



ASHNOOR

Annual Report

2021-2022

Ashnoor Textile Mills Limited



Board of Directors

1.	Mr. Suneel Gupta	Managing Director
2.	Dr. (Mrs.) Sangeeta Gupta	Whole-time Director
3.	Mr. Abhinav Gupta	Whole-time Director
4.	Ms. Noor Gupta	Director
5.	Mr. Anil Aggarwal	Independent Director
6.	Mr. Sanjay Arora	Independent Director
7.	Ms. Divya Agarwal	Independent Director
8.	Mr. Naresh Kumar Aggarwal	Independent Director

Registered Office and Factory

Behrampur Road
Village Khandsa
District Gurgaon
Haryana - 122 001

Auditors

Messrs Agarwal & Gupta
Chartered Accountants
Delhi - 110 092

Bankers

Bank of Baroda
International Business Branch
Bank of Baroda Building
1, Sansad Marg
New Delhi - 110 001

Registrar

Messrs Link Intime India Private Limited
Noble Heights, 1st Floor, Plot NH 2,
C-1 Block LSC, Near Savitri Market,
Janak Puri, New Delhi-110058



Contents	Page Number
Notice	1
Directors' Report	16
Corporate Governance Report	30
Management Discussion and Analysis Report	44
Certificate of Non Disqualification of Directors	47
Secretarial Audit & Compliance Report	49
Auditors' Report	53
Balance Sheet	60
Profit and Loss Account	61
Cash Flow Statement	62
Notes to Financial Statement	63

ASHNOOR TEXTILE MILLS LIMITED

NOTICE

NOTICE is hereby given that the 39th Annual General Meeting of the members of the Ashnoor Textile Mills Limited will be held on Thursday, September 29, 2022, at 4:00 p. m. IST through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2022, the Report of the Board of Directors’ and the Auditors’ thereon.
2. To appoint Mr. Abhinav Gupta (DIN-02766867) who retires by rotation as a Director and, being eligible, offers himself for re-appointment
3. To appoint Statutory Auditors of the Company. in this regard, to consider and, if thought fit, to pass, with or without modification, the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), Messrs. KSA & Co., Chartered Accountants (Firm Registration No. 003822C), be and is hereby appointed as the Statutory Auditors of the Company to hold office for a term of five years from the conclusion of this Annual General Meeting till the conclusion of 44th Annual General Meeting of the Company at such remuneration as may be mutually agreed between the Managing Directors and the Statutory Auditors on the recommendation of Audit Committee.”

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass, with or without modification, the following resolution as a special resolution:

“RESOLVED THAT in accordance with the provisions of Section 196, 197, 203 read with Schedule V of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modifications(s) or re-enactment(s) thereof for the time being in force, at the recommendation of the Nomination and Remuneration Committee, Mr. Suneel Gupta (DIN-00052084) be and is hereby re-appointed as Managing Director for a further period of three years effective from January 10, 2023, at the remuneration, allowances/ perquisites and other terms and conditions as detailed below and will not be liable to retire by rotation:

Basic Salary: Rs.150,000/- per month

Perquisites:- In addition to the above salary the Managing Director shall be entitled to the following perquisites –

- a) Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.

ASHNOOR TEXTILE MILLS LIMITED

- b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- c) Encashment of leave at the end of tenure.

In addition to above, the Managing Director shall also be entitled to use of the Company's car with the driver, telephone at her residence and also mobile. However, personal long-distance calls on telephone/mobile and use of a car for the private purposes shall be billed by the Company to the Managing Director.

No sitting fee shall be payable to the Managing Director for attending any meeting of the Board of Directors or any Committee thereof.

RESOLVED FURTHER THAT in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the Company shall pay to Managing Director the remuneration as mentioned above as minimum remuneration as per provisions of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT that the Board of Directors, be and are hereby authorized to increase the remuneration from time to time at the recommendation of Nomination and Remuneration Committee and do all such acts, deeds, matters and things as may be considered necessary to give effect to this resolution."

5. To consider and, if thought fit, to pass, with or without modification, the following resolution as a special resolution:

"RESOLVED THAT in accordance with the provisions of Section 196, 197 read with Schedule V of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modifications(s) or re-enactment(s) thereof for the time being in force, at the recommendation of the Nomination and Remuneration Committee, Dr. (Mrs.) Sangeeta Gupta (DIN-00052121) be and is hereby re-appointed as Whole Time Director for a period of three years effective from May 1, 2023, at the remuneration, allowances/ perquisites and other terms and conditions as detailed below and shall be liable to retire by rotation:

Basic Salary: Rs. 150,000/- per month

Perquisites: In addition to the above salary the Whole Time Director shall be entitled to the following perquisites –

- a) Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.
- b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- c) Encashment of leave at the end of tenure.

In addition to above, the Whole Time Director shall also be entitled to use of the Company's car with the driver, telephone at her residence and also mobile. However, personal long-distance calls on telephone/mobile and use of a car for private purposes shall be billed by the Company to the Whole Time Director.

ASHNOOR TEXTILE MILLS LIMITED

No sitting fee shall be payable to the Whole Time Director for attending any meeting of the Board of Directors or any Committee thereof.

RESOLVED FURTHER THAT in any financial year during the currency of her tenure, the Company has no profits or its profits are inadequate, the Company shall pay to Whole Time Director the remuneration as mentioned above as minimum remuneration as per provisions of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT that the Board of Directors, be and are hereby authorized to increase the remuneration from time to time at the recommendation of Nomination and Remuneration Committee and do all such acts, deeds, matters and things as may be considered necessary to give effect to this resolution.”

6. To consider and, if thought fit, to pass, with or without modification, the following resolution as a special resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Mrs. Divya Aggarwal (DIN: 08016384), who was appointed as an Independent Director and holds office of Independent Director up to December 08, 2022, being eligible, be and is hereby re-appointed as an Independent Director of the Company to the hold office for a second term of 5 (five) consecutive years, i.e. from December 9, 2022, to December 8, 2027, and whose office shall not be liable to retire by rotation.”

7. To consider and, if thought fit, to pass, with or without modification, the following resolution as a special resolution:

“RESOLVED THAT pursuant to provisions of Regulation 17(6)(ca) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, as amended from time to time, and subject to the applicable provisions of the Companies Act, 2013, and Articles of Association of the Company, approval of the members be accorded for sitting fee of Rs.4.00 Lakh paid for the financial year 2021-2022 to Mr. Anil Aggarwal-Non Executive Independent Director, being an amount exceeding 50% of the total sitting fee paid to all the Non Executive Directors of the Company”

Registered Office:
Village Khandsa, Behrampur Road
Gurgaon, Haryana-122001
CIN-L17226HR1984PLC033384
E-mail: atml_delhi@yahoo.com
Phone: 0124 4809756
Web: ashnoortex.com

Place: Gurugram
Date: August 9, 2022

By the order of the Board

Sd/-
Suneel Gupta
Managing Director
DIN-00052084

ASHNOOR TEXTILE MILLS LIMITED

NOTES:

- 1.** Explanatory statements pursuant to Section 102(1) of the Act, relating to the Special Businesses to be transacted at the AGM are annexed hereto.
- 2.** The will conduct its 39th Annual General Meeting (AGM) of the Company through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) in conformity with the regulatory provisions and circulars issued by the Ministry of Corporate Affairs, Government of India.
- 3.** Link Intime India Private Limited, Registrar & Transfer Agent of the Company shall be providing facility for voting through remote e-voting, for participation in the AGM through VC/OAVM facility and e-voting during the AGM.
- 4.** As the AGM will be held through VC/ OAVM, physical attendance of the Members is not required at the AGM, and attendance of the Members through VC/ OAVM will be counted for the purpose to reckon the quorum under section 103 of the Companies Act, 2013 (“the Act”).
- 5.** Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held through VC/OAVM pursuant to the applicable MCA and SEBI Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Further, the route map of the venue of the meeting is not annexed hereto as the AGM will be held through VC/OAVM.
- 6.** Corporate/Institutional Members are entitled to appoint authorized representatives to attend the AGM through VC/OAVM on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/ Institutional Members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution/authorization letter to the Company at accounts@ashnoortex.com with cc to Scrutinizer at e-mail ID csdeepakbansal@gmail.com and RTA to delhi@linkintime.co.in authorizing its representative(s) to attend and vote through VC/OAVM on their behalf at the Meeting, pursuant to section 113 of the Act.
- 7.** In compliance with conformity with the regulatory provisions and circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India, the Notice of the AGM along with the Annual Report for the financial year 2021-2022 are being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report for the financial year 2021-2022 will be available on the Company’s the website www.ashnoortex.com, website of the Stock Exchange, i.e., BSE Limited at www.bseindia.com, and on the website of the Company’s Registrar and Transfer Agent, Link Intime India Private Limited at www.linkintime.co.in.
- 8.** For receiving all communication (including Annual Report) from the Company electronically:
 - a.** Members holding shares in physical mode and who have not registered/updated their email address with the Company are requested to register/update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at delhi@linkintime.co.in.
 - b.** Members holding shares in dematerialized mode are requested to register/update their email addresses with the relevant Depository Participant.

ASHNOOR TEXTILE MILLS LIMITED

9. In accordance with the provisions of Section 108 of the Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India and in view of the aforesaid MCA and SEBI Circulars, the Company has obtained the services of Link Intime (India) Private Limited (LIPL) to provide the facility of voting by the electronic voting system to all the Members to enable them to cast their votes electronically prior to AGM or during the AGM in respect of all the businesses to be transacted at the aforesaid Meeting. The facility of casting the votes by the Members using such an electronic voting system from a place other than the venue of the AGM (“remote e-voting”) is also provided by the Company through LIPL.
10. VC/OAVM facility provided by the Company is having a capacity to allow 1000 members to participate in the meeting on a first-come-first-served basis. However, the large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, Directors, KMPs, the Chairman etc. of the various Committees of the Board may be allowed to attend the meeting without restriction on account of first-come-first-served principle. The Company is providing two-way teleconferencing facility for the ease of participation of the members. The facility for joining the AGM through VC/OAVM shall be open at least 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after the such scheduled time. Members attending the Meeting through VC/OAVM shall be counted for the purpose to reckon the quorum under Section 103 of the Act, 2013.

11. PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

A) Members will be able to attend the AGM through VC / OAVM or view the live webcast at <https://instameet.linkintime.co.in>. Members are requested to follow the procedure given below:

- a. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>
- b. Select the “**Company**” and ‘**Event Date**’ and register with your following details: -
 - i. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No.
 - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID.**
 - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company
 - ii. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.
 - iii. **Mobile No.:** Enter your mobile number.
 - iv. **Email ID:** Enter your email id, as recorded with your DP/Company.

Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

B) Procedure for Shareholders/Members to Speak during the AGM through InstaMeet:

- a. Shareholders who would like to speak during the meeting must register their request by September 24, 2022 with the company on atml_agm@yahoo.com.

ASHNOOR TEXTILE MILLS LIMITED

- b. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
- c. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
- d. Other shareholders may ask questions to the panelist, via active chat-board during the meeting.
- e. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.
- f. Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

C) Procedure for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:

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

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

Please note that:

- a. Shareholders/Members, who will be present in the AGM through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.
- b. Shareholders/Members are encouraged to join the meeting through Tablets/ Laptops connected through braodbad for better experience.
- c. Shareholders/Members are requested to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
- d. Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

ASHNOOR TEXTILE MILLS LIMITED

- e. In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact;- o22-49186175..

12) PROCEDURE FOR SHAREHOLDERS/MEMBERS FOR REMOTE E-VOTING:

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 option of accessing various ESP portals directly from their demat accounts.

The voting period begins on Monday, September 26, 2022 at 9:00 AM and ends on Wednesday, September 28, 2022, at 5:30 PM. During this period shareholders of the company holding shares either in physical form or in dematerialized form, as on cut-off date (record date) of Thursday, September 22, 2022, may cast their votes electronically. The e-voting module shall be disabled for voting thereafter.

A- Login Method for Individual Shareholders holding securities in demat mode with NSDL:

1. Individual shareholders holding securities in demat mode with NSDL

- 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. Once the home page of e-Services is launched, 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. 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 LINKTIME and you will be re-directed to "Instavote" website for casting your vote during the remote e-Voting period.
- If the user is 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>
- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.eservices.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. LINKTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period

B-Login Method for Individual Shareholders holding securities in demat mode with CDSL

- Existing user of who have opted for Easi/ Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/ Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
- After successful login of Easi/ Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINK INTIME. Click on LINKTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-voting period.

ASHNOOR TEXTILE MILLS LIMITED

- If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
- Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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, user will be provided links for the respective ESP i.e. LINKTIME. Click on LINKTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-voting period. where the E Voting is in progress.

C-Individual Shareholders (holding securities in demat mode) and 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.
- Upon logging in, 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 company name or e-Voting service provider name i. e. LINKTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

D-Individual Shareholders holding securities in Physical mode/Non-Individual Shareholders holding securities in demat mode:

- Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
- Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -
 - a) **User ID:** Shareholders/ members holding shares in **physical form shall provide** Event No + Folio Number registered with the Company. Shareholders holding shares in demat account shall provide 8 character DP ID followed by 8 digits 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) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - c) **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - d) **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders/ members holding shares in **physical form** but have not recorded ‘c’ and ‘d’, shall provide their Folio number in ‘d’ above
 - Set the password of your choice (The password should contain minimum 8 characters, 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).
 - a. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.

ASHNOOR TEXTILE MILLS LIMITED

- b. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **'Submit'**.
- **Cast your vote electronically**
 - a. After successful login, you will be able to see the notification for e-voting. Select **'View'** icon.
 - b. E-voting page will appear.
 - c. 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).
 - d. 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.

E-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.

F-Individual Shareholders holding securities in Physical mode have forgotten the password:

- Click on **'Login'** under **'SHARE HOLDER'** tab and further Click **'forgot password?'** on e-voting website: instavote.linkintime.co.in
- Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on **'Submit'**.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
- User ID for shareholders holding shares in physical mode (i. e. Share certificates): Your User ID is Event Number + Folio Number registered with the Company.

G-Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

- Shareholders/ members 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.

ASHNOOR TEXTILE MILLS LIMITED

- 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”.

H-Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43.

I-Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 -4918 6000.

The member who will cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

13. The member who will cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
14. The Register of Members and Share Transfer Books of the Company shall remain closed from **Thursday, September 22, 2022 to Thursday, September 29, 2022 (both days inclusive)**.
15. The Board of Directors of the Company has appointed Mr. Deepak Bansal, Practicing Company Secretary, Proprietor of Messrs Deepak Bansal & Associates, Company Secretaries, Flat Number 1601, 16th Floor, Tower-M, Arihant Arden, Plot Number-GH-07A, Sector-01, Greater Noida, Gautam Budh Nagar, Uttar Pradesh-201306 as the Scrutinizer to scrutinize the e-voting and remote e-voting process for the Annual General Meeting in a fair and transparent manner.
16. **SEBI has mandated the submission of Permanent Account Number (PAN) by every participant of security market. Members holding shares in physical form may forward their PAN details to the Company or its RTA while the members holding shares in electronic form may submit their PAN details to their Depository Participants with whom they are maintaining their demat accounts.**
17. **Securities And Exchange Board of India has mandated the securities of listed companies can be transferred only in dematerialized form effective from April 1, 2019. Accordingly, the Company/ RTA has stopped transfer of shares in physical form. Members holding shares in physical form are**

ASHNOOR TEXTILE MILLS LIMITED

requested to convert their shares in electronic mode and also register their email address with RTA of the Company.

18. The Company was not required to transfer any amount or share to Investor Education and Protection Fund.
19. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
20. All the documents referred to in the Notice will also be available electronically for inspection by the members from the date of circulation of this Notice upto the date of AGM. Members seeking to inspect such documents can send an e-mail to atml_delhi@yahoo.com
21. Members seeking any information with regards to accounts or any matter to be placed at the AGM are requested to write to the Company at least 5 days before date of AGM through email on atml_delhi@yahoo.com. The same will be replied by the Company suitably.
22. Pursuant to provisions of the Companies Act, 2013, Mr.) Abhinav Gupta (DIN-02766867), Whole Time Director, will retire by rotation at Annual General Meeting and, being eligible, has offered himself for re-appointment. Mr. Abhinav Gupta, aged Around 31 years, a Commerce Graduate from Bostan University, USA, is on the Board since October 1, 2009 and having good experience of textile industry. He is getting remuneration of Rs.150,000/- per month. He is holding 1,586,000 (12.44%) shares in the Company. He is son of Mr. Suneel Gupta-Managing Director and Dr. (Mrs.) Sangeeta Gupta- Whole Time Director and brother of Ms. Noor Gupta- Non Executive Non Independent Director and not related to any other Director and Key Managerial Personnel in the Company. He is neither Director in any other public Company nor Member/Chairperson of Committee of the Board of Public Limited Company. He is neither debarred from holding office of Director pursuant to any order of SEBI nor disqualified under any provision of the Companies Act, 2013. His attendance in Board meetings is given in Corporate Governance Report. Mr. Suneel Gupta, Dr. (Mrs.) Sangeeta Gupta and Ms. Noor Gupta being his relatives are interested in the resolution number 2 of the Notice. Save and except the above, none of the other Director and Key Managerial Personnel in the Company/their relatives, in any way, concerned or interested, financially or otherwise.
23. The 5 years terms of Agarwal & Gupta, Chartered Accountants, New Delhi, will be completed at the end of the ensuing 39th Annual General Meeting of the Company. He has shown his unwillingness to get re-appointed for the second term. There is no material reason for their unwillingness. Your Directors recommends the appointment of Messrs KSA & Co., Chartered Accountants, New Delhi, as the Statutory Auditors of the Company for a period of 5 years from the conclusion of this Annual General Meeting till the conclusion of 44th Annual General Meeting of the Company. Earlier, they were Statutory Auditors of the Company till the conclusion of the 34th Annual General Meeting of the Company.

ASHNOOR TEXTILE MILLS LIMITED

Explanatory Statement

(Pursuant to Section 102 of the Companies Act, 2013)

Item Number-4

The present term of Mr. Suneel Gupta, Managing Director, will complete on January 9, 2023. Pursuant to the proviso of sub-section 2 of section 196 of the Companies Act, 2013, no appointment of the Managing Director shall be made earlier than one year before the expiry of his term. The present term of the Managing Director will expire within less than one year. Therefore, it is proposed to appoint him for a period of 3 years effective from January 10, 2023 and fix his remuneration and terms and conditions as given in the resolution. The Nomination and Remuneration Committee has recommended his re-appointment and remuneration to the Board of Directors. The Board has accepted the recommendation of the Nomination and Remuneration Committee and approved his re-appointment and fix his remuneration/ terms and conditions, subject to your approval, in its meetings held on August 9, 2022. There is no change in the remuneration and terms and conditions of the Managing Director. The remuneration is in conformity with the provisions and requirements of sections 196 and 197 read with Schedule V of the Companies Act, 2013. Accordingly, no approval from the Central Government is required. The effective capital of the Company is more than Rs.5.00 Crores. The Company has not made any default in repayment of any debt or interest payable thereon for a continuous period of thirty days in the preceding financial year.

Information as per sub-clause iv of the second proviso of clause-B of Section-II of Part-II of Schedule V of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is given below:-

The Company was incorporated on January 21, 1984 and has already started manufacturing Terry Towels. The Company has not entered into any foreign collaboration.

Mr. Suneel Gupta, aged 61 years, MBA, is on the Board of the Company since January 21, 1984. He is having vast experience in Textile Industry and his job profile as Managing Director of the Company is entrusted with substantial powers of management of the affairs of the Company and includes administrative acts of a routine nature with the authorization of the Board of Directors of the Company. On the recommendation of the Nomination and Remuneration Committee, subject to the approval of the members by passing of a special resolution, the Board has re-appointed him at a remuneration of Rs.150,000/- per month (Presently drawing same remuneration). No recognition/award has been provided to him by any organization/ authority. He is a suitable person for the post of the Managing Director of the Company considering his experience and performance as Managing Director of the Company. The proposed remuneration is favorably comparable with the remuneration paid to managerial personnel in similar types of companies and is commensurate with the size of the Company and profile and position of Mr. Suneel Gupta. Terms of appointment are as given in the special resolution of his appointment in this notice. He is the husband of Mrs. (Dr.) Sangeeta Gupta, Whole Time Director and father of Mr. Abhinav Gupta, Whole Time Director and Ms. Noor Gupta-Non Executive Director. He is also concerned or interested as one of the shareholders of the Company. The earnings of the Company are continuously increasing. But, remuneration payable to him exceeds the limit provided under section 197 of the Companies Act, 2013. Therefore, it is decided to pay remuneration as per Schedule V of the Act. The Company is likely to continue with good performance. To survive in the stiff competition prevailing in the industry and increase profit margin, the Company is implementing various cost reduction measures on the operational and administrative front. The Company is also exploring the possibilities of increasing new service areas which may yield better results for the Company. As stated above, the Company is in the Textile industry and, therefore, it is not possible to quantify the profits in measurable terms since that the performance of the Company depends

ASHNOOR TEXTILE MILLS LIMITED

largely upon other uncontrollable factors. In view of various steps taken/to be taken as mentioned above, the Company expects far better results in the future. For the number of meetings of the Board attended by him during the financial year, his directorships of other Company's Board and Membership/ Chairmanship of Committees of other Boards please refer the Corporate Governance Report section of Annual Report. None of the Directors, Key Managerial Personnel and their relatives except Mr. Suneel Gupta, Managing Director, holding 33.44% paid up equity capital, Mrs. Sangeeta Gupta, Whole Time Director, holding 23.43% paid up equity capital, Mr. Abhinav Gupta, Whole Time Director, holding 12.44% paid up equity capital and Ms. Noor Gupta, Non Executive Director, holding 3.50% paid up capital are interested in the resolution.

Item Number-5

The present term of Mrs. (Dr.) Sangeeta Gupta, Whole Time Director, will complete on April 30, 2023. Pursuant to proviso of sub-section 2 of section 196 of the Companies Act, 2013, no appointment of Whole Time Director shall be made earlier than one year before the expiry of his term. The present term of Whole Time Director will expire within less than one year. Therefore, it is proposed to appoint her for a period of 3 years effective from May 1, 2023, and fix her remuneration/terms and conditions as given in the resolution. The Nomination and Remuneration Committee has recommended her re-appointment and remuneration to the Board of Directors. The Board has accepted the recommendation of the Nomination and Remuneration Committee and approved her re-appointment and fix his remuneration/terms and conditions, subject to your approval, in its meetings held on August 9, 2022. There is no change in the remuneration and terms and conditions of the Whole Time Director. The remuneration conforms with the provisions and requirements of sections 196 and 197 read with Schedule V of the Companies Act, 2013.

Accordingly, no approval from the Central Government is required. The effective capital of the Company is more than Rs.5.00 Crores. The Company has not made any default in repayment of any debt or interest payable thereon for a continuous period of thirty days in the preceding financial year.

Information as per sub-clause iv of the second proviso of clause-B of Section-II of Part-II of Schedule V of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is given below:-

The Company was incorporated on January 21, 1984, and has already started manufacturing Terry Towels. The Company has not entered into any foreign collaboration.

Mrs. (Dr.) Sangeeta Gupta, aged 61 years, MBBS, is on the Board of the Company since March 9, 1994. She has vast experience in Textile Industry. Her job profile as Whole Time Director of the Company comprises of managing all activities under the supervision, control and guidance of the Board of Directors of the Company. On the recommendation of the Nomination and Remuneration Committee, subject to the approval of the members by passing of the special resolution at a remuneration of Rs.150,000/- per month. Presently, she is drawing the same remuneration. No recognition/award has been provided to her by any organization/ authority. She is a suitable person for the post of the Whole Time Director of the Company considering her experience and performance as Whole Time Director of the Company. Terms of appointment are as given in the special resolution of her appointment in this notice. The proposed remuneration is favorably comparable with the remuneration paid to managerial personnel in the similar types of companies and is commensurate with the size of the Company and profile and position of Mrs. (Dr.) Sangeeta Gupta. She is the wife of Mr. Suneel Gupta, Managing Director and mother of Mr. Abhinav Gupta, Whole Time Director and Ms. Noor Gupta-Non Executive Director. She is also concerned or interested as one of the shareholders of the Company. The earnings of the Company are continuously increasing. But, remuneration payable to her exceeds the limit provided under section 197 of the Companies Act, 2013. Therefore, it is decided to pay remuneration as per Schedule V of the

ASHNOOR TEXTILE MILLS LIMITED

Act. The Company is likely to continue with good performance. To survive in the stiff competition prevailing in the industry and increase profit margin, the Company is implementing various cost reduction measures on the operational and administrative front. The Company is also exploring the possibilities of increasing new service areas, which may yield better results for the Company. As stated above, the Company is in the Textile industry and, therefore, it is not possible to quantify the profits in measurable terms since the performance of the Company depends largely upon other uncontrollable factors. However, in view of various steps taken/to be taken as mentioned above, the Company expects far better results in the future. Mrs. (Dr.) Sangeeta Gupta will be a retiring Director and eligible for re-appointment.

For the number of meetings of the Board attended by her during the financial year, of her directorships of other Company's Board and Membership/ Chairmanship of Committees of other Boards please refer Corporate Governance Report section of the Annual Report. None of the Directors, Key Managerial Personnel and their relatives except Mrs. Sangeeta Gupta, Whole Time Director, holding 23.43% paid up equity capital Mr. Suneel Gupta, Managing Director, holding 33.44% paid up equity capital, Mr. Abhinav Gupta, Whole Time Director, holding 12.22% paid up equity capital and Ms. Noor Gupta-Non Executive Director, holding 3.50% paid up equity capital are interested in the resolution.

The Board recommends the special resolution set forth in item number 6 for the approval of the members.

Item Number-6

The First term of Ms. Divya Agarwal (DIN: 08016384) as an Independent Director commenced on December 9, 2017, will be completed on December 8, 2022. The Board, on the recommendation of the Nomination and Remuneration Committee, proposes to re-appoint Ms. Divya Agarwal as an Independent Director of the Company for the second term of 5 (five) consequent years with effect from December 9, 2022. Your Directors confirm that the proposed re-appointee possesses the requisite skill, experience and expertise. The Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director. The Company has also received:

- a) his consent to act as Director in form DIR-2 as per Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014;
- b) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013; and
- c) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act.

The resolution seeks the approval of the members for the appointment of Ms. Divya Agarwal as an Independent Director of the Company for a period of 5 consecutive years effective December 9, 2022, as per provisions of section 149 read with Schedule IV and other applicable provisions of the Act and rules made thereunder. She will not liable to retire by rotation.

Ms. Divya Agarwal fulfills the conditions specified in the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Details as per Regulation 36 (3) of Listing regulations are given as follows:

Ms. Divya Agarwal, aged about 35 years, is a Chartered Accountant. She was associated with Adidas. She is an expert in Finance and Accounts and her expert knowledge in these fields will of immense use to the Company. She is neither holding any office of Director in any public limited company nor is a member/chairman of any committee of the Board except this Company. The special resolution seeks the approval of the members for the appointment of Ms. Divya Agarwal as an Independent Director of the Company for a period of 5 consecutive

ASHNOOR TEXTILE MILLS LIMITED

years effective from December 9, 2022, as per provisions of section 149 read with Schedule IV and other applicable provisions of the Act and rules made thereunder. She will not be liable to retire by rotation.

The Board/NRC believes that Ms. Divya Agarwal fulfills the conditions specified for the appointment as independent director in the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

She is not holding any share in the Company. She is not related to any Director and Key Managerial Personnel and their relatives in the Company. She is neither Director in any other public Company nor a Member/Chairperson of the Committee of the Board of Public Limited Company.

None of the Directors, Key Managerial Personnel or their relatives, except Ms. Divya Agarwal is concerned or interested in the resolution.

The Board recommends the special resolution set out at number 6 of the Notice for your approval.

Item Number-7

During the financial year, the Company has paid a total sitting fee of Rs.4.50 Lakh to the non executive independent directors and out of this sitting fee of Rs.4.00 Lakh has been paid to Mr. Anil Aggarwal.

Mr. Anil Aggarwal, aged 57 years, is a Bachelor of Commerce and Fellow Member of Institute of Company Secretaries of India and has experience of more than 32 years of various fields including Company Law, Tax Planning, Banking, Financial Services and Investment Consultancy. He was Chairman of the Amritsar Chapter of the Institute of Company Secretaries of India. He always has been instrumental in guiding the Company towards the growth and sustainability. He played a pivotal role for the growth of the Company during the financial year under review.

Pursuant to the terms of Regulation 17(6)(ca) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, the approval of the shareholders is required by passing a special resolution for the payment of sitting fee to him exceeding fifty percent of the sitting fee paid to all the non executive directors.

He is not holding any share in the Company and is not related to any Director and Key Managerial Personnel and their relatives. None of the Directors, Key Managerial Personnel or their relatives, except Mr. Anil Aggarwal is concerned or interested in the resolution.

The Board recommends special resolution set out at number 6 of the Notice for your approval.

Registered Office:
Village Khandsa, Behrampur Road
Gurgaon, Haryana-122001
CIN-L17226HR1984PLC033384
E-mail: atml_delhi@yahoo.com
Phone: 0124 4809756
Web: ashnoortex.com

Place: Gurugram
Date: August 9, 2022

By the order of the Board

Sd/-
Suneel Gupta
Managing Director
DIN-00052084

ASHNOOR TEXTILE MILLS LIMITED

DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present their 39th Annual Report on the affairs of the Company together with the Audited Accounts for the financial year ended on March 31, 2022.

FINANCIAL PERFORMANCE AND OUTLOOK

Rupees in Lakh

PARTICULARS	2021-2022	2020-2021
Income (including other income)	26,232.21	11,875.37
Gross Profit before financial overheads and depreciation	1,928.95	1,184.52
Financial Overheads	353.86	245.81
Depreciation	368.60	308.45
Profit before Tax Exceptional and Extra-Ordinary Items	1,206.49	630.25
Exceptional and Extra-Ordinary Items	(4.45)	67.61
Profit before Tax	1,202.04	697.86
Income/Deferred Tax	306.50	155.72
Profit after Tax-available for appropriation	895.53	542.15
Basic Earnings Per Share	7.03	4.25

During the financial year 2021-2022, the operating environment at the start of the year was extremely challenging due to uncertainty and volatility due to the COVID-19 pandemic and geographic tensions from the start of the current calendar year worsen the situation. However, the situation started to improve from the second quarter of the year. Your Company exhibited tremendous flexibility and steered the dynamic environment speedily. Despite the disruption during the year, your Company seized the market opportunities and focused on the execution of the pending orders of the previous year due to COVID-19 and posted robust growth in revenue and profit. During the year, income of the company from operations increased by more than 100% from Rs.11,573.61 Lakh to Rs.26,110.29 Lakh and profit after tax increased by 65% from Rs.542.15 Lakh to Rs.895.53 Lakh. The Company is carrying out business activities only in one segment.

Financial Statements of the Company have been prepared on IND-AS basis. There was not any change in the nature of business of the company. Further, there has been no material change/ commitment that occurred after March 31, 2022, until the date of this report affecting the financial position of the Company. The Company has complied with all the applicable provisions of the Companies Act, 2013, relevant Rules and Secretarial Standards. The Company has not revised its financial statement or Board's report in any of the three preceding financial year. The key financial ratios as on March 31, 2022 are given in the Corporate Governance Report. The Company has neither made any application during the financial year nor is any proceeding against the Company pending at the end of the financial year under the Insolvency and Bankruptcy Code, 2016. The Company has not entered into one-time settlement with any bank.

ASHNOOR TEXTILE MILLS LIMITED

TRANSFER TO RESERVE

The Board of Directors of the company has decided not to transfer any amount to any specific reserve and the entire profit after tax has been carried over to the Balance Sheet as surplus.

DIVIDEND

In view of the requirement for more funds for the growth of the Company, the Board of Directors does not recommend any dividend for the year under review.

FIXED DEPOSITS

The Company has never accepted deposits from the public. During the year under review, your Company has neither invited nor accepted/renewed any fixed deposit. No fixed deposits outstanding or unclaimed as on March 31, 2022.

CAPITAL STRUCTURE

During the year under review, there was no change in the capital structure of the Company. The Company has neither issued shares with differential voting rights nor granted any employee stock options or sweat equity shares. During the financial year, the Company has not issued any type of debentures or preference shares or bonds.

INVESTOR EDUCATION AND PROTECTION FUND

During the year, the Company was not required to transfer any amount or share to Investor Education and Protection Fund.

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

None of the Directors of your Company is disqualified under the provisions of the Companies Act, 2013 ((hereinafter in this report called "the Act") or Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter in this report called "the Listing Regulations") as on March 31, 2022. A certificate issued by the Practicing Company Secretary in this respect is annexed and forms part of the Annual Report.

All the Independent Directors of the Company have given declarations confirming that they meet the criteria of independence as prescribed under the Act and the Listing Regulations.

In terms of section 152 of the Companies Act, 2013 and Articles of Association of the Company Mr. Abhinav Gupta (DIN-02766867), Director, will retire by rotation and, being eligible, offers himself for re-appointment.

The First term of Mrs. Divya Agarwal (DIN: 08016384), as an Independent Director will be completed on December 8, 2022. The Board, on the recommendation of the Nomination and Remuneration Committee, proposes to re-appoint her as an Independent Director of the Company for the second term of 5 (five) consecutive years with effect from December 9, 2022. Your Directors confirm that the proposed re-appointee possesses the requisite skill, experience and expertise.

Further, the three years term of Mr. Suneel Gupta (DIN-00052084)-Managing Director will complete on January 9, 2023. In view of his contribution to the growth of the Company, the Board at the recommendation of the Nomination and Remuneration Committee, has re-appointed him on August 9, 2022, subject to the approval of members by passing of special

ASHNOOR TEXTILE MILLS LIMITED

resolution as Managing Director for a period of three years effective from January 10, 2022 at the remuneration, allowances/perquisites and other terms and conditions as detailed in the resolution.

The three years term of Dr. (Mrs.) Sangeeta Gupta (DIN-00052121)-Whole Time Director will be completed on April 30, 2023. In view of her contribution to the growth of the Company, the Board, at the recommendation of the Nomination and Remuneration Committee, has re-appointed her on August 9, 2022, subject to the approval of members by passing of special resolution as Whole Time Director for a further period of three years effective from May 1, 2023, at the remuneration, allowances/perquisites and other terms and conditions as detailed in the resolution.

Pursuant to sections 2(51) and 203 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following persons are the Key Managerial Personnel of the Company:

- Mr. Suneel Gupta Managing Director
- Mr. Girish Singh Adhikari Chief Financial Officer
- Ms. Yashima Saluja Company Secretary

The brief resume and other details of the Directors to be re-appointed, as required under Listing Regulations have been provided in the notice of the Annual General Meeting. Details of the meeting attended by the Directors are given in the Corporate Governance Report. The balance of funds borrowed from Promoter Directors as on March 31, 2022, was Rs.2,270.07 Lakh. The maximum amount of loan taken from the Director during the year was Rs. 2,401.03 Lakh.

RELATIONSHIP BETWEEN DIRECTORS INTER-SE

The entire promoter Directors are relatives within the meaning of the term 'relative' as per section 2(77) of the Companies Act, 2013. None of the remaining Directors are related to each other and promoters.

AUDITORS AND AUDITORS' REPORT

The 5 years terms of Agarwal & Gupta, Chartered Accountants, New Delhi, will be completed at the end of the ensuing 39th Annual General Meeting of the Company. He has shown his unwillingness to get re-appointed for the second term due to pre-occupation. There is no other material reason for their unwillingness. Your Directors recommends the appointment of Messrs KSA & Co., Chartered Accountants, New Delhi, as the Statutory Auditors of the Company for a period of 5 years from the conclusion of this Annual General Meeting till the conclusion of 44th Annual General Meeting of the Company. Earlier, they were Statutory Auditors of the Company till the conclusion of the 34th Annual General Meeting of the Company.

There is no qualification, reservation or adverse remarks in the audit report on financial statement of the Company for the financial year ended March 31, 2022. The Report of the Auditors on the Financial Statements including relevant rules on the accounts for the financial year ended March 31, 2022 are self-explanatory and do not call for any further comments. The said report forms part of the Annual Report.

COST AUDIT

The provisions relating to Cost Audit are not applicable to the Company.

ASHNOOR TEXTILE MILLS LIMITED

INTERNAL AUDITORS

Pursuant to requirements of section 138 of the Act, Messrs Naveen Brahma Nand & Company, Chartered Accountants, has been re-appointed as Internal Auditors for the financial year 2022-2023.

SECRETARIAL AUDIT REPORT

Messrs Anil Arora & Associates, Company Secretaries, New Delhi, was appointed as Secretarial Auditors by the Board of Directors, for the financial year 2021-2022, as per provisions of section 204 of the Companies Act, 2013. The report of Secretarial Auditors is annexed with Annual Report and forms part of Annual report. The Board has re-appointed them for the financial year 2022-2023.

Further, pursuant to Regulation 24A of Listing Regulations a Secretarial Compliance Certificate issued by Messrs Anil Arora & Associates, Company Secretaries, New Delhi is also annexed with Annual Report and forms its part.

SUBSIDIARY, JOINT VENTURE OR ASSOCIATES

The Company does not have any Subsidiary, Material Subsidiary, Joint Venture or Associate Company.

PERFORMANCE EVALUATION OF BOARD OF DIRECTORS

The Board has carried out an annual evaluation of its own performance and that of its Committees as well as performance of all the Directors individually including the Independent Directors as per provisions of section 134(3)(p) of the Act and the Listing Regulations and as per detailed criteria prepared by the Nomination and Remuneration Committee. The Independent Directors have also evaluated the performance of the Chairman and non-Independent Directors in their separate meetings as per criteria provided by the Nomination and Remunerations Committee.

The detail of programs held during the financial year for familiarization of the Independent Directors with the Company, informing them about their roles, rights, responsibility in the Company, nature of the industry in which the Company operates, the business model of the Company and related matters are available on the website of the Company at the web link: <http://ashnoortex.com/wp-content/uploads/2022/08/formal.pdf>.

CODE OF CONDUCT

As per provisions of the Companies Act, 2013 and Listing Regulations, the Company has laid down a code of conduct for all members of the Board of Directors including Independent Directors and Senior Management of the Company, which includes the duties of independent directors as laid down in the Act. All the Board members and senior management personnel are required to affirm compliance with the code of conduct. They have affirmed compliance with the code for the financial year 2021-2022 and Managing Director has given a declaration affirming compliance by them. The Code of Conduct is available on the website of the Company on web link: <http://ashnoortex.com/wp-content/uploads/2020/08/Code-of-Conducts-For-the-Board-Members-and-Senior-Management.pdf>

DIRECTORS' RESPONSIBILITIES STATEMENT

Pursuant to section 134(5) of the Companies Act, 2013, your Directors, in terms of section 134(3)(c) of the Companies Act, 2013 confirms that:

ASHNOOR TEXTILE MILLS LIMITED

- a. in preparation of the annual accounts for the financial year ended March 31, 2022, the applicable accounting standards (Ind-AS) have been followed along with the explanations relating to material departures, if any;
- b. the directors have selected such appropriate accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent to give a true and fair view of the State of affairs of the Company as on March 31, 2022, and of the profit of the Company for that period;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the annual accounts for the financial year ended March 31, 2022, on a going concern basis;
- e. the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

NUMBER OF BOARD MEETINGS

During the financial year 2021-2022, nine (9) meetings of the Board of Directors of the Company were held. All the required details of these meetings including the attendance of Directors of these meetings are given in the Corporate Governance Report.

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS

Your Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

CORPORATE GOVERNANCE

Your Company has taken adequate steps to ensure compliance with the provisions of the Corporate Governance Report as prescribed under the Listing Regulations.

A detailed report on Corporate Governance along with Management Discussion and Analysis Report are annexed as part of the Annual Report. A certificate issued by the Statutory Auditors on Corporate Governance is also annexed with a detailed report on Corporate Governance.

PARTICULAR OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The related party transaction(s) are negotiated on an arm's-length basis and are in the ordinary course of business. Therefore, the Provisions of Section 188(1) of the Companies Act, 2013 are not applicable.

During the year, the Company had not entered into any contract/arrangement/ transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions or which are required to be reported in Form No. AOC-2 in terms of Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014. However, suitable disclosure has been made in the note number 43 to the Financial Statements.

The Policy on materiality of related party transactions of the Company is available on Company's

ASHNOOR TEXTILE MILLS LIMITED

website at the web link: <http://ashnoortex.com/wp-content/uploads/2020/08/Poily-on-Related-Party-Transactions.pdf>

BUSINESS RISK MANAGEMENT

As you know, Business Risk Management, being a very important part of any business, needs appropriate plans to control the mechanism and operating effectiveness of the Internal Financial Controls and Legal Compliance System. The Board reviews the plans from time to time. However, no risk has been identified which in the opinion of the Board may threaten the existence of the Company.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant, material orders passed against the Company by the regulators or courts, which would affect the going concern status of the Company and its future operations.

INTERNAL FINANCIAL CONTROL

A detailed note has been provided under Management Discussion and Analysis Report appended hereto.

AUDIT COMMITTEE

At the end of the financial year on March 31, 2022, the Audit Committee was comprised of

1. Mr. Anil Aggarwal (Independent Director)-Chairman;
2. Mr. Suneel Gupta (Managing Director)-Member;
3. Mr. Naresh Kumar Aggarwal- (Independent Director)-Member,
4. Mrs. Divya Aggarwal (Independent Director)-Member; and
5. Mr. Sanjay Arora-(Independent Director)-Member.

During the year, four (4) meetings of the Committee were held. Dates of meetings, attendance of Directors in meetings and other details are given in the Corporate Governance Report. The Board has accepted all the recommendations of the Audit Committee.

STAKEHOLDERS RELATIONSHIP COMMITTEE

At the end of the financial year on March 31, 2022, the Stakeholders Relationship Committee was comprised of

1. Mr. Anil Aggarwal (Independent Director)-Chairman;
2. Mr. Suneel Gupta (Managing Director)-Member;
3. Mr. Sanjay Arora-(Independent Director)-Member; and
4. Mrs. Divya Aggarwal (Independent Director)-Member.

During the year, four (4) meetings of the Committee were held. Dates of meetings, attendance of Directors in meetings and other details are given in the Corporate Governance Report.

NOMINATION AND REMUNERATION COMMITTEE

At the end of the financial year on March 31, 2022, the Nomination and Remuneration Committee was comprised of

1. Mr. Anil Aggarwal (Independent Director)-Chairman;

ASHNOOR TEXTILE MILLS LIMITED

2. Mrs. Divya Aggarwal-(Independent Director)-Member;
3. Mr. Sanjay Arora-(Independent Director)-Members; and
4. Mr. Naresh Kumar Aggarwal- (Independent Director)-Member.

During the year, one (1) meeting of the Committee was held. Details of meetings are given in the Corporate Governance Report. The Nomination and Remuneration Policy as approved by the Board is available on Company's website at the web link: <http://ashnoortex.com/wp-content/uploads/2020/08/Nomination-and-Remuneration-Policy.pdf>

CORPORATE SOCIAL RESPONSIBILITY

The provisions of section 135 of the Companies Act, 2013, and Companies (Corporate Social Responsibility Policy) Rules, 2014, has become applicable after financial year ended 2020-2021 as profits of the Company for the financial year ended March 31, 2021, were more than Rs.500 Lakh. The Board has constituted a Corporate Social Responsibility Committee (CSR Committee). At the end of the financial year on March 31, 2022, the CSR Committee is comprised of

1. Mr. Anil Aggarwal (Independent Director)-Chairman;
2. Mr. Suneel Gupta (Managing Director)-Member;
3. Mrs. (Dr.) Sangeeta Gupta (Whole Time Director)-Member; and
4. Mr. Sanjay Arora-(Independent Director)-Member.

Scope of Committee includes:

- a) formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company in areas or subjects, specified in Schedule VII;
- b) recommend the amount of expenditure to be incurred on the activities referred to in clause (a); and
- c) monitor the Corporate Social Responsibility Policy of the company from time to time.

During the financial year 2021-2022, the Company was required to incur Rs.10.64 Lakh for CSR. The short-term provisions for the same have been created in the Balance Sheet in note number 20(b)(ii) and the Company will transfer the unspent amount as per provisions of section 135 of the Companies Act, 2013. During the financial year 2022-2023, the Company is required to incur a CSR expenditure of Rs.15.38 Lakh. The CSR Committee has formed a CSR Policy and the Board of Directors has approved the same as amended. The said policy is available on Company's website at the web link: <http://ashnoortex.com/wp-content/uploads/2022/08/CSR-Policy-1.pdf>. A detailed information in respect of CSR is attached to this report as Annexure-2.

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

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in '**Annexure-1**' to this Report.

ANNUAL RETURN

According to the provisions of Section 134(3)(a) and Section 92 of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company as on March 31, 2022 is uploaded on the website of the Company at web link: <http://ashnoortex.com/wp-content/uploads/2022/09/MGT-7-March-31-2022-1.pdf>

ASHNOOR TEXTILE MILLS LIMITED

VIGIL MECHANISM

A Vigil Mechanism in the form of Whistle Blower Policy as per provisions of section 177(9) read with Rule 7 of the Companies (Meeting of Board and its Powers) Rules, 2014 Regulation 22 of the Listing Regulations has been formed by the Company, which provides freely reporting of any genuine concern to the Chairman of the Audit Committee by any Director or employee of the Company. The policy provides adequate safeguards against victimization to such Director(s) or employee(s). Whistle Blower Policy duly approved by the Board is available on the Company's website at the web link: <http://ashnoortex.com/wp-content/uploads/2020/08/Whistle-Blower-Policy.pdf>

Further details are available in the Report on Corporate Governance that forms part of this Report.

PREVENTION OF INSIDER TRADING

In view to prevent insider trading in the securities and ensure transparency and also regulate trading in securities of the Company by the Directors and designated employees the Company has framed a Code of Fair Disclosure as per provisions of Listing Regulations, which is available on the Company's website at the web link: <http://ashnoortex.com/wp-content/uploads/2020/08/Code-of-Fair-Disclosure.pdf>

MANAGERIAL REMUNERATION

Details about remuneration as required under section 197(12) read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Rupees in Lakh

Sl. No	Name of Director/ KMP	Designation	Remuneration during the Year	Percentage Increases/ decrease in Remuneration during the Year	Ratio of Remuneration of each Director to median remuneration
1.	Mr. Suneel Gupta	Managing Director	13.50	50.00	11.40%
2.	Mrs. (Dr.) Sangeeta Gupta	Whole Time Director	13.50	50.00	11.40%
3.	Mr. Abhinav Gupta	Whole Time Director	13.50	50.00	11.40%
4.	Ms. Noor Gupta	Promoter Director	0.00	0.00	NA
5.	Mr. Anil Aggarwal	Independent Director	4.00	(55.56)	38.46%
6.	Mr. Sanjay Arora	Independent Director	0.50	100.00	307.68%
7.	Mrs. Divya Agarwal	Independent Director	0.00	0.00	NA
8.	Mr. Naresh Kumar Aggarwal	Independent Director	0.00	0.00	NA
8.	Girish Singh Adhikari	CFO	8.36	20.24	18.40%
10.	Yashima Saluja	Company Secretary	4.80	36.51	32.05%

ASHNOOR TEXTILE MILLS LIMITED

No Commission was paid to Managing Director and Whole Time Director from the Company. The Company was having 474 permanent employees on the rolls of the Company. There is no increase in the median remuneration of the employees in the financial year.

None of the employees of the Company is drawing remuneration as per Rule 5(2) of the Companies (Appointment and Remuneration) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

During the year, the Company has not given any Loan and Corporate Guarantee, which is covered under section 186 of the Act. The Company has invested of additional funds for the time being available with the Company as given in note number 3 in Balance Sheet.

COMPLAINT UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

No complaint was received for sexual harassment by Internal Complaints Committee set up under the captioned Act in the financial year 2021-2022. Therefore, no complaint was pending for redressal on March 31, 2022.

ACKNOWLEDGMENT

Your Directors express their gratitude and thanks to Banks, Central and State Government Authorities, Stock Exchange, Regulatory Authorities and stakeholders for their continued co-operation and support to the Company and also express their gratitude and thanks to Shareholders, Customers, Suppliers and other business associates for their continued co-operation and patronage. Your Directors also place on record its appreciation for the dedicated efforts put on by the employees of the Company at all levels.

By the order of the Board

**Sd/-
Suneel Gupta
Managing Director
DIN-00052084**

**Sd/-
Sangeeta Gupta
Director
DIN-00052121**

**Place: Gurugram
Date: August 9, 2022**

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

Information regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo pursuant to Companies (Accounts) Rules, 2014 and forming part of Directors' Report.

1. CONSERVATION OF ENERGY

The Company always tries to conserve/efficiently utilize the energy as it plays an important role to increase profit of the Company. The Company continually makes efforts to improve the energy performance. This not only saves energy resources for future but also avoids wasteful utilization of energy. The Company's profit also increases due to efficient utilization of the energy.

a) Energy Conservation Measures Taken

- This year also the Company continued to modernize the plant and machineries by incurring Rs.871.24 Lakh. The new machines are always energy efficient than older ones.
- The Company continued to controls potential areas where it may suffer energy loss
- It has already directed all the employees at all level to avoid wastage of electricity by effective utilization of computers machines, switching off all computers, AC System and light when not required.

b) Utilization of alternative source of energy

- Presently, the Company is not using any alternate source of energy but is searching a good alternative source.

c) Capital Investment on energy conservative equipment

No significant investment is made in this financial year.

2. TECHNOLOGY ABSORPTION

A. Research and Development

a) Specific areas in which R&D is carried out by the Company

- R & D is integral part of production is carried out in a continuous manner.

b) Benefits derived as a result of R&D

- Cost reduction

c) Future Plan of Action

- The Company continues to find out more ways to improve quality of products and reduction in cost.

d) Expenditure on R&D

- As mentioned above in 2(A)(a) R & D being integral part of production is carried out in a continuous manner and, therefore, no separate records on expenses incurred on R & D is maintained.

ASHNOOR TEXTILE MILLS LIMITED

B. Technology absorption, adaptation and innovation

- There is no new technology absorption, adaptation and innovation during the financial year. However, the company is making continue efforts to make improvement in the existing technology being used to increase the efficiency wherever possible.

3. FOREIGN EXCHANGE EARNINGS AND OUTGO

a) Activities relating to export, initiative taken to increase exports, development of new export market for products and export plans

- The Company is continuously trying to increase exports in existing markets and also trying to find out new markets.

a) Total foreign exchange earned and used during the financial year Income in Foreign Currency

Rupees in Lakh

Particulars	2021-2022	2020-2021
FOB value of Export of Terry Towels (Realization basis)	23,199.30	11,325.47

Expenditure in Foreign Currency

Particulars	2021-2022	2020-2021
Stores and Spares	58.43	16.81
Foreign Travelling	20.85	46.81
Purchase of machineries	28.83	0.00
Total Expenditures	108.11	63.62
Net foreign exchange earned	23,091.19	11,261.85

For Ashnoor Textile Mills Limited

Sd/-
Suneel Gupta
Managing Director
DIN-00052084

Sd/-
Sangeeta Gupta
Director
DIN-00052121

Place: Gurugram
Date: August 9, 2022

Annual Report on Corporate Social Responsibility (CSR) Activities

(Pursuant to Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 [Including any statutory modification(s) or re-enactment(s) for the time being in force])

1. Brief outline on CSR Policy of the Company

The provisions of section 135 of the Companies Act, 2013, and Companies (Corporate Social Responsibility Policy) Rules, 2014, has become applicable after financial year ended 2020-2021 as profits of the Company for the financial year ended March 31, 2021, were more than Rs.500 Lakh. The Company has framed a CSR Policy in compliance of provisions of the Companies Act, 2013, which includes Company's approach towards CSR activities which may be carried on by the Company as CSR, implementation mechanism, monitoring and evaluation etc.

2. Composition of CSR Committee:

Serial Number	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Anil Aggarwal	Chairman / Independent Non Executive Director	2	2
2	Mr. Suneel Gupta	Member / Managing Director	2	2
3	Dr. (Mrs.) Sangeeta Gupta	Member / Director	2	1
4	Mr. Sanjay Arora	Member / Managing Director	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: CSR Policy: <http://ashnoortex.com/wp-content/uploads/2022/08/CSR-Policy-1.pdf>

Composition of Committee: <http://ashnoortex.com/wp-content/uploads/2022/08/Committees-of-the-Board-of-Directors.pdf>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): **Not applicable**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: **Not applicable**

ASHNOOR TEXTILE MILLS LIMITED

Serial Number	Financial Year	Amount Available for set-off from preceding financial years	Amount required to be set off for the financial year, if any

6. Average net profit of the company as per section 135(5). ₹ 531.83 Lakh

7. As per table below:

Serial Number	Particulars	Amount in Lakh
A	Two percent of average net profit of the company as per section 135(5)	10.64
B	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	0.00
C	Amount required to be set off for the financial year, if any	0.00
D	Total CSR obligation for the financial year(7a+7b-7c)	10.64

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in ₹ Lakh)	Amount Unspent (in Rs.)				
	Total Amount transferred to Un-spent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer
0.00	0.00	--	--	--	--

(b) Details of CSR amount spent against ongoing projects for the financial year:

Not Applicable

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (in ₹ Lacs)	Mode of implementation Direct (Yes/No).	Mode of implementation – Through implementing agency.	
				State.	District.			Name.	CSR registration number.
1						0.00			
	TOTAL					0.00			

ASHNOOR TEXTILE MILLS LIMITED

- (d) Amount spent in Administrative Overheads: **0.00**
 (e) Amount spent on Impact Assessment, if applicable: NA
 (f) Total amount spent for the Financial Year (8b+8c+8d+8e) : ₹ **0.00**
 (g) Excess amount for set off, if any: NA

Sl. No.	Particular	Amount (in ₹ Lakh)
(i)	Two percent of average net profit of the company as per section 135(5)	
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the financial year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

9. (a) Details of Unspent CSR amount for the preceding three financial years: **0.00**

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹ Lacs)	Amount spent in the reporting Financial Year (in ₹ Lacs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
1.							
2.							
3.							
	TOTAL		0.00				

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **Not Applicable**

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).
Not Applicable
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). **The Company will transfer the unspent amount to funds specified in Schedule VII within the specified time.**

For Ashnoor Textile Mills Limited

Sd/-
Suneel Gupta
 Managing Director
 DIN-00052084

Sd/-
Sangeeta Gupta
 Director
 DIN-00052121

Place: Gurugram
 Date: August 9, 2022

ASHNOOR TEXTILE MILLS LIMITED

CORPORATE GOVERNANCE REPORT

1 Company's Philosophy on Corporate Governance

The Corporate Governance Report is being prepared in compliance with Regulation 34(3) read with Schedule V(C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter in this report referred as "Listing Regulations"), and contains the details of Corporate Governance systems and processes at Ashnoor Textile Mills Limited ("the Company"). The Company adopts the policies, processes and practices which help the Company to achieve its goal and act as a tool to attain transparency in operations. Board of Directors

a) Composition of the Board

The composition of the Board as on March 31, 2022, confirms with Regulation 17 of the Listing Regulations read with Section 149 of the Act. The Board of the Company is comprised of eight Directors with Executive, Non-Executive Promoter Directors, Non-Executive Independent Directors and Women Directors (Promoter and Independent Directors). The composition of the Board and category of Directors as on March 31, 2022, is as follows:

1.	Mr. Suneel Gupta	-	Managing Director and Chairman (Promoter)
2.	Mrs. (Dr.) Sangeeta Gupta	-	Whole-Time Director (Promoter)
3.	Mr. Abhinav Gupta	-	Whole Time Director (Promoter)
4.	Ms. Noor Gupta	-	Non-Executive Director (Promoter)
5.	Mr. Anil Aggarwal	-	Non-Executive Independent Director
6.	Mr. Sanjay Arora	-	Non-Executive Independent Director
7.	Ms. Divya Agarwal	-	Non-Executive Independent Director
8.	Mr. Naresh Kumar Aggarwal	-	Non-Executive Independent Director

None of the above Directors exceeds the limit of Directors as specified in section 165(1) and proviso thereof of the Companies Act, 2013 and Regulation 26 of the Listing Regulation. Mr. Naresh Kumar Aggarwal was appointed as Non-Executive Independent Director effective from February 27, 2021, in the 38th Annual General Meeting held on September 30, 2021.

(b) Number of Board Meetings

During the year under review, 9 (Nine) meetings of the Board of Directors were held on June 29, 2021; July 14, 2021; August 12, 2021; September 28, 2021; November 11; 2021; December 08, 2021; February 7, 2022; February 25, 2022 and March 28, 2022.

Pursuant to provisions of section 173 (1) of the Companies Act, 2013 and Regulation 17(2) of the Listing Regulations, gap between two Board Meetings did not exceed 120 days. The necessary quorum was present throughout all the meetings. During the year, all the relevant information, inter-alia, placed before the meeting as per the provisions of the Listing Regulations and discussed/ approved by the Board including information as per Regulation 17(7) of the Listing Regulations read with Part A of Schedule II. The Board periodically reviewed the compliance reports of all

ASHNOOR TEXTILE MILLS LIMITED

laws applicable to the Company. The schedule of the Board meetings used to decide in advance, in consultation with Directors and communicated to them as per provisions of the Companies Act, 2013 read with relevant Rules and Secretarial Standards-1.

(c) Attendance of Directors in the Board Meetings, Annual General Meeting and their Directorships in other Companies

Name of Directors	Attendance			Other Directorships/ Committee Memberships (in public companies)		
	Number of Board Meetings held during the year	Number of Boar Meetings attended	Last AGM attended (Yes / No)	Directorships in other public limited companies	Committee membership	Committees' Chairman
Mr. Suneel Gupta	9	9	Yes	--	--	--
Dr. (Mrs.) Sangeeta Gupta	9	8	Yes	--	--	--
Mr. Abhinav Gupta	9	3	Yes	--	--	--
Ms. Noor Gupta	9	3	Yes	--	--	--
Mr. Anil Aggarwal	9	9	Yes	--	--	--
Mr. Sanjay Arora	9	5	Yes	--	--	--
Ms. Divya Agarwal	9	6	No	--	--	--
Mr. Naresh Kumar Aggarwal	9	3	No	--	--	--

All the promoters of the Company are relatives as per provisions in section 2(77) of the Companies Act, 2013 read with rule 4 of Companies (Specification of Definitions Details) Rules, 2014. None of the Non-executive Independent Directors is related to each other and Promoter Directors. None of the Non-executive Independent Directors holds any share in the Company as on March 31, 2022 except Mr. Sanjay Arora. He holds 420 equity shares originally allotted to him many years before he became Director in the Company. Ms. Noor Gupta, a Non-Executive Promoter Director, holds 445,828 (3.50%) equity shares.

The Company regularly provides all the statutory and other important items/ information including those envisaged in Listing Regulations to the Board and the Committees thereof either as part of agenda papers well in advance of the Board/Committee Meetings or are tabled in the course of the Meetings to enable the Board/Committees to discharge their responsibilities effectively and to take informed decision. In view of the opinion of the Board, all the independent directors fulfill the conditions specified in the Companies Act, 2013 and Listing Regulations and are independent of management,

All the independent Directors on the Board of the Company are distinguished people, who have wide experience in the field of varied fields and play a very important role in the governance processes of the Board by bringing their expertise and experience in the deliberations of the Board, which enriches the decision making process at the Board/Committees with different points of view and experiences and prevents conflict of interest. The Company's familiarization program explains the roles, rights, responsibilities in the Company, nature of the industry in which the Company operates to the Independent Directors. A web link showing details of

ASHNOOR TEXTILE MILLS LIMITED

the familiarization policy is available on the website of the Company at the web-link: <http://ashnoortex.com/wp-content/uploads/2020/08/Familization-Policy.pdf>

(d) Code of Conduct for Directors and Senior Management Personnel

Pursuant to Regulation 17(5) of Listing Regulations, the Company has prepared a Code of Conduct for all its Board Members and Senior Managerial Personnel, All the members of the Board and the Senior Managerial Personnel have affirmed compliance with the Code of Conduct as on March 31, 2022, and a Declaration to this effect is attached with this Report. A copy of the code has been put on the Company's Website at the link: <http://ashnoortex.com/wp-content/uploads/2020/08/Code-of-Conducts-For-the-Board-Members-and-Senior-Management.pdf>

(e) Skill/Expertise/Competence of the Board of Directors

The Company is carrying business of manufacturing, selling and export of terry towels, which requires expertise in various branches of quality control, operations, research and development, marketing, Finance, legal matters and logistics. The Board of Directors and Key Managerial Personnel possess requisite skill, expertise and competence. Details of Directors having above skills, expertise and competence are as follows:

Mr. Suneel Gupta-Managing Director has expertise in the company's administration, quality control, purchase, production and quality control, logistics. Mr. Abhinav Gupta-Whole time Director is an expert in marketing. Dr. (Mrs.) Sangeeta Gupta is vast experience in the field of administration. Ms. Noor Gupta is also having the skill of business administration. Mr. Sanjay Arora, Mr. Naresh Kumar Aggarwal and Ms. Divya Aggarwal are Chartered Accountants and are experts in Finance, Auditing etc while Mr. Anil Aggarwal is Fellow Company Secretary and expert in Corporate and other Laws, Finance, Banking and investment.

2 Committees of the Board

The Board has following 4 (Four) Committees as on March 31, 2021:

- Audit Committee;
- Nomination and Remuneration Committee;
- Stakeholders Relationship Committee; and
- Corporate Social Responsibility (CSR) Committee.

The Board takes all the decisions pertaining to the constitution of the Committee(s), appointment of its Members etc. and determined terms of reference from time to time. Detailed role and composition of these Committees, including the number of meetings held during the financial year and the related attendance, are provided in following paragraphs/ charts:

I. Audit Committee

(a) Composition and Attendance:

During the financial year 2021-2022, 4 (Four) meetings of Audit Committee were held. These meetings were held on June 29, 2021, August 12, 2021, November 11, 2021, and February 7, 2022. All the Members of the Committee attended all the meetings.

The composition of the Audit Committee as on March 31, 2022, and meetings attended by the members of the Committee were as under:

ASHNOOR TEXTILE MILLS LIMITED

Serial Number	Name of Members	Status	Category	Number of Meetings held	Number of Meetings Attended
1	Mr. Anil Aggarwal	Chairman	Non-Executive Independent Director	4	4
2	Mr. Suneel Gupta	Member	Executive Director - Promoter	4	4
3	Ms. Divya Aggarwal	Member	Non-Executive Independent Director	4	2
4.	Mr. Sanjay Arora	Member	Non-Executive Independent Director	4	3
5.	Mr. Naresh Kumar Aggarwal	Member	Non-Executive Independent Director	4	3

All the members are financially literate as per requirements of Explanations to Regulation 18(1) of Listing Regulations and have accounting, financial, investment, banking and management expertise. The Company Secretary acts as the Secretary at the meeting of the Audit Committee. The minutes of the Audit Committee Meeting were used to place before the Board and discussed in the meetings. The role of the audit Committee includes as given in Part-C (A) of Schedule-II of the Listing Regulations and it reviews the information as given in Part-C (B) of Schedule-II of the Listing Regulations.

(b) Terms of Reference:

The Committee governed as per the regulatory requirements mandated by the Act and Regulation 18 of Listing Regulations. The Terms of Reference of the Committee includes:

- To recommend the appointment, remuneration and terms of appointment of auditors of the company;
- To review and monitor the auditor's independence and performance, and effectiveness of audit process;
- To approve any subsequent modification of transactions of the company with related parties;
- To scrutinize inter-corporate loans and investments;
- To evaluate internal financial controls and risk management systems;
- To monitor the end use of funds raised through public offers and related matters.
- Review of the Audit Reports of the Internal Auditors.
- Ensuring adequacy of Internal Audit Function and Internal Control Systems.
- Overseeing the Company's financial reporting process and disclosure of financial information.

ASHNOOR TEXTILE MILLS LIMITED

- Review of the Quarterly, Half-yearly, and Annual Financial Statements before submission to the Board.

II. Stakeholder Relationship Committee

(a) Composition and Attendance:

During the financial year 2021-2022, 4 (four) meetings of the Stakeholder Relationship Committee were held on June 29, 2021, August 12, 2021, November 11, 2021, and February 7, 2022. The composition of the Stakeholders Relationship Committee and details of the Members' participation at the Meetings of the Committee are as under:

Serial Number	Name of Members	Status	Category	Number of Meetings held	Number of Meetings Attended
1	Mr. Anil Aggarwal	Chairman	Non-Executive Independent Director	4	4
2	Mr. Suneel Gupta	Member	Executive Director-Promoter	4	4
3	Ms. Divya Aggarwal	Member	Non-Executive Independent Director	4	1
4.	Mr. Sanjay Arora	Member	Non-Executive Independent Director	4	3

The Committee has the power to consider and resolve the grievance/requests of shareholders including transfer of shares, non-receipt of annual report, issue of duplicate shares etc. The Company Secretary has been designated as the Compliance Officer as per the requirements of the Listing Regulations. The Minutes of each Stakeholders Relationship Committee Meeting are placed before the Board of Directors for consideration.

(b) Terms of Reference:

The Committee is governed by the provisions mandated by the Act and Regulation 19 of Listing Regulations. The Terms of Reference of the Committee include:

- Consider Allotment of securities;
- Issue of duplicate certificates for securities of the Company;
- Deciding the dates of book closure/ record date in respect of shares and other securities issued by the Company;
- Other matters as may be prescribed or to be prescribed from time to time to be dealt with or handled by the Committee pursuant to provisions of the Act, the Rules framed thereunder, the Listing Agreement entered into with the Stock Exchanges where the securities of the Company are listed and/or the guidelines, circulars or notifications issued by the Securities and Exchange Board of India; and
- Any other matter as may be delegated by the Board of Directors from time to time.

At the beginning of the year, no Investor Grievance was pending. During the financial year under review, the Company had received 1 (One) Investor Complaint and resolved

ASHNOOR TEXTILE MILLS LIMITED

the same. No complaint was pending as on March 31, 2022.

To regulate trading in securities by the Directors and designated employees the Company has adopted a “Code of Conduct for Prohibition of Insider Trading”.

III. Nomination and Remuneration Committee

(a) Composition and Attendance:

During the year under review, 1 (one) meeting of Nomination and Remuneration Committee was held on August 12, 2021. The composition of the Nomination and Remuneration Committee is as under:

Serial Number	Name of the Members	Status	Category	Number of Meetings held	Number of Meetings Attended
1.	Mr. Anil Aggarwal	Chairman	Non-Executive Independent Director	1	1
2.	Mr. Sanjay Arora	Member	Non-Executive Independent Director	1	1
3	Ms. Divya Aggarwal	Member	Non-Executive Independent Director	1	0
4.	Naresh Kumar Aggarwal	Member	Non-Executive Independent Director	1	1

Terms of Reference:

The Committee is governed by the provisions mandated by the Act and Regulation 19 of Listing Regulations. The Terms of Reference of the Committee include:

- Evaluation of every Director’s performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- To formulate the criteria for evaluation of Independent Directors and the Board.
- To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

ASHNOOR TEXTILE MILLS LIMITED

(b) Performance Evaluation criteria for Independent Directors:

This Committee determines the criteria for performance evaluation of Independent Directors by the Committee. It finalizes an indicative list of factors that may be evaluated including attendance and participation by a Director, adherence to ethical standards and code of conduct and cordial inter-personnel relations with other Directors.

(c) Remuneration of Directors

Details of remuneration paid to Managing/Whole Time Directors for the year ended March 31, 2022, are given below:

Amount in Lakh

Name and Designation	Suneel Gupta- Managing Director	Sangeeta Gupta- Whole time Director	Abhinav Gupta- Whole time Director
Sitting Fee	0	0	0
Consolidated Salary	13.50	13.50	13.50
Perquisites and Allowances	0	0	0
Commission Paid	0	0	0
Total Remuneration	13.50	13.50	13.50
Date of Re-appointment	January 10, 2020	May 1, 2020	February 1, 2022
Period of Re-appointment	3 years	3 years	3 years

None of the non-executive Directors has any pecuniary relationship with the Company except to the extent of receipt of sitting fees for the meetings Board/ Committee(s) of the Directors.

As per policy of the Company, any employee on senior level including employee Director may be ceased by giving one month/three months (as applicable) notice to or by the Company. The Company has not issued any stock options during the financial year.

3 General Body Meetings

Location and time for the last three Annual General Meetings

Year	Date	Venue	Time
2018-2019	September 27, 2019	Beharampur Road, Village Khandsa, District Gurgaon, Haryana	9:30 a. m.
2019-2020	September 30, 2020*		
2010-2021	September 30, 2021*		

*Annual General Meeting (AGM) held on September 30, 2020, and September 30, 2021, were held through Video Conferencing and other Audio Visual Means and deemed venue for AGM was the registered office of the Company.

In Annual General Meeting held on September 27, 2019, the members passed four special resolutions related to Reappointment of Managing Director, Reappointment of Whole Time Director, Reappointment of Independent Director for 2nd term of the consecutive period of

ASHNOOR TEXTILE MILLS LIMITED

5 years and Payment of remuneration to non-executive Directors including Independent Directors a sum not exceeding 1% of net profit.

In Annual General Meeting held on September 30, 2020, the members passed one special resolution related to Reappointment Independent Director.

In Annual General Meeting held on September 30, 2021, the members passed two special resolutions related to Reappointment Independent Director and Reappointment of one of the Whole Time Directors.

During the year under review, no resolution was passed through postal ballot as required by the Companies as per section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014.

4 Means of Communication

Quarterly Results	Quarterly Results are announced within forty-five days from the end of respective quarter and are normally published in The Pioneer (English) and Veer Arjun (Hindi).
Any Website	www.ashnoortex.com

The Company has not displayed official news releases and no presentation was made to institutional investors/analysts.

5 General Shareholders Information

(a) Date, Time and Venue of 39th Annual General Meeting (Proposed)

The 39th Annual General Meeting of the members of the Ashnoor Textile Mills Limited will be held on Thursday, September 29, 2022, at 4:00 p. m. IST through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) and be deemed to be held at the registered office of the Company.

(b) Financial Calendar (tentative and subject to change)

The Company expects to announce the un-audited quarterly results for the year 2022- 2023, as per the following schedule:

First Quarter	:	On or before August 14, 2022
Second Quarter	:	On or before November 14, 2022
Third Quarter	:	On or before February 14, 2023
Fourth Quarter/Annual	:	On or before May 30, 2023

(c) Dividend Payment Date

The Board of Directors has not recommended any dividend for the financial year 2022-2023.

(d) Book Closure

The Company’s Register of Members and Share Transfer Book will remain closed from Thursday, September 22, 2022, to Thursday, September 29, 2022 (both days inclusive).

(e) Listing on Stock Exchanges

The Company’s equity shares are listed on The Bombay Stock Exchange, Mumbai (BSE). The Company has paid the Annual listing fees for the financial year 2022-2023.

ASHNOOR TEXTILE MILLS LIMITED

(f) Stock Code

BSE, Mumbai: 507872

(g) Market Information and Performance of Company's stock price in comparison to broad based BSE Sensex

Prices in INR

Month	Monthly High Price	Monthly Low Price	Monthly Closing Price
April 2021	15.47	13.40	14.70
May 2021	23.03	14.80	21.35
June 2021	22.95	18.80	21.20
July 2021	34.75	22.25	34.65
August 2021	41.40	32.10	35.25
September 2021	45.90	34.60	45.65
October 2021	63.30	47.35	53.90
November 2021	87.15	49.95	75.20
December 2021	110.25	65.60	82.40
January 2022	86.40	66.50	71.95
February 2022	75.00	49.00	53.10
March 2022	69.80	50.50	69.80

Source: bseindia.com

(h) Performance in comparison to broad base indices such as BSE Sansex, CRISIAL Index etc.

Month	Monthly Closing Sensex at BSE	Monthly Closing Price In Rupees
April 2021	48,782.36	14.70
May 2021	51,937.44	21.35
June 2021	52,482.71	21.20
July 2021	52,586.84	34.65
August 2021	57,552.39	35.25
September 2021	59,126.36	45.65
October 2021	59,306.93	53.90
November 2021	57,064.87	75.20
December 2021	58,253.82	82.40
January 2022	58,014.17	71.95
February 2022	56,247.28	53.10
March 2022	58,568.51	69.80

Source: bseindia.com

(i) Registrar and Share Transfer Agents

Messrs Link Intime India Private Limited is Registrar and Share Transfer Agent. Presently, its office is situated at the following address:

Noble Heights, 1st Floor,
Plot NH-2, C-1 Block
LSC, Near Savitri Market
Janakpuri, New Delhi-110058

ASHNOOR TEXTILE MILLS LIMITED

(j) Share Transfer System

The Company/RTA has stopped the transfer of physical shares effective from April 1, 2019. Physical shares received for dematerialization are processed and completed within a period of 15 days from the date of receipt. Bad deliveries are promptly returned to depository Participants under the advice of shareholders.

(k) Distribution and Pattern of Shareholding

(i) Distribution of Shareholding of the Company as on March 31, 2022

Range of Equity Shares In Rupees	Shareholders		Share Capital Amount In Rupees			Share Capital Amount	
	Number	%	Physical	NSDL Demat	CDSL Demat	Rupees	%
0 – 5000	15669	95.34	1,65,07,940	21,07,720	19,61,250	2,05,76,910	16.14
5,001 – 10,000	519	3.16	24,65,930	5,62,720	6,11,740	36,40,390	2.86
10,001 – 20,000	157	0.95	10,50,430	4,89,230	5,66,180	21,05,840	1.65
20,001 – 30,000	34	0.21	2,14,690	2,78,470	3,37,300	8,30,460	0.65
30,001 – 40,000	13	0.08	2,37,750	0	1,97,200	4,34,950	0.35
40,001 – 50,000	12	0.07	1,29,500	93,550	3,12,670	5,35,720	0.42
50,001 – 1,00,000	11	0.07	1,63,310	14,1460	5,62,560	8,67,330	0.68
1,00,001 and Above	20	0.12	1,14,100	7,40,04,440	2,43,48,350	9,84,66,890	77.25
Total	16,435	100	2,08,83,650	7,76,77,590	2,88,97,250	12,74,58,490	100

(ii) Shareholding Pattern of the Company as on March 31, 2022

Category of Shareholders	Number of Share holders	Number of Shares held	Percentage of holding
Promoters	4	9,279,841	72.81
Financial Institutions, Mutual Funds and Banks	0	0	0
NRIs	7	2,173	0.02
Foreign Nationals	7	13,258	0.10
Individual shareholding-Nominal share capital upto Rs.2 lakh	16,185	29,06,283	22.80
Individual shareholding-Nominal share capital over Rs.2 lakh	3	1,76,700	1.39
Private Corporate Bodies	52	2,71,156	2.13
HUF	33	44,728	0.35
Clearing Members	13	4,544	0.03
Trust	2	25,886	0.20
NBFCs registered with RBI	1	21,280	0.17
Total	16307	1,27,45,849	100

Note: Difference in number of shares k(i) and k(ii) is due to clubbing of folios having similar Permanent Account Number.

ASHNOOR TEXTILE MILLS LIMITED

(l) Outstanding GDRs/ADRs/Warrants or any Convertible Instrument

The Company has not issued any GDRs/ADRs/Warrants or any other convertible instruments which are having an impact on Equity share capital of the Company.

(m) The ISIN No. of the Company is INE372I01018. 83.61% of the total paid-up share capital had been dematerialized as at March 31, 2021 with the two depositories.

(n) **Plant Location** Behrampur Road, Village Khandsa
District Gurgaon, Haryana-122001

(o) Address for Correspondence

Ashnoor Textile Mills Limited
Behrampur Road, Village Khandsa
District Gurgaon, Haryana-122001
Phone: 0124 4809756
E-mail: atml_delhi@yahoo.com

6 Other Disclosures

(a) Related Party Transactions

During the year, the Company has no materially significant related party transactions with any related party, which is considered to have conflict with the interests of the Company at large. All the Directors and Key Managerial Personnel have made Suitable disclosures, where they and/or their relatives have a personal interest. A detailed disclosure on related party transactions has been made at Note number 43 in Notes to Financial Statements. The web link for policy on dealing with related party transactions is: <http://ashnoortex.com/wp-content/uploads/2020/08/Policy-on-Related-Party-Transactions.pdf>.

(b) Penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority

During the previous financial year under review, Thw BSE has imposed a fine of Rs.407,100/- for non-compliance with the requirements about the composition of the Board. In fact, after the resignation of one of the Independent Directors, the Company could not find a suitable person for the appointment of Independent Director within the period of 3 months due to COVID-19. However, the same has been waived off by the BSE vide its mail dated October 27, 2021. However, no penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any other Statutory Authority on any matter related to Capital Markets during any year before the said financial year.

(c) Vigil Mechanism and Whistle Blower Policy

The Company has formed a Vigil Mechanism and Whistle Blower Policy for directors and employees to report genuine concern as per the provisions of Section 177 read with rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of Listing Regulations,. This mechanism provides adequate safeguard against victimization of employees and directors who may avail of the vigil mechanism. The Company do hereby affirms that no person has been denied access to Audit Committee. Web link of policy on vigil mechanism has been provided in the Directors' Report.

ASHNOOR TEXTILE MILLS LIMITED

(d) Accounting Treatment

The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013.

(e) Subsidiary Company

The Company does not have any subsidiary/material subsidiary. However, the policy to determine material subsidiary is available on the Company website at <http://ashnoortex.com/wp-content/uploads/2020/08/Policy-for-Material-Subsidiary.pdf>

(f) Risk Management

The Company has framed the procedures to inform the members of the Board about the different types of risk assessment and minimization procedure. However, the Company is not required to formulate Risk Management Committee.

(g) Code of Conduct

- (h) A comprehensive Code of Conduct (the Code), as per provisions of the Companies Act and Listing Regulations has been framed by the Company, which applies to all the Directors (including Independent Directors) and senior management personnel and includes the duties of independent directors as laid down in the Act. This Code provides guidance and support needed for the ethical conduct of business and compliance with provisions of all applicable laws. The said code has been circulated to all the Directors and Senior Management Personnel and they affirm compliance with the code of conduct every year. A declaration signed by the Managing Director is appended to this report. A web link to the code is given at web link of code is given at <http://ashnoortex.com/wp-content/uploads/2020/08/Code-of-Conducts-For-the-Board-Members-and-Senior-Management.pdf>.

(i) Review of Directors' Responsibility Statement

The Board in its report has confirmed preparation of annual accounts as per Indian Accounting Standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013 and sufficient care has been taken for maintaining adequate accounting records.

(j) Risk related Disclosures and Managing of Risks

Disclosures related to Financial Risk, Liquidity Risk, Market Risk, Foreign Currency Risk, Interest Rate Risk, Credit Risk and managing the same are given in note number 33 (c) of the Audited Financial Statement.

(k) Conditions of Corporate Governance

During the year, the Company has complied with all the conditions of Corporate Governance requirements as stipulated in the Listing Regulations.

(l) Disqualification of Directors

A certificate from Messrs Anil Arora & Associates, Company Secretaries, has been bt the Company stating that none of the Directors of the Company has been debarred or disqualified from being appointed or continuing as directors of the Company.

ASHNOOR TEXTILE MILLS LIMITED

(m) Disclosure concerning demat suspense account/unclaimed suspense account

At present, the Company has 1564 Shareholders holding 249,294 shares, whose Shareholding are lying undelivered /unclaimed (Previous year: 249,639 shares of 1566 shareholders).

(n) Other Requirements of Listing Regulations

(i) The Board of Directors

The Chairman of the Company is the Executive Chairman (Managing Director). All the Directors including Independent Directors are appointed/re-appointed by the Board/ shareholders from time to time as per applicable provisions of the Companies Act, 2013 and the Listing Regulations. The Company has appointed an Independent Directors for 5 consecutive years.

(ii) Members' Rights

The Company declares/publish quarterly, half-yearly and annual financial results in the English/ Hindi the newspapers and posts on the Company's website www.ashnoortex.com. The company does not send/mail the results to every member of the Company.

(iii) Unmodified Audit Report

There are no Audit Qualifications in the Company's financial statements for the financial year 2021-2022.

7 Compliance Certificate

The above Certificate was placed before the Board meeting held on May 30, 2022. The Compliance Certificate for Corporate Governance issued by the Statutory Auditors of the Company is annexed with this report.

8 CEO/CFO Certifications

The Managing Director and Chief Financial Officer of the Company have given annual certification as per Regulation 17(8) of Listing Regulations to the Board at its meeting held on May 30, 2022.

9. Other

- (i) Total fee of Rs. 1,00,000/- was paid for all the services to the Statutory Auditors
- (ii) During the year, no complaint was filed and no complaint was pending at the beginning and end of year under Sexual Harassment of Women at Workplace (Prevention Prohibition and Redressal) Act, 2013

Sd/-
Suneel Gupta
Managing Director
DIN-00052084

Sd/-
Sangeeta Gupta
Director
DIN-00052121

Place: Gurugram
Date: May 30, 2022

ASHNOOR TEXTILE MILLS LIMITED

DECLARATION REGARDING CODE OF CONDUCT

I, Suneel Gupta, Managing Director, of the Company hereby certify that the Board members and Senior Management Personnel has affirmed compliance with the Code of Conduct for the financial year ended March 31, 2022 as per requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sd/-

Suneel Gupta
Managing Director
DIN-00052084

Place: Gurugram
Date: May 30, 2022

AUDITORS' CERTIFICATE

CERTIFICATE FROM AUDITORS REGARDING COMPLIANCE OF CONDITION OF CORPORATE GOVERNANCE

To the Members of Ashnoor Textile Mills Limited

We have examined the compliance of conditions of Corporate Governance by Ashnoor Textile Mills Limited for the year ended on March 31, 2022, as stipulated in SEBI (Obligations and Disclosures Requirements) Regulation, 2015 (the Listing Regulations).

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the condition of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the Company.

We have carried out an examination of relevant records of the Company in accordance with the "Guidance Note on Certification of Corporate Governance" issued by the Institute of Chartered Accountants of India (the ICAI), the Standard of Auditing specified in section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the "Guidance Note on Reports or Certificates for Special Purposes", issued by the ICAI, which required, enter-alia, that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

In our opinion and to the best of our information and explanation given to us, we certify that the company has complied with the condition of Corporate Governance as stipulated in the above mentioned the Listing Regulations during the financial year ended March 31, 2022

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 Agarwal & Gupta
Chartered Accountants
(Registration Number: 017621C)

Sd/-

HEMENDRA KUMAR GUPTA
Partner
Membership Number: 090841
UDIN: 22090841AJXOZT3710

Place: New Delhi
Date: May 30, 2022

ASHNOOR TEXTILE MILLS LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A. Business overview of Ashnoor Textile Mills Limited (ATML)

Ashnoor Textile Mills Limited is engaged in the manufacture and export of terry towels. It has only one plant located at Gurugram. The company generates more than 85% of income from operation by the export of its product to the USA. So, the business prospects of the company are dependent on global, particularly the economic conditions in the USA, as well as the Indian economy.

B. Industry Structure and Developments

India's textile sector provides livelihoods to millions of households and has the second largest employer, employing more than 32 million workers. It has the potential to employ more than 50 million employments in the next 2-3 years. The textile sector, about generating formal and productive jobs, has potential for broader social transformation, generating exports and growth. The terry towels form an integral part of the home-textile segment. The demand for terry towels varies across the countries depending upon various factors like population, demographics, living style, economic status, and climatic conditions. In India, terry fabrics are manufactured mainly in decentralized handloom and power looms sectors. only 10-15% of total terry fabric production was produced in the organized sector. We are one of the prominent terry towel manufacturers in the organized sector. Most of the organized sector units are engaged in catering to market of export and also the high quality segment of domestic markets.

C. Opportunities and Threats and Future outlook Global Economic Conditions

The World has faced an exceptional situation in all facets of business and economy with the Covid-19 Pandemic in 2020 and 2021. The company is engaged in the manufacture and export of terry towels which are used mainly in the hotel industry. So, the COVID-19 has affected the company in terms of a decline in orders from overseas buyers in the financial Year 2019-2020 due to various restrictions and a slowing down in the economy. But, the company recovered in 2021-2022 and completed all the pending orders. There is tough competition for exports of terry towels to the USA. Major exports to the USA include China, Brazil, Turkey, Thailand, Israel, Bangladesh, Vietnam etc.

Terry towel is one of the strong product categories for Indian textile companies as Indian giants have a major share in the world's leading market. The Global home textile industry is expected to increase to the US \$ 60 billion by 2025. In India, the home textile industry is expected to increase significantly from current level of the US \$ 8 billion by 2025-26. Further, in the global home textile segment, cotton terry towel is the single largest commodity with a massive market share of 14 percent. According to the Office of Textiles and Apparels (OTEXA) US, India supplies more than 40 percent of the import of cotton towels to the US.

The last financial year has been exceptional one due to pent-up demand post COVID. In line with this, the turnover and profits of the company have seen significant increase. The scenario in the current year is slightly uncertain due to unwinding policies of US Government and normalization of demand in hospitality sector. In the current year the company expects to consolidate the gains in the last financial year.

ASHNOOR TEXTILE MILLS LIMITED

D. Segment Reporting

The company has only one segment of activity namely Terry Towels, as per the definition of “Segment” according to the Accounting Standard-17 issued by the Institute of Chartered Accountants of India. The company’s performance in the said segment has been discussed detail in this report.

E. Risks and Concern

For towels, the export demand in India is mainly driven by the US, the largest market, accounting for 60 percent of India’s home textile exports. Compared to a 9 percent increase in India’s home textile product export of the US \$ 5.7 billion in financial year 2021, exports to the US increased by 14 percent, while exports to the other major markets of the UK and the EU reported a year-on-year decline during the year.

The current global scenario after two years of COVID-19 marked by a slowdown in the entire world is a concern for the industry and cutthroat competition among terry towels exporting countries is a risk to the industry. In such an environment, a favorable textile policy by the Government of India to counter the global competition is most desirable. Further, volatility of the exchange rate and the cotton prices are other concerns. However, the depreciating Indian Rupee is a rather positive for the terry towel export industry.

F. Internal Control Systems and their Adequacy

The Company maintains adequate systems of internal controls to ensure that all assets are safeguarded against loss from unauthorized use or disposition. The Company’s policies, procedures, and guidelines are in place. The Company also has adequate procedures for internal financial controls to detect and prevent fraud and protect the Company’s resources. The financial statements are prepared in accordance with the accounting standards issued by the Institute of Chartered Accountants of India and a report on the Internal Financial Controls under clause (l) of sub section (3) of Section 143 of the Companies Act, 2013 has been given by the Independent Auditors is attached with Annual Report signifies that an adequate internal financial controls system over financial reporting and such financial controls over financial reporting were operating effectively as at March 31, 2022.

G. Financial and Operational Performance

During the year under review, the Company has taken several steps to control the damage inflicted by COVID-19, and income of the company from operations increased by more than 100% from Rs.11,573.61 Lakh to Rs.26,110.29 Lakh and profit after tax increased by 65% from Rs.542.15 Lakh to Rs.895.53 Lakh. The capital expenditure of the company to purchase plant and machinery, during the year, has been financed by way of secured loans from the Bank of Baroda.

In the current year, the first quarter was the almost similar to the same quarter for the corresponding previous year. The Company is taking a number of steps to maintain the previous year’s pace in the current financial year and adopting regular actions to control liquidity, control of expenses and financial planning.

ASHNOOR TEXTILE MILLS LIMITED

H. Human Resources/Industrial Relations and Number of people employed during the year

The Company has always valued its human resources. It believes in the unlimited potential of each of its staff. Its dedicated and efficient employees are great assets of the Company and the most important ingredient for achieving performance excellence. During the financial year, the overall industrial relations remained cordial in the Company.

I. Accounting Treatment

The financial statements have been prepared to comply with the Ind-AS including accounting standards notified under the provisions of the Companies Act, 2013. Details of significant changes in key financial ratios, along with details are given below:

Ratios	As on 31.03.2022	As on 31.03.2021	Percentage change	Remarks/ Response
Current	1.43	1.36	5.10	Positive liquidity
Debt Equity	1.94	1.42	26.66	Due to capital expenditure
Return of Equity	0.18	0.13	26.41	Improved due to increase in profits
Inventory Turnover	0.31	0.30	3.03	Normal
Trade Receivable Turnover	0.32	0.50	-57.61	Shows better collection
Trade Payable Turnover	0.29	0.50	-70.44	Shows quicker payments
Net Capital Turnover	23.67	12.79	45.96	Improved operations
Net Profit	0.03	0.05	-33.73	Due to COVID
Return on Capital Employed	0.19	0.17	11.97	Normal
Return on Investment	0.01	0.05	343.91	Due to sale/redemption of Mutual Funds

Disclaimer

Readers are cautioned that this discussion and analysis contains certain forward-looking statements. All these statements always have certain risks and uncertainties. Actual results could differ materially from those expressed or implied and the Company is not bound to publicly update or revise forwarding looking statements. Therefore, readers are cautioned not to place undue reliance on these forwarding-looking statements.

Sd/-
Suneel Gupta
Managing Director
DIN-00052084

Sd/-
Sangeeta Gupta
Director
DIN-00052121

Place: Gurugram
Date: August 9, 2022

ASHNOOR TEXTILE MILLS LIMITED

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
Ashnoor Textile Mills Limited
Behrampur, Khandsa Village
Gurgoan-122001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Ashnoor Textile Mills Limited having **CIN: L17226HR1984PLC033384** and having registered office at **Behrampur, Khandsa Village, Gurgoan, Haryana-122001** (hereinafter referred to as 'the Company'), produced before us by the Company to issue this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the MCA Portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Serial Number	Name of the Director	Designation of Director	DIN	Date of Appointment in the Company
1	Mr. Suneel Gupta	Managing Director	00052084	21/01/1984
2	Dr. (Ms.) Sangeeta Gupta	Whole time Director	00052121	09/03/1994
3	Mr. Abhinav Gupta	Whole time Director	02766867	01/10/2009
4	Ms. Noor Gupta	Non-Executive Director	03611790	09/12/2017
5	Mr. Anil Aggarwal	Non- Executive Independent Director	00224118	01/10/2015
6	Mr. Sanjay Arora	Non- Executive Independent Director	07815311	01/06/2017
7	Ms. Divya Agarwal	Non- Executive Independent Director	08016384	09/12/2017
8	Mr. Naresh Kumar Aggarwal	Non- Executive Independent Director	00224371	27/02/2021

ASHNOOR TEXTILE MILLS LIMITED

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Anil Arora & Associates
Company Secretaries**

Sd/-

Anil Kumar Arora

Proprietor

FCS Number: 5695

CP Number: 4775

UDIN: F005695D000782592

Place: New Delhi

Date: August 09, 2022

ASHNOOR TEXTILE MILLS LIMITED

FORM NUMBER- MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

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

**The Members,
Ashnoor Textile Mills Limited Behrampur Road,
Village Khandsa
Gurugram, Haryana-122001**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ashnoor Textile Mills Limited**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on my verification of **Ashnoor Textile Mills Limited's** (hereinafter called '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, thereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2022, 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:

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 March 31, 2022, according to the provisions of:

1. The Companies Act, 2013, (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956, ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. 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 Borrowing **{Not applicable as the Company has not received FDI, ECB nor made any Overseas Direct Investment during audit period under review}**; and
5. 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, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, **{Not applicable as the Company has not issued any securities during the audit period under review}**;

ASHNOOR TEXTILE MILLS LIMITED

- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, **{Not applicable as the Company has not granted any Option to the employees during the audit period}**;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, **{Not applicable as the Company has issued any debt securities during audit period}**;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client **(Not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the audit period under review)**;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, **{Not applicable as the Company has not get delisted its equity shares from any stock exchange during the period under review}**; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998, **{Not applicable as the Company has not bought back any of its securities during audit period under review}**;
6. We have also examined compliance with following Act and rules made under these Act, Orders, Rules are specifically applicable to the Company:
- a) The Handloom Act, 1985;
 - b) Central Silk Board Act, 1948;
 - c) The Textile Committee Act, 1963;
 - d) Cotton Central Order, 1986;
 - e) The Textile Undertaking Act, 1995;
 - f) Water (Prevention and Control of Pollution) Act, 1974 and Rules made thereunder;
 - g) Air (Prevention and Control of Pollution) Act, 1981 and Rules made thereunder;
 - h) Environment Protection Act and Rules made thereunder.

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

- a) Secretarial Standards (SS-1 & SS-2) issued by the Institute of Company Secretaries of India; and
 - b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
7. The Company was required to incur Rs.10.64 Lakh for CSR and same was not incurred. The short-term provisions for the same have been created in the Balance Sheet. The Company is required to transfer the unspent amount as per provisions of section 135 of the Companies Act, 2013.

The period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

ASHNOOR TEXTILE MILLS LIMITED

We further report that

The Board of Directors of the Company is duly constituted with the proper balance of Executive Directors, Non-Executive Directors, Women Directors and Independent Directors as on March 31, 2022.

Adequate notice is given to all the directors to schedule the Board/Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance except where consent of the Directors was received for scheduling meetings at shorter notice, 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.

All decisions at Board and Committee meetings are carried out unanimously and views of dissenting members, if any, are captured and recorded as part of the minutes of meetings of the Board or Committee, as the case may be.

We further report that the compliance mechanism established by the Company and on the basis of certificates issued by the departmental heads of the Company taken on record by the Board of Directors at their meetings and report of internal Auditors of the Company. We are of the opinion that the Company has 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.

We further report that as per the information given to us and the record produced before us the Company has transferred unclaimed shares to Demat Suspense Account of the Company on March 31, 2022.

We further report that during the audit period no other major action having a bearing on the Company's affairs in pursuance of the above referred laws rules, regulations, guidelines and standards, orders etc. have taken place.

**For Anil Arora & Associates
Company Secretaries**

Sd/-

Anil Kumar Arora

Proprietor

FCS Number: 5695

CP Number: 4775

UDIN: F005695D000782614

Date: August 9, 2022

Place: New Delhi

PS: This report is to be read with our letter of even dated which is annexed as Annexure-"A" and forms integral part of this report.

ASHNOOR TEXTILE MILLS LIMITED

ANNEXURE-A TO SECRETARIAL AUDIT REPORT

The Members,
Ashnoor Textile Mills Limited
Behrampur Road, Village Khandsa Gurgaon,
Haryana-122001

Our report of even date is to be read alongwith this letter:

1. The maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on the 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 verifications were done on a test basis to ensure that correct fact are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and the happening of events etc.
4. Compliance of with the provisions of Corporate and other applicable laws, rules, regulations, and standards is the responsibility of management. Our examination was limited to the verification of procedures on a test basis.
5. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Anil Arora & Associates
Company Secretaries

Sd/-

Anil Kumar Arora

Proprietor

FCS Number: 5695

CP Number: 4775

UDIN: F005695D000782614

Date: August 9, 2022

Place: New Delhi

ASHNOOR TEXTILE MILLS LIMITED

INDEPENDENT AUDITOR’S REPORT

**TO THE MEMBERS OF
ASHNOOR TEXTILE MILLS LIMITED**

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Ashnoor Textile Mills Limited (“**the Company**”), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss, the Statement of Changes in Equity and the statement of Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and profit, 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 (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibility of Management for the Standalone Financial Statements

The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and change in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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

ASHNOOR TEXTILE MILLS LIMITED

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.

Those Board of Directors are also responsible for overseeing the company's financial reporting process

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Our responsibility is to express an opinion on these financial statements based on our audit.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the 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, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.

ASHNOOR TEXTILE MILLS LIMITED

- (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 A”.
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements as referred to in Note 17.1 to the financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR AGARWAL & GUPTA
Chartered Accountants
(Registration Number: 017621C)

Sd/-
HEMENDRA KUMAR GUPTA
Partner
Membership Number: 090841
UDIN: 22090841AJXOZT3710

Place: New Delhi
Date: May 30, 2022

ASHNOOR TEXTILE MILLS LIMITED

ANNEXURE TO THE AUDITORS' REPORT

Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our Report of even date to the members of Ashnoor Textile Mills Limited on the accounts of the company for the year ended March 31, 2022

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) As explained to us, fixed assets have been physically verified by the management during the year in accordance with the phased programme of verification adopted by the management which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) In our opinion, and according to the information and explanations given to us, all Immovable properties are held in the name of the company.
- (ii) (a) As explained to us, the inventories of finished goods, semi-finished goods, stores, spare parts and raw materials were physically verified at the end of the year by the Management. In case of inventories lying with third parties, certificates of stocks holding have been received.
- (b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) As explained to us, no material discrepancies were noticed on physical verification of stocks as compared to book records.
- (iii) According to the information and explanations given to us, the Company has not granted any loans to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013; and Therefore, the provisions of Clause 3(iii)[(a),(b),(c) and (d)/(f) and (g)] of the said Order are not applicable to the Company.
- (iv) The company has not given any loans, guarantees, and security according to provisions of section 185 and 186 of the Companies Act, 2013: and therefore, the provision of Clause 3(iv) of the said Order is not applicable to the Company.
- (v) Based on our scrutiny of the company's records and according to the information and explanation provided by the management, in our opinion the Company has not accepted any deposits from the public within the meaning of Rule 2 of the Companies (Acceptance of Deposits) Rules, 2014.
- (vi) The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
- (vii) In respect of statutory dues:
 - (a) According to the records of the Company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance (ESI), Investor Education and Protection Fund, Income Tax,

ASHNOOR TEXTILE MILLS LIMITED

Tax Deducted at Sources, Tax Collected at Source, Sales Tax, Value Added Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it, with the appropriate authorities.

- (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax and other material statutory dues in arrears /were outstanding as at 31 March, 2020 for a period of more than six months from the date they became payable.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.
- (ix) The Company has not raised any money by public issues during the year. Accordingly, the provisions of Clause 4(ix) of the Order are not applicable to the Company.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (xi) Managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) As the provisions of any special statute applicable to chit fund/ nidhi/ mutual benefit fund/ societies are not applicable to the Company, the provisions of Clause 4(xiii) of the Order are not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and disclosed in Note No -29 of Financial Statements for the year ended March 31, 2022.
- (xiv) The Company has not made any preferential allotment of shares to parties during the year. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- (xv) The Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

FOR AGARWAL & GUPTA
Chartered Accountants
(Registration Number: 017621C)

Sd/-
HEMENDRA KUMAR GUPTA
Partner
Membership Number: 090841
UDIN: 22090841AJXOZT3710
Place: New Delhi
Date: May 30, 2022

ASHNOOR TEXTILE MILLS LIMITED

ANNEXURE A TO THE AUDITORS' REPORT

Report on the Internal Financial Controls Under Clause (I) of sub section (3) of Section 143 of The Companies Act, 2013 ('the Act')

We have audited the internal financial controls over financial reporting of Ashnoor Textile Mills Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for the Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note of Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include 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 the 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.

Auditor's 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 Guidance Note of Audit of Internal Financial Controls over Financial Reporting (the 'Guidance Note') and the Standards on Auditing, issued by the 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 were established and maintained and if such controls operated effectively in all material aspects.

Our audit involves performing procedures to obtain audit evidence about adequacy of the internal financial controls over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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.

ASHNOOR TEXTILE MILLS LIMITED

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting included those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and disposition of the assets of the company; (2) provide reasonable assurance that transaction 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 the Management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detections of unauthorized accusation, use, or disposition of the company's assets that could have a material effect on the financial statement.

Inherent Limitations of Internal Financial Control over Financial Reporting

Because of the inherent limitations of internal financial control 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 internal financial control 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 the internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March, 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 of Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR AGARWAL & GUPTA

Chartered Accountants

(Registration Number: 017621C)

Sd/-

HEMENDRA KUMAR GUPTA

Partner

Membership Number: 090841

UDIN: 22090841AJXOZT3710

Place: New Delhi

Date: May 30, 2022

ASHNOOR TEXTILE MILLS LIMITED

BALANCE SHEET AS AT MARCH 31, 2022

PARTICULARS	NOTE NUMBER	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
ASSETS			
Non Current Assets			
(a) Property, Plant & Equipment and Intangible Assets			
(i) Property, Plant and Equipment	2	3,730.00	3,012.85
(b) Financial Assets			
(i) Investments	3	82.39	86.16
(c) Other Non Current Assets	4	131.01	130.76
Current Assets			
(a) Inventories	5	3,871.15	3,454.21
(b) Financial Assets			
(i) Investments	6	197.12	45.04
(ii) Trade Receivables	7	6,967.58	4,014.15
(iii) Cash and Cash Equivalents	8	851.25	81.03
(iv) Other Bank Balances	9	64.44	61.65
(d) Other Current Assets	10	2,023.16	1,398.65
Total Assets		17,918.11	12,284.51
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	11	1,273.95	1,273.95
(b) Other Equity	12	3,775.58	2,880.05
LIABILITIES			
Non Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	2,694.36	1,067.72
(b) Provisions	14	54.59	40.82
(c) Deferred Tax Liability (Net)	15	327.92	326.42
(d) Other Non-Current Liabilities	16	32.55	32.55
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	7,077.74	4,828.01
(ii) Trade Payables	18		
(a) total outstanding dues of MSME		-	0.54
(b) total outstanding dues of other than MSME		2,004.33	1,411.33
(b) Other Current Liability	19	305.72	270.37
(c) Provisions	20	371.36	152.75
Total Liabilities		17,918.11	12,284.51

Notes on Financial Statement

2 to 44

Significant Accounting Policies

1

As per our report of even date attached

For Agarwal & Gupta
Chartered Accountants

For Ashnoor Textile Mills Limited

Sd/-
HEMENDRA KUMAR GUPTA
Partner
Membership Number: 090841
UDIN: 22090841AJXOZT3710

Sd/-
SUNEEL GUPTA
Managing Director
DIN-00052084

Sd/-
SANGEETA GUPTA
Whole Time Director
DIN-00052121

Place: New Delhi
Date: May 30, 2022

Sd/-
GIRISH SINGH ADHIKARI
Chief Finance Officer
PAN-AEPPA9502R

Sd/-
YASHIMA SALUJA
Company Secretary
ACS No. - 36764

ASHNOOR TEXTILE MILLS LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	NOTE NUMBER	Year Ended March 31, 2022 ₹ In Lakh	Year Ended March 31, 2021 ₹ In Lakh
INCOME			
(I) Revenue from Operations			
(a) Sale of Products	21	26,110.29	11,573.61
(b) Sale of Service		75.44	249.95
(II) Other Income	22	46.48	51.81
Total Income		26,232.21	11,875.37
(III) Expenses			
(a) Cost of Material Consumed	23	18,624.35	10,178.22
(b) Purchase of Stock-in-Trade	24	2,489.31	74.84
(c) Change in Inventory of finished, work-in-progress and stock-in-trade	25	547.23	(498.53)
(d) Employee Benefit Expenses	26	180.96	140.68
(e) Finance Costs	27	353.86	245.81
(f) Depreciation Expenses	2	368.60	308.45
(g) Other Expenses	28	2,461.40	795.64
Total Expenses		25,025.72	11,245.11
(IV) Profit Before Exceptional and Extraordinary Items and Tax		1,206.49	630.26
(V) Extra Ordinary Items	29	(4.45)	67.61
(VI) Profit Before Tax		1,202.04	697.86
(VII) Tax Expenses			
(a) Current Tax		(305.00)	(118.79)
(b) Deferred Tax		(1.50)	(36.93)
(VIII) Profit For the Year		895.53	542.15
(IX) Earning Per Equity Share			
(a) Basic Earning Per Share		7.03	4.25
(b) Diluted		7.02	4.25
(c) Weighted Average Number of Equity Shares		12,745,849	12,745,849
(X) Notes on Financial Statements	2 to 44		
(XI) Significant Accounting Policies	1		

As per our report of even date attached

For Agarwal & Gupta
Chartered Accountants

For Ashnoor Textile Mills Limited

Sd/-
HEMENDRA KUMAR GUPTA
Partner
Membership Number: 090841
UDIN: 22090841AJXOZT3710

Sd/-
SUNEEL GUPTA
Managing Director
DIN-00052084

Sd/-
SANGEETA GUPTA
Whole Time Director
DIN-00052121

Place: New Delhi
Date: May 30, 2022

Sd/-
GIRISH SINGH ADHIKARI
Chief Finance Officer
PAN-AEPPA9502R

Sd/-
YASHIMA SALUJA
Company Secretary
ACS No. - 36764

ASHNOOR TEXTILE MILLS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022

S.No.	PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit/(Loss) Before Tax and Extraordinary Items	1,206.49	630.26
	Adjustments for :		
	Depreciation	368.60	308.45
	Other Income	3.21	(12.75)
	Interest Paid	353.25	225.25
	Operating Profit Before Working Capital Changes	1,925.14	1,176.70
	Adjustments for:		
	Trade and Other Receivables	(3,578.19)	(298.39)
	Inventories	(416.95)	(272.40)
	Trade Payments	861.69	8.91
	Cash Generated from Operations	(1,208.31)	614.83
	Interest Paid	353.25	225.25
	Net Gain/Loss on Foreign Currency Transactions	510.16	(16.78)
	Income and Fringe Benefit Tax	306.50	155.71
	CASH FLOW BEFORE EXTRAORDINARY ITEMS	(1,357.90)	217.09
	Extraordinary Items	-	(8.80)
	Net Cash from Operating Activities	(1,357.90)	208.29
B.	CASH FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets	1,095.52	381.34
	Sale of Fixed Assets	5.31	80.50
	Investments	(148.31)	(36.00)
	Interest and Other Income	(506.95)	4.03
	Net Cash from Investing Activities	(1,745.46)	(332.82)
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	Proceeds from Issue of Share Capital/Share Application	-	-
	Proceeds from Long Term Borrowings	1,626.64	107.28
	Proceeds from Other Borrowings	2,249.73	(66.49)
	Public Issue and Other Expenses	-	-
	Proceeds from Issue of Share Warrant and Premium	-	-
	Net Cash from Financing Activities	3,876.38	40.78
D.	NET INCREASE IN CASH AND CASH EQUIVALENTS	773.01	(83.75)
	Opening Balance of Cash and Cash Equivalents	142.68	226.42
	Closing Balance of Cash and Cash Equivalents	915.69	142.68

For and on behalf of the Board

Sd/-	Sd/-	Sd/-	Sd/-
SUNEEL GUPTA	SANGEETA GUPTA	GIRISH SINGH ADHIKARI	YASHIMA SALUJA
Managing Director	Whole Time Director	Chief Finance Officer	Company Secretary
DIN-00052084	DIN-00052121	PAN-AEPPA9502R	ACS No. - 36764

AUDITORS' CERTIFICATE

The Board of Directors
Ashnoor Textiles Mills Limited
Village Khandsa, Behrampur Road, District Gurgaon, Haryana - 122001

We have examined the attached cash flow statement of Ashnoor Textiles Mills Limited for the year ended March 31, 2022. The Statement has been prepared by the Company in accordance with the requirement of listing agreement Clause 32 with Stock Exchanges and is based on and in agreement with corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of even date to the members of the Company.

For Agarwal & Gupta
Chartered Accountants
(Registration Number: 017621C)

Sd/-
HEMENDRA KUMAR GUPTA
Partner
Membership Number: 090841
UDIN: 22090841AJXOZT3710

Place: New Delhi
Date: May 30, 2022

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

NOTE NO - 1

SIGNIFICANT ACCOUNTING POLICIES

a) Corporate Information

Ashnoor Textile Mills Limited “the Company” was incorporated on January 21, 1984 under the Companies Act 1956. The registered office of the Company is located at Behrampur, Khandsa Village, Gurgoan Haryana- 122001. The main objective of the Company is to manufacture and export of white terry towel.

b) Basis of Preparation and Presentation

- i. The financial statements have been prepared on the historical cost and accrual basis of accounting and are in compliance with the Indian Accounting Standards (referred to as “Ind AS”) notified under section 133 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and applicable provisions of the Companies Act, 2013.
- ii. Upto the year ended March 31, 2017, the Company has prepared its financial statements in accordance with the requirement of Indian Generally Accepted Accounting Principles (GAAP), which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 and considered as “Previous GAAP”.
- iii. These financial statements are the Company’s first Ind AS standalone financial statements. Company’s financial statements are presented in Indian Rupees (₹), which is also its functional currency.

c) Property, plant and equipment

- i. Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.
- ii. Subsequent costs are included in the asset’s carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.
- iii. Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work - in - Progress.

d) Depreciation

- i. Depreciation on Fixed Assets has been provided on Straight Line Method at the rates and in the manner prescribed in Schedule II of the Companies Act, 2013..
- ii. Depreciation on additions to fixed asset during the year has been provided on pro rata basis from the date of such addition.
- iii. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

- iv. Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognized.
- v. Depreciation on amount, added to/reduced from the cost of asset consequent to increase/decrease in liability towards creditors for capital goods, due to change in foreign exchange rate, is provided prospectively for the remaining life of the assets at the rates on which concerned asset has been depreciated so far.

e) Impairment of Assets

The **Carrying** amounts of assets are reviewed at each balance sheet if there is any indication of impairment based on internal/external factors. If any indications exist the recoverable value of assets is estimated. An Impairment loss is recognized whenever the carrying amount of an assets is exceeds its recoverable amount, the latter being greater of net selling price and value in use.

f) Capital Work in Progress

Expenditure incurred during construction period on Survey/ Studies/ Investigation/ Consultancy/ Administration/ Depreciation/ Interest etc and other expenditures during construction period is capitalized and treated as Capital-work-in-progress.

g) Use of Estimates

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of revenue, expense, assets and liabilities and disclosures relating to contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised in the period in which the estimate is revised and in any future period affected.

h) Cash and Cash Equivalents

Cash comprises cash on hand and demand deposits. The Company considers cash equivalents as all short term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

i) Cash Flow Statement

Cash flow Statement is prepared in accordance with the indirect method, whereby net profit/(loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the company are segregated.

j) Finance Cost

- i. Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

- ii. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.
- iii. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

k) Inventories

- i. Inventory of raw material, packing material, fuels, consumables, dyes and chemicals, are valued on Lower of Cost and Net Realizable Value. Cost is calculated on First in First out (FIFO) basis of costing and is net of subsequently recoverable duties and taxes.
- ii. Stock in progress is valued at Lower of Cost and Net Realizable Value. Costs include raw material cost, ascertained on the basis of average cost of purchases, and direct cost incurred up to the stage of production of Grey Yarn, processing and fabrication. Inventory lying for more than six months is valued at half of cost of production.
- iii. Finished goods are valued at Lower of Cost and Net Realizable Value. Cost includes raw material cost, ascertained on the basis of average cost of purchases, and direct cost. Old inventory lying for more than six months is valued at half of cost of production. Inventory of rejected finished goods is valued at Net Realizable Value.
- iv. Inventory of carpets and trading items is valued on lower of cost and net realizable value.
- v. Inventory of waste is valued on net realizable value.
- vi. Stores and Spares are charged to expenses on purchase and no inventory is maintained

l) Investments

Long Term investments are valued at cost. Provision for decrease in market value of the short-term investment is created in the books as unrealized losses.

m) Retirement Benefits

Retirement benefits have been accounted for on accrual basis. Provision of Gratuity is created for the employees who became eligible after completing five years of services under the Payment of Gratuity Act, 1972. Provision of Gratuity has not been provided on the managerial remuneration.

n) Provisions, contingent liabilities and contingent assets

- i. A provision is recognized when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.
 - ii. Where it is not probable that an outflow of economic benefits will be required or the amount cannot be estimated reliably, the obligation is disclosed as contingent liability in notes to accounts, unless the probability of outflow of economic benefits is remote.
 - iii. Contingent Assets are not recognised in the financial statements but are disclosed, where an inflow of economic benefit is probable.
 - iv. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.
-

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

o) Revenue Recognition

- i. Sale is recorded on CIF value inclusive of freight, insurance and excise duty recovered from the customers. Sale is recognized on the date of dispatch of goods from factory.
- ii. Export Sale is recorded at the foreign currency exchange rate prevailing on the date of the transaction.
- iii. Sales are recorded on invoice value net of discounts and rebates.

p) Foreign Currency Transactions

- iv. Expenses and Income in foreign exchange are accounted for at the rates prevailing on the date of transactions and exchange differences on settlement of transaction are taken to the Profit and Loss Account.
- v. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.
- vi. Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

q) Taxation

Deferred Tax:

Deferred tax is recognized, on timing differences, being the difference between taxable and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognized if there is virtual certainty that there will be sufficient future taxable income available to realize such losses.

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

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

Current Tax

Current tax is determined as the amount of tax payable in respect of taxable income for the year. The Company's current tax is calculated using tax rate that has been enacted or substantially enacted by the end of the reporting period.

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

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

r) Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instruments.

On initial recognition, financial assets and financial liabilities are recognised at historical cost that are attributable to the acquisition or issue of financial assets and financial liabilities. In case of financial assets and financial liabilities which are recognised at fair value through profit and loss (FVTPL), its transaction costs are recognised in Statement of Profit and Loss.

A. Financial assets:

All regular way purchases or sales of financial assets are recognised and derecognized on a settlement date basis. After initial recognition, financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

a. Classification and Measurement of Financial assets (other than Equity instruments)

i. Financial assets at Amortised Cost:

Financial assets that meet the following conditions are subsequently measured at amortised cost using Effective Interest Rate method (EIR):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

ii. Financial assets at Fair Value through Other Comprehensive Income (FVTOCI)

A financial asset is measured at FVTOCI if both the following conditions are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial asset; and
- the contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

iii. Financial assets at fair value through profit or loss (FVTPL)

A financial asset is measured at FVTPL unless it is measured at amortised cost or FVTOCI, with all changes in fair value recognised in Statement of Profit and Loss.

b. Impairment of financial assets

- i. Subsequent to initial recognition, the Company recognizes expected credit loss (ECL) on financial assets measured at amortised cost. ECL on such financial assets, other than loan assets, is measured at an amount equal to life time expected losses.
- ii. The impairment requirements for the recognition and measurement of ECL are equally applied to Loan asset at FVTOCI except that ECL is recognised in other

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

comprehensive income and is not reduced from the carrying amount in the balance sheet.

iii. Impairment of Loan Assets and commitments under Letter of Comfort (LoC):

The Company measures ECL on loan assets at an amount equal to the lifetime ECL if there is credit impairment or there has been significant increase in credit risk (SICR) since initial recognition. If there is no SICR as compared to initial recognition, the Company measures ECL at an amount equal to 12-month ECL. When making the assessment of whether there has been a SICR since initial recognition, the Company considers reasonable and supportable information, that is available without undue cost or effort. If the Company measured loss allowance as lifetime ECL in the previous period, but determines in a subsequent period that there has been no SICR since initial recognition due to improvement in credit quality, the Company again measures the loss allowance based on 12-month ECL. ECL is measured on individual basis for credit impaired loan assets, and on other loan assets it is generally measured on collective basis using homogenous groups.

iv. The impairment losses and reversals are recognised in Statement of Profit and Loss.

c. De-recognition of financial assets

- i. The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.
- ii. On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable, and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity, is recognised in Statement of Profit and Loss if such gain or loss would have otherwise been recognised in Statement of Profit and Loss on disposal of that financial asset.

B. Financial liabilities:

- i. All financial liabilities other than derivatives and financial guarantee contracts are subsequently measured at amortised cost using the effective interest rate (EIR) method. EIR is determined at the initial recognition of the financial liability. EIR is subsequently updated for financial liabilities having floating interest rate, at the respective reset date, in accordance with the terms of the respective contract.
- ii. **De-recognition of financial liabilities**

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognised in Statement of Profit and Loss.

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

s) Fair Value Measurement

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 standalone financial statements is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102 – Share based Payments, 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.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 : Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;
- Level 2 : Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 : Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

t) Earning Price Per Share

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per shares is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per shares and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

As per our report of even date attached

For Agarwal & Gupta
Chartered Accountants

Sd/-
HEMENDRA KUMAR GUPTA
Partner
Membership Number: 090841
UDIN: 22090841AJXOZT3710

Place: New Delhi
Date: May 30, 2022

For Ashnoor Textile Mills Limited

Sd/-
SUNEEL GUPTA
Managing Director
DIN-00052084

Sd/-
GIRISH SINGH ADHIKARI
Chief Finance Officer
PAN-AEPA9502R

Sd/-
SANGEETA GUPTA
Whole Time Director
DIN-00052121

Sd/-
YASHIMA SALUJA
Company Secretary
ACS No. - 36764

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

NOTE NUMBER - 2

PROPERTY, PLANT AND EQUIPMENT

Particulars	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	As at 01-04-2021	Additions during the year	Adjustments during the year	As at 31-03-2022	As at 01-04-2021	For 01-04-2021	Adjustments During the year	As at 31-03-2022	As at 31-03-2021
	₹ In Lakh			₹ In Lakh			₹ In Lakh		₹ In Lakh
Tangible Assets									
Land	84.32			84.32	-	-		-	84.32
Factory Building	1,160.57	157.60		1,318.17	691.37	40.57		731.94	469.20
Office Building	25.58			25.58	20.64	0.88		21.52	4.94
Water Treatment Plant	2.03			2.03	1.16	0.39		1.55	0.88
Electric Installation	69.53			69.53	39.90	6.48		46.38	29.64
Plant and Machinery	5,253.14	871.24		6,124.38	3,050.07	272.76		3,322.83	2,203.07
ETP Plant	68.26			68.26	22.11	6.48		28.59	46.15
Generator Set	90.04		(22.04)	68.01	86.89	0.22	(21.75)	65.36	3.15
Furniture and Fixture	18.71	1.53		20.24	6.78	1.92		8.71	11.92
Office Equipment	6.12	4.67		10.79	1.51	2.05		3.56	4.61
Computers	4.31	1.44	(2.32)	3.43	2.10	1.09	(1.47)	1.72	2.21
Vehicles	355.02	59.03	(30.00)	384.05	202.26	35.77	(21.38)	216.65	152.76
Grand Total	7,137.64	1,095.52	(54.36)	8,178.80	4,124.79	368.60	(44.59)	4,448.80	3,012.85
Previous year	7,676.30	381.34	(920.00)	7,137.64	4,732.25	308.45	(915.91)	4,124.79	2,944.05

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
3 NON CURRENT INVESTMENTS		
Long Term Trade Investments		
Investment in Equity Instruments: Quoted at Cost		
8,325 (8,325) Equity Shares of Anant Raj Indus Limited	5.43	6.16
Sovereign Gold Bond	0.96	25.00
Investments in Unit Link Plan- Quoted at Cost	76.00	55.00
	82.39	86.16
Market Value of Quoted Investments	6.94	1.65
Net Asset Value of Investment in Mutual Fund/ULP	99.17	55.00
4 OTHER NON CURRENT ASSETS		
(Unsecured and Considered Good)		
Advance other than Capital Advances		
Security Deposits	31.01	30.76
Other Advances	100.00	100.00
	131.01	130.76
5 INVENTORIES		
(As certified by the management and valued at lower of cost and net realizable value)		
a) Raw Materials	1,602.57	606.44
b) Stock-in-progress	1,099.45	1,659.47
c) Finished Goods	977.37	905.30
d) Rejected Stock	19.70	78.97
e) Stores and Spares	172.06	204.02
	3,871.15	3,454.21

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
6 INVESTMENT- CURRENT		
Short Term Trade Investments		
Investment in Equity Instruments: Quoted at Cost		
100 (100) Equity Shares of IDFC First Bank	0.04	0.04
Investment in Mutual Fund- Quoted at Cost		
Baroda Dynamic Equity Fund	10.00	-
Canara Robeco Emerging Equites Collection Fund	20.00	-
Canara Robeco Flexi Cap Fund	12.00	-
DSP Mutual Fund Collection	53.00	-
HDFC Flexi Fund	8.00	-
HDFC Large And Midcap Fund	12.00	-
Kotak Equity Opportunity Fund	24.00	-
Kotak Focused Equity Fund	24.00	-
SBI Contra Fund	3.00	-
SBI Flexicap Fund	1.00	-
SBI Large And Midcap Fund	3.00	-
UTI MF Collection Account	26.00	-
UTI Mutual Fund 2000	1.08	-
443.494 Units of Baroda Ultra Short Duration Fund	-	5.00
799 units of HDFC Mutual Fund	-	30.00
1000 Units of ICICI Prudential Mutual Fund	-	10.00
	197.12	45.04
Market Value of Quoted Investments	47.49	46.12
7 TRADE RECEIVABLES		
(Unsecured and Considered Good)		
Outstanding for a period less than six months from the date they are due for payment :-	6,566.25	3,672.46
Outstanding for a period More than six months from the date they are due for payment :-	401.34	341.70
	6,967.58	4,014.15

7.1 Confirmation from customers were not received and their balances are shown as appearing in the accounts.

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
8 CASH AND CASH EQUIVALENTS		
a) Balances with Banks:		
Current Accounts	760.59	45.28
b) Cash on Hand	90.66	35.75
	851.25	81.03
9 OTHER BANK BALANCES		
In Bank Deposits*	64.44	61.65
	64.44	61.65
<p>* Represents Bank deposit with original maturity over three months from the date of balance sheet. it includes balance with banks to the extend heal as margin money or security against the borrowings, guarantees and other Commitments.</p>		
10 OTHER CURRENT ASSETS		
Advance Tax and TDS	316.76	136.43
Receivable from Government Authorities	1,288.43	908.42
MAT Credit C/F	18.01	33.39
Others	399.95	320.42
	2,023.16	1,398.65

The Comparative figures for the previous years have been regrouped, recast and rearranged wherever necessary to conform to current year's classification under Schedule-III of the Companies Act, 2013. Figures in parenthesis represent previous financial year's figures unless stated otherwise. Amounts are mentioned in Rupees.

11 SHARE CAPITAL

AUTHORIZED

12,750,000 (12,750,000) Equity Shares of Rs. 10/- each *	1,275.00	1,275.00
--	-----------------	----------

ISSUED, SUBSCRIBED AND PAID UP

12,745,849 (12,745,849) Equity Shares of Rs. 10/- each	1,274.58	1,274.58
Calls in Arrears	(0.63)	(0.63)
	1,273.95	1,273.95

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

11.1 The reconciliation of shares outstanding is set out below:

Particulars	As at March 31, 2022		As at March 31, 2021	
	Number	Amount (₹ in Lakh)	Number	Amount (₹ in Lakh)
Equity Shares outstanding at the beginning of the year	12,745,849	1,274.58	12,745,849	1,274.58
Shares Issued during the year	-	-		
Shares outstanding at the end of the year	12,745,849	1,274.58	12,745,849	1,274.58

11.2 Rights, preferences and restrictions attached to equity shares

The Company has only one class of Equity Shares having a par value of Rs. 10 per shares. Each holder of equity shares is entitled to one vote per share. Any shareholder whose name is entered in the Register of Members of the Company shall enjoy the same rights and be subject to the same liabilities as all other shareholders of the same class.

Dividend, if any, proposed by the Board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. The Company in general meeting can't declare dividend in excess of the amount recommended by the Board. Dividend as declare in the ensuing Annual General Meeting shall be distributed within the period prescribed under the Companies Act, 2013.

In the event of winding up of the Company, Equity Shareholders will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. For the said purpose, the liquidator may set such value as he deems fair upon any property to be divided and may determine how such division shall be carried out between the members.

11.3 The details of Share Holders holding more than 5% shares:

Name of Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr. Suneel Gupta	4,261,841	33.44%	4,261,841	33.44%
Mrs. Sangeeta Gupta	2,986,172	23.43%	2,986,172	23.43%
Mr. Abhinav Gupta	1,586,000	12.44%	1,536,000	12.05%

11.4 Details of Calls in Arrears

Unpaid Calls	31-03-2022	31-03-2021
By Officers	0.63	0.63
Total	0.63	0.63

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

11.5 The Company has not issued any equity shares for consideration other than cash and has not issued any bonus shares nor has there been any buy back of shares during five years immediately preceding March 31, 2022.

11.6 Shares held by promoters at the end of the year

Current Reporting Period				% Change during the year
Promotor's Name	SL No	No of shares	% of total shares	
Mr. Suneel Gupta	1	4,261,841	33.44%	Nil
Mrs. Sangeeta Gupta	2	2,986,172	23.43%	Nil
Mr. Abhinav Gupta	3	1,586,000	12.44%	Nil
Mrs. Noor Gupta	4	445,828	3.50%	Nil

Previous Reporting Period				% Change during the year
Promotor's Name	SL No	No of shares	% of total shares	
Mr. Suneel Gupta	1	4,261,841	33.44%	Nil
Mrs. Sangeeta Gupta	2	2,986,172	23.43%	Nil
Mr. Abhinav Gupta	3	1,586,000	12.44%	Nil
Mrs. Noor Gupta	4	445,828	3.50%	Nil

PARTICULARS	As At	As At
	31-03-2022	31-03-2021
	₹ In Lakh	₹ In Lakh
12 RESERVES AND SURPLUS		
(a) Security Premium		
Opening Balance	240.00	240.00
Addition due to Issue of Shares during the Period	-	-
Closing Balance	240.00	240.00
(b) Capital Reserves		
Opening Balance	32.34	32.34
Add: Current Year Transfer	-	-
Closing Balance	32.34	32.34
(c) Surplus		
Opening balance	2,607.71	2,065.56
Add: Net Profit for the current year	895.53	542.15
Closing Balance	3,503.25	2,607.71
Grant Total (a+b+c)	3,775.58	2,880.05

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
13 LONG TERM BORROWINGS		
SECURED		
From Bank -		
- Term Loan (Refer Note No 13.2)	1,749.77	123.13
UNSECURED		
- from Directors (Refer Note No. 13.4)	944.59	944.59
	2,694.36	1,067.72
13.1 Schedule maturity of Long-term borrowings:		
Current Maturity (Refer Note No 13.2, 13.3, 13.4)		
Term Loans	419.65	50.00
Director's Loan- Unsecured	1,325.48	416.43
	1,745.13	466.43
Non Current Maturity (Refer Note No 13.2)		
Term Loans	1,749.77	123.13
Director's Loan- Unsecured	944.59	944.59
	2,694.36	1,067.72
Current maturity of long term borrowings are disclosed under "Short Term Borrowings" in Note Number -15 and Non Current maturity under "Secured Term Loan" in Note Number -13		
13.2 Term Loan are taken during the year from Bank of Baroda for purchase of Machinery, secured by charge against respective Machineries and are repayable in 34 monthly instalments. Outstanding loan amount as on March 31, 2022 is Rs.123.34 Lakh.		
13.3 Two additional Term Loan are taken during the year from Bank of Baroda for purchase of Machinery, secured by charge against respective Machineries and are repayable in 34 monthly instalments. Outstanding loan amount as on March 31, 2022 is Rs. 746.07 Lakh.		
13.4 Additional Working Capital Term Loan (AWCTL) of Rs. 750 Lakh and Rs. 5.5 Lakh are taken during the year from Bank of Baroda to meet the liquidity mismatch due to COVID 19 pandemic in addition to existing facility under scheme of BGECLS 1.0 (extension).The term loan are repayable in 5 years from the date of disbursement, including moratorium period of two years for principal amount. The Principal shall be repaid in 36 equal installments plus interest after moratorium period is over.		
13.5 Unsecured loans have been taken from the directors are not carrying any interest.		
14 LONG TERM PROVISIONS		
Provision for Employee Benefits		
(a) Gratuity (unfunded)	-	11.31
(b) Bonus	31.38	18.70
(c) Leave Encashment (unfunded)	23.20	10.81
	54.59	40.82

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
15 DEFERRED TAX LIABILITY (NET)		
Difference of WDV of fixed assets between books and income tax	(1,212.79)	(1,204.89)
Disallowances under section 43B	34.06	31.56
Net Temporary Difference	(1,178.73)	(1,173.33)
Effective Rate of Income Tax	27.82%	27.82%
Deferred Tax Assets (Liability)	(327.92)	(326.42)
Less: Charged in Previous Year	(326.42)	(289.49)
Net Deferred Tax Assets (Liability)	(1.50)	(36.93)
16 OTHER NON CURRENT LIABILITIES		
Security Received	10.50	10.50
Others (Refer Note No 16.1)	22.05	22.05
	32.55	32.55
16.1 Interest on late payment of Rs. 2,684,738/- (2020-2021 – Rs. 2,684,738/-) and Rs. 18,725/- (2020-2021 - Rs. 18,725/-) has been levied under the Employees Provident Funds and Miscellaneous Provisions Act, 1952. Appeal has been filed against this demand in the Court and provision has been created for this liability in the books of accounts. Out of this demand, Rs. 498,387/- has been deposited with the authorities under protest and adjusted with this provision amount.		
17 SHORT TERM BORROWINGS		
SECURED		
Current Maturities of Long Term Debt (Refer Note No- 13.1)	1,745.13	466.43
- from Banks		
(a) Packing Credit Limits (Refer Note No 17.1)	3,248.58	2,413.29
(b) Foreign Bills Discounted (Refer Note No 17.1)	2,084.04	1,948.29
	7,077.74	4,828.01
17.1 Packing Credit, Foreign Bills Limits, Gold Card and Derivatives(Forward Contract) are availed from Bank of Baroda and are secured by hypothecation of present and future stock of raw materials, stock in progress, finished goods, stores and spares, books debts and outstanding receivables		
18 TRADE PAYABLES		
Micro, Small and Medium Enterprises	-	0.54
Other than Micro, Small and Medium Enterprises	2,004.33	1,411.33
	2,004.33	1,411.86

18.1 Ageing of Trade Payables are reported in Note No - 26 froming part of Finacial Statemnts

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
18.2 The Particulars of dues to Micro, Small and Medium Enterprises under Micro, Small and Medium Enterprises Development Act,2006 ("MSMED Act"), based on the information available with the Company:		
	As at 31-03-2022	As at 31-03-2021
Particulars		
(a) the principal amount and the interest due thereon remaining unpaid to any supplier at the end of accounting period	-	0.54
(b) the amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006, along with the amount of the payment made to the supplier beyond the appointed day during the accounting period	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the period) but without adding the interest specified under the MSMED Act 2006	-	-
(d) the amount of interest accrued and remaining unpaid at the end of accounting period	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act 2006	-	-
19 OTHER CURRENT LIABILITIES		
Advance Received From Customers	4.75	1.79
Interest Accrued but not due	3.67	-
Other Payables	265.69	178.71
Statutory Dues	31.60	89.88
	305.72	270.37
20 SHORT TERM PROVISION		
(a) Provision for Employee Benefits		
(i) Salary and Reimbursement	45.34	24.23
(ii) Employees Contribution To Provided Fund	7.63	7.28
(iii) Employees Contribution to ESI	2.75	2.45
(b) Others		
(i) Income Tax	305.00	118.79
(ii) CSR Provision	10.64	-
	371.36	152.75

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
21 REVENUE FROM OPERATION		
(a) Sale of products		
- Export	23,199.30	8,016.24
- Domestic	1,773.56	3,355.47
(b) Other Operating Revenues (Refer Note No- 21.1)	1,137.43	201.90
	26,110.29	11,573.61
21.1 License received under Merchandise Exports from India Scheme (MEIS) and Rebate of State and Central Taxes and Levies (ROSCTL) has been recognized on cash basis i.e. when actual sale will happen.		
22 OTHER INCOME		
(a) Net gain/(loss) on Sale of Investment	1.27	0.75
(b) Interest and Dividend	3.21	7.82
(c) Other Non Operating Income	-	11.74
(d) Rental Income	42.00	31.50
	46.48	51.81
22.1 Statement of Realized Profit/(Loss) on sale of Investments		
Sale of investment (Equity) realized	1.27	0.75
Sale of investment (Derivatives) realized	9.42	20.57
	10.69	21.32
23 COST OF MATERIAL CONSUMED		
Raw Material Consumed (Refer Note No 23.1)	12,536.41	6,824.36
Packing Material Consumed	1,317.62	692.85
Fuel Consumed	903.34	295.68
Dyes and Chemicals Consumed	1,346.85	803.73
Stores and Spares (Refer Note No 23.2)	244.58	124.49
Manufacturing Expenses	2,275.56	1,437.11
	18,624.35	10,178.22

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At	As At
	31-03-2022	31-03-2021
	₹ In Lakh	₹ In Lakh
23.1 Value of imported and indigenous raw materials, stores and spare parts, components consumed and percentage of each to the total consumption:		
Particulars	2021-2022	
	₹ In Lakh	Percentage
Raw Materials:		
Imported		-
Indigenous	12,536.41	100.00%
Stores and Spares:		
Imported	58.43	23.89%
Indigenous	186.14	76.11%
Particulars	2020-2021	
	₹ In Lakh	Percentage
Raw Materials:		
Imported	-	-
Indigenous	6,824.36	100%
Stores and Spares:		
Imported	15.30	12%
Indigenous	109.19	88%
23.2 IMPORTS (ON COST, INSURANCE AND FREIGHT BASIS)		
Stores and Spares	58.43	15.30
	58.43	15.30
24 PURCHASE OF STOCK IN TRADE		
Purchase of Towels and Rugs	2,485.37	73.61
Purchase of Mats	-	1.23
Purchase of Knitting Waste	3.94	-
	2,489.31	74.84
25 CHANGE IN INVENTORY OF FINISHED GOODS AND STOCK IN PROCESS		
Opening Stocks		
Stock in Progress	1,659.47	1,118.06
Finished Goods	984.27	1,094.10
Less: Loss on Flood	-	(66.94)
	2,643.75	2,145.22
Closing Stocks		
Stock in Progress	1,099.45	1,659.47
Finished Goods	997.07	984.27
	2,096.52	2,643.75
Change in Inventory	(547.23)	498.53

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At	As At
	31-03-2022	31-03-2021
	₹ In Lakh	₹ In Lakh
26 EMPLOYEE BENEFIT EXPENSES		
Salaries and Incentives	168.95	127.92
Company's Contribution to PF and ESI	3.00	2.31
Staff Welfare	9.01	10.46
	180.96	140.68
27 FINANCIAL COST		
(a) Interest on Term Loan and Working Capital	245.96	165.28
(b) Net Loss on Foreign Currency Transactions	(4.40)	-
(c) Loss on sale of investment (Derivatives Transaction)	5.02	20.57
(d) Processing Charges and Bank Charges	107.29	59.97
	353.86	245.81
28 OTHER EXPENSES		
(a) Clearing and Forwarding	1,414.62	343.92
(b) Sales Promotion and Documentation	200.16	159.62
(c) Commission	432.01	100.40
(d) Travelling and Conveyance	28.33	8.02
(e) Auditors' Remuneration	1.00	1.00
(f) Electricity and Water Expenses	0.20	0.80
(g) Rent, Rates and Taxes	25.86	27.99
(h) Insurance	109.40	42.21
(i) Vehicle Maintenance	17.26	8.25
(j) Communication Expenditure	6.67	9.12
(k) Fees and Subscription	7.56	10.66
(l) Office Maintenance	7.25	3.87
(m) Legal and Professional Charges	45.58	44.75
(n) Other Office Expenses	154.86	35.02
(o) CSR Expenses (PY 2020-21)	10.64	-
	2,461.40	795.64
29 EXTRA ORDINARY ITEMS		
Loss on Flood	-	(8.80)
Fixed Asset/Depreciation Written Back	(0.85)	(2.84)
Profit/(Loss) on Sale of Fixed Assets	(3.60)	79.25
	(4.45)	67.61

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
30 EARNING PER SHARE		
Basic and diluted Earning Per Share		
Profit After Tax	895.53	542.15
Number of Equity Shares	12,745,849	12,745,849
Face value per Equity Share (Rs.)	10.00	10.00
Basic Earning Per Share	7.03	4.25
Diluted Earning Per Share (Rs.)	7.02	4.25
31 PAYMENT TO AUDITORS		
Audit Fee	1.00	1.00
	<u>1.00</u>	<u>1.00</u>

32 Expenditure incurred during construction period of Rs. 157.60 Lakh (Note 2) have been capitalized and Transfer to Factory Godown under Building Block on March 30, 2022

33 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

(a) Capital Management

The Company's financial strategy aims to support its strategic priorities and provide adequate capital to its businesses for growth and creation of sustainable stakeholder value. The Company funds its operations through internal accruals and aims at maintaining a strong capital base to support the future growth of its businesses.

(b) Categories of financial instruments

Particulars	As at 31.03.2022	As at 31.03.2021
A: Financial Assets		
Measured at amortized Cost		
(i) Cash and Cash Equivalents	851.25	81.03
(ii) Other Bank Balances	64.44	61.65
(ii) Trade Receivables	6,967.58	4,014.15
(iii) Investment in Mutual Fund and Shares	197.12	45.04
(iv) Investment in Unit Linked and Shares	82.39	86.16
Total Financial Assets	8,162.78	4,288.04
B: Financial Liability		
Measured at amortized Cost		
(i) Borrowings	9,772.10	5,895.73
(ii) Trade Payables	54.59	40.82
Total Financial Liabilities	9,826.69	5,936.54

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
--------------------	---	---

(c) Financial risk management objectives

The Company's management monitors and manages the financial risks relating to the operations of the Company by analysing exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest risk and other price risk), credit risk and liquidity risk. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES- Continue

(i) Liquidity Risk

The Company's Current assets aggregate Rs. 13974.71 Lakh (2021 - Rs. 9,054.73 Lakh) including Current Investments, Cash and cash equivalents and Other Bank Balances of Rs. 1,112.81 Lakh (2020 - Rs. 187.72 Lakh) against an aggregate Current liability of Rs. 9,759 Lakh (2021 - Rs. 6,663 Lakh).

Further, while the Company's total equity stands at Rs. 5049 Lakh (2021 - Rs. 4,154 Lakh), it has non-current borrowings of Rs. 2,694 Lakh (2021 - Rs. 1,067.72 Lakh). In such circumstances, liquidity risk or the risk that the Company may not be able to settle or meet its obligations as they become due does not exist.

(ii) Market Risk

The Company is not an active investor in equity markets; it continues to hold certain investments in equity for long term value accretion and also as current investments. The market value of investments in such equity instruments as at 31st March, 2022 is Rs. 153.60 Lakh (2021 - Rs. 102.77 Lakh). Market risk exposures are measured using sensitivity analysis. There has been no change to the Company's exposure to market risks or the manner in which these risks are being managed and measured.

(iii) Foreign Currency Risk

The fluctuation in foreign currency exchange rates may have potential impact on the statement of profit and loss as the company is engaged in exports and realises its sales in US dollars. Considering the countries and economic environment in which the Company operates, its operation are subject to risk arising from fluctuations in exchange rates in the countries to which it exports. The company adopts suitable hedging policy to mitigate the impact of forex fluctuations on routine operations.

The carrying amounts of foreign currency denominated financial assets and liabilities including derivative contracts, are as follows:

As at March 31, 2022	US \$	Euro
Financial Assets	75.386	-
Financial Liabilities	-	79.33

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At	As At
	31-03-2022	31-03-2021
	₹ In Lakh	₹ In Lakh

(iv) Interest Rate Risk

The Company is also exposed to interest rate risk, changes in interest rates will affect future cash flows or the fair values of its financial instruments, principally debt because it borrow funds at different interest rate

(v) Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Company's bank balances are held with a reputed and creditworthy banking institution resulting to limited credit risk from the counterparties.

Financial Liabilities

Particulars	31-03-2022	31-03-2021
Borrowings	9,772.10	5,895.73
Other financial liabilities	338.27	302.92

The company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Credit risk is actively managed through Letters of Credit, Bank Guarantees, advance payments and factoring and forfaiting without recourse to the Company. The company restricts its fixed income investments in liquid securities carrying high credit rating.

(d) Fair value of financial assets and financial liabilities :

The following table presents the fair value hierarchy of financial assets and liabilities measured at fair value on a recurring basis

Particulars	Fair Value Hierarchy (Level)	As At March 31, 2022
Financial Assets		
(i) Cash and Cash Equivalents	Level 3	851.25
(ii) Trade Receivables	Level 3	6,967.58
(iii) Investment in Mutual Fund and Shares	Level 1	197.12
(iv) Investment in Unit Linked and Shares	Level 1	82.39
Financial Liabilities		
(i) Borrowings	Level 3	9,772.10
(ii) Trade Payables	Level 3	54.59

The fair value of remaining financial assets and liabilities approximate with the carrying amount recognized in the financial statements. There was no transfer between Level 1, Level 2 and Level 3 in the year. The carrying amount of financial assets and financial liabilities measured at amortised cost in the

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At	As At	
	31-03-2022	31-03-2021	
	₹ In Lakh	₹ In Lakh	
<p>Ind AS financial statements are a reasonable approximation of their fair value since the Company does not anticipate that carrying value would be significantly different from the values that would eventually be received or settled.</p> <p>The fair value of trade receivables, trade payables and other current financial assets and liabilities is considered to be equal to the carrying amounts of these items due to their short-term nature.</p>			
34 Impact of COVID-19 (Global Pandemic)			
<p>The World is facing unprecedented situation in all facets of business and economy with the Covid-19 Pandemic. The company is engaged in manufacture and export of terry towels which is used in hotel industry. So the COVID 19 has affected the company in terms of decline in orders from overseas buyers in the first half of the financial Year 2019-20. However the company has adopted suitable policies to bring more efficiencies and economies . It is felt that the operations will be normal in the second half of the year . The liquidity position of the company continue to be very comfortable and on net basis, loss is not expected in FY 2022-23.So, in view of the Management, there will not be any adverse or material impact on carrying value of assets. The Management also do not estimate and perceive any impact on going concern continuity of the business operations of the company due to Covid-19 Pandemic.</p>			
35	<p>The board of directors of the Company, which has been identified as being the chief operating decision maker (CODM), evaluates the Company’s performance, allocate resources based on the analysis of the various performance indicator of the Company. The Company is mainly incorporated with the objects of manufacturer and exporter of Terry Towel and presently engaged in that activity only and all activities of the Company revolve around this main business as a single unit. Further there are no geographical segments as all the operations of the Company are in India. Therefore, there is no separate reportable segment for the Company as per the requirement of Ind AS 108 “Operating Segments”.</p>		
36	ACTIVITY IN FOREIGN CURRENCY	31.03.2022	31.03.2021
	Earnings in Foreign Currency (Realization Basis):		
	FOB value of Export of Terry Towels	23,199.30	11,325.47
	Expenditure/Remittances in Foreign Currency:		
	Stores and Spares	58.43	16.81
	Foreign Travelling	20.85	46.81
	Purchase of Machinery	28.83	-
	Net Earnings in Foreign Currency	23,091.18	11,261.85

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

₹ in Lacks

37 Trade Payables ageing schedule:

Micro, Small and Medium Enterprises (MSME)	-	0.54
Other than Micro, Small and Medium Enterprises	2,004.33	1,411.33
	<u>2,004.33</u>	<u>1,411.86</u>

Outstanding for following periods from due date of payment as at 31st March, 2022

	< 1 Years	1-2 Years	2-3 Years	>3 Years	Total
Micro, Small and Medium Enterprises (MSME)	Nil	Nil	Nil	Nil	Nil
Other than Micro, Small and Medium Enterprises	1,981.69	11.55	11.10	Nil	2,004.33
Total	1,981.69	11.55	11.10	-	2,004.33

Outstanding for following periods from due date of payment as at 31st March, 2021

	< 1 Years	1-2 Years	2-3 Years	>3 Years	Total
Micro, Small and Medium Enterprises (MSME)	0.54	Nil	Nil	Nil	0.54
Other than Micro, Small and Medium Enterprises	1,388.93	22.40	Nil	Nil	1,411.33
Total	1,389.47	22.40	-	-	1,411.86

38 Trade Receivables Aging

As on 31 March 2022

Particulars	Outstanding for following periods from Due Date of Payment				
	< 6 Months	6 Months > 1 Year	1-2 Years	2-3 Years	> 3 Years
(i) Undisputed Trade Receivables – Considered Good	6,566.25	58.52	-	-	-
(ii) Undisputed Trade Receivables – Considered Doubtful	-	117.05	225.76	-	-
(iii) Disputed Trade Receivable – Considered Good	-	-	-	-	-
(iv) Disputed Trade Receivable – Considered Doubtful	-	-	-	-	-

As on 31 March 2021

Particulars	Outstanding for following periods from Due Date of Payment				
	< 6 Months	6 Months > 1 Year	1-2 Years	2-3 Years	> 3 Years
(i) Undisputed Trade Receivables – Considered Good	3,672.46	85.60	6.22	-	-
(ii) Undisputed Trade Receivables – Considered Doubtful	-	-	249.88	-	-
(iii) Disputed Trade Receivable – Considered Good	-	-	-	-	-
(iv) Disputed Trade Receivable – Considered Doubtful	-	-	-	-	-

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

39 RATIOS

Ratio	Numerator	Denominator	31-Mar-22	31-Mar-21	% change
Current ratio	Current Assets	Current Liabilities	1.43	1.36	5.10%
Debt- Equity Ratio	Total Debt	Shareholder's Equity	1.94	1.42	26.66%
Debt Service Coverage ratio	Net profit before taxes + Non-cash operating expenses(Dep and other amortisations)	Interest & Lease Payments + Principal Repayments	0.00%	0.00%	0.00%
Return on Equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.18	0.13	26.41%
Inventory Turnover ratio	Cost of goods sold	Average Inventory	0.31	0.30	3.03%
Trade Receivable Turnover Ratio	Gross credit sales - sales return	Average Trade Receivable	0.32	0.50	-57.61%
Trade Payable Turnover Ratio	Gross credit purchases - purchase return	Average Trade Payables	0.29	0.50	-70.44%
Net Capital Turnover Ratio	Net sales	Current assets – Current liabilities	23.67	12.79	45.96%
Net Profit ratio	Net Profit	Net sales	0.03	0.05	-33.73%
Return on Capital Employed	Earnings before interest and taxes	Total Assets- Total Current Liabilities	0.19	0.17	11.97%
Return on Investment	Interest (Finance Income)	Investment	0.01	0.05	-343.91%

40 There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

41 The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

42 Disclosure on Corporate Social Responsibility Expenses

Details of expenditure on Corporate Social Responsibility Activities as per Section 135 of Companies Act, 2013 read with Schedule III are as below

Particulars	As at 31st March 2022 ₹ In Lakh	As at 31st March 2021 ₹ In Lakh
I) Gross amount required to be spent by the Company	15.38	10.64
II) Excess amount spent in current year/ provided in Last year and paid in current year	Nil	Nil
III) Amount Spent/provision made during the year:		
Amount spent in Cash		
a) Joy of Safety : Rider Safety Awareness	0.00	0.00
b) Assistance to Police	0.00	0.00
c) Development of Govt. Schools / Rural Development / Sanitisation	0.00	0.00
d) Donation under PMNRF	0.00	0.00
e) Community Health Support	0.00	0.00
Amount yet to be spent in cash (provision taken) *		
a) Joy of Safety : Rider Safety Awareness		
b) Community Health Support		
Total	0.00	0.00
IV) Cumulative Excess/ (shortfall) (IV-(I-II))	15.38	10.64

* Unspent Amount of Rs. 26.02 Lacs has been deposited in separate bank account as per the requirements of Section 135 (5) of Companies Act, 2013.

43 RELATED PARTY DISCLOSURES:

(a) Following are related parties:

Key Management Personnel
 Mr. Suneel Gupta
 Mrs. Sangeeta Gupta
 Mr. Abhinav Gupta
 Ms. Noor Gupta
 Mr. Naresh Kumar Aggarwal
 Mr. Anil Agarwal
 Mr. Sanjay Arora
 Mr. Divya Agarwal
 Mr. Girish Singh Adhikari
 Miss Yashima Saluja

Managing Director
 Whole Time Director
 Whole Time Director
 Director
 Independent Director
 Independent Director
 Independent Director
 Independent Director
 Chief Financial Officer
 Company Secretary

Significant Influence
 Ashnoor Global LLC

ASHNOOR TEXTILE MILLS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

PARTICULARS	As At 31-03-2022 ₹ In Lakh	As At 31-03-2021 ₹ In Lakh
(b) Related party transactions:		
Kay Management Personnel		
Directors Salary	40.50	120.00
Sitting Fees	4.50	9.25
CFO Salary	8.36	6.21
Company Secretary Salary	4.80	3.60
Loans and Advance Taken		
Mrs. Sangeeta Gupta	180.27	211.58
Mr. Suneel Gupta	529.30	178.80
Mr. Abhinav Gupta	894.01	415.46
Ms. Noor Gupta	666.50	656.50
Interest Payable		
Mr. Suneel Gupta	-	24.80
Mrs. Sangeeta Gupta	-	16.03
Significant Influence		
Export Sale	-	-
Ashnoor Global LLC	22.01	31.22

(c) No balance has been written off and written back of the related parties during the year

44 Approval of financial statements

The Financial Statements for the period ended 31st March 2022 were approved by the Board of Directors and authorised for issue on May 30, 2022

As per our report of even date attached

For Agarwal & Gupta
Chartered Accountants

Sd/-
HEMENDRA KUMAR GUPTA
Partner
Membership Number: 090841
UDIN: 22090841AJXOZT3710

Place: New Delhi
Date: May 30, 2022

For Ashnoor Textile Mills Limited

Sd/-
SUNEEL GUPTA
Managing Director
DIN-00052084

Sd/-
GIRISH SINGH ADHIKARI
Chief Finance Officer
PAN-AEPPA9502R

Sd/-
SANGEETA GUPTA
Whole Time Director
DIN-00052121

Sd/-
YASHIMA SALUJA
Company Secretary
ACS No. - 36764



ASHNOOR

ASHNOOR TEXTILE MILLS LIMITED

Behrampur Road, Village Khandsa
District Gurgaon, Haryana - 122 001