GB GLOBAL LIMITED
(Formerly known as Mandhana Industries Limited)
CIN:L17120MH1984PLC033553
Registered office: Plot No. C-3, M.I.D.C., Tarapur Industrial Area, Boisar, Dist. Palghar-401 506
Corporate Office: Marathon Futurex, Unit.No.A-2402, 24th Floor, Mafatlal Mills Compound, N.M.Joshi Marg, Lower Parel, Mumbai – 400 013
Website: www.gbglobal.in; **Email**: info@gbglobal.in; **Ph**: 91-22-43539191 / Fax: 91-22-43539392

1st December, 2020

To,

BSE Limited,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited
Listing Department,
Exchange Plaza, Plot No. C-1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Dear Sir/ Madam,

Sub: Notice of the 36th Annual General Meeting and Annual Report 2019-20

Ref: BSE Scrip Code – 533204 & NSE Symbol - GBGLOBAL

We wish to inform you that the 36th Annual General Meeting ('AGM') of GB GLOBAL LIMITED (Formerly known as Mandhana Industries Limited) ('Company') is scheduled to be held on **Thursday, the 24th December, 2020 at 11:30 a.m.** by Video Conferencing ("VC") / or Other Audio Visual Means ("OAVM") on account of outbreak of corona virus ('Covid-19') pandemic and in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and SEBI.

The Notice of the 36th AGM and the Annual Report of the Company for the financial year 2019-20 are enclosed herewith for your records.

Kindly take the above on your records and oblige.

Thanking you,

For GB GLOBAL LIMITED
(Formerly known as Mandhana Industries Limited)

CHARU SANDEEP DESAI

Digitally signed by CHARU SANDEEP DESAI
DN: c=IN, o=Personal, 2.5.4.20=57fcf9c43dabb0d77eb0b988ccd4b8940ff0310dff2d414da8e8b40fa866aae, postalCode=400601, st=Maharashtra, serialNumber=3115f208c12581378b7c8676151376d9d79aa3f0b6107ab518f97184f8b4f65db, cn=CHARU SANDEEP DESAI
Date: 2020.12.01 15:31:30 +05'30'

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

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C.C.:

National Securities Depository Limited Trade World "A" Wing, Kamala Mills Compound, 4th Floor, Senapati Bapat Marg, Lower Parel, Mumbai - 400 033	**Central Depository Services (India) Limited** 25th Floor, A –Wing, Marathon Futurex, N M Joshi Marg, Lower Parel, Mumbai – 400 012	**Link Intime India Private Limited** C-101, 247 Park, L.B.S. Marg Vikhroli (W), Mumbai - 400 083

GB GLOBAL LIMITED

(Formerly known as Mandhana Industries Limited)

CIN:L17120MH1984PLC033553

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Corp.Off.: Marathon Futurex, Unit.No.A-2402, 24th Floor, Mafatlal Mills Compound, N.M.Joshi Marg, Lower Parel, Mumbai – 400 013
Tel.:91-22-43539191 / Fax: 91-22-43539392 / e.mail: info@gbglobal.in / Website : www.gbglobal.in

NOTICE OF 36TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 36th Annual General Meeting (the "Meeting") of GB Global Limited will be held on Thursday, 24th Day of December, 2020 at 11.30 a.m. (IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM") ("hereinafter referred to as "electronic mode") on account of the Corona virus pandemic (COVID-19) and in accordance with the relevant circulars issued by the Ministry of Corporate affairs, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. Ratification of the remuneration payable to the Cost Auditor for the financial year ending March 31, 2021.

   To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 if any, including any statutory modification(s) or re-enactment thereof, for the time being in force and the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to M/s. C.B Modh & Co., Cost Accountant, the Cost Auditor of the Company, to audit the cost records maintained by the Company for the Financial Year 2020-21, amounting to Rs.1,00,000/- (Rupees One Lakh Only) plus taxes as applicable and reimbursement of actual travel and out of pocket expenses be and is hereby ratified and confirmed."

For GB GLOBAL LIMITED
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Mrs. Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

Place : Mumbai
Date : 26th November, 2020

NOTES:

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5th May, 2020 read together with circulars dated 8th April, 2020 and 13th April, 2020 (collectively referred to as 'MCA Circulars') permitted convening the Annual General Meeting ('AGM' / 'Meeting') through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM'), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the AGM of the Company is being held through VC / OAVM.

2. The relevant Explanatory Statement pursuant to section 102 of the Companies Act, 2013 ('Act') in respect of the business under Item No. 3 of the Notice, is annexed hereto. The relevant details as required under Listing Regulations, of person/s seeking appointment/ re-appointment as Director/s forms part of this notice.

3. Pursuant to the provisions of the Act, generally a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

5. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 18th December, 2020 to Thursday, 24th December, 2020 (both days inclusive), ('Book Closure period') for the purpose of holding Annual General Meeting.

6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting.

7. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service ('NECS'), Electronic Clearing Service ('ECS'), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant ('DP'). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Share Transfer Agent ('RTA' / 'LIIPL' / 'Link Intime'), M/s. Link Intime India Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the RTA at rnt.helpdesk@ linkintime.co.in.

   The SEBI has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in physical form are requested to submit their PAN details to the RTA.

8. In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

9. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April 1, 2019, except in case of request received for transmission or transposition of securities. In view of the above and to avail free transferability of shares and the benefits of dematerialisation, members are requested to consider dematerialization of shares held by them in physical form. Members can contact the Company or its RTA for the same.

10. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

11. Any Member desirous of getting any information on the accounts or operations of the Company is requested to forward his/her/its queries to the Company at least seven working days prior to the Meeting, so that the required information can be made available at the Meeting.

12. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 12th May, 2020, Notice of the AGM along with the Annual Report 2019-2020 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-2020 will also be available on the Company's website at www.gbglobal.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.

13. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

14. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@gbglobal.in.

15. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, the Company is pleased to provide the Members a facility to exercise their right to vote on resolutions proposed to be considered at the 36th AGM by electronic means through e-Voting Services. The facility of casting votes by the Members using an electronic voting system from a place other than venue of the AGM ('remote e-voting') will be provided by LIIPL. In addition, the facility for voting through electronic voting system will also be made available at the Meeting ('e-voting at the AGM") and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through INSTAMEET facility. The Company has engaged the services of LIIPL as the agency to provide e-voting facility at the AGM. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions given below.

16. Based on the shareholding of the Members, whose names appear in the Register of Members/ List of beneficial owners, received from National Securities Depository Limited ('NSDL') / CDSL as on close of the business hours on Friday, 18th December, 2020 ('cut- off date'), a member shall be entitled to vote by way of remote voting or during the AGM. However, a person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

17. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM, but shall not be entitled to cast their vote again.

18. The remote e-voting period commences on Monday, 21st December, 2020 (9.00 a.m.) (IST) and ends on Wednesday, 23rd December, 2020 (5.00 p.m.) (IST).

19. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote by remote e-voting. The remote e-voting module shall be disabled by LIIPL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting by INSTAMEET facility at the AGM. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

20. Instructions for shareholders to vote electronically:

(A) Remote e-voting Instructions for shareholders

1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in

   Those who are first time users of Link Intime India Pvt. Limited (LIIPL) e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:

   - Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details:

A. User ID: Enter your User ID

   - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
   - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
   - Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Registrar.

- Shareholders/ members holding shares in CDSL demat account shall provide either 'C' or 'D', above
- Shareholders/ members holding shares in NSDL demat account shall provide 'D', above
- Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
- Set the password of your choice (The password should contain minimum 8 characters, atleast one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
- Click "confirm" (Your password is now generated).

NOTE: If Shareholders/ members are holding shares in demat form and have registered on to e-Voting system of LIIPL: https://instavote.linkintime.co.in, and/or voted on an earlier event of any company then they can use their existing password to login.

2. Click on 'Login' under 'SHARE HOLDER' tab.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit.'
4. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
5. E-voting page will appear.
6. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
7. After selecting the desired option i.e. Favour / Against, click on 'Submit.' A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
8. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote. linkintime.co.in and register themselves as 'Custodian / Mutual Fund / Corporate Body.' They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

If you have forgotten the password:

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit.'
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in the Notice.

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Shareholders/ members holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

In case shareholders/ members have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-Voting manual available at https://instavote.linkintime.co.in, under Help section or send an email to enotices@ linkintime. co.in or contact on: - Tel: 022 –4918 6000 (InstaVote Support Desk, Link Intime India Private Limited)

(B) Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: https://instameet.linkintime.co.in
   - Select the "Company" and 'Event Date' and register with your following details: -

A. Demat Account No. or Folio No.: Enter your 16 digit Demat Account No. or Folio No.
   - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
   - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
   - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.
   - Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (appendix) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Appendix

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

a) Please download and install the Webex application by clicking on the link https://www.webex.com/ downloads.html/

Or

b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1 Enter your First Name, Last Name and Email ID and click on Join Now.

1 (A) If you have already installed the Webex application on your device, join the meeting by clicking on Join Now

1 (B) If Webex application is not installed, a new page will appear giving you an option to either add Webex to chrome or Run a temporary application.

Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now.

(C) Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the email id cs@gbglobal.in from their e-mail ID registered with the Company / their Depository Participants (DP).
2. Shareholders will get confirmation on first cum first serve basis depending upon the provisions made by the Company.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholders may ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.
   Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

(D) Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit.'
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against.'
5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/ Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@ linkintime.co.in or contact on: - Tel: 022- 49186175. (InstaMeet Support Desk, Link Intime India Private Limited)

(E) Other Guidelines for Members

(1) Any person, who acquires shares of the Company and becomes Member of the Company after the date of dispatch of the Notice of the AGM by email and holds shares as on the cut-off date, may obtain the User ID and Password by sending a request to the Company's email ID cs@gbglobal.in from their registered e-mail ID with the Company or his/her/its DP. However, if you are already registered with LIIPL for remote e-Voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on https://instavote.linkintime.co.in.

(2) During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event". Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

21. Mr. Nitin R. Joshi, Practicing Company Secretary (Membership No. FCS: 1884) (Address: 415, Marathon Max, Next to Udyog Shetra, Junction of L.B.S. Marg and Goregaon Link Road, Mulund (W), Mumbai 400 080) has been appointed as the Scrutinizer to scrutinize the entire voting process in a fair and transparent manner. Scrutinizer's email address is: n_r_joshi@yahoo.com.

22. You can also update your mobile number and email id in the user profile details of the folio which may be used for sending future communication(s).

23. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date.

24. A person, whose name is recorded in the Register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date only, shall be entitled to avail the facility of remote e-voting or for voting at the AGM. A person, who is not a member as on the cutoff date, should treat the Notice for information purpose only.

25. The Scrutinizer shall, after the conclusion of e-voting at the AGM, scrutinize the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting and shall submit, within 48 hours from the conclusion of the AGM, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him or Board of Directors, who shall countersign the same and declare the result of the voting forthwith.

26. The voting results shall be displayed in the prescribed format on the Notice Board of the Company at its Registered Office as well as the Head Office/ Corporate Office. The voting results declared along with the report of the Scrutinizer shall also be placed on the website of the Company, viz. www.gbglobal.in and on the website of LIIPL immediately after the declaration of results by the Resolution Professional / Chairman or a person authorized by him/ Board of Directors in writing. The voting results shall also be forwarded to the Stock Exchanges on which the shares of the Company are listed i.e. BSE Limited & National Stock Exchange of India Limited.

27. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the company. This forms is available on the web site of the Company viz., www.gbglobal.in.

For **GB GLOBAL LIMITED**
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Mrs. Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

Place : Mumbai
Date : 26th November, 2020

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 SETTING OUT ALL THE MATERIAL FACTS RELATING TO SPECIAL BUSINESS:

Item No. 3

The Companies (Cost Records and Audit) Amendment Rules, 2014, mandate audit of the cost accounting records of the Company in respect of certain product categories. Accordingly, the Resolution Professional has appointed M/s. C.B Modh & Co., Cost Accountants as the Cost Auditors of the Company for the FY 2020-21 at a remuneration of Rs.1,00,000/- (Rupees One Lac Only) plus applicable taxes and reimbursement of out of pocket expenses in connection with the audit.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company. Accordingly, consent of the members is sought for approving the Ordinary Resolution set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2020-21 as stated above.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution.

The Resolution Professional recommends the Ordinary Resolution as set out in Item No. 3 of the Notice for the approval of the Members.

For **GB GLOBAL LIMITED**
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Mrs. Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

Place : Mumbai
Date : 26th November, 2020



G.B. GLOBAL LIMITED

(Formerly Mandhana Industries Limited)

36th ANNUAL REPORT

2019-20

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CORPORATE INFORMATION

Resolution Professional

Mrs. Charu Desai
(Appointed as Resolution Professional vide NCLT Order dated 5th December 2019)
IP Registration no. IBBI/IPA-001/IP-P00434/2017-18/10757

Board Of Directors

Mr. Piyush Viradia	- Non-Executive Chairman
Mr. Piyush Doshi	- Non-Executive Director (Managing Director till 24.02.2020)
Mr. Ashok Kumar Das	- Executive Director (Resigned w.e.f. 12.12.2019)
Mr. Todd Robinson	- Non-Executive & Independent Director
Mr. Chirayu Chhibber	- Non-Executive & Independent Director (Resigned w.e.f. 13.12.2019)
Mrs. Alka Patel	- Non-Executive & Independent Director (Resigned w.e.f. 13.12.2019)
Mr. Nimesh Patel	- Non-Executive Director (Resigned w.e.f. 13.12.2019)
Mrs. Dipti Mehta	- Non-Executive & Independent Director (Appointed w.e.f. 07.11.2020 & Resigned w.e.f. 13.12.2019)

Mr. Hemant Gupta - Chief Financial Officer and Chief Operating Officer
(Resigned w.e.f. 18.02.2020)

Mr. Vinay Sampat - Company Secretary and the Compliance Officer
(Resigned w.e.f. 06.11.2019)
Mr. Ashitosh Sheth - Company Secretary and the Compliance Officer
(Appointed w.e.f. 13.11.2019 and Resigned w.e.f. 30.12.2019)

Auditors
M/s. CNK & Associates LLP., Chartered Accountants

Internal Auditors

M/S Deloitte Haskins & Sells LLP

Cost Auditors
M/s. C.B Modh & Co.,
Cost Accountants

Secretarial Auditor
Mr. Nitin R. Joshi
Practicing Company Secretary

Bankers
Bank of Baroda
ICICI Bank Limited
Corporation Bank (Merged with Union Bank of India)

Registered Office

Plot No. C-3, MIDC,
Tarapur Industrial Area,
Boisar, Dist: Palghar - 401506
Tel : 91-2525-272228/29

Corporate Office

Marathon Futurex, Unit A-2402, Mafatlal Mills Compound,
N.M.Joshi Marg, Lower Parel,
Mumbai 400013
Tel : 91-22-4353 9191
Fax: 91-22-4353 9392
email : cs@gbglobal.in
Web: www.gbglobal.com

Registrar and Share Transfer Agents

Link Intime India Private Limited
(Unit : Mandhana Industries Limited)
C-101, 247 Park, L.B.S.Marg,
Vikhroli (W), Mumbai - 400 083.
Tel : 91-22-4918 6000
Fax : 91-22-4918 6060
email : rnt.helpdesk@linkintime.co.in
Web: www.linkintime.co.in

Works

MANDHANA DYEING
(A Division of GB Global Limited)
Plot no. E-25, MIDC,
Tarapur Industrial Area,
District Palghar – 401 506.

MANDHANA WEAVING HOUSE
(Shirting Division)
(A Division of GB Global Limited)
Plot No. C-2, MIDC,
Tarapur Industrial Area,
District Palghar – 401 506.

MANDHANA WEAVING HOUSE
(A Division of GB Global Limited)
Plot no. E-33, MIDC,
Tarapur Industrial Area,
District Palghar – 401 506.

MANDHANA DYEING – UNIT II
(A Division of GB Global Limited)
Plot No. C-3, MIDC,
Tarapur Industrial Area,
District Palghar – 401 506.

GB GLOBAL LIMITED
(Garment Division)
Plot no. E-132, MIDC,
Tarapur Industrial Area,
District Palghar – 401 506.

GB GLOBAL LIMITED
(Garment Division)
26/A, Peenya ll Phase,
Peenya Industrial Area,
Near NTTF Bus Stop,
Bengaluru – 560 058.

DIRECTORS REPORT

Dear Shareholders,

The Company is pleased to present the 36th Annual Report and the Audited Financial Statements of the Company for the year ended 31st March, 2020.

FINANCIAL HIGHLIGHTS

(Rupees in Lakh)

	2019 - 2020	**2018 - 2019**
Total Turnover	**25978.34**	**29,297.39**
Other Income	**709.36**	**414.17**
Profit/(Loss) before Finance Cost, Depreciation & Amortisation and Taxation	**(2036.07)**	**(136.15)**
Less: 1. Finance Cost	**92.20**	**52.61**
2. Depreciation & Amortisation	**4089.28**	**4180.43**
Profit/ (Loss) Before Taxation	**(6217.55)**	**(4096.89)**
Less: Provision for Taxation		
Current Tax	-	-
Deferred Tax	**1886.63**	**560.46**
Net Profit/(Loss) for the Year	**(4330.92)**	**(3536.42)**
Less: Income Tax paid for earlier year	-	**963.86**
Profit/(Loss) after Taxation	**(4330.92)**	**(4500.28)**
Add: Other Comprehensive Income/ (Expense)	**(25.62)**	**(51.68)**
Total Comprehensive Income / (Loss) for the year	**(4356.54)**	**(4551.96)**
Add : Balance of Profit (Loss) from earlier years	**(1,17,354.14)**	**(1,12,802.19)**
Add: Transfer from Debenture Redemption Reserve	-	-
Less: Dividend	-	-
Tax on distributed Profits	-	-
Balance carried forward	**(1,21,710.68)**	**(1,17,354.14)**

Notes: Previous years' figures have been reclassified/regrouped wherever necessary, to correspond with those of the current year.

COMPANY PERFORMANCE AND BUSINESS OVERVIEW

The revenue from operations for the year 2019-20 was Rs. 25,978.34 Lakh against the previous year of Rs. 29,297.39. The total loss before tax was Rs. 6217.55 Lakh against the previous year of Rs.4096.89.

The following is an analysis of the company's revenue from its products and services

(Rs. In Lakh)

Particulars	31.03.2020	31.03.2019
Local Sales		
Fabrics	8,823.99	8,938.66
Garments	952.46	178.43
Yarn	278.68	79.91
	10,055.13	**9,197.00**
Exports Sales		
Fabrics	814.33	995.23
Garments	8,965.77	11,245.33
	9,780.10	**12,240.56**
Services Income		
Job Work income	**5,262.56**	**6,692.14**
	5,262.56	**6,692.14**
Other operating revenues		
Other Sales (Sale of scrap, waste etc.)	**196.11**	**60.66**
	196.11	**60.66**
Total	**25,293.90**	**28,190.36**

Further discussion of operations for the year ended 31st March, 2020 is provided in the Management Discussion and Analysis Report, which is presented in a separate section forming part of this Annual Report.

DIVIDEND

In view of the losses, your Company does not recommend any dividend for the year under review.

TRANSFER TO RESERVE

The Company does not propose to transfer amounts to the general reserve for the financial year 2019-2020.

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR 2019-20

On September 29, 2017 the Hon'ble National Company Law Tribunal ("NCLT") had admitted the petition under Section 7 of the Insolvency Bankruptcy Code, 2016 ("IBC" / "Code") for initiating the corporate insolvency resolution process ("CIRP") of the Company and Mrs. Charu Desai was appointed as the interim resolution professional of the Company. Subsequently, Mrs. Charu Desai was confirmed as the as the Resolution Professional of the Company by the Committee of Creditors ("CoC").

By an order dated November 30, 2018, the Hon'ble NCLT had approved a Resolution Plan submitted for the Company by Formation Textiles LLC ("FTL"). Pursuant to such approval order, FTL took over the management / control of the affairs of the Company on January 31, 2019.

However, after taking over the management/ control of the Company, FTL did not implement the Resolution Plan as per its terms and instead filed an application before the Hon'ble NCLT, inter alia, seeking leave for making certain revisions/ modifications in the approved Resolution Plan ("FTL Application"). Further, an application was filed by Bank of Baroda on behalf of the CoC, before the Hon'ble NCLT, *inter alia*, seeking directions to FTL to comply with the Resolution Plan or as an interim relief hand over possession of the Company, with the aim of reviving the Company as a going concern and to prevent further deterioration to the business of the Company. Subsequently, FTL filed an amendment application in the FTL Application, seeking directions for setting aside the NCLT order approving the Resolution Plan. FTL also informed the Hon'ble NCLT that it had no objection to handover of the possession of the Company back to the CoC without prejudice to its rights and contentions.

On December 5, 2019, as an interim measure, the Hon'ble NCLT directed the CIRP of the Company to be restored and thereafter, the possession of the Company to be handed over to the CoC and the erstwhile Resolution Professional.

Accordingly, at a meeting of the CoC held on January 8, 2020, FTL handed over the possession of the Company to the CoC, which in turn handed it over to Mrs. Charu Desai, as the Resolution Professional of the Company. As per the relevant provisions of the IBC, the powers of the Board of Directors of the Company stand suspended and such powers and the management of the affairs of the Company vest with the Resolution Professional.

Further, vide order dated February 5, 2020, the Hon'ble NCLT allowed the Resolution Professional to invite fresh resolution plans from prospective resolution applicants. Pursuant to the NCLT order and based on approval by the CoC, the Resolution Professional invited interested parties to submit resolution plans for the Company in accordance with the relevant provisions of the Code and the CIRP Regulations, on 13th February, 2020. Pursuant to such invitation, the Resolution Professional has received one resolution plan for the Company from a resolution applicant, which is under consideration of the CoC.

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

The outbreak of Covid-19 pandemic, globally as well as in India has resulted in economic slowdown all over the globe. The lockdowns and restrictions imposed on various activities due to the pandemic, while being a necessary measure to contain novel coronavirus spread, has posed unprecedented challenges and impacted the business of the Company.

Considering the fact that the situation is exceptional and is changing dynamically, the Company is not in a position to gauge with certainty, the future impact on its operations. However, the Company is making continuous efforts to adapt to the changing business environment and respond suitably to fulfil the needs of its customers and there by considerably reduce the impact due to COVID-19.

Accordingly, the above situation has occurred at the end of the financial year till the date of this report, which affects the financial position of the Company badly.

CORPORATE GOVERNANCE

Reports on Corporate Governance and Management Discussion and Analysis, in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), along with a certificate from Auditors regarding compliance of the Corporate Governance are given separately in this Annual Report.

PUBLIC DEPOSIT

Your Company has not accepted any Public deposits under Chapter V of Companies Act, 2013.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

As the CIRP of the Company has been ordered to be restored vide NCLT order dated 5th December 2019, the powers of the board stand suspended and such powers vest in the Resolution Professional of GB Global Limited in accordance with the IBC.

The designation of Mr. Piyush Doshi has been changed from Managing Director to Non-Executive Professional Director with effect from 24th February, 2020.

Mr. Vinay Sampat has resigned as Company Secretary and the Compliance Officer of the Company effective from 6th November, 2019 and Mr. Ashitosh Sheth was appointed as the Company Secretary and the Compliance Officer of the Company with effect from 13th November, 2019.

Consequently Mr. Ashitosh Sheth has resigned as Company Secretary and the Compliance Officer of the Company with effect from 30th December, 2019.

Mrs. Dipti Atul Mehta was appointed as an additional director in the category of Independent Director with effect from 7th November, 2019 and w.e.f. 13th December, 2019, has resigned from the said position.

Mr. Ashok Kumar Das (DIN: 08419056) has resigned as an Executive Director of the Company with effect from 12th December, 2019. However, he has remained as an employee of the Company.

Mrs. Alka Patel has resigned as Non-Executive & Independent Director of the Company with effect from 13th December, 2019.

Mr. Chirayu Harsh Chhibber has resigned as Non-Executive & Independent Director of the Company with effect from 13th December, 2019.

Mr. Nimesh Patel has resigned as Non-Executive Director of the Company with effect from 13th December, 2019.

Mr. Hemant Gupta has resigned as the Chief Financial Officer ('CFO') of the Company, and Chief Operating Officer ('COO') of the Company with effect from 18th February, 2020.

BOARD EVALUATION

Evaluation of performance of Directors was not undertaken during this financial year on account of restoration of CIRP in the Company w.e.f. 5th December, 2019, pursuant to which the powers of the Board of Directors stood suspended. Therefore, the evaluation of the performance of the Board of Directors and of its Committees and individual Directors were not undertaken during the financial year 2019-20.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

Three (3) Board Meetings were convened and held during the financial year 2019-20.

The powers of the Board of Directors stood suspended on account of restoration of CIRP vide NCLT order dated 5th December, 2019 and management of the Company has been handed over to the Resolution Professional on 8th January, 2020. Details of meetings of the Board and its Committees alongwith the attendance of the Directors therein have been disclosed in the Corporate Governance Report. (Annexed herewith)

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Company's policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013, is available on our website and also in the Corporate Governance Report. There has been no change in the policy since the last fiscal year.

VIGIL MECHANISM / WHISTLE BLOWER POLICY FOR DIRECTORS AND EMPLOYEES

The Company had established an effective whistle blower policy (vigil mechanism) and procedures for its Directors and employees; details of which are provided in the Report on Corporate Governance which forms part of this report. The policy on vigil mechanism may be accessed on the Company's website at: www.gbglobal.in.

No Director/employee has been denied access to the Audit Committee of the Board of Directors/ Resolution Professional

COMMITTEE OF THE BOARD

The Company had constituted/reconstituted various Board level committees in accordance with the requirements of Companies Act 2013. However, as the CIRP of the Company has been ordered to be restored vide NCLT order dated 5th December 2019, the powers of the board stand suspended and such powers vest in the Resolution Professional of GB Global Limited, in accordance with the IBC.

However, the details on the various committees are provided in the Corporate Governance Report. (Annexed herewith), till management of the Company was taken over by the Resolution Professional.

NOMINATION AND REMUNERATION POLICIY

The Board of Directors has formulated a Policy which lays down a framework for selection and appointment of Directors and Senior Management and for determining qualifications, positive attributes and independence of Directors.

The Policy also provides for remuneration of Directors, Members of Senior Management and Key Managerial Personnel.

The salient features of Nomination and Remuneration Policy are given under Annexure - 'A' to this Report and the detailed policy is available on the website of the Company at www.gbglobal.in

RISK MANAGEMENT POLICY

The Company has in place a Risk Management framework to identify, measure and mitigate business risks and threats. This framework seeks to create transparency, minimize adverse impact on the business objective and enhance the Company's competitive advantage.

This risk framework thus helps in managing market, credit and operations risks and quantifies exposure and potential impact at a Company level.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

No loans, guarantees or Investments covered under section 186 of the Companies Act, 2013, have been given or provided during the year.

RELATED PARTY TRANSACTIONS

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in ordinary course of business and on arm's length basis. During the year, the Company had not entered into any contract/arrangement/ transaction with related parties which could be considered material under Regulation 23 of Listing Regulation. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC - 2 is not applicable. The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on company's website at www.gbglobal.in.

MANAGERIAL REMUNERATION

Remuneration to Directors and Key Managerial Personnel

i. The percentage increase in remuneration of each Director and Company Secretary during financial year 2019-20 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for financial year 2019-20 are as under:

Sr. No.	Name of Director /KMP and Designation	Remuneration of Director/ KMP for FY 2019-20 (In Rs.)	% increase/ decrease in remuneration in FY 2019-20	Ratio of remuneration of each Whole-Time Director to median remuneration of employees
1.	Mr. Piyush Viradia Non-Executive Chairman	80,000/-	N.A.	N.A.
2.	Mr. Piyush Doshi @ Non-Executive Director	15,64,912/-	N.A.	N.A.
3.	Mr. Ashok Kumar Das * Executive Director	6,51,048/-	N.A.	N.A.
4.	Mr. Todd Robinson Non-Executive & Independent Director	80,000/-	N.A.	N.A.
5.	Ms. Cynthia Dibartolo # @ Non-Executive & Independent Director	40,000/-	N.A.	N.A.
6.	Mr. Lawrence Steckman # @ Non-Executive & Independent Director	40,000/-	N.A.	N.A.

7.	Mr. Nimesh Patel # Non-Executive Director	20,000/-	N.A.	N.A.
8.	Ms. Alka Patel # Non-Executive & Independent Director	40,000/-	N.A.	N.A.
9.	Mr. Chirayu Chhibber # Non-Executive & Independent Director	1,00,000/-	N.A.	N.A.
10.	Mr. Vinay Sampat $^{\$}$ Company Secretary & Compliance Officer	14,31,714/-	N.A.	N.A.
11.	Mr. Ashitosh Sheth % Company Secretary & Compliance Officer	3,20,503/-	N.A.	N.A.
12.	Mrs. Dipti Atul Mehta ## Non-Executive & Independent Director	60,000/-	N.A.	N.A.
13.	Mr. Hemant Gupta ** Chief Financial Officer & Chief Operating Officer	66,19,107/-	N.A.	N.A.

@ The designation of Mr. Piyush Doshi has been changed from Whole-Time Director to Non-Executive Director with effect from 24th February, 2020.

* Mr. Ashok Kumar Das has resigned as an Executive Director of the Company with effect from 12th December, 2019. However, continues as an employee of the Company.

@ Ms. Cynthia Dibartolo and Mr. Lawrence Steckman have resigned and ceased to be Directors of the Company with effect from 25th July, 2019.

Mr. Nimesh Patel, Non-Executive Director, Mrs. Alka Patel, Non-Executive & Independent Director, Mr. Chirayu Harsh Chhibber, Non-Executive & Independent Director have resigned with effect from 13th December, 2019.

$ Mr. Vinay Sampat was appointed as Company Secretary and the Compliance Officer of the Company effective from 1st June, 2019 and he resigned as Company Secretary and the Compliance Officer with effect from 6th November, 2019.

% Mr. Ashitosh Sheth was appointed as the Company Secretary and the Compliance Officer of the Company with effect from 13th November, 2019.

However, consequently Mr. Ashitosh Sheth has resigned as Company Secretary and the Compliance Officer of the Company with effect from 30th December, 2019.

Mrs. Dipti Atul Mehta was appointed as an additional director in the category of Independent Director with effect from 7th November, 2019. Later on 13th December, 2019, she has resigned from the said position.

** Mr. Hemant Gupta was appointed as the Chief Financial Officer ('CFO') of the Company, and Chief Operating Officer ('COO') of the Company with effect from 1st June, 2019 and he resigned from said post with effect from 18th February, 2020.

Note*:*

i. *Remuneration paid to KMP includes Salary, allowances, company's contribution to provident fund and monetary value of perquisites, if any. The remuneration paid to Non-Executive and/or Independent Directors comprises of sitting fees only.*

ii. The median remuneration of employees of the Company during FY 2019-20 was Rs.12,895./-;

iii. In the financial year under review, there was an increase of 12.08 % in the median remuneration of employees;

iv. There were 2667 permanent employees on the rolls of the Company as on 31st March, 2020;

v. Average percentage increase in the salaries of employees other than the managerial personnel in the FY 2019-20 was 12.08 % as compared to FY 2018-19.

vi. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

Details of employee remuneration as required under provisions of Section 197 of the Companies Act, 2013 and Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in a separate statement and forms part of the Annual Report. Further, this report is being sent to the Members excluding the said statement. The said statement is available for inspection of members at the Registered/Corporate Office of the Company during working hours upto the date of the Annual General Meeting and shall be made available to any shareholder on request. The said statement is also available on the website of the Company, which is www.gbglobal.in.

STATUTORY AUDITOR AND AUDITORS' REPORT

a) STATUTORY AUDIT

In accordance with Section 139 of the Companies Act, 2013, the Members of the Company in its 35th Annual General Meeting, held on 26th September, 2019, have appointed M/s. CNK & Associates LLP., Chartered Accountants (Registration Number: 101961W/W-100036) as the Statutory Auditors of the Company to hold office till the conclusion of the 40th Annual General Meeting of the Company.

The Ministry of Corporate Affairs vide its Notification dated May 7, 2018, has dispensed with the requirement of ratification of Auditor's appointment by the shareholders, every year. Hence, the resolution relating to ratification of Auditor's appointment is not included in the Notice of the ensuing Annual General Meeting

b) STATUTORY AUDITORS' REPORT

The Auditors' Report and notes to the financial statements referred in the Auditors Report are self-explanatory and therefore do not call for any further comments under Section 134 of the Companies Act, 2013. The Auditors' Report is enclosed with the financial statements in this Annual Report.

The Statutory Auditor has drawn attention to the going concern status of the Company on account of restoration of its CIRP and the management of the Company being handed over to the Resolution Professional on 8th January, 2020. Further, as per the NCLT Order dated 5th February, 2020, the resolution process has to be completed within prescribed time limit and there is a possibility of liquidation [if no resolution plan is approved for the Company].

The Resolution Professional has stated that vide order dated February 5, 2020, the Hon'ble NCLT allowed the Resolution Professional to invite fresh resolution plans from prospective resolution applicants. Pursuant to the NCLT order and based on approval by the CoC, the Resolution Professional invited interested parties to submit resolution plans for the Company in accordance with the relevant provisions of the Code and the CIRP Regulations, on 13th February, 2020. Pursuant to such invitation, the Resolution Professional has received one resolution plan for the Company from a resolution applicant, which is under consideration of the CoC.

There is no incident of fraud requiring reporting by the auditors under Section 143(12) of the Companies Act 2013.

c) COST AUDITOR AND COST AUDIT REPORT

The Resolution Professional / Board has appointed M/s. C.B. Modh & Co., Cost Accountants as Cost Auditors for conducting Cost Audit in respect of products manufactured by the Company which are covered under the Cost Audit Rules for current financial year ending 31st March, 2020. As required by Section 148 of the Companies Act, 2013, necessary resolution has been included in the Notice convening the 36th Annual General Meeting, seeking ratification by Members to the remuneration proposed to be paid to the Cost Auditors for the financial year ending 31st March, 2021.

The Company is in process of filing the Cost Audit Report, for the financial year ended 31st March, 2019 and 31st March, 2020 with the Central Government.

d) SECRETARIAL AUDIT REPORT

The Resolution Professional / Board have appointed Mr. Nitin R. Joshi, Practicing Company Secretary (Certificate of Practice No. 1884 and Membership No.FCS-3137) as the Secretarial Auditor of the Company pursuant to the provisions of Section 204 of the Companies Act, 2013, and the Rules made thereunder.

The Secretarial Audit Report is annexed as Annexure- 'B' and forms an integral part of this Report. The Company has complied with all the applicable secretarial standards.

CORPORATE SOCIAL RESPONSIBILITY

The Company is not falling under any of the applicability criteria of CSR as mentioned under the provisions of Section 135 of the Companies Act, 2013 as amended by the Companies Amendment Act, 2017. Reporting as required under the aforesaid section, for the financial year 2019-20, is enclosed as Annexure - 'C'.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has no subsidiary, Joint Venture and Associate Company as on 31st March, 2020.

SECRETARIAL STANDARDS OF ICSI

The Ministry of Corporate Affairs has mandated SS-1, SS-2 and SS-3 with respect to board meetings, general meetings and payment of dividend respectively. The Company is in compliance with the respective Standard, as and when applicable.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has adequate internal financial controls in place with reference to financial statements. These are continually reviewed by the Company to strengthen the same wherever required. The internal control systems are supplemented by internal audit carried out by an independent firm of Chartered Accountants and periodical review by management. The Audit Committee of the Board addresses issues raised by both, the Internal Auditors and the Statutory Auditors.

DEPOSITORY SYSTEMS

Company's shares are compulsorily tradable in electronic form. As on March 31, 2020, 2364522 - Equity Shares stand with the NSDL Account and 949537 Equity Shares stand with the CDSL and 236 Equity Shares stands in physical form. The Company had entered into agreements with both National Securities Depository Limited (NSDL) and Central Depository services (India) Limited (CDSL) whereby shareholders holding Shares in physical mode are requested to avail of the dematerialization facility with either of the depositories. Your Company had appointed Link Intime India Private Limited as its Registrar and Share Transfer Agent.

RESOLUTION PROFESSIONAL/ DIRECTORS' RESPONSIBILITY STATEMENT

Members may kindly note that on 5th December, 2019, the Hon'ble National Company Law Tribunal had ordered the restoration of the corporate insolvency resolution process of the Company. Pursuant to such order, the management of the Company was handed over by the erstwhile resolution applicant (Formation Textiles LLC) to the Committee of Creditors (CoC) of the Company and, in turn, the CoC handed over the management of the Company to the Resolution Professional on 8th January, 2020. Accordingly, the powers of the Board of Directors stood suspended and such powers vested with the Resolution Professional, under the provisions of the Insolvency and Bankruptcy Code, 2016.

For the period commencing from 1st April, 2019 to 7th January, 2020, the Company was under the management/ control of the erstwhile Board of Directors. This being so, the Resolution Professional has relied on the certifications, representations and statements made for such period by the previous management/ officials of the Company and is not in a position to independently verify the authenticity or veracity thereof. In view of suspension of the powers of the Board of Directors, the Resolution Professional is approving these statements for the purposes of compliance with the provisions of the Companies Act, 2013 and on the basis of the certifications, representations and statements made for such period by the previous management/ officials of the Company. Approval/ confirmation of the Resolution Professional and affixing of her signature on these statements should not be construed as any endorsement or certification by the Resolution Professional of any facts/ figures/ certifications/ representations/ statements made by the previous management/ officials of the Company.

In light of the aforesaid and pursuant to the requirements under sub section (3)(c) and (5) of Section 134 of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed by the Resolution Professional that:

i) In the preparation of the annual accounts for the financial year ended 31st March, 2020, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;

ii) Accounting policies have been selected and applied consistently and judgments and estimates made that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review;

iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv) The annual financial statements have been prepared on a going concern basis;

v) Internal financial controls to be followed by the Company have been laid down and ensured that such internal financial controls are adequate and operating effectively; and

vi) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

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

Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo as per section 134(3)(2) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 for the year ended 31st March, 2020 are provided under Annexure – 'D' to this report.

EXTRACT OF THE ANNUAL RETURN

Pursuant to the provisions of Section 92(1) of the Companies Act, 2013 as amended by the Companies Amendment Act, 2017, a copy of the Annual Return in Form No. MGT-9 is uploaded on the website of the Company and the web link of which is: www.gbglobal.in

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

Your Company is committed to provide a work environment which ensures that every woman employee is treated with dignity, respect and equality. There is zero-tolerance towards sexual harassment and any act of sexual harassment invites serious disciplinary action. The Company has established a policy against sexual harassment for its employees. The policy allows every employee to freely report any such act and prompt action will be taken thereon. The policy lays down severe punishment for any such act. Further, your Directors state that during the year under review, there were no cases of sexual harassment reported to the Company pursuant to the sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

ACKNOWLEDGEMENT

The Company wishes to place on record their appreciation for the sincere services rendered by employees of the Company at all levels. The Company also wish to place on record their appreciation for the valuable co-operation and support received from the Government of India, various state governments, the Banks/ financial institutions and other stakeholders such as, shareholders, customers and suppliers, among others. The Company also commends the continuing commitment and dedication of the employees at all levels, which has been critical for the Company and looks forward to their continued support in future.

For **GB GLOBAL LIMITED**
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Mrs. Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

Mrs.Charu Desai in her capacity as the Resolution Professional took control and custody of the management and operations of the Company from 8th January, 2020. For the period commencing from 1st April, 2019 to 7th January 2020, the Company was under the management/ control of the erstwhile Board of Directors. This being so, the Resolution Professional has relied on the certifications, representations and statements made for such period by the previous management/ officials of the Company and is not in a position to independently verify the authenticity or veracity thereof. [In view of suspension of the powers of the Board of Directors, the Resolution Professional is approving this Report for the purposes of compliance with the provisions of the Companies Act, 2013 and on the basis of the certifications, representations and statements made for such period by the previous management/ officials of the Company. Approval/ confirmation of the Resolution Professional and affixing of her signature on this Report should not be construed as any endorsement or certification by the Resolution Professional of any facts/ figures/ certifications/ representations/ statements made by the previous management/ officials of the Company.]

Place : Mumbai
Date : 26th November, 2020

ANNEXURE – 'A' TO DIRECTORS' REPORT

SALIENT FEATURES OF NOMINATION AND REMUNERATION POLICY ALONG WITH THE CHANGES MADE THEREIN

The Board of Directors had formulated a Policy which lays down a framework for selection and appointment of Directors and Senior Management and for determining qualifications, positive attributes and independence of Directors.

The Policy also provides for remuneration of Directors, Members of Senior Management and Key Managerial Personnel.

The Nomination and Remuneration Policy of the Company has been formulated with a view to:

1. devise a transparent system of determining the appropriate level of remuneration throughout all levels of employees and teams in the Company;
2. encourage personnel to perform to their highest level;
3. provide consistency in remuneration throughout the Company;
4. offer incentives on the premise of aligning the performance of the business with the performance of key employees and teams within the Company; and
5. set out the approach to diversity on the Board.

The Nomination and Remuneration Policy elucidates the types of remuneration to be offered by the Company and factors to be considered by the Board of Directors of the Company, Nomination and Remuneration Committee and management of the Company in determining the appropriate remuneration policy for the Company.

The Nomination and Remuneration Policy applies to the Company's senior management employees, including its Key managerial personnel and Board of Directors.

During the year, here were no changes in the policy.

The detailed policy is available on the Company's website at www.gbglobal.in.

For **GB GLOBAL LIMITED**
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Mrs. Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

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ANNEXURE – 'B' TO DIRECTORS' REPORT

Nitin R. Joshi
B.COM. LL.B., D.C.E.C., F.C.S.
COMPANY SECRETARY

415, Marathon Max, Next to Udyog Kshetra, Jn. of L.B.S. Marg & Goregoan Link Road, Mulund (W), Mumbai-400 080. E-mail: n_r_joshi@yahoo.com Tel. 2562 5660/61 Cell 98201 29178.

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31,2020

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
GB GLOBAL LIMITED
(Formerly known as Mandhana Industries Limited)
Marathon Futurex, Unit No. A - 2402,
Mafatlal Mills Compound,
N. M. Joshi Marg, Lower Parel,
Mumbai 400 013.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GB Global Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, and in the manner reported hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March, 31, 2020 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent applicable to Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB);

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India ('SEBI') Act, 1992:

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (SEBI (SAST)Regulations,2011)

(Mandhana Group were the erstwhile promoter of the Company. However as per the Resolution Plan submitted by M/s Formation Textiles LLC ("FTL") approved by the Honorable National Company Law Tribunal (NCLT) vide its Order dated 30th November, 2018, the management of the Company has been taken over by FTL from Mandhana Group.

FTL did not complete its resolution process as mandated and on 5th December, 2019, NCLT restored the Corporate Insolvency Resolution Process (CIRP) and management of the Company has been handed over to the Committee of Creditors (CoC) and in turn the CoC handed the management of Company to Resolution Professional (RP) on 8th January, 2020Hence, as of date Formation Textiles LLC do not have control over the Company, pursuant to NCLT Order dated 5th December, 2019

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(The Company had made applications to BSE and NSE for in principle approval of preferential allotment of equity shares to the Resolution Applicant pursuant to the NCLT order dated 30th November, 2018, approved the resolution plan submitted by Resolution Applicant. However, before any allotment, NCLT vide its order dated 5th December, 2019 restored the Corporate Insolvency Resolution Process (CIRP). In view of the above Order, the Company will not be proceeding with the issue and allotment on preferential basis and the same has been intimated to the exchanges.)

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2014; **(Not applicable to the Company during the Audit Period)**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)** and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the Audit Period)**

(vi) The Management has identified and confirmed the following laws as specifically applicable to the Company:

I. The Legal Metrology Act, 2009
II. The Trade Mark Act, 1999

I further report that having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, the Company has complied with the above mentioned laws applicable specifically to the Company.

I further report that for the compliance of Labour Laws and other General Laws, my examination and reporting is based on the documents, records as produced and shown to me and the information and explanation as provided to me, by the officers and management of the Company and to the best of my judgment and understanding of the applicability of the different enactments upon the Company, in my opinion there are adequate systems and processes exist in the Company to monitor and ensure compliance with applicable General Laws and Labour Laws.

I further report that the Company has complied with the applicable clauses/regulations of the following:

(i) Applicable clauses of Secretarial Standards issued by The Institute of Company Secretaries of India.;

(ii) The Equity Listing Agreement, to the extent applicable, entered in to by Company with National Stock Exchange of India Limited and BSE Limited; and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I further report that, as per the information provided to me, during audit period, Corporate Insolvency Resolution Process ("**CIRP**") in terms of the Insolvency and Bankruptcy Code, 2016 ("**IBC"**) was commenced against GB Global Limited (formerly Mandhana Industries Limited) (**"the Company / GBL**") pursuant to the order of the National Company Law Tribunal, Mumbai Bench, ("**NCLT**") dated 29th September, 2017 and Mrs. Charu Desai IP Registration no. IBBI/IPA-001/IP-P00434/2017-18/10757, an insolvency professional was appointed by NCLT as the Resolution Professional ("**RP**") for the Company as per the provisions of the IBC.

Pursuant to the invitation published by the RP, **Formation Textiles LLC** (Resolution Applicant), a company incorporated in USA had submitted a resolution plan for the Company. The said resolution plan was thereafter submitted by the RP with the NCLT for its approval under the IBC. The NCLT as on 30th November, 2018, approved the resolution plan submitted by Resolution Applicant for the Company ("**Resolution Plan**").

FTL did not complete its resolution process as mandated and on 5th December, 2019, NCLT restored the Corporate Insolvency Resolution Process (CIRP) and management of the Company has been handed over to the Committee of Creditors (CoC) and in turn the CoC handed the management of Company to Resolution Professional (RP) on 8th January, 2020. In view of the foregoing, no Board Meeting or any Committee Meetings were held during 5thDecember, 2019 to 31st March, 2020.

During the period under review and as per the explanations and clarifications given to me and the representations made by the Management, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above subject to the following observations/non-compliances:

I. The total outstanding loans including the NCDs stood suspended due to above mentioned process explained hereto. Hence during the year under review, the Company could not file the relevant documents to the statutory authorities pertaining to the debt (including NCDs), if any.

II. The Company is modifying its website to reflect the current position. Accordingly updating of website is under process and therefore certain relevant information are not available on website.

III. As per the Resolution plan, the Resolution Applicant (RA) remitted approximately Rs. Fifty Crores in July, 2018, as Bank Guarantee, for bidding process of the Company under Corporate Insolvency Resolution Process (CIRP) under the IBC. Thereafter, the RA remitted approximate Rs. Thirty Eight Crores, as envisaged under the resolution process. However the Company is yet to file the relevant forms/returns with RBI.

IV. The Company was levied fines by BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) for non-compliance with the constitution of nomination and remuneration committee under Regulation 19(1)/19(2) of the Listing Regulations for the quarters ended 30th June, 2019 and 30th September, 2019.

V. The Company has duly filed relevant forms and returns with the Registrar of Companies, Regional Director, Central Government or other authorities within the time prescribed under the Act and the rules made there under and with additional fees wherever there has been a delay in filing forms/returns.

VI. The Company is yet to file the Cost Audit Report, for the financial year ended 31st March, 2020 with the Central Government.

VII. No separate meeting of Independent Directors was held during the Financial Year 2019-20 and consequently, the evaluation of the performance of Board of Directors and of it committee and individual directors were also not undertaken during the year under review.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act till the NCLT restored the Corporate Insolvency Resolution Process ("CIRP") on 5th December 2019 and management of the Company has been handed over to Resolution Professional("RP") on 8th January, 2020.

The Company is not falling under any of the applicability criteria's of CSR as mentioned under the provisions of Section 135 of the Companies Act, 2013 as amended by the Companies Amendment Act, 2017.

With regard to the Board Meetings held before NCLT order, adequate notice were given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system existed for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation for the meetings.

All decisions at Board meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

As informed, the Company has responded appropriately to notices received from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.

I further report that during the audit period,

I. As the Corporate Insolvency Resolution Process ("CIRP") has been restored in respect of the Company under the provisions of "The Insolvency and Bankruptcy Code,2016" ('IBC/ the Code') by the National Company Law Tribunal ("NCLT"),Mumbai Bench, vide its order dated 5th December, 2019, the powers of the Board of Directors of the Company stand suspended as per Section 17 of the Code and such powers are being exercised by the Resolution Professional appointed by the National Company Law Tribunal by the said order under the provisions of the Code having a major bearing on the Company's affairs.

II. Following changes in Directors and KMP:

Name of Director & KMP	Category	Date of Appointment	Date of Cessation
Ashok Kumar Das	Executive director	23.05.2019	12.12.2019
Lawrence Steckman	Non-Executive Independent	--	25.07.2019
Cynthia Dibartolo	Non-Executive Independent	--	25.07.2019
Nimesh Patel	Non-executive Non-independent	--	13.12.2019
Chirayu Chhibber	Non-Executive Independent	--	13.12.2019
Alka Patel	Non-Executive Independent	--	13.12.2019
Dipti Mehta	Non-Executive Independent	07.11.2019	13.12.2019
Piyush Doshi	Managing Director	--	24.02.2020
Hemant Gupta	Chief Financial Officer (CFO) & Chief Operating Officer (COO)	01.06.2019	18.02.2020
Vinay Sampat	Company Secretary and Compliance officer	01.06.2019	06.11.2019
Ashitosh Sheth	Company Secretary and Compliance officer	13.11.2019	30.12.2019

_____

(NITIN R. JOSHI)
FCS No. 3137 C.P. No 1884
UDIN number F003137B001314524

Date :26th November, 2020
Place : Mumbai

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Nitin R. Joshi
B.COM. LL.B., D.C.E.C., F.C.S.
COMPANY SECRETARY

415, Marathon Max, Next to UdyogKshetra, Jn. of L.B.S. Marg &Goregoan Link Road,Mulund (W), Mumbai-400 080. E-mail: n_r_joshi@yahoo.com Tel. 2562 5660 Cell 98201 29178.

'Annexure A'

To
The Members,
GB GLOBAL LIMITED
(formerly Mandhana Industries Limited)
Marathon Futurex, Unit No. A - 2402,
Mafatlal Mills Compound,
N.M.Joshi Marg, Lower Parel,
Mumbai 400 013.

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

_____
(NITIN R. JOSHI)
FCS No. 3137 C.P. No 1884
Date : 26th November. 2020
Place: Mumbai.

ANNEXURE – 'C' to Directors' Report

Annual Report on Corporate Social Responsibility activities for the financial year 2019-20

1. A brief outline of the Company's Corporate Social Responsibility (CSR) policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs

Corporate Social Responsibility is a Company's sense of responsibility towards the community and environment in which it operates. The Company is committed on remaining a responsible corporate entity mindful of its social responsibilities.

Web link to the CSR policy of the Company at www.gbglobal.in

2. Composition of the CSR Committee and Responsibility Statement of the Corporate Social Responsibility Committee:

The Committee of the directors titled 'Corporate Social Responsibility Committee' was constituted by the Board in its meeting held on 31st January, 2019 and re-constituted in its meeting held on 13th August, 2019 with the following members:

Name	Designation
Mr. Piyush Viradia, Non-Executive Director	Chairman
Ms. Alka Patel, Non-Executive & Independent Director #	Member
Mr. Todd Robinson, Non-Executive & Independent Director	Member
Mr. Chirayu Chibbar, Non-Executive & Independent Director #	Member

Mrs. Alka Patel, Non-Executive & Independent Director, Mr. Chirayu Harsh Chhibber, Non-Executive & Independent Director have resigned with effect from 13th December, 2020.

The aforesaid composition of the Committee was in compliance with Section 135 of the Companies Act, 2013. Implementation and monitoring of CSR Policy, in compliance with CSR objectives of the Company are the responsibilities the CSR Committee under the guidance of the Board of Directors.

However, as the CIRP of the Company has been ordered to be restored vide NCLT order dated 5th December 2019, the powers of the board stand suspended and such powers vest in the Resolution Professional of GB Global Limited in accordance with the IBC.

3. Average net profit/ loss of the Company for the preceding financial years

Rs. In Lacs

Financial Year	Net Profit / (Loss)
2016-2017	(74,970.41)
2017-2018	(80,941.72))
2018-2019	(3,826.06)
Average Net Profit/Loss	(53,246.06)

4. Prescribed CSR Expenditure (2% of amount as item No. 3) : NA

5. Details of CSR spent during the financial year:

(a) Total amount spent for the financial year - N.A.
(b) Amount unspent, if any - N.A.
(c) Manner in which the amount spent during the financial year: - N.A.

6. In case the Company has failed to spend the two per cent of the average net profit of the preceding financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report.

The Company has incurred loss during last three financial years.

7. Responsibility Statement by the CSR Committee:

The implementation and monitoring of Corporate Social Responsibility (CSR) Policy, if any, is in compliance with CSR objectives and Policy of the Company.

For **GB GLOBAL LIMITED**
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

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Mrs. Charu Desai in her capacity as the Resolution Professional took control and custody of the management and operations of the Company from 8th January, 2020. For the period commencing from 1st April, 2019 to 7th January 2020, the Company was under the management/ control of the erstwhile Board of Directors. This being so, the Resolution Professional has relied on the certifications, representations and statements made for such period by the previous management/ officials of the Company and is not in a position to independently verify the authenticity or veracity thereof. [In view of suspension of the powers of the Board of Directors, the Resolution Professional is approving this Report for the purposes of compliance with the provisions of the Companies Act, 2013 and on the basis of the certifications, representations and statements made for such period by the previous management/ officials of the Company. Approval/ confirmation of the Resolution Professional and affixing of her signature on this Report should not be construed as any endorsement or certification by the Resolution Professional of any facts/ figures/ certifications/ representations/ statements made by the previous management/ officials of the Company.]

ANNEXURE – 'D' to Directors' Report

Conservation of Energy, Technology absorption, Foreign Exchange Earning and Outgoing:

(A) CONSERVATION OF ENERGY:

The Company has always been conscious of the need for conservation of energy and has been sensitive in making progress towards this initiative. Adequate measures are always taken to ensure optimum utilisation and maximum possible saving of energy at the offices and units of the Company.

The Company constantly improves on and installs various energy saving devises. The Company replaces old electrical drives and has been re-organizing production process by introducing improved systems which also conserves energy.

(B) TECHNOLOGY ABSORPTION:

1. RESEARCH AND DEVELOPMENT

Your Company, committing itself Research & Development activities, has always played an imperative role for cost-effective expansion of business development. Research & Development has been implemented with objectives like continual efficiency enhancement, reductions in material costs, improving speed and quality of processes and innovation. The Company has always been conscious of the need for conservation of energy and has been sensitive in making progress towards this initiative.

2. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

The Company continues to integrate the latest proficient technology, innovations and improvement as introduced and suitable to the manufacturing operations carried out by the Company. It also adopts and up-grades its technology to sustain and presence in the domestic and international market.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

Earnings	:	Rs. 9695.11/- Lakh
Out go	:	Rs. 647.35/- Lakh

For **GB GLOBAL LIMITED**
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

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MANAGEMENT DISCUSSION & ANALYSIS

GLOBAL ECONOMY

Year 2020 has been an exceptional year in which the global economy was unexpectedly hit by pandemic COVID-19 in a severe manner. According to world economic outlook by the International Monetary Fund (IMF), the world economy is projected to show a degrowth of about 3% in 2020. However, there are great chances and rather it looks to be an almost certainty that the vaccine for COVID-19 will be introduced by the end of year or early next year only. The silver lining lies in the fact that the interest rates world over have fallen to 0 to 2%. There has been a package announced by the Governments of almost all countries resulting in trillions of dollars to counter the damage and slowdown caused by the pandemic. Due to above steps and hope for an early vaccine, the global economy is projected to grow by about 5.8% in 2020-21.

Manufacturing activity and trade growth continued to be low key. The year was also marked by geopolitical tensions and trade-war rhetoric mainly between the US and China. This clearly reflected in reduced confidence on the future of the global trading system and international cooperation, and impacted investment decisions, and global trade. Several economies signaled and adopted an accommodating monetary policy which cushioned the impact of global tensions on financial market sentiment and activity. Overall, the year wrapped up with World Economic Outlook estimating 2.9% growth in global GDP – tepid by any measure.

INDIAN ECONOMY

India has also been very badly hit and the first quarter of financial year 2020 -2021 is almost a washout. For the first time, the IMF has projected a de-growth of about 2% in 2020. Reserve Bank of India slashed the REPO rate substantially in the credit policies post COVID-19 and the interest cost structure of business enterprises is expected to go down to the extent of about 2% with the gradual transmission of rate cuts by the banks.

The Indian economy delivered a mere 4.2% during 2019-20, versus a revised estimate of 6.1% for the previous year. March 2020 of course saw the start of the Covid-19 pandemic, and the associated lockdowns which brought most economic activity to a grinding halt. The new government had assumed office in summer 2019 with a historic mandate and has been widely expected to take on more difficult reform items. The budget and subsequent announcements presented in 2nd quarter delivered mixed results – while the financial markets continued to hit historic highs, the general economic and job growth continued to be challenged.

Indian textile industry is highly sensitive to cotton market as over 70% of its output is based on cotton - unlike the global situation where articles made of man-made fibres account for a larger share. Cotton prices saw sharp swings during the financial year. Players with very high exposure had to suffer large mark-to-market losses as a result during price downturns. Looking ahead, it appears that the cotton demand being lackluster, and hence the prices will remain soft, though the government may interject and buy at higher MSP to support the farmers.

Cotton yarn is the main raw material for the products manufactured by the company. India is the largest producer of cotton as well as net exporter of cotton and cotton yarn. This gives a competitive edge to the Indian exporters of cotton products. The cotton yarn prices have fallen in the first half of the FY 2020-2021 due to fall in demand and expectation of good cotton crop.

The garmenting is largely segmented as outerwear and underwear, in a 65:35 ratio and distribution channels are largely offline and online, with the online channel gaining a lot of traction in the post pandemic world. As apparel segment, being a discretionary spend in the pandemic era, the same has been greatly impacted due to the inherent reasons. After the lockdown was lifted, the garment segment has shown a upward trend but its still sluggish and the trend could be disrupted on the second wave of Covid hitting the US and European countries along with the subcontinent.

OUTLOOK

Overall, FY 21 is expected to be a tough year for the textile and garment industry and major focus shall be on cost cutting measures, improving productivity, reduction in wastage and efforts on taking quality to next level and deriving efficiency to make products further cost competitive. Further, the division plans to make some structural changes in organization to make it lean and agile and focus will be on giving improved services to customers to retain market share. Once we are through from the IBC process, lock-down and the market reopens, the division expects to bounce back, with its product range ensuring competitive products along with growing focus on sustainability range of products. It is a testing period for all of us, but with our good brand image and network in the market, the dependency on reliable reputed players in the market, we expect to be back on track soon.

It is a testing period for all of us, but with our good brand image and network in the market, the dependency on reliable reputed players in the market, we expect to be back on track soon.

FINANCIAL OVERVIEW OF THE COMPANY

The revenue from operations for the year 2019-20 was Rs. 25,978.34 Lakh against the previous year of Rs. 29,297.39. The total loss before tax was Rs. 6217.55 Lakh against the previous year of Rs.4096.89.

By an order dated November 30, 2018, the Hon'ble NCLT had approved a Resolution Plan submitted for the Company by Formation Textiles LLC ("FTL"). Pursuant to such approval order, FTL took over the management / control of the affairs of the Company on January 31, 2019. As FTL did not implement the Resolution Plan as per its terms, by order dated December 5, 2019, the Hon'ble NCLT directed the CIRP of the Company to be restored and thereafter, the possession of the Company to be handed over to the CoC and the erstwhile Resolution Professional. Accordingly, at a meeting of the CoC held on January 8, 2020, FTL handed over the possession of the Company to the CoC, which in turn handed it over to Mrs. Charu Desai, as the Resolution Professional of the Company. As per the relevant provisions of the IBC, the powers of the Board of Directors of the Company stand suspended and such powers and the management of the affairs of the Company vest with the Resolution Professional.

Further, vide order dated February 5, 2020, the Hon'ble NCLT allowed the Resolution Professional to invite fresh resolution plans from prospective resolution applicants. Pursuant to the NCLT order and based on approval by the CoC, the Resolution Professional invited interested parties to submit resolution plans for the Company in accordance with the relevant provisions of the Code and the CIRP Regulations, on 13th February, 2020. Pursuant to such invitation, the Resolution Professional has received one resolution plan for the Company from a resolution applicant, which is under consideration of the CoC.

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The current global scenario marked by slowdown threat is major concern for the industry. So, continuance of favorable textile and garment policies by the Government of India to counter the global competition is most desirable. Volatility of exchange rate coupled with competitive currency war is another concern although the Indian rupee has traditionally been depreciating over the years, which is a rather positive export industry. The uncertain US China relations and US presidential elections are two major uncertain factors.

OPPORTUNITIES AND THREATS

Currently the biggest threat is COVID 19 and its impact. It is expected that overall textile and garment business will be severely affected which would result in various job losses across the value chain.
First half of FY 21 is expected to be very tough and the second half is expected to give some relief to the business and the society in general if all the countries specially India is able to control the COVID 19 Pandemic.

Going ahead, there could be a positive side for textile and garments business as USA and EU customers who will be looking for alternative for China, may move to other countries such as Vietnam, Bangladesh, India, etc. Hence it is expected that demand will increase in textile fabrics for exports, but we need to ensure that we prepare ourselves to take the advantage of the expected business which might drift away from China.

RISKS AND CONCERNS

Overall negative impact is expected across the industry due to current COVID 19 pandemic. A shift towards online business is expected to happen due to the fear & the restrictions to maintain the social distancing. Also, there could be short time recessionary pressure due to job losses and money crunch in the market and it will take a good six to eight months before we could see demand coming back in the Textile and Garments industry.

HUMAN RESOURCES:

In the ever changing business environment where people are key differentiator, the Company believes it is essential to have credible, transparent and uniform people management process. Driven by this belief and to keep ourselves abreast of the changing external scenario, our People Management process get continually updated.

CAUTIONARY STATEMENT:

The statements in this report on 'Management Discussion and Analysis' describing the Company's objectives, estimates, expectations or projections, outlook etc., may constitute 'forward looking statements' within the meaning of the applicable securities laws and regulations. Actual results may differ from such expectations, projections etc., whether express or implied. These statements are based on certain assumptions and expectations of future events over which the Company has no direct control. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent developments, information or events.

CORPORATE GOVERNANCE REPORT

I. Company's philosophy on code of Corporate Governance:

GB Global Limited has a practice of fair, transparent and governance practices and we adhere to the fact that the Corporate Governance norms are dynamic in nature and the Company constantly endeavors to improve on these aspects. The core values of the Company's governance process include independence, integrity, accountability, transparency, responsibility and fairness.

The Company strives to maintain standards of Corporate Governance principles and best practices. The Company's philosophy on Corporate Governance envisages the attainment to transparency, accountability, timely disclosures and equity, in all facets of its operations and in all interactions with its stakeholders, including shareholders, employees, the government, lenders and the society.

II. Board of Directors:

By an order dated November 30, 2018, the Hon'ble NCLT had approved a Resolution Plan submitted for the Company by Formation Textiles LLC ("FTL"). Pursuant to such approval order, FTL took over the management / control of the affairs of the Company on January 31, 2019. As FTL did not implement the Resolution Plan as per its terms, by order dated December 5, 2019, the Hon'ble NCLT directed the CIRP of the Company to be restored and thereafter, the possession of the Company to be handed over to the CoC and the erstwhile Resolution Professional. Accordingly, at a meeting of the CoC held on January 8, 2020, FTL handed over the possession of the Company to the CoC, which in turn handed it over to Mrs. Charu Desai, as the Resolution Professional of the Company. As per the relevant provisions of the IBC, the powers of the Board of Directors of the Company stand suspended and such powers and the management of the affairs of the Company vest with the Resolution Professional.

Further, vide order dated February 5, 2020, the Hon'ble NCLT allowed the Resolution Professional to invite fresh resolution plans from prospective resolution applicants. Pursuant to the NCLT order and based on approval by the CoC, the Resolution Professional invited interested parties to submit resolution plans for the Company in accordance with the relevant provisions of the Code and the CIRP Regulations, on 13th February, 2020. Pursuant to such invitation, the Resolution Professional has received one resolution plan for the Company from a resolution applicant, which is under consideration of the CoC.

The strength of the Board prior to the commencement of CIRP was six (6) Non-executive Directors and two executive Directors. The details of Directors appointed/resigned during the financial year 2019-20 are provided in the Directors' Report, forming part of this Annual Report.

At present, a resolution plan for the Company is under consideration of the CoC. Thus, the outcome of the CIRP may result in change in the Board of Directors of the Company followed by reconstitution of the various statutory Committees of the Board of Directors of the Company.

Pursuant to restoration of the CIRP of the Company, the powers of the Board of Directors of the Company stand suspended and such powers and the management of the affairs of the Company vest with the Resolution Professional, in accordance with the provisions of sections 17 and 23 of the Insolvency and Bankruptcy Code 2016.

A. Details relating to the composition of the Board of Directors, number of Directorships, Memberships and Chairmanships of the Directors of the Company in other companies (as on 31st March, 2020) are as follows:

Name of the Director	Category of Director	Number of other Directorship held (including Private Companies)	Number of Committee memberships in domestic Companies (including this Company)	
			As Chairman	As Member
Mr. Piyush Doshi #	Non-Executive & Non-Independent	1	Nil	Nil
Mr. Piyush Viradia	Non-Executive & Non-Independent	Nil	Nil	Nil
Mr. Todd Robinson	Non-Executive & Independent	Nil	Nil	Nil

The designation of Mr. Piyush Doshi has been re-categorized from Managing Director to Executive Director of the Company with effect from 24th February, 2020.

Note: Membership/Chairmanship relates to membership of Committees referred to in Regulation 26(1) of the Listing Regulations, viz. Audit Committee and Stakeholders Relationship Committee of all public limited companies, whether listed or not and excludes private limited companies, foreign companies and companies licensed under Section 8 of the Companies Act, 2013.

B. Details relating to the Board Meetings held during the Financial Year 2019-20 along with the attendance of each of the Director are as follows:

The Board has met thrice on the following dates before the restoration of CIRP by Hon'ble NCLT:

(1) 23rd May, 2019 (2) 13th August, 2019 (3) 13th November, 2019

Attendance:

Sr. No.	Name of the Director	Number of meetings entitled to attend	Number of Meetings attended	Whether attended the last AGM (26.09.2019)
1.	Mr. Piyush Vrajlal Doshi	3	3	Yes
2.	Mr. Chirayu Chhibber *	3	2	No
3.	Mrs. Alka Patel *	3	1	Yes
4.	Mr. Nimesh Patel *	3	1	No
5.	Mr. Piyush Viradia	3	2	No
6.	Mr. Lawrence Steckman @	1	1	NA
7.	Mr. Todd Robinson	3	2	No
8.	Mrs. Cynthia Dibartolo @	1	1	NA
9.	Mr. Ashok Kumar Das #	2	2	Yes
10.	Mrs. Deepti Mehta $	1	1	NA

@ Mrs. Cynthia Dibartolo and Mr. Lawrence Steckman have resigned and ceased to be Directors of the Company with effect from 25th July, 2019

Mr. Ashok Kumar Das was appointed w.e.f. 23rd May, 2019 and resigned w.e.f. 12th December, 2019

$ Mrs. Deepti Mehta was appointed w.e.f. 7th November, 2019 and resigned on 13th December, 2019

* Mrs. Alka Patel, Mr. Chirayu Chhibber and Mr. Nimesh Patel resigned w.e.f. 13th December, 2019

C. Disclosure of Relationships between Directors inter-se:

None of the other Director is related with each other as on 31st March, 2020.

D. Number of Shares and Convertible Instruments held by Non-Executive Directors:

Mrs. Alka Patel, Non-executive & Independent Director holds to 7953 equity shares of Rs. 10/- each as at 31st March, 2020.

However, Mrs. Alka Patel has resigned as from the aforesaid post with effect from 13th December, 2019.

None of the other Non-executive Director holds any equity shares of the Company.

E. Details of the familiarization programme for the Independent Directors of the Company for enabling them to acquaint with the nature of business of the company.

III. Audit Committee:

Prior to the initiation of CIRP, the Audit Committee of the Board of Directors comprised of the following members, the details of which are given below:

SR. NO.	LIST OF MEMBERS	DESIGNATION
1	Mrs. Alka Patel * Non-Executive & Independent Director	Chairman
2	Mrs. Dipti Mehta # Non-Executive & Independent Director	Member
3	Mr. Todd Robinson Non-Executive & Independent Director	Member
4	Mr. Chirayu Chhibber * Non-Executive & Independent Director	Member
5	Mr. Piyush Doshi Managing Director	Member

*Mrs. Alka Patel and Mr. Chirayu Chhibber have ceased to be the members of the Committee w.e.f. 13th December, 2019 due to their resignation from the directorship of the Company.

Mrs. Dipti Mehta was appointed as a Member of the Audit Committee w.e.f. 7th November, 2019. However, she ceased to be a Member of the Committee due to her resignation as Director of the Company w.e.f. 13th December, 2019

Note: Mrs. Cynthia Dibartolo had resigned from Audit Committee w.e.f. 25th July, 2019.

and the Company Secretary of the Company acted as the Secretary of the Audit Committee.

The terms of reference and scope of activities of the Audit Committee were in conformity with the Companies Act, 2013 and the Listing Regulations. The Audit Committee was responsible for overseeing the processes related to financial reporting and information dissemination. The primary objective of the Audit Committee was to monitor and effectively supervise the financial reporting process of the Company with a view to ensure accurate, timely and proper disclosures & transparency and integrity of financial reporting.

The role and responsibilities of Audit Committees as specified under Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2018, are being fulfilled by the Resolution Professional after the restoration of CIRP of the Company, as the powers of the Board of Directors stand suspended and such powers vest in the Resolution Professional in accordance with sections 17 and 23 of the Insolvency and Bankruptcy Code, 2016.

A. Brief description of the terms of reference of the Audit committee *inter alia* included:

A. Powers of the Audit Committee:

1. *To investigate any activity of within its terms of reference.*
2. *To seek information from any employee*
3. *To obtain outside legal or other professional advice.*
4. *To secure attendance of outsiders with relevant expertise, if it considers necessary.*

B. Role of the Audit Committee:

1. *oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;*
2. *recommendation for appointment, remuneration and terms of appointment of auditors of the Company;*
3. *approval of payment to statutory auditors for any other services rendered by the statutory auditors;*
4. *reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:*

a) *matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;*
b) *changes, if any, in accounting policies and practices and reasons for the same;*
c) *major accounting entries involving estimates based on the exercise of judgment by management;*
d) *significant adjustments made in the financial statements arising out of audit findings;*
e) *compliance with listing and other legal requirements relating to financial statements;*
f) *disclosure of any related party transactions;*
g) *modified opinion(s) in the draft audit report;*

5. *reviewing, with the management, the quarterly financial statements before submission to the Board of Directors for approval;*

6. *reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;*

7. *reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;*

8. *approval or any subsequent modification of transactions of the listed entity with related parties;*

9. *scrutiny of inter-corporate loans and investments;*

10. *valuation of undertakings or assets of the listed entity, wherever it is necessary;*

11. *evaluation of internal financial controls and risk management systems;*

12. *reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;*

13. *reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;*

14. *discussion with internal auditors of any significant findings and follow up there on;*

15. *reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;*

16. *discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;*

17. *to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;*

18. *to review the functioning of the whistle blower mechanism;*

19. *approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;*

20. *Carrying out any other function as is mentioned in the terms of reference of the audit committee.*

The audit committee was also responsible for reviewing the following information:

1) *management discussion and analysis of financial condition and results of operations;*
2) *statement of significant related party transactions (as defined by the audit committee), submitted by management;*
3) *management letters / letters of internal control weaknesses issued by the statutory auditors;*
4) *internal audit reports relating to internal control weaknesses; and*
5) *the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.*
6) *statement of deviations:*
   a. *quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).*
   b. *annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).*

B. Audit Committee Meetings and Attendance:

Prior to the initiation of the CIRP, three meetings of the Audit Committee were held during the year on 23rd May, 2019, 13th August, 2019 and 13th November, 2019 respectively, the details of which are as follows:

Sr. No.	Name of the Member	Number of meetings entitled to attend	Number of Meetings attended
1.	Mrs. Alka Patel *	3	1
2.	Mrs. Dipti Mehta #	1	1
3.	Mr. Todd Robinson	3	2
4.	Mr. Chirayu Chhibber *	3	2
5.	Mr. Piyush Doshi	3	3

Mrs. Dipti Mehta was appointed as a Member of the Audit Committee w.e.f. 7th November, 2019. However, she ceased to be a Member of the Committee due to her resignation as Director of the Company w.e.f. 13th December, 2019

*Mrs. Alka Patel and Mr. Chirayu Chhibber have ceased to be the members of the Committee w.e.f. 13th December, 2019 due to their resignation from the directorship of the Company.

Note: Mrs. Cynthia Dibartolo had resigned from Audit Committee w.e.f. 25th July, 2019 consequent to her resignation from the directorship of the Company.

IV. Nomination & Remuneration Committee:

Prior to the initiation of the CIRP, the Nomination & Remuneration Committee comprised of three (3) Independent Directors, details of which are given as under:

SR. NO.	LIST OF MEMBERS	DESIGNATION
1	Mr. Chirayu Chhibber # Non-Executive & Independent Director	Chairman
2	Mrs. Alka Patel * Non-Executive & Independent Director	Member
3	Mrs. Dipti Mehta @ Non-Executive & Independent Director	Member
4	Mr. Piyush Viradia Non-Executive Director	Member

Mr. Chirayu Chhibber have ceased to be the members of the Committee w.e.f. 13th December, 2019 due to their resignation from the directorship of the Company.

*Mrs. Alka Patel was appointed as a Member of the Nomination & Remuneration Committee w.e.f. 13th August, 2019. However, Mrs. Alka Patel has ceased to be the member of the Committee w.e.f. 13th December, 2019 due to her resignation from the directorship of the Company.

@ Mrs. Dipti Mehta was appointed as a Member of the Nomination & Remuneration Committee w.e.f. 7th November, 2019. However, she ceased to be a Member of the Committee due to her resignation as Director of the Company w.e.f. 13th December, 2019

Note: Mr. Lawrence Steckmen had resigned from Nomination & Remuneration Committee w.e.f. 25th July, 2019. Mr. Piyush Doshi had been appointed as the Managing Director of the Company with effect from 14th February, 2019 and he ceased to be a non-executive director of the Company, Accordingly, the Nomination and Remuneration Committee was re-constituted in the board meeting held on 13th August, 2019 and thus, he ceased to be a member of the Committee.

and the Company Secretary of the Company acted as the Secretary of the Audit Committee.

The role and responsibilities of Nomination and Remuneration Committees as specified under Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2018, are being fulfilled by the Resolution Professional after the restoration of CIRP of the Company, as the powers of the Board of Directors stand suspended and such powers vest in the Resolution Professional in accordance with sections 17 and 23 of the Insolvency and Bankruptcy Code, 2016.

The terms of reference and scope of activities (outlined herein below) of the Nomination and Remuneration Committee (prior to its suspension) were in conformity with the Companies Act, 2013 and the Listing Regulations:

A. Brief description of the terms of reference of the Nomination and Remuneration committee *inter alia* included:

1) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2) formulation of criteria for evaluation of performance of independent directors and the board of directors;
3) devising a policy on diversity of board of directors;
4) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal; and
5) whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

B. Nomination & Remuneration Committee Meetings and Attendance:

Prior to the initiation of the CIRP, two meetings of the Nomination & Remuneration Committee were held on 23rd May, 2019 and 13th November, 2019, the details of which are as follows:

Sr. No.	Name of the Member	Number of meetings entitled to attend	Number of Meetings attended
1.	Mr. Chirayu Chhibber $	2	1
2.	Mr. Lawrence Steckman #	1	1
3.	Mr. Piyush Doshi	1	1
4.	Mr. Piyush Viradia	2	2
5.	Mrs. Alka Patel @	1	0
6.	Mrs. Dipti Mehta *	1	1

$ Mr. Chirayu Chhibber has ceased to be a member of the Committee w.e.f. 13th December, 2019 due to his resignation from the directorship of the Company.

Mr. Lawrence Steckman had resigned from the directorship of the Company with effect from 25th July, 2019 and he ceases to be a member of NRC.

@ Mrs. Alka Patel had been appointed to the Nomination & Remuneration Committee with effect from 13th August, 2019. However, she ceased to be a Member of the Committee due to her resignation as Director of the Company w.e.f. 13th December, 2019

*Mrs. Dipti Mehta had been appointed as a Member of the Nomination & Remuneration Committee w.e.f. 7th November, 2019. However, she ceased to be a Member of the Committee due to her resignation as Director of the Company w.e.f. 13th December, 2019

C. Performance evaluation criteria for Independent Directors:

Evaluation of performance of Independent Directors was not undertaken during this financial year on account of restoration of CIRP in the Company w.e.f. 5th December, 2019, where the powers of the Board of Directors stood suspended. Therefore, the evaluation of the performance of the Independent Directors were not undertaken during the financial year 2019-20.

V. Remuneration of Directors:

A. Pecuniary relationship or transactions of the Non-Executive Directors *vis-à-vis* the Company:

Except the sitting fees paid to the Non-executive and Independent Directors for attending the Board and Committee Meetings, there were no other pecuniary relationships or transactions of Non-Executive Directors vis- à-vis the Company.

B. Criteria of making payments to Non-executive directors:

The Non-executive and Independent Directors were paid sitting fee of Rs. 20,000/- per meeting for attending the Meetings of the Board and Rs. 20,000/- per meeting for attending the Meetings of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee, which were within the limits prescribed under the provisions of the Act.

C. Disclosures with respect to remuneration in addition to disclosures required under the Companies Act, 2013:

Details of sitting fees paid to the Non-executive Directors for the financial year 2019-20:

Sr. No.	Name of the Non-Executive Director	Sitting fees paid
1.	Mr. Piyush Viradia	80,000/-
2.	Mrs. Cynthia Dibartolo *	40,000/-
3.	Mr. Todd Robinson	80,000/-
4.	Mr. Lawrence Steckman *	40,000/-
5.	Mr. Nimesh Patel #	20,000/-
6.	Mrs. Alka Patel #	40,000/-
7.	Mr. Chirayu Chhibber #	1,00,000/-
8.	Mrs. Dipti Mehta @	60,000/-

** Mr. Lawrence Steckman and Mrs. Cynthia Dibartolo have resigned from the directorship of the Company with effect from 25th July, 2019.*

 # Mr. Nimesh Patel, Mrs. Alka Patel, and Mr. Chirayu Chhibber have resigned from the directorship of the Company w.e.f. 13th December, 2019.

@ Mrs. Dipti Mehta was appointed as Director of the Company w.e.f. 7th November, 2019. However, Mrs. Dipti Mehta has resigned from the directorship of the Company w.e.f. 13th December, 2019.

The Company has not provided any Stock Options to its Directors or employees during the financial year 2019-20.

VI. Stakeholders Relationship Committee:

Prior to the initiation of the CIRP, the Stakeholders Relationship Committee of the Board of Directors comprised of three (3) Directors, the details of which are as follows:

SR. NO.	NAME OF MEMBERS	DESIGNATION
1	Mrs. Alka Patel $ (Non-Executive Independent Director)	Chairman
2	Mr. Nimesh Patel $ (Non-Executive Director)	Member
3	Mr. Piyush Doshi (Non-Executive Independent Director)	Member

$ Mrs. Alka Patel and Mr. Nimesh Patel ceased to be the Members of the Stakeholders Relationship Committee due to their resignation from the directorship of the Company w.e.f. 13th December, 2019.

A. Brief description of terms of reference of the Stakeholders Relationship Committee *inter-alia* includes:

The terms of reference of the Committee were aligned with the terms of reference provided under Section 178 of the Companies Act, 2013 and the Listing Regulations, as stated below:

1. *Consider and resolve the grievances of the security holders of the listed entity including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.*
2. *Issue of duplicate/split/consolidated share certificates;*
3. *Allotment and listing of shares;*
4. *Reference to statutory and regulatory authorities regarding investor grievances; and*
5. *Ensure proper and timely attendance and redressal of investor queries and grievances.*

B. Shareholders' Complaints during the financial year 2019-20:

Number of shareholders' complaints received	0
Number complaints not solved to the satisfaction of shareholders	0
Number of pending complaints	0

The SCORES website of SEBI for redressing of grievances of the investors is being visited at regular intervals and there are no pending complaints registered with SCORES as on 31st March, 2020.

There are no pending cases of share transfer as on 31st March, 2020.

As per Regulation 46(2)(j) of the Listing Regulations, the e-mail ID of the grievance redressal and other relevant details of the Company is cs@gbglobal.in

As per Regulation 46(2)(k) of the Listing Regulations, the contact information of designated official of the Company is cs@ gbglobal.in; Telephone No.022-43539191.

VII. Independent Directors:

A. Meeting of Independent Directors:

Evaluation of performance of all Directors is undertaken annually in a separate meeting of Independent Director, which is generally held during the last quarter of the corresponding financial year. However, pursuant to the restoration of the CIRP of the Company w.e.f. 5th December, 2019, the powers of the Board of Directors (including evaluating the performance of Board, its Committee and individual Directors) stand suspended.

Further, no separate meeting of Independent Directors was held during the financial year 2019-20 and consequently, the evaluation of the performance of the Board of Directors and of its Committees and individual Directors were also not undertaken during the year under review.

VIII. General body Meetings:

A. Particulars of the last 3 Annual General Meetings (AGM):

Particulars	Date and Time	Venue	Details of Special Resolutions passed
35th AGM (FY 2018-19)	26th September, 2019 at 11.00 p.m.	Plot No. C-2, M.I.D.C., Tarapur Industrial Area, Boisar, District Palghar 401506	i. Appointment of Mr. Piyush Vrajlal Doshi (DIN 07597924) as Managing Director of the Company ii. Appointment of Mr. Ashok Kumar Das (DIN 08419056) as Executive Director of the Company
34th AGM (FY 2017-18)	28th December, 2018 at 12.00 p.m.	Plot No. C-2, M.I.D.C., Tarapur Industrial Area, Boisar, District Palghar 401506	Nil
33rd AGM (FY 2016-17)	20th September, 2017 at 10.30 a.m.	Plot No. C-2, M.I.D.C., Tarapur Industrial Area, Boisar, Palghar 401506	i. Rescinding the resolution for change in name of the Company passed in the previous AGM held on 30th December, 2016.

B. Special Resolutions passed through Postal Ballot during the year under review:

Special Resolution for the change of name of the Company from **"Mandhana Industries Limited"** to **"GB Global Limited"** was duly approved by the members of the Company by means of Postal Ballot including voting through electronic means on Thursday, 11th July, 2019. Consequently, Memorandum of Association and Articles of Association and other documents of the Company were accordingly altered.

C. Whether any special resolution is proposed to be conducted through postal ballot:

Till the date of this report, the Company does not intend or propose to pass any Special Resolution through Postal Ballot.

IX. Means of Communications:

A. Quarterly Results:

The financial results are submitted to the Stock Exchanges where the securities of the Company are listed pursuant to the requirements of Listing Regulations and are also published in the newspapers. The financial results are also displayed on the Company's website i.e. www.gbglobal.in

B. Newspapers wherein results normally published:

The results of the Company are normally published in Financial Express (in English) and Mahasagar (in Marathi).

C. Website where the results are displayed:

www.gbglobal.in

D. Whether the website also displays official news releases:

The Company has maintained a functional website i.e. www.gbglobal.in containing basic information about the Company like the details of its business, financial information, shareholding pattern, codes and policies etc. The disclosures made by the Company to the Stock Exchanges where the securities of the Company are listed are also hosted on the website of the Company.

E. Presentations made to institutional investors or to the analysts:

There were no presentations made by the Company to institutional investors/ analysts during the year.

X. General Shareholder information:

The Company was incorporated on 25th July, 1984. The Company is registered in the state of Maharashtra, India. The Corporate Identification Number (CIN) allotted to the Company by Ministry of Corporate Affairs (MCA) is L17120MH1984PLC033553.

The Equity Shares of the Company are listed on BSE Limited and National Stock Exchange of India Limited (NSE).

A.	**Annual General Meeting**		
	- Day, Date and Time	:	Thursday, 24th December, 2020, 11:30 A.M.
	- Venue	:	Plot No. C-2, M.I.D.C., Tarapur Industrial Area, Boisar, Palghar - 401506
B.	**Financial Year**	:	1st April, 2019 to 31st March, 2020
C.	**Dividend payment date**	:	N.A.
D.	**The name and address of Stock Exchange(s) at which the Company's equity shares are listed and a confirmation about payment of annual listing fee to each of the stock exchange**		BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 The Company has paid the listing fees to the Stock Exchanges within the prescribed time.

E.	Security Code / Symbol (Equity)		
	ISIN	:	INE087J01028
	Security Code for BSE	:	533204
	Symbol for NSE	:	GBGLOBAL

F. The Market price data covering the period 1st April, 2019 to 31st March, 2020 is given below:

Month	BSE			NSE		
	High	Low	Traded	High	Low	Traded
	Rs.	Rs.	Volume	Rs.	Rs.	Volume
April 2019	-	-	-	-	-	-
May 2019	-	-	-	-	-	-
June 2019	5.39	2.46	2,546	6.95	4.2	6963
July 2019	15.57	5.65	6,824	-	-	-
August 2019	17.10	15.50	4,923	-	-	-
September 2019	16.80	14.45	2,521	-	-	-
October 2019	-	-	-	-	-	-
November 2019	13.78	13.10	2	-	-	-
December 2019	12.45	12.45	515	-	-	-
January 2020	11.83	11.83	1	-	-	-
February 2020	11.24	11.24	90	-	-	-
March 2020	10.68	10.15	444	6.95	3.69	16250

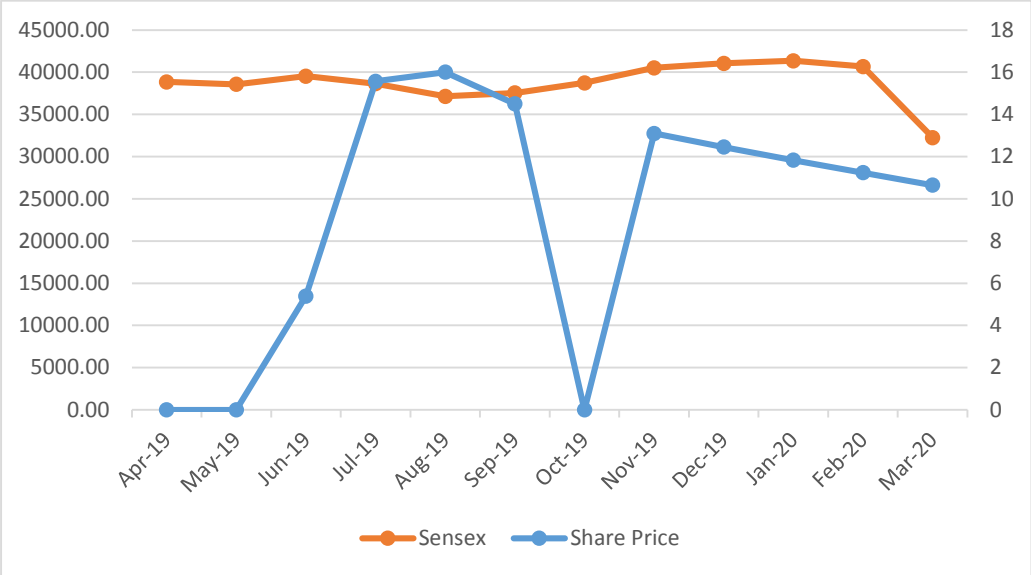
* The shares of the Company were re-listed on both the Stock Exchanges w.e.f. 4th June, 2019 after giving effect to reduction of capital of the Company carried out pursuant to the Resolution Plan.

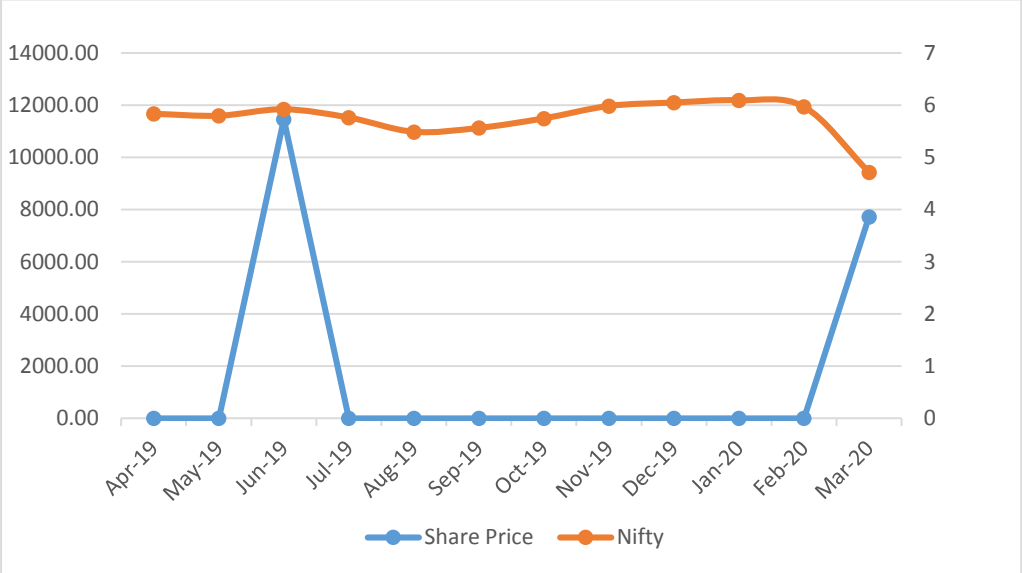
G. Stock Performance in comparison to broad-based indices such as BSE/NSE Sensex (Average closing):

(in Rs.)

Month	BSE (Average closing)		NSE (Average closing)	
	Share Price	Sensex	Share Price	Nifty
April 2019	-	38,861.48	-	11,666.45
May 2019	-	38,574.60	-	11,592.02
June 2019	5.39	39,538.37	5.73	11,839.02
July 2019	15.57	38,649.97	-	11,523.11
August 2019	16.00	37,149.35	-	10,976.50
September 2019	14.50	37,545.06	-	11,124.29
October 2019	-	38,741.85	-	11,490.21
November 2019	13.10	40,513.09	-	11,964.13
December 2019	12.45	41,054.45	-	12,096.88
January 2020	11.83	41,360.95	-	12,183.07
February 2020	11.24	40,674.32	-	11,934.47
March 2020	10.65	32,254.45	3.86	9,426.31

* The shares of the Company were not traded on Stock Exchanges upto May 2019 on account of capital reduction of the Company carried out pursuant to the Resolution Plan.





H. In case the securities are suspended from trading, reason thereof:

The shares of the Company were suspended and not traded on Stock Exchanges upto 3rd June, 2019 on account of capital reduction of the Company carried out pursuant to the approved Resolution Plan. However, the shares were re-listed and trading commenced on both the Stock Exchanges w.e.f. 4th June, 2019.

I. Registrar to an issue and share transfer agents:

Link Intime India Pvt. Ltd., C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083.

J. Share Transfer System:

Link Intime India Private Limited is the Registrar and Transfer Agents of the Company. Transfer of physical shares are approved by the Board of Directors or the Stakeholders Relationship Committee which meets at opportune time and if the documents are complete and in order in all respects, the same are registered and returned to the transferees within the stipulated time.

a) Distribution of Shareholding as on 31st March, 2020:

Shares range	No. of Shareholders	% of Shareholders	No. of Shares	% of total issued capital
1 – 500	13783	94.71	879852	26.55
501 – 1,000	425	2.92	319704	9.65
1,001- 2,000	189	1.30	273069	8.24
2,001 – 3,000	56	0.38	135863	4.10
3,001 – 4,000	21	0.15	72923	2.20
4,001 – 5,000	22	0.15	104566	3.15
5,001 – 10,000	28	0.19	207110	6.25
10,001 & Above	29	0.20	1321208	39.86
Total	**14553**	**100**	**3314295**	**100**

b) Shareholding pattern as on 31st March, 2020:

Sr. No.	Category of Shareholder	No. of Shareholders	Total no. of shares	Total Shareholding as a percentage of total no. of Shares
(A)	**Shareholding of Promoter and Promoter Group(A)***	18	10,60,965	32.01
(B)	**Public Shareholding**			
(1)	**Institutions**			
(a)	Mutual Funds	0	0	0.00
(b)	Venture Capital Funds	0	0	0.00
(c)	Alternate Investment Funds	0	0	0.00
(d)	Foreign Venture Capital Investors	0	0	0.00
(e)	Foreign Portfolio Investor	0	0	0.00
(f)	Financial Institutions/ Banks	2	69,016	2.08
(g)	Insurance Companies	0	0	0.00
(h)	Provident Funds / Pension Funds	0	0	0.00
	Sub Total (B) (1)	2	69,016	2.08
(2)	**Central Government/ State Government(s)/ President of India**	0	0	0.00
	Sub Total (B) (2)	0	0	0.00

(3)	**Non-Institutions**			
(a)	Individuals			
	i. Individual shareholders holding nominal share capital upto Rs. 2 Lakhs	13695	18,55,925	56.00
	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs	3	1,33,925	4.04
(b)	NBFC's registered with RBI	0	0	0.00
(c)	Employee Trusts	0	0	0.00
(d)	Overseas depositories (holding DRs)	0	0	0.00
(e)	Any other	570	1,94,464	5.87
	i. IEPF	1	105	0.00
	ii. Hindu Undivided Family	312	82,541	2.49
	iii. NRI (Non-repatriate)	45	11,437	0.35
	iv. NRI (Repatriate)	112	47,247	1.43
	v. Clearing Members	16	1,599	0.05
	vi. Bodies Corporate	84	51,535	1.55
	Sub Total (B) (3)	14268	21,84,314	65.91
	Total Public Shareholding (B) = (B)(1) + (B)(2)+(B)(3)	14270	22,53,330	67.99
	Total (A) + (B)	**14288**	**33,14,295**	**100.00**
(C)	**Non Promoter - Non Public**			
(1)	Shares Underlying DRs	0	0	0.00
(2)	Shares Held By Employee Trust	0	0	0.00
	Grand Total (A)+(B)+(C)	**14288**	**33,14,295**	**100.00**

** The shareholding spread across various demat accounts are consolidated on the basis of Permanent Account Number pursuant to SEBI circular No. SEBI/HO/CFD/CMD/ CIR/P/2017/128 dated 19th December, 2017.*

K. Dematerialization of shares:

The Company has signed agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and Link Intime India Private Limited to offer depository services to its shareholders and has paid respective charges for the benefit of the Members.

Your Company confirms that the entire Promoters' holding is in dematerialized form and the same is in line with the directives issued by the Securities and Exchange Board of India.

The shares of your Company are regularly traded at the BSE Limited and the National Stock Exchange of India Limited and hence, have good liquidity.

Out of the total 33,14,295 equity shares of the Company, 33,14,059 equity shares representing 99.99% are in dematerialized form as on 31st March, 2020.

L. Outstanding global depository receipts or American Depository Receipts or warrants or any convertible instruments, conversion date and likely impact on equity:

NIL

M. Commodity price risk or foreign exchange risk and hedging activities:

NIL

N. Plant Locations:

MANDHANA DYEING
(A Division of GB Global Limited)
Plot no. E-25, MIDC,
Tarapur Industrial Area,
District Palghar – 401 506.

MANDHANA WEAVING HOUSE
(Shirting Division)
(A Division of GB Global Limited)
Plot No. C-2, MIDC,
Tarapur Industrial Area,
District Palghar – 401 506.

MANDHANA WEAVING HOUSE
(A Division of GB Global Limited)
Plot no. E-33, MIDC,
Tarapur Industrial Area,
District Palghar – 401 506.

MANDHANA DYEING – UNIT II
(A Division of GB Global Limited)
Plot No. C-3, MIDC,
Tarapur Industrial Area,
District Palghar – 401 506.

GB GLOBAL LIMITED
(Garment Division)
Plot no. E-132, MIDC,
Tarapur Industrial Area,
District Palghar – 401 506.

GB GLOBAL LIMITED
(Garment Division)
26/A, Peenya ll Phase,
Peenya Industrial Area,
Near NTTF Bus Stop,
Bengaluru – 560 058.

Corporate Office and
Address for Correspondence:

GB Global Limited
Marathon Futurex, Unit A No. -2402,
Mafatlal Mills Compound,
N.M.Joshi Marg, Lower Parel
Mumbai 400013

Tel: 022 - 4353 9191
Email: cs@gbglobal.in

XI. Other Disclosures:

A. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large:

Nil.

B. Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:

For the last three financial years, except for the financial year 2016-17 (the details mentioned herein below), the Company has complied with the applicable requirements of the Stock Exchange, SEBI and other Statutory Authorities on all matters related to capital markets.

During the financial year 2016-17, the Company was levied fines by BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) for delay in submission of financial results under Regulation 33 of the Listing Regulations for the quarters ended 30th June, 2016, 30th September, 2016 and 31st December, 2016 and delay in submission of Corporate Governance Report under Regulation 27(2) of the Listing Regulations for the quarter ended 30th September, 2016 stated as below:

Regulation and relevant quarter of Non-compliance	**Fines imposed and paid by the Company***	
	BSE	**NSE**
Regulation 33 of the Listing Regulations for quarter ended June, 2016	Rs. 9,04,176/-	Rs. 7,86,239/-
Regulation 33 of the Listing Regulations for quarter ended September, 2016	Rs. 7,13,000/-	Rs. 9,10,000/-
Regulation 27(2) of the Listing Regulations for quarter ended September, 2016	Rs. 4,600/-	Rs. 4,000/-
Regulation 33 of the Listing Regulations for quarter ended December, 2016	Rs. 2,41,500/-	Rs. 2,10,000/-

**Amounts mentioned above are inclusive of service tax.*

Details of non-compliances with regard to listing regulation during the current financial year 2019-20 are provided separately at sub-point no. 'D' herein below.

C. Details of establishment of vigil mechanism, whistle blower policy and affirmation that no personnel has been denied access to the audit committee:

The Company has established a Vigil Mechanism, which includes a Whistle Blower Policy, for its Directors and Employees, to provide a framework to facilitate responsible and secure reporting of concerns of unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics. The details of establishment of Vigil Mechanism / Whistle Blower Policy are posted on the website of the Company and the weblink to the same is http://gbglobal.in/investorRelation.php. No Director / employee has been denied access to the Resolution Professional, post commencement of CIRP.

D. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements:

The Company has complied with all the mandatory requirements of Listing Regulations During the current financial year 2019-20, except for the as listed herein below:

The Company was levied fines by BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) for non-compliance with the constitution of nomination and remuneration committee under Regulation 19(1)/19(2) of the Listing Regulations for the quarters ended 30th June, 2019 and 30th September, 2019 as stated as below:

Regulation and relevant quarter of Non-compliance	**Fines imposed and paid by the Company***	
	BSE	**NSE**
Regulation 19(1)/19(2) of the Listing Regulations for quarter ended June, 2019	Rs. 1,96,560/-	Rs. 1,96,560/-
Regulation 19(1)/19(2) of the Listing Regulations for quarter ended September, 2019 (From 1st July, 2019 till 13th August, 2019)	Rs. 95,040/-	Rs. 95,040/-

**Amounts mentioned are net of TDS.*

By order dated December 5, 2019, the Hon'ble NCLT directed the CIRP of the Company to be restored and thereafter, the possession of the Company to be handed over to the CoC and the erstwhile Resolution Professional. Accordingly, at a meeting of the CoC held on January 8, 2020, FTL handed over the possession of the Company to the CoC, which in turn handed it over to Mrs. Charu Desai, as the Resolution Professional of the Company. As per the relevant provisions of the IBC, the powers of the Board of Directors of the Company stand suspended and such powers and the management of the affairs of the Company vest with the Resolution Professional.

The status of compliances with the non-mandatory requirements specified in Part E of Schedule II have been detailed hereinafter under point no. XII.

E. Web link where policy for determining material subsidiaries is disclosed:

Not applicable as Company does not have a Subsidiary Company.

F. Web link where policy on dealing with related party transactions is disclosed:

www.gbglobal.in

G. Disclosure of commodity price risks and commodity hedging activities: Nil

XII. Discretionary requirements as specified in Part E of Schedule II of the Listing Regulations:

A. The Board:

Prior to the commencement of CIRP, the Company comprised of six (6) Non-executive Directors and two (2) Executive Directors including the Chairman and the Managing Director.

B. Shareholder Rights:

The Company's financial results are furnished to the Stock Exchanges and are also published in the newspapers and on the website of the Company and therefore, results are not separately sent to the Members. The financial results of the Company are displayed on the website of the Company i.e. www.gbglobal.in

C. Modified opinion(s) in audit report:

The financial statements of the Company do not contain any modified opinion.

D. Reporting of internal auditor:

Prior to the commencement of CIRP, the Internal Auditors directly reported to the Audit Committee of Board of Directors of the Company.

XIII. The disclosures of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46:

The Company has complied with the corporate governance requirements specified in Regulations 17 to 27 except as stated point no. (d) of point no. XI above. The Company has also complied with the requirements of clauses (b) to (i) of sub - regulation (2) of Regulation 46 of Listing Regulations.

For **GB GLOBAL LIMITED**
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Mrs. Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

Mrs. Charu Desai in her capacity as RP took control and custody of the management and operations of the Company from 8th January, 2020. For the period commencing from 1st April, 2019 to 7th January, 2020, the Company was under the management/ control of the erstwhile Board of Directors. This being so, the Resolution Professional has relied on the certifications, representations and statements made for such period by the previous management/ officials of the Company and is not in a position to independently verify the authenticity or veracity thereof. [In view of suspension of the powers of the Board of Directors, the Resolution Professional is approving this Report for the purposes of compliance with the provisions of the Companies Act, 2013 and on the basis of the certifications, representations and statements made for such period by the previous management/ officials of the Company. Approval/ confirmation of the Resolution Professional and affixing of her signature on this Report should not be construed as any endorsement or certification by the Resolution Professional of any facts/ figures/ certifications/ representations/ statements made by the previous management/ officials of the Company.]

Place : Mumbai
Date : 26th November, 2020

DISCLOSURE IN COMPLIANCE WITH PART F OF SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE YEAR 2019-20

1.	Aggregate no. of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the beginning of the year.	Nil
2.	No. of shareholders who approached the issuer for transfer of shares from the Suspense Account during the year.	Nil
3.	No. of shareholders to whom shares were transferred from Suspense account during the year.	Nil
4.	Aggregate no. of shareholders and the outstanding shares lying in the Suspense Account at the end of the year.	Nil
5.	The voting rights on the aforesaid shares lying in the Suspense Account shall remain frozen till the rightful owners of such shares claims the shares.	N.A.

For **GB GLOBAL LIMITED**
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Mrs. Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

Mrs. Charu Desai in her capacity as RP took control and custody of the management and operations of the Company from 8th January, 2020. For the period commencing from 1st April, 2019 to 7th January, 2020, the Company was under the management/ control of the erstwhile Board of Directors. This being so, the Resolution Professional has relied on the certifications, representations and statements made for such period by the previous management/ officials of the Company and is not in a position to independently verify the authenticity or veracity thereof. [In view of suspension of the powers of the Board of Directors, the Resolution Professional is approving this Report for the purposes of compliance with the provisions of the Companies Act, 2013 and on the basis of the certifications, representations and statements made for such period by the previous management/ officials of the Company. Approval/ confirmation of the Resolution Professional and affixing of her signature on this Report should not be construed as any endorsement or certification by the Resolution Professional of any facts/ figures/ certifications/ representations/ statements made by the previous management/ officials of the Company.]

Place : Mumbai
Date : 26th November, 2020

DECLARATION UNDER SCHEDULE V (D) OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING ADHERENCE TO THE CODE OF CONDUCT:

To the best of my knowledge and belief, this is to affirm and declare, on behalf of the Board of Directors of the Company and senior management personnel, that:

a. The Company has laid down a Code of Conduct, Ethics and Business Principles for all Board members and Senior Management of the Company ['the Code of Conduct'];

b. The Code of conduct has been posted on the website of the Company;

c. All the Board Members and Senior Management personnel have adhered with the provisions of the Code of Conduct for the financial year ended 31st March 2020.

For **GB GLOBAL LIMITED**
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Mrs. Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

Mrs. Charu Desai in her capacity as RP took control and custody of the management and operations of the Company from 8th January, 2020. For the period commencing from 1st April, 2019 to 7th January, 2020, the Company was under the management/ control of the erstwhile Board of Directors. This being so, the Resolution Professional has relied on the certifications, representations and statements made for such period by the previous management/ officials of the Company and is not in a position to independently verify the authenticity or veracity thereof. [In view of suspension of the powers of the Board of Directors, the Resolution Professional is approving this Declaration for the purposes of compliance with the provisions of the Companies Act, 2013 and on the basis of the certifications, representations and statements made for such period by the previous management/ officials of the Company. Approval/ confirmation of the Resolution Professional and affixing of her signature on this Declaration should not be construed as any endorsement or certification by the Resolution Professional of any facts/ figures/ certifications/ representations/ statements made by the previous management/ officials of the Company.]

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Place : Mumbai
Date : 26th November, 2020

COMPLIANCE CERTIFICATE PURSUANT TO REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

I, undersigned in my capacity as the Resolution Professional of GB Global Limited ("the Company"), to the best of my knowledge and belief, certify that:

a) I have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2020 and based on our knowledge and belief:

1. These financial statements do not contain any materially untrue statement or omit any material fact or contains statements that might be misleading.

2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standard, applicable laws and regulations.

b) I further state that to the best of my knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of Company's Code of Conduct.

c) I am responsible for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of the Internal Control Systems of the Company pertaining to financial reporting and I have not come across any reportable deficiencies in the design or operation of such internal controls.

d) I have indicated to the auditors:

1. Significant changes in internal control over financial reporting during the year.

2. Significant changes in accounting policies, if any, during the year and that same have been disclosed in the financial statements.

3. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

For **GB GLOBAL LIMITED**
(Formerly known as Mandhana Industries Limited)

Charu Desai
Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Mrs. Charu Desai has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency and Bankruptcy Board of India, her Registration No. is IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited (Formerly Known as Mandhana Industries Limited) are being managed by the Resolution Professional who acts as an agent of GB Global only and without personal liability.

Mrs. Charu Desai in her capacity as RP took control and custody of the management and operations of the Company from 8th January, 2020. For the period commencing from 1st April, 2019 to 7th January, 2020, the Company was under the management/ control of the erstwhile Board of Directors. This being so, the Resolution Professional has relied on the certifications, representations and statements made for such period by the previous management/ officials of the Company and is not in a position to independently verify the authenticity or veracity thereof.

[In view of suspension of the powers of the Board of Directors, the Resolution Professional is approving this Compliance Certificate for the purposes of compliance with the provisions of the Companies Act, 2013 and on the basis of the certifications, representations and statements made for such period by the previous management/ officials of the Company. Approval/ confirmation of the Resolution Professional and affixing of her signature on this Compliance Certificate should not be construed as any endorsement or certification by the Resolution Professional of any facts/ figures/ certifications/ representations/ statements made by the previous management/ officials of the Company.]

Place : Mumbai
Date : 26th November, 2020

Nitin R. Joshi
B.COM. LL.B., D.C.E.C., F.C.S.
COMPANY SECRETARY

415, Marathon Max, Next to Udyog Kshetra, Jn. of L.B.S. Marg & Goregoan Link Road, Mulund (W), Mumbai-400 080. E-mail: n_r_joshi@yahoo.com Tel. 2562 5660/61 Cell 98201 29178.

CERTIFICATE ON CORPORATE GOVERNANCE

To,
Resolution Professional,
GB GLOBAL LIMITED
(Formerly Known as Mandhana Industries Limited)
Marathon Futurex, Unit A- 2402,
Mafatlal Mills Compound, N.M.Joshi Marg,
Lower Parel, Mumbai - 400 013

Dear Sir(s),

1. I, Nitin Joshi, Practicing Company Secretary, have examined the compliance of conditions of Corporate Governance by **GB Global Limited** ("Company") for the period ended on 31st March, 2020 as stipulated in Regulation 34 (3) read with Part E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

MANAGEMENT'S RESPONSIBILITY

2. The compliance of conditions of Corporate Governance is the responsibility of the management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations. The management of the Company was responsible for the same till 5th December 2019, where National Company Law Tribunal (NCLT) restored the Corporate Insolvency Resolution Process (CIRP) and management was handed over to the Resolution Professional on 8th January, 2020.

   After the Commencement of CIRP shall be fulfilled by Resolution Professional in accordance with sections 17 and 23 of Insolvency and Bankruptcy Code 2016 and powers of the Board of Directors stand suspended.

   Our responsibility is limited to examining the procedures and Implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

OPINION

3. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied in all material respects with the conditions of corporate governance as stipulated in the above-mentioned SEBI (LODR) Regulations, 2015, except as stated in the Secretarial Audit Report.

We further state that such compliances are neither an assurance as to the future viability of the Company nor to the efficiency or effectiveness with which the management has conducted the affairs of the company

_____

(NITIN R. JOSHI)
FCS No. 3137 C.P. No 1884

Date : 26th November. 2020
Place : Mumbai

Note: This report is to be read with our letter of even date which is annexed as Annexure and forms an integral part of this report.

INDEPENDENT AUDITOR'S REPORT

To the Members of
M/s. GB Global Limited (Formerly known as Mandhana Industries Limited)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **M/s. GB Global Limited (Formerly known as Mandhana Industries Limited)** ("the Company"), which comprise the Balance Sheet as at March 31, 2020, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). 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 (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Material Uncertainty Related to Going Concern

We draw attention to Note No 48 of the financial statements, which indicates that National Company Law Tribunal ("NCLT") vide its order delivered on February 5, 2020 has allowed the Resolution Professional ("RP") to invite fresh resolution plan from the prospective resolution applicants and complete the process of rebidding within 70 days from the date of the order. The events/ conditions as mentioned in the said note indicate that until the time this process is completed successfully or on failure of the resolution plan, chances of NCLT ordering liquidation of the Company remains. This indicates that a material uncertainty exists that may cast a significant doubt on the Company's ability to continue as a going concern.

Emphasis of Matter

1) We draw attention to Note No. 48 of the financial statement relating to pending outcome of certain reliefs and modification in the Resolution Plan with NCLT and its pending accounting effects with respect to the same. Attention is also drawn to Note No 21 of the financial statement which states that the Company has stopped providing interest on borrowings from lenders/banks with effect from April 1, 2018 pending final resolution of the matter in Hon'ble NCLT.

2) We also draw attention to Note No. 9 of the financial statement relating to the accounting treatment and presentation of the amount of Rs 50 crore fixed Deposit lying with Bank of Baroda in the name of the Company which was forfeited by Committee of Creditor (COC) from the amount of Rs 93 crore brought in by the erstwhile resolution Applicant and to.

Our opinion is not modified in respect of the above matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matters described in the *Material uncertainty Related to Going Concern* section, we have determined the matter described below to be key audit matters to be communicated in our report.

Sr. No	Key Audit Matter	Auditor's Response
1	**Litigation matters and contingent liabilities**	Our audit included but was not limited to the following activities: 1. Assessing management's position through discussions with the external legal consultations obtained by the Company (where considered necessary) on both, the probability of success in the aforesaid case, and the magnitude of any potential loss; 2. Discussion with the management on the development in these litigations during the year ended 31 March, 2020; 3. Review of the disclosures made by the Company in the financial statements in this regard; 4. Obtained representation letter from the management on the assessment of these matters.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Management / Resolution Professional ("RP") is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, 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 during the course of our 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.

When we read the above reports, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management/RP and Those Charged with Governance for the Financial Statements

The Company's Management/RP is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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 Company's management/RP 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 Management/RP either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Company's Management/RP are also responsible for overseeing the company's financial reporting process.

As the Corporate Insolvency Resolution Process ("CIRP") has been reinitiated in respect of the Company under the provisions of "The Insolvency and Bankruptcy Code,2016" ('IBC/ the Code') by the National Company Law Tribunal ("NCLT"),Mumbai Bench, vide its order dated December 05 ,2019, the powers of the Board of Directors of the Company stand suspended as per Section 17 of the Code and such powers are being exercised by the Resolution Professional appointed by the National Company Law Tribunal by the said order under the provisions of the Code.

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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

Other matters

1) The audited financial statement for the year ended March 31, 2019 included in these financial statement are based on the previously issued financial statement of the Company prepared in accordance with the Indian Accounting Standards ("Ind AS") prescribed under Section 133 of Companies Act, 2013. Those audited financial statement prepared under Ind AS were audited by the predecessor auditor, whose audit report dated May 23, 2019 expressed an unmodified opinion on those financial statement respectively.

2) The Ministry of home affairs vide order No.40-3/2020 dated 24.03.2020 notified nationwide lockdown in India to contain the outbreak of COVID 19, due to which, we were not able to attend the physical verification of inventory carried out by the management subsequent to the year end. Consequently, we have performed alternate procedures to audit the existence of inventory as per the guidance provided in SA 501 "Audit Evidence - Specific considerations for selected items" and have obtained sufficient appropriate audit evidence to issue our unmodified opinion on these financial statements.

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 Companies Act, 2013, 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. 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, the Statement of Profit and Loss (including other comprehensive income), Statement of Change in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

   d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

   e. The Going Concern matter described under the **"Material Uncertainty Related to Going Concern"** paragraphs above, in our opinion, may have an adverse effect on the functioning of the Company;

   f. On the basis of the written representations received from the directors as on March 31, 2020 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.

   g. 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**".

h. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations 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.

i. 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 has disclosed the impact of pending litigations on its financial position in its financial statements **– (Refer Note 43 to the financial Statements)**

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

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2020.

For C N K & Associates LLP
Chartered Accountants
Firm Registration No.: 101961 W/W-100036

Manish Sampat
Partner
Membership No. 101684
UDIN: 20101684AAAACW6972

Place: Mumbai
Date: July 7, 2020

Annexure - A to the Independent Auditors' Report

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

(i) (a) At the time of takeover by the Resolution Professional, physical verification of material assets had been carried out by an independent agency. However, the Company has not updated records to show full particulars, including quantitative details and situation, of fixed assets in its Fixed Asset Register;

(b) As explained to us and referring to clause (i) (a) above, the material fixed assets have been physically verified by the management during the year and there were no material discrepancies noticed during this verification. We are informed that the Company has formulated a program of physical verification of all the fixed assets over a period of time, which, in our opinion, is reasonable having regard to the size of the Company and nature of its assets.

(c) According to the information and explanations given to us and on the basis of our examination of the records, the title deeds of the immovable properties are in the name of the Company except factory building situated at Sewri, Mumbai having a carrying value of Rs.882.52 lacs in the financial statement and with respect to freehold land at Dodballpur property near Bengaluru having a carrying value of Rs.220.57 lacs.

(ii) As informed to us, the inventory has been physically verified by the Management at reasonable intervals during the year, discrepancies noticed on verification between the physical stocks and the book records were not material in relation to the size of the Company and the same have been properly dealt with in the books of accounts.

(iii) According to the information and explanations provided to us, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in register maintained under section 189 of the Act. Accordingly, the provisions of clause 3(iii) are not applicable to the Company.

(iv) According to the information and explanations provided to us, the company not granted any loan, given any guarantee or provided any security in connection with any loan, therefore reporting on the provisions of Section 185 & 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and securities is not applicable.

(v) According to the information and explanations provided to us, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the rules framed there under to the extent notified.

(vi) We have broadly reviewed the records maintained by the Company pursuant to the rules prescribed by Central Government for maintenance of cost records under section 148(1) of the Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the record. We have been informed that the cost audit for FY 2017-18 and FY 18-19 has not been carried out as required under Section 148 of the Companies Act, 2013.

(vii) (a) According to the information and explanation given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, profession tax, income-tax, duty of customs, goods and service tax, cess and other statutory dues as applicable. There were no undisputed amounts payable with respect to employees' provident fund, employees' state insurance, income-tax, sales-tax, goods and service tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues in arrears as at March 31, 2020 for a period of six months from the date they became payable except GST (reverse charge mechanism) CGST and SGST amounting to Rs 8,825 each.

(b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of dues of income tax and sales tax at March 31, 2020 which have not been deposited on account of a dispute, are as follows:

Name of the Statute	Nature of Dues	Amount (in crores)	Period to which the amount relates	Forum where the matter is pending
Income Tax Act, 1961	Income Tax	35.87	AY 2017-18	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	15.37	AY 2015-16	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	37.71	AY 2016-17	Commissioner of Income Tax (Appeals)
Sales Tax	Sales Tax	47.11	AY 2015-16	Bombay High Court
Sales Tax (Delhi)	Sales Tax	0.17	AY 2015-16	-
Central Excise Act, 1944	Excise Duty	2.91	May 01-May 03	CESTAT

(viii) According to the information and explanations given to us, the Outstanding loans repayable to the financial creditors shown in the financial statement is Rs 1,26,459.54 lac of which the lender wise details are disclosed as below

Particulars	Nature	(Rs in lac)
Bank of Baroda	Working Capital	21,559.62
State Bank of India		22,533.34
Saraswat Bank		10,656.36
Bank of India		10,509.68
Corporation Bank		5,870.05
Total (A)		**71,129.05**

Bank of Baroda	Term Loan	2,887.50
State Bank of India		449.47
Saraswat Bank		2,000.00
Allahabad Bank		10,194.12
Corporation Bank		1,356.61
Axis Bank		5,638.02
Punjab National Bank		1,518.39
Karur Vysya Bank Limited		1,209.49
Indian Bank		385.56
ICICI Bank Limited		11.84
Total (B)		**25,651.00**
Bank of India	Non-Convertible Debenture	350.00
Allahabad Bank		1,750.00
Indian Overseas Bank		1,000.00
L&T Finance Limited		1,400.00
Canara Bank		1,200.00
Total (C)		**5,700.00**
On Working Capital	Interest Outstanding	12,964.20
On Non- Convertible Debenture		1,765.68
On Term Loan		6735.98
Total (D)		**21,465.86**
Small Industries Development Bank of India	Bill Payable	581.11
Interest thereon		93.07
Total (E)		**674.18**
Bal Krishna Industries Limited	Inter Corporate deposit	1650.00
Interest thereon		189.43
Total (F)		**1,839.43**
TOTAL (A-F)		**1,26,459.54**

(ix) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. The term loans availed by the Company have been applied for the purposes for which they were obtained.

(x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) According to the records of the Company examined by us and the information and explanations given to us, the company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi company and therefore the provisions of clause 3 (xii) of the Order are not applicable to the company.

(xiii) According to the records of the Company examined by us and the information and explanation given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details thereof have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.

(xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore clause 3(xiv) of the Order is not applicable to the Company.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clause 3(xv) of the Order is not applicable to the Company.

(xvi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For **C N K & Associates LLP**
Chartered Accountants
FRN: 101961W/W-100036

Manish Sampat
Partner
Membership number: 101684
UDIN: 20101684AAAACW6972

Mumbai
Date : July 7, 2020

Annexure - B to the Auditors' Report

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

Opinion

We have audited the internal financial controls over financial reporting of **M/s. GB Global Limited (Formerly known as Mandhana Industries Limited)** as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, except in case of Inventory where controls need to be strengthened, and Fixed assets, where the register of fixed assets is not updated, the Company has an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2020, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection 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 on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial 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.

For **C N K & Associates LLP**
Chartered Accountants
FRN: 101961W/W-100036

Manish Sampat
Partner
Membership number: 101684
UDIN : 20101684AAAACW6972

Mumbai
Date: July 7, 2020

BALANCE SHEET AS AT MARCH 31,2020

(Rs.in Lacs)

	Note No.	AS AT 31.03.20	AS AT 31.03.19
ASSETS			
Non-Current Assets			
(a) Property,Plant and Equipment		48,061.44	51,451.37
(b) Intangible assets	3	24.32	26.61
(c)Right of Use Assets		638.11	-
(d) Capital Work in Progress		-	-
(d) Financial Assets			
(i) Investments	4	0.25	0.25
(ii) Other Financial Assets	5	205.29	225.50
(e) Other non-current assets	6	599.23	465.54
Sub-Total - Non-Current Assets		**49,528.63**	**52,169.28**
Current Assets			
(a) Inventories	7	2,341.97	4,802.99
(b) Financial Assets			
(i) Trade Receivables	8	2,226.64	3,721.16
(ii) Cash and cash equivalents	9	5,754.41	11,238.44
(iii) Short Term Loans and Advances	10	263.49	154.38
(iv) Other Financial Assets	5	21.87	-
(c) Other Current Assets	11	1,682.60	1,487.40
Sub-Total - Current Assets		**12,290.97**	**21,404.37**
TOTAL ASSETS		**61,819.60**	**73,573.65**
EQUITIES AND LIABILITIES			
Equity			
(a) Equity Share Capital	12	331.43	3,312.39
(b) Other Equity	13	(84,993.14)	(83,617.57)
Sub-Total-Equity		**(84,661.71)**	**(80,305.18)**
Non-Current Liabilities			
(a) Financial liabilities			
(i) Long Term Borrowings	14	-	-
(ii) Lease liabilities	15	508.53	-
(b) Long Term Provisions	16	485.00	413.76
(c) Other Non-Current Liabilities	17	375.00	375.00
(d) Deferred Tax Liabilities (Net)	18	4,191.14	6,086.77
Sub-Total-Non-Current Liabilities		**5,559.67**	**6,875.53**
Current Liabilities			
(a) Financial liabilities			
(i) Short Term Borrowings	19	73,360.16	73,360.16
(ii) Lease liabilities	15	139.66	-
(iii) Trade Payables			
Total outstanding dues of micro enterprises and small enterprises	20	423.33	485.31
Total outstanding dues of Creditors other than micro enterprises and small enterprises		2,740.93	3,862.28
(iv) Other Current Financial Liabilities	21	53,099.34	53,099.34
(b) Other Current Liabilities	22	5,678.61	10,717.03
(c) Short Term Provisions	23	5,479.62	5,479.18
Sub-Total-Current Liabilities		**140,921.64**	**147,003.30**
TOTAL EQUITY AND LIABILITIES		**61,819.60**	**73,573.65**

See accompanying notes to the financial statements 1 - 49

AS PER OUR REPORT OF EVEN DATE ATTACHED

For C N K & Associates LLP
CHARTERED ACCOUNTANTS
Firm Registration No 101961W/W-100036

Manish Sampat

Partner

Membership No.101684

PLACE : MUMBAI

DATE :7th July,2020

FOR GB Global Limited
(Formerly known as Mandhana Industries Limited)

Charu Desai

Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Charu Desai has been granted certificate to act as an Insolvency Professional by the IBBI, her registration No.IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited are being managed by the Resolution Professional, who acts as agent of GB Global Limited, without personal liability.

Statement of Profit and Loss for the year ended March 31,2020

(Rs.in Lacs)

PARTICULARS	NOTE No.	For Year Ended 31.03.2020	For Year Ended 31.03.2019
I Income			
Revenue From Operations	24	25,978.34	29,297.39
II Other Income	25	709.36	414.17
III Total Revenue (I + II)		**26,687.70**	**29,711.56**
IV Expenses			
Cost of Materials Consumed	26	7,719.64	9,204.84
Cost of goods Traded	27	-	-
Changes in inventories of finished good work-in-progress and Stock-in-Trade	28	1,463.64	(970.28)
Manufacturing and Operating Costs	29	9,847.22	10,562.18
Employee Benefit Expenses	30	6,639.71	6,919.15
Finance Costs	31	92.20	52.61
Depreciation & Amortisation Expenses	3	4,089.28	4,180.43
Provision for Doubtful Debts , Advances & Deposits	32		(50.00)
Other Expenses		3,053.56	3,909.53
Total Expenses		**32,905.25**	**33,808.45**
V Profit / (loss) before tax		(6,217.55)	(4,096.89)
VI Tax Expense			
Current Tax	33	-	-
Deferred Tax		(1,886.63)	(560.46)
VII Profit (Loss) for the year (V - VI)		**(4,330.92)**	**(3,536.42)**
Income Tax paid for earlier Year		-	963.86
Profit / (loss) after tax		**(4,330.92)**	**(4,500.28)**
VIII Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefits plans		(34.62)	(69.56)
Income tax relating to items that will not be reclassified to Profit or Loss		9.00	17.88
IX Total other comprehensive income /(expense)		**(25.62)**	**(51.68)**
X Total Comprehensive Income for the year (VII+IX)		**(4,356.54)**	**(4,551.96)**
Earning Per Equity Share of Rs. 10 each			
Basic EPS (Rs.)	34	**(131.45)**	**(13.74)**
Diluted EPS (Rs.)		**(131.45)**	**(13.74)**

See accompanying notes to the financial statements 1 - 49

AS PER OUR REPORT OF EVEN DATE ATTACHED

For C N K & Associates LLP
CHARTERED ACCOUNTANTS
Firm Registration No 101961W/W-100036

Manish Sampat
Partner
Membership No.101684

PLACE : MUMBAI

DATE :7th July,2020

FOR GB Global Limited
(Formerly known as Mandhana Industries Limited)

Charu Desai

Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Charu Desai has been granted certificate to act as an Insolvency Professional by the IBBI, her registration No.IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited are being managed by the Resolution Professional, who acts as agent of GB Global Limited, without personal liability.

Cash flow Statement for the year ended March 31,2020

(Rs.in Lacs)

Particulars	For the Year ended 31 March,2020	For the Year ended 31 March,2019
A. Cash flow from operating activities		
Net profit/ (loss) before taxation	(6,217.55)	(4,096.89)
Adjustments for :		
Depreciation and amortisation	4,089.28	4,180.43
Interest expense on lease liability	92.20	-
Interest on Fixed Deposit	(252.81)	(177.78)
Exchange gain on debtors	(358.32)	(60.69)
Interest on Debentures,Term loan and Other	-	52.61
Profit /(Loss) on Sale of Assets	-	4.59
Provision for Dobutful Debts	259.91	
Expected Credit loss (ECL) on trade receivable	34.76	
Lease Liabililites Written /back	(10.80)	
Interest Income ROU Deposit	(7.92)	-
Remeasurements of post-employment benefit obligations	(34.62)	(51.68)
	3,811.68	3,947.47
Changes in working capital :		
Decrease (Increase) in Inventories	2,461.03	(1,343.94)
Decrease (increase) in Debtors	1,558.18	312.63
Decrease (Increase) in loan and Advances & Other Current Assets	(327.31)	(262.11)
(Decrease) Increase in Creditors	(1,183.34)	391.22
(Decrease) Increase in other liabilities	33.27	390.40
	2,541.82	(511.81)
Net income tax (paid) (Refund)	(132.55)	(173.51)
Net (decrease)/ increase in cash from operating activities	3.40	(834.73)
B. Cash flow from investing activities		
Purchase of fixed assets	(527.48)	(75.32)
Capital Work in Progress	-	-
Proceeds from sales of fixed assets	-	68.65
Capital Advances against Fixed Assest	-	271.28
FD Proceed Deposited with banks	5,388.86	(6,081.01)
Interest on fixed Deposit	252.81	177.78
Long Term Security Deposits	(16.65)	61.39
Net (decrease)/ increase in cash from investing activities	5,097.53	(5,577.22)
C. Cash flow from financing activities		
Resolution Applicant Money	(5,000.00)	9,299.01
Payment towards Working Capital finance		(0.26)
Interest paid		(0.35)
Principal Repayment of lease liability	(103.92)	
Interest payment of lease	(92.20)	
Net (decrease)/ increase in cash from financing activities	(5,196.11)	9,298.40
Net (decrease)/ increase in cash and cash equivalents	(95.18)	2,886.45
Cash in Hand	3.70	4.91
Balances in bank with current accounts	4,505.15	1,617.50
Cash and Cash equivalents at the beginning of the year	**4,413.68**	**4,508.86**
Cash in hand	2.57	3.70
Balance with Schedule Bank	4,411.12	4,505.15
Components of Cash and Cash equivalent at end of the year	**4,413.68**	**4,508.86**

NOTES TO CASH FLOW STATEMENT:-

1 Cash flow statement has been prepared under the Indirect Method as set out in the Ind AS 7 - Statement of Cash Flow

2 Cash and Cash equivalents includes :

Particulars	31.03.2020	31.03.2019
Cash on Hand	2.57	3.70
Balances in bank with current accounts	612.11	706.15
Balances in Escrow Account with Bank of Baroda- (Refer Note -9)	3,799.01	3,799.01
Balances with banks as Fixed Deposits & Margin Money	1,340.73	6,729.59
Cash and Cash equivalents at the end of the year-as per Note 9	**5,754.41**	**11,238.44**
Less: Fixed Deposits & Margin Money Shown as Investment Activity	1,340.73	6,729.59
Cash and Cash equivalents at the end of the year	**4,413.68**	**4,508.86**

AS PER OUR REPORT OF EVEN DATE ATTACHED

For C N K & Associates LLP
CHARTERED ACCOUNTANTS
Firm Registration No 101961W/W-100036

Manish Sampat

Partner

Membership No.101684

PLACE : MUMBAI

DATE :7th July,2020

FOR GB Global Limited
(Formerly known as Mandhana Industries Limited)

Charu Desai

Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Charu Desai has been granted certificate to act as an Insolvency Professional by the IBBI, her registration No.IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited are being managed by the Resolution Professional, who acts as agent of GB Global Limited, without personal liability.

Statement of Changes in Equity for the year ended March 31, 2020

a. Equity Share capital

(Rs. in lacs)

Particulrs	Amount
Balance as at April 1, 2018	3,312.39
Change in Equity Share Capital During the Year	-
Balance as at March 31, 2019	3,312.39
Capital Reduction Reserve Created due to reduction in Equity Share Capital	(2,980.96)
Balance as at March 31, 2020	331.43

b. Other Equity

(Rs. In lacs)

Particulars	Reserves and Surplus							Total
	Capital Reserve	Capital reduction reserve	Security premium	Debentures redemption reserve	Revaluation Reserve	General Reserve	Retained earnings	
Balance as at April 1, 2018	25.00	-	10,947.62	1,425.00	15,291.94	6,047.02	(112,802.19)	(79,065.61)
Profit/(loss) for the year	-	-	-	-			(4,500.28)	(4,500.28)
Other comprehensive income for the year, net of income tax	-	-	-	-			(51.68)	(51.68)
Transfer to General Reserve	-	-	-	-	(244.02)	244.02		-
Balance as at March 31, 2019	**25.00**	**-**	**10,947.62**	**1,425.00**	**15,047.92**	**6,291.04**	**(117,354.14)**	**(83,617.57)**
Balance as at April 1, 2019	25.00	-	10,947.62	1,425.00	15,047.92	6,291.04	(117,354.14)	(83,617.56)
Profit/(loss) for the year	-	-	-	-	-	-	(4,330.92)	(4,330.92)
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	(25.62)	(25.62)
Capital Reduction Reserve Created due to reduction in Equity Share Capital (Refer Note 12)		2,980.96						2,980.96
Transfer to General Reserve	-	-	-	-	(244.02)	244.02		-
Balance as at March 31, 2020	**25.00**	**2,980.96**	**10,947.62**	**1,425.00**	**14,803.91**	**6,535.05**	**(121,710.68)**	**(84,993.14)**

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attache

For C N K & Associates LLP
Chartered Accountants
Firm Registration No.: 101961 W/ W - 100036

Manish Sampat
Partner
Membership No.: 101684

Place: Mumbai
Date : 7th July,2020

FOR GB Global Limited
(Formerly known as Mandhana Industries Limited)

Charu Desai

Resolution Professional of GB Global Limited (Formerly known as Mandhana Industries Limited) vide NCLT Orders dated 29th September 2017 and 5th December 2019

Charu Desai has been granted certificate to act as an Insolvency Professional by the IBBI, her registration No.IBBI/IPA-001/IP-P00434/2017-2018/10757. The affairs, business and property of GB Global Limited are being managed by the Resolution Professional, who acts as agent of GB Global Limited, without personal liability.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH,2020

NOTE 1: GENERAL INFORMATION

GB Global Limited (the Company) formerly known as Mandhana industries Limited is a public Company, which was incorporated under the provisions of the Companies Act, 1956 on July 24, 1984 and has its registered office at Tarapur, Maharashtra. The Company is engaged in yarn dyeing, fabric processing and garment manufacturing . The Company is listed on two stock exchanges i.e. at National Stock Exchange and at Bombay Stock Exchange.

- On September 29, 2017 the Hon'ble National Company Law Tribunal ("NCLT") had admitted the petition under Section 7 of IBC, the powers of the Board of Directors of the Company stood suspended, and such powers and the management of the Company vested with the IRP. Subsequently, Mrs. Charu Desai was confirmed by the Committee of Creditors ("CoC") as the Resolution Professional ("RP") of the Company,
- Vide order dated November 30, 2018 ("Resolution Plan Approval Order"), the Hon'ble NCLT approved the Resolution Plan submitted for the Company by Formation Textiles LLC ("Resolution Applicant"). Subsequently, at a Board meeting dated January 31, 2019, the Resolution Applicant took over the management / control of the affairs of the Company. Subsequently due to the dispute between resolution applicant and CoC , on December 5, 2019, as an interim measure, the Hon'ble NCLT vide its order handed over the possession to the CoC, who in turn handover the same to the erstwhile RP i.e. Mrs. Charu Desai on January 8, 2020. Accordingly, the powers of the Board of Directors of the Company therefore stand suspended and such powers and the management of the affairs of the Company vest with the RP.
- Further, vide order dated February 5, 2020, the Hon'ble NCLT re-instated the resolution process and allowed the RP to invite fresh resolution plans from prospective resolution applicants by providing an additional period of 70 days to undertake the process.

The financial statements of the company has been approved for by the Resolutional Professional (RP) on 7th July,2020.

NOTE 2: SIGNIFICANT ACCOUNTING POLICIES

This Note provides a list of the significant Accounting Policies adopted by GB global Limited formerly Known as Mandhana Industries Limited; in the preparation of the Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

A.	**STATEMENT OF COMPLIANCE** These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), and the provisions of the Companies Act ,2013 ('the Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule-3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.
B.	**BASIS OF PREPARATION AND PRESENTATION** These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a charge in the accounting policy in use.

	Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36. In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows: • Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date; • Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and • Level 3 inputs are unobservable inputs for the asset
C.	**FUNCTIONAL AND PRESENTATION CURRENCY** Items included in the financial statements of Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"). Indian rupee is the functional currency of the Company. The financial statements are presented in Indian Rupees which is the Company's presentation in Indian Rupees has been rounded up to the nearest lacs except where otherwise indicated.
D.	**CURRENT Vs. NON-CURRENT CLASSIFICATION** The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is: • Expected to be realised or intended to be sold or consumed in normal operating cycle • Held primarily for the purpose of trading • Expected to be realised within twelve months after the reporting period, or • Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

	A liability is current when: • It is expected to be settled in normal operating cycle • It is held primarily for the purpose of trading • It is due to be settled within twelve months after the reporting period, or • There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities. The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.
E.	**USE OF ESTIMATE AND JUDGEMENTS** The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognized in the period in which the results are known/materialized. The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.
F.	**REVENUE RECOGNITION** Effective April 1, 2018, the Company adopted Ind AS 115 'Revenue from Contracts with Customers'. First time adoption has been conducted retrospectively with cumulative effect of initially applying this standard as on the transition date. The effect on the transition to Ind AS 115 is insignificant. Revenue is measured at the fair value of the consideration received or receivable. Amount disclosed as revenue are net of returns, rebates, goods & services tax and value added taxes. The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Company's activities, as described below. The Company bases its estimate of return on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement. • Revenue recognised from major business activities**:-** Revenue from sale of goods is recognised as and when the Company satisfies performance obligations by transferring control of the promised goods to its customers. • Revenue from a contract to provide services is recognised by reference to the stage of completion of the contract.

	• Export Incentives under various schemes are accounted in the year of export on accrual basis. • Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably). • Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition. • The Company's policy for recognition of revenue from operating leases is described below in point no. T "Lease" • Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.
G.	**FOREIGN CURRENCY TRANSACTIONS** **Initial Recognition:** On initial recognition, for monetary items transactions in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss. For Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. In case of an asset, expense or income where a non-monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration. **Measurement of foreign currency items at reporting date:** Foreign currency monetary items of the Company are translated at the closing exchange rates. Non-monetary items that are measured at historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss are also recognised in OCI or Statement of Profit and Loss, respectively).

H. TAXES

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current income tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Current income tax assets/liabilities for current year is recognized at the amount expected to be paid to and/or recoverable from the tax authorities.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income-tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income-tax. Accordingly, MAT Credit is recognised as asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

Current and deferred tax for the year :-

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

	A**ppendix C to Ind AS 12 Uncertainty over Income Tax Treatment :-** The appendix addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of Ind AS 12 Income Taxes. It does not apply to taxes or levies outside the scope of Ind AS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Appendix specifically addresses the following: Whether an entity considers uncertain tax treatments separately. The assumptions an entity makes about the examination of tax treatments by taxation authorities. How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. How an entity considers changes in facts and circumstances. The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty. The Company applies significant judgement in n identifying uncertainties over income tax treatments.
I.	**PROVISIONS** Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.
J.	**PROPERTY, PLANT AND EQUIPMENT** Property, plant and equipment is stated at cost less accumulated depreciation and where applicable accumulated impairment losses. The Cost of an item of Property, plant and equipment comprises: a. its purchase price including import duties and nonrefundable purchase taxes after deducting trade discounts and rebates b. any attributable expenditure directly attributable for bringing an asset to the location and the working condition for its intended use and c. the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period. The Company has elected to continue with the carrying value of all its PPE recognised as on April 1, 2015 measured as per the previous GAAP and use that carrying value as its deemed cost as on transition date. Depreciation is provided on Straight Line Method on the basis of useful lives of such assets specified in Schedule II to the Companies Act, 2013 except the assets costing H 5000/- or below on which depreciation is charged @ 100%. Depreciation is calculated on pro-rata basis.

The estimated useful life of the assets have been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support etc and are as under:

Tangible Assets

Assets Classification	Useful life assessed by management
Plant and Machinery	16 - 20 Years
Office & Factory Equipment	6 - 8.5 Years
Furniture & Fixtures	11 - 13.5 Years
Lease hold Land	Over the period of lease term
Lease hold improvement	Over the period of lease term
Capital Expenditure on rented premises	10 – 12 Years
Vehicles	8 – 10 Years
Computers & Accessories	3.5 – 4.5 Years

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in net profit in the statement of profit and loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the statement of profit and loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell. Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis

Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

The Company has elected to continue with the carrying value of all its intangible assets recognised as on April 1, 2015 measured as per the previous GAAP and use that carrying value as its deemed cost as on transition date.

De-recognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

Useful lives of intangible assets

Assets Classification	Useful life assessed by management
Computer Software	Over the period of 5 Year

Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.
Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

K. BORROWINGS

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

Borrowings are removed from the Balance Sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income/(expense). Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

L.	**BORROWING COST** General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.
M.	**CONTINGENT LIABILITIES** A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The contingent liability is not recognised in books of account but its existence is disclosed in financial statements.
N.	**FINANCIAL INSTRUMENTS** A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity **Financial Assets** **Initial recognition and measurement**: The Company recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss ("FVTPL"), transaction costs that are attributable to the acquisition of the financial asset. Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input). In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement

Financial assets carried at amortised cost (AC)
After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Financial assets at fair value through other comprehensive income (FVTOCI)
A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)
A financial asset which is not classified in any of the above categories are measured at FVTPL.

Equity instruments:
All equity investments within the scope of Ind-AS 109 are measured at fair value. Such equity instruments which are held for trading are classified as FVTPL. For all other such equity instruments, the Company decides to classify the same either as FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Derecognition of financial assets:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's balance sheet) when any of the following occurs:

- The contractual rights to the cash flows from the asset expires;
- The Company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset.
- The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

Impairment of financial assets:-
In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss under the head 'Other expenses'.

Financial Liabilities

Initial recognition and measurement:

The Company recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognized initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liability.

Where the fair value of a financial liability at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial liability.

Subsequent measurement:-

All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method, Except For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

	Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss. **Derecognition of financial liabilities :-** Financial liabilities are derecognised when these are extinguished, that is when the obligation is discharged, cancelled or has expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid is recognized in the Statement of Profit and Loss**.** **Offsetting financial instruments:-** Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.
O.	**FAIR VALUE MASURMENRT** The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either: - In the Principal market for assets or Liabilities or - In the absence of a Principal market, in the most advantageous market for the assets or liability All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs). Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly Level 3 — inputs that are unobservable for the asset or liability

P.	**IMPAIRMENT OF NON-FINANCIAL ASSETS** The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset. Unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The objective of IND AS 36 is to ensure that the assets are carried at no more than their recoverable amount. However since the company is under CIR Process, estimation of recoverable amount can be done only after the receipt of the Resolution Plan. In view of the same, realisability of economic value of the fixed assets cannot be determined pending completion of the CIRP.
Q.	**CASH AND CASH EQUIVALENTS** Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits which are subject to an insignificant risk of changes in value.
R.	**INVENTORIES** Inventories are valued at cost or net realizable value, whichever is lower. The cost in respect of the various items of inventory is computed as under: In case of raw materials at weighted average cost plus direct expenses. The cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. In case of stores and spares at weighted average cost plus direct expenses. The cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. In case of work in progress at raw material cost plus conversion costs depending upon the stage of completion. In case of finished goods at raw material cost plus conversion costs, packing cost, non recoverable indirect taxes (if applicable) and other overheads incurred to bring the goods to their present location and condition. In case of by-products at estimated realizable value. Net realizable value is the estimated selling price in ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

S.	EMPLOYEE BENEFITS

Defined Contribution Plan:

Contribution to provident fund is accounted on accrual basis with corresponding contribution to recognized fund.

Defined Benefit Plan:

Gratuity

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act 1972.

The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective IT authorities.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit liability (asset) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability/asset), are recognized in Other Comprehensive Income. Such remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent periods.

The Company presents the above liability/(asset) as current and non-current in the balance sheet as per actuarial valuation by the independent actuary; however, the entire liability towards gratuity is considered as current as the Company will contribute this amount to the gratuity fund within the next twelve months.

Leave Encashment

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits and entitlements to Annual leave that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

There is Different policy for leave encashment at different location as below

For Bangalore :

A worker can accumulate total EL up to 30 days. Workers who have accumulations in excess of 15 EL's as on 31st of December each year will be entitled for leave encashment for the excess over 15 ELs in that Financial Year. This excess leave encashment will be paid to workers before the end of that financial year. EL of upto 15 days shall be carried forward to next calendar year. Leave Encashment will be paid on gross salary to workers.

For staff category Accumulated EL over and above 15 EL's if not availed will be lapsed. At the time of resignation /termination /retirement, the balance EL will be paid on Basic salary & DA as on last working day up to 15EL's only in their Full & Final Settlement.

For all other location:

Company does not follow the said policy for Leave Encashment or any other pension plans/schemes. All the unused leaves outstanding as on 31st March gets lapsed and does not get accumulated.

T. LEASE

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Company as lessor

Rental income from operating leases is generally recognised on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

The Company as lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are re measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

	Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows. T**ransition** Effective April 1, 2019, the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method. In respect of leases previously classified as an operating lease applying Ind AS 17, the company adopts the transition option to recognise Right-of-Use asset (ROU) at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the balance sheet immediately before transition option to recognise Right of-Use asset (ROU) at an amount equal to the lease liability, on the date of initial application. Consequently, the Company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate. Comparatives as at and for the year ended March 31, 2019 have not been retrospectively adjusted and therefore will continue to be reported under the accounting policies included as part of our Annual Report for year ended March 31, 2019. On transition, the adoption of the new standard resulted in recognition of 'Right of Use' asset of Rs. 111.88 lacs and a lease liability of Rs. 111.88 lacs. Further, in respect of leases which were classified as operating leases, applying Ind AS 17, Rs. 68.70 lacs has been reclassified from "Other Assets" to "Right of Use Asset". The effect of this adoption is insignificant on the profit before tax, profit for the period and earnings per share. Ind AS 116 will result in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments. The following is the summary of practical expedients elected on initial application: a. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date. b. Applied the exemption not to recognize right-of use assets and liabilities for leases with less than 12 months of lease term on the date of initial application. c. Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17. d. The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is 13.46%.
U.	**EARNINGS PER SHARE** Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

V. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

In the application of the Company's accounting policies, which are described as stated above, the Board of Directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.
Key sources of uncertainty.

In the application of the Company accounting policies, the management of the Company is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Defined benefit plans:
The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future, salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Useful lives of depreciable tangible assets and intangible assets:
Management reviews the useful lives of depreciable/ amortisable assets at each reporting date. As at March 31, 2020 management assessed that the useful lives represent the expected utility of the assets to the Company.

Fair Value measurements and valuation processes:
Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. The board of directors of the Company approves the fair values determined by the Chief Financial Officer of the Company including determining the appropriate valuation techniques and inputs for fair value measurements.

In estimating the fair value of an asset or liability, the Company uses market-observable data to the extent is available. Where Level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. The Chief Financial Officer works closely with the qualified external valuers to establish appropriate valuation techniques and inputs to the model.
Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in notes 34.

	Contingent Liability: In ordinary course of business, the Company faces claims by various parties. The Company annually assesses such claims and monitors the legal environment on an ongoing basis, with the assistance of external legal counsel, wherever necessary. The Company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Company provides disclosures in the financial statements but does not record a liability in its financial statements unless the loss becomes probable. **Income Tax:** The Company's tax jurisdiction is India. Significant judgements are involved in determining the provision for income taxes including judgement on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods **Inventory:** Management has carefully estimated the net realizable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realization of these inventories may be affected by market driven changes.
W.	**BASIS OF SELECTION AND CHANGE IN ACCOUNTING POLICY** Accounting policies are the specific principles, bases, conventions, rules and practices applied by an entity in preparing and presenting financial statements. An entity shall select and apply its accounting policies consistently for similar transactions, other events and conditions, unless an INDAS specifically requires or permits categorization of items for which different policies may be appropriate . If an Ind AS requires or permits such categorization , an appropriate accounting policy shall be selected and applied consistently to each category. An entity shall change an accounting policy only if the change : (a) Is required by an Ind AS; or (b) results in the financial statements providing reliable and more relevant information about the effects of transactions, other events or conditions on the entity's financial position, financial performance or cash flows**.** Applying changes in accounting policies (a) an entity shall account for a change in accounting policy resulting from the initial application of an Ind AS in accordance with the specific transitional provisions, if any, in that Ind AS; and (b) when an entity changes an accounting policy upon initial application of an Ind AS that does not include specific transitional provisions applying to that change, or changes an accounting policy voluntarily, it shall apply the change retrospectively.
X	**APPLICATION OF NEW ACCOUNTING PRONOUNCEMENTS** Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, 2019 notifies new standard or amendments to the standards. There is no such new notification which would be applicable from April 1, 2020

Notes to Financial Statement

For the year ended March 31, 2020

NOTE 3 "Property,Plant and Equipment"

a)Tangible Assets

(Rs. In lacs)

Particulars	Leasehold Land #1	Freehold Land #3	Factory Buildings #2	Residential Buildings	Office Building	Lease Hold Improvement	Plant and Machinery	Laboratoty Equipment	Electical Installation	Office Equipment	Furniture and fixtures	Vehicles	Computer & Accessory	Total
Gross Carrying Amount														
Balance at April,2018	**17,448.94**	**220.57**	**20,909.60**	**962.80**	**291.83**		**43,125.72**	**519.14**	**2,899.46**	**307.52**	**1,660.58**	**283.43**	**324.39**	**88,953.96**
Addition	-	-	0.42	-	-		42.92	3.50	-	13.24	1.23	-	6.18	67.49
Disposals / Adjustments	-	-	-	(17.17)	-		-		-	-	-	(181.53)	-	(198.69)
Balance at March 31, 2019	**17,448.94**	**220.57**	**20,910.02**	**945.63**	**291.83**	**-**	**43,168.64**	**522.64**	**2,899.46**	**320.76**	**1,661.81**	**101.90**	**330.57**	**88,822.76**
Addition		-	1.75			176.31	309.47	1.35	-	11.18	28.06	1.20	12.07	541.38
Disposals / Adjustments		-	(13.46)				-		(15.44)	-	(2.65)			(31.55)
Balance at March 31, 2020	**17,448.94**	**220.57**	**20,898.30**	**945.63**	**291.83**	**176.31**	**43,478.11**	**523.99**	**2,884.03**	**331.94**	**1,687.22**	**103.10**	**342.64**	**89,332.59**
Accumulated Depreciation										-				-
Balance at April,2018	**788.50**	**-**	**6,377.61**	**104.96**	**47.96**		**22,190.40**	**321.44**	**1,768.56**	**235.60**	**989.77**	**173.56**	**324.17**	**33,322.51**
Depreciation	262.83	-	662.84	14.93	4.61		2,706.77	49.52	259.27	52.34	149.70	11.32	0.20	4,174.33
Disposals / Adjustments	-	-	-	(1.35)	-		-	-	-	-	-	(124.10)	-	(125.45)
Balance at March 31, 2019	**1,051.33**	**-**	**7,040.45**	**118.54**	**52.57**	**-**	**24,897.17**	**370.96**	**2,027.83**	**287.94**	**1,139.47**	**60.77**	**324.36**	**37,371.39**
Depreciation	262.83	-	662.47	14.94	4.61	11.07	2,507.82	49.69	247.36	13.53	122.30	10.59	4.69	3,911.90
Disposals / Adjustments #4		-	(2.52)				-		(8.20)	-	(1.43)	-		(12.14)
Balance at March 31, 2020	**1,314.16**	**-**	**7,700.41**	**133.48**	**57.18**	**11.07**	**27,404.99**	**420.65**	**2,266.98**	**301.47**	**1,260.33**	**71.36**	**329.05**	**41,271.15**
Carrying Amount														
Balance at April,2018	**16,660.44**	**220.57**	**14,531.98**	**857.84**	**243.87**	**-**	**20,935.32**	**197.70**	**1,130.90**	**71.92**	**670.81**	**109.88**	**0.22**	**55,631.45**
Addition	-	-	0.42	-	-	-	42.92	3.50	-	13.24	1.23	-	6.18	67.49
Disposals / Adjustments	-	-	-	(15.82)	-	-	-		-	-	-	(57.43)	-	(73.25)
Depreciation	(262.83)	-	(662.84)	(14.93)	(4.61)	-	(2,706.77)	(49.52)	(259.27)	(52.34)	(149.70)	(11.32)	(0.20)	(4,174.33)
Balance at March 31, 2019	**16,397.61**	**220.57**	**13,869.56**	**827.09**	**239.26**	**-**	**18,271.47**	**151.68**	**871.64**	**32.81**	**522.35**	**41.13**	**6.21**	**51,451.37**
Addition	-	-	1.75	-	-	176.31	309.47	1.35	-	11.18	28.06	1.20	12.07	541.38
Disposals / Adjustments	-	-	(10.95)	-	-	-	-	-	(7.24)	-	(1.22)	-	-	(19.40)
Depreciation	(262.83)	-	(662.47)	(14.94)	(4.61)	(11.07)	(2,507.82)	(49.69)	(247.36)	(13.53)	(122.30)	(10.59)	(4.69)	(3,911.90)
Balance at March 31, 2020	**16,134.78**	**220.57**	**13,197.89**	**812.15**	**234.65**	**165.24**	**16,073.11**	**103.34**	**617.04**	**30.47**	**426.89**	**31.74**	**13.59**	**48,061.44**

Notes

1 During the Year, the Company changed its Accounting Policy for amortization of leasehold land and has amortized the leasehold land with effect from transition to Ind AS.

2 The gross block of Factory Building Includes an amount of Rs.1475.45 Lacs on account of a property, located at Sewri Area in Mumbai, is not registered in the name of Company.The WDV of the said property as on 31.03.20 is Rs.882.52 Lacs.

3 The company has shown a Land at Dodhballapur as free hold land. The said land was purchased under a lease cum sales agreement date 23.06.2008 with karnataka Industrial Area Development Board (KIADB) for 10 years and after Completion of 10 years the lessor shall sell the land to lessee.

4 The Company has vacated a Garment manufacturing unit at Bangalore, which was on lease, under the final settlement of Lease, some of non-movable Assets having WDV of Rs.19.40 lacs, retained by lessor, the same assets are shown as deletion from the respective class of assets.

b)Intangible Assets

(Rs. In lacs)

	Gross Carrying Amount				Accumulated Depreciation				Carrying Amount				
Particulars	Opening Balance	Addition	Disposals / Adjustments	Closing Balance	Opening Balance	Depreciation	Disposals / Adjustments	Closing Balance	Opening Balance	Addition	Disposals / Adjustments	Depreciation	Closing Balance
FY 18-19	225.34	7.82	-	233.16	200.45	6.10	-	206.55	24.89	7.82	-	6.10	26.61
FY 19-20	233.16	5.51	-	238.67	206.55	7.81	-	214.36	26.61	5.51	-	7.81	24.32

c)Right of Use Assets (ROU) #

(Rs. In lacs)

	Gross Carrying Amount				Accumulated Depreciation				Carrying Amount				
Particulars	Opening Balance	Addition	Disposals / Adjustments	Closing Balance	Opening Balance	Depreciation	Disposals / Adjustments	Closing Balance	Opening Balance	Addition	Disposals / Adjustments	Depreciation	Closing Balance
FY 18-19	-	-	-	-	-	-	-	-	-	-	-	-	-
FY 19-20	-	807.68	-	807.68	-	169.58	-	169.58	-	807.68	-	169.58	638.11

The company had adopted modified retrospective approach as per para C8 (c) (ii) of IND-AS 116, Leases to its leases, effective from accounting period beginning from April 01,2019 and recognized Right of Use Assets and Lease Liability as on April 01, 2019

(Rs. In Lacs)

NOTE 4 "INVESTMENTS"	AS AT 31.03.2020	AS AT 31.03.2019
Financial assets carried at cost		
Investment in Equity Instrument	0.25	0.25
The Saraswat Co-Op Bank Ltd (Unquoted)		
(2,500 Equity share of 10/-each)		
Total	**0.25**	**0.25**

NOTE 5 "OTHER FINANCIAL ASSETS"	AS AT 31.03.2020	AS AT 31.03.2019
Unsecured, Considered Goods		
Security Deposits #		
Current	21.87	
Non Current	205.29	225.50
Total	**227.16**	**225.50**

Due to implication of IndAs 116 the balance Shown as above of Security Deposit has been adjusted up to Rs. 44.77 lacs on account of Right of Use Assets.

NOTE 6 "OTHER NON -CURRENT ASSETS"	AS AT 31.03.2020	AS AT 31.03.2019
Other Non Current Assets		
Vat Refund Receivable	77.64	81.42
Income Tax Refund Receivable	516.67	384.12
Prepaid Expenses	4.91	-
	599.23	465.54
Long term advances		
Unsecured, considered doubtful	**1,023.00**	**1,023.00**
Less: Provision for Nonrecoverable Advances	**(1,023.00)**	**(1,023.00)**
Total	**599.23**	**465.54**

NOTE 7 "INVENTORIES"	AS AT 31.03.2020	AS AT 31.03.2019
(At lower of cost and net realisable value)		
Finished Goods	738.03	1,157.23
Raw Materials	517.81	1,416.49
Work in Process	558.74	1,603.19
Consumables and Store & Spares	527.38	626.09
Total	**2,341.97**	**4,802.99**

Details of Finished Goods		
Greige Fabric	27.47	88.88
Finish Fabric	395.74	619.42
Garments	314.83	448.93
	738.03	**1,157.23**

Details of Raw Materials		
Yarn	213.14	382.97
Greige Fabric	205.66	637.49
Finish Fabric	99.01	396.02
	517.81	**1,416.49**

Details of Work in Process		
Yarn	85.39	197.15
Finish Fabrics	186.77	863.23
Garments	286.58	542.81
	558.74	**1,603.19**

Details of Consumables and Store & Spares		
Dyes	120.37	90.71
Chemicals	96.83	92.01
Packing Materials	18.08	11.61
Trims	52.63	143.05
Coal/Fuel & Gas	13.49	23.87
Strore & Spares	225.98	264.85
	527.38	**626.09**

Note:- Value of inventories above is stated after provisions of Rs.524.62 Lacs for write down to net realisable value and provision for slow moving and obsolete item.
Inventory is hypothecated as security against working capital loan.

(Rs. In Lacs)

NOTE 8 "TRADE RECEIVABLES"	AS AT 31.03.2020	AS AT 31.03.2019
Receivables from related parties		
Unsecured, considered good	-	-
Receivables from others		
Unsecured, considered good	2,261.39	3,721.16
Receivables that are credit impaired	35,557.69	35,483.49
Less: provision for impairment	(35,557.69)	(35,483.49)
Less: Expected Credit Loss	(34.76)	-
Total	**2,226.64**	**3,721.16**

During the year a provision of Rs. 34.76 lacs for the impairment of trade receivable has been made on the basis of the expected credit loss method based on management judgement and also made a net Provision of Rs 74.20 lacs for for Doubful Debtors.

Age of Receivables:

Particulars	31.03.2020	31.03.2019
Less than 180 days	2,224.99	3,331.42
More than 180 days	36.40	389.74
Total	2,261.39	3,721.16

Ageing of credit impaired Receivables:

Particulars	31.03.2020	31.03.2019
Less than 180 days		
More than 180 days	35,557.69	35,483.49
Total	35,557.69	35,483.49

Ageing of Expected Credit Loss

Particulars	31.03.2020	31.03.2019
Less than 180 days	(24.16)	-
More than 180 days	(10.60)	-
Total	(34.76)	-

Movement in expected credit loss allowance

Particulars	31.03.2020	31.03.2019
Balance at the beginning of the year	-	-
Reversal of provision during year	-	-
Provision provided during the year	34.76	-
Balance at the end of the year.	34.76	-

NOTE 9 "CASH AND CASH EQUIVALENTS"	AS AT 31.03.2020	AS AT 31.03.2019
(i) Cash and Cash Equivalents		
a. Balances with Banks	612.11	706.15
b. Cash on Hand	2.57	3.70
(ii) Other Bank Balances		
a. Balances in Escrow Account with Bank of Baroda # 2	3,799.01	3,799.01
b. Balances with banks as Fixed Deposits & Margin Money # 1	1,340.73	6,729.59
Total	**5,754.41**	**11,238.44**

 # 1 In FY 18-19 the Balance with Banks as Fixed Deposits includes Rs. 5000 lacs,which was received on July 11,2018 from the Ressolution Applicant (RA), Formation Textiles LLC, in lieu of performance bank guarantee as part of the CIRP in terms of the process memorandum and later on November 6, 2018 the funds were transferred to a fixed deposit with Bank of Baroda. Further on December 24, 2019 the Committee of Creditors, citing the RA's failure to implement the Resolution Plan invoked the Performance Guarantee and forfeited the the said amount by maturing the Fixed Deposit out of the account of the Company. However, Rs.500 lacs of Earnest Money Deposit given by the Resolution Applicant as per terms of the process memorandum are still parked in fixed deposits with Bank of Baroda. (Refer Note 22)

 # 2 Further the infusion of Rs.3799.01 lacs by the Resolution Applicant toward share application money are kept in escrow account with Bank of Baroda

(Rs. In Lacs)

NOTE 10 "SHORT TERM LOANS AND ADVANCES"		AS AT 31.03.2020	AS AT 31.03.2019
a.	Loans and advances to related parties	-	-
	Unsecured, Considered Good		
b.	Others		
	Unsecured, Considered Good	263.49	154.38
	Unsecured, considered doubtful	6,983.42	6,983.42
	Less: Provision for Nonrecoverable Advances	(6,983.42)	(6,983.42)
	Total	**263.49**	**154.38**

NOTE 11 "OTHER CURRENT ASSETS"		AS AT 31.03.2020	AS AT 31.03.2019
a.	Exports Incentives receivable	443.08	512.58
b.	TUF Interest Subsidy Receivable	2,007.79	2,007.79
Less:-	Provided for subsidy ageing more than 2 Year	(2,007.79)	(2,007.79)
		-	-
c.	Interest and Other Receivable	15.68	15.44
d.	GST Credit & Refund Receivable #	1,008.94	888.12
e.	Unbilled Assets on Jobwork Contract	138.14	-
f.	Pre Paid Expenses	76.75	71.26
	Total	**1,682.60**	**1,487.40**

As per GST Notification No. 20/2018-Central Tax (Rate) dated 26.07.2018, Company is allowed to get GST refund on account of Inverted Duty on Fabric Products from Aug 18 onwards, with the condition that accumulated Input Tax Credit on inward supply of services up to July 18 will get lapse, To get the GST refund on Domestic fabrics and job work Company have to debit the lapsed Input Tax Credit before applying for GST refund, along with interest. The amount of Input tax credit (ITC) get lapse and interest (if any) thereon is not ascertained till date. Accordingly, the GST Refund/Credit Receivable shown above will get reduced by that amount, once the Amount and interest thereon ascertained.

(Rs. In Lacs)

NOTE 12 "EQUITY SHARE CAPITAL"	AS AT 31.03.2020	AS AT 31.03.2019
Authorised		
10,99,90000 Equity Shares of Rs.10/- each	10,999.00	10,999.00
10,000 preference shares of Rs. 10 /- each	1.00	1.00
	11,000.00	11,000.00
Issued, Subscribed & Paid Up		
33,14,295 Equity shares of Rs.10 each fully paid up	331.43	-
(3,31,23,913 Equity shares of Rs.10 each fully paid up)	-	3,312.39
Total	**331.43**	**3,312.39**

i) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period :

Particulars	As at 31st March,2020		As at 31st March,2019	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the year	33,123,913	3,312.39	33,123,913	3,312.39
Change during the year #	(29,809,618)	(2,980.96)	-	-
Outstanding at the end of the year	3,314,295	331.43	33,123,913	3,312.39

As per the order passed by the Hon'ble National Company Law Tribunal dated 30th November, 2018 the equity Shares of the Company have been reduced to 1/10th and any fractional Equity Share have been rounded to 1 Equity Share on 31st May, 2019. Accordingly, the no. of equity shares have reduced from 3,31,23,913 (of face value Rs.10/- each) to 33,14,295 (of Face Value Rs.10 each) and equity Share Capital reduced from Rs.33,12,39,130 to Rs.3,31,42,950/-. An amount of Rs.29,80,96,180/- has been transferred to Capital Reserve.

ii) Terms/rights attached to equity :

"The Company has only one class of equity shares having at par value of Rs. 10 per share. Each shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders, except in case of interim dividend.In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholdings.

iii) Shareholder's holding more than 5 % shares in the Company

Name of Shareholder	As at 31st March,2020		As at 31st March,2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
PURUSHOTTAM C. MANDHANA (HUF)	172,060	5.19	172,060	5.19
	172,060	5.19	**172,060**	5.19

iv) The Company has not issued any shares for consideration other than cash , by way of bonus share or by share buyback during the last 5 years.

(Rs. In Lacs)

NOTE 13 "OTHER EQUITY"	AS AT	AS AT
Particulars	**31.03.2020**	**31.03.2019**
Capital Reserve	25.00	25.00
Capital reduction reserve	2,980.96	-
Security premium	10,947.62	10,947.62
Debentures redemption reserve	1,425.00	1,425.00
Revaluation Reserve	14,803.91	15,047.92
General Reserve	6,535.05	6,291.04
Retained earnings	(121,710.69)	(117,354.15)
	(84,993.14)	**(83,617.57)**

(Rs. In Lacs)

Particulars	Reserves and Surplus							Total
	Capital Reserve	Capital reduction reserve	Security premium	Debentures redemption reserve	Revaluation Reserve	General Reserve	Retained earnings	
Balance as at April 1, 2018	25.00	-	10,947.62	1,425.00	15,291.94	6,047.02	(112,802.19)	(79,065.61)
Profit for the year	-	-	-	-			(4,482.40)	(4,482.40)
Other comprehensive income for the year, net of income tax	-	-	-	-			(69.56)	(69.56)
Transfer to General Reserve	-	-	-	-	(244.02)	244.02		-
Balance as at March 31, 2019	**25.00**	**-**	**10,947.62**	**1,425.00**	**15,047.92**	**6,291.04**	**(117,354.15)**	**(83,617.57)**
Balance as at April 1, 2019	25.00	-	10,947.62	1,425.00	15,047.92	6,291.04	(117,354.15)	(83,617.57)
Proft for the year	-	-	-	-	-	-	(4,356.54)	(4,356.54)
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-	-
Capital Reduction Reserve Created due to reduction in Equity Share Capital		2,980.96						2,980.96
Transfer to General Reserve	-	-	-	-	(244.02)	244.02		-
Balance as at March 31, 2020	**25.00**	**2,980.96**	**10,947.62**	**1,425.00**	**14,803.91**	**6,535.05**	**(121,710.69)**	**(84,993.14)**

a. **Capital reserve**
Capital Reserve is utilised in accordance with provision of the Act.

b. **Capital reduction reserve**
Capital Reduction reserve is a statutory, non-distributable reserve Created during the year,as per the order passed by the Hon'ble National Company Law Tribunal dated 30th November, 2018 the equity Shares of the Company have been reduced to 1/10th and any fractional Equity Share have been rounded to 1 Equity Share on 31st May, 2019.Accordingly, the no. of equity shares have reduced from 3,31,23,913 (of face value Rs.10/- each) to 33,14,295 (of Face Value Rs.10 each) and equity Share Capital reduced from Rs.33,12,39,130 to Rs.3,31,42,950/-. An amount of Rs.29,80,96,180/- has been transferred to Capital Reserve.

c. **Securities premium**
Securities premium is used to record the excess of the amount received over the face value of the shares. This reserve will be utilised in accordance with the provision of the Companies Act, 2013.

d. **General reserve**
General reserve is used from time to time to transfer profits from Retained earnings for appropriation purpose. This reserve will be utilised in accordance with the provision of the Companies Act, 2013

e. **Debenture redemption reserve**

The Company has issued non convertible debentures in Financial Year 2012-13 and as per the provisions of the Companies Act, 2013, it is required to create debenture redemption reserve out of the profits available for payment of dividend.DRR is required to be created for an amount which is equal to 25% of the value of the debentures issued before the redemption of debentures.

f. **Revaluation Reserve**
During FY 16 -17 on transition of Ind AS, the Company has elected to revalue its leashold Land at Tarapur and Baramati, in accordance with stipulations of Ind-AS 101 with the resultant impact being acccounted for in the Reveluation Reserve.

h. **Retained earnings**
Retained earnings represents amount that can be distributed to its equity shareholders is determined based on the financial statements of the Company and also considering the requirements of the Companies Act 2013.

(Rs. In Lacs)

NOTE 14 "LONG TERM LIABILITIES"	AS AT 31.03.2020	AS AT 31.03.2019
Secured		
a) Debentures	5,700.00	5,700.00
Less: Repayble in Next One Year	(5,700.00)	(5,700.00)
	-	-
b) Term Loan		
From Banks	25,651.00	25,651.00
Less :Repayble in Next One Year	(25,651.00)	(25,651.00)
	-	-
TOTAL	-	-

Pursuant to submissions of claims under Corporate Insolvency Resolution Process, all outstanding long term borrowings are now reclassified as "Current Maturities of Long Term Debt" (Refer Note 21)

Note 1 Debentures Outstanding at the year end are redeemable as follows

Nos	Particulars	Allotment Date	Debenture Holder	AS AT 31.03.2020	Redemption Ratio from Allotment Date
200	12.25 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	L&T Finance Limited	12,000,000	10:10:10:10:15:15:15:15 redeemable at the end of 18th, 24th, 30th, 36th, 42nd,48th, 54th & 60th months respectively from the Allotment Date
	12.25 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	L&T Finance Limited	18,000,000	
	12.25 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	L&T Finance Limited	18,000,000	
	12.25 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	L&T Finance Limited	18,000,000	
	12.25 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	L&T Finance Limited	18,000,000	
	12.25 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	L&T Finance Limited	18,000,000	
50	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	Allahabad bank	10,500,000	30:30:40 redeemable at the end of 36th,48th &60th months respectively from the Allotment Date
	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	Allahabad bank	10,500,000	
	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	Allahabad bank	14,000,000	
250	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	Bank of India	52,500,000	30:30:40 redeemable at the end of 36th,48th &60th months respectively from the Allotment Date
	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	Bank of India	52,500,000	
	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	28-Mar-13	Bank of India	70,000,000	
100	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	3-Oct-13	Canara Bank	30,000,000	30:30:40 redeemable at the end of 36th,48th &60th months respectively from the Allotment Date
	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	3-Oct-13	Canara Bank	30,000,000	
	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	3-Oct-13	Canara Bank	40,000,000	
200	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	15-Mar-13	Indian Overeseas Bank	42,000,000	30:30:40 redeemable at the end of 36th,48th &60th months respectively from the Allotment Date
	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	15-Mar-13	Indian Overeseas Bank	42,000,000	
	12.75 % Secured Redeemable Non convertible Debentures of Rs.10,00,000/- each	15-Mar-13	Indian Overeseas Bank	56,000,000	

All the Debentures are secured by all the movable & Immovable assets Situated at Plot no E-25 & E-33,MIDC Tarapur.

Note 2 Nature of Security and terms of repayment for Long Term secured borrowings

Sr no.	Name of Bank	Sanctioned Amount	Balance Outstanding as on 31st March 2020 (Rs. In Lacs)	Balance Outstanding as on 31st March 2019 (Rs. In Lacs)	Nature of Securities	Repayment terms of interest and principal
1	Corporation Bank, IFB, Mumbai.	Term Loan of Rs 2200.00 Lac	1,356.61	1,356.61	Extension of Paripassu first charges on land & building and P&M of the Bangalore Unit no-2	Quarterly installments of Rs 91.67 lacs each Commencing from the next quarter after a moratorium period of 12 month from the date of first drawndown.
2	Allahabad Bank,Nariman Point, Mumbai.	Term Loan of Rs 2061.00 Lac	772.97	772.97	(Secured by Hypothecation of Plant & Machinery & Mortage of immovable properties at C-2, MIDC, Tarapur)	15 equal quarterly installments of Rs. 129.00 Lacs Commencing from 31/03/2013,last installment will fall
		Term Loan of Rs 6704.00 Lac	4,381.44	4,381.44		25 equal quarterly installments of Rs. 257.82 Lacs Commencing from 31/03/2013,last installment will fall
		Term Loan of Rs 4500.00 Lac	4,434.73	4,434.73		32 quarterly installlments with 1st installment of Rs 90 Lacs falling due in June 2016, thereafter installments of
		Term Loan of Rs 5000.00 Lac	604.98	604.98		8 quarterly installments with first installment of 250 Lac falling due in June 2014, thereafter 4 equal installement
3	Axis Bank Limited	Term Loan of Rs 5000.00 Lac	1,875.00	1,875.00	(Secured by Hypothecation of Plant & Machineries & Mortage of immovable properties of fixed assets of the Company excluding Assets charged on exclusive basis)	Repayable in 32 quarterly instalments commencing from 31/12/2010 and last instalment will fall due on 30/09/2018.
	Bank of Baroda	Term Loan of Rs 8000.00 Lac	2,400.00	2,400.00		
	Indian Bank	Term Loan of Rs 1250.00 Lac	385.56	385.56		
	Punjab National Bank	Term Loan of Rs 4500.00 Lac	1,518.39	1,518.39		
	State Bank of India(Erstwhile State Bank of Saurashtra) *	Term Loan of Rs 1500.00 Lac	449.47	449.47		
4	Axis Bank Limited	Term Loan of Rs 9500.00 Lac	3,763.02	3,763.02	(Secured by Hypothecation of Plant & Machinery at Plot No. 17-20 & 34-39, Baramati Hitech Textile Park, MIDC, Baramati	32 equal quarterly installments of Rs. 297.00 Lacs Commencing from 31/12/2012and last instalment will fall due on 30/09/2020.
5	Bank of Baroda	Term Loan of Rs 1200.00 Lac	487.50	487.50	(Secured by Hypothecation of specified plant & machinery installed at Plot No. E-33, MIDC, Tarapur)	In 32 quarterly instalments commencing from 31/12/2011 and last instalment will fall due on 30/09/2019.
6	Karur Vyasya Bank Limited	Term Loan of Rs 2500.00 Lac	1,209.49	1,209.49	(first pari-passu charge secure by hypothecation of Plant & Machinery & Mortage of immovable properties situated at E-25 and E-33, MIDC, Tarapur)	16 equal quarterly installments of Rs. 156.25 Lacs commencing from Dec 2014 and with last installment falling due on Sept 2018.
7	Saraswat Bank	Term Loan of Rs 2000.00 Lac	2,000.00	2,000.00	(first pari-passu charge secure by hypothecation of Plant & Machinery & Mortage of immovable properties situated at E-25 and E-33, MIDC, Tarapur)	13 equal quarterly installments of Rs. 153.85 Lacs commencing from April 2018 and with last installment falling due on July 2020.
8	ICICI Bank Limited	Vehicle Loan	11.84	11.84	Mortage of the Vehicle	EMI of Rs. 1.54 lacs Per Month. Last EMI paid on date Dec-17.

The Company has defaulted in repayment of principal and interest payments on all of the loans/debentures (as above) as on the Balance Sheet date.

The Company has stopped providing interest on borrowings from lenders/banks from April 1,2018, pending final resolution of the matter in Hon'ble NCLT.

(Rs. In Lacs)

NOTE 15 "LEASE LIABILITIES"	AS AT 31.03.20	AS AT 31.03.19
Lease Liabilities		
:-Current	139.66	-
:-Non-Current	508.53	-
TOTAL	**648.19**	**-**

The company had adopted modified retrospective approach as per para C8 (c) (ii) of IND-AS 116, Leases to its leases effective from accounting period beginning from April 01,2019 and recognized Right of Use Assets and Lease Liability as on April 01, 2019. Current Portion of lease liabilities represent the Liability payable to next one year.

NOTE 16 "LONG TERM PROVISIONS"	AS AT 31.03.20	AS AT 31.03.19
Gratuity Provision for employee benefits	485.00	413.76
TOTAL	**485.00**	**413.76**

NOTE 17 - "OTHER LONG TERM LIABILITIES"		AS AT 31.03.20	AS AT 31.03.19
Deposits/Advances Against Property	#	225.00	225.00
Retaintion Money Against Property	##	150.00	150.00
TOTAL		**375.00**	**375.00**

The Company had entered into a Memorandum of Understanding ("MoU") with Bombay Rayon Fashions Limited ("BRFL") for sale of the as Freehold land located at Dodballapur near Bengaluru,once the title is transferred in the name of the Company and had received the Deposit of Rs. 2.25 crores as sale consideration in 2010.The said amount is reflected as Deposit against Property.

The Company have a factory Building Located at Sewri - Mumbai, the said property is still not registered in the name of the Company and an amount of Rs. 150.00 lacs retained as pending sales condsideration and shown as "retaintion money against Property".

NOTE 18 "DEFERRED TAX LIABILITIES "(Net)	AS AT 31.03.20	AS AT 31.03.19
Deferred tax liabilities	4,342.55	6,235.05
Deferred tax assets	(151.42)	(148.27)
TOTAL	**4,191.14**	**6,086.77**

(Refer note 33)

(Rs. In Lacs)

NOTE 19 "SHORT TERM BORROWINGS"	AS AT 31.03.20	AS AT 31.03.19
Secured		
Loans repayable on demand		
From Banks	71,710.16	71,710.16
(The working capital loans / Packing Credit from Banks.,are secured against hypothecation of present and future stock in trade and Book Debts)		
(Out of the above Rs. Nil (Previous year Nil) are further Guaranteed personally by the erstwhile Promoter Directors.)		
Unsecured		
From others- Inter Corporate Deposits	1,650.00	1,650.00
TOTAL	**73,360.16**	**73,360.16**

NOTE 20 "TRADE PAYABLES"	AS AT 31.03.20	AS AT 31.03.19
Micro enterprises and small enterprises (Refer a below)	423.33	485.31
Creditors other than micro enterprises and small enterprises	2,740.93	3,862.28
TOTAL	**3,164.26**	**4,347.59**

The Company has certain dues payable to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED ACT"). The disclosures pursuant to the said MSMED Act are as follows:

(Rs. In Lacs)

Amount remaining unpaid to suppliers under MSMED (suppliers) as at the end of year		
-- Principal amount	423.33	485.31
-- Interest due thereon	-	-
Amount of payments made to suppliers beyond the appointed day during the year		
--Principal amount	-	-
--Interest actually paid under section 16 of MSMED	-	-
Amount of interest due and payable for delay in payment (which has been paid but beyond the appointed day during the year) but without adding interest under MSMED	-	-
Interest accrued and remaining unpaid at the end of the year		
--Interest accrued during the year	-	-
--Interest remaining unpaid as at the end of the year	-	-
Interest remaining disallowable as deductible expenditure under the Income-tax Act, 1961	-	-

NOTE 21 "OTHER CURRENT FINANCIAL LIABILITIES"	AS AT 31.03.20	AS AT 31.03.19
Current Maturities of long-term debt	31,351.00	31,351.00
Intersest Payables on Term Loan & Debentures	21,748.34	21,748.34
TOTAL	**53,099.34**	**53,099.34**

The Company has defaulted in repayment of principal and interest payments. The period and amount of continuing defaults as on the Balance sheet date are as under:

Particulars	31.03.2020	31.03.2019
PRINCIPAL OUTSTANDING*		
Working Capital- (Refer Note no 19)	71,710.16	71,710.16
Term Loan- (Refer Note no 14)	25,651.00	25,651.00
Non Convertible Debentures- (Refer Note no 14)	5,700.00	5,700.00
Inter Corporate Deposits - (Refer Note no 19)	1,650.00	1,650.00
Total-A	**104,711.15**	**104,711.16**
INTEREST OUTSTANDING*		
On Working Capital	13,057.25	13,057.25
On Non-Convertible Debentures	1,765.68	1,765.68
On Term Loan	6,735.98	6,735.98
On ICDs	189.43	189.43
Total-B	**21,748.34**	**21,748.34**
Grand Total (A+B)	**126,459.49**	**126,459.50**

* The Company has stopped providing interest on borrowings from lenders/banks from April 1,2018, pending final resolution of the matter in Hon'ble NCLT.

NOTE 22 "OTHER CURRENT LIABILITIES"	AS AT 31.03.2020	AS AT 31.03.2019
Resoluation Applicant Money received towards		
Earnest Money	500.00	500.00
Performance Bank Guarantee #	-	5,000.00
Equity Contribution	3,799.04	3,799.04
Deposits/Advances from Dealers, Agent etc.	22.44	20.13
Statutory Dues	81.86	104.84
Advance against Sales	20.01	62.05
Salary Payable	636.60	684.30
Other Payables	618.65	546.68
TOTAL	**5,678.61**	**10,717.03**

Note

a. In FY 18-19 an amount of Rs. 5000 lacs was received on July 11,2018 from the RA, Formation Textiles LLC in lieu of performance bank guarantee as part of the CIRP in terms of the process memorandum and later on November 6, 2018 the funds were transferred to a fixed deposit with Bank of Baroda. Further on December 24, 2019 the Committee of Creditors, citing the RA's failure to implement the Resolution Plan invoked the Performance Guarantee and forfeited the amount by transferring the amount out of the account of the Company. However, since the company has received the fund as a conduit, the Company has presented the amount forfeited by Committee of Creditor (COC) as reduction from the 5000 lacs received from Resolution applicant (RA). (Refer Note: 9)

b. Also an Amount of Rs.500 lacs of Earnest Money Deposit given by the Resolution Applicant as per terms of the process memorandum are still parked in fixed deposits with Bank of Baroda.

c. Further the infusion of Rs.3799.01 lacs by the Resolution Applicant toward share application money are kept in escrow account with Bank of Baroda,

d. However, the erstwhile RA has filed additional application praying the NCLT to refund Rs. 93 crores deposited in the Company towards the resolution plan along with interest. The NCLT is still to hear on this additional application moved by the RA. Till the NCLT gives its verdict, the treatment given in the books of accounts for the performance bank guarantee and EMD is subject to settlement by erstwhile RA and the CoC

NOTE 23 "SHORT TERM PROVISIONS"	AS AT 31.03.20	AS AT 31.03.19
Gratuity Provision for employee benefits	172.05	171.60
Provision for Income Tax	5,307.58	5,307.58
TOTAL	**5,479.62**	**5,479.18**

(Rs. In Lacs)

NOTE 24 "REVENUE FROM OPERATIONS"	For Year Ended 31.03.20	For Year Ended 31.03.19
Sale of Products (Net of Rebate & Discount)		
Local Sales	10,055.13	9,197.00
Export Sales	9,780.10	12,240.56
Sale of Services	5,262.56	6,692.14
Other operating revenues		
Duty Drawbacks & Other Export Entitlements	684.44	1,107.03
Other Operational Income	196.11	60.66
	25,978.34	**29,297.39**

Ministry of Corporate affairs had notified Ind AS 115 'Revenue from Contracts with customers' which is effective from April 1, 2018. The new standard outlines a single comprehensive control based model for revenue recognition and supersedes current revenue recognition guidance based on risk and rewards. The company had assessed the impact on the financial statement of adopting IND-AS 115 and it is not expected to have a impact on the company's profitability, liquidity and capital resources as financial position. The Company had not applied any significant judgements in applying the revenue recognition criteria. The introduction of the standard have extended the disclosure requirements and is given below:-

#The following is an analysis of the companies revenue from its products and services (Rs. In Lacs)

Particulars	31.03.2020	31.03.2019
Local Sales		
: Fabrics	8,823.99	8,938.66
: Garments	952.46	178.43
: Yarn	278.68	79.91
	10,055.13	**9,197.00**
Exports Sales		
: Fabrics	814.33	995.23
: Garments	8,965.77	11,245.33
	9,780.10	**12,240.56**
Services Income		
: Job Work income	**5,262.56**	**6,692.14**
	5,262.56	**6,692.14**
Other operating revenues		
Other Sales (Sale of scrap, waste etc)	**196.11**	**60.66**
	196.11	**60.66**
Total	**25,293.90**	**28,190.36**

Particulars	31.03.2020	31.03.2019
The following is analysis on the Companies revenue disaggregates on the basis of timing of revenue recognition.		
At point of time	**20,031.35**	**21,498.22**
over the period	**5,262.56**	**6,692.14**
The contract price of sale of products co-incide with the revenue from operations.		
Export benefits are in the nature of government grants covering following benefits		
(a) Merchandise Exports from India Scheme(MEIS)	**354.04**	**585.79**
(b) Duty drawback benefits	**330.40**	**521.25**
Total	**684.44**	**1,107.03**

(Rs. In Lacs)

NOTE 25 "OTHER INCOME"	For Year Ended 31.03.20	For Year Ended 31.03.19
Interest Income	267.32	187.16
Foreign Exchange Fluctuation	358.32	60.69
Profit /(Loss) on Sale of Assets	(2.12)	(4.59)
Miscellaneous Income	85.83	170.90
	709.36	**414.17**

(Rs. In Lacs)

NOTE 26 "COST OF MATERIALS CONSUMED"	For Year Ended 31.03.2020	For Year Ended 31.03.2019
Opening Stock	1,416.49	1,106.63
Purchases	6,820.96	9,514.70
	8,237.45	10,621.33
Less: Closing Stock	517.81	1,416.49
Total	**7,719.64**	**9,204.84**

Imported and Indigenous Raw Materials Consumed	For Y. E. 31.03.2020	% age	For Y. E. 31.03.2019	% age
Imported	-	0.00%	-	0.00%
Indigenous	7,719.64	100.00%	9,204.84	100.00%
TOTAL	**7,719.64**	**100.00%**	**9,204.84**	**100.00%**

Details of Raw Materials Consumed (Rs. In Lacs)

Class of Goods				
Fabric	4,597.21		6,377.20	
Yarn	3,122.43		2,827.64	
TOTAL	**7,719.64**		**9,204.84**	

(Rs. In Lacs)

NOTE 27 "PURCHASE OF STOCK IN TRADE"	For Year Ended 31.03.2020	For Year Ended 31.03.2019
Fabrics	-	-
Garments	-	-
	-	**-**

(Rs. In Lacs)

NOTE 28 "CHANGES IN INVENTORIES OF FINISHED GOOD WORK-IN-PROGRESS AND STOCK-IN-TRADE"	For Year Ended 31.03.2020	For Year Ended 31.03.2019
Opening Stock		
Finished Goods	1,157.23	972.52
Work-in-Progress	1,603.19	817.61
Total	**2,760.41**	**1,790.13**
Closing Stock		
Finished Goods	738.03	1,157.23
Work-in-Progress	558.74	1,603.19
Total	**1,296.77**	**2,760.41**
Total Increase in Stock	**(1,463.64)**	**970.28**

NOTE 29 "MANUFACTURING AND OPERATING COSTS"	For Year Ended 31.03.2020	For Year Ended 31.03.2019
Consumption of Auxilliary Materials	3,572.14	4,606.47
Garment Stitching Charges	1,313.06	1,191.16
General Factory Expenses	143.19	54.98
Labour Charges	992.35	816.20
Power, fuel and water charges	3,662.07	3,706.53
Repair and Maintenance to Building & Machinery	140.38	141.19
Testing & Inspection Fees	24.03	45.65
TOTAL	**9,847.22**	**10,562.18**

(Rs. In Lacs)

NOTE 30 "EMPLOYEE BENEFIT EXPENSES "	For Year Ended 31.03.20	For Year Ended 31.03.19
Salary& Wages (inclusive of Bonus,Gratuity & other Allowances)	5,945.00	6,153.72
Contribution to P.F, ESIC, etc	552.67	600.66
Employee's Welfare and amenities	142.04	164.76
TOTAL	**6,639.71**	**6,919.15**

(Rs. In Lacs)

NOTE 31 "FINANCE COSTS"	For Year Ended 31.03.20	For Year Ended 31.03.19
Banks/Financial Institutions for Term Loans	-	49.78
(Net of interest subsidy under TUF scheme)		
Debenture 's Holder	-	2.47
Banks for Working Capital	-	-
Net Loss on Currency fluctuation and translation	-	-
Interest Exp Provided on account of TUF Subsudy Due >2 Years		
Others	92.20	0.35
TOTAL	**92.20**	**52.61**

(Rs. In Lacs)

NOTE 32 "OTHER EXPENSES"	For Year Ended 31.03.20	For Year Ended 31.03.19
Auditor's Remuneration #	13.00	7.80
Bank Charges & Commission	81.77	98.54
Bad Debts, Claim & Discount	650.43	122.28
Commission on Sales	349.02	492.90
Communication Expenses	19.54	24.88
Courier Charges	70.27	84.65
Director's Remuneration & Sitting Fees	4.60	3.40
Donations	0.46	2.46
Electricity Charges	22.85	30.68
Freight / Transportation (Net)	384.96	723.61
General Office Expenses	19.93	69.24
Insurance (Net)	65.67	64.02
Legal & Licence Fees	17.33	88.32
Printing & Stationary Charges	37.51	36.05
Repair & maintenance	65.59	35.03
Corporate Insolvency Resolution Process Cost	137.89	815.84
Proffesional Fees	480.12	89.74
Rent & Municipal Taxes	247.66	336.81
Rates & Taxes	0.01	0.01
Advertisement & Sales Promotion Expenses	46.33	34.80
Travelling Expenses	86.16	145.22
Watch & Ward Exp.	109.08	179.38
Balance W/off of Non Recoverable Capital Advances	-	(50.00)
Miscellaneous Expenses	143.39	423.88
TOTAL	**3,053.56**	**3,859.53**
# Details of payments to auditors (included in Auditor's Remuneration)		
a. Statutory Audit Fees	12.00	3.30
b. Tax Audit Fees	1.00	4.50
	13.00	**7.80**

NOTE 33 "TAX BALANCES"

The following is the analysis of deferred tax assets / (liabilities) presented in the balance sheet

Deferred tax liabilities (Net)

Particulars	Opening Balance	Recognised in profit or loss	Recognised in OCI	Closing Balance
FY 19-20				
Deferred Tax Liabilities:				
Difference between book and tax Depreciation	6,235.05	(1,892.49)		4,342.55
Deferred Tax Asset				
Impact on Leased Assets as per Ind AS-116	-	(12.20)		(12.20)
DTA on account of SEC 43B of Income tax Act	-	(9.03)		(9.03)
DTA on account of application of Ind AS- 19	(148.27)	27.08	(9.00)	(130.19)
Net deferred tax liabilities	**6,086.78**	**(1,886.64)**	**(9.00)**	**4,191.14**

Note :- The Company has not created deferred tax assets on Some of the transactions as below,		
a) On Lease Premium W/off on Lease hold Land		
Financial Year	Lease Premium W/off	DTA not Created
FY 2015-2018	788.50	205.01
FY 2018-2019	262.83	68.34
FY 2019-2020	262.83	68.34
b) Provision for Expected Credit loss (ECL) and doubful debts		

From FY 16-17 onward Company had made huge business losses,the details of Carried Forward Loses as per Income tax Return filed as below

Financial Year	**Years Left for Carried forward**	**(+)Profit / (-)Loss as per Income Tax Return**	**Business Loss carried forward as per Income Tax Return**	**Unabsorbed Depreciation loss carried forward as per Income Tax Return**
2016-17-As per IT Return	5	(70,723.95)	(67,305.98)	(3,417.96)
2017-18-As per IT Return	6	(17,745.80)	(15,068.42)	(2,677.38)
2018-19-As per IT Return	7	(2,241.81)	-	(2,241.81)
2019-20-Provisional	8	(4,254.22)	(2,125.69)	(2,128.52)
Total		**(94,965.77)**	**(84,500.09)**	**(10,465.68)**

Particulars	Opening Balance	Recognised in profit or loss	Recognised in OCI	Closing Balance
FY 18-19				
Deferred Tax Liabilities:				
Difference between book and tax Depreciation	6,844.39	(609.34)		6,235.05
Ind As Impact on Transitional period	119.27	(119.27)		-
Deferred Tax Asset		-		
Ind As Impact for current period	(203.44)	203.44		-
DTA on account of application of Ind AS- 19	(112.98)	(35.29)		(148.27)
Net deferred tax liabilities	**6,647.24**	**(560.46)**	**-**	**6,086.77**

Note: Deferred tax assets and deferred tax liabilities have been offset as they are governed by the same taxation laws

Income tax recognised in profit or loss

Particulars	**31.03.2020**	**31.03.2019**
Current Tax		
In respect of the current year	-	-
Deferred tax		
In respect of the current year	(1,886.64)	(560.46)
Total income tax expense recognised	**(1,886.64)**	**(560.46)**

Income tax recognised in other comprehensive income

Particulars	**31.03.2020**	**31.03.2019**
Arising on income and expenses recognised in other comprehensive income		
Remeasurement of defined benefit obligation	(9.00)	-
Total income tax recognised in other comprehensive income	**(9.00)**	**-**

NOTE 34 "EARNING PER SHARE" (EPS)

Particulars	**31.03.2020**	**31.03.2019**
a) Face value of equity shares per share (In Rupees)	**10**	**10**
b) Basic and Diluted EPS		
Basic earnings per share	**(131.45)**	**(13.74)**
Net profit available for equity shareholders (Rs. In lacs)	(4,356.54)	(4,551.96)
Weighted average number of equity shares -Basic (Nos.)	3,314,295.00	33,123,913.00
Diluted earnings per share	**(131.45)**	**(13.74)**
Net profit available for equity shareholders (Rs. In lacs)	(4,356.54)	(4,551.96)
Weighted average number of equity shares -Diluted (Nos.)	3,314,295.00	33,123,913.00

NOTE 35 "OPERATING LEASE"

The Company has lease contracts for various office and factory Premises.The tenure of such agreements ranges from eleven months to sixty months. There are no purchase option in these agreements.There are several lease contracts that include extension and termination options.
The Company also has certain leases of residential premises with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for these leases.

On transition, the adoption of the new standard resulted in recognition of 'Right of Use' asset of Rs. 111.88 lacs and a lease liability of Rs. 111.88 lacs. Further, in respect of leases which were classified as operating leases, applying Ind AS 17, Rs. 68.70 lacs has been reclassified from "Other Assets" to "Right of Use Asset". The effect of this adoption is insignificant on the profit before tax, profit for the period and earnings per share. Ind AS 116 will result in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments.

Following are the changes in the carrying value of right of use assets for the year ended March 31, 2020:

(Rs. in Lacs)

Particulars	Offices Premises	Factory Premises	Total
Balance as on 1st April,2019	43.65	68.23	111.88
Reclassified on account of adoption of Ind AS 116	37.98	30.71	68.70
Addition	628.14	403.69	1,031.83
Deletion	-	(404.73)	(404.73)
Depreciation	(108.72)	(60.86)	(169.58)
Balance as on 31st March,2020	**601.05**	**37.05**	**638.11**

The aggregate depreciation expense on ROU assets is included under depreciation and amortization expense in the statement of Profit and Loss.

Following is the movement in lease liabilities during year ended March 31, 2020

(Rs. in Lacs)

Particulars	Offices Premises	Factory Premises	Total
Balance as on 1st April,2019	43.65	68.23	111.88
Finance cost accrued during the period	67.02	25.18	92.20
Addition	628.14	403.69	1,031.83
Deletion	-	(391.60)	(391.60)
Payment of Lease Liabilities	(127.01)	(69.10)	(196.11)
Balance as on 31st March,2020	**611.80**	**36.39**	**648.19**

The following is the break up of current and non current lease liabilities as at March 31, 2020:

(Rs. in Lacs)

Particulars	As on 31st March,2020
Current lease Liabilities	139.66
Non-Current lease Liabilities	508.53
Total	648.19

The following are the amounts recognised in statement of profit and loss:

(Rs. in Lacs)

Particulars	As on 31st March,2020
Depreciation Expenses on Right to use Assets	169.58
Finance cost accrued during the period	92.20
Lease Liability W/off	(10.80)
Expense relating to short-term leases (included in other expenses)#	247.66
Total	498.63

The table below provide details regarding the contractual maturities of lease liabilities as at March 31, 2020 on an undiscounted basis:

(Rs. in Lacs)

Particulars	As on 31st March,2020	As on 31st March,2019
Not later than one year	218.50	193.13
Later than one year and not later than five year'	634.59	51.22
later than five year	-	-
Total	**853.09**	**244.35**

NOTE 36 "Financial Instruments and Risk Management"

Capital Management and Financial Management :

a. The Company was admitted under the Corporate Insolvency Resolution Process (CIR) Process as per provision of the Insolvency and Bankruptcy Code 2016 (the Code) on September 29, 2017.

b. Vide order dated November 30, 2018 ("Resolution Plan Approval Order"), the Hon'ble NCLT approved the Resolution Plan submitted for the Company by Formation Textiles LLC ("Resolution Applicant"). Subsequently, at a Board meeting dated January 31, 2019, the Resolution Applicant took over the management / control of the affairs of the Company.

c.

However, after taking over the management/control of the Company, the Resolution Applicant filed an application dated June 13, 2019 before the Hon'ble NCLT, inter alia, seeking leave for making certain revisions/modifications in the approved Resolution Plan ("RA Application").

d. On December 5, 2019, the Hon'ble NCLT noted that while a separate hearing is required to decide the merits of the application, as an interim measure, the possession be handed over to the CoC, who in turn will handover the same to the erstwhile RP i.e. Mrs. Charu Desai. It was further ordered that the CIRP of the Company be restored and the erstwhile RP shall continue as the RP of the Company.

Presently, the Capital and Financial Management activities are restricted to management of current assets and liabilities of the company and the day to day cash flow. The company is focused on realization of receivables and inventory management to unlock, to the extent possible, funds blocked in the current assets of the company.

Debt-to-equity ratio are as follows: (Rs. In lacs)

PARTICULARS	31.03.20	31.03.19
Debts (A)	126,459.49	126,459.49
Equity (B)	(84,661.71)	(80,305.18)
Debt/ Equity Ratio (A)/(B)	N/A	N/A

*since net worth of the company is negative, debt equity ratio is not calculated

Financial instruments by category (Rs. In lacs)

PARTICULARS	As at March 31, 2020			As at March 31, 2019		
	Amortised Cost #	FVPTL	FVTOCI	Amortised Cost #	FVPTL	FVTOCI
Financial Assets						
Investments	0.25			0.25		
Trade receivable	2,226.64			3,721.16		
Cash & Cash Equivalents	5,754.41			11,238.44		
Loans & advacnes	263.49			154.38		
Other Financial assets	227.16			225.50		
Total	8,471.95	-	-	15,339.72	-	-

(Rs. In lacs)

PARTICULARS	As at March 31, 2020			As at March 31, 2019		
	Amortised Cost #	FVPTL	FVTOCI	Amortised Cost #	FVPTL	FVTOCI
Financial Liabilities						
Borrowings (Non current)	126,459.49	-	-	126,459.49	-	-
Trade Payables	3,164.25	-	-	4,347.59	-	-
Other financial liabilities	648.19	-	-	-	-	-
Total	130,271.94			130,807.09		

#Carrying value of the financial assets and financial liabilities designated at amortised cost approximates its fair value.

Fair value hierarchy

The financial instruments that are measured at fair value and have been grouped into Level 1, Level 2 and Level 3 below:

PARTICULARS	As at 31.03.2020	As at 31.03.2019	Level 1	Level 2	Level 3	Total
Financial Assets			-	-	-	-
Investments	-	-	-	-	-	-
Trade receivable	-	-	-	-	-	-
Cash & Cash Equivalents	-	-	-	-	-	-
Loans & advacnes	-	-	-	-	-	-
Other Financial assets	-	-	-	-	-	-
Total	-	-	-	-	-	-
Financial Liabilities						
Borrowings (Non current)	-	-	-	-	-	-
Trade Payables	-	-	-	-	-	-
Other financial liabilities	-	-	-	-	-	-
Total	-	-	-	-	-	-

Level 1: Quoted prices in the active market. This level of hierarchy includes financial assets that are measured by reference to quoted prices in the active market.

Level 2: Valuation techniques with observable inputs. This level of hierarchy includes items measured using inputs other than quoted prices included within Level 1 that are observable for such items, either directly or indirectly.

Level 3: Valuation techniques with unobservable inputs. This level of hierarchy includes items measured using inputs that are not based on observable market data (unobservable inputs). Fair value determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instruments nor based on available market data.

In Current situation when the Company is again in CIRP, the key risks associated with is day to day operations of the company and working capital management are given below:

A. Credit Risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables which are typically unsecured.Credit risk on cash and bank balances is limited as the Company generally invests in deposits with banks.

The Company also assesses the creditworthiness of the customers internally to whom goods are sold on credit terms in the normal course of business. The credit limit of each customer is defined in accordance with this assessment. Outstanding customer receivables are regularly monitored and any shipments to overseas customers are generally covered by letters of credit.

The impairment analysis is performed on client to client basis for the debtors that are past due at the end of each reporting date. The Company has not considered an allowance for doubtful debts in case of trade receivables that are past due but there has not been a significant change in the credit quality and the amounts are still considered recoverable

i) Trade Debtors

PARTICULARS		31.03.20	31.03.19
Gross Debtors	A	37,819.08	39,204.64
Opening Loss allowance provision	B	35,483.49	35,506.61
Loss allowance during the year (net of bad debt)	C	108.96	(23.12)
Total Loss Allowance	D	35,592.44	35,483.49
Net Debtors	E	2,226.64	3,721.16
Expected loss rate for the year	C/A*100	0.29%	-0.06%
Expected loss rate cumulative	D/A*100	94.11%	90.51%
Debt/ Equity Ratio (A)/(B)		N/A	N/A

The Company has already made adequate provision on account of the Expected Credit Loss (ECL).

ii) Other Financial Assets

Presently, other financial assets comprise of Fixed deposits as margin for Bank guaratees and security deposit paid for Rented Premises, Local bodies (MPCB & MSEDBL) and , advance given to vendors etc. These are considered as low risk items in the normal course of business and are subject to operational controls deemed sufficient by Company management.

B. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks – interest rate risk, currency risk and other price risk in a fluctuating market environment. Financial instrument affected by market risks includes loans and borrowings, deposits, derivatives and other financial assets.

i) Currency Risk

This is the risk that the Company may suffer losses as a result of adverse exchange rate movement during the relevant period. The Company has exports and to that extent it has natural hedge to cover foreign exchange risk on account of imports/expenses in foreign currency. Thus to that extent it is able to mitigate fluctuations in currency rates

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD and EUR exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Company's exposure to foreign currency changes for all other currencies is not material. A positive number below indicates an increase in profit before tax or vice-versa.

Currency	Change in rate	Effect on Profit before tax		Change in rate	Effect on Profit before tax	
	(Upward)	31.03.20	31.03.19	(Down ward)	31.03.20	31.03.19
USD	+5%	31.62	40.51	-5%	(31.62)	(40.51)
GBP	+5%	13.58	40.00	-5%	(13.58)	(40.00)
EURO	+5%	4.74	-	-5%	(4.74)	0
Total		49.94	80.52		(49.94)	(80.52)

ii) Interest rate risk

Since the company was under CIR Process,it is not required to meet any interest obligation till the resolution plan is implemented.

Interest rate sensitivity

Not relevant as explained above.

iii) Investment in Equity Price Risk

There is no investment is done in equity.

C. **Liquidity Risk:**

i) Liquidity risk management

Since the Company is in CIRP and the company has to manage its cash flows on a day to day basis to maintain operations that for the most of the year was about 30% to 50 %capacity utilization. The company is dependent upon timely receipt of sales proceeds and delays in sales realizations can severely impact the current level of operations.

ii) Maturities of financial liabilities

Since the Company is in CIRP so there is no current obligation of Financial liabilities regarding the long term & Short term borrowing. But the other Current Liabilities ie. Trade payables and lease liabilities are payables on deamnd and with in a year period.

The table below analyses the Company's financial liabilities and financial assets into relevant maturity groupings based on their contractual maturities:

	As at March 31, 2020			As at March 31, 2019		
PARTICULARS	**Less than 1 year**	**More than 1 year and upto 5 years**	**More than 5 year**	**Less than 1 year**	**More than 1 year and upto 5 years**	**More than 5 year**
Financial Assets						
Investments	-	0.25	-	-	0.25	-
Trade receivable	2,226.64	-	-	3,721.16	-	-
Cash & Cash Equivalents	5,754.41	-	-	11,238.44	-	-
Loans & advances	263.49	-	-	154.38	-	-
Other Financial assets	21.87	205.29	-	-	225.50	-
Total	8,266.41	205.54	-	15,113.98	225.75	-

	As at March 31, 2020			As at March 31, 2019		
PARTICULARS	**Less than 1 year**	**More than 1 year and upto 5 years**	**More than 5 year**	**Less than 1 year**	**More than 1 year and upto 5 years**	**More than 5 year**
Financial Liabilities						
Borrowings (Non current)	126,459.49	-	-	126,459.49	-	-
Trade Payables	3,164.25	-	-	4,347.59	-	-
Other financial liabilities	139.66	508.53	-	-	-	-
Total	129,763.41	508.53	-	130,807.09	-	-

Note 37 **Value of Imports calculated on C.I.F. basis in respect of:**

(Rs. In Lacs)

	Particulars	F.Y. 2019-20	F.Y. 2018-19
a	Auxiliary Material, Yarn, Garment & Accessory	115.26	351.20
b	Capital Goods	238.96	21.69

Note 38 **Expenditure in Foreign Currency on account of:**

(Rs. In Lacs)

	Particulars	F.Y. 2019-20	F.Y. 2018-19
a	Export Sales Commission	266.97	423.56
b	Foreign Bank Charges	13.76	35.81
c	Foreign Travelling	3.05	20.96
d	Others	9.35	121.06

Note 39 **Earnings in Foreign Currency on account of:**

(Rs. In Lacs)

Particulars	F.Y. 2019-20	F.Y. 2018-19
Export of Goods calculated on FOB Value	9,695.11	12,240.56

Note 40 "EMPLOYEE BENEFITS"

A) Defined Contribution Plans

The Company has recognized the following amounts in the Profit and Loss Account for Defined Contribution plans:

(Rs. In Lacs)

Particulars	F.Y. 2019-20	F.Y. 2018-19
Provident Fund	439.52	448.63

The Company's provident Fund is administered by the Maharashtra & Karnataka State Governments.

B) State Plans

The Company has recognized the following amounts in the profit & loss account for contribution to state plans:

(Rs. In Lacs)

Particulars	F.Y. 2019-20	F.Y. 2018-19
Employee's State Insurance	112.35	153.70

C) Defined Benefit Plans

Contribution to Gratuity Funds:

During the year under review company has made provision for gratuity plan for all its eligible employees based on actuarial valuation report certified by the actuary as on 31-03-2020. Company has already framed Gratuity scheme through trust fund managed by LIC for certain class of employees and for other employees provisions has been made in the books and fund for the same shall be set up in due course of time.

The details of the Company's Gratuity Fund for its employees are given below which is certified by the actuary

(Rs. In Lacs)

	March 31,2020			March 31,2019		
	Funded	Unfunded	Total	Funded	Unfunded	Total
Change in Present Value of Obligations						
1) Opening Present Value of obligation	86.61	430.00	516.61	78.24	348.40	426.64
2) Interest Cost	-	40.04	40.04	6.31	26.88	33.19
3) Current Service Cost	-	113.07	113.07	5.70	101.16	106.86
4) Benefits Paid	(38.06)	(101.76)	(139.81)	(19.75)	(81.39)	(101.14)
5) Actuarial (Gain) /Loss	-	27.87	27.87	16.12	34.94	51.06
6) Closing Present Value of obligation.	48.56	509.22	557.77	86.61	430.00	516.61
Change in Fair Value of Plan Assets						
1) Opening Value of plan assets	87.01	-	87.01	100.19	-	100.19
2) Actual return on plan Assets	-	-	-	7.18	-	7.18
3) Employer Contribution	8.10	101.76	109.86	0.57	80.78	81.35
4) Benefits Paid	(38.06)	(101.76)	(139.81)	(19.75)	(81.39)	(101.14)
5) Actuarial (Gain) /Loss	-	-	-	-	-	-
5) Closing Fair Value of plan assets	57.06	-	57.06	88.19	(0.61)	87.58
The Amount to be recognised in Balance Sheet Statement						
1) Present Value of Defined benefit obligation	(48.56)	(509.22)	(557.77)	(86.61)	(430.00)	(516.61)
2) Fair Value of plan assets	57.06	-	57.06	88.19	(0.61)	87.58
3) Assets/ (Liability) recognized in Balance Sheet.	8.50	(509.22)	(500.72)	1.58	(430.60)	(429.03)
Expenses Recognised in statement of Profit & loss						
1) Current Service Cost	-	113.07	113.07	5.70	101.16	106.86
2) Net Interest Cost	-	33.29	33.29	6.31	19.09	25.40
3)Total expense/(Gain) recognized in the Profit and Loss Account	-	146.36	146.36	12.01	120.25	132.26
4) Net (Income)/Expense for the period recognised in OCI		(34.62)	(34.62)		(51.68)	(51.68)
Actual (Gain)/Loss on Plan Assets						
Expected Interest Income	-	6.74	6.74	-	7.80	7.80
Actual income on Plan Assets	-	-	-	-	7.18	7.18
Actual (Gain)/Loss on Assets	-	(6.74)	(6.74)	-	(0.62)	(0.62)
Other Comprehensive Income						
Opening Amount recongnised in OCI outside P&L Account	-	-	-	-	-	-
Acturial gain /(loss) on liabilities	-	(27.87)	(27.87)	-	(51.06)	(51.06)
Acturial gain /(loss) on Assets	-	(6.74)	(6.74)	-	(0.62)	(0.62)
Closing Amount recongnised in OCI outside P&L Account	-	(34.62)	(34.62)	-	(51.68)	(51.68)
Actuarial Assumption						
Discount rate (per annum)	7.50%	6.80%		7.50%	7.75%	
Expected rate of return on assets (per annum)	7.50%	6.80%		7.50%	7.75%	
Salary escalation rate*	4.00%	5.10%		4.00%	5.10%	
Mortality Rate	LIC (2006-08) Ultimate	Indian Assured lives mortality (2012-14)		LIC (1994-96) Ultimate	Indian Assured lives mortality (2006-08)	
Withdrawal Rate	1 %-3 % depending on age	5% younger age reducing to 1% at older ages for all years		1 %-3 % depending on age	5% younger age reducing to 1% at older ages for all years	

Sensivity Analysis

Rs. In Lacs

Partculars	March 31,2020			March 31,2019		
	Amount	Impact (absolute)	Impact %	Amount	Impact (absolute)	Impact %
Base Liability	557.775			516.61		
Increase Discount Rate by 0.50 %	526.847	(30.93)	-5.54%	489.36	(27.25)	-5.27%
Decrease Discount Rate by 0.50 %	591.566	33.79	6.06%	546.28	29.67	5.74%
Increase Salary Inflation by 1.00 %	628.501	70.73	12.68%	578.97	62.36	12.07%
Decrease Salary Inflation by 1.00 %	497.083	(60.69)	-10.88%	463.03	(53.58)	-10.37%
Increase Withdrawal Rate by 1.00 %	565.111	7.34	1.32%	528.19	11.58	2.24%
Decrease Salary Inflation by 1.00 %	548.818	(8.96)	-1.61%	502.76	(13.85)	-2.68%

Note: -

a) The base liability is calculated at discount rate of 6.80 % per annum for FY 19-20 and for 7.75% for FY 18-19 and salary inflation rate of 5.10% per annum for all future years.

b) Liabilities are very sensitive to salary escalation rate, discount rate & withdrawal rate.

c) Liabilities are very less sensitive due to change in mortality assumptions. Hence, sensitivities due to change in mortality are ignored.

Maturity Profile of Defined Benefit obligation(Valued on undiscounted Basis)

Particulars	Year 1	Year 2	Year 3	Year 4	Year 5	After 5th Year	TOTAL
FY 19-20	15.71	19.35	25.39	35.35	32.34	1,350.35	1,478.50
FY 18-19	15.27	19.03	28.43	31.76	40.29	1,396.30	1,531.07

Note 41 Segmental reporting for the year ended on 31st March, 2020 is as under.

Considering the nature of its business activities and related risks and returns, the Company had, at the time of transition to Ind AS, determined that it operates in two primary business segments, namely "Textiles"and "Garment", which constitutes a reportable segments in the context of Ind AS 108 on "Operating Segments". There has been no development during the year necessitating any changes in Operating Segments.

(A) On the basis of Business Segments –

(Rs. In Lacs)

Particulars	F.Y. 2019-2020			F.Y. 2018-2019		
	Textiles	Garment	Total	Textiles	Garment	Total
External Revenues	9,957.99	10,073.36	20,031.35	10,242.06	11,324.21	21,505.61
Internal Segment Revenues	-	-	-	4,266.95	128.36	4,395.30
Other Allocable Income	4,757.73	1,189.26	5,946.99	5,795.69	1,935.43	7,731.12
Total Revenues	**14,715.72**	**11,262.62**	**25,978.34**	**20,304.70**	**13,388.00**	**33,632.04**
Less: Elimination	-	-	-	4,266.95	128.36	4,395.30
Net Revenue	**14,715.72**	**11,262.62**	**25,978.34**	**16,037.75**	**13,259.65**	**29,297.39**
SEGMENT RESULT	**(6,032.78)**	**911.53**	**(5,121.25)**	**(5,103.96)**	**645.51**	**(4,458.45)**
Other Non-allocable Income / (Exps)						
Other Income			(1,004.10)			414.17
Interest Cost			92.20			52.61
Provision for Taxes			(1,886.63)			403.39
NET PROFIT			**(4,330.92)**			**(4,500.28)**
OTHER INFORMATION						
Segment Assets	32,065.53	29,753.82	61,819.35	45,956.92	27,616.48	73,573.40
Unallocable Corporate Assets			0.25			0.25
TOTAL ASSETS			**61,819.60**			**73,573.65**
Segment Liabilities	106,016.49	30,309.06	136,325.54	110,780.00	31,119.12	141,899.12
Unallocable Liabilities			10,155.77			11,979.71
TOTAL LIABILITIES			**146,481.31**			**153,878.83**
CAPITAL EXPENDITURE						
Segment Capital Expenditure	524.24	22.64	546.89	72.13	3.19	75.32
Unallocated Capital Expenses			-			-
TOTAL CAPITAL EXP.			546.89			**75.32**
DEPRECIATION & AMORTISATION			-			-
Segment Dep. & Amort.	3,148.46	841.11	3,989.57	3,372.23	808.20	4,180.43
Unallocated Dep. & Amort.			99.71			
TOTAL DEPRECIATION & AMORTISATION			**4,089.28**			**4,180.43**

(B) On the basis of Geographical Segments -

(Rs. In Lacs)

Particulars	Domestic	Exports	Total	Domestic	Exports	Total
Segment Revenues	15,513.80	10,464.54	25,978.34	15,949.80	13,347.60	29,297.40
Segment Result	**(6,048.39)**	**927.14**	**(5,121.25)**	**(5,202.08)**	**743.63**	**(4,458.45)**
Carrying Cost of segment assets	33,238.83	28,580.52	61,819.35	45,552.86	28,020.79	73,573.64
Addition to Fixed Assets	524.24	22.64	546.89	72.13	3.19	75.32

(C) Other Disclosures -

1. Segments have been identified in line with the Accounting Standard on Segment Reporting (IND As – 108) taking into account the organization structure as well as the differential risks and returns of these segments.

2. The Company has disclosed Business Segment as the primary segment.

3. The Segment Revenues, Results, Assets and Liabilities include the respective amounts identifiable to each of the segment and amounts allocated on a reasonable basis.

Note 42 RELATED PARTY TRANSACTIONS

42 a Description of related parties

(A)	**Directors & Relatives**	Particulars
1	Mrs. Alka Patel	(Resigned w.e.f. 13th December, 2019)
2	Mr. Chirayu Chhibber	(Resigned w.e.f. 13th December, 2019)
3	Mrs. Cynthia Dibartolo	(Resigned w.e.f. 25th July, 2019)
4	Mr. Lawrence A Steckman	(Resigned w.e.f. 25th July, 2019)
5	Mr. Nimesh Patel	(Resigned w.e.f. 13th December, 2019)
6	Mr. Piyush Viradia	
7	Mr. Piyush Doshi	
8	Mr. Todd Robinson	
9	Mr. Ashok Kumar Das	(Appointed w.e.f. 23rd May, 2019 and Resigned w.e.f. 12th December, 2019)
10	Mrs. Dipti Mehta	(Appointed w.e.f. 07th November, 2019 and Resigned w.e.f. 13th December, 2019)
(B)	**Key Managerial Person**	
1	Mr. Piyush Doshi, Managing Director	(Resigned as Managing Director on 24th February,2020)
2	Mr. Ashok Kumar Das, Executive Director	(Appointed w.e.f. 23rd May, 2019 and Resigned w.e.f. 12th December, 2019)
3	Mr. Hemant Gupta, COO & CFO	(Appointed w.e.f. 1st June, 2019 and Resigned w.e.f. 18th February, 2020))
4	Mr. Vinay Sampat, Company Secretary & Compliance Officer	(Appointed w.e.f. 1st June, 2019 and Resigned w.e.f. 06th November, 2019))
5	Mr. Ashitosh Sheth, Company Secretary & Compliance Officer	(Appointed w.e.f. 13th November, 2019 and Resigned w.e.f. 30th December,2019)
(C)	**Enterprises over which any person person described in (A) & (B) above is able to exercise significant influence**	
1	Aver Software Technologies Ltd.	
2	Celestial Electronics Pvt.Ltd.	
3	Creative Plastic Industries	
4	Markwell Ventures	
5	Posina Ventures LLP	
6	Tigress Financial Partners	
7	Greater NY Chamber of Commerce	
8	Mahipal Enterprises	
9	Formation Capital LLC	
10	Formation Textiles LLC	
11	Yardley Hospitality	
12	Robinson Law LLC	

42 b Transactions with related Parties **(Rs. in Lacs)**

	Particulats	**Nature of Trasactions**	**Value of Transaction**	
(A)	**Directors & Relatives**		**FY 19-20**	**FY 18-19**
1	Mrs. Alka Patel	Sitting Fees	0.40	
2	Mr. Chirayu Chhibber	Sitting Fees	1.00	
3	Mrs. Cynthia Dibartolo	Sitting Fees	0.40	
4	Mr. Lawrence A Steckman	Sitting Fees	0.40	
5	Mr. Nimesh Patel	Sitting Fees	0.20	0.20
6	Mr. Piyush Viradia	Sitting Fees	0.80	0.40
7	Mr. Todd Robinson	Sitting Fees	0.80	
8	Mrs. Dipti Mehta	Sitting Fees	0.60	
		Total-A	**4.60**	**0.60**
(B)	**Key Managerial Person**			
1	Mr. Piyush Doshi, Managing Director	Salary	15.65	
2	Mr. Ashok Kumar Das, Executive Director	Salary	6.51	
3	Mr. Hemant Gupta, COO & CFO	Salary	66.19	
4	Mr. Vinay Sampat, Company Secretary & Compliance Officer	Salary	21.48	
5	Mr. Ashitosh Sheth, Company Secretary & Compliance Officer	Salary	3.40	
		Total-B	**113.22**	**-**
(C)	**Enterprises over which any person person described in (A) & (B) above is able to exercise significant influence**			
1	Markwell Ventures	Professional Fees	-	2.00
		Total-C	**-**	**2.00**
		Grand Total(A+B+C)	**117.82**	**2.60**

42 c Outstanding Balances: **(Rs. in Lacs)**

	Particulats	**Balance Outstanding as on**	
		31.03.20	**31.03.19**
(A)	**Directors & Relatives**	**-**	**-**
(B)	**Key Managerial Person**	**-**	**-**
(C)	**Enterprises over which any person person described in (A) & (B) above is able to exercise significant influence**	**-**	**-**
	Grand Total(A+B+C)	**-**	**-**

Note 43 Contingent Liabilities and Commitments:

a) Claim against the Company not acknowledged as debts in respect of disputed Income Tax demand amounting to Rs 35.87 crores For AY 2017-18(Previous Year Rs Nil lacs) (Interest thereon not ascertainable at present.)

b) Claim against the Company not acknowledged as debts in respect of Central Excise dues amounting to Rs. 290.58 Lacs.(Previous Year Rs. 290.58 Lacs) (Interest thereon not ascertainable at present.)

c) Bank guarantee given to Sales Tax , MSEB & Custom Department of Rs. 297.77 Lacs. (Previous Year Rs. 382.15 Lacs)

d) The Company has received the VAT assessment order of FY 14-15 for the state of Maharashtra (VAT Demand of Rs. 47.11 Crore)and Delhi (VAT Demand of Rs. 0.17 Crore). The Company is under appeal with the Commissioner of Sales for the Same.

e) As per letter dated 14th May 2019, Karnataka Industrial Area Development Board ("KIADB") raised demand against the Company to deposit Rs. 76.63 lacs towards cost difference of land and various other outstanding dues for transferring the Freehold land located at Dodballapur near Bengaluru in the name of the Company.

f) The Hon'ble Supreme Court in a recent ruling last year had passed a judgement on the definition and scope of 'Basic Wages' under the Employees' Provident Funds and Miscellaneous Provision Act, 1952. Pending issuance of guidelines by the regulatory authorities on the application of this ruling, the impact on the Company, if any, cannot be ascertained. The Company will update its provision, on receiving further clarity on this subject matter.

g) **Capital and other commitments**

i) The Company has taken benefit of Export Promotion Capital Goods (EPCG) scheme under the Foreign Trade Policy to the tune of Rs. 31.68 crore (previous Year Rs. 31.51 Crore). This could result into a liability including interest and penalty if any, if the export obligations under the scheme are not fulfilled by the Company.

ii) The Company has other commitments, for purchases / sales orders which are issued after considering requirements per operating cycle for purchase / sale of goods and services, employee benefits in normal course of business. The Company does not have any long term contracts including derivative contracts for which there will be any material foreseeable losses.

Note 44 During the Year, the Company changed its Accounting Policy for amortization of leasehold land as the Company had not amortized the same from the date of transition to Ind AS. However, from 2nd quarter the company has amortized the leasehold land with effect from transition to Ind AS. The change in retained earnings and revaluation reserve up to March 31, 2019 is Rs.1051.33 lacs and Rs.976.06 lacs respectively and also the lease hold land got amortised of Rs. 1051.33 lacs up to 31st March 2019.(Refer Note -3 and Note -13)

AS per IndAS-1 an entity shall present a third balancesheet as at the beginning of the preceding period in addition to the minimum comparative financial statements if :

(a) it applies an accounting policy restrospectively , makes a retrospective restatement of items in its financial statements or reclassifies items in its financial statements ; and

(b) the retrospective application , retrospective restatement or the reclassification has a material effect on the information in the balancesheet at the beginning of the preceding period.

However the change in accounting for amortisation of leasehold land has not material impact , the company has not presented third balancesheet as at the beginning of the preceding period in addition to the minimum comparative financial statements as permitted by paragragh 40A (b) of IndAS-1

Note 45 **Impact of the COVID-19 Pandemic on the Business:**

The lockdown and restrictions due to COVID -19 Pandemic have posed various challenges to the operations and business of the Company. The Company's manufacturing facilities at all locations and offices remained shut down from March 22, 2020, Company has partially resumed its manufacturing operation in some of its units in April (Bangalore) and May (Tarapur) after taking all the necessary precautions on safety of its employees and other parameters as stipulated in the government directives.

Considering that the situation is exceptional, unprecedented and is changing dynamically, the Company is not in position to gauge with certainty, the future impact on its operations. The profitability during the financial year 20-21 will be affected. In view of the prevailing uncertainty, the full extent of the impact of COVID -19 pandemic on the financials of the Company cannot be accurately ascertained at this juncture. The Company is making Continuous efforts to adapt to the changing business environment & respond Suitably to fulfil the needs of its Customers and there by considerably reduce the impact due to COVID-19. Based on the assessment done by the management, the Company, do not see any immediate impairment requirement for any assets due to the pandemic and as the demand for the product have resumed, the Company is positioned to fulfil its obligations and existing Contacts/arrangements.

Note 46 Budget 2020 has announced a new tax regime giving taxpayers an option to pay taxes as per the new tax slabs from FY 2020-21 onwards but because the Company is in corporate insolvency resolution process ("CIRP"),the management of the Company has not yet decided to opt the new tax slabs for FY 2020-21.

Note 47 The Balance with party reflected under the head Trade receivables, Trade Payable and Loans and advances are subject to confirmation by the concerned parties

Note 48 **Implementation of Hon'ble National Company Law Tribunal (NCLT) orders under Insolvency Bankruptcy Code (IBC)**

On December 5, 2019, the Hon'ble National Company Law Tribunal (NCLT) ordered for restoration of corporate insolvency resolution process (CIRP) of the Company and the erstwhile resolution professional (RP) shall continue as the RP of the Company. The Sequences of events for restoration of CIRP of the Company as below:

On September 29, 2017 the Hon'ble NCLT had admitted the petition under Section 7 of the IBC for initiating the CIRP of the Company and Mrs. Charu Desai was appointed as the interim resolution professional ("IRP") of the Company. Pursuant to the said order, in terms of Section 17 of the IBC, the powers of the Board of Directors of the Company stood suspended, and such powers and the management of the Company vested with the IRP. Subsequently, Mrs. Charu Desai was confirmed by the Committee of Creditors ("CoC") as the RP of the Company,

Vide order dated November 30, 2018 ("Resolution Plan Approval Order"), the Hon'ble NCLT approved the Resolution Plan submitted for the Company by Formation Textiles LLC ("Resolution Applicant"). Subsequently, at a Board meeting dated January 31, 2019, the Resolution Applicant took over the management / control of the affairs of the Company,

However, after taking over the management/control of the Company, the Resolution Applicant filed an application dated June 13, 2019 before the Hon'ble NCLT, inter alia, seeking leave for making certain revisions/modifications in the approved Resolution Plan ("RA Application").

Parallelly, the CoC also filed an application with the Hon'ble NCLT seeking, inter alia, an order directing the Resolution Applicant to implement the Resolution Plan along with all the actions envisaged therein, without any modifications or deviations, in its entirety, on an urgent basis with immediate effect and in a time-bound manner. In the alternative, the CoC prayed before the Hon'ble NCLT for re-commencement of CIRP of the Company and for permission to invite fresh bids by the RP with the aim of reviving the Company as a going concern and to prevent the Company from going into liquidation.

Subsequently, the Resolution Applicant filed an amendment application in the RA Application, seeking setting aside/recalling of the Resolution Plan Approval Order. The Resolution Applicant also informed the Hon'ble NCLT that it had no objection to handover of the possession of the undertaking back to the CoC without prejudice to the rights and contentions,

On December 5, 2019, the Hon'ble NCLT noted that while a separate hearing is required to decide the merits of the application, as an interim measure, the possession be handed over to the CoC, who in turn will handover the same to the erstwhile RP i.e. Mrs. Charu Desai. It was further ordered that the CIRP of the Company be restored and the erstwhile RP shall continue as the RP of the Company.

Accordingly, at a meeting of the CoC held on January 8, 2020 the Resolution Applicant handed over the possession of the Company to the CoC, which in turn handed it over to Mrs. Charu Desai as the RP of the Company. As per the relevant provisions of the IBC, the powers of the Board of Directors of the Company therefore stand suspended and such powers and the management of the affairs of the Company vest with the RP.

Further, vide order dated February 5, 2020, the Hon'ble NCLT allowed the RP to invite fresh resolution plans from prospective resolution applicants by providing an additional period of 70 days to undertake the process. In view of the restoration of CIRP of the Company, the financial statements are presented on a "going concern" basis.

Note 49 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification /