

DIRECTORS' REPORT

To
The Members
_____ Private Limited

On behalf of the Board of Directors of your Company, we are delighted to present the Annual Report of your Company along with the Audited Statements for the Financial Year 2021-22.

1. Financial summary or highlights/Performance of the Company:

The Financial Results of the Company during the Financial Year ended on 31st March, 2022 are as under:

PARTICULARS	Current Year (2021-22)	Previous Year (2020-21)
Revenue from Operations (Net)		
Other income		
Total Revenue		
Less: Expenses		
Profit before exceptional and extraordinary items and tax Exceptional Items		
Profit before extraordinary items and tax		
Extraordinary items		
Profit before Tax		
Less: Tax expense		
Profit (Loss) for the Period		

2. State of Company's Affairs & Operations

In the Financial Year 2021-22 Company has Net Revenue of Rs. _____/- as against Rs. _____/- in corresponding previous year.

After accounting for all expenses including depreciation, exceptional items, the company earned a PAT of Rs. _____/-

Your Company is committed to its tradition of being cost effective, by responding faster to the changing requirements of the market, by expanding its customers and distribution network and by further strengthening its already strong capital base.

3. Transfer to Reserves

During the period under review no amount is proposed to be carried to any reserve.

4. Dividend

Though the company earned profits your directors do not recommend any dividend for the year under review, keeping in view the future plans of the company.

5. Public Deposits

The Company has not accepted any public deposits under Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

6. 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.

7. Web Link of Annual Return, If Any

The Company is having website i.e. _____ and annual return of Company has been published on such website. Link of the same is given below:

OR

The Company doesn't have any website.

8. Statutory Auditors

_____, Chartered Accountants (FRN: _____), _____ be and are hereby appointed as the Statutory Auditors of the Company to hold office till the conclusion of Annual General Meeting of the Company to be held in the year 2027." The Company has received a Certificate from them to the effect that their appointment, if made, would be as per the requirements specified under Section 141 of the Act and the Rules framed there under for reappointment as Auditors of the Company.

9. Frauds Reported by the Auditors

No fraudulent activities were reported by the auditors of the Company during the period under review pursuant to the provision of Section 143(12) of the Companies Act, 2013.

10. Change in the Nature of Business

There is no change in the nature of business of the company during the Financial Year 2021-22.

11. Details of Board Meeting Conducted During the Financial Year ended March 31, 2022

The Company had conducted _____ board meetings during the financial year details of which are given below:

12. Directors	Sr. No.	Date of BM	No. of directors present	Directors present in the meeting
	1.			
	2.			
	3.			
	4.			

and Key Managerial Personnel

The Board of Directors of the Company consisted during the year is as follows:

Sr. No.	Name	Designation
1		Director
2		Director

A) Changes in Directors

No change in directorship of the company. (Provide the details of appointment, resignation or removal of Director from the directorship of the Company during the year.)

B) Shareholding Pattern of Directors

Sr. No.	Name	No. of Shares
1		
2		

13. Director Responsibility Statement

In terms of Sections 134(5) of the Companies Act, 2013 in relation to financial statements for the year 2021-22 the Board of Directors state that:

- The applicable accounting standards have been followed in preparation of the financial statements and there are no material departures from the said standards;

- b. Reasonable and prudent accounting policies have been used in the preparation of the financial statements, that they have been consistently applied and that reasonable and prudent judgments and estimates have been made in respect of items not concluded by the year end, so as to give a true and fair view of the state of affairs of the Company as at 31-Mar-2022 and of the profit/loss of the year ended 31-March-2022;
- c. Proper and sufficient care has been taken for 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 financial statements have been prepared on a going concern basis.
- e. 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.

14. Details of significant material orders passed by regulators/courts/ tribunals against the going concern status of the company

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

15. Material Changes and commitment if any affecting the financial position of the company occurred between the end of the financial year to which this financial statements relate and the date of the Report

No material changes and commitments affecting the financial position of the Company occurred between end of the financial year to which this financial statement relate and the date of this report.

16. Explanation or Comments on Qualifications, Reservations or Adverse Remarks or Disclaimers Made by the Practicing Company Secretary in their Reports

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

17. Particulars of Loans, Guarantees or Investments made under Section 186 of the Companies Act, 2013

There were no loan, 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. (Provide the details of loan, guarantees or Investments made by the Company, if any).

18. Share Capital of the Company and the details of issue of securities made during the year

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 employees

19. Subsidiaries, Joint Ventures and Associate Companies

The Company did not have any subsidiary as on 31st March, 2022 or during the year ended on that date. (Provide the details of Subsidiaries, Joint Ventures and Associate Companies, if any).

20. Declaration of Independent Director

The provisions of Section 149 of the Companies Act, 2013 pertaining to the appointment of Independent Directors do not apply to our Company.(Provide the details of declaration given by Independent Director, if any).

21. Details of Conservation of Energy, Technology Absorption as mentioned in Rule 8 Companies (Accounts) Rules, 2014

Statement giving the details of conservation of energy, technology absorption and foreign exchange earning & outgo in accordance with requirements of Section 134 (3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, is as follows :-

(A) CONSERVATION OF ENERGY	
The steps taken or impact on conservation of energy	NA
The steps taken by the company for utilizing alternate sources of Energy	NA
The capital investment on energy conservation equipment	NA
(B) TECHNOLOGY ABSORPTION	
The efforts made towards technology absorption	NA
The benefits derived like product improvement, cost reduction, product development or import substitution	NA

In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	NA
The expenditure incurred on research and development	NA
(C) FOREIGN CURRENCY TRANSACTIONS	
Total Income earned in Foreign Currency during the year	NA
Total expenditure incurred in Foreign Currency during the year	NA

22. Details in respect of Adequacy of Internal Financial Controls with Reference to The Financial Statements

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2021-22. The report on the Internal Financial Controls by the auditor of the firm has not been provided since the same is not applicable to the company basis the exemptions available to the company vide MCA Notification No. G.S.R 583 (E) dated 13th June, 2017.

23. Disclosure whether the maintenance of cost records as specified by CG Section under Sec 148(1) of the Companies Act, 2013 is required to be maintained by the company or not

The provision of maintenance of cost audit records and filing the same is not applicable to the Company.

24. Disclosure Under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to uphold and maintain the dignity of women employees and it has in place a policy which provides for protection against sexual harassment of women at work place and for prevention and redressal of such complaints. During the year no such complaints were received.

25. Particulars of Contracts or Arrangements Made with Related Parties

The Company does not have any related party transaction in the Financial Year 2021-22 under the provisions of Section 188 of the Companies Act, 2013 during the period under review and hence the said provision is not applicable. (Provide the details of Related Party transactions if any in AOC-2 Annexure).

26. 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 and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

27. 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.

28. Statement indicating development and implementation of Risk Management Policy

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

29. Details of Policy Developed and Implemented by the Company on its Corporate Social Responsibility Initiatives

The Company has not developed and implemented any policy on Corporate Social Responsibility initiatives as the provisions of section 135 of Companies Act, 2013 are not applicable.

30. Particulars of Employees

As per provisions of section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, every company is required to provide particular of employees in the Directors' Report exceeding the stipulated remuneration limit(s).

However, the Board of your Company has approved the payment of remuneration and other allowances in line with the rules applicable. So, the provisions of Section 134 of the Companies Act, 2013 are not considered.

31. Details of application made or any preceding pending under IBC, 2016 during the FY along with the current status

No applications are filed or pending under IBC, 2016 against the Company. Hence the said provision is not applicable to the Company. (Provide the details of the proceedings under IBC, if any)

32. The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof

The details of the difference in amount of valuation at the time of one-time settlement and at time of taking loans from Bank/FI is mentioned below:

Valuation at the time of one-time settlement	Valuation at the time of taking Loans from Banks/FI	Difference	Reasons for Difference

33. 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 acknowledge gratefully the shareholders for their support and confidence reposed on the Company.

For and on behalf of the Board of Directors
_____ **PRIVATE LIMITED**

Name: Name:
Director Director
DIN: DIN:
Add: Add: