

# **PAGARIA ENERGY LIMITED**

**32<sup>ND</sup> ANNUAL REPORT**

**2022-23**

**C O R P O R A T E   I N F O R M A T I O N**

<b>Board of Directors</b>	:	Mr. Sanjay Kumar Bhansali	CFO
		Mr. Hanumanmal Bengani	Managing Director
		Mrs. Mamta Bhansali	Director
		Mr. Kartik Sarkar	Director
		Mr. Dibbyendu Jana	Director
<b>Company Secretary</b>	:	Mrs. Rekha Patni	
<b>Registered Office</b>	:	9/18, Bazar Gali Vishwas Nagar, Shahdara Delhi-110032	
<b>Bankers</b>	:	ICICIBank IngVysya Bank IDFC First Bank Limited Oriental Bank of Commerce Punjab National Bank	
<b>Auditors</b>			
<b>Statutory Auditor</b>	:	M/s H R Agarwal & Associates <i>Chartered Accountants</i> Kolkata	
<b>Secretarial Auditor</b>	:	MR & Associates <i>Company Secretaries</i> Kolkata	
<b>Registrar &amp; Share Transfer Agents</b>	:	Link In time India (P) Limited 44, Community Centre, 2 <sup>nd</sup> Floor, Naraina Industrial Area, Phase-I, PVR, Naraina New Delhi - 110028	
<b>Company's Website</b>	:	<a href="http://www.pagariaenergy.com">www.pagariaenergy.com</a>	

**PAGARIA ENERGY LIMITED**

CIN: L67120DL1991PLC043677

Regd. Office: 9/18, Bazar GaliVishwas Nagar, Shahdara, Delhi-110032

Tel.: 8145030032, E-mail:[info@pagariaenergy.com](mailto:info@pagariaenergy.com)

Website: [www.pagariaenergy.com](http://www.pagariaenergy.com)

**NOTICE**

**NOTICE** is hereby given that the **32<sup>nd</sup> Annual General Meeting** of the Members of **Pagaria Energy Limited** (Formerly Women Networks Limited) will be held on Friday, **September 29, 2023** at **01:00 P.M (IST)** through Video Conferencing / Other Audio Visual Means (VC/OAVM), in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India to transact the following business:

**ORDINARY BUSINESS:**

**1. Adoption of Financial Statements**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Reports of the Auditors' and the Board of Directors thereon.

**2. Rotation of Director**

To appoint a Director in place of Mr. Hanumanmal Bengani (DIN: 08425643), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

**3. Appointment of Statutory Auditor**

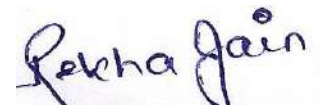
To approve the Appointment of M/s Manish Mahavir & Co. as the Statutory Auditor of the Company for a term of five years from the conclusion of 32<sup>nd</sup> AGM of the company.

**SPECIAL BUSINESS:**

**1. Approval for Appointment of CFO**

To approve the appointment of Mr. Sanjay Kumar Bhansali as CFO of the company.

**By Order of the Board**



**Rekha Jain**

**Company Secretary & Compliance Officer**

**ICSI Membership No. ACS 2044**

**Place: Delhi**

**Date: August 14, 2023**

**Notes:**

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through Video Conferencing / Other Audio Visual Means (VC/OAVM).
2. In terms of the MCA circulars and the SEBI circulars, the requirement of sending proxy forms to holders of securities as per provisions of section 105 of the act read with regulation 44(4) of the listing regulations, has been dispensed with. Therefore, the facility to appoint proxy by the members will not be available and consequently, the proxy form and attendance slip are not annexed to this notice convening the 31st AGM of the company (the “notice”).
3. 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.
4. In case of Joint holders, there will be one vote for every Client ID / registered folio number irrespective of the number of joint holders.
5. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 23, 2022 through email to [info@pagariaenergy.com](mailto:info@pagariaenergy.com). The same will be replied by the Company suitably
6. In compliance with the aforesaid MCA Circulars dated May 12,2020, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to the members whose e-mail address are registered with the Company/ Depository. Members may note that the Notice and Annual Report will also be available on the Company’s website <http://www.pagariaenergy.com>, websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com), and on the website of CDSL <https://www.evoting.cdslindia.com>
7. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. Register of Members and the Share Transfer Books of the Company shall remain closed from 23rd September, 2022 to 29th September, 2022 (both days inclusive).

**9. Voting through electronic means**

The Company is pleased to offer e-voting facility for the members to enable them to cast their votes electronically. If a member has opted for e-voting, then he/she should not vote in VC/OVAM and vice-a-versa.

## **Remote e-Voting Instructions for shareholders:**

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As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

### **Login method for Individual shareholders holding securities in demat mode is given below:**

1. Individual Shareholders holding securities in demat mode with NSDL
  1. Existing IDEAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
  2. If you are not registered for IDEAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDEAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
  3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with CDSL
  1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
  2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
  3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
  4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
3. Individual Shareholders (holding securities in demat mode) login through their depository participants You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -

**A. User ID:**

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

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders 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/Company.

*\*Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

*\*Shareholders holding shares in **NSDL form**, shall provide ‘D’ above*

- ▶ Set the password of your choice (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).
- ▶ Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘SHARE HOLDER’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. 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).
4. 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.

**Guidelines for Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL 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.

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at

[enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**Individual Shareholders holding securities in Physical mode has forgotten the password:**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders 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.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- 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 this 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".

**InstaVote Support Desk**  
**Link Intime India Private Limited**

**OTHER INFORMATION:**

1. The e-voting period commences on 26<sup>th</sup> September, 2023 (09:00 AM) and ends on 28<sup>th</sup> September, 2023 (5:00 PM). During this period shareholders' of the Company, holding shares either

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in physical form or in dematerialized form, as on the cut-off date (record date) of 22<sup>nd</sup> September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

2. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

3. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 22<sup>nd</sup> September, 2023.

4. Mr. Hari Ram Agarwal has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

5. The results declared along with the Scrutinizer's report shall be placed on the Company's website [www.pagariaenergy.com](http://www.pagariaenergy.com) within two days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited.

6. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company between 11.00 a.m. and 1.00 P.M (except Sunday and Public Holiday) upto the date of the Annual General Meeting of the Company.

**10. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC /OAVM ARE AS UNDER:**

1. Members will be able to attend the AGM through VC / OAVM or view the live webcast of AGM provided by CSDL at <https://www.evoting.cdslindia.com> by using their remote e-voting login credentials and selecting the EVEN for Company's AGM.

Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further Members can also use the OTP based login for logging into the e-voting system of CSDL.

2. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.

3. Members who need assistance before or during the AGM, can contact CSDL on [evoting@cdslindia.com](mailto:evoting@cdslindia.com) / 1800-22-5533

4. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at XXXXXXXXXXXX latest by September 23, 2023 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.



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5. Please note that Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network.

It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches. Infrastructure, connectivity and speed available at the Speaker's location are essential to ensure smooth interaction.

**By Order of the Board**

**Rekha Patni**

***Company Secretary & Compliance Officer***

***ICSI Membership No. ACS 20442***

**Place: Delhi**

**Date: August 14, 2023**

**Details of the Directors seeking re-appointment/Appointment at the 32<sup>nd</sup> AGM**

*(Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 and Secretarial Standard (SS – 2) on General Meetings issued by the Institute of Company Secretaries of India)*

**Brief Particulars of Directors being appointed/ reappointed are as under:**

<b>Name</b>	<b>Hanumanlal Bengani</b>
<b>Date of Birth</b>	21/08/1950
<b>Date of Appointment</b>	14/09/2020
<b>Directorships held in other Companies</b>	<ul style="list-style-type: none"><li>- Zebra Mining Private Limited</li><li>- Pagaria Properties Private Limited</li><li>- Zebra Consultancy Private Limited</li><li>- Bird Aviation Limited</li><li>- Super Entertainment Limited</li></ul>
<b>Membership/ Chairmanship of Committees across Public Companies</b>	NIL
<b>Brief Profile covering experience, achievements, etc.</b>	19 Years of Experience in the Field of Coal
<b>Shares Held in the Company</b>	NIL

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<b>S.NO.</b>	<b>DETAILS OF EVENT</b>	<b>INFORMATION OF SUCH EVENTS</b>
1	<b>Name of the Key Managerial Personnel</b>	Mr. Sanjay Kumar Bhansali
2	<b>Reason of change</b>	Appointment as Chief Financial Officer and Key Managerial Personnel
3	<b>Date of appointment &amp; term of Appointment</b>	<b><u>Date of Appointment:</u></b> August 14, 2023 <b><u>Term of Appointment:</u></b> Appointment shall commence from August 14, 2023 and continue until his resignation or his attaining the age of retirement, whichever is earlier.
4	<b>Brief Profile</b>	Mr. Sanjay Kumar Bhansali has been associated with the company for more than 10 years. He holds a Bachelor degree (B.COM) in Finance/Accounts and other related field.
5	<b>Relationship with other directors of the company</b>	N.A.

## **DIRECTORS' REPORT**

### **BOARD'S REPORT TO THE MEMBERS**

Your Directors are pleased to present the 32nd Annual Report covering the operational and financial performance of your Company along with the Audited Financial Statements for the financial year ended March 31, 2023.

### **FINANCIAL RESULTS**

The Financial Results for the year under review are given below:

(Rs. In Lacs)

Particulars	Year ended 31.03.2023	Year ended 31.03.2021
<b>Total Income</b>	<b>14.91</b>	20.29
<b>Profit before tax</b>	<b>5.04</b>	(3.59)
Less : Provision for Taxation		
Current Tax	<b>(1.29)</b>	-
Deferred Tax	-	(0.22)
<b>Profit after tax</b>	<b>3.41</b>	(3.38)

### **PERFORMANCE**

The Total Income for the financial year under review is **Rs. 14.91 Lacs** against **Rs. 20.29 Lacs** in previous year. During the year, the Company has earned Profit after Tax of **Rs.3.41 Lacs** in comparison to the previous year Loss after Tax of **Rs. 3.38 Lacs**. The directors are hopeful for better performance in the ensuing years.

### **STATE OF THE COMPANY'S AFFAIRS**

The Company is engaged in the business of Trading of Coal. There has been no Change in the nature of the business of the Company during the financial year ended on 31st March, 2023.

### **DIVIDEND**

In order to strengthen the financial position of the company the Board of Directors have decided not to recommend any dividend for the Financial Year ended 31<sup>st</sup>March, 2023 and plough back the profits of the company in its business.

### **TRANSFER TO RESERVE**

The company does not propose to transfer any amount to reserve.

### **WEBSITE OF THE COMPANY**

The Company maintains a website [www.pagariaenergy.com](http://www.pagariaenergy.com)

### **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In accordance with the articles of the Company and the provisions of the Companies Act, 2013, Mr. Hanumanmal Bengani, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment on the Board of your Company. Your Directors recommend his re-appointment.

At the Board Meeting held on 14th February, 2023, Mr. Ranjit Singh Pagaria had resigned from the post of Chief Financial Officer (CFO) of the Company.

The Board expresses its gratitude towards the services provided by all the Directors all through the Financial Year.

### **MEETINGS OF THE BOARD OF DIRECTORS**

The Board of Directors duly met 4 times during financial year 2022-23. The date on which meetings were held are as follows: 30<sup>th</sup> May, 2022; 13<sup>th</sup> August 2022 ; 14<sup>th</sup> November, 2022 and 14<sup>th</sup> February, 2023.

### **AUDIT COMMITTEE**

The Composition and terms of reference of the Audit Committee has been furnished in the Corporate Governance Report forming part of this Annual Report. There has been no instance where the Board has not accepted the recommendations of the Audit Committee.

### **INDEPENDENT DIRECTOR'S DECLARATION**

The Company has received necessary declaration from all Independent Directors in accordance with section 149(7) of the Companies Act, 2013 that they meet the criteria of independence as laid down in section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

### **ANNUAL EVALUATION OF BOARD'S PERFORMANCE**

According to Regulation 25 of SEBI (Listing Obligation and Disclosures Requirement) Regulations, 2015 and Schedule IV of the companies Act, 2013 a meeting of the Independent Directors is required to be held to review the performance of the Non- Independent Directors and the Board as a whole. Accordingly a separate meeting of Independent Directors was held on 29<sup>th</sup> December, 2021 wherein the performance of the Non-Executive Directors and the Boards as a whole was evaluated.

### **LISTING OF SHARES**

Your Company is listed with Delhi Stock Exchange and Bombay Stock Exchange. The Company is regular to pay the listing fees.

### **SUBSIDIARY/ASSOCIATES/JOINT VENTURE COMPANIES**

The Company does not have any subsidiary/associate/joint venture company for the year ended 31<sup>st</sup> March, 2023.

**STATUTORY AUDITORS**

The Statutory Auditors of the Company **M/s H.R. AGARWAL & ASSOCIATES**, Chartered Accountants (Firm Registration No. 323029E) will be holding office till the conclusion of the 32<sup>nd</sup> Annual General Meeting of the company.

The Board has appointed M/s Manish Mahavir & Co. (the firm) as Statutory Auditors of the Company for a single term of five consecutive years, from the conclusion of the 32<sup>nd</sup> Annual General Meeting till the conclusion of the 37<sup>th</sup> Annual General Meeting after approval of the Shareholders, as per the provisions of Section 139 of the Companies Act.

The observations of the Auditors as referred to in the Auditor's Report are suitably explained in the notes to the account.

**SECRETARIAL AUDITOR**

The Board of Directors of the Company had appointed **M/s. M R & Associates**, a firm of Company Secretaries pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for undertaking the secretarial audit of the company for the financial year ended 2022-23. The Secretarial Audit Report in **Form MR-3** given by the Secretarial Auditor is given in **Annexure II** which forms a part of this report.

**COMPLIANCE WITH THE ACCOUNTING STANDARDS**

The Company prepares its accounts and other financial statements in accordance with the relevant accounting principles and also complies with the accounting standards issued by the Institute of Chartered Accountants of India.

**CORPORATE GOVERNANCE**

In accordance with the SEBI (LODR) Regulation, 2015, the Corporate Governance Report and Auditor's Certificate regarding compliance of conditions of Corporate Governance is annexed hereto.

**DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE**

Your Company is committed to provide and promote safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees. No cases have been filed under the Act as the Company is keeping the working environment healthy.

**DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134 of the Companies Act, 2013, the Board of Directors of the Company hereby state and confirm that

I. In the preparation of the annual accounts for the year ended March 31, 2022, the applicable accounting standards have been followed along with proper explanation relating to material departures.

II. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the

state of affairs of the Company at the end of the financial year 31st March, 2023 and of the Profit of the Company for the year ended on that date.

III. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of those Acts for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

IV. The annual accounts have prepared on a going concern basis.

V. The Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively ;and

VI. The Directors have devised proper systems to ensure compliance with the provisions of all applicable Laws and that such systems are adequate and operating effectively.

#### **PUBLIC DEPOSITS**

During the year, your Company has not accepted any deposits from the public within the meaning of Section 73 of the Companies Act, 2013 and the rule made there under.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The Company has not given any loans, guarantees or made any investments exceeding sixty per cent of its paid up share capital, and free reserves including Securities Premium Account or one hundred per cent of its free reserves including securities premium Account, which is more, as prescribed in Section 186 of the Companies Act, 2013

#### **MATERIAL CHANGES AND COMMITMENTS**

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

#### **RELATED PARTY TRANSACTIONS**

During the financial year ended 31st March, 2023, the Company has not entered in to any transactions with the related party in accordance with section 188 of the Companies Act, 2013. Therefore, the requirement of disclosure is not required to be made to the related party transaction in **Form AOC-2**.

#### **PARTICULARS OF EMPLOYEES**

None of the employees of the Company was in receipt of remuneration exceeding the limits prescribed under section 134 of the Companies Act, 2013.

#### **ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS**

The Company has in place adequate internal financial controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weakness in the design or operation was observed.

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

As required under Section 134(3) (m) of the Companies Act, 2013, read with rules made there under, the information relating Conservation of Energy Technology Absorption and Foreign Exchange Earning & Outgo is given in **Annexure III**. This forms a part of this Report.

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

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

**MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013.**

The Company is not required to maintain any cost records as specified by the Central Government under sub-section (1) of section 148 of Companies Act, 2013.

**ACKNOWLEDGEMENT**

Your Directors would like to place on record their appreciation for the assistance, co-operation and whole-hearted support received from Company's bankers, advisors, customers and investors and all, whose continued support has been a source of strength to the Company. Your Directors place on record their appreciation for the valuable contribution made by employees at all levels.

**On behalf of the Board**

**Place: Delhi**  
**Date : August 14, 2023**

**Mamta Bhansali**  
Director  
DIN: 07266693

**Hanumanmal Bengani**  
Managing Director  
DIN: 08425643



## Annexure to the Directors' Report

### Annexure I to Directors' Report

*MR & Associates*  
**Company Secretaries**  
46, B. B. Ganguly Street,  
Kolkata-700012  
Tel No: 2237 9517  
Email: [goenkamohan@gmail.com](mailto:goenkamohan@gmail.com)

Form No. MR - 3

#### **SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,  
The Members,  
M/s. PAGARIA ENERGY LIMITED  
(Formerly known as Women Networks Limited)  
9/18, Bazar Gali, Vishwas Nagar,  
Shahdara  
Delhi - 110032

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PAGARIA ENERGY LIMITED** (formerly known as Women Networks Limited) (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.
2. Based on our verification of the Company 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, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:
3. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 according to the provisions of:

- i) The Companies Act, 2013 (the Act), amendments thereof 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 following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) 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;
  - d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations /guidelines/circulars as issued by SEBI from time to time.

We further report that, there were no actions/ events in pursuance of;

- (a) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021 as applicable;
- (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as applicable.

**We further report** that, as reported by the Management, no specific other laws had been identified / complied by the Company.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards as mandated and issued by the Institute of Company Secretaries of India.

- (ii) The Listing Agreements entered into by the Company with BSE Limited and Delhi Stock Exchange of India Ltd (refereed to dissemination board).

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- a. The Company is yet to file few forms under Companies Act, 2013.
- b. The Company had partially complied with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI (Prohibition of Insider Trading) Regulations, 2015 and other applicable SEBI Regulations read with various amendments, circulars, notifications issued by SEBI from time to time.

**We Further Report that**

The Board of Directors of the Company is constituted with Executive Directors, Non-Executive Directors and Independent Directors including women director. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent adequately in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting, as reported by the Management.

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

We 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 reported by the Management.

This Report is to be read with our letter of even date which is annexed “**Annexure A**” and forms an Integral Part of this Report.

**For MR & Associates**  
**Company Secretaries**  
**A Peer Reviewed Firm**  
**Peer Review Certificate No.: 720/2020**

**[CS SNEHA KHAITANJALAN]**  
**Partner**

**Place: Kolkata**

**Date: 29.05.2023**

**FCS No. : 11977**  
**C P No.:14929**  
**UDIN No. A008543E000381784**

**MR & Associates**  
**Company Secretaries**  
**46, B. B. Ganguly Street,**  
**Kolkata-700012**  
**Tel No: 2237 9517**  
**Email : [goenkamohan@gmail.com](mailto:goenkamohan@gmail.com)**

**“ANNEXURE – A”**  
**(TO THE SECRETARIAL AUDIT REPORT OF PAGARIA ENERGY LIMITED**  
**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023)**

To,  
The Members  
**PAGARIA ENERGY LIMITED**  
**(formerly known as Women Networks Limited)**  
**9/18, Bazar Gali, Vishwas Nagar,**  
**Shahdara,**  
**Delhi - 110032**

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

1. Maintenance of secretarial records 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 and standards is the responsibilities of the management. Our examination was limited to the verification of procedures on test basis.
6. As regard the books, papers, forms, reports and returns filed by the Company under the provisions referred to in our Secretarial Audit Report in Form MR-3 the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.
7. 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.

**For MR & Associates**  
**Company Secretaries**  
**A Peer Reviewed Firm**  
**Peer Review Certificate No.: 720/2020**  
**[CS SNEHA KHAITANJALAN]**  
**Partner**  
**FCS No. : 11977**  
**C P No.:14929**  
**UDIN No. A008543E000381784**

**Place: Kolkata**  
**Date: 29.05.2023**

**Annexure II to Directors' Report**

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

The particulars as required to be disclosed pursuant to Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

**a) Conservation of Energy:** The Company is making all efforts to conserve energy by monitoring energy costs and periodically reviews of consumption of energy. It also takes appropriate steps to reduce the consumption through efficiency in usage and timely maintenance/ installation/ up gradation of energy saving devices.

**b) Technology Absorption, Adoption and Innovation:** The Company has focused research and developmental activities and has been active in harnessing and tapping the latest and the best technology in the industry.

**c) Foreign Exchange Earnings and Outgo:** The Company does not have any foreign exchange earnings and outgo.

**d) No Expenditure has been made for research and development during the year under review.**

**On behalf of the Board**

**Mamta Bhansali**

Director  
DIN: 07266693

**Hanumanmal Bengani**

Director  
DIN: 08425643

**Place: Delhi**

**Date : August 14, 2023**

**MANAGEMENT DISCUSSION AND ANALYSIS:**

**FORWARD LOOKING STATEMENTS:**

This section contains forward-looking statements, which may be identified by their use of words, like 'plans', 'expects', 'wills', 'anticipates', 'believes', 'intends', 'projects', 'estimates', or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results are forward-looking statements. Forward-Looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward looking statements. 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.

A. **INDUSTRY STRUCTURE AND DEVELOPMENT**

The Industry is on a growth path in terms of capacities and global consumption with global demand and supply growing in tandem.

B. **OPPORTUNITIES AND THREATS**

The opportunities will exist with the increase in higher value added mining activities on a steady growth path in the country and the expectation of strengthening of the Indian economy.

As far as the power sector is concerned, the deficit between the demand and supply is so large that the Government of India requires the private sector participation and offers excellent infrastructure for completion of the same. Your Company shall benefit from the same and trying to enter in this sector.

C. **OUTLOOK**

Your Company is well respected in mining sector. An expansion is on an anvil in the Power sector on the most competitive terms.

D. **RISK AND CONCERNS**

Ever changing scenario in international and domestic markets could be the only risk which may be faced by the mining Industry. Slow recovery in the world exports and imports continues to be a matter of concern.

The changing government policies are cause of concern for the Mining and Power generation business; however your Company shall take adequate precautionary steps to safeguard its interest.

**E. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has a proper, strong independent and adequate system of internal controls of ensure that all the assets are safeguarded/ protected against loss from unauthorized use and that transactions are authorized recorded and reported correctly. The efficiency and effectiveness of the Company's internal control system is guaranteed by the fact that the Company has in place a system that provides of checks and balance and improvements in controls are regularly made. The internal control systems are also designed to ensure that the financial and other records are reliable, and available instantly for preparing financial statements

**F. DISCUSSIONS ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The financial performance with respect to the operational performance during the year under review has slowed. The Company is on expansion path & the Company has taken a proactive financing strategy to pursue this growth. The directors are hopeful for better performance in the ensuing years.

**G. MATERIAL DEVELOPMENT IN HUMAN RESOURCES /INDUSTRIALRELATIONS FRONT, INCLUDING NUMBER OF PEOPLEEMPLOYED**

The appointments of qualified and skilled manpower including internal and external training programs are the constant features of your Company.

**H. MATERIAL FINANCIAL AND COMMERCIALTRANSACTIONS**

During the financial year under review, there are no materially significant financial and commercial transactions with the related parties conflicting with the interest of the Company. The Promoters and the Directors are not dealing in the shares of the Company.

**On behalf of the Board**

**Place: Delhi**  
**Date : August 14, 2023**

**Mamta Bhansali**  
Director  
DIN: 07266693

**Hanuman Bengani**  
Director  
DIN: 08425643

## **CORPORATE GOVERNANCE REPORT FOR THE FINANCIAL YEAR 2022-23**

### **1. Company's Philosophy on Code of Governance**

The Company's philosophy of Corporate Governance is aimed at assisting the top management of the Company in the efficient conduct of its business and in meeting its obligations to stakeholders and adequate & transparent reporting of the financial information. A system to effectively manage risks has been implemented. The Company has been disclosing information on different issues concerning the Company's performance from time to time. The employees at all levels are bound by the Code of conduct that sets forth the Company's policies on all important issues.

### **2. Board of Directors**

#### **a. Board Composition**

The Board of Directors of the Company has appropriate composition of Executive and Non-Executive Directors with at least one woman Director. The Company has Non-Executive Chairman. The number of Non- Executive Directors is more than 50% of the total number of Directors. The Company meets the requirements relating to the composition of Board of Directors in conformity with Section 149 of the Companies act, 2013 and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

As on March 31, 2023, the Board comprised of Four Directors. Out of these, 1 (One) is Executive Director and remaining 3 (Three) Directors are Non- Executive Directors with 2 (Two) Directors being Independent Directors including Women Director.

#### **b. Board Procedure**

In advance of each meeting, the Board is provided with relevant information on various matters related to working of the Company. The agenda is prepared in consultation with the Chairman of the Board. The agenda for the meetings of the board together with the appropriate supporting documents are circulated well in advance of the meeting. Among other matters Board discussions generally relate to Company's business, financial results, review of the reports of the Audit Committee and compliance with their recommendation(s), suggestion(s), non-compliance of any regulation, statutory or Listing requirements etc.

#### **c. Board Meetings**

The Board of Directors met 4(Four) times during the financial year 2022-2023 on 30<sup>th</sup> May, 2022; 13<sup>th</sup>August, 2022; 14<sup>th</sup> November, 2022 and 14<sup>th</sup> February, 2023.

As stipulated, the gap between two board meetings did not exceed one hundred twenty days. The necessary quorum was present for all the meetings.



**d. Category of Directors**

The Board's composition, attendance and their directorship / committee membership, chairmanship in other Companies as on 31<sup>st</sup> March, 2023 is given below:

Name of Director	Category	Attendance at Board Meetings during the year 2022-23	Nos. of Directorships in other public companies <sup>(A)</sup>	Nos. of committee positions held in other public companies <sup>(B)</sup>	
				Member	Chairman
Mamta Bhansali	Non-Executive, Independent Director	4 out of 4	Nil	Nil	Nil
Hanumanmal Bengani	Executive Director, Managing Director	4 out of 4	1	Nil	Nil
Kartik Sarkar	Non-Executive, Non - Independent Director	4 out of 4	Nil	Nil	Nil
Dibbyendu Jana	Non-Executive, Independent Director	4 out of 4	Nil	Nil	Nil

**3. Code of Conduct**

The Company has in place a comprehensive Code of Conduct (the Code) applicable to all the employees and Non-executive Directors including Independent Directors. The Code is applicable to Non-executive Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz. - Customer Value, Ownership Mind-set, Respect, Integrity, One Team and Excellence.

A copy of the Code has been put on the Company's website. The Code has been circulated to Directors and Management Personnel, and its compliance is affirmed by them annually

**4. Board Committees**

The Board of Directors has constituted the following committees with adequate delegation of powers to discharge day-to-day affairs of the Company as well as to meet the exigencies of the business of the Company.

**a. Audit Committee**

**Composition and attendance:**

The Audit Committee had requisite number of Independent Directors. The Company Secretary acted as Secretary of the Audit Committee. The necessary quorum was present at all the meetings. During the year financial year 2022-2023, four (4) Audit Committee meetings were held on 30<sup>th</sup> May, 2022; 13<sup>th</sup> August, 2022; 14<sup>th</sup> November, 2022 and 14<sup>th</sup> February, 2023. As stipulated, the gap between two committee meetings did not exceed four months.

The composition of the Audit Committee and the Attendance of Directors at its meeting is given hereunder:

<b>Name of the Committee member</b>	<b>Designation</b>	<b>No. of Meetings Attended</b>
Mrs. Mamta Bhansali	Member & chairman	4 out of 4
Mr. Dibbyendu Jana	Member	4 out of 4
Mr. KartikSarkar	Member	4 out of 4

The Committee's composition meets with requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015. Members of the Audit Committee possess financial / accounting expertise / exposure.

**Powers of the Audit Committee**

- To investigate any activity within its terms of reference
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsider with relevant expertise, if it considers necessary

**Brief description of terms of reference**

The Audit committee comprises of three Directors all of whom are financially literate. The Committee has two Independent Non-Executive Director and one Non – Independent Non – Executive Director. The committee keeps the Directors updated. The committee met 4 times during theyear.

The Company complies with the provision of Section 177 of the Companies Act, 2013, as well as requirements under the listing agreement pertaining to the Audit Committee. Its functioning is as under:

1. Review of the Company's financial reporting process and disclosure of its Financial Information to ensure that the financial statements are correct, sufficient and credible;
2. Recommend the appointment/re-appointment/replacement or removal of the Statutory Auditors and the fixation of audit fees and payment for any other services to external auditors;
3. Reviewing with the management, the quarterly/half yearly and annual financial statements before submission to the Board focusing primarily on:
  - Any change in the accounting policies and practices;
  - 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 subsection 3 of section 134 of the Companies Act, 2013;
  - Major accounting entries involving estimates based on the exercise of judgment by management;
  - Significant adjustments made in the financial statements arising out of audit findings;
  - Compliance with accounting standards;
  - Compliance with listing and other legal requirements relating to financial statements;
  - Disclosure of any related party transactions;
  - Qualifications in the draft audit report;
4. Reviewing the Company's financial and risk management policies;
5. Review 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 about the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter,
6. Review with the management, performance of statutory and internal auditors and adequacy of the internal control systems;
7. Review of the adequacy of internal audit function 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;
8. Discussion with internal auditors on any significant findings and follow up thereon;
9. 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;
10. Discussion with statutory auditors about the scope of audit including observation of auditors (post-audit) to ascertain any area of concern;

11. 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;
12. Approval of appointment of Chief Financial Officer(CFO),
13. Establish a vigil mechanism and reviewing the functioning of the Whistle Blower mechanism, in case the same is existing;
14. Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

**b. Nomination and Remuneration Committee**

The Nomination and Remuneration Committee has been constituted by the Board in accordance with the Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

During the financial year 2022-2023, the meetings of Nomination and Remuneration Committee was held on 13<sup>th</sup> April, 2022.

**Composition and attendance**

<b>Name of the Committee member</b>	<b>Designation</b>	<b>No. of Meetings Attended</b>
Mrs. Mamta Bhansali	Member & Chairperson	1 Out of 1
Mr. Dibbyendu Jana	Member	1 Out of 1
Mr. Kartik Sarkar	Member	1 Out of 1

**Brief description of terms of reference**

- I. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees,
- II. Formulation of criteria for evaluation of Independent Directors and the Board,
- III. Devising a policy on Board diversity,
- IV. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommended to the Board their appointment and removal.

**Remuneration policy**

The remuneration of the Whole-time Director(s) is recommended by the Remuneration Committee based on factors such as industry benchmarks, the Company's performance vis-à-vis the industry, performance / track record of the Whole-time Director(s), etc., which is decided by the Board of Directors. The Remuneration Committee also recommends the annual increments (which are effective April 1 annually) within the salary scale approved by the Members within the ceilings on net profits prescribed under Sections 197 of the Companies Act, 2013. The sitting fees for attending of each meeting of the Board of Directors of the non-executive/ independent directors of the Company

are decided by the Board of Directors.

### **C. Stakeholders Relationship Committee**

The Stakeholders Relationship Committee is primarily responsible to review all matters connected with the Company's transfer of securities, issue of duplicate share certificates and redressal of shareholders'/investors'/security holders' complaints. The Committee also monitors the implementation and compliance with the Company's Code of Conduct for prohibition of Insider Trading.

The Stakeholders Relationship Committee's composition and the terms of reference meet with the requirements of Regulation 20 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015 and provisions of Section 178 of the Companies Act, 2013

During the financial year 2021-2022, the meetings of Stakeholders Relationship Committee was held on 13<sup>th</sup> April, 2022

#### **Composition and Attendance**

<b>Name of the Committee member</b>	<b>Designation</b>	<b>No. of Meetings Attended</b>
Mrs. Mamta Bhansali	Chairperson & Member	1 Out of 1
Mr. Dibbyendu Jana	Member	1 Out of 1
Mr. Kartik Sarkar	Member	1 Out of 1

#### **Brief description of terms of reference**

- a) Oversee and review all matters connected with the transfer of the Company's securities
- b) Approve issue of the Company's duplicate share / debenture certificates
- c) Consider, resolve and monitor redressal of investors' / shareholders' / security holders' grievances related to transfer of securities, non-receipt of Annual Report, non-receipt of declared dividend, etc.
- d) Oversee the performance of the Company's Registrars and Transfer Agents  
Recommend methods to upgrade the standard of services to investors
- e) Monitor implementation and compliance with the Company's Code of Conduct for Prohibition of Insider Trading
- f) Carry out any other function as is referred by the Board from time to time and / or enforced by any statutory notification / amendment or modification as may be applicable
- g) Perform such other functions as may be necessary or appropriate for the performance of its duties

**Status of Investors' Complaints for the financial year 2022-23:**

At the beginning of the year	Received during the year	Resolved during the year	Pending at the end of the year
Nil	Nil	Nil	Nil

**Name, designation and address of Compliance Officer:**

REKHA PATNI

Company secretary and Compliance officer

9/18, Bazar Gali, Vishwas Nagar, Shahdara,

Delhi – 110 032

**5. Independent Directors Meeting**

During the year under review, the Independent Directors met on 29<sup>th</sup> December, 2021 inter alia:

- i) Review of the performance of the non-independent directors and the Board as a whole,
- ii) Review the performance of the chairperson of the company, taking into account the views of executive directors and non-executive directors,
- iii) To assess the quality, quantity and timeliness of flow of information between the company management and the Board to effectively and reasonably perform their duties.

All the Independent directors were present in the Meeting.

**6. General Body Meetings**

**Location and time, where last three AGMs held, whether any special resolution passed in the previous 3 AGMs**

AGM	For the Financial Year	Location of Meeting	Date	Time	No. of special resolution
31 <sup>st</sup>	2021-2022	Through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")	29/09/2022	11:30 A.M.	2
30 <sup>th</sup>	2020-2021	Through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")	30/09/2021	11:30 A.M.	2
29 <sup>th</sup>	2019-2020	Through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")	30/09/2020	11:30 A.M.	NIL

**Whether any special resolution passed last year through postal ballot –details of voting pattern?**

During the financial year 2022-23 no special resolution was approved by the Shareholders through Postal Ballot.

## **7. Disclosures**

### **Related Party Transaction**

During the year under review, besides the transactions reported in Notes to Accounts to the Balance Sheet as at 31<sup>st</sup> March, 2023, there were no other related party transactions with promoters, directors and management that had a potential conflict of interest of the Company at large. The Company has formulated a Policy on Related Party Transactions which is also available on Company's website at <http://www.pagariaenergy.com>

### **Accounting Treatment**

The Company has followed all relevant Accounting Standards while preparing the financial statements.

### **Whistle Blower policy**

The Board has approved a whistle-blower policy which has been communicated to the employees. The policy provides a mechanism for employees to report their concerns about unethical behavior, actual or suspected fraud or violation of Company's code of conduct and provides safeguards against victimization of employees who avail the mechanism. The policy permits reporting any concern relating to (i) financial / accounting matters and (ii) employees at the levels of Vice – Presidents and above as also the Ethics counselor of the Company. The policy with the name and address of Chairman of the Audit Committee has been circulated to the employees. No employee has been denied access to the Chairman of the Audit Committee.

### **Familiarization Programme for Independent Director**

To provide insights into the Company to enable the Independent Director to understand the Company's business in depth Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company. The programs/presentations also familiarizes the Independent Directors with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. through various programs.

The familiarization program is available on the Company's official website <http://www.pagariaenergy.com>

### **Share Capital Reconciliation Audit**

CA. Hari Ram Agarwal, partner of M/s H. R. Agarwal & Associates, a Practicing Chartered Accountant, carried out the Share Capital Reconciliation Audit in accordance with SEBI circular D & CC /FITTC/ CIR – 16/2002 Dated 31.12.2002 during the year on quarterly basis to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Limited (CSDL) and the total issued and listed capital. Any difference in aggregate is reported in quarterly reports. Moreover, number of requests confirmed after 21 days and / or number of requests pending beyond 21 days during /at the end of each quarter by / with RTA is reflected in the report along with reasons for delay, if any.

### **Proceeds from Public Issues, Right Issues and Preferential Issues etc.**

During the financial year 2022-2023, the Company did not issue or allot any securities to its shareholders

### **Disclosure of Risk Management**

The Company has the risk assessment and mitigation procedures in place and the same have been laid before the Board members from time to time

#### **Compliances by the Company:**

During the year no penalties or strictures have being imposed on the company by the Stock Exchanges, SEBI or any other statutory authority on any matter related to Capital Markets.

#### **Details of Compliance with Mandatory Requirements and Adoption of the Non-Mandatory Requirements of this Clause.**

The Company has complied with all the mandatory requirements of this clause. As regards the non-mandatory requirements the extent has been stated in this report against each such item

## **8. Means of Communication**

### **Quarterly Results:**

The quarterly results are published in the newspapers and displayed on the Company's website. No half yearly report is sent to the shareholders directly.

### **News releases, presentations, among others:**

Official news releases and official media releases are sent to Stock Exchanges.

### **Presentations to institutional investors / analysts:**

Detailed presentations are made to institutional investors and financial analysts on the Company's unaudited quarterly as well as audited annual financial results. These presentations are also uploaded on the Company's website.

### **Website**

The Company's website contains a separate dedicated section 'Investor Relations' where shareholders' information is available. The Company's Annual Report is also available in a user-friendly and downloadable form.



**9. General Shareholder Information**

A	<b>Annual General Meeting:</b> Date, Time and Venue:	29 <sup>th</sup> September, 2023 at 01.00 P.M. The meeting is to be conducted through VC / OAVM pursuant to the MCA Circular dated May 5, 2020 and as such there is no requirement to have a venue for the AGM.
B	Financial Calendar	1 <sup>st</sup> April, 2022 to 31 <sup>st</sup> March, 2023.
	Results for: First quarter	On or before 14 <sup>th</sup> August, 2022
	Second quarter	On or before 14 <sup>th</sup> November 2022
	Third quarter	On or before 14 <sup>th</sup> February 2023
	Fourth quarter	Annual Audited Results –On or before 30 <sup>th</sup> May, 2023.
C	Date of Book Closure	23 <sup>rd</sup> September 2023 to 29 <sup>th</sup> September 2023(both day inclusive)
D	Listing on Stock Exchanges	Bombay Stock Exchange Delhi Stock Exchange
E	Registered Office	9/18, Bazar Gali, Vishwas Nagar, Shahdara, Delhi – 110 032
F	Registrar and Transfer Agent	M/s. Link In time India (P) Limited 44, CommunityCentre,2 <sup>nd</sup> Floor, Naraina Industrial Area ,Phase – I, PVR Naraina Tel: (011) 41410592 Fax: (011) 41410591 Email: delhi@linkintime@co.in
G	Stock Code	BSE Script Code 531396 DSC Script
H	ISIN forCDSL	INE905B01010
I	Corporate Identification Number (CIN)	L67120DL1991PLC043677

### **Share Transfer System**

The shares of the Company being in compulsory demat list are transferable through the depository system. Shares in physical & dematerialized form are processed through Registrar & Transfer Agent of the Company, i.e., M/s. Link In time India (P) Limited, Delhi.

The Company's shares are traded in the Stock Exchanges in demat mode. These transfers are affected through NSDL and CDSL. Transfer of shares in physical form is processed and approved in the board Meetings from time to time and the certificates are returned to the shareholders within 15 days from the date of receipt, subject to documents being valid and complete in all respects.

Shares lodged for transfer at the Registrar's address are normally processed and approved by Share Transfer cum Shareholders Grievance Committee and returned to the shareholders within the stipulated period after shares are duly transferred in their name. All requests for dematerialization of shares are processed and the confirmation is given to the depositories within 15 days. Grievance received from members and other miscellaneous correspondence on change of address etc. are processed by the Registrar within 30 days. In case of bad deliveries the relevant documents are returned promptly.

The SEBI vide its circular Nos MRD/DOP//Cir- 05/2009 dated 20<sup>th</sup> May, 2009 and SEBI /MRD / DOP/SE RTA/cir -03/2010 dated 7th January, 2010 has made it mandatory to furnish a copy of income Tax PAN Card to the Company / the Registrar and share Transfer Agent for Transfer / Transmission / deletion / transposition of securities held in physical Form .

SEBI vide its circular No CIR/CFD/DIL/10/2010 dated 16<sup>th</sup> December 2010 has amended clause 5A of the listing agreement by laying down a uniform procedure for dealing with unclaimed share in physical mode and getting the same dematerialized after completing the said procedure. The Company's Registrar & Share Transfer Agent is in the process of complying with said amendment

**Green initiative in the corporate governance Registration of Emails:**

The ministry of corporate affairs vide its circular dated 21st April 2011 has taken a Green initiative in the Corporate Governance by allowing paperless compliance by the Company and stating that service of documents can be made by a Company through electronic mode. In order to implement the same the members are requested to register email address by a written communication with the depository participant/ the registrar and share transfer agent of the Company i.e. M/s. Link In time India (P) Limited, Delhi, as the case may be, for communication through electronics mode to receive documents such as, notice calling annual general meeting, annual report comprising of the balance sheet, statement of profit and loss account cash flow statement, directors' report, auditors reports or to receive any other documents prescribed under law.

However, if member does not wish to register his email address, the Company will continue to send documents in physical form by other modes of services as provided in section 20 of the Companies Act, 2013.

**Distribution of Shareholding as on March 31, 2022**

Category	Total no. of shares	Total no. of shares held in demat	Percentage
<b>Shareholding of Promoter and Promoter Group</b>			
1 Indian	8,84,320	884,320	22.22
2 Foreign	-	-	-
<b>Total (A)</b>	<b>8,84,320</b>	<b>884,320</b>	<b>22.22</b>
<b>A. Public Shareholding</b>			
1 Institutions	-	-	-
2 Non-Institutions	34,65,350	30,95,129	77.78
<b>Total (B)</b>	<b>34,65,350</b>	<b>30,95,129</b>	<b>77.78</b>
<b>B. Shares held by Custodians and against which Depository Receipts have been issued</b>			
<b>Total (C)</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>TOTAL (A+B+C)</b>	<b>43,49,670</b>	<b>39,79,449</b>	<b>100.00</b>

**Dematerialization of shares and liquidity**

The equity shares of your Company are compulsory traded in dematerialized form and the Company has agreements with both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). As on 31st March, 2023 over 39,79,449 shares, consisting of 91.49% of the total paid-up capital of the Company are dematerialized. The reconciliation of both physical and demat shares are up to date and tallies with the total paid up capital of the Company.

**Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity**

The company does not have any outstanding GDR / ADR / Warrants which may have any impact on equity.

**Plant Locations**

The company does not have any operational plant.

**Address for Correspondence**

9/18, Bazar Gali, Vishwas Nagar  
Shahdara, Delhi-110032  
Email: [info@pagariaenergy.com](mailto:info@pagariaenergy.com)

**Insider Trading Regulations**

In compliance with SEBI regulation on prevention of insider trading, the Company has instituted comprehensive code of conduct for its management and staff. The code lays down guidelines which advise them on procedures to be followed and disclosures to be made while dealing with shares of the Company and cautioning them of the consequences of violations.

**Compliance with the Non Mandatory Requirements**

**i) The Board**

The company has not adopted and allowed any reimbursement of expenses incurred by the Non-Executive chairman who is entitled to maintain a Chairman's office at the Company's expenses, in performance of his duties.

**ii) Shareholders Rights**

The Company's results are available on website [www.corpfiling.co.in](http://www.corpfiling.co.in). A half yearly declaration of financial performance including summary of the significant events is presently not being sent to each household of the shareholders. However the Company's half yearly results are published in English Newspaper (having a wide circulation) and in Bengali newspaper.

**iii) Audit qualifications**

During the period under review, there is no audit qualification on company's financial statements.

**iv) Separate posts of Chairman and CFO**

The Company has appointed separate persons to the post of chairman and Managing Director/ CFO.

**Certificate on Corporate Governance**

As required under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 / Listing Agreement, a certificate from Mr. Hari Ram Agarwal, Practicing Chartered Accountant on compliance with the corporate governance norms is attached.

**Auditor's Certificate on Corporate Governance**

**To the Members of Pagaria Energy Limited**

We have examined the compliance of conditions of Corporate Governance by **M/s. Pagaria Energy Limited**, for the year ended 31.03.2023, as stipulated in Regulations 17 to 27 and clause (b) to (i) of Regulation 46(2) read with schedule v SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination has been limited to procedure and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representation made by the directors and the management, we certify that the Company has complied with the conditions of the Corporate Governance as stipulated in the above mentioned Listing Regulations, except for certain instances of delay caused at some instances.

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

For **H R Agarwal & Associates**  
Chartered Accountants  
Firm Registration no. 323029E

**HARI RAM AGARWAL, FCA**  
Partner

Membership Number.057625

**Place: Kolkata**

**Date: August 14, 2023**

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**CEO & CFO CERTIFICATION**

The Board of Directors

**PAGARIA ENERGY LIMITED**

Pursuant to Regulation 17(8) of the SEBI Listing Regulations, 2015, this is to certify that:

1. We have reviewed financial statements and the Cash Flow Statement for the year ended 31<sup>st</sup> March 2023, and to the best of our knowledge and belief;
  - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements might be misleading;
  - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations
2. To the best of our knowledge and belief, there are no transactions entered into by the Company during the years, which are fraudulent, illegal or violate of the Company's code of conduct.
3. We accept responsibilities for establishing and maintaining internal control for financial reporting. We have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to be taken for rectifying these deficiencies.
  4. i) There has not been any significant change in internal control over financial reporting during the year under reference.
  - ii) There has not been any significant change in accounting policies during the year under reference.
  - iii) We are not aware of any instance of fraud during the year, with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

For **Pagaria Energy Limited**

**Place: Delhi**

**Date: August 14, 2022**

**Ranjit Singh Pagaria**  
Chief Financial officer

## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF PAGARIA ENERGY LIMITED**

#### **Report on the Audit of the Financial Statements**

##### **Opinion**

We have audited the accompanying Standalone Ind AS Financial Statements of **Pagaria Energy Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("In AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit 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 in accordance with the Standards on Auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the audit of the financial statements section of our report. We are Independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act'2013 and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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. We did not determine any Key audit matters to be communicated in our report.

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

The Company's Board of Directors 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 Annexure to Board's Report, Business Responsibility 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. We have nothing to report in this regard.

### **Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone 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 Standards on Auditing 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 Standards on Auditing, 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 standalone 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 standalone Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Ind AS 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.

## **Report on Other Legal and Regulatory Requirements**

- 1) As required by the Companies (Auditor's Report) Order, 2020 ("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, based on our audit 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 Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - (d) In our opinion, the aforesaid standalone financial statements comply with Ind AS accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, None of the Directors are disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial;
  - (g) In our opinion, managerial remuneration for the year ended March 31, 2022 has been paid / provided by the company to its directors in accordance with the provisions of sec. 197 read with schedule v to the Act.
  - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
    - i) The company does not have any pending litigations which will have any impact on its financial position in its financial statement.
    - ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
    - iii) No amount is required to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 2013 and rules made there under.
    - iv) a) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall,

whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) The management has represented, that, to the best of it’s knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.
- (v) No dividend has been declared or paid during the year by the company.
- (vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules,2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1,2023 and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules,2014 is not applicable for the financial year ended March 31,2023.

For H.R. **Agarwal & Associates**  
Chartered Accountants  
Firm Registration number: 323029E

**(Shyam Sundar Agarwal, FCA)**  
Partner  
Membership number: 060033  
UDIN: **23060033BGUDFI4406**

**Place: Kolkata**  
**Date: 29<sup>TH</sup> MAY, 2023**

**Annexure "A" to the Independent Auditors' Report**

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31st March 2022, we report that:

- I
- a. The company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment. The Company does not have any intangible assets.
  - b. According to the information and explanations given to us, the Property, plant and equipment have been physically verified by the management, which in our opinion is reasonable, considering the size and the nature of its business. The frequency of verification is reasonable and no material discrepancies have been noticed on such physical verification
  - c. The company does not have any immovable properties. Accordingly, paragraph 3 (i) (c) of the order is not applicable.
  - d. The Company has not revalued any of its Property, Plant and Equipment during the year.
  - e. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- II
- a. The Company does not have any Inventory, hence paragraph 3(ii)(a) of the Order is not applicable.
  - b. The Company has not been sanctioned any working capital facility by banks or financial institutions during the year on the basis of security of its current assets. Accordingly, paragraph 3(ii) (b) of the Order is not applicable.
- III.
- During the current year, the company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3(iii) of the Order is not applicable.
- IV.
- In our opinion and according to the information and explanations given to us, the Company does not have any transactions to which the provisions of Section 185 apply. The Company has complied with the provisions of Section 186 of the Act, with respect to the loans, investments, guarantees and security to the extent applicable to it.
- V.
- The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- VI.
- The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the products or services rendered by the Company.
- VII.
- a) According to the information and explanation given to us and on the basis of examination of the records the Company is generally regular in depositing undisputed applicable statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income tax and any other statutory dues to the appropriate authorities and there are no undisputed dues outstanding as on March 31, 2023 for a period of more than six months from the date they become payable.

b) In our opinion and according to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited on account of any dispute.

VIII. According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

IX. a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender, as applicable, during the year.

b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or other lender.

c) In our opinion, and according to the information and explanations given to us, the company has no term loans, hence reporting under the clause is not applicable.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company did not have any subsidiaries, joint ventures or associate companies during the year and hence clause ix (e) of paragraph 3 of CARO, 2020 regarding any funds taken, does not apply to the Company.

(f) The Company did not have any subsidiaries, joint ventures or associate companies during the year and hence clause ix (f) of paragraph 3 of CARO, 2020 regarding any loans raised on the pledge of securities, does not apply to the Company.

X. a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (IX) (a) of the order is not applicable.

b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Hence, the reporting under clause 3(x) (b) of the Order is not applicable to the Company.

XI. a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, , we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) In our opinion and according to the information and explanations given to us, no report under sub-section (12) of section 143 of the Act has been filed by the auditors in Form ADT -4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) According to the information and explanations given to us, there were no whistle blower complaints received during the year by the Company.

- XII. According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- XIII. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.
- XIV. a) According to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business during the Financial Year under Audit.
- b) The reports of the Internal Auditors for the period under audit was considered by the statutory auditor.
- XV. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- XVI. During the period under Audit, it was noticed that the Financial Assets of the Company consists of more than 50% of the Total Assets for the period ended 31.03.2023. Also, the Income from such Financial Assets is more than 50% of the Gross Income of the company for the year such ended. Hence, the Company was required to be registered under section 45-IA of the Reserve bank of India Act, 1934.
- However, the management stated that the main object of the Company is Trading of Coal Products and the abovementioned situation is temporary in nature due to adverse business conditions. Therefore, the above parameters shall be reversed as soon as the conditions improve. Hence, the Company has not obtained NBFC registration under section 45-IA of the Reserve bank of India Act, 1934.
- XVII. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year
- XVIII. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause 3 (xviii) is not applicable.
- XIX. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the

evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as at the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- XX. Based on the Provisions of Section 135(1), the Company is not liable to spend any amount in pursuance of the Corporate Social Responsibility as required under sub-section (5) of section 135 of the Act and hence matter specified in clause 3(xx) of the Order does not apply to the Company.
- XXI. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

For **H R Agarwal and Associates**

Chartered Accountants

Firm's registration number: 323029E

**(Shyam Sundar Agarwal, FCA)**

Partner

Membership number: 060033

UDIN: **23060033BGUDFI4406**

**Place: Kolkata**

**Date: 29<sup>TH</sup> MAY, 2023**

**ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT**

**Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub- section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **M/s. Pagaria Energy Limited** (“the Company”) as of March 31, 2023 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection 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 valuating 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.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **H.R. Agarwal & Associates**

Chartered Accountants

Firm Registration number: 323029E

**(Shyam Sundar Agarwal, FCA)**

Partner

Membership No. 060033

UDIN: **23060033BGUDFI4406**

**Place: Kolkata**

**Date: 29<sup>TH</sup> MAY, 2023**

**Pagaria Energy Limited**  
32<sup>nd</sup> Annual Report (2022-23)

**PAGARIA ENERGY LIMITED**

CIN-L67120DL1991PLC043677

**Balance Sheet as at 31st March, 2023**

(₹ in Lakhs)

	Notes	AS at 31st March, 2023	As at 31st March, 2022
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, Plant and Equipment	1	1.94	2.89
Financial Assets :			
Investments	2	1.00	1.00
Trade Receivables	3	4.02	4.02
Loans	4	349.41	365.15
Other non current assets	5	34.75	34.75
Deferred Tax Assets	6	1.56	1.55
<b>Current Assets</b>			
Inventories	7	-	-
Financial Assets :			
Trade Receivables	8	53.31	20.29
Cash and Cash Equivalents	9	1.85	3.01
Loans	10	202.35	230.11
Current Tax Assets (Net)	11	0.37	2.66
Other Current Assets	12	3.92	3.11
		<b>654.47</b>	<b>668.53</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	13	434.97	434.97
Other Equity	14	185.35	181.95
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
Financial Liabilities :			
Borrowings	15	16.35	16.35
<b>Current Liabilities</b>			
Financial Liabilities :			
Trade Payables			
(i) total outstanding dues of Micro Enterprises & Small Enterprises			
(i) total outstanding dues of creditors other than Micro Enterprises & Small Enterprises	16	17.70	35.23
Other Current Liabilities	17	0.10	0.04
		<b>654.47</b>	<b>668.53</b>
<b>Significant Accounting Policies &amp; Notes to the Financial Statements</b>		<b>1 to 27</b>	
As per our report of even date		<b>For and on behalf of the Board</b>	
<b>For H.R. AGARWAL &amp; ASSOCIATES</b>			
Chartered accountants			
Firm Registration Number : 323029E		<b>Hanumanmal Bengani</b>	<b>Dibbyendu Jana</b>
		Managing Director	Director
		DIN: 08425643	DIN: 08898353
<b>(Shyam Sundar Agarwal, FCA)</b>			
Partner			
Membership No. 060033		<b>Rekha Jain</b>	
		Company Secretary	
		Membership No: A20442	
<b>Place: Kolkata</b>			
<b>Date: 29th May, 2023</b>			

**PAGARIA ENERGY LIMITED**

CIN-L67120DL1991PLC043677

**Statement of Profit & Loss for the year ended on 31st March, 2023**

(₹ in Lakhs)

	Notes	2022-23	2021-22
<b>INCOME</b>			
Revenue from Operations	18	-	-
Other income	19	14.91	20.29
<b>TOTAL INCOME</b>		<b>14.91</b>	<b>20.29</b>
<b>EXPENDITURE</b>			
Purchases of Stock-in-trade	20	-	-
Change of Stock-in-trade	21	-	12.82
Employee Benefits Expenses	22	1.20	1.32
Depreciation and Amortization Expenses	23	0.94	1.97
Other Expenses	24	7.73	7.78
<b>TOTAL EXPENSES</b>		<b>9.87</b>	<b>23.88</b>
Profit Before Tax		<b>5.03</b>	<b>(3.59)</b>
<b>Tax Expenses:</b>			
(1)Current Tax		1.29	-
(2)Earlier Year Tax		0.34	-
(3)Deferred tax		(0.00)	(0.22)
<b>Profit for the Year</b>		<b>3.40</b>	<b>(3.38)</b>
<b>Other Comprehensive Income</b>			
- Items that will not be reclassified to Statement of Profit & Loss		-	-
- Items that will be reclassified to Statement of Profit & Loss		-	-
<b>Total Comprehensive Income for the Year</b>		<b>3.40</b>	<b>(3.38)</b>
<b>Earnings per Equity Share of Rs.10/- each):</b>			
(a) Basic	25	0.08	(0.08)
(b) Diluted		0.08	(0.08)

**Significant Accounting Policies & Notes to the Financial Statements**

1 to 27

As per our report of even date

**For and on behalf of the Board**

For **H.R.AGARWAL & ASSOCIATES**

Chartered Accountants

Firm Registration No. 323029E

**Hanumanmal Bengani**    **Dibbyendu Jana**

Managing Director

Director

DIN: 08425643

DIN: 08898353

**(Shyam Sundar Agarwal, FCA)**

Partner

Membership No. 060033

**Rekha Jain**

Company Secretary

Membership No: A20442

**Place: Kolkata**

**Date: 29th May, 2023**

**PAGARIA ENERGY LIMITED**

CIN-L67120DL1991PLC043677

**Statement of cash flow for the year ended 2022-23**

(₹ in Lakhs)

	2022-23	2021-22
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax as per Statement of Profit and Loss B	5.03	(3.59)
<b>Adjustments for :-</b>		
Interest/Misc Income	(14.91)	(20.29)
Depreciation/Amortization	0.94	1.97
<b>Operating Profit Before Working Capital Changes</b>	<b>(8.93)</b>	<b>(21.91)</b>
<b>Adjustments for :-</b>		
Inventories	-	12.82
Trade Receivables	(33.03)	16.66
Other Current Assets	(0.81)	(0.78)
Trade Payables	(17.53)	(19.38)
Loans & Advances	27.76	(8.53)
Other Current Liabilities	0.06	2.28
<b>Cash Generated From Operations</b>	<b>(32.47)</b>	<b>(18.84)</b>
Payment of Tax (Net of Refund)	0.66	(0.17)
<b>Net Cash From Operating Activities</b>	<b>(31.81)</b>	<b>(19.01)</b>
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Interest Income	14.91	20.29
Long-Term Loans and Advances	15.74	(0.82)
<b>Net Cash (used in) Investing Activities</b>	<b>30.65</b>	<b>19.47</b>
<b>(C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds From Borrowings	-	-
<b>Net Cash (used in) Financing Activities</b>	<b>-</b>	<b>-</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents</b>	<b>(1.16)</b>	0.46
<b>Opening Balance of Cash &amp; Cash Equivalents</b>	<b>3.01</b>	2.54
<b>Closing Balance of Cash &amp; Cash Equivalents</b>	<b>1.85</b>	<b>3.01</b>

As per our report of even date attached

**For and on behalf of the Board**

For **H.R.AGARWAL & ASSOCIATES**

Chartered Accountants

Firm Registration No. 323029E

**Hanumanmal Bengani**

Managing Director

DIN: 08425643

**Dibbyendu Jana**

Director

DIN: 08898353

**(Shyam Sundar Agarwal, FCA)**

Partner

Membership No. 060033

**Rekha Jain**

Company Secretary

Membership No: A20442

**Place: Kolkata**

**Date: 29th May, 2023**

**PAGARIA ENERGY LIMITED**

CIN-L67120DL1991PLC043677

**Statement of Changes in Equity For the Year Ended 31st March, 2023**

(₹ in Lakhs)

**A. Equity Share Capital**

	<u>As at 31st March 2023</u>	<u>As at 31st March 2022</u>
Balance at the beginning of the year	434.97	434.97
Changes in Equity Share Capital due to prior period Errors	-	-
Restated balance at the beginning of the year	434.97	434.97
Changes in Equity Share Capital during the year	-	-
Balance at the end of the year	434.97	434.97

**B. Other Equity**

(₹ in Lakhs)

	Reserve & Surplus			
	Securities Premium	General Reserve	Retained Earnings	Total
<b>As on 31st March, 2022</b>				
Balance at the beginning of the reporting period i.e. 1st April, 2021	153.51	15.48	16.34	0.00
Total Comprehensive Income for the Year	-	-	(3.38)	(0.00)
<b>Balance at the end of the reporting period i.e. 31st March, 2022</b>	153.51	15.48	12.96	181.95
<b>As on 31st March, 2023</b>				
Balance at the beginning of the reporting period i.e. 1st April, 2022	153.51	15.48	12.96	181.95
Total Comprehensive Income for the Year			3.40	3.40
<b>Balance at the end of the reporting period i.e. 31st March, 2023</b>	153.51	15.48	16.36	185.35

As per our report of even date

**For and on behalf of the Board**

**For H.R. AGARWAL & ASSOCIATES**

Chartered accountants

Firm Registration No. 323029E

**Hanumanmal Bengani**

Managing Director

DIN: 08425643

**Dibbyendu Jana**

Director

DIN: 08898353

**(Shyam Sundar Agarwal, FCA)**

Partner

Membership No. 060033

**Rekha Jain**

Company Secretary

Membership No: A20442

**Place: Kolkata**

**Date: 29th May, 2023**

**PAGARIA ENERGY LIMITED**

**CIN-L67120DL1991PLC043677**

**1. Statement of Compliance**

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013. The Company adopted Ind AS from 1st April, 2017.

**2. Basis for Preparation**

The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair values, as explained in the accounting policies.

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 – Share-based Payment, leasing transactions that are within the scope of Ind AS 17 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those 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; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

**3. Operating Cycle**

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

#### **4. Property Plant and Equipment - Tangible Assets**

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP.

Cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition. In respect of major projects involving construction, related pre-operational expenses form part of the value of assets capitalised. Expenses capitalised also include applicable borrowing costs for qualifying assets, if any. All upgradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a straight line basis. Land is not depreciated.

The estimated useful life of property, plant and equipment of the Company are as follows :

- 1) Furniture & Fixture - 10 Years
- 2) Office Equipments - 5 Years
- 3) Computer & Accessories - 3 Years

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease

Property, plant and equipment's residual values and useful lives are reviewed at each Balance Sheet date and changes, if any, are treated as changes in accounting estimate.

#### **5. Inventories**

Inventories are stated at lower of cost and net realisable value. The cost is calculated on First in First out method. Cost comprises expenditure incurred in the normal course of business in bringing such inventories to its present location and condition and includes, where applicable, appropriate overheads based on normal level of activity. Net realisable value is the estimated selling price less estimated costs for completion and sale.

Obsolete, slow moving and defective inventories are identified from time to time and, where necessary, a provision is made for such inventories.

#### **6. Foreign Currency Transactions**

The functional and presentation currency of the Company is Indian Rupee.

Transactions in foreign currency are accounted for at the exchange rate prevailing on the transaction date. Gains/ losses arising on settlement as also on translation of monetary items are recognised in the Statement of Profit and Loss.

Exchange differences arising on monetary items that, in substance, form part of the Company's net investment in a foreign operation (having a functional currency other than Indian Rupee) are accumulated in Foreign Currency Translation Reserve.

**7. Financial Instruments****(I) Financial Assets****(A) Initial Recognition and Measurement**

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting, i.e., the date when the Company commits to purchase or sell the asset.

**(B) Subsequent Measurement****i) Financial assets carried at amortised cost (AC)**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows 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.

**ii) Financial assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at fair value through other comprehensive income 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.

**iii) 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 fair valued through profit or loss.

**iv) Investment in Associates**

The Company has accounted for its investments in associates at cost.

**v) Equity Instruments**

All equity investments are measured at fair value, with value changes recognised in statement of profit and loss, except for those equity investments for which the company has elected to present the value changes in 'Other Comprehensive Income'

**vi) 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 :

- (1) 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
- (2) 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. Further the company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

**(II) Financial Liabilities****(A) Initial Recognition and Measurement**

All financial liabilities are recognized initially at fair value and in case of loans net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.



**(B) Subsequent Measurement**

Financial liabilities are carried at amortized cost using the effective interest method. 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.

**(III) Derecognition of Financial Instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

**(IV) Offsetting Financial Instruments**

Financial assets and liabilities are offset and the net amount is included 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.

**8. Equity Instruments**

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue.

**9. Revenue Recognition**

Revenue is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of returns and discounts to customers

**(I) Revenue from sale of goods**

Revenue from the sale of goods includes excise and other duties which the Company pays as a principal but excludes amounts collected on behalf of third parties, such as sales tax and value added tax.

Revenue from the sale of goods is recognised when significant risks and rewards of ownership have been transferred to the customer, which is mainly upon delivery, the amount of revenue can be measured reliably and recovery of the consideration is probable.

**(II) Revenue from sale of service**

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

**(III) Interest Income**

Interest income Interest income from a financial asset is recognised using effective interest rate method.

**(IV) Dividend Income**

Revenue is recognised when the Company's right to receive the payment has been established.

**10. 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.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**11. Employee Benefits**

**(I) Short Term Employee Benefits**

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when employees render the services.

**(II) Post-Employment Benefits**

**a) Defined Contribution Plans**

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund, Superannuation Fund and Pension Scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

**b) Defined Benefit Plans**

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.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

**12. Tax Expenses**

The tax expense for the period comprises current and deferred tax. Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

**(I) Current Tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

**(II) 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 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 carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

**13. Government Grants**

The Company may receive government grants that require compliance with certain conditions related to the Company's operating activities or are provided to the Company by way of financial assistance on the basis of certain qualifying criteria.

Government grants are recognised when there is reasonable assurance that the grant will be received, and the Company will comply with the conditions attached to the grant. Accordingly, government grants:

(a) related to or used for assets are included in the Balance Sheet as deferred income and recognised as income over the useful life of the assets.

(b) related to incurring specific expenditures are taken to the Statement of Profit and Loss on the same basis and in the same periods as the expenditures incurred.

(c) by way of financial assistance on the basis of certain qualifying criteria are recognised as they become receivable.

In the unlikely event that a grant previously recognised is ultimately not received, it is treated as a change in estimate and the amount cumulatively recognised is expensed in the Statement of Profit and Loss.

**PAGARIA ENERGY LIMITED**

CIN-L67120DL1991PLC043677

**Notes forming part of Financial Statements as at 31st March,2023**

**1. PROPERTY, PLANT & EQUIPMENT**

Sr No.	TANGIBLE ASSETS	GROSS BLOCK			Accumulated Depreciation			Net Block	
		As At 1st April, 2022	Additions/ Adjustments	Deduction / Adjustments	As At 31st March, 2023	As At 31st March, 2022	For the Year	As At 31st March, 2023	As At 31st March, 2022
1	FURNITURE AND FIXTURES	13.54	-	-	13.54	11.92	0.94	12.87	1.62
2	OFFICE EQUIPMENTS	3.81	-	-	3.81	3.24	-	3.24	0.57
3	COMPUTERS & ACCESSORIES	1.02	-	-	1.02	0.33	-	0.33	0.69
	<b>TOTAL</b>	<b>18.37</b>	<b>-</b>	<b>-</b>	<b>18.37</b>	<b>15.49</b>	<b>0.94</b>	<b>16.43</b>	<b>2.89</b>
	<b>Previous Year</b>	<b>18.37</b>	<b>-</b>	<b>-</b>	<b>18.37</b>	<b>13.52</b>	<b>1.97</b>	<b>15.49</b>	<b>-</b>

**NOTE: 2 INVESTMENTS**

Particulars	(₹ in Lakhs)		
	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
<u>Investment in Equity instruments of Other Companies:</u>			
- Unquoted (Valued at Fair Value)			
Care & Cure International Ltd.			
(10,000 Equity Shares of Rs. 10 each)	1,00,000	1.00	1.00
	<b>1,00,000</b>	<b>1.00</b>	<b>1.00</b>
Aggregate amount of Unquoted Non Current Investment- At Cost	1,00,000	1.00	1.00

**NOTE: 3 TRADE RECEIVABLES**

Particulars	(₹ in Lakhs)		
	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
- <u>Unsecured and Considered Good</u> :			
Outstanding for a period exceeding six months from due date of payment	4,01,500.00	4.02	4.02
<b>Total</b>	<b>4,01,500.00</b>	<b>4.02</b>	<b>4.02</b>

**3.1 Trade Receivables ageing schedule**

As at 31st March, 2023	Outstanding for following periods from due date of payment						Total
	Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables-Considered	-	-	-	-	-	4.02	4.02
(ii) Undisputed Trade Receivables-Considered	-	-	-	-	-	-	-

As at 31st March, 2022	Outstanding for following periods from due date of payment						Total
	Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables-Considered	-	-	-	-	-	4.02	4.02
(ii) Undisputed Trade Receivables-Considered	-	-	-	-	-	-	-

**NOTE: 4 LOANS**

Particulars	(₹ in Lakhs)		
	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
- <u>Unsecured and Considered Good</u> :			
Security Deposit	16,00,000	16.00	16.00
Loans	3,33,41,244	333.41	349.15
<b>Total</b>	<b>3,49,41,244</b>	<b>349.41</b>	<b>365.15</b>

**NOTE: 5 OTHER NON CURRENT ASSETS**

Particulars	(₹ in Lakhs)		
	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
- <u>Unsecured and Considered Good</u> :			
Advance to Others	32,00,000	32.00	32.00
Advance to Suppliers	2,75,000	2.75	2.75
<b>Total</b>	<b>34,75,000</b>	<b>34.75</b>	<b>34.75</b>

**NOTE: 6 DEFERRED TAX ASSETS**

Particulars	(₹ in Lakhs)		
	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
<b>Differences in Depreciation and amortization as per accounting and Income tax Purposes</b>			
Balance at the beginning of the year	1,55,437	1.55	1.34
Add: Deferred tax assets charged in the statement of P/L in relation to Property, Plant & Equipment	192	0.00	0.22
Balance at the end of the Year	1,55,629	1.56	1.55
<b>Total</b>	<b>1,55,629</b>	<b>1.56</b>	<b>1.55</b>

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**NOTE: 7 INVENTORIES**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
Stock in Trade	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

\* The Stock of coal being perishable in nature, deteriorated over the period of time as it was exposed to weather. The same was not of saleable quality, hence scrapped during the year.

**NOTE: 8 TRADE RECEIVABLES**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
- <u>Unsecured and Considered Good</u> :			
Other trade receivables	53,31,433	53.31	20.28
<b>Total</b>	<b>53,31,433</b>	<b>53.31</b>	<b>20.28</b>

**8.1 Trade Receivables ageing schedule**

As at 31st March, 2023							
Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years		More than 3 years	Total
(i) Undisputed Trade Receivables-Considered	-	-	11.34	15.47		26.51	53.31
(ii) Undisputed Trade Receivables-Considered	-	-	-	-		-	-

As at 31st March, 2022							
Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years		More than 3 years	Total
(i) Undisputed Trade Receivables-Considered	-	-	10.31	15.47		26.51	52.28
(ii) Undisputed Trade Receivables-Considered	-	-	-	-		-	-

**NOTE: 9 CASH AND CASH EQUIVALENTS**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
<u>Balance with Schedule Bank</u> :			
- In Current A/c	55,009	0.55	2.51
Cash on hand	1,29,675	1.30	0.49
<b>Total</b>	<b>1,84,684</b>	<b>1.85</b>	<b>3.01</b>

**NOTE: 10 LOANS**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
- <u>Unsecured and Considered Good</u> :			
Loan to others	2,02,34,524	202.35	230.11
<b>Total</b>	<b>2,02,34,524</b>	<b>202.35</b>	<b>230.11</b>

**NOTE: 11 CURRENT TAX ASSETS**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
At the beginning of the year	2,66,313	2.66	2.49
Charge for the year	(1,63,535)	(1.64)	-
Tax paid during the year	1,65,933	1.66	1.58
IT Refund	(2,32,108)	(2.32)	(1.41)
At the end of the year	36,603	0.37	2.66
<b>Total</b>	<b>36,603</b>	<b>0.37</b>	<b>2.66</b>

**NOTE: 12 OTHER CURRENT ASSETS**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2023	As at 31st March, 2022
Balance with Government Authorities	3,91,540	3.92	3.11
<b>Total</b>	<b>3,91,540</b>	<b>3.92</b>	<b>3.11</b>

**Pagaria Energy Limited**  
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**NOTE: 13 SHARE CAPITAL**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Authorised</b>		
25,000,000 Equity Shares of Rs. 10/- each	<b>2,500.00</b>	<b>2,500.00</b>
<b>Issued, Subscribed and Fully Paid Shares</b>		
4,349,670 Equity Shares of Rs.10/- each fully paid-up	434.97	434.97
	<b>434.97</b>	<b>434.97</b>

**Notes to Share Capital**

**(i) Reconciliation of Equity shares outstanding Equity Shares**

At the Beginning of the year		
-Number of shares	43.50	43.50
-Amount	434.97	434.97
At the End of the year		
-Number of shares	43.50	43.50
-Amount	434.97	434.97

**(ii) Terms / Rights attached to Equity Shares**

The Company has only one class of equity shares having par value of Rs.10/- per share. Each equity shareholder is entitled to one vote per share. The Company has not declared any dividends for the year ended 31st March,2023.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive the remaining assets of the company , after distribution of all preferential amounts. The distribution will be in proportion to the numbers of equity shares held by the share holders.

**(iii) Details of Shareholders holding more than 5% shares in the Company :-**

Name of Share Holders	As at 31st March, 2023	As at 31st March, 2022
Rajesh Kumar Pagaria		
In Nos	619100	619100
In %	14.23%	14.23%
Sri Anand Vinayak Coalfields Limited		
In Nos	265220	265220
In %	6.10%	6.10%

**12.4 Shareholding of Promoters**

**Shares Held By Promoters**

Promoter Name	No. of shares at the Beginning Of the Year	% of total shares	No. of shares at the End Of the Year	% of total shares	% Change during the year
Rajesh Kumar Pagaria	6,19,100	70.01%	6,19,100	70.01%	-
Shree Anand Vinayak Coalfields Limited	2,65,220	29.99%	2,65,220	29.99%	-
<b>Total</b>	<b>8,84,320</b>	<b>100.00%</b>	<b>8,84,320</b>	<b>100.00%</b>	<b>-</b>

**NOTE: 14 OTHER EQUITY**

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Securities Premium Account</b>		
Balance as per last financial statements (A)	153.51	153.51
<b>General Reserve</b>		
Balance as per last financial statements (B)	15.48	15.48
<b>Retained Earnings</b>		
Balance as per last financial statements	12.97	16.34
Add : Profit for the year	3.40	(3.38)
(C)	<b>16.37</b>	<b>12.97</b>
<b>TOTAL (A+B+C)</b>	<b>185.35</b>	<b>181.95</b>

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<b>NOTE: 15 BORROWINGS</b>				(₹ in Lakhs)	
<b>Particulars</b>		<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>		
- <u>Unsecured Loan From</u> :					
Body Corporate		16.35	16.35		
		-			
<b>Total</b>		<b>16.35</b>	<b>16.35</b>		

<b>NOTE: 16 TRADE PAYABLES</b>				(₹ in Lakhs)	
<b>Particulars</b>		<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>		
Due to Micro Enterprises & Small Enterprises*					
Due to Others		17.70	35.23		
<b>Total</b>		<b>17.70</b>	<b>35.23</b>		

\* Based on the information/ documents available with the company, no creditor is covered under Micro, Small And Medium Enterprise Development Act, 2006 as a result, no interest provisions/ payments have been made by the company to such creditors and no disclosure thereof are made in these financial statements.

<b>Ageing Schedule of Trade Payables</b>					
<b>As at 31st March, 2023</b>	<b>Outstanding for following periods from due date of payment</b>				<b>Total</b>
<b>Particulars</b>	<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>	
(i) MSME	-	-	-	-	-
(ii) Others	-	-	5.26	12.44	17.70
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

<b>As at 31st March, 2022</b>	<b>Outstanding for following periods from due date of payment</b>				<b>Total</b>
<b>Particulars</b>	<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>	
(i) MSME	-	-	-	-	-
(ii) Others	7.60	5.11	10.07	12.44	35.22
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

<b>NOTE: 17 OTHER CURRENT LIABILITIES</b>				(₹ in Lakhs)	
<b>Particulars</b>		<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>		
Statutory Liability		0.10	0.04		
<b>Total</b>		<b>0.10</b>	<b>0.04</b>		

**Pagaria Energy Limited**

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	2022-23	2021-22
<b>18: REVENUE FROM OPERATIONS</b>		
Sale of Traded Goods	-	-
	-	-
<b>19: OTHER INCOME</b>		
Interest on Income Tax Refund	0.11	0.14
Interest Income	14.80	20.15
	<b>14.91</b>	<b>20.29</b>
<b>20: PURCHASES OF STOCK-IN TRADE/FINISHED GOODS</b>		
Purchase of Traded Goods	-	-
	-	-
<b>21: CHANGE IN INVENTORY</b>		
Opening Stock	-	12.82
Less: Closing Stock	-	-
	-	<b>12.82</b>
<b>22: EMPLOYEE BENEFITS EXPENSES</b>		
Salaries and Wages	1.20	1.32
	<b>1.20</b>	<b>1.32</b>
<b>23: DEPRECIATION</b>		
Depreciation for the year on Tangible Assets	0.94	1.97
	<b>0.94</b>	<b>1.97</b>
<b>24: OTHER EXPENSES</b>		
Accounting Charges	0.12	0.12
Advertisement Expenses	0.24	0.23
AGM Expenses	0.22	0.24
Auditors Remuneration #	0.25	0.25
Office Expenses	0.37	0.12
Conveyance Expenses	0.36	0.10
Depository Annual Charges	0.33	0.29
Electricity Expenses	0.14	0.15
Filing Fees	0.05	0.10
General Expenses	0.52	0.12
P. Tax	0.10	-
Interest on P. Tax	0.02	-
Listing Fees	3.00	3.00
Postage & Courier Expenses	0.01	0.03
Printing & Stationary	0.02	0.04
Professional Fees	1.71	1.77
Rent	-	0.96
Round off	0.00	(0.00)
Telephone Expenses	0.15	0.13
Misc. Expenses	0.03	-
Travelling Expenses	-	0.06
Website Development Charges	0.08	0.08
	<b>7.73</b>	<b>7.78</b>
<b>#Auditors Remuneration</b>		
As Auditors - Statutory Audit Fees	0.25	0.25
	<b>0.25</b>	<b>0.25</b>

**Pagaria Energy Limited**  
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**PAGARIA ENERGY LIMITED**

Notes forming part of Financial Statements for the year ended 31st March ,2023

(₹ in Lakhs)

<b>NOTE: 25 EARNING PER SHARE</b>	<b>2022-23</b>	<b>2021-22</b>
i) Net Profit after tax as per Profit & Loss Statement attributable to the Equity Shareholders	3.40	(3.38)
ii) Weighted Average No. of Equity Shares used as denominator for calculating EPS	43,49,670	43,49,670
iii) Basic and Diluted Earning Per Share	0.08	(0.08)
iv) Face Value Per Equity Share	10.00	10.00

**NOTE: 26 RELATED PARTY DISCLOSURES**

As per Accounting Standard 18, the disclosures of transactions with the related parties are given below:

<b>i) Name of Related Party</b>	<b>Relationship</b>
1. Ranjit Singh Pagaria	Key Managerial Person
2. Avanti Pagaria	Relative of Key Managerial Personnel

**ii) Enterprises over which Key Managerial Personnel are able to exercise significant influence**

1. Bird Aviation Limited
2. Pagaria Power Private Limited
3. Pagaria Properties Private Limited
4. Sri Anand Vinayak Coalfields Limited
5. Mahakali Udyog Private Limited

**iii) Transactions during the year with Related Parties:**

(Rs. in Lakhs)

Name	Nature of Transaction	2022-23		2021-22	
		Transaction Value	outstanding amount carried in the Balance Sheet	Transaction Value	outstanding amount carried in the Balance Sheet
Sri Anand Vinayak Coal Fields Ltd.	Loan	-	7.05	-	7.05
Pagaria Power (P) Ltd		-	24.85	-	24.85

**NOTE: 27 FINANCIAL RATIOS**

Ratio	Numerator/ Denominator	March 31, 2022	March 31, 2022	Variance
1 Current Ratio (in times)	Current assets Current liabilities	14.6905	7.2750	101.93%
<i>Explanation: Variance is due to increased Trade Receivables as well as decreased Trade Payables .</i>				
2 Debt- Equity Ratio (in times)	Total Debt Shareholders Equity	0.0264	0.0265	-0.55%
3 Debt- Service Coverage Ratio (in times)	Earning available for Debt Service Interest + Principal repayments	-	-	NA
4 Return on Equity Ratio (in %)	Profit after tax - Preference Dividend Equity Shareholders Fund	0.0055	(0.0055)	-200.14%
<i>Explanation: Variance is due to Loss in the Company for the last year and profit in the current year.</i>				
5 Inventory Turnover Ratio	Cost of Goods Sold Average Inventory	-	4.00	-100.00%
<i>Explanation: Variance is due to no Inventory in the Company for the current year.</i>				
6 Trade Receivable Turnover Ratio (in times)	Revenue Average receivables	-	-	NA
7 Trade Payable Turnover Ratio (in times)	Purchases Average Trade payables	-	-	NA
8 Net Capital Turnover Ratio (in times)	Revenue Average Working capital	-	-	NA
9 Net Profit Ratio (in %)	Profit after tax Revenue	-	-	NA
10 Return on Capital Employed (in %)	Earnings before int and taxes Capital employed	0.0079	(0.0057)	-239.35%
<i>Explanation: Variance is due to Loss in the Company for last year &amp; Profit for the current year.</i>				
11 Return on Investment (in %)	Profit after tax Total assets	0.0052	(0.0050)	-203%
<i>Explanation: Variance is due to Loss in the Company for last year &amp; Profit for the current year.</i>				

As per our report of even date

**For and on behalf of the Board**

**For H.R. AGARWAL & ASSOCIATES**

Chartered accountants  
Firm Registration No. 323029E

**Hanumanmal Bengani**  
Managing Director  
DIN: 08425643

**Dibbyendu Jana**  
Director  
DIN: 08898353

**(Shyam Sundar Agarwal, FCA)**

Partner  
Membership No. 060033

**Rekha Jain**  
Company Secretary  
Membership No: A20442

**Place: Kolkata**  
**Date: 29th May, 2023**



***Pagaria Energy Limited***  
***32<sup>nd</sup> Annual Report (2022-23)***

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