of the Obligation during the year		
	1 Present Value of the obligation as at the beginning of the year	17,096	13,525
	2 Current Service Cost	557	860
	3 Interest Cost	1225	917
	4 Past Service Cost(Vested Benefits)	-	-
	5 Benefits Paid	-	-
	6 Actuarial (Gain)/loss on obligation	1,719	1,794
	7 Present Value of obligation at the year end	18,896	17,096
E	Change in Assets during the year		
	1 Fair Value of plan assets at the beginning of the year	9,312	7,755
	2 Expected return on plan assets	668	556
	3 Contributions made	457	963
	4 Benefits Paid	-	-
	5 Actuarial Gain/(loss) on plan assets	66	38
	6 Fair value of plan assets at the year end	10,504	9,312
F	Actuarial Assumptions		
	1 Discount rate	-	-
	2 Salary escalation	-	-
	3 Expected rate of return on plan assets	-	-

i. Foreign Currency Transactions :

Foreign Currency Transactions are recorded at exchange rates prevailing on the date of such transaction. Any difference arising between amounts recorded and amount paid have been charged/credited to Profit & Loss Account.

j. Contingent Liabilities :

31.03.2024 31.03.2023

Contingent liabilities are generally not provided for and are disclosed by way of notes to the accounts.

Nil

Nil

k. Cash flow statements :

Cash flows are reported using indirect method, whereby net profits before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or part of future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.

l. Income Tax Expense :**Current Tax**

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act,1961 and based on the expected outcome of assessments/appeals.

Tax credit is recognized in respect of Minimum Alternative Tax (MAT) as per the provisions of section 115JB of the Income tax Act,1961 based on convincing evidence that the company will pay normal income tax within the statutory time frame and is reviewed at each balance sheet date.

Deferred Tax

Deferred tax charges on credit reflect the effects of timing differences between accounting income and taxable income for the period. The deferred tax charged or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future.

m. Earning per Shares :

The basic earning per Share ("EPS") is computed by dividing the net profit after tax for the period by the weighted average number of equity shares outstanding during the year. Details of basic and diluted earning per share of face value of Rs.10/- each is calculated as under:

Particulars	Amount (Rs. In Hundreds)	
	31.03.2024	31.03.2023
Net Profit/(Loss) after tax as disclosed in the P&L account	(4560)	9,151
Less: Preference Dividend paid	-	-
Net Profit/(Loss) after preference Dividend	(4560)	9,151
Weighted Average number of Equity Shares	5,39,800	5,39,800
Basic and Diluted Earnings Per Shares	(0.84)	1.70

n. GST Inputs

GST Input credit against Capital Goods are adjusted against relevant asset and net amount capitalised. Input credit against remaining goods are accounted for by adjustments against cost of the relevant goods unadjusted GST Credit is carried over as advance.

o. Accounting Standards

1. The aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
2. Estimated amount of contracts to be executed on capital account and not provided for is Rs. NIL (Previous Year Rs. NIL)
3. The suit filed for recovery of debt amounting to Rs.2,40,830/- due from M/s. SSM Mills Limited are decreed in favour of the company in Honourable Court of Additional District Sessions Judge of Coimbatore. The Court directing the defendant (SSM Mills Limited) to pay a sum of Rs.4,08,929/- including interest, as per court order. The Company has filed a petition to execute the decree before Honourable Sub-Ordinate Judge court in Thiruchangodu.
4. The company has accepted Inter-corporate deposit from the following companies in which the directors are interested.

	Amount (Rs. In Hundreds)	
	31.03.2024	31.03.2023
M/s. GNM Textiles Private Ltd.	Rs. 41,000	Rs. 41,000
5. Unsecured loans includes a sum of Rs. 53 Lakhs/- towards deposits from the following shareholder namely.		
	31.03.2024	31.03.2023
A. Fixed Deposits :		
a. Shri. Ramkumar Giri	Rs. 53,000	Rs. 53,000
Total	<u>Rs. 53,000</u>	<u>Rs. 53,000</u>
B. Cumulative Deposits:		
a. Shri.V.S.Chinnaswamy	-	Rs. 8,140
Total	<u>-</u>	<u>Rs. 8,140</u>
C. Fixed Deposit of Rs. 1,36,00,000/- towards deposit from the following director with interest at the rate of 4% w.e.f. 01.04.2019. (During the previous year Rs. 2,60,00,000/-interest free deposit transferred from Shri. V.S. Chinnaswamy to Mr. Senthil Chinnasamy as per Board Resolution dated on 25.02.2023.) The total Fixed Deposits with Mr. Senthil Chinnasamy is Rs. 3,96,00,000/-		
	31.03.2024	31.03.2023
a. Senthil Chinnasamy	Rs. 3,96,000	Rs. 3,96,000
b. Senthil Chinnasamy - accrued interest	Rs. 13,066	Rs. 11,720
Total	<u>Rs. 4,09,066</u>	<u>Rs. 4,07,720</u>

	Rs. in Hundreds	Rs. in Hundreds
D. Cumulative Deposits (Interest Free)	31.03.2024	31.03.2023
Shri.V.S.Chinnaswamy	-	Rs. 2,794
6. Unsecured loan includes a sum of Rs. 37,50,000/- towards loan from the following director with interest at the rate of 9% w.e.f. 01.04.2016		
a. Shri.Senthil Chinnasamy	Rs. 37,500	Rs. 37,500
b. Shri.Senthil Chinnasamy - accrued interest	Rs. 3,037	Rs. 4,197
7. Creditors for expenses includes a sum of Rs. 24,36,579/- payable to the following directors of the company towards salaries:		
	31.03.2024	31.03.2023
a. Shri.V.S.Chinnaswamy - Chairman	-	3,545
b. Shri.V.S.Kulandaivel-Director	-	Rs. 6,885
c. Shri. Senthil Chinnasamy – Managing Director	Rs. 24,366	-
During the year, the interest payable to Shri. V.S. Chinnasamy amounting to Rs. 3,54,476/- and caution deposit payable to the tune of Rs. 10,93,353/- and Shri V. S. Kulandaivel amounting to Rs. 6,88,500/- and the balance standing to the account of Kongunadu Arts and Science College amounting to Rs. 3,00,250/- was transferred to the account of Mr. Senthil Chinnasamy.		
8. Unsecured loan includes interest accrued and due on inter corporate deposit, an amount of Rs.7,03,691/- (PY Rs.13,07,291/-) due to the following concerns in which Shri.V.S.Chinnaswamy and Shri.Senthil Chinnasamy are interested.		
1. M/s. GNM Textiles Private Limited	Rs.7,03,691/-	(PY Rs. 13,07,291 /-)
9. TNVAT Assessment of the company has been completed upto 31st March 2010 and CST Assessment The of the company has been completed upto 31.03.2014. The company does not expect any liability in respect of pending Assessments.		
10. Interest and Finance charges include a sum of Rs.7,90,000/-(PY Rs. 7,90,000/-) paid/credited for fixed deposits/inter corporate deposits accepted from directors and the company in which the directors were interested.		
11. As per information available with the company,there are no dues outstanding including interest as on 31st March 2024 to Small and Micro Enterprises as defined under Micro, Small & Medium Enterprises Development (MSMED) Act 2006.		
12. Debtors/Creditors balances are subject to confirmation and reconciliation if any.		
13. Prior period adjustment, extra ordinary and expectional items have been disclosed separately.		
14. Depreciation on fixed assets has been charged as prescribed under Part-C Schedule II of the Companies Act, 2013 under Straight Line Method.		
15. The Income Tax assessment of the company have been completed up to assessment year 2023-24.		
16. Figures for the previous year have been regrouped/rearranged wherever necessary.		

	31.03.2024	31.03.2023
17. Auditors Remuneration:		
Audit Fees	25000	25000
	<u>25000</u>	<u>25000</u>
18. Bills and Cheque Discounted	Nil	Nil
19. Raw-Material Consumed Cotton/Waste(Kgs.)	Nil	Nil
Indigenous(Kgs.)	Nil	Nil
Imported(Kgs.)	Nil	Nil
20. Stores and Spares Consumed		
Indigenous	Nil	Nil
Imported	Nil	Nil
21. Value of Import on CIF basis	Rs.	Rs.
a) Raw-Materials	Nil	Nil
b) Capital good	Nil	Nil
c) Components and Spare parts (Machinery)	Nil	Nil
22. Expenditure in Foreign Currency – Others	Nil	Nil
23. Amounts remitted during the year in	Nil	Nil
Foreign Currency on Account of dividend		
24. Earnings in foreign currency on all accounts	Nil	Nil
25. Consequent to Accounting Standard – 18 issued by ICAI on “Related Party Disclosure” following persons will be considered as related persons for the year ended as on 31st March 2024.		
01. Alankar Business Corporation (P) Limited	Same Management	
02. Madurai Soft (P) Limited	Same Management	
03. Alankar Business Services (P) Limited	Same Management	
04. Alankar Super Market (P) Limited	Same Management	
05. Sakthi Soft Drinks (P) Limited	Same Management	
06. Vee.Cee.Yes Industries (P) Limited	Same Management	
07. V.C.S. Spinners Private Limited	Same Management	
08. Anoor Chandikadevi Textiles Private Limited	Same Management	
09. G.N.M.Textiles Private Limited	Same Management	
10. Willow Hill Private Limited	Same Management	
11. GNM Mechno Private Limited	Same Management	
12. Mr. V.S.Chinnaswamy	Chairman	
13. Mr. V.S.Kulandaivel	Director	
14. Mr. Senthil Chinnasamy	Managing Director	
15. Mr. Ramkumar Giri	Relative to the Director	

Related party relationships are as identified by the company

1. List of related parties & relationship

(Rs. in Hundreds)

SI.No	Related Party Transaction	Companies under the Same management		Key Managerial Personnel		Total	
		31.03.2024	31.03.2023	31.03.2024	31.03.2023	31.03.2024	31.03.2023
1	Fixed Deposit	-	-	-	-	-	-
2	ICD	-	-	-	-	-	-
3	Cumulative Deposits	-	-	-	-	-	-
4	Unsecured Loan received	-	-	-	-	-	-
5	Unsecured Loan paid back	-	-	-	-	-	-
6	Rent (Expense)	-	-	14200	12662	-	12662
7	Remuneration & Perquisites	-	-	33114	21108	-	21108
8	Interest	2460	2460	8815	8815	-	11275
9	Rent (Income)	-	875	-	-	-	875
10	Directors Sitting Fees	115	170	-	-	115	170

As on 31.03.2024	Companies under same management	Key Managerial Personnel and their relatives	Total
Amount Payable	48037	526969	575006
Amount Receivable	4038	-	4038
Amount Written off	-	-	-

26. Deferred Tax Liabilities/Assets

31.03.2024

31.03.2023

Deferred Tax

Deferred Tax

Deferred Tax

Deferred Tax

Assets

Liabilities

Assets

Liabilities

Depreciation difference between

Book of account and Income tax Act,:

-

862

-

1,019

43B Liabilities /Other Expenses :

6,657

-

6,210

-

40(a)(ia) Liabilities :

-

-

-

-

Unabsorbed losses :

48,641

-

43,900

-

MAT Credit CF for set off

-

-

-

-

55,298

862

50,110

1019

Net Deferred Tax Assets/(Liabilities) :

54,436

-

49,091

Less: Opening Deferred Tax Asset

49,091

-

48,215

Net Deferred Tax charged to Statement of

Profit & Loss

(5,345)

876

27. Guest House Expenses of Rs. 68,171/- (P.Y. Rs. 81,523/-) included in Repairs & Maintenance have been paid in accordance with the resolution passed in that connection and the same has been approved and confirmed by the Board of Directors of the Company.

28. The company's title of land bearing SF.No.305 & 324 in which to the extent of 62 cents is under dispute for which the suit are pending before of the Honourable High Court of Chennai.

29. The Company has received Inter Corporate Deposit of Rs.41 Lakhs from M/s. GNM Textiles Private Limited for expansion purpose on 09.09.2005, in which Shri. V.S. Chinnaswamy and Shri. Senthil Chinnasamy are interested.

30. There is no separate reportable segment as per the accounting standard 17(AS-17).

31. The Company has provided minimum bonus to employees in the books. The bonus will be determined at the time of payment.

32. The Company has fulfilled entire obligation through merchant exporter and received Export Obligation Discharge Certificate (EODC) from JDGFT Office, Coimbatore. The request letter for release/cancellation of Bank Guarantee Rs.2.10/ lakhs, forwarded to The Assistant Commissioner, Customs Tuticorin, for cancellation of Bank Guarantee which was in process and was subsequently received during April 2022.
33. The company has received revised assessment order from Urban Land Tax authorities for land owned by the company. Further, the order fixed Rs.68,708/- per year from 1981 onwards (Fasali 1391) which comes Rs. 12,70,414/- as a additional liability to the company. During the year 2023-24 adequate provision has been made in the books of the company.
34. A loan was obtained from a director (Mr. Ramkumar Giri) during the year 2001-02 out of which an amount of Rs.53,00,000/- has been pending for repayment and Mr. Ramkumar Giri has ceased to be a director.
35. The Company has received a letter dated 03.12.2014 from Madras Stock Exchange Limited informing that, the company has ceased to be a listed Company and moved on to the Dissemination Board of NSE with effect from 01.12.2014. Further, in lieu of the Company ceased to be a listed company with MSE, the CIN L17111TZ1935PLC000056 has been changed to U17111TZ1953PLC000056. Hence, compliances of Listing Agreement and Secretarial Audit under Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules,2014 and other related Compliances does not arise for the Company.

The company has applied to National Stock Exchange of India Limited to provide exit opportunity to Shareholders and also submitted necessary papers and documents. Subsequently the Company has been removed from Dissemination Board of NSE as per the Communication Circular dated 16.04.2019. Mr.V.S.Chinnaswamy Chairman of the Company, has deposited the money Rs.22 lakhs in an Escrow Account and executed a Bank Guarantee for Rs.40 lakhs in favour of NSE by pledging his fixed deposit on behalf of the Company. Further, the payment was made from Escrow Account to those who have submitted shares and the said shares were transferred to Mr.V.S.Chinnaswamy. The shareholders have submitted 5480 shares upto 31.03.2020 and payment was made through Escrow account for entire shares submitted by the Shareholders on exit offer process.

The Public Announcement Pursuant to Provisions of Clauses (iv), (v), (vi) & (ix) of Annexure-A to SEBI CIRCULAR SEBI/HO/MRD/DSA/CIR/P/2016/110 Dated October 10, 2016 was made on 03/01/2019 and individual letter were also sent to the Shareholders. The said exit offer period of one year from 05/01/2019 to 04/01/2020, has been completed.

After the completion of one year from the end of exit offer, compliance certificate has been obtained from the Merchant Banker. The company has submitted the compliance certificate and other required documents to NSE during the year and NSE has released the bank guarantee vide letter dt. 10.11.2020 and the same were submitted to the Bank and the escrow account has been closed. Now, the company has completely come out of the Dissemination Board.

36. The company has filed a case against M/s Padmanabha Auto Weavers, M/s Sri Vaari Spinning Mills, M/s. S.S.M Mills Private Limited and M/s V.R.Textiles P Ltd amounting to Rs.2,26,600/-, Rs.19,19,337/-, Rs.2,40,830/- and Rs.60,06,431/- respectively towards sale of cotton yarn and cotton , which is pending in the court.
37. The Company has been exploring the possibility of extending the trading of cotton. In addition to that, efforts are being made to improve the business activities, to enter new areas & products and to increase the revenue of the company. The company has let out portion of mill building to M/s.Texmo Industries as per the memorandum amended as per the approval of shareholders on 18th February 2013.
38. The company has received from Mr. Senthil Chinnasamy, Managing Director Rs.37,50,000/- towards unsecured loan for building renovation purpose. The rate of interest at the rate of 9% per annum with effect from 01.04.2016.
39. Fixed deposit held by Mr. Senthil Chinnasamy Rs.1,36,00,000 has been carrying interest at the rate of 4% per annum with effect from 01.04.2019 as per the Board Resolution dated. 13.04.2019. During the year 2022 - 2023 Rs. 2,60,00,000/- interest free Deposit transferred from Shri. V.S. Chinnaswamy to Mr. Senthil Chinnasamy, as per Board Resolution dated on 25.02.2023. Based on the above resolution, entry has been passed in the books of accounts on 28.02.2023. The total Fixed Deposits with Mr. Senthil Chinnasamy is Rs. 3,96,00,000/-

40. Financial Ratios for the year ended 31.03.2024

	Numerator	Denominator	Current Period	Previous Period	% of Variance*	Remarks
Liquidity Ratio						
Current Ratio (times)	Total Current Assets	Total Current Liabilities	0.91	1.15	21%	NA
Solvency Ratio						
Debt-Equity Ratio (times) #	Total Long term Debt	Total Equity	7.72	7.57	2%	NA
Debt Service Coverage Ratio (times) #	Earnings for Debt Service	Debt Service (Interest and Principal repayments)	0.80	1.03	22%	NA

Profitability Ratio						
Net Profit Ratio (%)	Net Profit after Taxes	Revenue from Operations	-4%	4%	202%	Due to increase in Employee cost and decrease in sales
Return on Equity Ratio (%)	Net Profit after Taxes Less Preference Dividend	Total Equity	-5%	9%	152%	
Return on Capital employed (%) ##	Profit before taxes and finance cost	Total Capital Employed	-0.59%	1.12%	153%	Due to Decrease of Shareholder's Fund and Loss incurred
Return on Investment (%)	Income generated from Invested funds	Average Invested funds	221.23%	132.94%	66%	Due to Increase in dividend income
Utilization Ratio**						
Trade Receivables turnover ratio (times)	Revenue from Operations	Average Trade receivables	1.52	2.63	42%	Due to Decrease in Sales
Inventory turnover ratio (times)	Cost of goods Sold	Average Stock	-	-	0%	NA
Trade payables turnover ratio (times)	Total Purchases	Average Trade Payables	58.47%	59.91%	2%	NA

41. The company is not obliged to make CSR expenditure as set out in Section 135 of the Companies Act, 2013.
42. Based on the internal and external information up to the date of approval of the financial statements, the company expects to recover the carrying amounts of its assets, investments, trade receivables & contract assets. The Company will continue to monitor the future economic conditions and assess its impact on its financial statements.
43. Additions made during FY 20-21 to the Property, Plant & Equipment of the company includes a Motor car amounting to Rs. 45,78,246/-, having its Registration No. DL1CS4666, which is registered in the name of its Managing Director Senthil Chinnasamy (DIN:00020229). The car is recorded in the books of the company as it is purchased wholly for the use of the company. However, for easement of the registration process, it has been registered in the name of the Managing Director.
44. During the year, the company has initiated the process for conversion of the company from Public Limited to Private Limited. The company had called for Extra-ordinary General Meeting on 31.05.2024. The requisite resolutions were passed and the application has been made with MCA for the said conversion.
45. a) There are no transactions with struck off companies under section 248 or 560
- b) No charges or satisfaction is yet to be registered with Registrar of Companies beyond the statutory period except for the loan from Kotak Mahindra Prime Limited.
- c) The Company has complied with the no. of layers prescribed u/s 2(87) read with the applicable Rules
- d) There is no Scheme of Arrangements that has been approved in terms of sections 230 to 237
- e) The company has not advanced/loaned/invested or received funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- f) There are no transactions that are not recorded in the books of account to be surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- g) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

V.S.Chinnaswamy
Chairman
(DIN: 01745060)

Senthil Chinnasamy
Managing Director
(DIN: 00020229)

V.S.Kulandaivel
Director
(DIN: 01086943)

For Diwakar & Associates
Firm Reg No. 015661S
Chartered Accountant

P.K. Diwakar
Proprietor
M.No. 216333

Place : Coimbatore
Date : 02.09.2024

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31.03.2024

(Rs.in thousands)

	As on 31.03.2024	As on 31.03.2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/ Loss before Tax from Continuing operations	(9905)	8275
Net Profit/ Loss before Tax from Discontinuing operations	-	-
Net Profit/ Loss before Tax and extraordinary items	(9905)	8275
Adjustment for :		
Depreciation on Continuing Operations	31293	25894
Depreciation on Discontinuing Operations	-	-
Interest & Finance charges on Borrowings	37182	29743
Interest & Dividend Income	(2275)	(1612)
Profit on sale of Asset	(27)	(5567)
Fall in Value of Investments	-	31
Loss on sale of Assets	-	-
Operating Profit before working capital changes	56267	56765
Adjustments :		
Trade & Other receivables	1073	28698
Inventories	-	-
Loans & Advances	15063	(5543)
Current Liabilities	(7191)	5434
Cash generated from Operations	65212	85353
Income Tax - Earlier year	-	-
Cash generated from Operations before extra-ordinary items	65212	85353
Extraordinary Items:		
Net Cash from Operating Activities	65212	85353
B. CASH FLOW FROM INVESTING ACTIVITIES		
Increase or Decrease in Investments	-	-
Sale of Property plant and Equipments and Intangible assets	50	11719
Acquisition of Property plant and Equipments and Intangible assets	(4076)	(87585)
Interest Received	1901	1388
Dividend Received	374	225
Net Cash used in Investing activities	(1752)	(74254)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase in Share Capital	-	-
Proceeds from Long Term Borrowings	(41987)	21417
Increase/Decrease in Short term borrowings	21892	(3082)
Interest Paid	(37182)	(29743)
Net Cash used in financing activities	(57277)	(11408)
Net increase in cash & cash equivalents	6183	(310)
Opening cash & cash equivalents	19583	19892
Closing cash & cash equivalents	25766	19583

As per our report of
data annexedV.S.Chinnaswamy
Chairman
(DIN: 01745060)Senthil Chinnasamy
Managing Director
(DIN: 00020229)V.S.Kulandaivel
Director
(DIN: 01086943)For Diwakar & Associates
Firm Reg No. 015661S
Chartered AccountantP.K. Diwakar
Proprietor
M.No. 216333Place: Coimbatore
Date : 02.09.2024

Form No. MGT-11
 Proxy Form
 (Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3)
 of the Companies (Management and Administration) Rules, 2014)

CIN U17111TZ1935PLC000056
 Name of the Company GNANAMBIKAI MILLS LIMITED
 Registered Office Alankar Building, III Floor, No. 551, D.B. Road
 R.S. Puram, Coimbatore - 641 002.
 Name of the Members
 Registered Address
 E-mail Id
 Folio No. / Client Id
 DP ID

I/We, being the member(s) ofshares of the above named company, hereby appoint.

1. Name :
 Address :
 E-mail Id :
 Signature : of failing him.
1. Name :
 Address :
 E-mail Id :
 Signature : of failing him.
3. Name :
 Address :
 E-mail Id :
 Signature : of failing him.

as my/our proxy to attend and vote (on a poll) for me / us and on my / our behalf of the 87th Annual General Meeting to be held on Monday, the 30th September 2024 at 10.45 AM at registered office of the company and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.

1.
2.
3.

Signed this day of 20.....

Signature of Shareholder

Signature of Proxy Holder(s)

Affix
 Revenue
 Stamp

Note : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

BOOK POST
Printed Matter

To

If Undelivered please return to :

GNANAMBikai MILLS LIMITED

Registered Office :

Alankar Building, III Floor, 551, D.B. Road, R.S. Puram,
Coimbatore - 641 002.