

SWETHA ENGINEERING LIMITED

CIN:U27209TN1986PLC013787

Plot No.123-131, Tass Industrial Estate, Mahatma Gandhi Road, Ambattur, Chennai, 600098, Tamil Nadu, India
Ph.+91-44-26252191/ 26253191 Fax: 44-26250836 E-Mail: info@swethaeng.com

NOTICE TO SHAREHOLDERS

Notice is hereby given that the 34th Annual General Meeting of the Members of **SWETHA ENGINEERING LIMITED** will be held on Monday 28th day of December, 2020 at 11.00 a.m at the Registered office of the Company at Plot No.123-131, Tass Industrial Estate, Mahatma Gandhi Road, Ambattur, Chennai, 600098, Tamil Nadu, India, through Video Conferencing / Other Audio Visual Means (VC) to transact the following business:

Ordinary Business

1. To consider and adopt the audited financial statement of the Company for the financial year ended 31st March 2020 and the reports of the Board of Directors and Auditors thereon:
2. To appoint a Director in place of Mr.S.Niranjan Kumar (DIN:00098587), who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS

3. Confirmation of the Re-appointment of Mr.S.V.Raghuraman (DIN:00098566) as a Managing Director and if thought fit to pass with or without modification(s), following resolution as a **Special Resolution**

“RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded confirmation of the re-appointment of Mr.S.V.Raghuraman (DIN:00098566) Managing Director of the Company for a period of Five (05) years with effect from October 22, 2019 on the following terms and conditions including remuneration as set out hereunder, with liberty to the Board of Directors to alter and vary the terms and conditions of the said remuneration as it may deem fit and as may be acceptable to Mr.S.V.Raghuraman (DIN:00098566)

- a) Consolidated Salary of Rs.2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) per month and otherwise set out hereunder, so that the aggregate of salary, allowances and perquisites as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Executive Director from time to time, shall not exceed the limits prescribed from time to time under Sections 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act as may for the time being, be in force
- b) Notwithstanding the foregoing, where in any financial year during the currency of the tenure of the Executive Director, the Company has no profits or its profits are inadequate, the remuneration will be subject to Schedule V to the Companies Act, 2013.
- c) All other terms and conditions as applicable to employees of the Company.

RESOLVED FURTHER THAT Mr.S.V.Raghuraman (DIN:00098566) shall be liable to retire by rotation and if re-appointed, the same shall not be treated as break in the service as Managing Director.

Overall Remuneration:

The aggregate of salary, allowances and perquisites as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Executive Director from time to time, shall not exceed the limits prescribed from time to time under Sections 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act as may for the time being, be in force.

RESOLVED FURTHER THAT during the tenure as the Managing Director, Mr.S.V.Raghuraman (DIN:00098566), Shall be entitled to be paid / re-imbursed by the Company all costs, charges and expenses as may be incurred by him for the purpose of or on behalf of the Company and be indemnified against all claims and liabilities for acts done in good faith and in the best interest of the company”.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. Confirmation of the Re-appointment of Mr.S.V.Sridhar (DIN:00098576) as Whole-time Director and if thought fit to pass with or without modification(s), following resolution as a **Special Resolution**

“RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded confirmation of the re-appointment of Mr.S.V.Sridhar (DIN:00098576) Whole-time Director of the Company for a period of Five (05) years with effect from October 22, 2019 on the following terms and conditions including remuneration as set out hereunder, with liberty to the Board of Directors to alter and vary the terms and conditions of the said remuneration as it may deem fit and as may be acceptable to Mr.S.V.Sridhar (DIN:00098576)

- a) Consolidated Salary of Rs.1,70,000/- (Rupees One Lakh Seventy Thousand Only) per month and otherwise set out hereunder, so that the aggregate of salary, allowances and perquisites as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Executive Director from time to time, shall not exceed the limits prescribed from time to time under Sections 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act as may for the time being, be in force
- b) Notwithstanding the foregoing, where in any financial year during the currency of the tenure of the Executive Director, the Company has no profits or its profits are inadequate, the remuneration will be subject to Schedule V to the Companies Act, 2013.
- c) All other terms and conditions as applicable to employees of the Company.

RESOLVED FURTHER THAT Mr.S.V.Sridhar (DIN:00098576) shall be liable to retire by rotation and

if re-appointed, the same shall not be treated as break in the service as Whole Time Director.

Overall Remuneration:

The aggregate of salary, allowances and perquisites as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Executive Director from time to time, shall not exceed the limits prescribed from time to time under Sections 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act as may for the time being, be in force.

RESOLVED FURTHER THAT during the tenure as the Whole-time Director Mr.S.V.Sridhar (DIN:00098576), Shall be entitled to be paid / re-imbursed by the Company all costs, charges and expenses as may be incurred by him for the purpose of or on behalf of the Company and be indemnified against all claims and liabilities for acts done in good faith and in the best interest of the company”

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. Confirmation of the Re-appointment of Mr.S.Niranjan Kumar (DIN:00098587) as Whole-time Director and if thought fit to pass with or without modification(s), following resolution as an **Ordinary Resolution**

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded confirmation of the re-appointment of Mr.S.Niranjan Kumar (DIN:00098587) Whole-time Director of the Company for a period of Two (02) years with effect from October 22, 2020 on the following terms and conditions including remuneration as set out hereunder, with liberty to the Board of Directors to alter and vary the terms and conditions of the said remuneration as it may deem fit and as may be acceptable to Mr.S.Niranjan Kumar (DIN:00098587)

- a) Consolidated Salary of Rs.1,25,000/- (Rupees One Lakh Twenty Five Thousand Only) per month and otherwise set out hereunder, so that the aggregate of salary, allowances and perquisites as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Executive Director from time to time, shall not exceed the limits prescribed from time to time under Sections 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act as may for the time being, be in force
- b) Notwithstanding the foregoing, where in any financial year during the currency of the tenure of the Executive Director, the Company has no profits or its profits are inadequate, the remuneration will be subject to Schedule V to the Companies Act, 2013.
- c) All other terms and conditions as applicable to employees of the Company.

RESOLVED FURTHER THAT Mr.S.Niranjan Kumar (DIN:00098587) shall be liable to retire by rotation and if re-appointed, the same shall not be treated as break in the service as Whole Time Director.

Overall Remuneration:

The aggregate of salary, allowances and perquisites as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Executive Director from time to time, shall not exceed the limits prescribed from time to time under Sections 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act as may for the time being, be in force.

RESOLVED FURTHER THAT during the tenure as the Whole-time Director Mr.S.Niranjana Kumar (DIN:00098587), Shall be entitled to be paid / re-imbursed by the Company all costs, charges and expenses as may be incurred by him for the purpose of or on behalf of the Company and be indemnified against all claims and liabilities for acts done in good faith and in the best interest of the company”

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. **Appointment of Mr.Nagarajan Varun (DIN:05157357), as a Non Executive Director and in this regard to consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution:**

“**RESOLVED THAT** Mr.Nagarajan Varun (DIN:05157357), who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Non Executive Director of the Company”

By Order of the Board of Directors
For SWETHA ENGINEERING LIMITED

S.V.Raguraman
Managing Director
(DIN- 00098566)

Place : Chennai

Date :24/08/2020

NOTES

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item no.3 to 5 of the accompanying notice is annexed hereto
2. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e.28th December 2020. Members seeking to inspect such documents can send an email to info@swethaeng.com
3. Members whose shareholding is in electronic mode are requested to direct notifications about change of address and updates about bank account details to their respective depository participants(s) (DP). Members whose shareholding is in physical mode are requested to opt for the Electronic Clearing System (ECS) mode to receive dividend on time in line with the Circulars. We urge members to utilize the ECS for receiving dividends. Please refer point no. 16 for the process to be followed for updating bank account mandate
4. In compliance with the Circulars, the Annual Report 2019-20, the Notice of the 34th AGM, and instructions for e-voting are being sent only through electronic mode to those members whose email addresses are registered with the Company / depository participant(s). Members may also note that the Notice of the 34th AGM and the Annual Report 2019-20 will also be available on the Company's website, <https://www.swethaeng.com> and on the website of CDSL <https://www.evotingindia.com>
5. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at through email at helpdesk.evoting@cdslindia.com for this purpose. If a member is already registered with CDSL for E-voting, such member can use his / her existing User ID and password for casting the vote through remote E-voting and voting at AGM through E-voting system.
6. Additional information, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.
7. The equity of the Company were listed with Madras Stock Exchange Limited, Ahmedabad Stock Exchange Limited and Coimbatore Stock Exchange Limited. The SEBI vide its order dated April 03, 2013 given exit to Coimbatore Stock Exchange Limited and vide its order dated May 14, 2015 given exit to Madras Stock Exchange Limited. The Company has received a notice from Ahmedabad Stock Exchange Limited vide letter No.AACE/2015-16/58715, dated July 08, 2015 that our Company would be moved in the Dissemination Board (DB) of National Stock Exchange Limited(NSEL). Accordingly the status of the Company as on date is an unlisted Company. Requisite approval from the shareholders is being sought to enlist the equity shares of the Company with Metropolitan Stock Exchange of India Limited, National Stock Exchange or any other Stock Exchange

8. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.
9. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The form can be downloaded from the Company's website at <https://www.swethaeng.com>. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the RTA, Cameo Corporate Services Ltd, in case the shares are held in physical form.
10. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
11. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. The Board has appointed Rabi Narayan Pal Proprietor of M/s.Rabi Narayan & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner
12. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
13. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, December 14, 2020 to Monday, December 21, 2020 (both the days inclusive).
14. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
15. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such

as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

16. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.swethaeng.com>. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
17. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
18. The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, CDSL, and RTA and will also be displayed on the Company's website, <https://www.swethaeng.com>
19. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice
20. In accordance with the proviso to MCA Notification dated the 10th September, 2018 amending Companies (Prospectus and Allotment of Securities) Rules, 2014 transfers of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in various corporate actions. Members can contact the Company or M/s.Cameo Corporate Services Ltd for assistance in this regard

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

1. The voting period begins on Friday, 25th December 2020, (9:00 a.m. IST) and ends on Sunday, 27th December 2020 (5:00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21/12/2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. The shareholders should log on to the e-voting website www.evotingindia.com.
4. Click on "Shareholders" module.
5. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

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

7. Next enter the Image Verification as displayed and Click on Login.
8. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
9. If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

10. After entering these details appropriately, click on "SUBMIT" tab.
11. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
12. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
13. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
14. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

15. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
16. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
17. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
18. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
19. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
20. Shareholders can also cast their vote using CDSL’s mobile app “**m-Voting**”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **Company/RTA email id**.

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

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their

respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 05 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 05 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

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

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

21. Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@swethaeng.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

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

EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013

Item No.3: Confirmation of the Re-appointment of Mr.S.V.Raghuraman (DIN:00098566) as a Managing Director

Mr.S.V.Raghuraman (DIN:00098566) is the Promoter and Managing Director of the Company. The Board of Directors of the Company at its meeting held on 18/10/2019 has re-appointed Mr.S.V.Raghuraman (DIN:00098566), Managing Director of the Company for a period of Five (05) years with effect from October 22, 2019 subject to the approval of shareholders in accordance with norms laid down in Schedule V, Part II, Section II and other applicable provisions of Companies Act, 2013

Mr.S.V.Raghuraman (DIN:00098566), is the Promoter Director of the Company and also relative of Mr. S.V.Sridhar ((DIN:00098576), Whole-time Director. Mr.S.V.Raghuraman (DIN:00098566) having attained the age of 70 years, his Re-appointment requires approval of the shareholders by Special Resolution in terms of Section 196 (3) of Companies Act, 2013 and Rules made thereunder

As required under provisions of (3) of Section 196 of Companies Act, 2013 the following are the justifications for re-appointment of Mr.S.V.Raghuraman (DIN:00098566) notwithstanding his having attained the age of 70:

- The company has drawn up a Long Range Plan with enhanced vision and has an ambitious target of doubling the revenue of the company over the next 5 years.
- Mr.S.V.Raghuraman (DIN:00098566) having been serving the Company for past over 3 decades now, has rich experience in various areas of operation of the business and specialized skills in finance and promoting and marketing the company products and therefore the Company requires his active involvement going forward.
- The aforesaid Long Range Strategy Plan requires the involvement of Mr.S.V.Raghuraman (DIN:00098566) on a Whole-time basis to continue to play a strategic leadership role and guide the management team of the Company and motivate them to realise the long term objectives.
- Therefore, his continued services are considered not only necessary but also is in the interest of the Company

Considering his experience and expertise, the Board of Directors of the Company felt that the remuneration package offered to him is fair, reasonable and also in line with the remuneration package prevailing in the industry. Further the Company has not made any default in repayment any debts or interest payable thereon for a continuous period of 30 days in the preceding financial year.

The Company has received from Mr.S.V.Raghuraman (DIN:00098566), consent in writing to act as a Director/Managing Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Sub-section (2) of Section 164 of the Companies Act, 2013 and Notice of Interest in Form MBP-1 in terms of Rule 9 of Companies (Meetings of Board and its Powers) Rules, 2014.

Accordingly, the Board recommends the members to approve the resolution set out as Item No.3 of the Notice as a Special Resolution with regard to Confirmation of the Re-appointment of Mr.S.V.Raghuraman (DIN:00098566) as a Managing Director of the Company for a period of Five (05) years with effect from October 22, 2019. In terms of section 190 of the companies Act 2013 a contract of service/ a written memorandum setting out its terms of employment with Executive Director is available for inspection at the registered office of the Company.

Except Mr.S.V.Raghuraman (DIN:00098566), being an appointee, and Mr.S.V.Sridhar (DIN:00098576) Whole-time Director being relative, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.3

Item No.4: Confirmation of the Re-appointment of Mr.S.V.Sridhar (DIN:00098576) as a Whole-time Director

Mr.S.V.Sridhar (DIN:00098576) is the Promoter and Whole-time Director of the Company. The Board of Directors of the Company at its meeting held on 18/10/2019 has re-appointed Mr.S.V.Sridhar (DIN:00098576), Whole-time Director of the Company for a period of Five (05) years with effect from October 22, 2019 subject to the approval of shareholders in accordance with norms laid down in Schedule V, Part II, Section II and other applicable provisions of Companies Act, 2013.

Mr.S.V.Sridhar (DIN:00098576), is the Promoter Director of the Company and also relative of Mr.S.V.Raguraman (DIN:00098566), Managing Director. Mr.S.V.Sridhar ((DIN:00098576) having attained the age of 70 years, his Re-appointment requires approval of the shareholders by Special Resolution in terms of Section 196 (3) of Companies Act, 2013 and Rules made thereunder

As required under provisions of (3) of Section 196 of Companies Act, 2013 the following are the justifications for re-appointment of Mr.S.V.Sridhar (DIN:00098576) notwithstanding his having attained the age of 70:

- The company has drawn up a Long Range Plan with enhanced vision and has an ambitious target of doubling the revenue of the company over the next 5 years.
- Mr. S.V.Sridhar having been serving the Company for past over 3 decades now, has rich experience in various areas of operation of the business and specialized skills in finance and promoting and marketing the company products and therefore the Company requires his active involvement going forward.

- The aforesaid Long Range Strategy Plan requires the involvement of Mr. S.V.Sridhar on a Whole-time basis to continue to play a strategic leadership role and guide the management team of the Company and motivate them to realise the long term objectives.
- Therefore, his continued services are considered not only necessary but also is in the interest of the Company

Considering his experience and expertise, the Board of Directors of the Company felt that the remuneration package offered to him is fair, reasonable and also in line with the remuneration package prevailing in the industry. Further the Company has not made any default in repayment any debts or interest payable thereon for a continuous period of 30 days in the preceding financial year.

The Company has received from Mr.S.V.Sridhar (DIN:00098576), consent in writing to act as a Director/Whole-time Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Sub-section (2) of Section 164 of the Companies Act, 2013 and Notice of Interest in Form MBP-1 in terms of Rule 9 of Companies (Meetings of Board and its Powers) Rules, 2014.

Accordingly, the Board recommends the members to approve the resolution set out as Item No.4 of the Notice as a Special Resolution with regard to Confirmation of the Re-appointment of Mr.S.V.Sridhar (DIN:00098576) as Whole-time Director of the Company for a period of Five (05) years with effect from October 22, 2019. In terms of section 190 of the companies Act 2013 a contract of service/ a written memorandum setting out its terms of employment with Executive Director is available for inspection at the registered office of the Company.

Except Mr.S.V.Sridhar (DIN:00098576), being an appointee, and Mr.S.V.Raguraman (DIN:00098566) Managing Director being relative, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.4

Item No.5: Confirmation of the Re-appointment of Mr.S.Niranjan Kumar (DIN:00098587) as Whole-time Director

The tenure of Mr.S.Niranjan Kumar (DIN:00098587), as Director Technical of the Company ended on 21st October, 2020. The Board of Directors of the Company at its meeting held on 24/08/2020 has re-appointed him as Director Technical of the Company for a further period of Two (02) years with effect from 22nd October, 2020, at remuneration approved by the Board, subject to the approval of shareholders. He is a part of the company's Board since 1998 and has been dedicating his substantial time in the marketing and promotion of company's product. His contribution towards development of company' business is highly commendable.

Considering his experience and expertise, the Board of Directors of the Company felt that the remuneration package offered to him is fair, reasonable and also in line with the remuneration package prevailing in the industry. Further the Company has not made any default in repayment any debts or interest payable thereon for a continuous period of 30 days in the preceding financial year.

The Company has received from Mr.S.Niranjan Kumar (DIN:00098587), consent in writing to act as a Director/Whole-time Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR-8 in terms of Companies

(Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Sub-section (2) of Section 164 of the Companies Act, 2013 and Notice of Interest in Form MBP-1 in terms of Rule 9 of Companies (Meetings of Board and its Powers) Rules, 2014.

Accordingly, the Board recommends the members to approve the resolution set out as Item No.5 of the Notice as an Ordinary Resolution with regard to confirmation of the Re-appointment of Mr.S.Niranjan Kumar (DIN:00098587) as Whole-time Director of the Company for a period of Two (02) years with effect from October 22, 2020. In terms of section 190 of the companies Act 2013 a contract of service/ a written memorandum setting out its terms of employment with Executive Director is available for inspection at the registered office of the Company.

Except Mr.S.Niranjan Kumar (DIN:00098587), none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.5

**Item No.6: Appointment of Mr.Nagarajan Varun (DIN:05157357), as a Non Executive Director
Meaning, scope and implications of the material fact**

The Board of Directors of the Company at their meeting held on 16/10/2020 proposed the appointment of Mr.Nagarajan Varun (DIN:05157357), who is eligible to be appointed, as Director (Non Executive) of the Company and whose office is liable to retire by rotation. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from Member(s), along with the deposit of Rs.1,00,000/- under Section 160 of the Companies Act 2013, proposing his candidature for the office of Director. The Board recommends the Resolutions at Item No.6 of this Notice for approval of the Members.

Nature of concern or interest of Directors, Key Managerial Personnel and relatives of Directors and Key Managerial Personnel

None of the other Directors and Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested, in the Resolutions set out at Item No.6 of the Notice

By Order of the Board of Directors
For SWETHA ENGINEERING LIMITED

S.V.Raguraman
Managing Director
(DIN- 00098566)

Place : Chennai
Date :24/08/2020

BOARD'S REPORT

Dear Members,

Your Company's Directors are pleased to present the 34th Annual Report of the Company, along with Audited Accounts, for the Financial Year ended 31st March 2020.

FINANCIAL SUMMARY AND HIGHLIGHTS

The Company's financial performance for the year ended 31st March 2020 is summarized below.

Particulars	2019 - 20	2018 - 19
Sales and Other Income	15,39,64,324.00	7,23,76,498.00
Less : Expenditure	14,09,11,981.00	6,03,58,817.00
Less: Interest Charges	56,53,347.00	65,44,464.00
Less: Depreciation	44,97,394.00	34,63,962.00
Profit before exceptional and extraordinary items and tax	29,01,602.00	20,09,255.00
Prior Period Items adjustment In respect of earlier years	3,65,701.00	0.00
Profit before exceptional and extraordinary items and tax	32,67,303.00	20,09,255.00
Tax Expenses		
Current tax	(1,67,624.00)	0.00
Deferred tax	(4,90,024.00)	0.00
Profit/Loss after Tax	26,10,015.00	20,09,255.00
Profit carried to Balance Sheet	26,10,015.00	20,09,255.00
Profit brought forward	(55,43,620.00)	(75,52,875.00)
Balance Carried to Balance Sheet	(29,33,605.00)	(55,43,620.00)
Basic Earnings per Share	0.70	0.54

STATE OF COMPANY'S AFFAIRS

Sales and Other income for the financial year under review were Rs.1539.64 lakhs as against Rs.723.76 lakhs for the previous financial year showing increase of 112.69 %. The Profit before and after tax for the year is Rs.32.67 lakhs and Rs.26.10 lakhs as against profit Rs.20.09 lakhs (before and after tax) respectively for the previous year.

The domestic sales and services accounted for the year is 88.50% of the sales and Export Sales accounted for 11.50% of the Sales. The company has got key

turnkey orders (Manufacturing and Service) from leading Paper Industries like JK Paper Mills ltd, Naini Paper Mills and West Coast Paper Mills ltd. For the financial year 2019-20 the trend in the paper industry was showing positive signs until COVID-19 started impacting the expansion plan of paper industries. Most of the Industries has either stopped or postponed the expansion plan of their units.

Towards the end of 2019-20 starting 23rd March 2020, the Company's operations were halted due to the COVID-19 pandemic. A nationwide lockdown was announced to contain the spread of the virus.

Economic activity and lifestyles will be rebuilt, factoring in coexistence with CoVID-19. Social distancing (SD) and Work From Home (WFH) practices will see greater prevalence. These new long-term practices of SD could see consumer preferences change towards Online Model, The restriction on public mobility and impact on many sectors of the economy will affect GDP, disposable incomes, consumer sentiment and the engineering industry as well.

Consequently, a very sharp decline in the first quarter of 2020-21 is expected, which may partially alleviate in the following quarter, with any upside possibilities only playing out in the later part of the year.

As pandemic CoVID-19 is affecting most countries across the globe, Demand for Paper is likely to see a decline during initial part of the year. The global pandemic has impacted economic activity across the world, hurting consumer sentiment, disrupting supply chains and reducing demand across many categories.

SHARE CAPITAL

The paid up Equity Share Capital as at March 31, 2020 stood at Rs.3,74,93,000/-. During the year under review, the company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on March 31, 2020, none of the Directors of the company hold instruments convertible into equity shares of the Company.

EXTENSION OF TIME FOR HOLDING ITS ANNUAL GENERAL MEETING

The 34th Annual General Meeting of the members of the company in respect of the year ended on 31st March 2020 is required to be held on or before, 30th September 2020. Though the Company has made necessary arrangement to conduct Annual General Meeting through Video Conference and Other Audio Visual means, the Board of Directors is of opinion that being large number of shareholders of the Company does not have their email addresses registered with Company and Physical dispatch of Annual reports being dispense with, non-availability of shareholders at the meeting which may result in absence of QUORUM, due to COVID-19. Accordingly, an application was made to Registrar

of Companies(ROC), Chennai to get an extension of time, However the ROC, vide their Order No.ROC-CHN/96-AGM/2020, dated 08.09.2020 issued general extension of AGM up to 3 months from the due date of the AGM.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form **MGT-9**, as required under Section 92 of the Companies Act, 2013, is annexed as Annexure - A and forms an integral part of this Report.

NUMBER OF MEETINGS OF THE BOARD

During the Financial Year 2019-20, the Company held (Seven) 07 board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 on 23/04/2019, 28/06/2019, 16/08/2019, 18/10/2019, 06/11/2019, 24/01/2020 and 18/03/2020. In respect of all such meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes book maintained for the purpose. The intervening gap between any two meetings was within the period prescribed under the companies Act, 2013.

Name of the Director	Designation	No. of Board meetings in the year during respective tenure of directors		Attendance of Last AGM	No. of directorships held in the other companies	No. of board committee memberships held in other companies
		Held	Attended			
S. V. Raguraman DIN: 00098566	Managing Director	07	07	Yes	-	-
S. V. Sridhar DIN: 00098576	Whole-time Director	07	07	Yes	-	-
S. Niranjan Kumar DIN: 00098587	Whole-time Director	07	07	Yes	-	-
R. Jaganathan DIN: 01675591	Non Executive Director	07	04	Yes	-	-

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors of the Company consists of Mr.S.V.Raguraman (DIN:00098566), Managing Director, Mr.S.V.Sridhar (DIN:00098576), Mr.S.Niranjan Kumar (DIN:00098587) Whole-time Directors and Mr.R.Jaganathan (DIN:01675591) Non Executive Director. The composition of the Board of Directors is in compliance with Section 149 of the Companies Act, 2013.

RETIRING BY ROTATION

In terms of Section 152 of the Companies Act, 2013, Mr.S.Niranjan Kumar (DIN:00098587) liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Board of Directors have recommended the re-appointment of Mr.S.Niranjan Kumar (DIN:00098587) retiring by rotation.

CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr.S.V.Raguraman (DIN:00098566), Managing Director and Mr.S.V.Sridhar (DIN:00098576), Whole-time Director are the Founder Promoters of the Company. The Board of Directors of the Company at its meeting held on 18/10/2019 has re-appointed Mr.S.V.Raguraman (DIN:00098566) as Managing Director and Mr.S.V.Sridhar (DIN:00098576) as Whole-time Director of the Company for a period of Five (05) years with effect from October 22, 2019 subject to the approval of the Shareholder at the ensuing AGM.

The tenure of Mr.S.Niranjan Kumar (DIN:00098587), as Director Technical of the Company will be ended on 21st October, 2020. The Board of Directors of the Company at its meeting held on 24/08/2020 has recommended the re-appointment of Mr.S.Niranjan Kumar (DIN:00098587), as Director Technical of the company for a further period of Two (02) years with effect from 22nd October, 2020, at remuneration recommended by the Board, subject to the approval of shareholders. He is a part of the company's Board since 1998 and has been dedicating his substantial time in the marketing and promotion of company's product.

DECLARATION OF INDEPENDENT DIRECTORS

The Company has received necessary declaration from the Independent Directors under Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as specified in Section 149(6) of the Companies Act, 2013.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Pursuant to Rule 8(5)(viii) of the Companies (Accounts) Rules, 2014 the Board of Directors' report of all companies requires to state the details in respect of adequacy of internal financial controls with reference to the financial statements. The Company has adequate internal control systems to monitor internal business process, financial reporting and compliance with applicable laws. The company periodically reviews the adequacy and effectiveness of the control systems.

DIRECTORS' RESPONSIBILITY STATEMENT

To the best of knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3) (c) of the Companies Act, 2013

- (a) that in the preparation of the Annual Accounts for the year ended March 31, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (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 as at March 31, 2020 and of the profit of the Company for the year ended on that date;
- (c) that the Directors have 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 annual accounts have been prepared on a going concern basis;
- (e) that 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; and
- (f) that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

Being the Company do not full the criteria specified in Section 135(1) of the Companies Act, 2013 therefore the provision of section 135(5), Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and schedule VII of the Companies Act, 2013 is not applicable to the Company.

CORPORATE GOVERNANCE AND COMMITTEES OF THE BOARD OF DIRECTORS

The equity of the Company were listed with Madras Stock Exchange Limited, Ahmedabad Stock Exchange Limited and Coimbatore Stock Exchange Limited. The SEBI vide its order dated April 03, 2013 given exit to Coimbatore Stock Exchange Limited and vide its order dated May 14, 2015 given exit to Madras Stock Exchange Limited. The Company has also received a notice from Ahmedabad Stock Exchange Limited vide letter No.AACE/2015-16/58715, dated July 08, 2015 that our Company would be moved in the Dissemination Board (DB) of National Stock Exchange Limited(NSEL). Accordingly, the status of the Company as on date is an unlisted Company and your Company does not fall under the above criteria, Compliance Report on Corporate Governance as required under SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 have not been furnished.

TO ENLIST THE EQUITY SHARES OF THE COMPANY WITH METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED, NATIONAL STOCK EXCHANGE

The Company's Equity Shares was previously traded in Madras Stock Exchange, Coimbatore Stock Exchange and Ahmedabad Stock Exchange. In the recent years, these stock exchanges are closed one by one and the company was placed in the Dissemination Board of National Stock Exchange Limited. Further SEBI in its circular SEBI/HO/MRD/DSA/CIR/P/2016/110 dated October 10, 2016 has issued guidelines to all the Exclusively Listed Companies in the Dissemination Board either to get in listed on nationwide stock exchanges after complying with the diluted listing norms of nationwide stock exchanges or to provide exit to investors.

The Board is of the opinion to enlist the equity shares of the Company with Metropolitan Stock Exchange of India Limited, National Stock Exchange or any other Stock Exchange will give opportunities to stake holders to trade their shares in any of the Stock Exchange where the share of the company is listed. In view of above the Board (based on the recommendation of the Shareholders Grievance Committees) recommended for listing of its shares with Metropolitan Stock Exchange of India Limited, National Stock Exchange or any other Stock Exchange in terms of the guidelines in force or any subsequent amended guidelines laid down by SEBI. Accordingly, the Shareholders of the Company at their 32nd Annual General Meeting held on Monday, the 24th day of September 2018 also approved the same.

DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE

The provisions of Section 177 of the Companies Act, 2013 Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178;

The Company, being a Unlisted Public Limited Company and does not fall under the criteria, to constitute and Remuneration Committee under Section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Stakeholders Relationship Committee under Section 178(5) of the Companies Act, 2013.

STAKE HOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee was constituted in compliance with the provisions of Section 178 of the Companies Act, 2013. This Committee is responsible for the satisfactory redressal of investors' complaints pertaining to share transfers, non-receipt of annual reports, dividend payments, issue of duplicate certificates, transfers and transmission of shares and other miscellaneous complaints. In addition, the Committee looks into other issues including status of dematerialization / re-materialization of shares as well as systems and procedures followed to track investor complaints and suggest measures for improvement from time to time. During the year under review, the Committee met Three (03) times on 28/06/2019, 18/10/2019 and 18/03/2020 to deliberate on various matters referred above and for redressal of investors complaints. During the year, there was no request for Transfer/Transmission/ Split and consolidation for the period from 1st April 2019 to 31st March 2020

The Composition and Attendance at the Meeting:

Name of the Member	Category	Designation	No of Meetings	
			Held	Attended
R.Jagannathan	Non Executive Director	Chairman	3	3
S.V.Sridhar	Whole-time Director	Member	3	3

The Company has been receiving correspondences from Shareholders and required information/documents are furnished immediately to the satisfaction of Shareholders. At the beginning of the year, no complaint was pending. During the year ended 31st March, 2020 there was no complaint received and also no investor complaint was pending as on 31st March, 2020.

GENERAL BODY MEETINGS:

The Details of last three Annual General Meeting are given as under:

Year	Date	Time	Venue
2016-17	15.09.2017	11.00AM	Registered Office of the Company at Plot No. 123-131, Tass Industrial Estate, Mahatma Gandhi Road, Ambattur, Chennai , 600098, Tamilnadu, India

2017-18	24.09.2018	11.00AM	Registered Office of the Company at Plot No. 123-131, Tass Industrial Estate, Mahatma Gandhi Road, Ambattur, Chennai , 600098, Tamilnadu, India
2018-19	25.09.2019	11.00AM	Registered Office of the Company at Plot No. 123-131, Tass Industrial Estate, Mahatma Gandhi Road, Ambattur, Chennai , 600098, Tamilnadu, India

All the resolutions including Special Resolutions as set out in the respective notices were passed by the Shareholders. No Extra Ordinary General Meeting was held during the year. No special resolutions were put through postal ballot last year. There is no proposal to pass any resolution by postal ballot.

REGISTRARS AND SHARE TRANSFER AGENTS

M/s.Cameo Corporate Services Limited is the Registrars and Share Transfer Agents of the Company. All matters connected with Share Transfer, Transmission, Change of address, duplicate share certificates and other related matters are handled by the share transfer agent.

M/s.Cameo Corporate Services Limited, “Subramanian Building” No.1, Club House Road, Chennai - 600002. Phone No.044-28460390-94, Email Id: investor@cameoindia.com / cameo@cameoindia.com

SHARE TRANSFER SYSTEM

The Shares received for transfer in physical mode are registered within 15 days of receipt of the document (if it is in order) and returned to the transferees immediately thereafter. The Share Transfers are approved by the Stakeholders' Relationship Committee which meets as and when required.

COMPLIANCE OFFICER DETAILS AND ADDRESS FOR CORRESPONDENCE

Smt S.Usharani, Compliance Officer
Registered Office: **Plot No.123-131, Tass Industrial Estate, Ambattur, Chennai, 600098, Tamilnadu, India.** Phone No. 044-26252191, email: info@swethaeng.com

POLICY FOR PREVENTION OF SEXUAL HARASSMENT

As a part of the policy for Prevention of Sexual Harassment in the organisation, the Company has in place an Internal Complaints Committee for prevention and redressal of complaints of sexual harassment of women at work place in accordance with The Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 and relevant rules there under. No complaints were received by the Committee during the period under review.

AUDITORS AND AUDITORS' REPORT

STATUTORY AUDITOR

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and in accordance with the resolution passed by the members at the AGM held on 15/09/2017, M/s.Suresh & Sridharan, Chartered Accountants, bearing firm registration No. 004258S,

where appointed as the Statutory Auditors of the Company to hold office till the conclusion of 37th Annual General Meeting of the Company and also to authorize the Board of Directors to fix the remuneration in consultant with the auditors. However, their appointment as Statutory Auditors of the Company is subject to ratification at every Annual General Meeting. Shareholders are informed that consequent to the Companies (Amendment) Act,2017 effective from 7th May 2018, placing the matter relating to appointment of Statutory Auditor for ratification by members at every annual general meeting has been deleted.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation

Further, the Auditors' Report for the financial year ended 31st March 2020 is annexed herewith for your kind perusal and information

SECRETARIAL AUDIT

In terms of the provision of section 204 of the companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 the company is not required to annex Secretarial Audit Report to the Board Report.

COST AUDIT

In terms of the provision of section 148 of the companies Act,2013 read with Notifications / circulars issued by the Ministry of Corporate Affairs from time to time, the compliance of the same is not applicable to the Company at present.

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

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The Company has entered into various Related Parties Transactions as defined under Section 188 of the Companies Act, 2013 with related parties as defined under Section 2 (76) of the said Act, which were on arm's length basis and were in the ordinary course of the business. There are no related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 is appended to the Board Report as **Annexure - II**

DIVIDEND AND TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013

The Board of Directors of your company, after considering holistically the relevant circumstances to conserve the liquid resources has decided that it would be prudent, not to recommend any Dividend for the year under review. For the financial year ended 31st March, 2020, the Company has not proposed to carry any amount to General Reserve Account.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend unpaid/ unclaimed and lying with the Company.

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

Your Directors report under Section 134(3)(l) of the Companies Act, 2013 that there have been no material changes and /or commitments incurred in the period from 31st March 2020 till the date of drafting of this Directors' Report, which have material effect on the Financial position of the Company.

CHANGE OF NATURE OF BUSINESS, IF ANY

There was no change in the nature of business of the Company during the year ended 31st March, 2020.

CHANGES IN SHARE CAPITAL/ LOAN CAPITAL

A. BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

b. SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

c. BONUS SHARES

No Bonus Shares were issued during the year under review.

d. EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employee.

e. BORROWINGS

The Company has availed various credit facilities from Repatriates Co-operative Finance and Development Bank Limited, 18, C.P.Ramaswamy Road, Alwarpet, Chennai, 600018, Tamilnadu, India, and total outstanding as on March 31, 2020 is Rs.3,88,50,824.00/-

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE

EARNINGS AND OUTGO

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 given in as **Annexure - E**, which forms a part of this report

RISK MANAGEMENT

The Board of Directors of the Company believe that the elements of risk threatening the Company's existence is very minimal.

INFORMATION ABOUT HOLDING / SUBSIDIARY/ JV/ ASSOCIATE COMPANY

The Company does not have any Holding, Subsidiary, Joint Ventures or Associate Company. Hence the requirement of presenting the consolidated financial statements in Annual Report is not applicable.

COMPLIANCE OF SECRETARIAL STANDARDS

In accordance with the provisions of Section 118(10) of the Companies Act, 2013, every company shall observe secretarial standards with respect to general and Board meetings specified by the Institute of Company Secretaries of India constituted under section 3 of the Company Secretaries Act, 1980 (56 of 1980), and approved as such by the Central Government and your Board hereby submits that with respect to general and Board meetings the applicable secretarial standards had been followed.

DEPOSITS

The Company has not accepted any deposits in terms of Chapter V of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014, during the year under review and as such, no amount on account of principal or interest on public deposits was outstanding as of the balance sheet date.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The provision of section 177(9) of the Companies Act, 2013 relating to Vigil Mechanism is not applicable on the company.

PARTICULARS OF EMPLOYEES

Employee relations continue to be cordial and harmonious at all levels and in all divisions of the Company. The Board of Directors would like to express their sincere appreciation to all the employees for their continued hard work and steady dedication. No employees of the company drawing remuneration in excess of the limit specified under Rule.5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT;

There is no such fraud required to be reported under section 143(12) of the companies Act,2013

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant and material orders passed by the Regulators/ Courts that would impact the going concern status of the Company and its future operations.

APPRECIATIONS AND ACKNOWLEDGMENTS

Your Directors place on record their appreciation to employees at all levels for their dedication and commitment. Your Directors would also like to express their sincere appreciation for the assistance and co-operation received from the banks, financial institutions, Government Authorities, customers, vendors and members during the year under review.

By order of the Board of Directors
For **SWETHA ENGINEERING LIMITED**

Sd/-
S.V.Raguraman

Managing Director
(DIN-00098566)

Sd/-
S.V.Sridhar

Whole-time Director
(DIN- 00098576)

Place : Chennai
Date : 24/08/2020

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

(A) CONSERVATION OF ENERGY:

(i) The steps taken or impact on conservation of Energy:

(a) Designed and installed the power distribution system perfectly well to utilize the power at optimum level of requirement.

(b) Purchasing energy efficient machines.

(ii) The steps taken by the Company for utilizing alternate source of Energy: Nil

(iii) The capital investment on energy conservation equipments: Nil

TECHNOLOGY ABSORPTION

The relevant particulars relating to technology absorption in terms of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rule, 2014 is not applicable.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Export earnings involving foreign exchange for supply and services of export which includes advances also. A comparison of year wise is given below.

Particulars	2019-20		2018-19	
	In \$	In Rs.	In \$	in Rs.
EARNINGS				
a. Supply of Equipment	3,296.00	2,26,391.00	61,625.00	40,86,109.00
b. Service of Equipment	2,25,791.00	1,56,86,688.00	2,78,577.00	1,91,92,322.00
c. Total (a=b)	2,29,087.00	1,59,13,079.00	3,40,577.00	2,32,78,431.00
OUTGO				
a. Raw Material	40,357.00	29,37,303.00	-----	-----
b. On Site Expenses	-----	-----	939.00	65,400.00

ANNEXURE - II**FORM NO. AOC.2**

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

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

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

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Not Applicable
B	Nature of contracts/arrangements/transactions	
C	Duration of the contracts/arrangements/transactions	
D	Salient terms of the contracts or arrangements or transactions including the value, if any	
E	Justification for entering into such contracts or arrangements or transactions	
F	Date of approval by the Board	
G	Amount paid as advances, if any	
H	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

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

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions	Total value, if any during the year (INR)	Date(s) of approval by the Board, if any	Amount paid as advances, if any:
Ms.Nethra Raguraman (Chief Executive - Technical) relative of Directors	Salary	2019-20	At Prevailing Market Price	11,15,000.00	Not Applicable, since the arrangement was entered into in the ordinary course of business and on arm's length	Nil
Gowtham Sridhar (Financial Consultant) relative of Directors	Retainer Fees			8,02,500.00		
S.V.Muralidharan (Site Engineer) relative of Directors	Service Charges			6,32,250.00		

**By order of the Board of Directors
For SWETHA ENGINEERING LIMITED**

**Sd/-
S.V.Raguraman
Managing Director
(DIN-00098566)**

**Sd/-
S.V.Sridhar
Whole-time Director
(DIN- 00098576)**

Place: Chennai

Date: 24/08/2020

Form No. MGT-9**EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st Day of March, 2020**

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

I.	REGISTRATION AND OTHER DETAILS:	
i)	CIN	U27209TN1986PLC013787
	Demat ISIN CDSL/NSDL	824E01017
	Foreign Company Registration Number/GLN	Not Applicable
ii)	Registration Date	09-12-1986
iii)	Name of the Company	SWETHA ENGINEERING LIMITED
iv)	Category / Sub-Category of the Company	Company limited by Shares, Non Government Company, Public
v)	Address of the Registered office and contact details	Plot No.123 -131,Tass Industrial Estate, Mahatma Gandhi Road, Ambattur, Chennai – 600 098 Tel: 044 -26252191 /3191
vi)	Whether listed company Yes / No	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Cameo Corporate Services Limited "Subramanian Building" No.1, Club House, Road, Chennai, 600002 Tel: 044 -28460390/91/92

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Equipments for pulp & paper industries	2829	81.45%
2	Erection and Commissioning Service	3312	18.55%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No.	Name and Address Of The Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held
NIL				

a) Bodies Corp.	281000	239325	520325	13.8779	281000	239325	520325	13.8779	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	87749	931352	1019101	27.1811	91949	927152	1019101	27.1811	
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	456000	590750	1046750	27.9185	456000	590750	1046750	27.9185	
c) Others (specify)	-	-	-	-	-	-	--	-	-
HUF	8000	-	8000	0.2133	8000	-	8000	0.2133	
Non Resident Indians	-	11800	11800	0.3147	-	11800	11800	0.3147	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	901	-	901	0.0240	901	-	901	0.0240	
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	833650	1773227	2606877	69.5296	837850	1769027	2606877	69.5297	--
Total Public Shareholding (B)=(B)(1)+ (B)(2)	833650	1773227	2606877	69.5296	837850	1769027	2606877	69.5297	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1976073	1773227	3749300	100.00	1980273	1769027	3749300	100.00	-

(ii) Shareholding of Promoters

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	S.V.Raguraman	727408	19.4011	--	727408	19.4011	--	--
2	S.V.Sridhar	341095	9.0975	--	341095	9.0975	--	--
3.	S.V.Muralidharan	37170	0.9913	--	37170	0.9913	--	--
4	S.V.Srivathsangan	34300	0.9148	--	34300	0.9148	--	--
5	Rama Raguraman	2450	0.0653	--	2450	0.0653	--	--
Total number of shares		1142423	30.47	--	1142423	30.47		--

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	There is no change in Promoters' Shareholding between 01.04.2019 to 31.03.2020			
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer /				
3	At the End of the year				

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

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year				
	Pinakin Cimanlal Shah	443000	11.8155	443000	11.8155
	Celltech Consultancy and Marketing Private Limited	280600	7.4840	280600	7.4840
	Jagadish Sagarmal Sanwal	100000	2.6671	100000	2.6671
	Ajith Kumar C Patel	70300	1.8750	70300	1.8750
	Rajesh	57700	1.5389	57700	1.5389
	SRHHL Industries Limited	50000	1.3335	50000	1.3335
	Shree Vindhya paper Mills Limited	50000	1.3335	50000	1.3335
	Vasudev Sharma	41800	1.1148	41800	1.1148
	Lakshmi Subramaniam	39100	1.0428	39100	1.0428
	Mahendra	37500	1.0001	37500	1.0001
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
3	At the end of the year				
	Pinakin Cimanlal Shah	443000	11.8155	443000	11.8155
	Celltech Consultancy and Marketing Private Limited	280600	7.4840	280600	7.4840
	Jagadish Sagarmal Sanwal	100000	2.6671	100000	2.6671
	Ajith Kumar C Patel	70300	1.8750	70300	1.8750
	Rajesh	57700	1.5389	57700	1.5389
	SRHHL Industries Limited	50000	1.3335	50000	1.3335
	Shree Vindhya paper Mills Limited	50000	1.3335	50000	1.3335
	Vasudev Sharma	41800	1.1148	41800	1.1148
	Lakshmi Subramaniam	39100	1.0428	39100	1.0428
	Mahendra	37500	1.0001	37500	1.0001

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year				
	S.V.Raguraman	727408	19.4011	727408	19.4011
	S.V.Sridhar	341095	9.0975	341095	9.0975
	S.Niranjan Kumar	12250	0.3200	12250	0.3200
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
3	At the end of the year				
	S.V.Raguraman	727408	19.4011	727408	19.4011
	S.V.Sridhar	341095	9.0975	341095	9.0975
	S.Niranjan Kumar	12250	0.3200	12250	0.3200

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	4,40,87,254	-	-	4,40,87,254
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	4,40,87,254	-	-	4,40,87,254
Change in Indebtedness during the financial year				
* Addition	1,00,00,000	-	-	1,00,00,000
* Reduction	1,52,36,430	-	-	1,52,36,430
Net Change	(52,36,430)	-	-	(52,36,430)
Indebtedness at the end of the financial year				
i) Principal Amount	3,88,50,824	-	-	3,88,50,824
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	3,88,50,824	-	-	3,88,50,824

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		S.V.Raguraman MD	S.V.Sridhar WTD	S.Niranjan Kumar WTD	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961. (b) Value of perquisites u/s 17(2) Income-tax Act, 1961.	30,00,000.00	20,00,000.00	14,90,000.00	64,90,000.00
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - Others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total (A)	30,00,000.00	20,00,000.00	14,90,000.00	64,90,000.00

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors	Total Amount
		R.Jaganathan Non Executive Director	
	1. Independent Directors · Fee for attending board committee meetings · Commission Others, please specify	-	-
	Total (1)	-	-
	2. Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others, please specify	Rs.14,000.00	Rs.14,000.00
	Total (2)	Rs.14,000.00	Rs.14,000.00
	Total (B)=(1+2)	Rs.14,000.00	Rs.14,000.00
	Total Managerial Remuneration	NA	NA
	Overall Ceiling as per the Act		

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961. (b) Value of perquisites u/s 17(2) Income-tax Act, 1961.	NIL			
2.	Stock Option				
3.	Sweat Equity				

4.	Commission - as % of profit - Others, specify...
5.	Others, please specify
	Total

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty			NIL		
Punishment					
Compounding					
C. Other Officers in Default					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors of
For **SWETHA ENGINEERING LIMITED**

S.V.Raguramann
Managing Director
DIN-00098566

S.V.Sridhar
Whole-time Director
DIN- 00098576

Place: Chennai
Date: 24/08/2020

Independent Auditors' Report
To the Members of SWETHA ENGINEERING LIMITED

Report on the Financial Statements

We have audited the financial statements of SWETHA ENGINEERING LIMITED, Chennai ('the Company'), which comprises the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss, statement of Cash Flow and statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31,2020, and its profit, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act ,2013.

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

Key Audit Matters

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

Revenue recognition (IND AS 115)

The application of the new standard on recognition of revenue involves significant judgment and estimates made by the management which includes identification of performance obligations contained in contracts, determination of the most

appropriate method. For recognition of revenue relating to the identified performance obligations, assessment of transaction price and allocation of the assessed price to the individual performance obligations.

Audit procedure involved review of the company's IND AS 115 implementation process and key judgments made by management, evaluation of customer contracts in light of IND AS 115 on sample basis and comparison of the same with management's evaluation and assessment of design and operating effectiveness of internal controls relating to revenue recognition.

Based on the procedures performed, it is concluded that management's judgments with respect to recognition and measurement of revenue in light of IND AS 115 is appropriate.

Information Other than the Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and Annexures to the Directors' report (but does not include the financial statements, statements and our auditors' report thereon), of which we obtained the Directors' report and other reports prior to the date of this auditors' report, and the remaining information is expected to be made available to us after that date.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

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 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, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

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. Those Board of Directors are also responsible for overseeing the Company's financial reporting process

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. 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.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

1. As required by Section 143(3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) the Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and the statement changes in equity dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under section 133 of the Act read with Rule 7 of the Companies(Accounts) Rules,2014 .
 - (e) on the basis of written representations received from the directors as on 31st March 2020, and taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2020, 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 our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - (g) With respect to other matters to be included in the Auditor's Report in

accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 25 to the financial statements.
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There have been no delays in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For Suresh & Sridharan
Chartered Accountants
Firm Reg No.004258S**

**V.Suresh
Partner
Membership.No.020580
UDIN: 20020580AAAADH1271**

Place: Chennai
Date:24th August 2020

Annexure A referred to in Independent Auditors' Report- 31 March 2020

(Referred to in our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets were physically verified during the year by the management in accordance with a regular program of verification which, in our opinion provides for physical verification of fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.
- (ii) (a) The inventories except stocks lying with third parties, have been physically verified by the management during the year have been physically verified by the management during the year. For stocks lying with third parties at the year end, written confirmation has been obtained.
- (b) In our opinion and according to the information and explanations given to us, the procedures for physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.
- (c) In our opinion, the Company has maintained proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book stocks were not material and have been properly dealt with in the books of account.
- (iii) According to information and explanation given to us, the Company has not granted any loans secured or unsecured to companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act 2013. Accordingly, the provisions of clause (iii) (a),(b) & (c) of the order are not applicable.
- (iv) In our Opinion and According to information and explanation given to us The company has not given any loans, made investments or given guarantees which are covered by the provisions of Section 185 and 186 of the Act and hence reporting under clause (iv) of the order is not applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public under section 73 and 76 or any other relevant provisions of the Companies Act and the rules framed there under. Therefore, reporting under clause (v) of para of the order is not applicable.
- (vi) The Central Government has not prescribed maintenance of cost records under Section 148(1) of the Companies Act, 2013 read with the Companies (cost records and audit) Rules 2014, for any of the products manufactured / services rendered by the Company.

(vi) According to the information and explanations given to us and on the basis of our examination of the records

- a) the Company, has been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods and Service Tax ,Customs Duty, Excise Duty, Value Added Tax and Cess and any other material statutory dues applicable to it with the appropriate authorities.
- b) There was no undisputed amounts payable in respect of provident fund, Employees state Insurance, Income Tax, Goods and Service Tax, Sales Tax, Service Tax, Excise Duty, Customs Duty, Value added tax and Cess were in arrear as at 31st March 2020 for a period of six months from the date they become due.
- c) According to the information and explanations given to us and the records of the Company, the dues of sales tax / income-tax / customs duty / wealth tax / service tax / excise duty /value added tax/ cess which have not been deposited on account of any dispute are as follows:

Nature of dues	Financial Year	Amount	Forum where dispute is Pending
Property Tax	2019-20	10,81,568.00	Taxation Appeal Committee, Greater Chennai Corporation

- viii) On the basis of verification of records and according to the information and explanations given to us, the company has not defaulted in repayment of loans or borrowings to Financial Institutions, Governments and Banks. The company has not raised any monies against issue of debentures.
- ix) In our opinion and according to the information and explanations given to us, no money was raised by way of initial public offer/ further public offer (including debt instruments) and the term loans availed by the Company have been applied for the purpose for which they were raised.
- x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given to us by the Management, no material fraud by the company or no fraud on the company by its officers or its employees has been noticed or reported during the year.
- xi) In our opinion and according to the information and explanation given to us, the company has paid/ provided managerial remuneration to its Chairman and Directors in accordance with requisite approvals mandated by the provisions of Section 197 read with Schedule V of the Act.
- xii) The company is not a Nidhi company and hence reporting under Clause (xiii) of the Order is not applicable.

- xiii) In our opinion and according to the information and explanation given to us, the company is in compliance with section 177 and 188 of the Companies Act, 2013, where applicable for all transactions with related parties and the details of related parties have been disclosed in the financial statements etc as required by Indian Accounting standards.
- xiv) During the year, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under para 3 clause (xiv) of the Order is not applicable to the company.
- xv) In our opinion and according to the information and explanation given to us, during the year the company has not entered into any non-cash transactions with its directors or persons connected with him and hence provision of Section 192 of the Companies Act, 2013 are not applicable.
- xvi) The company is not required to be registered under section 45-IA of the Reserve bank of India Act,1934.

**For Suresh & Sridharan
Chartered Accountants
Firm Reg No.004258S**

**V.Suresh
Partner
Membership.No.020580
UDIN: 20020580AAAADH1271**

Place: Chennai

Date: 24th August 2020

**Annexure - B to the Independent Auditors' Report-31st March 2020
(Referred to in our report of even date)**

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

We have audited the internal financial controls over financial reporting of **M/S.SWETHA ENGINEERING LIMITED** ("the Company") as of 31 March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors Of the company and (3) provide reasonable assurances 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 controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future Periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Suresh & Sridharan
Chartered Accountants
Firm Reg No.004258S**

**V.Suresh
Partner
Membership.No.020580
UDIN: 20020580AAAADH1271**

Place: Chennai

Date: 24th August 2020

SWETHA ENGINEERING LIMITED
Balance Sheet as on 31.03.2020

Particulars		Note No.	Mar 31,2020	Mar 31,2019
I	ASSETS			
	Non-current assets			
1	(a) Fixed assets	2		
	0 (i) Tangible assets		19251009.00	21654386.00
	(ii) Intangible assets		0.00	0.00
	(iii) Capital Work in Progress		1770000.00	1770000.00
	(iv) Intangible assets under development		0.00	0.00
	(b) Non-current investments		0.00	0.00
	(c) Deferred tax assets (net)	3	4170314.00	4660338.00
	(d) Long -term loans and advances		0.00	0.00
	(e) Other non-current assets		0.00	0.00
2	Current assets			
	(a) Current investments		0.00	0.00
	(b) Inventories	4	46740240.00	12209785.00
	(c) Trade receivables	5	58787497.00	52464152.00
	(d) Cash and Cash Equivalents	6	10051473.00	2447507.00
	(e) Short Term Loans and Advances	7	15694973.00	15879800.00
	(f) Other Current Assets	8	301968.00	133049.00
	TOTAL		156767474.00	111219017.00
II	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	9	37493000.00	37493000.00
	(b) Reserves and surplus	10	18431222.00	15821207.00
	(c) Money received against share warrants		0.00	0.00
2	Share application money pending allotment			
3	Non -current liabilities			
	(a) Long-term borrowings	11	12403212.00	8564065.00
	(b) Deferred tax liabilities (Net)		0.00	0.00
	(c) Other Long term liabilities		0.00	0.00
	(d) Long-term provisions	12	5424418.00	4826110.00
4	Current liabilities			
	(a) Short-term borrowings	13	26447612.00	35523189.00
	(b) Trade payables	14	18973332.00	2849004.00
	(c) Other current liabilities	15	37427414.00	6142442.00
	(d) Short-term provisions	16	167264.00	0.00
	TOTAL		156767474.00	111219017.00

Significant accounting policies
See accompanying notes to the financial statements

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S.V.RAGURAMAN
Chairman & Managing Director

S.V.SRIDHAR
Director-Commercial

S.NIRANJANKUMAR
Director-Technical

As per our report annexed
For Suresh & Sridharan
Chartered Accountants

FIRM REG NO.004258S

V.SURESH
Partner

Membership No.020580
UDIN: 20020580AAAADH1271

Place:Chennai
Date:24/08/2020

SWETHA ENGINEERING LIMITED
Profit and loss statement for the year ended 31.03.2020

Particulars		Refer Note No.	March 31,2020	March 31,2019
I.	Revenue from Operations	17	153445009.00	70716127.00
II.	Other income	18	519315.00	1660371.00
III.	Total Revenue (I + II)		153964324.00	72376498.00
IV.	Expenses:			
	Cost of materials consumed	19	82253756.00	9880953.00
	Purchases of Stock-in-Trade		0.00	0.00
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	-32525592.00	3597920.00
	Employee benefits expenses	21	28407294.00	23639954.00
	Finance costs	22	5653347.00	6544464.00
	Depreciation and amortization expense	2	4497394.00	3463962.00
	Other expenses	23	62776523.00	23239990.00
	Total expenses		151062722.00	70367243.00
V.	Profit before exceptional items and tax (III-IV)		2901602.00	2009255.00
VI.	Exceptional items-Prior Period Items		365701.00	0.00
VII.	Profit before tax (V- VI)		3267303.00	2009255.00
VIII	Tax expense:			
	(1) Current Tax		(167264.00)	0.00
	(2) Deferred Tax		(490024.00)	0.00
IX	Profit/(Loss) for the period from Continuing Operations (VII-VIII)		2610015.00	2009255.00
X	Profit/(loss) from discontinuing operations		0.00	0.00
XI	Tax expense of discontinuing operations		0.00	0.00
XII	Profit/(loss) from Discontinuing operations (after tax) (X-XI)		0.00	0.00
XIII	Profit (Loss) for the period (IX + XII)		2610015.00	2009255.00
XIV	Earnings per equity share:		0.70	0.54

Significant accounting policies
See accompanying notes to the financial statements

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S.V.RAGURAMAN S.V.SRIDHAR S.NIRANJANKUMAR
Chairman & Managing Director Director-Commercial Director-Technical

As per our report annexed
For Suresh & Sridharan
Chartered Accountants

V.SURESH
Partner
Membership No.020580
UDIN: 20020580AAAAADH1271

Place:Chennai
Date:24/08/2020

SWETHA ENGINEERING LIMITED
Cash Flow Statement for the year ended 31 March 2020

Particulars	Year ended 31st March 2020	Year ended 31st March 2019
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax	3267303.00	2009255.00
ADJUSTMENTS FOR		
ADD: Depreciation and Asset Adjustment	4770561.00	3463962.00
Interest Paid	5653347.00	6544464.00
LESS :Interest Received	-471696.00	(256612.00)
Profit on Sale of Fixed Asset	0.00	(1126554.00)
Operating Profit before Working Capital Changes	13219515.00	10634515.00
Increase/(Decrease) in Trade and Other Receivables	-6323345.00	(2223209.00)
Increase/(Decrease) in Inventories	-34530455.00	6978503.00
Increase/(Decrease) in Loans and Advances	15908.00	683017.00
Increase/(Decrease) in Trade Payables and Other Liabilities	-27618377.00	14706792.00
	48174872.00	-10336607.00
Cash generated from Operation	20556495.00	4370185.00
Direct Taxes	-167264.00	0.00
Net Cash from operating Activities	20389231.00	4370185.00
B.CASH FLOW FROM INVESTING ACTIVITIES:		
On account purchase of fixed assets(Net)	-2367184.00	(568522.00)
Sale of Fixed Assets	0.00	4991983.00
Interest Received	471696.00	256612.00
Net Cash used in Investing Activities	(1895488.00)	4680073.00
C.CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from Borrowings	-5236430.00	(6047995.00)
Interest Paid	-5653347.00	(6544464.00)
Increase in Share Capital	0.00	0.00
Net Cash used in Financing Activities	(10889777.00)	(12592459.00)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	7603966.00	(3542201.00)
OPENING BALANCE OF CASH & CASH EQUIVALENTS	2447507.00	5989708.00
CLOSING BALANCE OF CASH & CASH EQUIVALENTS	10051473.00	2447507.00

S.V.RAGURAMAN S.V.SRIDHAR S.NIRANJANKUMAR
Chairman & Managing Director Director-Commercial Director-Technical

As per our report annexed
For Suresh & Sridharan

(V.SURESH)
Partner

Membership No.020580
UDIN: 20020580AAAADH1271

Place:Chennai
Date:24/08/2020

SWETHA ENGINEERING LIMITED

SIGNIFICANT ACCOUNTING POLICIES

1. Corporate Information

Swetha Engineering Limited (“the Company”) is a public company incorporated and domiciled in India. The registered office is located at No.123-131, Tass Industrial Estate, Mahatma Gandhi road, Ambattur, Chennai-600098

The Company is engaged in the business of manufacture and service (Erection, Installation and Commissioning, Repair, Reconditioning and Maintenance) of engineering equipments (Capital Goods, Accessories and Ancillaries) to Pulp and Paper Industries, Cement Industries and other similar such industries.

2. Significant Accounting Policies

a) Basis of Preparation:

i) Statement of Compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (hereinafter referred to as Ind AS) as notified by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 (the Act) read with of the Companies (Indian Accounting Standards) Rules 2015] as amended and other relevant provisions of the Act.

These accounting policies are applied consistently to all periods presented in the financial statements.

These financial statements for the year ended 31st March, 2020, comprising of Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flows, are the first financials with comparatives, prepared under Ind AS.

ii) Historical cost of Convention:

The financial statements are prepared under the historical cost convention on accrual basis of accounting, in accordance with the generally accepted accounting principles of India and to comply with the Accounting Standards prescribed in the Companies (Accounting Standard) Rules 2015 and other relevant provisions of the Act used for its statutory reporting requirement in India.

iii) Current /Non-Current Classification:

All assets and liabilities have been classified as current or non-current, wherever applicable as per the operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

b) Use of Estimates

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements, disclosures relating to contingent liabilities as at the date of Financial Statements and the reported amounts of revenues and expenses during the reporting Year. Estimates and underlying assumptions are reviewed on an ongoing basis. Such Estimates & assumptions are based on management evaluation of relevant facts & circumstances as on date of financial statements. Differences between actual results and estimates are recognized in the year in which the results are known /materialized.

c) Revenue Recognition

Sale of Product:

Revenue is recognized net of returns and discounts when control of risk and ownership over the goods is transferred to customer which is mainly upon delivery of goods as per the terms of contracts with customers. Revenue is measured at the value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of net of returns, trade allowances, rebates, discounts, value added taxes and amounts collected on behalf of third parties.

Sale from Services:

Revenue from erection, installation, commissioning, manpower supply, repair and maintenance services is recognized based on the contract with customers and when the services are rendered by measuring progress towards satisfaction of performance of obligation of such services.

Interest Income:

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Export Incentive: Incentive on Export Income is recognized when certainty of receipts is established.

d) Property, Plant and Equipment

Freehold land is carried at historical cost. All other items of Property, plant & equipment are stated at cost of acquisition less accumulated depreciation/ amortization and impairment, if any. Cost includes purchase price, taxes and duties, labour cost and directly attributable overheads incurred upto the date of asset is ready for intended use. Project under commissioning and other capital work-in-progress are carried at cost, comprising direct cost, related incidental pre-operative expenses, and attributed interest. However, cost excludes Goods and Service tax to the extent credit of the duty or tax is availed of. All other repairs and maintenance are charges to profit or loss during the reporting period in which they are incurred.

Gains and losses on disposals are determined by comparing with carrying amount. These are included in profit or loss with other gains/(losses).

e) Depreciation and amortization

(i) Depreciation on tangible fixed assets is charged over the estimated useful life on Written Down Value Method, in accordance with Part A of Schedule II to the Companies Act 2013.

(ii) The estimated useful life of the asset followed by the company is given below

Description	Years
a) Factory building and Other Buildings	30
b) Furniture Fixtures	10
c) Electrical Installations and Equipments	10
d) Vehicles	8
e) Plant and Machinery	15

(iii) Residual Value and useful life are reviewed and adjusted, if appropriate for each reporting period.

(iv) Depreciation in respect of tangible assets costing less than Rs.5,000/- is provided at 100%.

f) Translation of foreign currency

Transactions in foreign currencies are recorded at exchange rates prevailing on the date of transaction.

- (i) Foreign currency monetary assets and liabilities such as cash, receivables and payables etc are translated at year end exchange rates.
- (ii) Exchange differences arising on settlement of transactions and translation of monetary items are recognised as Income and expense in the year in which they arise.

Foreign currency assets and liabilities at the year-end are realigned at the exchange rate prevailing at the year end and difference on realignment is recognised in the Profit & Loss account.

g) Basis of valuation of Inventories

Materials, stores and spares and consumables are valued at cost or market value whichever is less by reflecting the fairest possible appropriation to the cost incurred in bringing the items of inventory to their present location and condition.

Cost of finished goods and work in progress comprise of Direct materials, Direct labour and manufacturing overheads and appropriate proportion of variable and fixed overhead expenditure, which is being allocated on the basis of normal capacity.

h) GST:

GST payable on finished goods is accounted for on clearance of goods. Input Tax Credit on Capital Goods, inputs and Services is accounted in accordance with the input tax credit rules as defined under the GST Act.

i) Employee Benefits

(a) Short term obligations:

All employee benefits (Salaries and Wages including non-monetary benefits) that are expected to be settled within 12 months after the end of the period in which the employees render the related services are recognised upto the end of reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are present current employee benefit obligation in the balance sheet.

(b) Post-employment Obligations

The Company operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund & employees' state insurance.

• Gratuity obligations:

For defined benefit plans, in the form of gratuity fund administered under a scheme of Life Insurance Corporation of India, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. The defined benefit obligations recognized in the Balance Sheet represents the present value of the defined obligations as reduced by the fair value of plan assets, if applicable. Re-measurement, comprising actuarial gains and losses and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in other comprehensive income in the period in which they occur and are not re-classified to the Statement of Profit and Loss in the subsequent periods. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability (asset) are recognized in the Statement of Profit and Loss.

- **Defined Contribution Plans:**

Defined Contribution Plans such as Provident Fund and Employees' State Insurance are charged to the Statement of Profit and Loss as incurred. The Company has no further payment obligations once the contributions have been paid.

j) Taxes on Income

Income tax expense represents the sum of the tax currently payable and deferred tax. Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively

Income Tax

Current tax is measured at the amount expected to be paid to or recovered from the taxation authorities based on the taxable profit for the year. Taxable profit differs from "Profit before tax" as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961. The tax rates and tax laws used to compute the current tax amount are those that are enacted by the reporting date and applicable for the period.

Deferred Tax

In compliance with Accounting Standard – 22 issued by the Institute of Chartered Accountants of India, The deferred tax charge or credit and the corresponding deferred tax liabilities and assets are recognized using the tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax liability on account temporary difference attributable to recognised in the books for the year 2019-2020 is given below

Particulars	Opening Balance	Charge/(Credit)	Closing Balance
a) Depreciation	13,28,313.00	4,90,024.00	8,38,289.00

k) Provisions and Contingent Liabilities

A provision is recognized when the Company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding long term benefits) are not discounted to its present value and are determined based on best estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized but are disclosed in the notes to the Financial Statements.

l) Earnings per share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period.

m) Bad Debts / Advances:

Bad debts or advances are written off in the year in which they become irrecoverable.

n) Related Party Disclosures

- S.V.Raguraman- Chairman and Managing Director
- S.V.Sridhar- Director- Commercial
- S.Niranjankumar- Director-Technical

i) Relatives of Key Management Personnel

- Gowtham Sridhar (Relative of S.V.Raguraman and S.V. Sridhar) - Retainer Services
- Nethra Raguraman (Relative of S.V.Raguraman and S.V. Sridhar) - Chief Executive- Technical
- S.V.Muralidharan Relative of S.V.Raguraman and S.V. Sridhar) – Chief Project and Factory in Charge

ii) Transaction with related parties for the year ended 31st March 2020

Particulars	Name of the Related Party	For the year ended 31 st March 2020	For the year ended 31 st March 2019
Salary	Nethra Raguraman	11,15,000.00	5,85,000.00
Service Charges	S.V.Muralidharan	6,32,250.00	5,04,350.00
Retainer Fees	Gowtham Sridhar	8,02,500.00	5,05,000.00

iii) Balance with related parties as at 31st March 2020

Particulars	Name of the Related Party	For the year ended 31 st March 2020	For the year ended 31 st March 2019
Remuneration Payable	S.V.Raguraman	-----	1,92,000.00
	S.V.Sridhar	-----	1,24,533.00
Salary	Nethra Raguraman	-----	42,344.00

o) Cash Flow Statement

The Cash Flow Statement is prepared by the “indirect method” set out in Indian Accounting Standard 7 (Ind AS 7) on “Statement of Cash Flows” and presents the cash flows by operating, investing and financing activities of the Company. Cash and cash equivalents presented in the Cash Flow Statements consist of cash on hand and balances with bank.

SWETHA ENGINEERING LIMITED

Note:2 Fixed Assets

S.No.	ITEM	Gross Block as on 01.04.19	Additions	Deletions	Total	DEPRECIATION				Net Block as on 31.03.2020	Net Block as on 31.03.2019
						Upto 31.03.19	ADJ.	for 2019-2020	upto 31.03.2020		
1	Land	5764132.00	0.00	0.00	5764132.00	0.00	0.00	0.00	0.00	5764132.00	5764132.00
2	Building -Factory	21265431.00	0.00	0.00	21265431.00	17244517.00	0.00	600270.00	17844787.00	3420644.00	4020914.00
3	House Property	3360210.00	0.00	0.00	3360210.00	2037993.00	0.00	183931.00	2221924.00	1138286.00	1322217.00
4	Computer	4470708.00	321001.00	0.00	4791709.00	4465916.00	0.00	153894.00	4619810.00	171899.00	4792.00
5	Crane and Lifting Equipments	2669697.00	0.00	0.00	2669697.00	2015804.00	0.00	484594.00	2500398.00	169299.00	653893.00
6	Electrical Equipments	6004805.00	321983.00	0.00	6326788.00	5033846.00	10186.00	214691.00	5258723.00	1068065.00	970959.00
7	Furnitures & Fixtures	2959449.00	1078000.00	0.00	4037449.00	2370337.00	166.00	279483.00	2649986.00	1387463.00	589112.00
8	Office Equipments	2665888.00	0.00	0.00	2665888.00	2393731.00	0.00	173217.00	2566948.00	98940.00	272157.00
9	Plant & machinery	64521360.00	646200.00	0.00	65167560.00	56688509.00	39456.00	2407314.00	59135279.00	6032281.00	7832851.00
10	Vehicles	6001481.00	0.00	0.00	6001481.00	5778122.00	223359.00	0.00	6001481.00	0.00	223359.00
	TOTAL	119683161.00	2367184.00	0.00	122050345.00	98028775.00	273167.00	4497394.00	102799336.00	19251009.00	21654386.00

Capital Work in Progress	0.00	1770000.00	0.00	1770000.00	0.00	0.00	0.00	0.00	0.00	1770000.00	0.00
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Previous Year	128372913.00	568522.00	0.00	119683161.00	99957658.00	0.00	539285.00	3463962.00	98028775.00	21654386.00
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Note:3 Deferred Tax Asset	March 31,2020	March 31, 2019
Depreciation	838289.00	1328313.00
Unabsorbed Business Loss	3332025.00	3332025.00
Total	4170314.00	4660338.00

Note:4 Inventories	March 31,2020	March 31, 2019
Raw Materials	3164990.00	1160127.00
Work in Progress	43575250.00	11049658.00
Total	46740240.00	12209785.00

Note :5 Trade Receivables	March 31,2020	March 31, 2019
Unsecured and Considered good		
Outstanding for a period upto six months from the date they are due	26299690.00	12129286.00
Others	32487807.00	40334866.00
Total	58787497.00	52464152.00

Note:6 Cash and Bank Balances	March 31,2020	March 31, 2019
Cash and Cash equivalents		
(i) Bank Balance in		
- Current Account	3420403.00	681666.00
(ii) Cash on Hand	229260.00	95841.00
(iii) Other Bank Balances		
Bank Deposits (held as Margin money for Bank Guarantees)	6401810.00	1670000.00
Total	10051473.00	2447507.00

Note:7 Short Term Loan and Advances	March 31,2020	March 31, 2019
<i>Unsecured and Considered Good</i>		
Balance with Government Authorities	8685235.00	8350370.00
Advance to Suppliers	334923.00	2905040.00
Long Term Staff Advances	3586330.00	2870830.00
Employee Advances and Others	2272453.00	985857.00
Deposits	816032.00	767703.00
Total	15694973.00	15879800.00

NOTE: 8 OTHER CURRENT ASSESTS	March 31,2020	March 31, 2018
<i>Unsecured and Considered Good</i>		
Interest Accrued on Deopsits but not due	301968.00	85001.00
Total	301968.00	85001.00

Note no. 9 Share Capital	March 31, 2020	March 31,2019
<u>Authorised Share Capital</u>		
50,00,000 (Previous Year 50,00,000) equity shares of Re.10 Each	50000000.00	50000000.00
2,00,000 (Previous Year 2,00,000) 13% Cumulative Convertible Preference shares of Rs. 100 Each	20000000.00	20000000.00
<u>Issued Share Capital</u>		
39,20,100 Equity shares of Rs.10 Each	39201000.00	39201000.00
<u>Subscribed and Fully Paid up</u>		
37,49,300 (Previous Year 37,49,300) equity shares of Rs.10 each	37493000.00	37493000.00
Total issued,subscribed and paid up share capital	37493000.00	37493000.00

(a) Reconciliation of Shares Outstanding at the Beginning and at the end of the reporting year

Equity Shares	March 31, 2020		March 31, 2019	
	No.of Shares	in Rs.	No.of Shares	in Rs.
At the Beginning of the year	3749300	37493000.00	3749300	37493000.00
Outstanding at the end of the year	3749300	37493000.00	3749300	37493000.00

(b) Rights/Preferences attached to equity shares

The company has only one class of equity shares of Rs.10 each.Each holder is eligible for one vote per share held.In the event of liquidation, the Equity Shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their shareholding.

© Details of Shareholding more than 5% of the aggregate shares in the company

Particulars	March 31, 2020		March 31, 2019	
	Numbers	% holding in the Class	Numbers	% holding in the Class
1) S.V.Raghuraman	727408	19.40	727408	19.40
2) S.V.Sridhar	341095	9.10	341095	9.10
3) Pinakin Chimanlal Shah	443000	11.82	443000	11.82
4)Celltech Consultancy and Marketing Pvt ltd	280600	7.48	280600	7.48

Note:10 Reserves and Surplus	March 31,2020	March 31, 2019
Securities Premium account		
Balance as per the last financial Statements	21190827.00	21190827.00
Capital Reserve		
Forfeited Shares	174000.00	174000.00
Statement of Profit and Loss		
As per last balance sheet	(5543620.00)	(7552875.00)
Add:Profit for the year	2610015.00	2009255.00
Closing Balance	(2933605.00)	-(5543620.00)
TOTAL	18431222.00	15821207.00

Note:11 Long Term Borrowings	March 31,2020	March 31, 2019
Secured Loans		
Term Loans		
-From Banks	12403212.00	8564065.00
Total	12403212.00	8564065.00

a) Working Capital Term Loan from Repco Bank, Corproate Branch Balance as on 31.03.2020 is Rs.14,677.00 is repayable in 60 equated monthly instalments carrying interest rate 11.75% with repayment commencing from February 2017.The Loan was repaid on 8th May 2020.

b)Working Capital Term Loan from Repco Bank, Corproate Branch Balance as on 31.03.2020 is Rs.26,39,107.00 is repayable in 60 equated monthly instalments carrying interest rate 11.75% with repayment commencing from January 2019.

c) Working Capital Term Loan from Repco Bank, Corproate Branch Balance as on 31.03.2020 is Rs.97,49,428.00 is repayable in 60 equated monthly instalments carrying interest rate 11.75% with repayment commencing from February 2020

d) There was no default in Repayment of Loan and Interest

Note 12:Long Term Provisions	March 31,2020	March 31, 2019
Provisions for employee Benefits-Gratuity	5424418.00	4826110.00

Note 13: Short Term Borrowings	March 31,2020	March 31, 2019
Secured:		
Overdraft Facility from Bank	26447612.00	35523189.00
Total	26447612.00	35523189.00

Secured Overdraft from Repco Bank, Corproate Branch of Rs.2,64,47,612.00 is secured by way of Conitnuity' Mortgage on the Title Deeds of the company properties located in Chennai (Ambattur,AmbatturEstate and Korattur) and hypothecation of Stock,Machineries and Receivables.

Note 14: Trade Payables	March 31,2020	March 31, 2019
Trade Payables		
a. Total outstanding dues of micro and small enterprises	508831.00	183861.00
b.Total outstanding dues of other than (a) above	18464501.00	2665143.00
Total	18973332.00	2849004.00

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information received by the management. The entire closing balance represents the principal amount payable to these enterprises.There are no interests due or outstanding on the same.

Note 15:Other Current Liabilities	March 31,2020	March 31, 2019
Advance from Customers	34730000.00	3850000.00
Other Short Term Liabilities	2018420.00	1362123.00
Outsatnding Liabilities	678994.00	930319.00
Total	37427414.00	6142442.00

Note 16:Short Term Provisions	March 31,2020	March 31, 2019
Provisions for Taxation	167264.00	0.00

Note:17 Revenue from Operations	March 31,2020	March 31, 2019
Sale of Products	124971108.00	27048582.00
Sale of Services	28473901.00	43667545.00
Total	153445009.00	70716127.00

Note:18 Other Income	March 31,2020	March 31, 2019
Discount Received	23173.00	0.00
Duty Drawback Received	2518.00	237937.00
Exchange Gain	0.00	20153.00
Interest Income on Electricity Deposit	21928.00	19115.00
on Deposits	443041.00	233929.00
on income tax	28655.00	22683.00
Profit on sale of Assets	0.00	1126554.00
Total	519315.00	1660371.00

Note:19 Cost of Raw Materials Consumed	March 31,2020	March 31, 2019
Opening Stock	1160127.00	4540710.00
Add: Purchases during the year	84258619.00	6500370.00
	85418746.00	11041080.00
Less: Closing Stock	(3164990.00)	(1160127.00)
Net Amount	82253756.00	9880953.00

Note no:20 Changes in Inventory of WIP,Stock in Trade etc	March 31,2020	March 31, 2019
Work in Progress Opening WIP	11049658.00	14647578.00
Less: Closing WIP	(43575250.00)	(11049658.00)
Net Amount	-32525592.00	3597920.00

Note:21 Employee Benefit Expenses	March 31,2020	March 31, 2019
Salaries and Incentives	22370347.00	17945745.00
Contribution to Approved fund	2204273.00	1625456.00
Staff Welfare Expenses	3832674.00	4068753.00
Total Amount	28407294.00	23639954.00

Salaries includes remuneration paid/payable to directors of Rs.64,90,000/- (Previous year Rs.62,40,000/-)

Note:22 Finance Costs	March 31,2020	March 31, 2019
Interest on Secured Overdraft	4665535.00	4832844.00
Interest on Term Loan	981482.00	1711620.00
Interest to Others	6330.00	0.00
Total Amount	5653347.00	6544464.00

Note:23 Other Expenses	March 31,2020	March 31, 2019
Payment to Auditor		
(a) as Auditor	60000.00	60000.00
(b) for Taxation Matters	30000.00	30000.00
© for other Services	8000.00	8000.00
(d) for Reimbursement of Expenses	10000.00	10000.00
Packing Materials	57000.00	31020.00
Power and Fuel Charges	1935886.00	1438592.00
Manufacturing and Operating Expenses	28269463.00	12427780.00
Maintenance Charges	2652267.00	810087.00
Overhead Charges	201583.00	76175.00
Transportation Charges	2230044.00	672415.00
Exchange gain/loss	325052.00	0.00
Rates and Taxes	858418.00	359260.00
Legal Charges	140000.00	0.00
Sitting fees	14000.00	12000.00
Filing Fees	25550.00	32950.00
Adjustment of Assets	273167.00	0.00
Bad Debts	14301998.00	278952.00
Bank Charges	983605.00	261698.00
Business promotion expenses	1139908.00	442145.00
Conveyance and Travelling expenses	1659114.00	1332771.00
Deposits/Advance Written Off	519335.00	0.00
Insurance	145005.00	175670.00
Postage and Telephone expenses	132811.00	155263.00
Printing and Stationery	149692.00	55098.00
Professional Charges	898180.00	505000.00
Service Charges	3584076.00	2528049.00
Miscellaneous Expenses	2172369.00	1537065.00
Total	62776523.00	23239990.00

Note: 24 Earnings per Share	March 31,2020	March 31, 2019
Net Profit for the year	2610015.00	2009255.00
Weighted Average no. of equity shares	3749300	3749300
Basic EPS	0.70	0.54
Diluted EPS	0.00	0.00
Face Value per Share	10.00	10.00

Note: 25.Contingent Liabilities not provided for	March 31,2020	March 31, 2019
Advance and Performance bank Guarantees(bank)	9775000.00	3107417.00
Disputed Ambattur Municipality tax	1081568.00	1500368.00

S.V.RAGURAMAN S.V.SRIDHAR S.NIRANJANKUMAR
Chairman & Managing Director Director-Commercial Director-Technical

As per our report annexed
For Suresh & Sridharan
Chartered Accountants

V.SURESH
Partner
Membership No.020580

Place:Chennai
Date:24/08/2020