GARLON POLYFAB INDUSTRIES LIMITED

ANNUAL REPORT 2021-22

CORPORATE INFORMATION

I. BOARD OF DIRECTORS

NAME OF DIRECTORS	DIN
VISHAL GARG	00792099
VIVEK GARG	00792169
BRIJ RAJ KUMAR	02069498
RAJIV GARG	02069480

II. KEY MANEGERIAL PERSONNEL (KMP)

VISHAL GARG	MANAGING DIRECTOR
VISHAL GARG	CHIEF FINANCIAL OFFICER
SUSHIL KUMAR GUPTA	COMPANY SECRETARY
VIVEK GARG	WHOLE TIME DIRECTOR

III. AUDIT COMMITTEE

RAJIV GARG	CHAIRPERSON
BRIJ RAJ KUMAR	MEMBER
VIVEK GARG	MEMBER
SUSHIL KUMAR GUPTA	SECRETARY

IV. STAKEHOLDERS RELATIONSHIP COMMITTEE

RAJIV GARG	CHAIRPERSON
BRIJ RAJ KUMAR	MEMBER
VIVEK GARG	MEMBER
SUSHIL KUMAR GUPTA	SECRETARY

V. NOMINATION AND REMUNERATION COMMITTEE

RAJIV GARG	CHAIRPERSON
BRIJ RAJ KUMAR	MEMBER
VIVEK GARG	MEMBER
SUSHIL KUMAR GUPTA	SECRETARY

VI. STATUTORY AUDITORS

M/S. P.D. AGRWAL AND COMPANY
CHARTERED ACCOUNTANTS
OFFICE AT: - 15/11A CIVIL LINES, KANPUR- 208001

VII. SECRETARIAL AUDITORS

M/s. K. N. SHRIDHAR & ASSOCIATES
COMPANY SECRETARY
205, CHANDRALOK COMPLEX 26/72-D, BIRHANA ROAD, KANPUR

VIII. REGISTRAR & TRANSFER AGENT

M/S. ABHIPRA CAPITAL LIMITED,
G.F. 58-59, WORLD TRADE CENTRE, BARAKHAMBA LANE CONNAUGHT PLACE,
CENTRAL DELHI, DELHI, INDIA, 110001.

IX. BANKERS

HDFC BANK,
KRISHNA TOWER, KANPUR 208001,
UTTAR PRADESH.

X. INVESTOR GRIEVANCE

Mr. Sushil Kumar Gupta
Email id: gpil@hotmail.com

XI. REGISTERED OFFICE

15/79-B, LOWER GROUND FLOOR, SUNRISE APARTMENT,
CIVIL LINES, KANPUR, UTTAR PRADESH, INDIA, 208001.

Contents

GARLON POLYFAB INDUSTRIES LIMITED

Reg. Off. :- 15/79-B, Lower Ground Floor, Sunrise Apartment,
Civil Lines, Kanpur, Uttar Pradesh, India, 208001
CIN:- L17111UP1990PLC012122
Email:- gpil@hotmail.com
Website:- https://garlonpolyfabindustriesltd.com

NOTICE OF 31st ANNUAL GENERAL MEETING

Dear Members,

NOTICE is hereby given that **31st Annual General Meeting ("AGM")** of the Members of the Company will be held on: **Day - Friday, Date- September 30, 2022, and Time - 11.00 A.M.** at the registered office of the Company at 15/79-B, Lower Ground Floor, Sunrise Apartment, Civil Lines, Kanpur, Uttar Pradesh, India, 208001 to transact the following businesses:

ORDINARY BUSINESSES:-

1. To receive, consider and adopt standalone audited financial statements of the Company for the financial year ended March 31st, 2022 together with the Report of the Board of Directors and Report of the Auditors thereon.

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

"RESOLVED THAT the Board do hereby recommend to members in the ensuing Annual General Meeting for the reappointment of Mr. Rajiv Garg (DIN NO. 02069480) who is retires by rotation and being eligible and offers himself for reappointment."

For Garlon Polyfab Industries Limited

Date:- May 30, 2022
Place:- Kanpur

Sd/-
Vishal Garg
Managing Director
DIN: -_00792099

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Members holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. If a Proxy is appointed for more than fifty Members, the Proxy shall choose any fifty Members and confirm the same to the Company not later than 48 (forty-eight) hours before the commencement of the meeting. In case, the Proxy fails to do so, the first fifty proxies received by the Company shall be considered as valid. The instrument of Proxy, in order to be effective, should be deposited, either in person or through post, at the Registered Office of the Company, duly completed and signed, not later than 48 (forty-eight) hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / letter of authority, as applicable.
2. Corporate Members intending to send their authorised representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 24th September, 2022 to Friday, 30th September, 2022 (Both days inclusive).
4. Brief Profile under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and in terms of Secretarial Standards-2 issued by the Institute of Company Secretaries of India in respect of Directors seeking appointment/ re-appointment at the 31st AGM forms part of this notice.
5. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participant(s). Members who have not registered their e-mail address with the Company can now register the same by submitting a duly filled-in 'E-communication Registration Form' available on the website of the Company. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company who have registered their e-mail address are also entitled to receive such communication in physical form, upon request.
6. The Notice of AGM and Annual Report are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM.
7. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of Members/ list of Beneficial Owners as on 23rd September, 2022, i.e.

the date prior to the commencement of book closure, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic voting system from any place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at 9.00 a.m. on Tuesday, 27th September, 2022 and will end at 5.00 p.m. on Thursday, 29th September, 2022. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

8. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date.
9. Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their voting right at the meeting. The members who have 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.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts maintained under Section 189 of the Act will be available at the venue for inspection.

CDSL e-Voting System and other instructions regarding Remote e-voting:

(i) The remote e-voting period will commence 9.00 a.m. on Tuesday, 27th September, 2022 and will end at 5.00 p.m. on Thursday, 29th September, 2022. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

Step 1

Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2

Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Step 1

Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iii) In terms of SEBI circular **no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**

Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: 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. A new screen will open. You will have to enter your 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) 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 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-

	Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	**Helpdesk details**
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 toll free no. 1800 21 09911
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 : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on “Shareholders” module.
3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holdin shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(v) After entering these details appropriately, click on "SUBMIT" tab.
(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
(viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
(ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
(x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
(xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
(xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
(xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
(xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
(xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; gpxreport@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

Annexure to the Notice

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings]

<table>
<tr><td rowspan="6">Brief Resume of the Director</td><td colspan="2">1.</td></tr>
<tr><td>Name of Director</td><td>Mr. Rajiv Garg</td></tr>
<tr><td>Date of Birth</td><td>10/01/1952</td></tr>
<tr><td>Date of Appointment at Board Meeting</td><td>10/02/1996</td></tr>
<tr><td>DIN</td><td>02069480</td></tr>
<tr><td colspan="2">Brief Profile

Mr. Rajiv Garg aged about 74 years, is the Non-Executive Independent Director and was appointed on our Board on 10/02/1996. He is a graduate by profession with over 15 years of experience in the domains of Management Information Statement and Financial Planning & Analysis etc.</td></tr>
<tr><td>Remuneration last drawn</td><td colspan="2">NIL</td></tr>
<tr><td>Nature of his expertise in specific functional Areas</td><td colspan="2">Management Information Statement and Financial Planning & Analysis</td></tr>
<tr><td>Disclosure of relationship between directors inter-se</td><td colspan="2">Not related with any KMP of the Company.</td></tr>
<tr><td>No. of Board Meetings attended during the year</td><td colspan="2">05</td></tr>
<tr><td>Terms and conditions of appointment or re-appointment</td><td colspan="2">Liable to retire by rotation and is eligible for re-appointment.</td></tr>
<tr><td>Name of listed entities in which the person also hold directorship and the membership of Committees of the Board</td><td colspan="2">NIL</td></tr>
<tr><td>Name of the listed entities from which the person has resigned in the past 3 years</td><td colspan="2">NIL</td></tr>
<tr><td>Shareholding of director</td><td colspan="2">NIL</td></tr>
<tr><td>Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19.</td><td colspan="2">Not debarred from holding office by virtue of any SEBI Order or any other authority.</td></tr>
</table>

BOARD'S REPORT

To,
The Members,
GARLON POLYFAB INDUSTRIES LIMITED.

Your Board of Directors ("**Board**") take pride in presenting their 31th Annual Report together with the Audited Financial Statements ("**Financial Statements**") for the Financial Year ended on March 31, 2022 ("**FY 2021-22**" or "**period under review**"). The summarized financial performance of your Company is as follows:

1. FINANCIAL HIGHLIGHTS

(Amount in INR)

Particulars	For the Year ended 31st March, 2022	For the Year ended 31st March, 2021
Revenue from Operations	-	-
Other Income	0.00	0.00
Total Income	**0.00**	**0.00**
Profit before Interest, Depreciation and Taxes	**0.00**	**0.00**
Less: Depreciation and Amortization expenses	0.00	0.00
Less: Interest on borrowings (Finance cost)	0.00	0.00
Less: Other Operating & Non-Operating Expenses	2,28,802.00	3,78,857.00
Profit before tax and exceptional items	**(2,28,802.00)**	**(3,78,857.00)**
Less: Exceptional Item	-	-
Profit before Tax (PBT)	**(2,28,802.00)**	**(3,78,857.00)**
Tax Expenses:		
Current Tax	0.00	0.00
MAT	0.00	0.00
Tax of previous year	0.00	0.00
Deferred Tax	0.00	0.00
Net Profit/(Loss) after tax (PAT)	**(2,28,802.00)**	**(3,78,857.00)**
Earnings per share (Basic & Diluted)	(0.05)	(0.08)
Paid Up Share Capital	**4,61,32,000.00**	**4,61,32,000.00**

2. FINANCIAL HIGHLIGHTS AND OPERATION

The Company is a textile trading and distribution Company incorporated in the year 1990, specializing in the processing and trading of polyester yarns and textiles. It is based in Kanpur, Uttar Pradesh, and is listed on the BSE (BSE Code: 514306). The company's registered office is located at 15/79-B, Lower Ground Floor, Sunrise Apartment, Civil Lines, Kanpur, Uttar Pradesh 208001, India.

At Present, the Company is not in operation and has been seeking viable business options and is in the process of finalising the same so as venture into profit and wealth maximisation.

The Key highlights pertaining to the business of the Company for the financial year 2021-22 have been given hereunder:

- The Net Profit/ (Loss) before tax for the year under review was Rs. (2,28,802.00) as compared to the loss before tax in the previous year of Rs. (3,78,857.00).
- The Net Profit/ (Loss) after tax for the year under review was Rs. (2,28,802.00) as compared to the loss before tax in the previous year of Rs. (3,78,857.00).

Your Company has complied with all the acts, rules, regulations and guidelines issued/prescribed by the Securities Exchange Board of India, Reserve Bank of India, Ministry of Corporate Affairs and other statutory authorities. However it is pertinent to mention here that the trading of the Company is suspended on BSE Limited and the Company is making all requisite efforts for getting the suspension revoked on most priority basis.

The inter-corporate loans given by the Company during the period under review, if any, were in the ordinary course of business and at arm's length. The Financial Statements are forming part of this Annual Report.

3. RESERVES

During the financial year under review, the Company has transferred the Loss to Reserve & Surplus as shown in notes to accounts of the financial statements.

4. SHARE CAPITAL

The Paid-up Share Capital of the Company as on 31st March, 2022 stood at Rs. 4,61,32,000.00/-. There was no change in the share capital of the Company during the F. Y. 2021-22. However it is pertinent to mention here that the trading of the Company is suspended on BSE Limited and the Company is making all requisite efforts for getting the suspension revoked on most priority basis.

5. EMERGENCE OF COVID-19

The outbreak of Covid 19 pandemic and consequent lockdown has not had any impact on our ability to render services to our customers or lenders. The business and credit terms are actively communicating with costumers having high risk business profiles to jointly evaluate the best possible situation to mitigate the crises. Covid-19 continues to spread across the globe and India which has contributed to significant decline and volatility in global and financial market and a significant decrease in overall economic activities. It presented us an operational challenge. The management believes that it has taken into account all possible impact of known events arising out of Covid-19 pandemic in the preparation of quarterly results.

6. CHANGE IN NATURE OF BUSINESS

There was no change in the nature of business activity of the Company during the period under review.

7. DETAILS OF HOLDING, SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANY (IES)

During the period under review, the Company does not have any Holding/ Subsidiary/ Joint Venture or Associate Company.

8. DIVIDEND

With a view to provide a cushion for any financial contingencies in the future and to strengthen the financial position of the Company, your Directors have decided not to recommend any dividend for the period under review. Therefore, the Company's Board of Directors does not recommend a dividend for the year ended March 31, 2022.

9. INTERNAL CONTROL SYSTEM AND INTERNAL FINANCIAL CONTROLS

The Company has in place an adequate Internal Financial Control System with reference to the financial statements and Internal Control System, commensurate with the size, scale and complexity of its operations. The Directors have laid down Internal Financial Control procedures to be followed by the Company which ensures the compliance with various policies, practices and statutes, keeping in view the organization's pace of growth and increasing complexity of operations for orderly and efficient conduct of its business. The Audit Committee of the Board, is vested with the powers to evaluate the adequacy and effectiveness of the Internal Financial Control system of the Company, thereby ensuring that: -

- Systems have been established to ensure that all the transactions are executed in accordance with the management's general and specific authorization.
- Systems and procedures exist to ensure that all the transactions are recorded so as to permit preparation of financial statements in conformity with the Generally Accepted Accounting Principles (GAAP) or any other criteria applicable to such Statements, and to maintain accountability for effective and the timely preparation of reliable financial information.
- Access to assets is permitted only with the management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with the terms of employment or except as specifically permitted.
- The existing assets of the Company are verified /checked at reasonable intervals and appropriate action is taken with respect to differences, if any.
- Appropriate systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's various policies as listed on the Website and otherwise disseminated internally.

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The composition of the Board is governed by the relevant provisions of the Companies Act, 2013 and rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company, and all other applicable laws and is in accordance with the best practices in corporate governance from time to time.

i. Board of Directors

As on March 31, 2022, the following were the Directors of the Company: -

1. Mr. Vishal Garg	(Managing Director & CFO)
2. Mr. Rajiv Garg	(Non-Executive Independent Director)
3. Mr. Brij Raj Kumar	(Non-Executive Independent Director)
4. Mr. Vivek Garg	(Whole Time Director)

ii. Fit and Proper Criteria

All the Directors of the Company duly meet the fit and proper criteria stipulated by the law.

iii. Declaration of Independence:

All the Independent Directors of the Company have submitted the declaration of their independence in conformity of Section 149(7) of the Companies Act, 2013 and rules made thereunder, stating that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and are not disqualified from continuing as Independent Directors.

During the period under review, the Independent Directors of the Company had no pecuniary relationship or transactions with the Company, other than the sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending the meetings of the Company.

iv. Retirement by Rotation

In accordance with the provisions of the Companies Act, 2013 and rules made thereunder, Mr. Rajiv Garg, Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and has offered his candidature for re-appointment as a Director of the Company at the ensuing Annual General Meeting.

v. Key Managerial Personnel

During the period under review, there was no change in the Key Managerial Personnel ("KMP") of the Company. As on March 31, 2022, the Company had the following KMPs in accordance with the provisions of the Companies Act, 2013 and rules made thereunder:

Mr. Vishal Garg - Managing Director
Mr. Vishal Garg - Chief Financial Officer
Mr. Vivek Garg - Whole Time Director
Ms. Sushil Kumar Gupta - Company Secretary

vii. Board Meetings

During the period under review, 5 (Five) Board meetings were held and the intervening gap between the meetings were within the period prescribed under the Companies Act, 2013 and rules made thereunder.

viii. Committees of the Board

The following are the Committees constituted by the Board:
i) Audit Committee;
ii) Nomination & Remuneration Committee;
iii) Stakeholder Relationship Committee;

ix. Composition of the Committees:

The following was the composition of the Committees during the period ended 31st March, 2022:

AUDIT COMMITTEE

Mr. Rajiv Garg	Chairperson
Mr. Brij Raj Kumar	Member
Mr. Vivek Garg	Member
Mr. Sushil Kumar Gupta	Secretary

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Rajiv Garg	Chairperson
Mr. Brij Raj Kumar	Member
Mr. Vivek Garg	Member
Mr. Sushil Kumar Gupta	Secretary

NOMINATION AND REMUNERATION COMMITTEE

Mr. Rajiv Garg	Chairperson
Mr. Brij Raj Kumar	Member
Mr. Vivek Garg	Member
Mr. Sushil Kumar Gupta	Secretary

x. Board and Committee Meetings

Details of meetings of Board and Committees are as below:

S N.	Date of Board Meeting	No. of Directors Present
1.	21/06/2021	4
2.	29/06/2021	4
3.	14/08/2021	4
4.	10/11/2021	4
5.	07/02/2022	4

S No.	Date of Audit Committee meeting	No. Members Present
1.	29/06/2021	3
2.	14/08/2021	3
3.	10/11/2021	3
4.	07/02/2022	3

S No.	Date of Stake Holders Committee Meeting	No. of Members Present
1.	29/06/2021	3
2.	14/08/2021	3
3.	10/11/2021	3
4.	07/02/2022	3

S No.	Date of Nomination and Remuneration Committee Meeting	No. of Members Present
1.	29/06/2021	3
2.	14/08/2021	3
3.	10/11/2021	3
4.	07/02/2022	3

11. POLICIES GOVERNING THE APPOINTMENT AND REMUNERATION OF THE DIRECTORS AND EMPLOYEES

The Nomination & Remuneration Committee develops the competency requirements of the Board based on the industry and strategy of the Company, conducts a gap analysis and recommends the reconstitution of the Board, as and when required. It also recommends to the Board, the appointment of Directors having good personal and professional reputation and conducts reference checks and due diligence, before recommending them to the Board.

Besides the above, the Nomination & Remuneration Committee ensures that the new Directors are familiarized with the operations of the Company and endeavors to provide relevant training to the Directors.

In accordance with the provisions of Section 178 of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has adopted a Policy on diversity of the Board of Directors and a Policy on remuneration of the directors, key managerial personnel and other employees. The Policy on Diversity of the Board of Directors have been framed to encourage diversity of thought, experience, knowledge, perspective, age and gender in the Board. The Policy on remuneration of the directors, key managerial personnel and other employees is aligned to the philosophy on the commitment of fostering a culture of leadership with trust.

The Policy on remuneration of the directors, key managerial personnel and other employees aims: (a) that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors, Executives and Other Employees of the quality required to run the Company successfully; (b) that relationship of remuneration to performance is clear and meets appropriate performance benchmarks; (c) that remuneration to Directors, Executives and Other Employees involves a balance between fixed and variable pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals; and (d) to enable the Company to provide a well-balanced and performance-related compensation package, taking into account shareholder interests, industry standards and relevant Indian corporate regulations. The detailed policy on remuneration of the directors, key managerial personnel and other employees is available on the Website.

The company has formulated the Nomination and Remuneration Policy in respect of appointment and remuneration of the directors in pursuance of section 178(3).

The Board considered the Nomination and Remuneration Committee's recommendation and during the year under review, no remuneration was paid to any of the Directors of the Company.

Further, none of the employee is in receipt of remuneration in excess of the limits prescribed in the Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

10. PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company has framed a Policy on Prevention of Sexual Harassment at Workplace in accordance with the applicable laws for all employees of the Company to inter alia ensure that the employees are not subject to any form of sexual harassment and to constitute the Internal Complaints Committee to redress the complaints, if any. Your Company is fully committed to protect the rights of any women, of any age, whether employed or not, who alleges to have been subjected to any act of sexual harassment within the Company's premises. Your Company provides a safe and healthy work environment. During the period under review, there were no cases of sexual harassment reported to the Company.

11. POLICY ON PERFORMANCE EVALUATION OF THE DIRECTORS, BOARD AND ITS COMMITTEES

The Nomination & Remuneration Committee has devised a policy for the performance evaluation of the Independent Directors, Board, its Committees and the other individual Directors and has laid down the performance evaluation and assessment criteria/parameters. The Independent Directors in terms of Schedule IV to the Companies Act, 2013 and the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, at its separate meeting, evaluated the performance of the Chairman, Non-Independent Directors and the Board as a whole.

The Nomination & Remuneration Committee carried out the evaluation of every Director's performance and the Board carried out a formal evaluation of its own performance, Board Committees and the performance of each of the Directors, without the presence of the Director being evaluated. The criteria/parameters laid down for the evaluation of performance of the Independent Directors is provided in the Corporate Governance report, forming part of this Annual Report.

12. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report is enclosed as a part of this Annual Report.

13. DIRECTORS RESPONSIBILITY STATEMENT

The Board acknowledges the responsibility for ensuring compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 in preparation of the Financial Statements for the financial year ended on March 31, 2022 and state:

- that in the preparation of Annual Accounts for the Financial Year ended as at March 31, 2022, the applicable Indian Accounting Standards have been followed along with the proper explanation relating to the material departures;
- that the Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the Financial Year ended as at March 31, 2022 and of the profit and loss of the Company for the Financial Year ended on March 31, 2022;
- that the Directors have 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 or other irregularities;
- that the Directors have prepared the annual accounts on a going concern basis;
- that the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- there is a proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.
- Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants, including audit of internal financial controls over financial reporting by the statutory auditors, and the reviews performed by management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the period under review.

14. PUBLIC DEPOSITS

The Company did not accept any public deposits during the year under review. Therefore, the disclosures as required under the Companies Act, 2013 and the rules made thereunder, and Master Directions are not applicable on the Company.

15. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Loans, guarantees and investments, if any, covered under Section 186 of the Companies Act, 2013 forms part of the Notes to the Financial Statements provided in this Annual Report.

16. AUDITORS

a) STATUTORY AUDITORS:

In accordance with the provisions of Sections 139 and 142 of the Companies Act, 2013. M/s P. D. AGRWAL and company. Chartered Accountants (Regn No. 016485C), hold office for a period of five years till the conclusion of the Thirty Fourth Annual General Meeting, at a remuneration to be agreed, mutually to conduct the audit for the financial year 2021-22 plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred."

M/S P.D. AGARWAL and COMPANY -Chartered Accountants had submitted a requisite Certificate, Pursuant to the provision of Section 139 and 141 of the Companies Act, 2013 confirming eligibility and satisfaction of criteria for their appointment as Statutory Auditors of the Company.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation, The Notes on financial statements are self-explanatory, and needs no further explanation

b) SECRETARIAL AUDITORS

The Board had appointed M/s. K. N. Shridhar & Associates, Company Secretary, as the Secretarial Auditors of the Company to undertake the Secretarial Audit for the financial year 2021-22 in terms of the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

There have been qualifications, reservations or adverse remarks or disclaimer given by the Secretarial Auditors in their report which are self explanatory as the Company is trying to comply with all applicable provisions of various laws from time to time and that the trading of the Company is suspended on BSE Limited and as already intimated that the Company is making all requisite efforts for getting the suspension revoked on most priority basis.

17. COST RECORDS

The provisions of the Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, are not applicable on the Company for the period under review.

18. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as **"Annexure I"**.

19. CORPORATE GOVERNANCE REPORT

It has always been the Company's endeavor to excel through better Corporate Governance and fair and transparent practices. The report on Corporate Governance for the financial year 2021-22 is appended to this Annual Report.

20. RELATED PARTY TRANSACTIONS

All the transactions carried out with related parties for the year under review were on arm's length basis, which were duly approved by the Audit Committee and are in compliance with the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations.

There are no material significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large. The Related Party Transactions Policy as approved by the Board is uploaded on the Company's website. Your Directors draw attention of the members to Note No. 9 (ii) of the Significant Accounting Policies and Notes on Account which sets out related party disclosures.

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business and the provisions of Section 188 of the Companies Act, 2013 and Rules made there under are not attracted. Thus disclosure in Form AOC-2 in terms of Section 134 of Companies Act, 2013 is not required.

21. CODE OF CONDUCT

The Board has approved a Code of Conduct which is applicable to the members of the Board and all the employees in the course of day-to-day operations of the Company. The Code of Conduct has been placed on the website of the Company. The Code of Conduct lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in workplace, in business practices and in dealing with stakeholders. All the members of the Board and the Senior Management Personnel have confirmed compliance with the Code of Conduct.

22. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 read with the rules made thereunder and pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a Vigil Mechanism to be known as the **'Vigil Mechanism Policy'** for its Directors and employees, to report instances of unethical behavior and actual or suspected fraud or violation of the Company's Code of Conduct. The aim of the Vigil Mechanism Policy is to provide adequate safeguards against victimization of the whistle blower who avails the mechanism and provides direct access to the Chairman of the Audit Committee, in appropriate or exceptional cases. Accordingly, the Vigil Mechanism Policy has been formulated with a view to provide a mechanism for the Directors and employees of the Company to approach the Ethics Officer or the Chairman of the Audit Committee of the Company.

The purpose of Vigil Mechanism Policy is to provide a framework in order to promote responsible and secure whistle blowing. It protects employees willing to raise a concern about serious irregularities within the Company. During the period under review, no such complaint of unethical or improper activity has been received by the Company.

23. PREVENTION OF INSIDER TRADING

The Company has adopted an Insider Trading Policy with a view to regulate the trading in securities by the designated persons of the Company. The Insider Trading Policy requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the designated persons while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed. The Board is responsible for the implementation of the Insider Trading Policy.

The Insider Trading Policy can be accessed from the website of the Company.

24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/ OUTGO

a) CONSERVATION OF ENERGY

(i) Steps taken or impact on conservation of energy - The operations of your Company are not energy intensive. However, adequate measures have been initiated for conservation of energy.

(ii) Steps taken by the Company for utilizing alternate source of energy – though the operations of the Company are not energy intensive, the Company shall explore alternative source of energy, as and when the necessity arises.

(iii) Capital investment on energy conservation equipment – Nil

b) TECHNOLOGY ABSORPTION

(i) Efforts made towards technology absorption - The minimum technology required for the business has been absorbed.

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution- Not Applicable

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

(a) the details of technology imported: Not Applicable

(b) the year of import: Not Applicable

(c) whether the technology has been fully absorbed: Not Applicable

(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

(iv) Expenditure incurred on Research and Development - Not Applicable

c) FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year under review, there were following foreign exchange transactions:

1. Earnings: Nil 2. Outgo: Nil

25. FRAUD REPORTING

There was no fraud reported by the Statutory Auditors of the Company, under Section 143(12) of the Companies Act, 2013 and rules made thereunder, to the Board during the period under review.

26. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There have been no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

Further, no penalties have been levied by any Regulators, during the period under review.

27. MATERIAL CHANGES AND COMMITMENTS, IF ANY

There have been no material changes during the year under review. The overall performance of the company was steady and satisfactory. Company successfully managed to pay all its liabilities in time and managed to carry out all its business and commercial obligations timely and with dignity. Your directors shall continue to put-in all efforts for a better and bright prospects of the company. The company is considering various possibilities for optimizing the present business activities keeping in view the profitability and stability of business of the company. The company is also pursuing the possibility into other related activities. There have not been any material changes and commitments affecting the financial position of the company between the end of the financial year of the company and the date of the Boards' report.

28. CORPORATE SOCIAL RESPONSIBILITY

During the period under review, the provisions of Section 135 and Schedule VII to the Companies Act, 2013, and rules made thereunder, pertaining to Corporate Social Responsibility ("**CSR**") is not applicable to the Company.

Therefore, the details of expenditures on CSR activities are not furnished by the Company.

29. RISK MANAGEMENT

The company has adequate Risk management systems for timely identification, assessment, and prioritization of risks and its consequent effect in terms of uncertainty on objectives of the company.

There is proper and constant follow-up through coordinated and economical application of resources to minimize, monitor, and control the probability and/or impact of unfortunate events and to maximize the realization of opportunities.

Risk management policy is guided by the objective to assure that risk uncertainties do not deflect the endeavor of the operational efforts on each level from the business goals.

30. HUMAN RESOURCE-INITIATIVES

During the period under review, your Company has strengthened its Management team and Core Leadership team to steer the Company's business conscientiously and diligently. Efforts have been put in to attract the best talent from the industry to build a strong foundation.

Your Company provides an employee friendly environment where employees are empowered and given an opportunity to demonstrate their talent, that eventually boost their career growth in the Company.

31. LISTING OF SECURITIES

The shares of the Company are listed on BSE Limited, Mumbai. However the trading of shares of the Company is suspended on BSE Limited and the Company is making all requisite efforts for getting the suspension revoked on most priority basis.

32. STATEMENT ON COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS

Your Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and such systems are adequate and operating effectively.

33. GENERAL DISCLOSURES

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the period under review:

a) The Company has not bought back any of its securities;

b) The Company has not issued any sweat equity shares;

c) The Company has not issued equity shares with differential rights as to dividend, voting or otherwise;

d) The Company is not liable to transfer amount of dividend lying in the unpaid dividend account to Investor Education and Protection Fund (IEPF) pursuant to provisions of Section 125 of the Companies Act, 2013; and

e) There was no revision in the financial statements between the end of the financial year and the date of this report.

36. ACKNOWLEDGEMENTS

Your Directors would gratefully like to place their appreciation for the assistance and co-operation received from the Company's bankers during the period under review. The Directors also acknowledge, with appreciation, the support and co-operation rendered by various Government Agencies and Departments. Your Directors would also wish to place on record their deep sense of appreciation for the continued support from all the investors of the Company.

By Order of the Board of directors
For **Garlon Polyfab Industries Limited**

Place: Kanpur
Date: May 30, 2022

Sd/-	**Sd/-**
Vishal Garg	**Vivek Garg**
(Managing Director & CFO)	**(Director)**
DIN: 00792099	**DIN: 00792169**

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on March 31, 2022.
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1	CIN	L17111UP1990PLC012122
2	Registration Date	07/25/1990
3	Name of the Company	GARLON POLYFAB INDUSTRIES LIMITED
4	Category/Sub-category of the Company	Company Limited By Shares Indian Non Government Company
5	Address of the Registered office & contact details	15/79-B, Lower Ground Floor, Ssunrise Apartment, Civil Lines, Kanpur, Uttar Pradesh, India, 208001
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any	ABHIPRA CAPITAL LIMITED, G.F. 58-59, WORLD TRADE CENTRE, BARAKHAMBA LANE CONNAUGHT PLACE, Central Delhi, DELHI, Delhi, India, 110001

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Nil	-	-

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	-	-	-	-	-

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2022]				No. of Shares held at the end of the year [As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) **Indian**									
a) Individual/ HUF	937,800	106,500	1,044,300	22.64%	937,800	106,500	1,044,300	22.64%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	454,800	600	455,400	9.87%	454,800	600	455,400	9.87%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (1)	1,392,600	107,100	1,499,700	32.51%	1,392,600	107,100	1,499,700	32.51%	0.00%
(2) **Foreign**									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%

TOTAL (A)	**1,392,600**	**107,100**	**1,499,700**	**32.51%**	**1,392,600**	**107,100**	**1,499,700**	**32.51%**	**0.00%**
B. Public									
1. Institutions									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FIIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-									
a) Bodies Corp.	512,400	245,100	757,500	16.42%	512,400	245,100	757,500	16.42%	0.00%
i) Indian		-		0.00%				0.00%	0.00%
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	63,500	1,911,400	1,974,900	42.81%	63,500	1,911,400	1,974,900	42.81%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	-	381,000	381,000	8.26%	-	381,000	381,000	8.26%	0.00%
c) Others (specify)	100	-	100	0.00%	100	0	100	0.00%	0.00%
Non Resident		-		0.00%	-	-	-		0.00%
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Nationals	-	-	-	0.00%			-	0.00%	0.00%
Clearing Members	-	-	-	0.00%			-	0.00%	0.00%
Trusts	-	-	-	0.00%			-	0.00%	0.00%
Foreign Bodies - D	-	-	-	0.00%			-	0.00%	0.00%
Sub-total (B)(2):-	576,000	2,537,500	3,113,500	67.49%	576,000	2,537,500	3,113,500	67.49%	0.00%
Total Public (B)	576,000	2,537,500	3,113,500	67.49%	576,000	2,537,500	3,113,500	67.49%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%				0.00%	0.00%
Grand Total	**1,968,600**	**2,644,600**	**4,613,200**	**100.00%**	**1,968,600**	**2,644,600**	**4,613,200**	**100.00%**	**0.00%**

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Vishal Garg	213,650	4.63%	0	213,650	4.63%	0	0.00%
2	Bharat Garg	222,560	4.82%	0	222,560	4.82%	0	0.00%
3	Vivek Garg	71,500	1.55%	0	71,500	1.55%	0	0.00%
4	Sarla Garg	56,500	1.22%	0	56,500	1.22%	0	0.00%
5	Geetika Garg	98,200	2.13%	0	98,200	2.13%	0	0.00%
6	Dinesh Kumar Garg	291,300	6.31%	-	291,300	6.31%	0	0.00%
7	Saloni Garg	90,590	1.96%	0	90,590	1.96%	0	0.00%
8	Garlon Carporation Pvt Ltd	185,300	4.02%	0	185,300	4.02%	0	0.00%
9	Garlon Finance & Leasing Pvt Ltd	270,100	5.85%	0	270,100	5.85%	0	0.00%

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

SN	Particulars	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the	No Change				
	Changes during the year					
	At the end of the year					

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares	No. of shares	% of total shares
1	Arun Kumar Goel					
	At the beginning of the		163,600	3.55%	163,600	3.55%
	Changes during the year		-	-	163,600	3.55%
	At the end of the year		163,600	3.55%	163,600	3.55%
2	Shankar Lal Saraf					
	At the beginning of the		197,500	4.28%	197,500	4.28%
	Changes during the year		-	-	197,500	4.28%
	At the end of the year		197,500	4.28%	197,500	4.28%
3	Saral Vanijya Private Limited					
	At the beginning of the		335,000	7.26%	335,000	7.26%
	Changes during the year		-	-	335,000	7.26%
	At the end of the year		335,000	7.26%	335,000	7.26%

4	Indian Bank A/c Indian						
	At the beginning of the			114,900	2.49%	114,900	2.49%
	Changes during the year			-	-	114,900	2.49%
	At the end of the year			114,900	2.49%	114,900	2.49%
5	Smart Rubbers Pvt Ltd						
	At the beginning of the			120,400	2.61%	120,400	2.61%
	Changes during the year			-	-	120,400	2.61%
	At the end of the year			120,400	2.61%	120,400	2.61%
6	Karan Holdings Pvt Ltd						
	At the beginning of the			60,200	1.30%	60,200	1.30%
	Changes during the year			-	-	60,200	1.30%
	At the end of the year			60,200	1.30%	60,200	1.30%
7	Prem Kishore						
	At the beginning of the			39,000	0.85%	39,000	0.85%
	Changes during the year			-	-	39,000	0.85%
	At the end of the year			39,000	0.85%	39,000	0.85%
8	Arcadia Shipping Limited						
	At the beginning of the			25,500	0.55%	25,500	0.55%
	Changes during the year			-	-	25,500	0.55%
	At the end of the year			25,500	0.55%	25,500	0.55%
9	Prudential Capital Markets Limited						
	At the beginning of the year			21,200	0.46%	21,200	0.46%
	Changes during the year			-	0.00%	21,200	0.46%
	At the end of the year			21,200	0.46%	21,200	0.46%
10	SWASTIK COMMERCE FINANCE PVT LTD						
	At the beginning of the year			15,000	0.32%	15,000	0.32%
	Change during the year			-	0.00%	15,000	0.32%

	At the end of the year			15,000	0.32%	15,000	0.32%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Reason		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Vishal Garg						
	At the beginning of the			213,650	4.63%	213,650	4.63%
	Changes during the year			-	-	213,650	4.63%
	At the end of the year			213,650	4.63%	213,650	4.63%
2	Brij Raj Kumar						
	At the beginning of the			600	0.01%	600	0.01%
	Changes during the year			-	-	600	0.01%
	At the end of the year			600	0.01%	600	0.01%

V. INDEBTEDNESS

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	19,176,000.00	-	19,176,000.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	19,176,000.00	-	19,176,000.00
Change in Indebtedness during the financial year				
* Addition	-	70,000.00	-	70,000.00
* Reduction	-	-	-	-
Net Change	-	70,000.00	-	70,000.00
Indebtedness at the end of the financial year				
i) Principal Amount	-	19,246,000.00	-	19,246,000.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	19,246,000.00	-	19,246,000.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	Name		(Rs)
	Designation		
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		

2	Stock Option		
3	Sweat Equity		
4	Commission - as % of profit - others, specify		
5	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other Directors

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

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name			Sushil Kumar Gupta	(Rs)
	Designation	CEO	CFO	CS	
1	Gross salary			144,000.00	144,000.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				-
	(b) Value of perquisites u/s 17(2) Income-				-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				-
2	Stock Option				-
3	Sweat Equity				-
4	Commission				
	- as % of profit				-
	- others, specify				-
5	Others, please specify				-
	Total	-	-	144,000.00	144,000.00

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies	Brief Description	Details of Penalty / Punishment/ Compounding fees	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					

Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

K N SHRIDHAR & ASSOCIATES
COMPANY SECRETARIES

205, Chandralok Complex,
26/72-D, Birhana Road, Kanpur
(O) 0512-2300628, 9935648484
Email : kn.shridhar@yahoo.co.in

Annexure - III
FORM N0.MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31/03/2022
[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].

To,
The Members,
GARLON POLYFAB INDUSTRIES LIMITED
15/79-B, lower Ground Floor,
Sunrise Apartment, Civil Lines
Kanpur: 208001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GARLON POLYFAB INDUSTRIES LIMITED** (hereinafter called 'the Company'). Secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents, and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2022** complied with the statutory provisions listed hereunder and also the Company has proper Board – processes and compliance –mechanism in place to the extent , in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **GARLON POLYFAB INDUSTRIES LIMITED** for the year under audit ended on **31st March, 2022** according to the provisions of:

1. The Companies Act, 2013,and the rules made thereunder;
2. The Securities Contract (Regulation) Act, 1956 (SCRA) and 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 Borrowings;
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 Insiders Trading) Regulations, 1992;
   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) regulations, 2009; - **Not applicable as no new equity share were issued during the year under audit.**
   (d) The Securities and Exchange Board of India (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999 - **Not applicable as no such instances were reported during the year under audit.**
   (e) The Securities and Exchange Board of India (Issue and listing of Debt Securities) regulations, 2008; - **Not applicable as no such debt securities were issued / listed during the year under audit.**

K.N. SHRIDHAR & ASSOCIATES COMPANY SECRETARIES FCS: 3892

K N SHRIDHAR & ASSOCIATES
COMPANY SECRETARIES

205, Chandralok Complex,
26/72-D, Birhana Road, Kanpur
(O) 0512-2300628, 9935648484
Email : kn.shridhar@yahoo.co.in

(f) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993 – The Company has a SEBI authorised Registrar and Transfer Agent, namely **ABHIPRA CAPITAL LIMITED, GF 58-59, WORLD TRADE CENTRE, Bara Khamba Lane, Connaught Place, Delhi, Central Delhi : 110 001.**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) regulations, 2009 – **Not applicable, as no application have been made by the Company to the Exchange, wherein it is listed – during the year under audit.**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 – **Not applicable as no buy back of equity shares were done by the company during the year under audit.**

(i) (Mention the other laws as may be applicable specifically to the Company: **There is no specific other law which required to be mentioned.)**

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

i) Secretarial standards issued by The Institute of Company secretaries of India, in this regard.
ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended – as applicable;

During the year under review the Company has in general complied with the provisions of the Act, Rules, regulations, Guidelines, standards, etc., mentioned above.

Management responsibility:

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit
2. I have followed the audit practice and the process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure the correct facts are reflected in secretarial records. We believe that the processes and practices, we followed a reasonable basis for our opinion;
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company or examined any books, information or statements other than Books and Papers.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happenings of events etc.;
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company, nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

The observations mentioned in this report are in addition to the observations and qualifications, if any, made by the statutory auditors of the Company or any other professional and the same has not been reproduced herein for the sake of repetition.

K.N. SHRIDHAR & ASSOCIATES COMPANY SECRETARIES FCS: 3882 COMPANY SECRETARIES

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COMPANY SECRETARIES

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During the Audit Period the Company generally has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc., subject to following observation made.

I further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executive Directors and Independent Directors. The changes in the composition of the Board of Director that took place during the year under review were carried out in compliance with the provisions of the Act.

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

3. Majority decision is carried through while there was no member's dissented, in the minutes.

4. I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules regulations and guidelines. Moreover, I have not covered any matter related to any other law which may be applicable to the company except aforementioned corporate laws.

5. In view of COVID-19 Pandemic, for carrying out this secretarial audit, reliance placed on the online receipt of the documents of the company.

Place: Kanpur
Date: 07/09/2022

K.N. SHRIDHAR & ASSOCIATES COMPANY SECRETARIES FCS: 3882 COMPANY SECRETARIES

K.N. SHRIDHAR & ASSOCIATES COMPANY SECRETARIES FCS: 3882 COMPANY SECRETARIES

(K.N. Shridhar)
Company Secretary in Practice
(FCS No- 3882)
(C.P. No: 2612)
(UDIN: F003882D000935439)

Management Discussion & Analysis Report

Global Economy

The global economy witnessed a strong recovery during FY 2021–22, following the severe contraction caused by the COVID-19 pandemic. The rebound was supported by widespread vaccination programmes, easing of lockdown restrictions, accommodative fiscal and monetary policies, and the gradual reopening of businesses and international trade. According to the International Monetary Fund (IMF), the global economy grew by approximately 6.1% in 2021, reflecting a broad-based recovery across advanced and emerging market economies.

However, the recovery remained uneven across regions. Supply chain disruptions, labour shortages, rising freight costs, and elevated commodity prices continued to pose significant challenges. Towards the end of the financial year, the outbreak of the Russia–Ukraine conflict intensified inflationary pressures by driving up crude oil, natural gas, food, and metal prices, leading to increased volatility in global financial markets. Inflation reached multi-year highs in several advanced economies, prompting central banks to begin withdrawing monetary stimulus and signaling policy tightening.

Outlook

The global economic outlook remained cautiously optimistic but uncertain. While continued reopening of economies and improving vaccination coverage were expected to support economic activity, rising inflation, geopolitical tensions, supply chain disruptions, and tightening monetary policies posed significant downside risks. The pace of recovery was expected to vary across countries depending on domestic economic conditions, policy responses, and the evolution of global geopolitical developments.

Indian Economy

The Indian economy staged a strong recovery during FY 2021–22, supported by an extensive vaccination drive, gradual reopening of economic activities, strong government policy support, and improving consumer and business confidence. According to the National Statistical Office (NSO), India's real Gross Domestic Product (GDP) grew by approximately 8.7% during FY 2021–22, recovering from the contraction witnessed in the previous year.

Growth was driven by robust domestic demand, revival in private consumption, increased government capital expenditure, and improved performance of the manufacturing and services sectors. Exports also registered healthy growth due to improving global demand. Gross Fixed Capital Formation showed encouraging signs of recovery, reflecting improving investment activity and higher capacity utilisation.

Despite the strong recovery, the economy faced challenges arising from rising crude oil prices, global supply chain disruptions, increasing input costs, and inflationary pressures, particularly during the latter part of the financial year following the Russia–Ukraine conflict. The Reserve Bank of India maintained an accommodative monetary policy for most of the year to support growth while closely monitoring inflationary trends.

Company Outlook

There is considerable slowdown in growth, moderating inflation and uncertain outlook. However your company will continue to strive for meaningful growth, focusing as always on superior credit quality, a balance portfolio mix and efficient cost management in order to sustain profitability.

The government has taken various steps to kick start investment. Policy rate cuts by Reserve Bank of India and improving business sentiment could also support revival in investment.

Your company is fully aware that the opportunities in the designated sector will be many and diverse in nature. While this provides impetus for our sustainable growth, your company is also duly careful that from amongst the multiple choices of attractive businesses available we always make the right choice. Your company’s business model and its risk management policies and mechanisms are being constantly reviewed and upgraded to insure this.

Risks and concerns

Risks to a varying degree, is inevitable in all business transactions in an organization which is in financial services. Your company, being in the business of financing and investment has to manage various risks. These risks include credit risk, Liquidity risk. Interest rate Risk and operational risk hence, strong risk management capabilities are critical for a growing company operating in a rapidly changing environment. The Risk Management committee reviews and manages the risks at periodic intervals.

The risk management framework of the company continues to be driven by the following fundamentals:-

- Identification of key risks faced by the company
- Evaluating the probability of their occurrences and their impact
- Set an appropriate balance between risk and reward in order to maximize shareholder return
- Set tolerance limits and established adequate review mechanisms to monitor control the risks.
- Incorporate robust reporting mechanism and adoption of appropriate mitigation processes

The company manages credit risks through stringent credit norms established through several years of experience in this line of business and continues to follow the time tested practices of personally assessing every borrower, before committing to a credit exposure. This process ensure that the expertise in lending operation acquired by the company over the period is put to best use and acts to mitigate credit risk. Liquidity risks and interest risk arising out of maturity mismatch of assets and liabilities are managed through regular monitoring of the maturity proceeds.

Human Resource Development

The company continues to give priority to its human assets. The company provides a fair and equitable work environment to all its employees. The company is working continuously working to create and nurture an atmosphere which is highly motivated and result oriented.

Financial performance

The financial performance of the company for the year under review is discussed in detail in the Directors Report.

By order of the Board of Directors
For Garlon Polyfab Industries Limited

Sd/-
Vishal Garg
(Managing Director)
DIN: - 00792099
Place: Kanpur
Date: May 05, 2022

Report of Directors on Corporate Governance

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNACE

The company is always committed to good corporate Governance and endeavors to implement the Code of Corporate Governance in its true spirit. Our philosophy on Corporate Governance is based on formulation of Integrity, Excellence and Ethical Values which have been in practice since inception. The Company has in place processes and systems whereby the Company complies with the requirements of Corporate Governance under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board continues to hold and augment the standards of Corporate Governance by ensuring that the Company pursues policies and procedures to satisfy its legal and ethical responsibilities. In the Company, we firmly believe that an active, well informed and independent Board is necessary to ensure the highest standards of Corporate Governance to bring objectivity and transparency in the Management. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board.

BOARD OF DIRECTORS (BOARD)

In keeping with the commitment of the management for the principle of integrity and transparency in business operations for good corporate governance, the company's policy is to have an appropriate blend of executive and independent directors to maintain the independence of the Board.

During the year under review, the company's Board comprised of 4 directors out of which one is Managing Director, one Whole-time director and two non-executive independent directors. Management of the company is headed by Mr. Vishal Garg, Managing Director, subject to the general supervision, control and direction of the Board. The composition of the Board is in conformity with Section 149 of the companies Act, 2013 and Regulation 17 of SEBI Listing, Regulations.

The attendance and number of other Directorship and committee Membership of each Director is given below:

Name of Directors	Category	Board Meetings Held during 2021-2022	Board Meetings Attended during 2021-2022	Attended Last AGM	No. of directorship in other Public Limited companies incorporated in India	No. of Committee positions held in other public limited Companies**
Mr. Vishal Garg (DIN: 00792099)	Managing Director	5	5	Yes	Nil	Nil
Mr. Rajiv Garg (DIN: 02069480)	Non-Executive Independent Director	5	5	Yes	Nil	Nil
Mr. Brij Raj Kumar (DIN: 02069498)	Non-Executive Independent	5	5	Yes	Nil	Nil

	Director					
Mr. Vivek Garg (DIN: 00792169)	Whole-time Director	5	5	Yes	Nil	Nil

*Excludes Directorship in Private Companies, Foreign Companies, companies under section 8 of the Companies Act, 2013 and Alternate Directorship.

None of the Non-Executive Independent Directors hold any share or convertible instruments in the Company.

BOARD MEETING

During the year 5 (Five) Board meetings were held, the dates on which they were held are as follows:

21/06/2021, 29/06/2021, 14/08/2021, 10/11/2021 and 07/02/2022.

FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

The Independent Directors have been familiarized with the Company, their roles and responsibilities in the Company, nature of the Industry in which the Company operates, business model of the Company etc. during the FY. 2021-22, Independent Directors were taken through various aspects of the Company's business and operations. The details of familiarization programmers imparted to the Independent Directors during the FY 2021-22 are put up on the website of the Company.

Further, the meetings of independent directors of the Company during the year under review were held on 29/06/2021, 14/08/2021, 10/11/2021 and 07/02/2022 and all the Independent Directors were duly present.

The following is the list of core skills/expertise/competencies identified by the Board of Directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the Board:
i) Knowledge: understand the Company's business, policies, and culture (including its mission, vision, values, goals, current strategic plan, governance structure, major risk and threats and potential opportunities) and knowledge of the industry in which the Company operates.
ii) Behavioral Skills- attributes and competencies to use their knowledge and skills to function well as team members and to interact with key stakeholders.
iii) Strategic thinking and decision making.
iv) Financial Skills.
v) Technical/Professional skills and specialized knowledge to assist the ongoing aspects of the business.
The Board confirms that the Independent Directors fulfill the conditions specified in Section 149 of the Act and Regulation 16(1)(b) of the Listing Regulations and are independent of the management.

AUDIT COMMITTEE

The Audit committee comprised of two Independent Directors, Mr. Rajiv Garg – Non-Executive Independent Director as Chairperson, Mr. Brij Raj Kumar - Non-Executive Independent Director as member and Mr. Vivek Garg – Whole-time Director as member. All the members of the committee have Accounting or related financial management expertise.

During the year under Review, four meeting of the committee were held on 29/06/2021, 14/08/2021, 10/11/2021 and 07/02/2022.

The composition of the committee and attendance at its meeting is given below:

Name of the Director	Category	No. of Meeting Held	No. of Meetings Attended
Mr. Rajiv Garg	Chairman - Non-Executive Independent Director	4	4
Mr. Bri Raj Kumar	Non-Executive Independent Director	4	4
Mr. Vivek Garg	Whole-time Director	4	4

The Company Secretary is the Secretary to the Committee.

All the meetings were held in such time that the gap between any two meetings did not exceed One Hundred and Twenty days thereby complying with the Companies Act, 2013

The Committee acts as a link between the management auditors and the Board of Directors of the company and has full access to financial information.

Brief Description of terms of Reference:-

- Review of the financial reporting process and the company's financial statements
- Review of the adequacy of accounting records as maintained in accordance with the provision of the companies Act, 2013.
- Omnibus Approval of Related Party Transaction
- Review of the adequacy of the internal control system.
- The detailed terms of reference of Audit Committee cover the areas mentioned under Part C of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as well as Section 177 of the Companies Act, 2013.

NOMINATION AND REMUNERATION COMMITTEE

The committee comprised of two Independent Directors, Mr. Rajiv Garg – Non-Executive Independent Director as Chairperson, Mr. Brij Raj Kumar - Non-Executive Independent Director as member and Mr. Vivek Garg – Whole-time Director as member. All the members of the committee have Accounting or related financial management expertise.

During the year under Review, four meeting of the committee were held on 29/06/2021, 14/08/2021, 10/11/2021 and 07/02/2022.

The composition of the committee and attendance at its meeting is given below:

Name of the Director	Category	No. of Meeting Held	No. of Meetings Attended
Mr. Rajiv Garg	Chairman - Non-Executive Independent Director	4	4
Mr. Bri Raj Kumar	Non-Executive Independent Director	4	4
Mr. Vivek Garg	Whole-time Director	4	4

The Company Secretary is the Secretary to the Committee.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The committee comprised of two Independent Directors, Mr. Rajiv Garg – Non-Executive Independent Director as Chairperson, Mr. Brij Raj Kumar - Non-Executive Independent Director as member and Mr. Vivek Garg – Whole-time Director as member. All the members of the committee have Accounting or related financial management expertise.

During the year under Review, four meeting of the committee were held on 29/06/2021, 14/08/2021, 10/11/2021 and 07/02/2022.

The composition of the committee and attendance at its meeting is given below:

Name of the Director	Category	No. of Meeting Held	No. of Meetings Attended
Mr. Rajiv Garg	Chairman - Non-Executive Independent Director	4	4
Mr. Bri Raj Kumar	Non-Executive Independent Director	4	4
Mr. Vivek Garg	Whole-time Director	4	4

The Company Secretary is the Secretary to the committee.

The company did not receive any complaint from any shareholder during the year and no complaint was pending as on 31/03/2022.

Pursuant to the listing agreement the company has opened Email Id: gpil@hotmail.com for the Grievance Redressal purpose where complaint can be lodged by the stakeholders. Further, no Complaints has been raised by the investors during the year.

PERFORMANCE EVALUATION

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Annual Evaluation was concluded by the Board of its own performance and that of its Committee and Individual Directors. Separate meeting of Independent Directors was held on 29/06/2021, 14/08/2021, 10/11/2021 and 07/02/2022 to assess the performance of Non- Independent Directors and the Chairperson of the Company and the Board as a whole, if any. The performance evaluation of all the Independent Directors was conducted by the entire Board, excluding the Directors being evaluated. The overall consensus was the performance of Directors, which was significant and it clearly met the guidelines issued by the SEBI. Performance Evaluation is based on their contribution Company's objectives and plans, efficient discharge of their responsibilities, participation in Board/Committee meetings and other relevant parameters.

REMUNERATION

A) There is no pecuniary relationship or transaction between the Non-Executive Directors and the Company during the F.Y. 2021-22.
B) The details of remuneration paid to Managing Director and other Directors during the financial year ended 2021-22 is as follows:

Name of Director	Total Remuneration paid during the year

Vishal Garg	Nil
Brij Raj Kumar	Nil
Vivek Garg	Nil
Rajiv Garg	Nil

SUBSIDIARY COMPANY

The Company has no subsidiary during the year under review.

COMPLIANCE OFFICER

Name: Vishal Garg
Designation: Managing Director
Email Id: gpil@hotmail.com

GENERAL BODY MEETINGS

The location and time of the last three Annual General Meeting and special resolutions passed therein are as follows:

For the year ended	Location	Date	Time	Special Resolutions transacted
March 31st 2021	15/79-B, Lower Ground Floor, Sunrise Apartment, Civil Lines, Kanpur-208001, Uttar Pradesh.	30/11/2021	11.00 A.M.	Nil
March 31st 2020	15/79-B, Lower Ground Floor, Sunrise Apartment, Civil Lines, Kanpur-208001, Uttar Pradesh.	31/12/2020	11.00 A.M.	Nil
March 31st 2019	15/79-B, Lower Ground Floor, Sunrise Apartment, Civil Lines, Kanpur-208001, Uttar Pradesh.	30/09/2019	11.00 A.M.	Nil

(Note: i) No resolution was required to be passed through Postal Ballot.

MEANS OF COMMUNICATION

a) Yearly Results: https://garlonpolyfabindustriesltd.com
b) Quarterly Results: https://garlonpolyfabindustriesltd.com
c) Newspapers wherein results normally published: NA
d) Any website, where results are published: https://garlonpolyfabindustriesltd.com
e) Whether it also displays official news releases: NA
f) Presentations made to institutional investors or to the analysts: NA

DISCLOSURES

i. The financial statements are prepared following the Indian Accounting Standards and there is no deviation from it in general.
ii. There are no significant transactions with Related parties which may have potential conflict with the interests of the Company
iii. There were no cases of non-compliance by the Company and no penalties structures imposed on the company by any statutory Authority on any matter except penalties imposed by BSE as the trading of the Company is suspended on BSE Limited and the Company is making all requisite efforts for getting the suspension revoked on most priority basis after making payment of all dues to the BSE Limited, Mumbai.
iv. It is pertinent to mention here that the trading of the Company is suspended on BSE Limited and the Company is making all requisite efforts for getting the suspension revoked on most priority basis after making payment of all dues to the BSE Limited, Mumbai.
v. The Company has complied with all the mandatory requirements of the Listing Regulation 2015.
vi. The Audit committee had recommended to the Board the Whistle Blower Policy/vigil mechanism which was posted on the company's website i.e. https://garlonpolyfabindustriesltd.com.

WEBSITE

The Company's corporate website contains comprehensive information about the company. An exclusive section is for Investors wherein annual reports, quarterly/half yearly financial results, notices, shareholding patterns among others are available for reference or download at https://garlonpolyfabindustriesltd.com.

ANNUAL REPORT

The Annual Report containing inter alia audited annual Accounts, reports of the Auditors and Directors, Management Discussion Analysis Report and other important information is circulated to the members and displayed on the company's website at https://garlonpolyfabindustriesltd.com.

DESIGNATED EXCLUSIVE EMAIL ID

The company has designated email id exclusive for investor services:
gpil@hotmail.com

GENERAL SHARHOLDER INFORMATION

Annual General Meeting

31st AGM to be held on Friday, 30th September, 2022 at 11:00 a.m.

Book closure

The Register of Members and Share Transfer register will remain closed from Saturday, 24th September, 2022 to Friday, 30th September, 2022 (Both days inclusive).

Financial Year:

The Financial year under review covers the period from 1st April 2021 to 31st March 2022. The Calendar for financial year 2021-2022 is as follows:

Annual General Meeting to be held on Tuesday, 30th November, 2021 at 11:00 A.M.

Results for Quarter ending 31st March, 2021: Declared on 29th June, 2021.

Results for Quarter ending 30th June, 2021: Declared on 14th August, 2021.

Results for Quarter ending 30th September, 2021: Declared on 10th November, 2021.

Results for Quarter ending 31st December, 2021: Declared on 07th February, 2022.

REGISTERED OFFICE

15/79-B, Lower Ground Floor, Sunrise Apartment, Civil Lines, Kanpur-208001, Uttar Pradesh, India

LISTING OF EQUITY SHARES

It is pertinent to mention here that the trading of the Company is suspended on BSE Limited and the Company is making all requisite efforts for getting the suspension revoked on most priority basis after making payment of all dues to the BSE Limited, Mumbai.

The details are as follows:

SCRIP Code: 514306 SCRIP NAME: GARLON POLYFAB INDUSTRIES LIMITED
ISIN: INE875E01019

STOCK MARKET DATA

The equity shares of The Company are listed on BSE Limited, Mumbai. It is pertinent to mention here that the trading of the Company is suspended on BSE Limited and the Company is making all requisite efforts for getting the suspension revoked on most priority basis after making payment of all dues to the BSE Limited, Mumbai.

NAME & ADDRESS OF THE REGISTRAR AND SHARE TRANSFER AGENT (RTA)

M/s. Abhipra Capital Limited,
G.F. 58-59, World Trade Centre, Barakhamba Lane Connaught Place,
Central Delhi, Delhi– 110001, Delhi.

SHAREHOLDING PATTERN AS ON 31ST MARCH, 2022

Category	**No. of Shares held as on 31st March, 2022**	**% of Holding**
Promoters & Promoters Group	10,44,300	22.64
Public	35,68,900	77.36
Grand Total	**46,13,200**	**100.00**

DEMATERIALIZATION OF SHARES: As on March 31st, 2022**,** shares held by Promoters group of the Company were partly held in dematerialized form and partly in physical form.

Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity: None

OTHER DISCLOSURES:

Related Party Transactions

There are no significant transactions with Related Party which may have potential conflict with the interest of the company. However, the disclosure of the transactions with related party has been annexed in Balance sheet of the Company.

Details of noncompliance by the company, penalty and strictures imposed in the company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets during the last three years:

It is pertinent to mention here that the trading of the Company is suspended on BSE Limited and the Company is making all requisite efforts for getting the suspension revoked on most priority basis after making payment of all dues to the BSE Limited, Mumbai

Vigil Mechanism and Whistle Blower Policy
The detail of establishment of the Whistle Blower Policy /Vigil Mechanism has been disclosed on the website of the Company at the link: gpil@hotmail.com. Any employee can access and use the recourse available in the policy.

Accounting treatment in preparation of financial statements
The Company followed the guidelines as laid down in the Indian Accounting Standards, prescribed by the Institution of Chartered Accountants of India for the preparation of the financial statements and there is no deviation from it in general.

Compliance with mandatory requirements and adoption of non- mandatory requirements
The Company was fully compliant with mandatory requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015.

Policy on material subsidiary and dealing with related party transactions:
Policy on material subsidiary and dealing with related party transaction is hosted on the website of the Company and can be accessed at https://garlonpolyfabindustriesltd.com.

Recommendations of the Committees of the Board
There were no instances during the financial year 2021-22, wherein the Board had not accepted recommendations made by any committee of the Board.
Total fees for all services paid by the listed entity, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part, given below:

Payment to Statutory Auditors	**FY 2021-22 (in Rs.)**
Statutory Audit	23,600/-
Total	**23,600/-**

Disclosure with respect to demat suspense account/unclaimed suspense account: Not Applicable

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

This is to confirm that the company has adopted a code of conduct for its Board of Directors and senior Executives. The above-mentioned code is available on the website of the company.

I confirm that the Company has in respect the financial year ended 31st March 2022 received from the senior Management team of the Company and the Members of the Board a declaration of compliance with code of conduct as applicable to them.

Place: Kanpur
Date: May 05, 2022

For Garlon Polyfab Industries Limited

Sd/-
Vishal Garg
(Managing Director)
DIN:- 00792099

Certification by Managing Director and Chief Financial Officer

We undersigned, in our respective capacities as Managing Director and Chief Financial officer of M/s. Garlon Polyfab Industries Limited, to the best of our knowledge and belief, certify that;

1. We have reviewed the Balance Sheet, Profit and Loss Account, Cash Flow Statement and the Board's Report for the period from April 01, 2021 to March 31, 2022 and based upon our knowledge and information certify that:-
    a) These statements do not contain any materially untrue statement or omit any material fact or contain the statement that might be misleading,
    b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and other applicable laws and regulations.
    c) There are, to best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.
    d) We accept the responsibility for establishing and maintaining internal control for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or to take to rectify these deficiencies.
2. We have indicated to Auditors and the Audit Committee of the Board that there have been:
    a) no significant changes in internal control over the financial reporting during the period,
    b) no significant changes in accounting policies during the year and same have been disclosed in the notes to the Financial Statements.
    c) no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.

For and on behalf of the Board
For Garlon Polyfab Industries Limited

Sd/-	**Sd/-**
Vishal Garg	**Vivek Garg**
(Managing Director & CFO)	**(Director)**
DIN: 00792099	**DIN: 00792169**

Date: May 05, 2022
Place: Kanpur

P. D. Agrawal & Co.
Chartered Accountants

Office Address:
15/11- A, Civil Lines, Kanpur 208 001
E-mail: ca_tarungupta@rediffmail.com
Ph. 0512-2304109

INDEPENDENT AUDITOR'S REPORT

To,
The Members of,
Garlon Polyfab Industries Limited.
Regd. Off.: 15/79-B, Civil Lines, Kanpur.

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of "**Garlon Polyfab Industries Limited**", ("the Company"), which comprise the Balance Sheet as at 31 March 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and the notes to the Financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act 2013 ("Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit, total comprehensive income, the changes in equity and cash flows for the year ended as 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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Emphasis of Matters

In the financial statements which indicate that the Company has accumulated losses and its net worth has been fully / substantially eroded, the Company has incurred a net loss/net cash loss during the current and previous years and, the Company's current liabilities exceeded its current assets as at the balance sheet date. These conditions, along with other matters indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis.

I. We draw attention to the following matters in the Notes to the financial statements:

a) Para 2 of Note No. 11(II) of the Financial Statement regarding confirmation of outstanding balances as on 31st March, 2022 has not been confirmed during the year.

b) Para 5 of Note No. 11(II) of the Financial Statement regarding provision for listing fees etc. the company is not making provision for listing fees etc. Liability, if any shall be accounted for at the time of actual payment.

c) Para 4 of Note No 11(II) of the Financial Statement regarding discontinuation of business, there is no revenue from operations since 29.10.1998, this poses a significant doubt about the company's abilities to continue as a going concern.

d) Note No. 5 of the Financial Statement regarding borrowings, the company has accepted interest free unsecured borrowings from one company amounting to Rs. 1,74,18,000/-and Rs. 18,28,000/- from directors of the company

Our opinion is not modified in respect of these matters.

Material uncertainty related to going concern

We draw attention to Note 4 in the financial statements, which indicates that the company incurred a net loss of Rs. 2,25,802.36 during the year ended 31 March 2022 and, as of that date, the company's current liabilities exceeded its current assets by Rs. 2,00,32,954.17. As stated in para c) of above Emphasis of Matters, these events or conditions, along with other matters as set forth in Statement of Profit & Loss, indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Management's Responsibility for 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 financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with relevant rules issued there under. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

P. D. AGRAWAL & CO. KANPUR CHARTERED ACCOUNTANTS

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

The board of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factor in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

P. D. AGRAWAL & CO.
KANPUR
CHARTERED ACCOUNTANTS

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1) As required by the provisions of Companies (Auditor's Report) Order, 2020 ("the order") issued by Central Government of India in terms of Sub-section (11) of Section 143 of Act and on the basis of checks as we considered appropriate and according to information and explanation given to us, we give in the **Annexure-A** a statement on the matters specified in paragraphs of 3 and 4 of the Order to the extent applicable.

2) As required by section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
   b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books (since the company does not have any branches such audit is not applicable on the reporting company)
   c) The Balance Sheet, Statement of Profit and Loss, statement of change in equity and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind AS), specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2016, applicable to this company.
   e) On the basis of written representations received from the directors as on March 31, 2022, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, from being appointed as a director in terms of Section 164(2) of the Companies Act, 2013.
   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure-B"**; and

3) 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, 2020, in our opinion and to the best of our information and according to the explanations given to us:

   a) The Company does not have any impact on its financial position in its financial statements due to pending litigations because no litigation is pending.

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

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c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

d) (i) The Management has represented that, to the best of its (knowledge and belief, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other source or kind of funds) by the company to or in any other person (s) or entity (ies), including foreign entities ("intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company from any person (s) or entity (ies), including foreign entities ("Funding Parties") with the understandings, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate Beneficiaries; and

(iii) Based on audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

e) As stated in Para 10 of Note No. 11(II) of the financial statements, No interim dividend declared and paid by the company during the year and until the date of this report is incompliance with sections 123 of the Act.

4. With respect to the matter to be included in the auditor`s Report under section 197(16) of the Act, as amended:
In our opinion and according to the information and explanations given to us , the remuneration paid by the company to its directors during the current year is in accordance with the provisions of section 197 of the Act.

FOR P. D. AGRAWAL & CO.
Chartered Accountants
FRN : 001049C

P. D. AGRAWAL & CO. CA KANPUR CHARTERED ACCOUNTANTS

LACE: Kanpur
ATED: 30/05/2022

(Tarun Gupta)
Partner
M. No. 077468
UDIN: 22077468AJWTOI8408

P. D. Agrawal & Co.
Chartered Accountants

Office Address:
15/11- A, Civil Lines, Kanpur 208 001
E-mail: ca tarungupta@rediffmail.com
Ph. 0512-2304109

"ANNEXURE-A"

FORMING PART OF THE INDEPENDENT AUDITORS' REPORT OF GARLON POLYFAB INDUSTRIES LIMITED

(Annexure referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date)

On the basis of such checks as we considered appropriate and according to the information and explanations provided to us by the company during the course of our audit, we state that:

(i) As explained to us, all fixed assets have been disposed of in earlier years. Since the company has no Fixed Assets at the end of the year, this clause is not applicable however records of Property, Plant and Equipment and Intangible Asset have been maintained; and the same affect the going concern assumption during the year.

(ii) Since the company has no inventories at the year end, and accordingly reporting under paragraph 3(ii) of the Order is not applicable for the year under audit.

(iii) As informed the company has not made investments, provided any guarantee or security or granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or Promoters, other related parties as defined in clause (76) of section 2 of the Companies Act, 2013 and accordingly reporting under paragraph 3(iii) of the Order is not applicable for the year under audit.

(iv) In our opinion and according to information and explanation given to us the company has in respect of loans, investments, guarantees, and security, complied with the provision of section 185 and 186 of the Companies Act, 2013.

(v) According to information and explanations given to us, the company has not accepted deposits or amount which are deemed to be deposits, and hence reporting under paragraph 3(v) of the Order on directions issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 is not applicable for the year under audit. As per information and explanations given to us, there have been no Orders passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal in his regard and hence reporting under paragraph 3(v) of the Order is not applicable for the year under audit. Further the company has accepted interest free unsecured borrowings from one company amounting to Rs. 1,74,18,000/- (P/Y Rs. 1,74,18,000/-) and Rs. 18,28,000/- (P/Y Rs. 17,58,000/-) from directors of the company.

(vi) To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the companies Act, 2013 for the products of the company.

(vii) (a) According to the information and explanation given to us, the Company is regular in depositing undisputed statutory dues with appropriate authorities including Goods and Service Tax, Provident Fund, Employees' state insurance, Income Tax, Sales Tax, Service Tax, Duty of

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customs, duty of excise, value added tax, cess and any other statutory dues applicable to the company to the appropriate authorities and that there are no undisputed statutory dues were outstanding as at March 31, 2022 for a period of more than six months from the date of becoming payable.

(b) According to the information and explanation given to us, no amount of the statutory dues as referred to in sub clause (a) which have not been deposited on account of any dispute.

(viii) There were no transactions that were not recorded in the books of account and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), hence this clause is not applicable to the company.

(ix) (a) The company has defaulted in repayment of loans or other borrowings to or in the payment of interest thereon to any lender during the year.
(b) As per the information provide to us, the company is not declared a willful defaulter by any bank or financial institution or other lender.
(c) Since the company has not taken any term loans during the year, reporting under paragraph 3(ix)(c) of the Order is not applicable for the year under audit.
(d) On the basis of our examination of books of accounts of the company, funds raised on short term basis have, prima facie, not been utilized during the year for long term purposes.
(e) On the basis of our examination of books of accounts, the company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, hence reporting under paragraph 3(ix)(e) of the Order is not applicable.
(f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, hence reporting under paragraph 3(ix)(f) of the Order is not applicable.

(x) (a) Neither the company has not raised moneys by way of initial public offer or further public offer (including debt instrument) nor the moneys were raised by way of term loans during the year and hence reporting under clause 3 (x) (a) of the Order is not applicable to the Company.
(b) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, the provisions of clause 3 (x) (b) of the Order is not applicable to the Company.

(xi) (a) Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the course of our audit, that causes the financial statements to be materially misstated.
(b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
(c) As represented to us by the Management, there were no whistle-blower complaints were received by the company during the year.

(xii) In our opinion, the Company is not a Nidhi Company. Therefore, reporting of clause 3 (xii) of the Order are not applicable to the Company.

(xiii) In our opinion and as per the information and explanation given to us, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.

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(xiv) (a) The company has not an internal audit system commensurate with the size and nature of its business during the year.

(b) Since the company has not have internal audit report, the reporting of clause 3 (xiv) (b) of the Order is not applicable to the Company.

(xv) In our opinion and as per the information and explanations given by the management, the company has not entered into any non-cash transactions with its directors or persons connected with them and hence the provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

(b) The company has not conducted any Non-Banking Financial or Housing Finance activities during the year.

(c) The company is not a Core Investment Company (CIC) as defined in regulations made by The Reserve Bank Of India and hence reporting under clause 3 (xvi) (c) and (d) of the Order are not applicable to the Company.

(xvii) In our opinion, the company has not incurred any cash losses in the financial year and in the immediately preceding financial year. Therefore, the provisions of clause 3 (xvii) of the Order are not applicable to the Company.

(xviii) There has not been any resignation of the statutory auditor during the year. Therefore, the provisions of clause 3 (xviii) of the Order are not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, we are of the opinion that there is material uncertainty related to going concern exists as on the date of the audit report.

(xx) In our opinion, Section 135 of Companies' Act 2013 regarding expenditure towards Corporate Social Responsibility is not applicable to the company, hence reporting under clause 3(xx)(a) and clause (xx)(b) of the order is not applicable.

(xxi) In our opinion, the provisions of clause 3 (xxi) of the Order are not applicable to the Company as the same is required to be reported in case of Consolidated financial statements,.

FOR P. D. AGRAWAL & CO.
Chartered Accountants
FRN : 001049C

P. D. AGRAWAL & CO. CHARTERED ACCOUNTANTS KANPUR

(TARUN GUPTA)
Partner
M. No. 077468

PLACE: Kanpur
DATED: 30/05/2022

P. D. Agrawal & Co.
Chartered Accountants

Office Address:
15/11- A, Civil Lines, Kanpur 208 001
E-mail: ca_tarungupta@rediffmail.com
Ph. 0512-2304109

"ANNEXURE-B"

FORMING PART OF THE INDEPENDENT AUDITORS' REPORT OF
GARLON POLYFAB INDUSTRIES LIMITED

(Annexure referred to in paragraph 2(f) under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date)

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 **Garlon Polyfab Industries Limited** ("the Company") as of 31st March, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components if internal control stated in the Guidance Note on Audit of Internal Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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 the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

P. D. AGRAWAL & CO. KANPUR CHARTERED ACCOUNTANTS

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Controls over Financial Reporting

Because of the inherent limitations financial controls over financial reporting including the possibility of collusion or improper management override of controls material misstatements due to error or fraud may occur and not to be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

FOR P. D. AGRAWAL & CO.
Chartered Accountants
FRN : 001049C

P. D. AGRAWAL & CO. CA KANPUR CHARTERED ACCOUNTANTS

(Tarun Gupta)
Partner
M. No. 077468

PLACE: Kanpur
DATED: 30/05/2022

GARLON POLYFAB INDUSTRIES LIMITED

CIN L17111UP1990PLC012122

Regd Off LFG 15/79 B Civil Lines Kanpur

(Amounts Rs in Hundreds)

BALANCE SHEET AS AT 31st MARCH, 2022

PARTICULARS	Note	AMOUNTS 31.03.2022	AMOUNTS 31.03.2021
ASSETS			
1 NON CURRENT ASSETS			
a Property, Plant and Equipments and Intangible Assets			
(i) Property Plant and equipments		0.00	0.00
(ii) Intangible Assets		0.00	0.00
b Non - Current Investment		0.00	0.00
c Financial Assets		0.00	0.00
(i) Investments		0.00	0.00
(ii) Trade Recivables		0.00	0.00
(iii) Loans	1	5,756.98	5,756.98
(iv) Others		0.00	0.00
d Deffered tax assets (Net)		0.00	0.00
f Other Non-Current Assets		0.00	0.00
		5,756.98	5,756.98
2 CURRENT ASSETS			
a Inventories		0.00	0.00
b Financial Assets			
(i) Investments		0.00	0.00
(ii) Trade Receivables		0.00	0.00
(iii) Cash & Cash equivalents	2	301.46	389.48
(iv) Bank Balances other than (ii) Above		0.00	0.00
(v) Short Term Loan & Advances		0.00	0.00
(vi) Other Financial Assets		0.00	0.00
c Security Deposits		0.00	0.00
d Current Tax Assets (Net)		0.00	0.00
e Other Current Assets		0.00	0.00
		301.46	389.48
TOTAL		6,058.44	6,146.46
EQUITY & LIABILITIES			
1 EQUITY			
a Equity Share Capital	3	4,61,320.00	4,61,320.00
b Other Equity	4	-6,55,892.56	-6,53,604.54
		-1,94,572.56	-1,92,284.54
2 NON-CURRENT LIABILITIES			
a Financial Liabilities			
(i) Borrowings		0.00	0.00
(ii) Trade Payables		0.00	0.00
(iii) Lease Liabilities		0.00	0.00
(iv) Other Financial Liabilities		0.00	0.00
b Long Term Provisions		0.00	0.00
b Deferred Tax Liabilities (Net)		0.00	0.00
c Other non-current Liabilities		0.00	0.00
		0.00	0.00
3 CURRENT LIABILITIES			
a Financial Liabilities			
(i) Borrowings	5	1,92,460.00	1,91,760.00
(ii) Trade Payables	6	7,390.00	5,950.00
(iii) Lease Liabilities		0.00	0.00
(iv) Other Financial Liabilities		0.00	0.00
b Other Current Liabilities		0.00	0.00
c Provisions	7	781.00	721.00
d Current Tax Liabilities (Net)		0.00	0.00
		2,00,631.00	1,98,431.00
TOTAL	Rs.	6,058.44	6,146.46
SIGNIFICANT ACCOUNTING POLICIES	11		
ADDITIONAL REGULATORY INFORMATIONS	12		

Significant Accounting Policies attached there to form an integral part of Balance Sheet.

0.00 0.00

This is the Balance Sheet referred to in our Report of even date.

FOR P. D. AGRAWAL & CO.
CHARTERED ACCOUNTANTS

(Tarun Gupta)
M.No. 077468
Partner

AGRAWAL & CO. KANPUR CHARTERED ACCOUNTANTS

PLACE: KANPUR
DATE: 30.05.2022

FOR GARLON POLYFAB INDUSTRIES LIMITED

VIVEK GARG
Executive Director
DIN : 00792169

VISHAL GARG
Managing Director
DIN : 00792099

SUSHIL KUMAR GUPTA
Company Secretary

GARLON POLYFAB INDUSTRIES LIMITED

CIN: L17111UP1990PLC012122
Regd. Off.: LFG,15/79-B Civil Lines, Kanpur.

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

(Amounts Rs. In Hundreds)

	PARTICULARS	Note No.	AMOUNTS 31.03.2022	AMOUNTS 31.03.2021
I	Revenue from Operations		0.00	0.00
II	Other Income	8	0.00	91.27
III	Total Income (I+II)	Rs.	**0.00**	**91.27**
IV	**EXPENSES :**			
	Employee benefits Expenses	9	1,440.00	1,440.00
	Changes in Inventories		0.00	0.00
	Finance Costs		0.00	0.00
	Depreciation & Amortisation Expenses		0.00	0.00
	General Administration & Other Expenses	10	848.02	2,439.84
	Total Expenses	Rs.	**2,288.02**	**3,879.84**
V	PROFIT BEFORE TAX (III-IV)		-2,288.02	-3,788.57
VI	Tax Expense			
	Current Tax		0.00	0.00
VII	Profit for the year	Rs.	**-2,288.02**	**-3,788.57**
VIII	Earning Per Equity Share(Face Value of Rs.10/- each)		-0.05	-0.08

SIGNIFICANT ACCOUNTING POLICIES 11

Significant Accounting Policies attached there to form an integral part of Statement of Profit & Loss.

This is the Statement of Profit & Loss referred to in our Report of even date.

FOR P. D. AGRAWAL & CO.
CHARTERED ACCOUNTANTS

(Tarun Gupta)
M.No. 077468
Partner

P. D. AGRAWAL & CO. CHARTERED ACCOUNTANTS KANPUR

PLACE: KANPUR
DATE: 30.05.2022

FOR GARLON POLYFAB INDUSTRIES LIMITE

VIVEK GARG
Executive Director
DIN : 00792169

VISHAL GAR
Managing Direc
DIN : 00792C

SUSHIL KUMAR GUPTA
Company Secretary

GARLON POLYFAB INDUSTRIES LIMITED

Regd. Off.: LFG,15/79-B Civil Lines, Kanpur

(Amounts Rs. in Hundreds)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 ST MARCH , 2022

	2021-22	2020-21
A. CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX & EXTRA ORDINARY ITEMS	-2,288.02	-3,788.57
Adjustment For :		
Depreciation	0.00	0.00
Provision for FBT/Income Relating to Prev. Years	0.00	0.00
Misc. Expenses Written off : State Capital Subsidy	0.00	0.00
Operating Profit Before Working Capital Changes	-2,288.02	-3,788.57
Adjustment For:		
Trade and other receivables	0.00	0.00
Inventories	0.00	0.00
Other Current liabilities	0.00	0.00
Provisions	60.00	-300.27
Trade Payable	1,440.00	1,140.00
Loans & Advances	0.00	0.00
Cash Generated From Operations	1,500.00	839.73
Cash Flow From Operating Activities	-788.02	-2,948.84
B . CASH FLOW FROM INVESTING ACTIVITIES		
Sales of Fixed Assets / Investments	0.00	0.00
Sale/Purchase of Investments	0.00	0.00
Purchase of Fixed Assets	0.00	0.00
NET CASH FLOW IN INVESTING ACTIVITIES	0.00	0.00
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds From Borrowings (Nett)	700.00	2,680.00
Proceeds from Share Capital	0.00	0.00
Net Cash Flow In Financing Activities	700.00	2,680.00
Net Increase In Cash and Cash Equivalents	-88.02	-268.84
Cash and Cash equivalents Opening	389.48	658.32
Cash and cash equivalents Closing	301.46	389.48

AS PER OUR SEPARATE REPORT OF EVEN DATE

FOR P. D. AGRAWAL & CO
CHARTERED ACCOUNTANTS

AGRAWAL & Co. KANPUR CHARTERED ACCOUNTANTS

(TARUN GUPTA)
PARTNER

PLACE : KANPUR
DATE: 30.05.2022

FOR & ON BEHALF OF THE BOARD OF DIRECTORS

VIVEK GARG
Executive Director
DIN : 00792169

VISHAL GARG
Managing Director
DIN : 00792099

SUSHIL KUMAR GUPTA
Company Secretary

GARLON POLYFAB INDUSTRIES LIMITED
Regd Off LFG.15/79-B Civil Lines, Kanpur

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31st MARCH, 2022

(Amounts Rs In Hundreds)

NOTE - 1 => LOANS

	PARTICULARS	AMOUNTS 31.03.2022	AMOUNTS 31.03.2021
	Unsecured considered good		
a	Other Loans and Advances (As per List-A) (Recoverable in cash or in kind for value to be received)	5,756.98	5,756.98
b	Balance with Excise Authorities	0.00	0.00
	TOTAL Rs.	**5,756.98**	**5,756.98**

NOTE - 2 => CASH & CASH EQUIVALENTS

PARTICULARS	AMOUNTS 31.03.2022	AMOUNTS 31.03.2021
Cash on Hand	187.80	236.38
Balances with Banks		
In Current Account (As per list B)	113.66	153.10
TOTAL Rs.	**301.46**	**389.48**

FOR GARLON POLYFAB INDUSTRIES LIMITED

VIVEK GARG
Executive Director
DIN : 00792169

VISHAL GARG
Managing Director
DIN : 00792099

P.D. AGRAWAL & CO.
CHARTERED ACCOUNTANTS
KANPUR

SUSHIL KUMAR GUPTA
Company Secretary

GARLON POLYFAB INDUSTRIES LIMITED

Regd Off LFG,15/79-B Civil Lines, Kanpur

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31st MARCH, 2022

(Amounts Rs in Hundreds)

NOTE - 3 => EQUITY SHARE CAPITAL

Equity shares of Rs. 10 each, fully paid up	Number	Rs
As at March 31, 2020	46,13,200	4,61,320
Add Allotment during the year	-	-
As at March 31, 2021	46,13,200	4,61,320
Add Allotment during the year	-	-
As at March 31, 2022	46,13,200	4,61,320

Detail of Shareholders Holding more than 5 percent Shares

Sr. No	Name of the Shareholer	As at 31-03-2022		As at 31-03-2021	
		No. of Shares	% Shareholdin	No. of Shares	% Shareholding
1	Shri Dinesh Narain Garg	2,91,300	6.31	2,91,300	6.31
2	M/s Garlon Finance & Leasing Pvt.Ltd.	2,69,500	5.84	2,69,500	5.84

SHAREHOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the begginning of the year			Shareholding at the end of the year		
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares
1	Dinesh Narain Garg	291300	6.31%	-	291300	6.31%	-
2	Vishal Garg	213650	4.63%	-	213650	4.63%	-
3	Vivek Garg	71500	1.55%	-	71500	1.55%	-
4	Bharat Garg	222560	4.82%	-	222560	4.82%	-
5	Geetika Garg	98200	2.13%	-	98200	2.13%	-
6	Saloni Garg	90590	1.96%	-	90590	1.96%	-
7	Sarla Garg	56500	1.22%	-	56500	1.22%	-
	TOTAL	1044300	22.64%	-	1044300	22.64%	-

FOR GARLON POLYFAB INDUSTRIES LIMITED

P.D. AGRAWAL & CO. KANPUR CHARTERED ACCOUNTANTS

VIVEK GARG
Executive Director
DIN : 00792169

VISHAL GARG
Managing Director
DIN : 00792099

SUSHIL KUMAR GUPTA
Company Secretary

GARLON POLYFAB INDUSTRIES LIMITED
Regd. Off.: LFG,15/79-B Civil Lines, Kanpur.

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31st MARCH, 2022

NOTE - 4 => OTHER EQUITY

(Amounts Rs. In Hundreds)

Particulars	Reserves and surplus				Total
	Capital Reserve	Share Premium Account	General Reserve	Retained earnings	
	(reissue of forfeited account)	(On reissue of forfeited shares account)			
As at March 31,2020	7,225.00	2,890.00	19,100.00	-6,79,030.97	-6,49,815.97
Add: Profit/Loss for the year	0.00	0.00	0.00	-3,788.57	-3,788.57
As at March 31,2021	7,225.00	2,890.00	19,100.00	-6,82,819.54	-6,53,604.54
Add: Profit/Loss for the year	0.00	0.00	0.00	-2,288.02	-2,288.02
As at March 31,2022	**7,225.00**	**2,890.00**	**19,100.00**	**-6,85,107.56**	**-6,55,892.56**

FOR GARLON POLYFAB INDUSTRIES LIMITED

VIVEK GARG
Executive Director
DIN : 00792169

VISHAL GARG
Managing Director
DIN : 00792099

SUSHIL KUMAR GUPTA
Company Secretary

GARLON POLYFAB INDUSTRIES LIMITED
Regd. Off.: LFG,15/79-B Civil Lines, Kanpur

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31st MARCH, 2022

(Amounts Rs. In Hundreds)

NOTE - 5 => BORROWINGS

PARTICULARS	AMOUNTS 31.03.2022	AMOUNTS 31.03.2021
Unsecured		
Loans repayable on demand from directors & others As per List-C	1,92,460.00	1,91,760.00
TOTAL Rs.	1,92,460.00	1,91,760.00

NOTE - 6 => TRADE PAYABLE

PARTICULARS	AMOUNTS 31.03.2022	AMOUNTS 31.03.2021
Sundry Creditors		
B. S. E. Limited	3,850.00	3,850.00
Sushil Kumar Gupta	3,540.00	2,100.00
TOTAL Rs.	7,390.00	5,950.00

TRADE PAYABLE AGEING SCHEDULE

(Amount in Rs.)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME (ii) Others (iii) Disputed dues-MSME (iiv) Disputed dues-Others	1,440.00	1,440.00	660.00	3,850.00	7,390.00

NOTE - 7 => PROVISIONS

PARTICULARS	AMOUNTS 31.03.2022	AMOUNTS 31.03.2021
a Provision for Employees Benefits	0.00	0.00
b Provision For Income Tax	0.00	0.00
c ESI Payable	0.00	0.00
d Others (As per List D)	781.00	721.00
TOTAL Rs.	781.00	721.00

There is no liability to Micro, Small and Medium Enterprises (MSME), to the extent informatioin available with

FOR GARLON POLYFAB INDUSTRIES LIMITED

VIVEK GARG
Executive Director
DIN : 00792169

VISHAL GARG
Managing Director
DIN : 00792099

P. D. AGRAWAL & CO. CHARTERED ACCOUNTANTS KANPUR

SUSHIL KUMAR GUPTA
Company Secretary

GARLON POLYFAB INDUSTRIES LIMITED
Regd Off LFG.15/79-B Civil Lines, Kanpur

NOTES FORMING PART OF THE STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31st MARCH, 2022

(Amounts Rs In Hundreds)

NOTE - 8 => OTHER REVENUE

PARTICULARS	AMOUNTS 31.03.2022	AMOUNTS 31.03.2021
Balance Written W/O	0.00	91.27
TOTAL Rs.	**0.00**	**91.27**

NOTE - 9 => EMPLOYEES BENEFITS EXPENSES

PARTICULARS	AMOUNTS 31.03.2022	AMOUNTS 31.03.2021
Staff Salary	1,440.00	1,440.00
Employees Estate Insurance	0.00	0.00
TOTAL Rs.	**1,440.00**	**1,440.00**

NOTE - 10 => GENERAL ADMIOTHER EXPENSES

PARTICULARS	AMOUNTS 31.03.2022	AMOUNTS 31.03.2021
Miscellaneous Expenses (As per List-E)	612.02	2,203.84
Payment to auditors		
As auditor	236.00	236.00
TOTAL Rs.	**848.02**	**2,439.84**

FOR GARLON POLYFAB INDUSTRIES LIMITED

R.D. AGRAWAL & CO. KANPUR CHARTERED ACCOUNTANTS

VIVEK GARG
Executive Director
DIN : 00792169

VISHAL GARG
Managing Director
DIN : 00792099

SUSHIL KUMAR GUPTA
Company Secretary

NOTE NO. =>"11"

GARLON POLYFAB INDUSTRIES LIMITED

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

I- SIGNIFICANT ACCOUNTING POLICIES :

(A) SYSTEM OF ACCOUNTING :

1. The company follows the mercantile system of accounting and recognizes income and expenditure on the accrual basis except those with significant uncertainties. The company has complied with all the mandatory Indian Accounting Standards (Ind AS) issued by the ICAI, to the extent applicable.

2. The accounts have been prepared on the historical cost convention. During the period the company has been provided the interest on principal outstanding of secured loans instead of outstanding including accumulated interest which are due but not paid.

(B) FIXED ASSETS :

Fixed Assets are stated at cost of acquisition inclusive of freight, duties, taxes and incidental expenses less accumulated depreciation.

(C) DEPRECIATION :

Fixed Assets are stated at cost less accumulated depreciation. Depreciation on fixed assets has not been provided during the year.

(D) INVESTMENTS :

During the year Investments is NIL.

(E) INVENTORIES :

1. Stock of raw materials, stores and work in process are valued at cost.

2. Stock of finished goods and trading goods are at lower of cost or market value. The verification and valuation of stock has been done by management of the company.

(F) GENERAL :

Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.

II- NOTES ON ACCOUNTS :

1. In the opinion of the Board of Directors, the Current Assets, Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet and that no contingent liability exists as on the Balance Sheet date except those as mentioned herewith.

2. Balance of current liabilities, loans and advances and unsecured loans are subject to confirmation and reconciliation, if any.

3. Provision for income tax has not been made in view of book loss during the period.

4. No manufacturing operations have been carried on since 29.10.1998.

5. The company is not making provision for Listing Fees and for wages payable to existing workers in view of non-operation of plant. Liability, if any shall be accounted for at the time of actual payment.

Contd...2

P. D. AGHAWAL & CO. CHARTERED ACCOUNTANTS KANPUR

6. The figures of the previous year have been reworked, regrouped, rearranged and reclassified wherever deemed necessary to compare the figures of the current year.
7. Amount paid/payable to auditors
   (i) As Auditor (including GST) Rs. 23,600.00 (P/Y Rs. 23,600.00)
   (ii) As Adviser or any other capacity Rs. Nil
8. The Company does not possess information as to which of its suppliers are Micro, Small and Medium Enterprises (MSME). Due to this, amount payable to MSME, if any, cannot be ascertained.
9. Related party disclosures
   (i) List of Related parties with whom transactions have taken place and relationships.
   Key Management Personnel and their Relatives
   1. Vishal Garg, CMO & Managing Director
   2. Vivek Garg, Executive Director
   3. Rajiv Garg, Director
   4. Brij Raj Kumar, Director

(ii) Disclosure of transactions between the company and related parties and the status of outstanding.

PARTICULARS	Key Management Personnel and their relatives(C/Y)	Key Management Personnel and their relatives (P/Y)
Transactions during the year		
1. Director's Salary	0.00	0.00
Unsecured Loans from related parties		
1. From Directors	18,28,000.00	17,58,000.00

10. Since there is no business no profit, no dividend declared and paid by the company during the year.
11. The Company does not have any impact on its financial position in its financial statement due to pending litigations because no litigation is pending.
12. The disclosure on the following matters required under Schedule III as amended not being relevant or applicable in case of the Company, same are not covered:
   a) The Company has not traded or invested in crypto currency or virtual currency during the financial year.
   b) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
   c) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority or any lender.
   d) The Company has not entered into any scheme of arrangement.
   e) No satisfaction of charges is pending to be filed with ROC.
   f) There are no transactions which are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
   g) As the company is not covered under section 135 of the companies act, this clause of Corporate Social Responsibility (CSR) is not applicable.
   h) The relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violate of the Prevention of Money-Laundering act, 2002 (15 of 2003).

13. Notes 1 to 11 form integral part of the accounts and have been duly authenticated.

FOR P. D. AGRAWAL & CO.
Chartered Accountants

FOR GARLON POLYFAB INDUSTRIES LIMITED

PLACE: Kanpur
DATED: 30/05/2022

(Tarun Gupta)
Partner

P. D. AGRAWAL & CO. KANPUR CHARTERED ACCOUNTANTS

(VISHAL GARG)
Managing Director
DIN: 00792099

(VIVEK GARG)
Director
DIN : 00792169

GARLON POLYFAB INDUSTRIES LIMITED

CIN : L17111UP1990PLC012122

Regd. Off : LFG 15/79 B Civil Lines, Kanpur

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31st MARCH, 2022

NOTE - 12=> ADDITIONAL REGULATORY INFORMATIONS

(i) Financial ratios

S.N	RATIO	Numerator	Denominator	CURRENT YEAR	PREVIOUS YEAR
1	Current Ratio (in Times)	Total Current Assets	Total Current Liabilities	0.00	0.00
2	Debt Equity Ratio (in Times)	Debt	Shareholders Equity	NOT APPLICABLE	NOT APPLICABLE
3	Debt Service Coverage Ratio (in Times)	Earning available for Debts	Debts Service	NOT APPLICABLE	NOT APPLICABLE
4	Return on Equity Ratio (in %)	Net Profit after Tax	Average Shareholders Equity	[illegible]	[illegible]
5	Inventory turnover Ratio (in Times)	Sales	Average Inventory	NOT APPLICABLE	NOT APPLICABLE
6	Trade Receivables Turnover Ratio (in Times)	Revenue from Operation	Average Trade Receivable	NOT APPLICABLE	NOT APPLICABLE
7	Trade payables Turnover Ratio (in Times)	Net Credit Purchases	Average Trade Receivable	NOT APPLICABLE	NOT APPLICABLE
8	Net capital Turnover Ratio (in Times)	Revenue from Operation	Average Working Capital	NOT APPLICABLE	NOT APPLICABLE
9	Net Profit Ratio (in %)	Net Profit after Tax	Revenue from Operation	NOT APPLICABLE	NOT APPLICABLE
10	Return on Capital Employed (in %)	Profit before Interest & Tax	Capital Employed	[illegible]	[illegible]
11	Return on Investment (in %)	Income Generated from Invested Fund	Average Investment	NOT APPLICABLE	NOT APPLICABLE

(ii) Details of transactions with companies struck off under section 248 of the Companies Act, 2013

S.N	Name of struck off Company	Nature of transaction with struck off Company	Balance Outstanding	Relationship with the Struck off company, if any, to be disclosed
1	NA	NA		NA

(iii) Utilization of Borrowed funds and share premium

(A) Where company has advanced or loaned or funds directly to the beneficiary.

As per the information available with the company, it has not advanced or loaned or funds directly or indirectly to any intermediary. Therefore this clause is not applicable.

(B) Where company has given any security directly or indirectly to the beneficiary.

As per the information available with the company, it has not given any security directly or indirectly to any intermediary. Therefore this clause is not applicable.

FOR GARLON POLYFAB INDUSTRIES LIMITED

VIKAS GARG
Executive Director
DIN :

VISHAL GARG
Managing Director
DIN :

SUSHIL KUMAR GUPTA
Company Secretary

GARLON POLYFAB INDUSTRIES LIMITED
Regd. Off.: LFG,15/79-B Civil Lines, Kanpur.

LIST OF OTHER LOANS AND ADVANCES

LIST A

SL. NO.	NAME OF PARTIES	AMOUNT AS ON 31.03.2022	AMOUNTS AS ON 31.03.2021
1	ARUN GOEL & CO.	5,75,698.00	5,75,698.00
	TOTAL	5,75,698.00	5,75,698.00

LIST OF BALANCES WITH BANKS

LIST B

SL. NO.	NAME OF PARTIES	AMOUNT AS ON 31.03.2022	AMOUNTS AS ON 31.03.2021
1	THE JAMMU & KASHMIR BANK LTD	7,536.69	7,536.69
2	HDFC Bank	3,829.14	7,773.50
	TOTAL	11,365.83	15,310.19

LIST OF SHORT TERM BORROWINGS

LIST C

SL. NO.	NAME OF PARTIES	AMOUNT AS ON 31.03.2022	AMOUNTS AS ON 31.03.2021
1	SVPL Developers Pvt. Ltd.	1,74,18,000.00	1,74,18,000.00
2	Vishal Garg, Director of the company	14,38,000.00	13,68,000.00
3	Vivek Garg, Director of the company	3,90,000.00	3,90,000.00
	TOTAL	1,92,46,000.00	1,91,76,000.00

LIST OF OTHER SHORT TERM PROVISIONS

LIST D

SL. NO.	NAME OF PARTIES	AMOUNT AS ON 31.03.2022	AMOUNTS AS ON 31.03.2021
1	Audit Fees Payable	47,200.00	47,200.00
2	Legal Expenses Payable	17,700.00	17,700.00
3	ROC Fees Payable	1,200.00	1,200.00
4	Accounting Charges Payable	12,000.00	6,000.00
	TOTAL	78,100.00	72,100.00

FOR GARLON POLYFAB INDUSTRIES LIMITED

VIVEK GARG
Executive Director
DIN : 00792169

VISHAL GARG
Managing Director
DIN : 00792099

GARLON POLYFAB INDUSTRIES LIMITED
Regd. Off.: LFG,15/79-B Civil Lines, Kanpur.

LIST OF MISCELLANEOUS EXPENSES

LIST E

SL. NO.	NAME OF PARTIES	AMOUNT AS ON 31.03.2022	AMOUNTS AS ON 31.03.2021
1	Printing & Stationery Exps	603.00	687.00
2	Bank Charges	8,734.36	4,439.16
3	Rates Fees & taxes	42,810.00	2,08,343.00
4	Accounting Charges	6,000.00	6,000.00
5	Postage and telegram	0.00	914.50
6	Legal Expenses	3,055.00	0.00
	TOTAL	61,202.36	2,20,383.66

FOR GARLON POLYFAB INDUSTRIES LIMITED

D. AGRAWAL & CO. CA KANPUR CHARTERED ACCOUNTANTS

VIVEK GARG
Executive Director
DIN : 00792169

VISHAL GARG
Managing Director
DIN : 00792099