

The background features abstract, overlapping green geometric shapes, primarily triangles and polygons, in various shades of green, creating a modern and dynamic feel.

5TH ANNUAL REPORT OF POWERFUL TECHNOLOGIES LIMITED

NOTICE

Notice is hereby given that the 5th Annual General Meeting ("AGM") of the Members of M/s Powerful Technologies Limited will be held on Thursday, the 31st day of December, 2020 at 11:00 a.m. at **113-114, Rohini Complex, WA-121, Mother Dairy Road, Shakarpur Delhi-110092** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the year ended 31 March, 2020 including audited Balance Sheet as at 31 March, 2020 and the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon.
2. To appoint a Director in place of Mr. Nitin Chhabra (DIN: 02921204), who retires by rotation and, being eligible, offers himself for re-appointment.

Based on term of Appointment, Executive and Non-Executive Directors are liable to retire by rotation. Mr. Nitin Chhabra, Non-Executive, Non Independent Director who is liable to retire by rotation being eligible, seeks reappointment. The Board recommended his reappointment.

"RESOLVED THAT pursuant to the provision of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the Shareholders of the company be and is hereby accorded to the reappointment of Mr. Nitin Chhabra as Director, who is liable to retire by rotation.

**By Order of the Board
For Powerful Technologies Limited**

Sd/-

**Nitin Chhabra
Director
DIN: 02921204**

**Place: Delhi
Date: 14.12.2020**

Notes:

This notice is sent to all the members whose name appears as on 24th December, 2020 in the Register of Members

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE DEPOSITED, AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTYEIGHT HOURS (48 HOURS) BEFORE THE SCHEDULED TIME FOR HOLDING THE AFORESAID MEETING. A BLANK PROXY FORM IS ENCLOSED.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Only bona fide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the company, provided that not less than three days of notice in writing is given to the company.
4. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
5. The Register of Contracts or Arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
6. The Annual Report 2019-20 is being sent through electronic mode only to those members whose email address are registered with the Company/Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their email address, physical copies of the annual report 2019-20 are being sent by the permitted mode.
7. The Landmark for reaching venue of Annual General Meeting is Mother Dairy Factory in Sharkarpur.
8. Route Map for easy location of Venue of Annual General Meeting is attached herewith the Notice of Annual General Meeting.
9. No gifts, gifts coupons, or cash in lieu of gifts is distributed in the Meeting.
10. The relevant explanatory statement pursuant to section 102 of the Companies Act, 2013 in respect of the Special Businesses as set out above is annexed hereto and form part of this notice.
11. Additional Information, pursuant to regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, In respect of the directors seeking appointment/ re-appointment at the AGM,

is furnished as annexure to the Notice.

12. Members are requested to bring their attendance slip along with Note that copies of Annual Report will not be distributed at the Annual General Meeting.
13. Members/Proxies/Authorized Representatives are requested to deposit the attendance slip duly filed in and signed for attending the Meeting. Members who hold shares in dematerialization form are requested to write their client ID and DP ID numbers for identification.
14. Members, who have not registered their e-mail address so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants in case the shares are held in electronic form and in case the shares are held in physical form to the Company's Registrar and Share Transfer Agents,
15. The Notice for the Annual General Meeting and the Annual Report will be available for inspection at the Registered Office of the Company on all working days in business hour up to the date of Annual General Meeting. The above said shall also be available on the Company's website at www.powerfultech.in for inspection and downloading by the shareholders of the company
16. To support the Green Initiative, members who have not registered their e-mail address are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Financial Results etc. from the Company electronically
17. Members seeking further information on the Accounts or any other matter contained in the Notice are requested to write to the Company at least 7 days before the meeting so that relevant information can be kept ready at the meeting.
18. All documents referred to in the accompanying notice and explanatory statement are open for inspection at the Registered Office of the Company during the office hours on all working days (except Saturdays, Sundays and Public Holidays) between 11: 00 A.M. to 1: 00 P.M up to the date of this Annual General Meeting.
19. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit PAN to their Depository Participants with whom they are maintaining their de-mat account. Member holding shares in physical form can submit their PAN details to the Company at the Registered Office of the Company.
20. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
21. The Register of Members and Share Transfer Books shall remain closed from 25.12.2020 to 31.12.2020 (Both days inclusive).
22. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the meeting.
23. The Board of Directors has appointed M/s SPS Gupta & Associates, Practicing Chartered Accountant as the

Scrutinizer for conducting the voting process in accordance with the law and in a fair and transparent manner and he has consented to act as scrutinizer.

24. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, Scrutinizer shall count the votes cast at the AGM by Ballot papers in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer shall, within 24 hours from the conclusion of the AGM, prepare and present a consolidated report of the total votes cast in favour or against, if any, to the Chairman or any other Key Managerial Personnel who shall countersign the same and declare the results of the voting within 48 hours of conclusion of Annual General Meeting.
25. The results declared along with the report of Scrutinizer shall be placed on the website of the Company www.powerfultech.in. immediately after the declaration of results by the Chairman or any other Key Managerial Personnel. The results shall also be forwarded to the Stock Exchange within 48 hours of the conclusion of Annual General Meeting.

**By Order of the Board
For Powerful Technologies Limited**

Sd/-

**Nitin Chhabra
Director
DIN: 02921204**

**Place: Delhi
Date: 14.12.2020**

POWERFUL TECHNOLOGIES LIMITED

CIN: L26900DL2015PLC277265

Registered office: G1 Prakash Chamber Ground Floor 6, Netaji Subash Marg, Darya Ganj New Delhi 110002 Website:
www.powerfultech.in, Email: nitin@powerfultech.in

Proxy Form FORM NO. MGT-11

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

Name of the member (s):
Registered address:
E-mail ID:Folio No/ Client ID:DP ID:

I/We, being the member(s) holding shares of the above named Company, hereby appoint

1. Name: Address:
E-mail Id: Signature:, or failing him,
2. Name: Address:
E-mail Id: Signature:, or failing him,
3. Name: Address:
E-mail Id: Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 5th Annual General Meeting ("AGM") will be held on Thursday, the 31st day of December, 2020 at 11:00 a.m. at 113-114, Rohini Complex, WA-121, Mother Dairy Road, Shakarpur Delhi-110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

S. No.	Particulars of Resolution	For	Against
1.	Adoption of Financial Statements for the year ended March 31, 2020.		
2.	Re-appointment of Mr. Nitin Chhabra, who retires by rotation, being eligible, seek reappointment.		

Signed this day of 20

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue
Stamp of Re. 1

Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. A proxy need not be a member of the Company.
3. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

..... (TEAR HERE)

POWERFUL TECHNOLOGIES LIMITED

CIN: L26900DL2015PLC277265

Registered office: G1 Prakash Chamber Ground Floor 6, Netaji Subash Marg, Darya Ganj New Delhi 110002 Website:
www.powerfultech.in, Email: nitin@powerfultech.in

ATTENDANCE SLIP

5th Annual General Meeting ("AGM") on Thursday, the 31st day of December, 2020 at 11:00 a.m.

(This attendance slip duly filled in, to be handed over at the meeting)

Day:

Date:

Time:

Place:

Member's Folio No.

DP ID

No of shares Hold.....

Client ID.

Name & address of the member (In Block letters)

.....

Name of Proxy(s) (in Block Letters)

(To be filled only when shareholder has to appoint a proxy)

I hereby record my presence at the 5th Annual General Meeting ("AGM") will be held on Thursday, the 31st day of December, 2020 at 11:00 a.m. at 113-114, Rohini Complex, WA-121, Mother Dairy Road, Shakarpur Delhi-110092.

Signature of Shareholder/Proxy (To be signed at the time of handing over this slip)

DIRECTOR'S REPORT FOR THE FINANCIAL YEAR ENDED 2019- 2020

TO THE MEMBERS OF POWERFUL TECHNOLOGIES LIMITED

Your Directors are pleased to present the 5th Annual Report on the business and operations of the Company together with the Audited Financial Statement for the year ended 31st March, 2020.

FINANCIAL PERFORMANCE

The Summarized financial results are:

(Amount in Rs.)

Particulars	Standalone Financials	
	2019-20	2018-19
Income from Operations	152,780,844	584,136,949
Other Income	157,512	744,774
Total Income	152,938,356	584,881,723
Operating Expenses	371,950,424	532,163,551
Depreciation and Amortization	1,295,462	2,692,015
Finance Cost	15,265,446	14,365,024
Other Expenses	34,055,812	24,568,302
Exceptional Item	0	0
Profit/ (Loss) before Tax	(269,628,787)	11,092,831
Tax Expenses		
• Current Year	-	5,638,229
• Previous Year	0	0
• MAT Entitlement	0	0
• Deferred Tax	(39,165)	(4,394,081)
Net Profit/ (Loss) for the Year	(269,589,622)	9,848,683

STATE OF COMPANY'S AFFAIRS

During the period under review the total Standalone Income of Company is Rs. 1529.38 Lacs as compared to previous year income of Rs. 5848.81 Lacs.

The company during the period incurred Standalone Loss before tax of Rs. 2696.28 Lacs as compared to profit of Rs. 110.92 Lacs in the previous year.

MATERIAL CHANGES AND COMMITMENTS AFTER THE DATE OF CLOSE OF FINANCIAL YEAR 2019-20

There are no material changes and commitment affecting the financial position of company after the close of financial year 2019-20 till the date of report.

DIVIDEND AND RESERVES

The Directors have considered it financially prudent in the long-term interest of the Company to reinvest the profits into the business of the Company to build a strong reserve base and growth; accordingly no dividend has been recommended for the year ended March 31, 2020.

FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

There are no such frauds reported by auditors, which are committed against the company by officers or employees of the company.

Your Directors wish to place on record their appreciation for the commitment shown by the employees throughout the year.

DISCLOSURE AS PER SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In order to prevent sexual harassment of women at work place an act “The Sexual Harassment of Women at Workplace” (Prevention, Prohibition and Redressal) Act, 2013 has been notified on December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Your Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up a Committee for implementation of said policy. During the year Company has not received any complaint under the said policy.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had to appoint a Practicing Company Secretary to conduct Secretarial Audit, however due to extreme shortfall of funds and declining performance of the company it was difficult to appoint a Practicing Company Secretary and hence the same was a non-compliance of the company.

DETAILS OF SUBSIDIARY COMPANIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the period under review there were no Subsidiary Company, Joint Ventures and Associate Companies

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has adequate system of Internal Controls to help Management review the effectiveness of the Financial and Operating Controls and assurance about adherence to Company’s laid down Systems and Procedures. As per the provisions of the Companies Act, 2013, internal controls and documentation are in place for all the activities.

During the financial year under review, no material or serious observations have

been received from the Auditors of the Company, citing inefficiency or inadequacy of such controls and business practices.

RISK MANAGEMENT

The Company is exposed to inherent uncertainties owing to the sector in which it operates. A key factor in determining a Company's capacity to create sustainable value is the ability and willingness of the Company to take risks and manage them effectively and efficiently. Many types of risks exist in the Company's operating environment and emerge on a regular basis due to many factors such as changes in regulatory framework, economic fundamentals etc.

In order to evaluate, identify and mitigate these business risks, the Company has a robust Risk Management framework. This framework seeks to create transparency, ensure effective risk mitigation process and thereby minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The Business risks as identified are reviewed and a detailed action plan to mitigate the identified risks is drawn up and its implementation is monitored.

CORPORATE GOVERNANCE

Since the company is a SME listed company compliance of Corporate Governance regulation under SEBI (LODR) are not mandatory however your company has taken utmost care to follow the Corporate Governance on suo-moto as your corporate governance practices are a reflection of our value system encompassing our culture, policies and relationships with our stakeholders. Integrity and transparency are key to our corporate governance practices to ensure that we gain and retain the trust of our stakeholders at all times. Corporate Governance is about maximizing shareholder value legally, ethically and sustainably. Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last and your Company is committed to transparency in all its dealings and places high emphasis on business ethics.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, ("the Act") your Directors, based on the representations received from the Operating Management and after due enquiry, confirm that:

- i. in the preparation of the annual accounts for financial year ended 31st March, 2020, the applicable accounting standards have been followed and there are no material departures in adoption of these standards.
- ii. they have in consultation with the Statutory Auditors 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 31st March, 2020 and of the profit of the Company for the year ended on that date.
- iii. they have taken proper and sufficient care for the 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 fraud and other irregularities.
- iv. they have prepared the annual accounts for financial year ended 31st March, 2020 on a going concern basis.
- v. they have laid down adequate internal financial controls to be followed by the Company and that such internal financial controls were operating effectively during the financial year ended 31st March, 2020.
- vi. they have devised proper systems to ensure compliance with provisions of all applicable laws and that such systems were adequate and operating effectively during the financial year ended 31st March, 2020.

BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act and SEBI Listing Regulations.

The evaluation framework for assessing the performance of Directors comprises of various key areas such as attendance at Board and Committee Meetings, quality of contribution to Board discussions and decisions, strategic insights or inputs regarding future growth of the Company and its performance, ability to challenge views in a constructive manner, knowledge acquired with regard to the Company's business/ activities, understanding of industry and global trends, etc.

The above criteria are based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on 5th January, 2017.

MANAGEMENTS' DISCUSSION AND ANALYSIS REPORT

Managements' Discussion and Analysis Report for the year under review, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming **Annexure A** of the Director's Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND RESEARCH & DEVELOPMENT AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars relating to energy conservation, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under Section 134 (3) (m) of the Companies Act, 2013 read with the Rule 8(3) of the Companies (Accounts) Rules, 2014 are given hereunder:

Conservation of Energy

i.) Steps taken or impact on conservation of energy: Energy conservation efforts are ongoing activities. During the year under review further efforts were made to ensure optimum utilization of electricity.

ii) Steps taken by the company for utilizing alternate sources of energy: Nil, as your company does not carry any manufacturing activities

iii) The Capital investment on energy conservation equipment's: Nil

Technology Absorption, Adaption & Innovation and Research & Development

No research & development or technical absorption or adaption & innovation taken place in the company during the Financial Year 2019-20, the details as per rule 8(3) of The companies (Accounts) Rules 2014 are as follows:

i) Efforts made towards technology absorption: - Nil

ii) Benefits derived like product improvement, cost reduction, product development or import substitution: Nil

iii) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year)-

a) Details of technology imported: Nil

b) Year of Import: Nil

c) Whether the technology been fully absorbed: Nil

d) Areas where absorption has not taken place and the reasons there of: Nil

iv) Expenditure incurred on Research and Development: Nil

Foreign Exchange Earnings and Outgo

As your Company does not deal in Foreign Exchange, therefore the particulars relating to Foreign Exchange Earnings and Outgo are not applicable to your Company.

Foreign Exchange Earnings: Nil

Foreign Exchange Outgo: Nil

FIXED DEPOSITS

Your Company has not accepted any fixed deposits covered under Chapter V of the Company Act, 2013 and as such, no amount of principal or interest was outstanding on the date of the Balance Sheet.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

• Retirement by Rotation

In accordance with the provisions of Section 152 of The Companies Act, 2013 Mr. Nitin Chhabra, Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment.

• **Appointment / Re-appointment and Cessation of Directors & KMP**

Following are the Directors of the Company as on 31st March, 2020

1. Mr. Nitin Chhabra – Executive Director
2. Mr. Aditya Gupta – Managing Director

During the period of under review all the Independent Directors and KMP's have resigned.

DECLARATION BY THE INDEPENDENT DIRECTORS

During the period under review all the Independent Directors have resigned from there directorship.

AUDITORS AND AUDITOR'S REPORT

Under Section 139 of the Companies Act, 2013 and the rules made thereunder it is mandatory to rotate Statutory Auditors on completion of the maximum term permitted under the provisions of Companies Act, 2013. In line with the requirement of the companies Act, 2013, M/s SPS Gupta & Associates., Chartered Accountants, was appointed as the Statutory Auditors of the Company for the period of 5 years from financial year 2019-20 till the conclusion of AGM to be held in the year 2024. The requirement for the annual ratification of the auditors' appointment at the AGM has been omitted pursuant to companies (Amendment) Act, 2017 notified on 7th May, 2018.

During the year the Statutory Auditors have confirmed that they satisfy the independence criteria required the Companies Act, 2013, code of ethics issued by Institute of Chartered Accountants India and U.S. Securities and Exchange Commission and the Public Company accounting Oversight Board.

The auditor report and notes on accounts referred to in the Auditors Report is self-explanatory and there are no adverse remarks or qualification in the Report.

LISTING OF SECURITIES

The Company's Equity Shares are listed on The NSE Emerge

PARTICULARS OF EMPLOYEES

None of the employees of your company is drawing remuneration exceeding limits laid down under the provisions of Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

MEETINGS OF THE BOARD OF DIRECTORS

The Details of Meetings of the Board of Director Held during the Financial Year 2019-20:

As per the disclosures furnished none of the Directors are disqualified to act as directors of this Company or any other public Company under Section 164 and other applicable provisions of the Companies Act, 2013.

The requisite information as prescribed under Clause 49 of the Listing Agreement is placed before the Board from time to time and is generally provided as part of the Agenda papers of the Board Meeting and /or is placed at the table during the course of the meeting.

During the financial year ended March 31, 2020, Nine Board Meetings were held. The interval between two meetings was well within the maximum period mentioned under Section 173 of Companies Act, 2013 and Regulation 17(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board meeting was held on the following dates:-

11th April, 2019, 30th May, 2019, 25th July, 2019, 02nd September, 2019, 05th September, 2019, 08th October, 2019, 24th October, 2019, 14th November, 2019 and 27th February, 2020

COMPOSITION OF COMMITTEES

a) Audit Committee

At 31st March, 2020 there were no Independent Director and hence no Audit Committee was in existing on this date.

b) Nomination And Remuneration Committee

At 31st March, 2020, there were no Independent and Non-Executive Director and hence no Nomination and Remuneration Committee was in existence as on this date.

c) Stakeholder Relationship Committee

At 31st March, 2020, there were no Independent and Non-Executive Director and hence no Stakeholder Relationship Committee was in existence as on this date.

POLICY FOR DIRECTORS' APPOINTMENT AND REMUNERATION

The policy of the Company on Directors' appointment and remuneration, including criteria for determining qualification, positive attributes, independence of Director and other matters provided under sub-section 3 of section 178 of the Companies Act, 2013, adopted by the Board is annexed to this report as **Annexure B**.

RELATED PARTY TRANSACTIONS

Your Company has historically adopted the practice of undertaking related party transactions only in the ordinary and normal course of business and at arm's length as part of its philosophy of adhering to highest ethical standards, transparency and accountability. In line with the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has approved a policy on related party transactions. An abridged policy on related party transactions has been placed on the Company's website <http://powerfultech.in>.

The particulars of contracts or arrangements with related parties referred to in Section 188(1) and applicable rules of the Companies Act, 2013 in Form AOC-2 is provided as **Annexure C** to this Annual Report.

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

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements as on 31st March, 2020

EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company in the prescribed Form MGT-9, is attached as **Annexure- D** to this Board's Report.

Having regard to the provisions of the first proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the registered office of the obtaining such information may write to CFO & Company Secretary and the same will be furnished on request.

POLICIES & DISCLOSURES

Vigil Mechanism

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the Board of Directors have formulated a "Whistle Blower Policy and Vigil Mechanism" and which is in compliance with the provisions of Section 177(10) of the Companies Act, 2013 and Clause 49 of the Listing Agreement. The Company has adopted the Policy for Directors and employees to report genuine concerns and to provide for adequate safeguards against victimization of persons who may use such mechanism. The Whistle Blower policy can be accessed on the Company's Website at the link: <http://powerfultech.in>.

Corporate Social Responsibility

Pursuant to Section 135 of the Companies Act, 2013 and rules made there under, every company having net worth of Rupees Five Hundred Crores or more, or turnover of Rupees One Thousand Crores or more or a net profit of Rupees Five Crores or more during any financial year shall constitute a Corporate Social Responsibility Committee of the Board.

However, it is not applicable in case of your Company. Hence there is no need to form Corporate Social Responsibility Committee and Corporate Social Responsibility Policy for the company as per the requirement of the Companies Act, 2013.

GENERAL

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

- a) Details relating to deposits covered under Chapter V of the Act.
- b) Issue of the equity shares with differential rights as to dividend, voting or otherwise.
- c) Issue of shares (including sweat equity shares) to directors or employees of the Company
- d) Issue of Employee Stock Option Scheme to employees of the company
- e) CFO of the company does not receive any remuneration or commission from any of its subsidiary companies
- f) No significant or material orders were passed by the regulators or courts or tribunals, which impact the going concern status and Company's operations in future.

g) Purchase of or subscription for shares in the company by the employees of the company.

h) There is no **material subsidiary*** of company, so no policy on material subsidiary is required to be adopted.

* **“Material Subsidiary”** shall have the meaning as defined in Regulation 16(1)(c) of the LODR Regulations, pursuant to which a material subsidiary means a subsidiary, whose income or net worth exceeds 10% (ten percent) of the consolidated income or net worth respectively, of the Company and its subsidiaries in the immediately preceding accounting year.

Your Directors further state that:-

a) The Company has zero tolerance for sexual harassment and during the year under review, there were no complaint received and no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

b) And there is no change in the nature of business of company during the year.

INDUSTRIAL AND HUMAN RELATIONS

Since the Company is not into any kind of manufacturing activity, there is no matter to discuss about industrial relations and the Company is maintaining cordial relations with its staff members.

CAUTIONARY STATEMENT:

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward-looking statements' within the meaning of applicable laws and regulations. Important developments that could affect the Company's operations include a downtrend in the financial services industry – global or domestic or both, significant changes in the political and economic environment in India or key markets abroad, tax laws,

litigation, labour relations, exchange rate fluctuations, interest and other factors. Actual results might differ substantially or materially from those expressed or implied.

This report should be read in conjunction with the financial statements included herein and the notes thereto.

DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT

S No.	Particulars	No. of Shareholders	No of Share
1	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	0	0
2	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	0	0
3	Number of shareholders to whom shares were transferred from suspense account during the year	0	0
4	Number of shareholders who have not claimed dividend for last 7 years, and whose shares have been transferred to IEPF account of MCA from Demat Suspense Account	0	0
5	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year. The voting rights on these shares	0	0

	shall remain frozen till the rightful owner of such shares claim the shares		
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ACKNOWLEDGEMENTS

Your Directors thank the Company's stakeholders in large including investors, customers, banks, financial institutions, rating agencies, debenture holders, debenture trustees and well-wishers for their continued support during the year. Your Directors place on record their appreciation of the contribution made by the employees of your Company, its subsidiaries and its associates at all levels. Your Company's consistent growth was made possible by their hard work, solidarity, cooperation and support. The Board sincerely expresses its gratitude to Reserve Bank of India, Securities and Exchange Board of India and Ministry of Corporate Affairs for the guidance and support received from them including officials there at from time to time.

**For and on behalf of the Board of Directors
Powerful Technologies Limited**

**Sd/-
(Aditya Gutpa)
Managing Director
Din: 03500941**

**Sd/-
(Nitin Chhabra)
Director
DIN: 02921204**

**Place: New Delhi
Date: 14.12.2020**

ANNEXURES TO THE DIRECTORS' REPORT

Annexure A	Management Discussion and Analysis Report
Annexure B	Policy for Directors Appointment and Remuneration
Annexure C	Particulars of Related Party Transaction in Form AOC-2
Annexure D	Extract of Annual Return in Form MGT-9

Annexure A

Management's Discussion & Analysis of Financial Condition and Results of Operations

Statements in this Management Discussion and Analysis of Financial Condition and Results of Operations of the Company describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company assumes no responsibility to publicly amend, modify or revise forward-looking statements, on the basis of any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include determination of tariff and such other charges and levies by the regulatory authority, changes in government regulations, tax laws, economic developments within the country and such other factors globally.

The financial statements are prepared under historical cost convention, on accrual basis of accounting, and in accordance with the provisions of the Companies Act, 2013 (the "Act") and comply with the Accounting Standards notified under Section 133 of the Act. The management has used estimates and judgments relating to the financial statement on a prudent and reasonable basis, in order that the financial statement reflect in a true and fair manner, the state of affairs and profit for the year.

1. Global Economy

Global economic growth exhibited signs of sluggishness in FY 20 driven by weakness in a few emerging economies resulting in slower global manufacturing and trade. The concerns around Brexit and the continuing trade war between United States and China provided additional stimulus to already dampening global macro-economic conditions. The International Monetary Fund (IMF), in its World Economic Outlook, April 2020, calculated a global economic growth of 2.9% in CY2019, a significant fall from 3.6% in CY2018.

Following the outbreak of COVID-19, global economy charted an unprecedented curve, multiplexed by uncertainties. Most of the economies across the world have been severely impacted due to restriction of movement, crippling trade, and businesses. While it is difficult to predict the course of the pandemic and its economic consequences, a recovery in medium term is likely to depend on emergency macro policy interventions by various countries and emergence of a vaccine for COVID-19. Potential disruptions in developed economies with imposition of tariffs, embargoes, and other trade restrictions or controls and high volatility of commodity prices including oil and metals can further hamper the near-term outlook. IMF projects the global growth rate to shrink by 3% in CY2020. However, if the pandemic is contained by the second half of CY2020, it suggests the global economy will likely grow by 5.8% in CY2021, supported by fiscal and monetary measures.

2. Indian Economy

The Indian economy witnessed a subdued GDP growth, estimated to be 4.2% for FY 2019-20. 1. The slowdown in the economy was due to subdued demand, decline in Index of Industrial Production (IIP) output and weakened investment in private sector. Though the PMI activity stood above 50% for FY 2019-20, the economy failed to register a growth rate in line with expectations due to continued headwinds - both at domestic and global scenarios. Amidst the challenges, agriculture sector performed well due to above-normal rainfall in FY 2019-20. The Indian Meteorological Department (IMD) has predicted normal monsoon for FY 2020-21. Based on this forecast, the government has set an ambitious target of 298.3 million tonnes of crop production in the current fiscal, against 291.2 million tonnes of crop production in the previous fiscal year.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial statements have been prepared in accordance with the requirement of the Companies Act, 2013 and applicable Accounting Standards issued by the Institute of Chartered Accountant of India.

Particulars	Standalone Financials	
	2019-20	2018-19
Income from Operations	152,780,844	584,136,949
Other Income	157,512	744,774
Total Income	152,938,356	584,881,723
Operating Expenses	371,950,424	532,163,551
Depreciation and Amortization	1,295,462	2,692,015
Finance Cost	15,265,446	14,365,024
Other Expenses	34,055,812	24,568,302
Exceptional Item	0	0
Profit/ (Loss) before Tax	(269,628,787)	11,092,831
Tax Expenses		
• Current Year	-	5,638,229
• Previous Year	0	0
• MAT Entitlement	0	0
• Deferred Tax	(39,165)	(4,394,081)
Net Profit/ (Loss) for the Year	(269,589,622)	9,848,683

2. Growth Opportunities

- Government initiatives and support
- Digital and Telecommunication Connectivity
- Growth in urbanisation and consumer spending
- Growing export opportunities
- Universal Electrification
- Energy Demand and Smart Grid
- Housing and real estate growth

3. Risk

The Company is exposed to specific risks that are particular to their respective businesses and the environments within which they operate, including market risk, competition risk, credit risk, liquidity and interest rate risk, human resource risk, operational risk, information security risks, regulatory risk and macro-economic risks. The level and degree of each risk varies depending upon the nature of activity undertaken by them.

4. Internal Control

The Company maintains a system of internal controls designed to provide a high degree of assurance regarding the effectiveness and efficiency of operations, the adequacy of safeguards for assets, the reliability of financial controls, and compliance with applicable laws and regulations.

The Company has put in place adequate systems to ensure that assets are safeguarded against loss from unauthorised use or disposition and that transactions are authorised, recorded and reported. The Company also has an exhaustive budgetary control system to monitor all expenditures against approved budgets on an ongoing basis.

5. As Health Safety and Pandemic Risk

In addition to serious implications for people's health and the healthcare services, coronavirus (COVID-19) is having a significant impact on the world-wide economy including India in terms of business growth and business models. The disruption has pushed the financial sector to adopt digital model for sustenance and growth. The company and its subsidiaries have been proactive enough to switch over to fully digital mode since the Covid-19 ensuring employees the best health safety measures and uninterrupted service to the stakeholders. However, the performance of the company and its subsidiaries may be impacted in future because of the lasting effect of this disruption on the economy.

6. Future Strategy

The Board has determined the following medium-term and long term strategies to achieve its corporate goals over a period of next 3-5 years:

- ❖ To focus on digital initiatives and customer awareness
- ❖ To develop innovative product
- ❖ Strengthening the leadership position in after sales services
- ❖ Further enhancing quality of product
- ❖ Maintaining customer loyalty through winning relationship and customer satisfaction

7. Human Resources

At Powerful Technologies Limited we believe that our human capital is the major driver of our growth, efficiency and productivity. Powerful Technologies Limited is a cross-cultural mosaic and our strength lies in our diversity everywhere, within teams and across businesses. This diversity makes us a stronger organization by bringing in fresh ideas, perspectives, experiences and fostering a truly collaborative workplace. One of the most important factors contributing to our success is the Powerful Technologies Limited culture which is defined by attributes such as entrepreneurship, risk management, creating leaders, attributes which will hold us in good stead in our journey. Culture is, thus, the most important aspect on our mind as we move ahead.

**For and on behalf of the Board of Directors
Powerful Technologies Limited**

**Sd/-
(Aditya Gutpa)
Managing Director
DIN: 03500941**

**Sd/-
(Nitin Chhabra)
Director
DIN: 02921204**

**Place: New Delhi
Date: 14.09.2020**

ANNEXURE B

NOMINATION AND REMUNERATION POLICY

Introduction

The Company considers human resources as its invaluable assets. This policy on nomination and remuneration of Directors, Key Managerial Personnel (KMPs) and other employees has been formulated in terms of the provisions of the Companies Act, 2013 and the listing agreement in order to pay equitable remuneration to the Directors, KMPs and employees of the Company and to harmonise the aspirations of human resources consistent with the goals of the Company.

Objective and purpose of the policy

The objectives and purpose of this policy are:

To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a Director (Executive / Non- Executive) and recommend to the Board policies relating to the remuneration of the Directors, Key Managerial Personnel and other employees. This includes, reviewing and approving corporate goals and objectives relevant to the compensation of the Chief Executive Officer ("CEO"), evaluating the CEO's performance in light of those goals and objectives, and, either as a committee or together with the other independent directors (as directed by the board), determine and approve the CEO's compensation level based on this evaluation; and making recommendations to the board with respect to non- CEO executive officer compensation, and incentive-compensation and equity-based plans that are subject to board approval;

The policy also addresses the following items: Committee member qualifications; Committee member appointment and removal; Committee structure and operations; and Committee reporting to the Board.

To formulate the criteria for evaluation of performance of all the Directors on the Board;

To devise a policy on Board diversity; and

To lay out remuneration principles for employees linked to their effort, performance and achievement relating to the Company's goals.

Constitution of the Nomination and Remuneration Committee

The Board has constituted the "Nomination and Remuneration Committee" of the Board on 3rd March, 2018. This is in line with the requirements under the Companies Act, 2013 ("Act").

General

This Policy is divided in three parts: -

Part – A covers the matters to be dealt with and recommended by the Committee to the Board; Part – B covers the appointment and nomination; and Part – C covers remuneration and perquisites etc.

This policy shall be included in the Report of the Board of Directors.

Part – A

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

The following matters shall be dealt by the Committee:-

Size and composition of the Board:

Periodically reviewing the size and composition of the Board to ensure that it is structured to make appropriate decisions, with a variety of perspectives and skills, in the best interests of the Company as a whole;

Directors:

Formulate the criteria determining qualifications, positive attributes and independence of a Director and recommending candidates to the Board, when circumstances warrant the appointment of a new Director, having regard to the range of skills, experience and expertise, on the Board and who will best complement the Board;

Succession plans:

Establishing and reviewing Board and senior executive succession plans in order to ensure and maintain an appropriate balance of skills, experience and expertise on the Board and Senior Management;

Evaluation of performance:

Make recommendations to the Board on appropriate performance criteria for the Directors.

Formulate the criteria and framework for evaluation of performance of every Director on the Board of the Company.

Identify ongoing training and education programs for the Board to ensure that Non-Executive Directors are provided with adequate information regarding the options of the business, the industry and their legal responsibilities and duties.

Board diversity:

The Committee is to assist the Board in ensuring Board nomination process with the diversity of gender, thought, experience, knowledge and perspective in the Board, in accordance with the Board Diversity policy.

Remuneration framework and policies:

The Committee is responsible for reviewing and making recommendations to the Board on:

the remuneration of the Managing Director, Whole-time Directors and KMPs

the total level of remuneration of Non-Executive Directors and for individual remuneration for Non-Executive Directors and the Chairman, including any additional fees payable for membership of Board committees;

the remuneration policies for all employees including KMPs, senior management and other employees including base pay, incentive payments, equity awards, retirement rights and service contracts having regard to the need to

attract and motivate talent to pursue the Company's long term growth;

demonstrate a clear relationship between executive compensation and performance; and

be reasonable and fair, having regard to best governance practices and legal requirements.

the Company's equity based incentive schemes including a consideration of performance thresholds and regulatory and market requirements;

the Company's superannuation arrangements and compliance with relevant laws and regulations in relation to superannuation arrangements; and

the Company's remuneration reporting in the financial statements and remuneration report.

PART – B

Policy for appointment and removal of Director, KMPs and Senior Management

Appointment criteria and qualifications

The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or senior management level and recommend to the Board his / her appointment.

A person to be appointed as Director, KMP or senior management level should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

3. A person, to be appointed as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors / areas relevant to the Company, ability to contribute to the Company's growth, complementary skills in relation to the other Board members.

4. The Company shall not appoint or continue the employment of any person as Managing Director / Executive Director who has attained the age of sixty years and shall not appoint Independent Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended at the discretion of the committee beyond the age of sixty years/seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond sixty years/Seventy years as the case may be.

5. A whole-time KMP of the Company shall not hold office in more than one company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a Director in any company, with the permission of the Board of Directors of the Company.

Term / Tenure

Managing Director / Whole-time Director

The Company shall appoint or re-appoint any person as its Managing Director and CEO or Whole-time Director for a term not exceeding five years at a time. No re- appointment shall be made earlier than one year before the expiry of term.

Independent Director

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for five years or more in the Company, as per regulatory requirement, he / she shall be eligible for appointment for one more term of five years only.

At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time (Executive) Director of a listed company.

Removal

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Committee may

recommend, to the Board with reasons recorded in writing, removal of a Director or KMP subject to the provisions and compliance of the said Act, rules and regulations.

Retirement

The Whole-time Directors, KMP and senior management personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Whole-time Directors, KMP

and senior management personnel in the same position / remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company.

PART – C

Policy relating to the remuneration for Directors, KMPs and other employees

General

The remuneration / compensation / commission etc. to Directors will be determined by the Committee and recommended to the Board for approval.

The remuneration and commission to be paid to the Managing Director shall be in accordance with the provisions of the Companies Act, 2013, and the rules made thereunder.

Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Managing Director.

Where any insurance is taken by the Company on behalf of its Managing Director, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

Remuneration to KMPs and other employees

The policy on remuneration for KMPs and other employees is as below:-

Fixed pay

The remuneration and reward structure for employees comprises two broad components — annual remuneration and long-term rewards. The Committee would determine the remuneration of the Directors and formulate guidelines for remuneration payable to the employees.

These guidelines are as under:

Annual remuneration

Annual remuneration refers to the annual compensation payable to the employees of the Company. This comprises two parts - a fixed component, and a performance-linked variable component based on the extent of achievement of the individual's objectives and performance of the business unit. Every employee is required to sign a performance contract which clearly articulates the key performance measures for that particular defined role. The performance-linked variable pay will be directly linked to the performance on individual components of the performance contract and the overall performance of the business. An employee's variable pay would, therefore, be directly dependent on key performance measures that represent the best interests of shareholders.

The objective is to set the total remuneration at levels to attract, motivate, and retain high-caliber, and high potential personnel in a competitive global market. The total remuneration level is to be reset annually based on a comparison with the relevant peer group globally, established through independent compensation surveys, from time to time.

Long-term rewards

Long-term rewards may include Long-Term Incentive Plans (LTIP) under which incentives would be granted to eligible key employees based on their contribution to the performance of the Company, relative position in the organisation, and length of service under the supervision and approval of the Committee. The company could implement various long term awards schemes that could include Long Term Incentive Programme (LTIP) spread over several years with payouts in multiple tranches linked to Company's performance. Another form of long term awards could be in the nature of stock options of the company.

Stock Options may be granted to key employees and high performers in the organisation who would be selected by the Committee based on their criticality, past performance and potential. The grant, vesting and other scheme details would be formulated from time to time.

These long-term reward schemes are implemented to attract and retain key talent in the industry.

Minimum remuneration to Managing Director

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

Remuneration to Non-Executive / Independent Directors

The remuneration payable to each Non-Executive Director is based on the remuneration structure as determined by the Board, and is revised from time to time, depending on individual contribution, the Company's performance, and the provisions of the Companies Act, 2013 and the rules made thereunder.

The remuneration to the Non-executive Directors (including Independent Directors) may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

Annexure C

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 transaction under third proviso thereto.

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

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2020 which were not at arm's length basis.

2. Details of contracts or arrangements or transactions at Arm's length basis.

The material transactions entered into by the company with related party were at arm's length price and are in the normal course of the business of the company.

**For and on behalf of the Board of Directors
Powerful Technologies Limited**

**Sd/-
(Aditya Gutpa)
Managing Director
Din: 03500941**

**Sd/-
(Nitin Chhabra)
Director
DIN: 02921204**

**Place: New Delhi
Date: 14.12.2020**

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR
MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

To The Members of Powerful Technologies Limited

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR
MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

In Compliance with Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Aditya Gupta, Managing Director of the Company, hereby declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct formulated by the Company for the financial year ended March 31, 2020.

For Powerful Technologies Limited

Sd/-

(Aditya Gupta)

Managing Director

DIN: 03500941

Place: New Delhi

Date: 14.12.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

1	CIN	L26900DL2015PLC277265
2	Registration Date	26/02/2015
3	Name of the Company	POWERFUL TECHNOLOGIES LIMITED
4	Category/Sub-category of the Company	Company limited by Shares Non-govt company
5	Address of the Registered office & contact details	G-1, Prakash Chamber Ground Floor, 6 Netaji Subash Marg, Darya Ganj, Delhi-110002
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	E4/8, Block E 4, Jhandewalan Extension, Jhandewalan, New Delhi, Delhi 110055

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacture of computers and peripheral equipment	26201	100%

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	NOT APPLICABLE				

[illegible]

2. Non-Institutions								
a) Bodies Corp.								
i) Indian	932,000	NIL	932,000	846,000	NIL	846,000	8.44%	(11.67)
ii) Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Individuals								
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	928,000	NIL	928,000	1,092,000	NIL	1,092,000	10.90%	NIL
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	548,000	NIL	548,000	692,000	NIL	692,000	6.91%	NIL
c) Others (Director's Relative)	1200	NIL	1,200	1200	NIL	1,200	0.01%	NIL
Non Resident Indians	1,491,716	NIL	1,491,716	1,495,716	NIL	1,495,716	14.92%	NIL
Overseas Corporate Bodies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Foreign Nationals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Clearing Members	254,000	NIL	254,000	28,000	NIL	28,000	0.28%	NIL
Trusts	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Foreign Bodies - D R	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(2):-	4,154,916	NIL	4,154,916	4,154,916	NIL	4,154,916	41.46%	NIL
Total Public (B)	4,154,916	NIL	4,154,916	4,154,916	NIL	4,154,916	41.46%	NIL
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	10,021,716	NIL	10,021,716	10,021,716	NIL	10,021,716	100.00%	NIL

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year		Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total	
1	Karuna Chhabra	2,962,228	NIL	2,962,228	29.56%	NIL	0.00%
2	Aditya Gupta	2,904,172	NIL	2,904,172	28.98%	NIL	0.00%
3	Nitin Chhabra	400	NIL	400	0.01%	NIL	0.00%
4	Ramesh Chander Chhabra	400	NIL	400	0.01%	NIL	0.00%
5	Krishna Chhabra	400	NIL	400	0.01%	NIL	0.00%
6	Lalit Kumar Gupta	400	NIL	400	0.01%	NIL	0.00%
Total		5,868,000	NIL	5,868,000	58.58%	NIL	0.00%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Karuna Chhabra						
	At the beginning of the year			2,962,228	40.22%	2,962,228	40.22%
	Change during the year						
	At the end of the year			2,962,228	40.22%	2,962,228	40.22%
2	Aditya Gupta						
	At the beginning of the year			2,904,172	49.00%	2,904,172	49.00%
	Change during the year						
	At the end of the year			2,904,172	39.43%	2,904,172	39.43%
3	Nitin Chhabra						
	At the beginning of the year			400	0.01%	400	0.01%
	Change during the year						
	At the end of the year			400	0.01%	400	0.01%

(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	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Vinod Kumar Mohindra						
	At the beginning of the year			1,485,716	14.83%	1,485,716	14.83%
	Change during the year						
	At the end of the year			1,485,716	14.83%	1,485,716	14.83%

2	R N FINANCE LIMITED						
	At the beginning of the year			NIL	NIL	NIL	NIL
	Change during the year		Transfer	54,000	0.54%	54,000	0.54%
	At the end of the year			54,000	0.54%	54,000	0.54%
3	MITTAL PORTFOLIOS PRIVATE LIMITED						
	At the beginning of the year			NIL	NIL	NIL	NIL
	Change during the year		Transfer	702,000	7.00%	702,000	7.00%
	At the end of the year			702,000	7.00%	702,000	7.00%
4	RAJESH KUMAR PIROGIWAL AND SONS						
	At the beginning of the year			100,000	0.99%	100,000	0.99%
	Change during the year						
	At the end of the year			100,000	0.99%	100,000	0.99%
5	RADHU DEVELOPERS PVT LTD						
	At the beginning of the year			90,000	0.90%	90,000	0.90%
	Change during the year						
	At the end of the year			90,000	0.90%	90,000	0.90%
6	MANISH MITTAL						
	At the beginning of the year			58,000	0.57%	58,000	0.57%
	Change during the year		Transfer	162,000	1.62%	162,000	1.62%
	At the end of the year			220,000	2.19%	220,000	2.19%
7	LILAVATIBEN KISHORE VERADIYA						
	At the beginning of the year			NIL	NIL	NIL	NIL
	Change during the year		Transfer	38,000	0.37%	38,000	0.37%
	At the end of the year			38,000	0.37%	38,000	0.37%
8	SACHIN KAPOOR						
	At the beginning of the year			52,000	0.52%	52,000	0.52%
	Change during the year						
	At the end of the year			52,000	0.52%	52,000	0.52%
9	HIMANSHU MITTAL						
	At the beginning of the year			48,000	0.48%	48,000	0.48%
	Change during the year		Transfer	12,000	0.11%	12,000	0.11%
	At the end of the year			60,000	0.59%	60,000	0.59%
10	MANISH MITTAL HUF						
	At the beginning of the year			44,000	0.44%	44,000	0.44%
	Change during the year						
	At the end of the year			44,000	0.44%	44,000	0.44%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Karuna Chhabra						
	At the beginning of the year			2,962,228	40.22%	2,962,228	40.22%
	Change during the year						
	At the end of the year			2,962,228	40.22%	2,962,228	40.22%
2	Aditya Gupta						
	At the beginning of the year			2,904,172	49.00%	2,904,172	49.00%
	Change during the year						
	At the end of the year			2,904,172	39.43%	2,904,172	39.43%
3	Nitin Chhabra						
	At the beginning of the year			400	0.01%	400	0.01%
	Change during the year						
	At the end of the year			400	0.01%	400	0.01%

V. INDEBTEDNESS :

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	97,731,021.00	6,496,583.00		104,227,604.00
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)	97,731,021.00	6,496,583.00	NIL	104,227,604.00
Change in Indebtedness during the financial year				
* Addition	18,833,103.00	5,153,252.00		23,986,355.00
* Reduction	-	-		-
Net Change	18,833,103.00	-	NIL	23,986,355.00
Indebtedness at the end of the financial year				
i) Principal Amount	116,564,124.00	11,649,835.00		128,213,959.00
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)	116,564,124.00	11,649,835.00	NIL	128,213,959.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

SN.	Particulars of Remuneration	Name		Total Amount
		Designation		(Rs/Lac)
		Aditya Gupta	Nitin Chhabra	
1	Gross salary	500000	500000	1000000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			
2	Stock Option			
3	Sweat Equity			
4	Commission			
	- as % of profit			
	- others, specify			
5	Others, please specify			
	Total (A)			
	Ceiling as per the Act	500000	500000	1000000

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
					(Rs/Lac)
1	Independent Directors				
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (1)				
2	Other Non-Executive Directors				
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (2)				
	Total (B)=(1+2)				
	Total Managerial Remuneration				
	Overall Ceiling as per the Act				

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD :

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
		Name			(Rs/Lac)
		Designation	CEO	CFO	CS
1	Gross salary	-	875000	221023	1096023
	(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				
	(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		75000	221023	1096023

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

By Order of the Board

POWERFUL TECHNOLOGIES LIMITED

Date: 14.12.2020

Place: Delhi

Nitin Chhabra

Director

DIN: 02921204

Aditya Gupta

Director

DIN: 03500941

Add: House No-529 Sector- 2C, Vasundhra Ghaziabad- 201001

Add: F-301, Bhagyanagar Phase-1 Delhi 110091

INDEPENDENT AUDITOR'S REPORT

To
The Members of Powerful Technologies Limited
Report on the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Powerful Technologies Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020 and the Statement of Profit and Loss and the statement of cash flows for the year then ended, and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 in the manner so required subject to our notes forming part of audit report, bank balances in current account & loan account, third party balances are subject to confirmations and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its loss, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of

Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Information other than the financials statements and auditors' report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do 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 and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, 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 these standalone financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with

the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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, the Board of Directors 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 the Board of Directors 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:

- 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.
- 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If 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.
- 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 with them all relationships and other matters that may 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 standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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

1. 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, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143 (3) of the Act, we report that:

a) Subject to our notes forming part of audit report, we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of written representations received from the directors, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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”.

g) With respect to the matter to be included in the Auditors’ Report in accordance with the requirement of section 197(16) of the act, as amended:

In our opinion and to the best of our information and according to the explanation given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

(i) The Company does not have any pending litigation as on 31.03.2020.

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund.

(iv) The disclosures regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not

been made in these standalone financial statements since they do not pertain to the financial year ended 31.03.2020.

For SPS Gupta & Associates
Chartered Accountants
Firm Registration No: 513769C

Sd/-
P.C. Gupta
Partner
Membership No.: 086276
UDIN: 20086276AAAAAJ6904

PLACE: NEW DELHI
DATE : 30.07.2020

Annexure - A to Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

i) In Respect of its Fixed Assets:

The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets. In our opinion the fixed assets covering significant value have been physically verified by the Management during the year at reasonable intervals and having regard to the size of the Company and the nature of its assets and on the basis of the information and explanations given by the Management, no material discrepancies have been noticed on such verification.

According to information and explanation given to us and on the basis of our examination of the records of the Company does not hold any immovable property.

ii) In Respect of its Inventory :

No documents has been produced for our verification which shows that company has undertook physical verification of inventories lying as on 31st March 2020

iii) In our opinion and according to information and explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act, 2013.

iv) No information has been provided during the course of audit regarding bank guarantee given/ taken by the company for the financial year ended 31st March 2020.

v) In our opinion and according to information and explanation given to us, the Company has not accepted any deposits covered under section 73 or any other provisions of the Companies' act 2013 except an amount of Rs 8 lacs given by Nagaland technology & management on 14th March 2018. This amount is shown as advance in the books of company.

vi) According to information and explanations given to us, the Central Government has not prescribed maintenance of cost records for the company under sub-section (1) of Section 148 of the Companies Act, 2013.

vii) According to the information and explanations given to us, in respect of statutory dues :

a) The Company is not regular in depositing undisputed statutory dues mainly income tax, interest or due amount, TDS, ESI & PF as per details enclosed. including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Value Added Tax, Duty of Custom, Duty of Excise, Cess, Service Tax and any other statutory dues applicable to it with the appropriate authorities and there were no undisputed dues in arrears as at 31st March, 2020 for a period of more than six months from the date they become payable.

Statement of arrears of statutory dues outstanding for more than six months:

Name of the Statute	Nature of the Dues	Amount (Rs.)	Period to which amount relates	Due Date	Date of Payment
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Provident Fund	90,122	May-August'19	Immediate	Not yet paid
Employees' State Insurance Act, 1948	ESI	12,342	May-August'19	Immediate	Not yet paid
Value Added Tax	VAT			Immediate	Not yet

Act, 2005		4,38,260		ate	paid
Income Tax Act	Income Tax	1,12,85,180	2018-19	Immedi ate	Not yet paid
Income Tax Act	Income Tax	29,86,029	2018-19	Immedi ate	Not yet paid

b) There are dues of Income tax or sales tax or service tax or duty of customs or duty of excise or value added tax which have not been deposited with the appropriate authorities on account of any dispute. The information has not been shared by the company.

viii) According to the information & explanations given to us and books of accounts examined by us the company is not regular in repayment of due EMI both at Delhi & Noida location with various banks as per detailed enclosed. Most of the accounts are NPA.

Particulars	Amount of default as at The balance sheet date	Period of default
Name of the Lenders: In case of:		
Bank: Deutsche Bank HDFC Bank	6,46,837 5,49,560	
Financial Institutions: -Aditya Birla finance Limited -ECL finance Limited	7,60,998 10,35,495	Financial Year 2019-2020

-India Infoline finance Limited	7,65,149	
-IVL Finance Limited	2,46,773	
-Magma Fincorp Limited	6,61,605	
-Tata Capital Financial Services Limited	6,75,493	
-Neo Growth	3,94,933	
-Northern Arc Capital	3,84,70,239	

ix) According to information & explanations given to us

a) the Company has not raised money by way of initial public offer or further public offer (including debt instruments) and term loans during the year, the said clause is not applicable.

b) No additional loan were disbursed to the company either in the form of term loan or working capital or any other form during the year under audit.

x) Based upon the audit procedure performed and information and explanations given by the Management, we report that no fraud on or by the Company has been noticed or reported during the year.

xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided managerial remuneration during the current year in accordance with section 197 of The Companies Act 2013.

xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with section 177 and 188 of the companies Act,2013 where applicable and the details have been disclosed in the Financial Statements as required by the applicable accounting standard.

xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

xv) We are unable to comment whether the Company has entered into non-cash transactions with directors or persons connected with him as no information was provided to us for our verification.

xvi) The Company is not required to take the registration under section 45-IA of the Reserve Bank of India Act, 1934. Hence, the said is clause is not applicable.

For SPS Gupta & Associates
Chartered Accountants
Firm Registration No: 513769C

Sd/-
P.C. Gupta
Partner
Membership No.: 086276
UDIN: 20086276AAAAAJ6904

PLACE: NEW DELHI
DATE : 30.07.2020

Annexure-(B)

Report to the Independent Auditor's Report on the Financial Statements of Powerful Technologies Limited

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date) We have audited the internal financial controls over financial reporting of Powerful Technologies Limited ("the Company") as of March 31, 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013

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 and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

(1) pertain to the maintenance of records that, in reasonable 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 payments of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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.

For SPS Gupta & Associates
Chartered Accountants
Firm Registration No: 513769C

Sd/-
P.C. Gupta
Partner
Membership No.: 086276
UDIN: 20086276AAAAAJ6904

PLACE: NEW DELHI
DATE : 30.07.2020

Notes which is part of Audit Report:

1. The company has no proper internal audit system and no internal audit report has been produced for our verification.
2. The quantitative details along with the valuation method for valuing the raw material and finished goods of inventories has not been produced for our verification.
3. Details of stock of raw material and finished goods were not produced for our verification. Therefore we are unable to comment to what extent stock contains slow moving or un-salable items.
4. We are unable to comment whether proper records for receipts and issuance of inventory is maintained or not as no documentary evidence was shown to us.
5. Debtors, creditors' balances and bank balances are subject of confirmation.
6. List of creditors covered under MSME was not produced for our verification. We are unable to comment for the provision of MSME Act was complied with or not.
7. We are unable to comment whether provisions of section 134 for the compliance of prevention of sexual harassment have been complied with or not as no documentary evidence was produced for our verification.
8. Cash balance certificate as at 31st March 2020 was not produced for our verification. Therefore we are unable to comment regarding the correctness of cash in hand in the books of accounts.
9. The Company is not regular in depositing the statutory dues like ESI, PF, TDS, GST on time.
10. We are unable to comment whether there is any pending litigation against the company as on 31st March 2020 as no documentary evidences has been produced by the management for our verification.
11. Details of transactions with related party were not provided to us so we are unable to comment whether the provision of section 177 & 188 are applicable or not.

POWERFUL TECHNOLOGIES LIMITED

CIN: U26900DL2015PLC277265

Standalone Statement of Assets And Liabilities as at 31st March, 2020

Amount in Rs.		
PARTICULARS	As at 31st March 2020	As at 31st March 2019
	Audited	Audited
<u>EQUITY AND LIABILITIES</u>		
Shareholders' funds		
Share Capital	100,217,160.00	100,217,160.00
Reserves and surplus	(113,677,021.94)	153,443,497.00
Non-Current Liabilities		
Long-term borrowings	67,330,456.48	45,913,895.00
Deferred tax liabilities (net)	-	-
Current liabilities		
Short-term borrowings	60,883,502.91	58,313,709.00
Trade payables	49,437,050.87	87,443,603.00
Other current liabilities	19,035,009.74	42,642,865.00
Short term provisions	14,733,956.00	17,227,810.00
	197,960,114.06	505,202,539.00
<u>ASSETS</u>		
Non current assets		
Property, Plant and Equipments	2,183,211.71	3,475,974.00
Other non current assets	15,172,901.00	15,170,733.00
Deferred tax assets (net)	4,446,597.33	4,407,432.00
Current assets		
Inventories	15,244,582.40	190,557,280.00
Trade receivables	138,355,921.19	261,486,621.00
Cash and cash equivalents	1,227,706.81	1,989,239.00
Short term loan and advances	21,329,193.63	22,670,525.00
Other current assets	-	5,444,735.00
	197,960,114.06	505,202,539.00

POWERFUL TECHNOLOGIES LIMITED

CIN: U26900DL2015PLC277265

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

PARTICULARS	For the year ended 31st March, 2020	For the year ended 31st March, 2019
	Audited	Audited
Revenue		
Revenue from operations	152,780,844	584,136,949
Other income	157,512	744,774
Total Revenue	152,938,356	584,881,723
Expenses		
Cost of materials consumed	94,347,379	407,486,132
Purchases of stock-in trade	165,088,053	128,666,391
Change in inventory of finished goods/ WIP/ Stock in trade	105,750,789	(16,336,334)
Employee benefits expense	6,764,203	12,347,362
Finance costs	15,265,446	14,365,024
Depreciation and amortization expense	1,295,462	2,692,015
Other Expenses	34,055,812	24,568,302
Total expenses	422,567,144	573,788,892
Exceptional items	-	-
Profit/(Loss) before extraordinary items and tax	(269,628,787)	11,092,831
Less: Tax expense		
Current tax	-	5,638,229
Deferred Tax	(39,165)	(4,394,081)
Minimum alternate tax	-	-
Profit/(Loss) for the period	(269,589,622)	9,848,683
Earning per equity share		
Basic/Diluted	-	1.10

POWERFUL TECHNOLOGIES LIMITED

CIN: U26900DL2015PLC277265

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2020**2.1 SHARE CAPITAL**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Authorised 1,02,00,000 shares of Rs.10 each (PY 70,00,000 shares of Rs. 10 each)	102,000,000	102,000,000
	102,000,000	102,000,000
Issued, Subscribed & fully paid up 1,00,21,716 shares of Rs.10 each (PY 18,41,429 shares of Rs.10 each)	100,217,160	100,217,160
	100,217,160	100,217,160

2.1.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period**Equity shares**

	31st March 2020	
	Number	(Rs.)
At the beginning of the year	10,021,716	100,217,160
Preference Share converted into equity share	-	-
Shares issued during the year	-	-
Bonus issued during the year	-	-
Outstanding at the end of the year	10,021,716	100,217,160

Preference shares

	31 March 2020	
	Number	(Rs.)
At the beginning of the year	-	-
Issued during the year	-	-
Preference Share converted into equity share	-	-
Outstanding at the end of the year	-	-

POWERFUL TECHNOLOGIES LIMITED

CIN: U26900DL2015PLC277265

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2020**The details of shareholder holding more than 5% equity shares is set below:**

Name of Shareholders	As at 31st March 2020	As at 31st March 2019
	No. of Shares held (%)	No. of Shares held (%)
Karuna Chhabra	29,98,800 (29.92%)	29,62,228 (29.56%)
Aditya Gupta	28,81,200 (28.74%)	29,04,172 (28.98%)
Vinod K Mohindra & Sushila Mohindra	14,85,716 (14.82%)	14,85,716 (14.82%)
SHARE INDIA FINCAP PRIVATE LIMITED	7,84,000 (7.82%)	7,84,000 (7.82%)

2.2 RESERVE AND SURPLUS

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Securities Premium Account		
Opening Balance	97,267,244	61,285,710
Add: Amount received towards issues of shares during the year	-	108,896,000
Less: Amount utilised towards issue of bonus shares	-	(55,242,870)
Less: Amount utilised towards IPO expenses	-	(17,671,596)
Closing Balance	97,267,244	97,267,244
Surplus balance in the statement of profit and loss		
Opening Balance	56,176,253	46,327,571
Add: Profit/(Loss) for the year	(269,589,622)	9,848,682
Less: Amount utilised towards issue of bonus shares	-	-
Less: Excess Provision of Income Tax/ Income W/Off and TDS	2,469,103	-
Receivable of Previous years	-	-
Add/ Less: Dep W/off pursuant to change in useful life	-	-
Closing Balance	(210,944,266)	56,176,253
	(113,677,022)	153,443,497

2.3 LONG TERM BORROWINGS

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
<u>SECURED</u>		
Term Loan From Bank	2,038,098	1,196,882
Term Loan From Others	53,642,523	38,220,430
<u>UNSECURED</u>		
Term Loan form Others	11,649,835	6,496,583
	67,330,456	45,913,895

POWERFUL TECHNOLOGIES LIMITED

CIN: U26900DL2015PLC277265

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2020**2.5 SHORT TERM BORROWINGS**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Secured Working Capital Loans Rupee Loans from Banks/ Financial Institutions -Dena Bank	60,883,503	58,313,709
	60,883,503	58,313,709

2.6 TRADE PAYABLES

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Trade Payables -Acceptances against Letter of Credit issued by Banks -Other than Acceptances	- 49,437,051	- 87,443,603
	49,437,051	87,443,603

2.7 OTHER CURRENT LIABILITIES

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Advances from Customers	4,176,435	5,997,417
Creditor for capital goods	3,325,000	3,325,000
Current maturities of long term debt	-	23,028,070
Expenses Payables	6,563,468	6,549,057
Statutory Liabilities	4,970,107	3,743,321
	19,035,010	42,642,865

2.8 SHORT-TERM PROVISIONS

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Provision for Income Tax	14,733,956	17,227,810
	14,733,956	17,227,810

POWERFUL TECHNOLOGIES LIMITED

CIN: U26900DL2015PLC277265

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2020**2.10 OTHER NON CURRENT ASSETS**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Other non-current assets		
Balance with Banks in FDRs with original maturity of more than 12 months	36,056	33,888
Security Deposits (Interest Bearing)	15,136,845	15,136,845
	15,172,901	15,170,733

2.11: INVENTORIES

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
	Rs.	Rs.
Raw Material	8,641,478	78,203,387
Work In Progress	1,464,230	19,592,926
Finished Goods	3,744,745	68,115,743
Stock in trade	1,394,129	24,645,224
	15,244,582	190,557,280

2.12: TRADE RECEIVABLES

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Unsecured, considered good		
Debts outstanding for period for less than six months	128,156,668	244,542,733
Debts outstanding for period for more than six months	10,199,253	16,943,890
	138,355,921	261,486,623

2.13: CASH AND CASH EQUIVALENTS

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Cash on hand	27,388	343,894
Balance with Banks in Current A/c	300,319	645,345
Cheque in Hand	900,000	1,000,000
	1,227,707	1,989,239

POWERFUL TECHNOLOGIES LIMITED

CIN: U26900DL2015PLC277265

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2020**2.14: SHORT TERM LOAN AND ADVANCES**

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Advances to Suppliers	8,955,877	14,178,014
Balance with Government Authorities	6,673,117	804,604
Other Loan and Advances	4,050,067	6,026,821
Prepaid Expenses	58,200	55,488
Security Deposits	1,585,599	1,605,599
INPUT TAX RECEIVABLE	6,334	
	21,329,194	22,670,526

2.15: OTHER CURRENT ASSETS

Particulars	As at 31st March 2020	As at 31st March 2019
	Rs.	Rs.
Insurance Claims	-	5,444,735
	-	5,444,735

2.16: REVENUE FROM OPERATIONS

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
	Rs.	Rs.
Sale of Products		
Domestic Sales	171,904,326	583,809,487
Export Sales	124,218	327,462
Other Operating Revenues	-	-
	172,028,544	584,136,949

2.17: OTHER INCOME

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
	Rs.	Rs.
Discount received	-	233,186
Interest income	2,168	154,116
Miscellaneous income	155,344	357,472
Foreign Exchange Gain	-	-
	157,512	744,774

2.18: COST OF MATERIAL CONSUMED

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
	Rs.	Rs.
Opening stock	78,203,387	77,566,614
Add: Purchases	24,785,470	408,122,905
Less: Closing Stock	8,641,478	78,203,387
Cost of Material Consumed	94,347,379	407,486,132

POWERFUL TECHNOLOGIES LIMITED

CIN: U26900DL2015PLC277265

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2020**2.19: CHANGE IN INVENTORY OF FINISHED GOODS/ WIP/ STOCK IN TRADE**

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
	Rs.	Rs.
Inventories at the end of the year		
Work in progress	1,464,230	19,592,926
Finished Goods	3,744,745	68,115,743
Stock-in-trade	1,394,129	24,645,224
	6,603,104	112,353,893
Inventories at the beginning of the year		
Work in progress	19,592,926	33,709,897
Finished Goods	68,115,743	46,690,662
Stock-in-trade	24,645,224	15,617,000
	112,353,893	96,017,559
	105,750,789	(16,336,334)

2.20: EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
	Rs.	Rs.
Contribution to provident and other funds	112,775	231,771
Salary and Wages	4,622,930	6,342,818
Staff Welfare Expenses	228,498	2,028,073
Leave Encashment Expenses	-	144,700
Director's remuneration	1,800,000	3,600,000
	6,764,203	12,347,362

2.21: FINANCE COST

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
	Rs.	Rs.
Interest Expense on borrowings	15,242,579	12,479,216
Interest Expense on statutory dues	10,468	1,254,879
Other borrowing costs	12,399	630,929
	15,265,446	14,365,024

POWERFUL TECHNOLOGIES LIMITED**CIN: U26900DL2015PLC277265****NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2020****2.22: OTHER EXPENSES**

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
	Rs.	Rs.
Audit Fees	200,000	258,850
Advertisement Expenses	21,186	1,498,427
Business Promotion Expenses	313,073	219,713
Clearing & Forwarding Charges	2,161,506	3,720,087
Bank Charges	120,708	542,752
Conveyance & Travelling Expenses	451,649	1,936,846
Customer care charges	-	627,956
Freight & Cartage	2,304,691	1,182,841
General Expenses	1,022,367	1,085,657
Insurance Exp.	5,548,872	298,791
Legal and Professional Charges	150,584	1,890,000
Office Maintenance Expenses	57,477	63,013
Other government charges and taxes	166,267	508,935
Packing Charges	30,144	194,904
Power & Fuel	363,530	538,519
Printing & Stationary Expenses	343,650	497,199
Rent, rate and Taxes	430,806	397,495
Repair & Maintenance	471,448	191,231
Rebate, Claims and Discount Expenses	15,749,029	146,394
Royalty/ Commission Expenses	425,823	4,608,461
Telephone, Postage & Courier Expenses	233,544	646,739
Foreign Exchange Loss	492,476	2,090,075
Prior Period Expenses	-	125,055
Director Sitting Fees	-	247,500
CSR Expenses	-	1,050,863
Bad Debts	2,996,981	-
	34,055,812	24,568,303