

DIRECTORS' REPORT

To,
The Members of
Autade Spinners Private Limited

Your Directors are pleased to present the Company's 9th Annual Report on the business and operation of the Company together with the Audited Statements of Accounts of the Company for the year ended on 31st March, 2021.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY (STANDALONE):-

During the year under review, performance of your company as under:

(Amount in Rupees)

Particulars	2020-2021	2019-2020
Revenue from operations (net) and other income	68,19,93,185	70,13,25,070
Less: Expenses	71,69,22,591	76,50,88,562
Profit/(loss) before tax	(3,49,29,406)	(6,37,63,492)
Less: Current Tax	0	0
Less: Deferred Tax	(16,64,143)	(30,69,105)
Profit/(loss) after tax	(3,32,65,263)	(6,06,94,387)

2. DIVIDEND

Due to losses, the directors are not recommending any Dividend for the current financial year.

3. TRANSFER TO RESERVES

Your directors do not propose to transfer funds to General Reserve.

4. 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 declared and paid last year.

5. THE STATE OF THE COMPANY'S AFFAIRS AND REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS:

Your Directors are optimistic about company's business and hopeful of better performance with increased revenue in next year. There was no change in the nature of business of company.

6. 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

There have been no material changes.

7. PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:-

The Company has not carried any activities relating to the conservation of energy. The Company has not acquired any technologies during the year under review.

8. FOREIGN EXCHANGE EARNINGS / OUTGO:-

As the Company has not carried out any activities relating to the export and import during the financial year. There is no foreign exchange expenses and foreign income during the financial year.

9. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company during the year under review.

10. PUBLIC DEPOSITS

The Company has not accepted any deposits from the public and accordingly no amount was outstanding as on the date of the Balance Sheet.

11. EXTRACT OF THE ANNUAL RETURN AND DETAILS OF WEBSITE OF THE COMPANY

As required under Section 92(3) read with Section 134(3) (a) of the Companies Act, 2013, an extract of the Annual Return in Form No. MGT 9, as at the financial year ended 31st March 2021, is given in Annexure A, which forms part of this Board Report.

Copy of the extract annual return available on the company website i.e <https://www.autadegroup.com> as required under Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013.

12. NUMBER OF MEETINGS OF THE BOARD

The Board met Seven times in financial year 2020-2021 i.e. 01/05/2020, 20/05/2020, 26/05/2020, 02/09/2020, 02/11/2020, 04/12/2020, 27/03/2021 and intervening gap between any two board meetings was within the period prescribed under the Companies Act, 2013.

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

Loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review provided in the financial statements.

14. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards. All the transactions were entered into during the year on an arm's length basis and in the ordinary course of business.

Further all the necessary details of transaction entered with the related parties are attached herewith in form no. AOC-2 (Annexure B) for your perusal and information.

15. (A) EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS

There are no qualifications, reservations or adverse remarks made by the Auditors in their report.

(B) EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY PRACTICING COMPANY SECRETARY IN THEIR REPORTS.

The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

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

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company.

17. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its responsibility Statement:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

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

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

(d) the directors had prepared the annual accounts on a going concern basis;

(e) the company being unlisted, sub clause (e) of section 134(5) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the company; and

(f) 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.

18. DIRECTORS AND KEY MANAGERIAL PERSONNEL

(a) Appointment of Additional Director / Director:

The Company has not appointed any directors during the year.

(b) Appointment of Key Managerial Personnel:

The provisions of Section 203 for appointment of Key Managerial Personnel do not apply to the company.

(c) Resignation of Director:

There was no director resignation during the year.

19. DECLARATION OF INDEPENDENT DIRECTORS

The provisions of Section 149 for appointment of Independent Directors do not apply to the company.

20. ADEQUACY OF INTERNAL FINANCIAL CONTROLS: WITH REFERENCE TO FINANCIAL

STATEMENTS

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

During the year under review, such controls were tested and no reportable material weakness in the design or operation was observed.

21. AUDITORS AND AUDITORS' REPORT

Statutory Auditors

At the Annual General Meeting held on 30th September 2019, M/s P. C. Patil & Associates, Chartered Accountants, were re-appointed as Statutory Auditors of the company to hold office till the conclusion of the Annual General meeting to be held for the financial year 2023-2024.

The observations of the Auditors and the relevant notes to the financial statement are self-explanatory and therefore do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

Further, during the year, in the course of the performance of their duties as Auditor, no fraud was reported by them for which they have reason to believe that an offence involving fraud has been committed against the Company by officers or employees of the Company.

Cost Audit

The Company's activity is covered under the sr. no. 29 of table B of rule 3 of the Companies (Cost records and Audit) Rules 2014. However, the overall annual turnover of the company from all its products and services was not equal to rupees one hundred crore or more during the financial year 2019-20. Hence, applicability of appointment of Cost Auditor was not applicable to the Company for the financial year 2020-21.

The Company's turnover also not crossed the specified limit of Rs. 100 Crore during the year 2020-21. Hence applicability of cost audit also not applicable for the FY 2021-22.

Secretarial Audit

In terms of section 204 of the Act and rules made there under, Secretarial Audit is not applicable to the Company.

Internal Audit

In terms of section 138 of the Act and rules made there under, Internal Audit is not applicable to the Company.

22. 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

During the year under review, no incidence of any fraud has occurred in the Company. The Board of the Company had not received any report involving any fraud, from the Statutory Auditors of the Company. As such, there is nothing to report by the Board, as required under Section 134 (3) (ca) of the Companies Act, 2013.

23. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

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

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

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

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

26. CHANGES IN SHARE CAPITAL:

During the year under review, the company has undertaken following transactions:

Increase in paid up Share Capital	Buy back of Securities	Sweat Equity	Bonus Shares	ESOP
NIL	NIL	NIL	NIL	NIL

27. EMPLOYEE RELATIONS

Employee relations throughout the Company were harmonious. The Board wishes to place on record its sincere appreciation of the devoted efforts of all employees in advancing the Company's vision and strategy to deliver good performance.

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

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

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

The Company is an equal opportunity employer and believes in providing opportunity and key positions to women professionals. The company has endeavored to encourage women professionals by creating proper policies to tackle issues relating to safe and proper working conditions, and create and maintain a healthy and conducive work environment that is free from discrimination This includes discrimination on any basis, including gender, as well as any form of sexual harassment.

Your Directors have to report that, during the year under review, no complaints received during the year. The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

30. DISCLOSURE, AS TO WHETHER MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013, IS REQUIRED BY THE COMPANY AND ACCORDINGLY SUCH ACCOUNTS AND RECORDS ARE MADE AND MAINTAINED.

As per the audited financial statement of the Company for the year ended on 31st March, 2019, the revenue from the specified services as mentioned in the Sr. no. 29 of table B of rule 3 of the Companies (Cost records and Audit) Rules 2014 read with section 148(1) of the Companies Act, 2013, has exceeded Rs. Thirty Five Crore. Hence applicability of maintenance of cost records as per the provision of the Companies Act is applicable to the Company from the Financial Year 2019-20.

The prescribed accounts and records has been made and maintained by the Company during the financial year 2020-21.

31. DISCLOSURE OF MONIES ACCEPTED FROM DIRECTORS OR THEIR RELATIVES

The Company has accepted unsecured loans from the Directors/relatives of the directors in the following manner, after obtaining declarations as required under rule 2(1)(c)(viii) of the Companies (Acceptance of Deposits) Second Amendment Rules, 2015-

Sr. No.	Name of Director	Amount outstanding as on 31.03.2021	Amount outstanding as on 31.03.2020
1	Mr. Samadhan Mahadeo Autade	10,66,32,415	12,73,52,415
2	Mr. Sanjay Mahadeo Autade	3,65,79,216	3,65,79,216
3	Mrs. Sukeshani Autade	5,00,000	5,00,000

32. ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

By order of the Board of Directors
For Autade Spinners Private Limited



Anjali Autade
Director
DIN: 03503649



Kurmadas Chatake
Director
DIN: 03396226

Place: Pune
Date: 02/11/2021

ANNEXURE- AForm No. MGT-9
EXTRACT OF ANNUAL RETURNas on the financial year ended on 31st March, 2021

Pursuant to section 92 of the Act and Rule 12(1) of the Companies (Management and Administration) Rules, 2014.

I. Registration Details

1.	CIN	U17290PN2012PTC144520
2.	Registration Date	28/08/2012
3.	Name of the Company	AUTADE SPINNERS PRIVATE LIMITED
4.	Category / Sub-Category of the Company	Company limited by shares
5.	Address of the Registered office and contact details	Plot no.17, CTS no.1620, Giriraj Co-operative Housing Society, Pune-411007. Email: secretarial@autadegroup.com Contact: 9970002439
6.	Whether listed company Yes / No	No
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	NA

II. Principal Business Activities of the Company

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

Sr. No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Natural textile fibers prepared for spinning	99611311	100%

III. Particulars of Holding, Subsidiary And Associate Companies

Sr. No	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Share held	Applicable section
NA	NA	NA	NA	NA	NA

IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i. Category wise Share Holding

Category of Shareholder	No. of Equity Shares held at the beginning of the year				No. of Equity Shares held at the end of the year				% Change during the year
	Dem at	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	--	1725000	1725000	100%		1725000	1725000	100%	
b) Central Govt	--	--	--	--	--	--	--	--	--
c) State Govt (s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	--	--	--	--	--	--	--	--	--
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any Other....	--	--	--	--	--	--	--	--	--
Sub-total (A) (1):-	--	1725000	1725000	100%		1725000	1725000	100%	

ii. Equity Share Holding of Promoter

Sr. No	Name of the Shareholder	Shareholding at the beginning of the year			No. of Shares held at the end of the year			% Change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Mr. Samadhan Autade	1725000	1725000	--	1725000	1725000	--	--
2	Mr. Sanjay Autade	1725000	1725000	--	1725000	1725000	--	--

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

Sr. 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
	At the beginning of the year	1725000	100%	1725000	100%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/ sweat equity etc);	--		--	--
	At the End of the year.	1725000	100%	1725000	100%

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

Sr. 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
	For Each of the Top 10 Shareholders	--	--	--	--
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	--	--	--	--
	At the End of the year (or on the date of separation, if separated during the year)	--	--	--	--

v. Shareholding of Directors and Key Managerial Personnel:

Sr. 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
01	Kurmadas Audumbar Chatake				
	At the beginning of the year	0	0		
	Date wise Increase / Decrease in Share-holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	0	0		

Sr. 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
02	Anjali Samadhan Autade				
	At the beginning of the year	0	0		
	Date wise Increase / Decrease in Share-holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	0	0		

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				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	38,82,81,920	16,44,31,631	0	55,27,13,551
Change in Indebtedness during the financial year				
• Addition				
• Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	39,19,95,753	14,37,11,631	0	53,57,07,384

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: **NOT APPLICABLE**

Sr. No	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
1.	Gross salary					
	(a) Salary as per provisions contained section 17(1) of the Income-tax Act, 1961					
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--	--	
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--	--	--
2.	Stock Option	--	--	--	--	--
3.	Sweat Equity	--	--	--	--	--
4.	Commission	--	--	--	--	--
	- as % of profit	--	--	--	--	--
	- others, specify...	--	--	--	--	--
5.	Others, please specify	--	--	--	--	--
	Total (A)					
	Ceiling as per the Act	--	--	--	--	--

B. Remuneration to other Director:

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

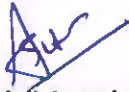
C. Remuneration to key managerial personnel other than MD / Manager / WTD:

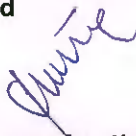
Sr. No	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	Shilpa Milind Devle (Company Secretary)	CFO	
1.	Gross salary (a) Salary as per provisions contained section 17(1) of the Income-tax Act, 1961	--	Rs.2,16,000	--	Rs.2,16,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--	--
2.	Stock Option	--	--	--	--
3.	Sweat Equity	--	--	--	--
4.	Commission	--	--	--	--
	- as % of profit	--	--	--	--
	- others, specify...	--	--	--	--
5.	Others, please specify (bonus)	--	Rs. 16,493	--	Rs. 16,493
	Total	--	Rs.2,32,493	--	Rs.2,32,493

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	NIL				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NIL				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment					
Compounding					

By order of the Board of Directors
For Autade Spinners Private Limited


Anjali Autade
Director
DIN: 03503649


Kurmadas Chatake
Director
DIN: 03396226

Place: Pune
Date: 02/11/2021

Annexure B

Form No. AOC-2

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

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

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

S. No.	Name(s) of the related party and nature of relationship	Nature of contract s/arrangement s/transactions	Duration of the contracts / arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
				NIL				

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

S. No.	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 including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any:
1.	Autade Petroleum	Petrol & Diesel Purchase	On going	Petrol & Diesel Purchase at market rate	01.05.2020	

By order of the Board of Directors
For Autade Spinners Private Limited


Anjali Autade
Director
DIN: 03503649


Kurmadas Chatake
Director
DIN: 03396226

Place: Pune
Date: 02/11/2021