



CIN-L17120DL2007PLC163192

To,
The Secretary
BSE Limited,
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai-400001

Date: 01.09.2021

Scrip Code: 540952

SUB: Submission of Annual Report 2020-21 under Regulation 34(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015

Dear Sir/Ma'am,

Pursuant to Regulation 34 of the SEBI (LODR) Regulation 2015, please find enclosed herewith the 14th Annual Report for the year ended March 31, 2021 along with the Notice of the Annual General Meeting to be held on Saturday, 25th September, 2021 at 03:00 P.M. at C-64, Okhla Industrial Area, Phase-I, Delhi-110020.

The Annual Report for the financial year 2020-21 uploaded on the website of the company i.e. www.mymonteil.com

Please take the same in your records

**For and on behalf of,
Lorenzini Apparels Limited**


Sandeep Jain
Managing director
DIN: 02365790



LORENZINI APPARELS LIMITED

Office Address: C-64, Okhla Industrial Area, Phase - 1, New Delhi-110020, Contact No: 011-40504731
Website: www.mymonteil.com | E-mail: info@monteil.co.in

LORENZINI APPARELS LIMITED

FOURTEENTH ANNUAL REPORT

Financial Year 2020 -2021

Company Information**BOARD OF DIRECTORS**

| | | |
|-------------------|---|----------------------|
| MR. SANDEEP JAIN | : | MANAGING DIRECTOR |
| MS. DEEPIKA JAIN | : | WHOLE TIME DIRECTOR |
| MR. MOHAN CHAUHAN | : | INDEPENDENT DIRECTOR |
| MR. RAJIT SEHGAL | : | DIRECTOR |
| MR. YOGESH KUMAR | : | INDEPENDENT DIRECTOR |

KEY MANAGERIAL PERSONNEL

| | | |
|------------------|---|--|
| MS. DEEPIKA JAIN | : | CHIEF FINANCIAL OFFICER |
| MS. MONIKA JOSHI | : | COMPANY SECRETARY & COMPLIANCE OFFICER |

| | | |
|---------------------------|---|---|
| STATUTORY AUDITORS | : | M/s MITTAL & ASSOCIATES CHARTERED ACCOUNTANTS MUMBAI |
|---------------------------|---|---|

| | | |
|-----------------------------|---|--|
| SECRETARIAL AUDITORS | : | M/s KMPM & CO. 611, 6th FLOOR, PRAGATI TOWER, RAJENDRA PLACE-110008 |
|-----------------------------|---|--|

| | | |
|----------------|---|---------------------|
| BANKERS | : | STATE BANK OF INDIA |
|----------------|---|---------------------|

| | | |
|---------------------------|---|---------|
| SHARES LISTED WITH | : | BSE SME |
|---------------------------|---|---------|

| | | |
|--|---|---|
| REGISTERED OFFICE & CONTACT DETAILS | : | C-64, OKHLA INDUSTRIAL AREA PHASE-I NEW DELHI SOUTH DELHI-110020 |
|--|---|---|

| | | |
|--------------------|---|--------------|
| CONTACT NO. | : | 011-40504731 |
|--------------------|---|--------------|

| | | |
|----------------|---|--|
| WEBSITE | : | www.mymonteil.com |
|----------------|---|--|

| | | |
|--------------|---|--|
| EMAIL | : | lorenziniapparels@yahoo.co.in |
|--------------|---|--|

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|---|--|
| REGISTRAR & TRANSFER AGENT : | SKYLINE FINANCIAL SERVICES PRIVATE LIMITED D-153, 1 st Floor, Okhla, Industrial Area, Phase-1, New Delhi-110020 |
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NOTICE

NOTICE IS HEREBY GIVEN THAT THE FOURTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF LORENZINI APPARELS LIMITED WILL BE HELD ON SATURDAY, 25TH DAY OF SEPTEMBER, 2021 AT 03:00 P.M. AT C- 64, OKHLA INDUSTRIAL AREA, PHASE- I, NEW DELHI - 110020 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:**ITEM NO. 1: ADOPTION OF FINANCIAL STATEMENTS**

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**.

“RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

ITEM NO. 2: APPOINTMENT OF A DIRECTOR IN PLACE OF MS. DEEPIKA JAIN, (DIN: 02365797) WHO RETIRES BY ROTATION BEING ELIGIBLE OFFERS HERSELF FOR RE-APPOINTMENT

To consider appointment of a Director in place of Ms. Deepika Jain (DIN: 02365797), who retires by rotation, offers herself for re-appointment and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the re-appointment of Ms. Deepika Jain, as Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:**ITEM NO.3: REVISION IN REMUNERATION OF MS. DEEPIKA JAIN. (DIN: 02365797). WHOLE-TIME DIRECTOR OF THE COMPANY**

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

“RESOLVED THAT and pursuant to the recommendation of the Nomination and Remuneration Committee, and pursuant to the provisions of Sections 197 or any other applicable provisions of the Companies Act, 2013 (“the Act”) read with Schedule V of the Act and the rules made thereunder and the Articles of Association of the Company including any statutory modification thereof, the consent of the members of the Company be and is hereby accorded to revise remuneration of Ms. Deepika Jain, Whole time Director of the Company for a period of remaining term in the manner as detailed below:

1. Salary of Rs. 1,00,000/- (Rupees One Lakh only) per month;
2. other benefits & perquisites as per Company’s policy not exceeding Rs. 15000/- per month.
3. Ms. Deepika Jain shall not be paid any sitting fees for attending meetings of the Board/ Committee thereof, during her tenure as Whole time Director of the Company.

RESOLVED FURTHER THAT notwithstanding anything stated herein, where in any financial year during the tenure Ms. Deepika Jain, the Company has no profits or its profits are inadequate, the Company shall pay to her the above remuneration as the minimum remuneration by way of salary, performance pay, other allowances and benefits and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be

included in the computation of the ceiling on remuneration.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and settle any/or all questions/ matters arising with respect to the above matter, and to execute all such deeds, documents, agreements and writings as may be necessary for the purpose of giving effect to this Resolution, take such further steps in this regard, as may be considered desirable or expedient by the Board in the best interest of the Company.”

ITEM NO.4: REVISION IN REMUNERATION OF MR. SANDEEP JAIN, MANAGING DIRECTOR OF THE COMPANY

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

“**RESOLVED THAT** and pursuant to the recommendation of the Nomination and Remuneration Committee, and pursuant to the provisions of Sections 197 or any other applicable provisions of the Companies Act, 2013 (“the Act”) read with Schedule V of the Act and the rules made thereunder and the Articles of Association of the Company including any statutory modification thereof, the consent of the members of the Company be and is hereby accorded to revise remuneration of Mr. Sandeep Jain, Managing Director of the Company for a period of remaining term in the manner as detailed below:

1. Salary of Rs. 1,00,000/- (Rupees One Lakh only) per month;
2. other benefits & perquisites as per Company’s policy not exceeding Rs. 15,000 /- per month.
3. Mr. Sandeep Jain shall not be paid any sitting fees for attending meetings of the Board/ Committee thereof, during his tenure as Managing Director of the Company.

RESOLVED FURTHER THAT notwithstanding anything stated herein, where in any financial year during the tenure Sh. Sandeep Jain, the Company has no profits or its profits are inadequate, the Company shall pay to him the above remuneration as the minimum remuneration by way of salary, performance pay, other allowances and benefits and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and settle any/or all questions/ matters arising with respect to the above matter, and to execute all such deeds, documents, agreements and writings as may be necessary for the purpose of giving effect to this Resolution, take such further steps in this regard, as may be considered desirable or expedient by the Board in the best interest of the Company.”

**For and on behalf of the Board
Lorenzini Apparels Limited**

**Date: 31.08.2021
Place: New Delhi**

**Sd/-
Sandeep Jain
Managing Director**

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY**

2. **Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.**
3. **In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder**
4. **Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting**
5. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email address either with the Company or Depository Participant(s). Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
6. In Compliance with the MCA Circulars and SEBI Circular, Notice of AGM along with the Annual Report is being sent only through electronic mode to those members whose email addresses are registered with the Company or the Depository. Members may note that the Notice and Annual Report will also be available on the Company's website <https://www.mymonteil.com> and website of the stock exchange i.e. Bombay Stock Exchange Limited at <https://www.bseindia.com>, and on the website of Company's Registrar and Transfer Agent.
7. Members desiring any further information on the business to be transacted at the meeting should write to the Company at least 15 days before the date of the meeting so as to enable the management to keep the information, as far as possible, ready at the meeting.
8. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting
9. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. Members may kindly note that no 'Gifts' will be distributed at the Annual General Meeting.
11. Members desiring any information/clarification on the Accounts are requested to write to the Company in advance atleast seven (7) days before the meeting so as to keep the information ready at the time of Annual General Meeting.
12. The Route map and landmark venue of the AGM is enclosed.
13. The Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
14. Members are requested to address all the correspondence to the Registrar and Share Transfer Agents, Skyline Financial Services Private Limited having registered office at D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020.

15. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company. Members are requested to keep the same updated.
16. To receive communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/update their email address with their respective depository participant. Alternatively, member may send signed copy of the request letter providing the email address, mobile number and self-attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via email to lorenziniapparels@yahoo.co.in for obtaining the Annual Report and Notice of e-AGM.
17. In terms of Section 152 of the Act, Ms. Deepika Jain, (DIN: 02365797), Whole time Director of the Company, liable to retire by rotation at the Meeting and being eligible, offer herself for appointment. The Board of Directors of the Company recommend her appointment.
18. Details of Directors retiring by rotation/seeking appointment/re-appointment at the ensuing Annual General Meeting are provided in the explanatory statement annexed to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.
19. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment, Rules 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their vote electronically through the electronic voting service facility arranged by Central Depository Services Limited (CDSL). Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their vote again. Instructions and other information relating to e-voting are given in this Notice under Note No. 24.
20. The Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, 16th September, 2021 to Saturday, 25th September, 2021** (both day inclusive).
21. The Company's Registrar and Share Transfer Agents, Skyline Financial Services Private Limited at D-153A, First Floor Okhla Industrial Area, Phase-I New Delhi - 110020.
22. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Registrar and Share Transfer Agents, Skyline Financial Services Private Limited at D-153A, First Floor Okhla Industrial Area, Phase-I New Delhi - 110020.
23. M/s KMPM & Co. Company Secretary, has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
24. **Voting Through Electronic Means:**
 - a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').

- b) The facility for voting through electronic voting system ('Insta Poll') shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'Insta Poll'.
- c) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- d) The Company shall also provide facility for voting through ballot form/polling paper which shall be available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
- e) The Company is providing facility for voting by electronic means to its members to enable them to cast their votes through such voting. The Company has engaged the services of Central Depository Services Limited ("CDSL") as the Authorised Agency to provide remote e-voting facility (*i.e. the facility of casting votes by a member by using an electronic voting system from a place other than the venue of General Meeting*).
- f) The Board of Directors of the Company has appointed M/s. KMPM & Co., Company Secretary, as Scrutinizer to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- g) The cut-off date for the purpose of voting (including remote e-voting) is: **18th September, 2021**
- h) Remote e-voting facility will be available during the following period:

| | |
|---------------------------------|--|
| Commencement of remote e-voting | Wednesday, 22nd September, 2021 09:00 A.M(IST) |
| End of remote e-voting | Friday, 24th September, 2021 05:00 P.M(IST) |

Please note that remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of aforesaid period.

- i) The Scrutinizer, after scrutinizing the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than Two working days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.mymonteil.com. The results shall simultaneously be communicated to the stock Exchanges.
- j) The shareholder needs to furnish the printed Attendance slip along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license to enter the AGM hall.

The Instructions for shareholders for remote voting or e-voting during the Annual General Meeting are as under:

(i) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user

IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(ii) 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

| Type of shareholders | Login Method |
|--|--|
| Individual Shareholders holding securities in Demat mode with CDSL | <ol style="list-style-type: none"> 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 URL for usersto login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers. |

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| <p>Individual Shareholders holding securities in demat mode with NSDL</p> | <p>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.nsd.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 or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 or joining virtual meeting & voting during the meeting</p> |
| <p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p> | <p>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 or joining virtual meeting & voting during the meeting.</p> |

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 022-23058738 and 22-23058542-43. |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |

(k) Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

- 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 Shareholders holding shares in Demat Form other than individual and Physical Form

| | For Shareholders holding shares in Demat Form other than individual and Physical Form |
|--|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • 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. <ul style="list-style-type: none"> • 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 as mentioned in instruction (3). |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) 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.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) 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.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) 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.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) 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.

(xvi) Facility for Non – Individual Shareholders and Custodians –Remote Voting

- 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 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 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; lorenziniapparels@yahoo.co.in (designated email address by Company), 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 attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

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 on 022-23058542/43.

**For and on Behalf of
Lorenzini Apparels Limited**

Sd/-
Sandeep Jain
Managing Director

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following explanatory statement sets out all material facts relating to the Special Business(es) set out in the accompanying notice of the Fourteenth Annual General Meeting of the Members of Lorenzini Apparels Limited to be held on Saturday, 25th September, 2021 at C-64, Okhla Industrial Area Phase-I New Delhi South Delhi-110020 at 03:00 P.M

ITEM NO.3: REVISION IN REMUNERATION OF MS. DEEPIKA JAIN. (DIN: 02365797). WHOLE-TIME DIRECTOR OF THE COMPANY

Ms. Deepika Jain was appointed as Whole Time Director and Chief Financial Officer of the Company for the period of 5 years effective from 01.07.2017 at a remuneration of Rs. 6,00,000/- (Rupees Six Lacs) per annum. As per section 197 of the Companies Act, 2013, Company can pay upto 5% of the net profits as Managerial Remuneration to its Managing Director.

As per Section II of Part II of Schedule V read with section 196 and 197 of the Companies Act 2013, where in any financial year during the currency of tenure of a managerial person, a Company has no profits or its profits are inadequate, it may, without Central Government approval, pay remuneration to the managerial person based on effective capital of the Company as summarized hereunder.

Where in any financial year during the currency of tenure of a managerial person, a Company has no profits or its profits are inadequate, it may, without Central Government approval, pay remuneration to the managerial person not exceeding the limits under given below:-

| Where the Effective Capital is | Limit of Yearly Remuneration Payable shall not exceed (Rupees) |
|--|---|
| i) Negative or less than 5 crores | 60 lakhs |
| ii) 5 Crores and above but less than 100 Crores | 84 Lakhs |
| iii) 100 Crores and above but less than 250 Crores | 120 Lakhs |
| iv) 250 Crores and above | 120 Lakhs plus 0,01%effective capital in excess of Rs. 250 Crores |

Provided that the above limits shall be doubled if the resolution passed by the shareholders is a special resolution.

Explanation: It is hereby clarified that for a period less than one year, the limits shall be pro-rated.

Note: Effective Capital" means

The aggregate of the paid-up share capital (excluding share application money or advances against shares); amount, if any, for the time being standing to the credit of share premium account; reserves and surplus (excluding revaluation reserve); long-term loans and deposits repayable after one year (excluding working capital loans, over drafts, interest due on loans unless funded, bank guarantee, etc., and other short-term arrangements) as reduced by the aggregate of any investments (except in case of investment by an investment Company whose principal business is acquisition of shares, stock, debentures or other securities), accumulated losses and preliminary expenses not written off.

As per the last Audited accounts for FY. 2020-21, the effective capital of the Company is Rs.12.63 Crore.

So considering her rich and varied experience in the industry and role played by her spearheading the Company over a period of time, it is proposed for an overall maximum remuneration of upto Rs. 13,80,000/-per annum including perquisites based on the effective capital of the Company during the tenure of her appointment.

The above remuneration shall be paid to Ms. Deepika Jain irrespective of the inadequacy or not having the profit of the Company subject to approval by the Members in their meeting. Further, the terms and conditions of her appointment may be revised, altered and varied from time to time by the Board/ Nomination and Remuneration Committee as it may, in its discretion deem fit, subject to such approvals as may be required.

The Board recommends this resolution for your approval. A Statement of additional information and other particulars as may be required under Section II of Part II of Schedule V are provided in the Annexure attached to this Notice.

| GENERAL INFORMATION | | | |
|--|---|--|-------------------------------------|
| 1. | Nature of Industry | Apparels and Accessories | |
| 2. | Date of commencement of commercial production | The Company was incorporated on 9 th May, 2007 | |
| 3. | In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable | |
| 4. | Financial performance | Financial Year | Profit Before Tax (Rupees in Lakhs) |
| | | 2018-19 | 69.70 |
| | | 2019-20 | 68.51 |
| | | 2020-21 | 25.62 |
| | Profit after Tax (Rupees in Lakhs) | 63.57 | |
| | | 36.83 | |
| | | 7.96 | |
| 5. | Foreign investments or collaborators, if any | Not Applicable | |
| INFORMATION ABOUT THE APPOINTEE | | | |
| 1. | Background details | Ms. Deepika Jain holds a Master's Degree in Commerce and has more than 10 years of vast experience in dealing with the areas related to accounting, retailing and quality check division of the Company. She is associated since incorporation as Promoter-cum-Director of the Company. | |
| 2. | Past Remuneration | Rs. 6,00,000/- per annum from Lorenzini Apparels Limited | |
| 3. | Recognition or awards | Not Applicable | |
| 4. | Job profile and her suitability | Ms. Deepika Jain is responsible for day-to-day management of the Company, subject to overall superintendence, control and direction of the Board of Directors. Taking into consideration her qualifications and expertise in this industry, she is best suited for the responsibilities of current assigned role. | |
| 5. | Remuneration proposed and justification | 1. Salary of Rs. 13,80,000/- (Rupees Thirteen Lakh Eighty Thousand only) 2. Other Benefits & Perquisites as per the Company's policy Taking into consideration the size of the Company, the profile of Ms. Deepika Jain, the responsibilities shouldered by her and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies. | |
| 7. | Pecuniary relationship directly or indirectly with the Company, or relationship with the | Ms. Deepika Jain is a Shareholder (Promoter) of the Company with 6.01 % Equity Shares of the total number of shares of the Company | |

| | | |
|--------------------------|--|--|
| | managerial personnel, if any | |
| Other Information | | |
| 1. | Reasons of loss or inadequate profits | Due to stiff competition, other external and internal factors |
| 2. | Steps taken or proposed to be taken for improvement | The Company has taken various strategic measures to increase revenue and profit. |
| 3. | Expected increase in productivity and profits in measurable terms | Barring unforeseen circumstances, the Company hopes to increase the revenue and profits by improved margins in current year and expecting to increase the profits at the rate of 25% to 30%. |
| Disclosures | | |
| 1. | The shareholders of the Company shall be informed of the remuneration package of the managerial persons. | |

Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS-2) regarding Whole Time Director (Ms. Deepika Jain) seeking revision in remuneration: -

| | |
|--|--|
| Name of the Director | Deepika Jain |
| Director Identification Number (DIN) | 02365797 |
| Date of Birth | 29/08/1981 |
| Nationality | Indian |
| Date of First Appointment on Board | 09/05/2007 |
| Qualification | Post Graduate (M.Com) |
| Shareholding in Lorenzini Apparels Limited | 609505 Equity shares |
| List of Directorships held in other Companies (excluding Alternate Directorship and Section 8 Companies) | None |
| Memberships of Audit and Stakeholders' Relationship Committees across Public Companies | 1(One) in Lorenzini Apparels Limited |
| Experience | 10 years of experience in Accounts, Finance, Retail and quality check |
| Remuneration paid or sought to be paid | Rs.13,80,000/- |
| Relationship with other Directors/KMPs | Ms. Deepika Jain is wife of Mr. Sandeep Jain, Managing Director of the Company |
| No. of meetings attended during the year | 8(Eight) |

Pursuant to the recommendation of the Nomination and remuneration committee, the Board of Directors of the Company proposed to revise the overall remuneration payable to Ms. Deepika Jain considering her continuous efforts in the progress of the Company upto a maximum limit of Rs. 13,80,000/-per annum in any financial year.

Accordingly, the Board recommends the special resolution set out in item No.3 for approval of members.

Except, Ms. Deepika Jain and Mr. Sandeep Jain (Managing Director)none of the other Directors or KMPs of the Company including their relatives is concerned or interested in the resolution, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

ITEM NO.4: REVISION IN REMUNERATION OF MR. SANDEEP JAIN, MANAGING DIRECTOR OF THE COMPANY

Mr. Sandeep Jain was appointed as Managing Director of the Company for the period of 5 years effective from 01.07.2017 at a remuneration of Rs. 6,00,000/- (Rupees Six Lacs) per annum. As per section 197 of the Companies Act, 2013, Company can pay upto 5% of the net profits as Managerial

Remuneration to its Managing Director.

As per Section II of Part II of Schedule V read with section 196 and 197 of the Companies Act 2013, where in any financial year during the currency of tenure of a managerial person, a Company has no profits or its profits are inadequate, it may, without Central Government approval, pay remuneration to the managerial person based on effective capital of the Company as summarized hereunder.

Remuneration payable by companies having no profit or inadequate profit without Central Government approval Where in any financial year during the currency of tenure of a managerial person, a Company has no profits or its profits are inadequate, it may, without Central Government approval, pay remuneration to the managerial person not exceeding the limits under given below:-

| Where the Effective Capital is | Limit of Yearly Remuneration Payable shall not exceed (Rupees) |
|--|---|
| v) Negative or less than 5 crores | 60 lakhs |
| vi) 5 Crores and above but less than 100 Crores | 84 Lakhs |
| vii) 100 Crores and above but less than 250 Crores | 120 Lakhs |
| viii) 250 Crores and above | 120 Lakhs plus 0,01%effective capital in excess of Rs. 250 Crores |

Provided that the above limits shall be doubled if the resolution passed by the shareholders is a special resolution.

Explanation: It is hereby clarified that for a period less than one year, the limits shall be pro-rated.

Note: Effective Capital" means

The aggregate of the paid-up share capital (excluding share application money or advances against shares); amount, if any, for the time being standing to the credit of share premium account; reserves and surplus (excluding revaluation reserve); long-term loans and deposits repayable after one year (excluding working capital loans, over drafts, interest due on loans unless funded, bank guarantee, etc., and other short-term arrangements) as reduced by the aggregate of any investments (except in case of investment by an investment Company whose principal business is acquisition of shares, stock, debentures or other securities), accumulated losses and preliminary expenses not written off.

As per the last Audited accounts for FY. 2020-21, the effective capital of the Company is Rs.12.63 Crore.

So considering his rich and varied experience in the industry and role played by him spearheading the Company over a period of time, it is proposed for an overall maximum remuneration of upto Rs.13,80,000/-per annum including perquisites based on the effective capital of the Company w during the tenure of her appointment.

The above remuneration shall be paid to Mr. Sandeep Jain irrespective of the inadequacy or not having the profit of the Company subject to approval by the Members in their meeting. Further, the terms and conditions of his appointment may be revised, altered and varied from time to time by the Board/ Nomination and Remuneration Committee as it may, in its discretion deem fit, subject to such approvals as may be required.

If at any time, Mr. Sandeep Jain ceases to be a Director of the Company for any cause whatsoever, his reappointment as Managing Director shall stand terminated forthwith.

The Board recommends this resolution for your approval. A Statement of additional information and other particulars as may be required under Section II of Part II of Schedule V are provided in the Annexure attached to this Notice.

| GENERAL INFORMATION | | | | |
|--|---|---|-------------------------------------|------------------------------------|
| 1. | Nature of Industry | Apparels and Accessories | | |
| 2. | Date of commencement of commercial production | The Company was incorporated on 9 th May, 2007 | | |
| 3. | In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable | | |
| 4. | Financial performance | Financial Year | Profit Before Tax (Rupees in Lakhs) | Profit after Tax (Rupees in Lakhs) |
| | | 2018-19 | 69.70 | 63.57 |
| | | 2019-20 | 68.51 | 36.83 |
| | | 2020-21 | 25.62 | 7.96 |
| 5. | Foreign investments or collaborators, if any | Not Applicable | | |
| INFORMATION ABOUT THE APPOINTEE | | | | |
| 1. | Background details | Mr.Sandeep Jain, aged 39 years, is the Promoter and Managing Director of the Company. He has completed his Higher Secondary from Gurgaon, Haryana. He has experience of over a decade in the readymade garments industry. He has vast experience in the production, retailing and online marketing functions also. | | |
| 2. | Past Remuneration | Rs. 6,00,000/- per annum from Lorenzini Apparels Limited | | |
| 3. | Recognition or awards | Not Applicable | | |
| 4. | Job profile and her suitability | Mr. Sandeep Jain is responsible for day-to-day management of the Company, subject to overall superintendence, control and direction of the Board of Directors. Taking into consideration his experience and expertise in this industry, He is best suited for the responsibilities of current assigned role. | | |
| 5. | Remuneration proposed and justification | <p>1. Salary of Rs. 13,80,000/- (Rupees Thirteen Lakh Eighty Thousand only)</p> <p>2. Other Benefits & Perquisites as per the Company's policy</p> <p>Taking into consideration the size of the Company, the profile of Mr. Sandeep Jain, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies.</p> | | |
| 7. | Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any | Mr. Sandeep Jain is a Shareholder (Promoter) of the Company with 49.89 % Equity Shares of the total number of shares of the Company | | |
| Other Information | | | | |
| 1. | Reasons of loss or inadequate profits | Due to stiff competition, other external and internal factors | | |
| 2. | Steps taken or proposed to be taken for improvement | The Company has taken various strategic measures to increase revenue and profit. | | |
| 3. | Expected increase in productivity and profits in | Barring unforeseen circumstances, the Company hopes to increase the revenue and profits by improved margins in | | |

| | | |
|--------------------|--|---|
| | measurable terms | current year and expecting to increase the profits at the rate of 25% to 30%. |
| Disclosures | | |
| 1. | The shareholders of the Company shall be informed of the remuneration package of the managerial persons. | |

Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS-2) regarding Managing Director (Mr. Sandeep Jain) seeking revision in remuneration:

| | |
|---|--|
| Name of the Directors | Sandeep Jain |
| Director Identification Number (DIN) | 02365790 |
| Date of Birth | 15/12/1981 |
| Nationality | Indian |
| Date of first appointment on Board | 09/05/2007 |
| Qualification | Higher Secondary |
| Shareholding in Lorenzini Apparels Limited | Equity shares |
| List of Directorships held in other Companies(excluding Alternate Directorship and Section 8 Companies) | Invern Lifestyle Private Limited |
| Memberships of Audit and Stakeholders' Relationship Committees across Public Companies | Mr. Sandeep Jain is a member of the stakeholder's relationship Committee of Lorenzini Apparels Limited only |
| Experience | Mr. Sandeep Jain has experience of over a decade in the readymade garments industry. He has vast experience in the production, retailing and online marketing functions also |
| Remuneration paid or sought to be paid | Rs. 13,80,000/- Per annum |
| Relationship with other Directors/KMPs | Mr. Sandeep Jain is Spouse of Ms. Deepika Jain |
| No. of meetings attended during the year | 8(Eight) |

Pursuant to the recommendation of the Nomination and remuneration committee, the Board of Directors of the Company proposed to revise the overall remuneration payable to Mr. Sandeep Jain considering his continuous efforts in the progress of the Company upto a maximum limit of Rs. 13,80,000/- per annum in any financial year.

Accordingly, the Board recommends the special resolution set out in item No.4 for approval of members.

Except, Mr. Sandeep Jain, Managing Director and Ms. Deepika Jain, Whole Time Director none of the other Directors or KMPs of the Company including their relatives is concerned or interested in the resolution, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

DETAILS OF DIRECTOR RETIRING BY ROTATION/SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ENSURING ANNUAL GENERAL MEETING

Pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

| | |
|---|---|
| Name of the Director | Deepika Jain |
| DIN | 02365797 |
| Date of Birth | 29/08/1981 |
| Nationality | Indian |
| Qualification | Post-Graduation (M.Com) |
| Experience (including expertise in specific functional area) | Ms. Deepika Jain has more than 10 years of vast experience in dealing with the areas related to accounting, retailing and quality check division of the Company. She is associated since incorporation as Promoter-cum-Director of the Company. |
| Date of first appointment on Board | 09/05/2007 |
| Terms and Conditions of Appointment and Re-appointment | As per the resolution dated July 01, 2017 passed by the shareholders for appointment of Ms. Deepika Jain |
| List of Directorships held in other Companies (excluding Alternate Directorship and Section 8 Company) | None |
| Directorships, Membership/Chairmanship of Committees of other Boards | Ms. Deepika Jain is a Member of the Stakeholders Relationship Committee of Lorenzini Apparels Limited. She does not hold Directorship, Membership/Chairmanship of committees of other Company's Board. |
| Remuneration last drawn (including sitting fees, if any) | Rs. 6,00,000/- |
| Shareholding in the Company | 609505 Equity shares |
| Relationship with other Directors/KMP | Ms. Jain holding the position of the Promoter of the Company is the wife of Mr. Sandeep Jain, Managing Director of the Company. |
| No. of meetings attended during the year | 8 (Eight) |

**For and on behalf of the Board
Lorenzini Apparels Limited**

Date: 31/08/2021
Place: New Delhi

Sd/-
Sandeep Jain
Managing Director

LORENZINI APPARELS LIMITED

CIN: L17120DL2007PLC163192

Regd. Office: C-164, Okhla Industrial Area, Phase-1
New Delhi-110020Website: www.mymonteil.com

Tel: +91 011-40504731

ATTENDANCE SLIP

| | |
|---------------------------------|--|
| Regd. Folio/DP ID/Client ID | |
| Name and Address of the members | |
| Number of Shares | |

I/We certify that I am a member/ proxy / authorized representative for the member of the Company.

I/We hereby record my presence at the 14thAnnual General Meeting of the Company held on Saturday, 25th day of September, 2021 at 03:00 P.M. at Registered office of the Company situated at C-64, Okhla Industrial Area, Phase I, New Delhi- 110020.

Member's/ Proxy Name in Capital Letters_____
Members/ Proxy Signature

Note: Please complete the Folio No. and name, sign the attendance slip and handover at the attendance verification counter at the meeting hall.

Form No. MGT-11**PROXY FORM****LORENZINI APPARELS LIMITED**

CIN: L17120DL2007PLC163192

Regd. Office: C-164, Okhla Industrial Area Phase-I

New Delhi-110020

Website: www.mymonteil.com

Tel: +91 011-40504731

Name of the members (s):

Registered address:

E-mail id:

Folio No/Client Id:

DP ID:

I/We, being the member(s) of _____ Equity Shares of the above named Company appoint:

Name:.....

Address:.....

EmailID:

Signature.....

or falling him/her

Name:

Address:

Email ID:

Signature:

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 14th Annual General Meeting of the Company to be held on Saturday, 25th September, 2021 at 03:00 P.M. at C-64, Okhla Industrial Area, Phase I, New Delhi- 110020 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Sr. No. | RESOLUTIONS | FOR | AGAINST |
|--------------------------|--|------------|----------------|
| ORDINARY BUSINESS | | | |
| 1 | To receive, consider and adopt the Audited Financial Statements for the financial year ended 31 st March, 2021 together with the Reports of Board of Directors and Auditors thereon | | |
| 2 | To appoint a Director in place of Ms. Deepika Jain (DIN: 02365797), who retires by rotation and being eligible, offers herself for re-appointment | | |
| SPECIAL BUSINESS | | FOR | AGAINST |
| 3 | Revision in remuneration of Ms. Deepika Jain, Whole time Director of the Company | | |
| 4 | Revision in remuneration of Mr. Sandeep Jain, Managing Director of the Company | | |

Signed this day of 2021

Signature of Shareholder

Signature of Proxy holder

Notes:

This form of Proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

Affix Revenue
Stamp

BALLOT FORM

Serial No.:

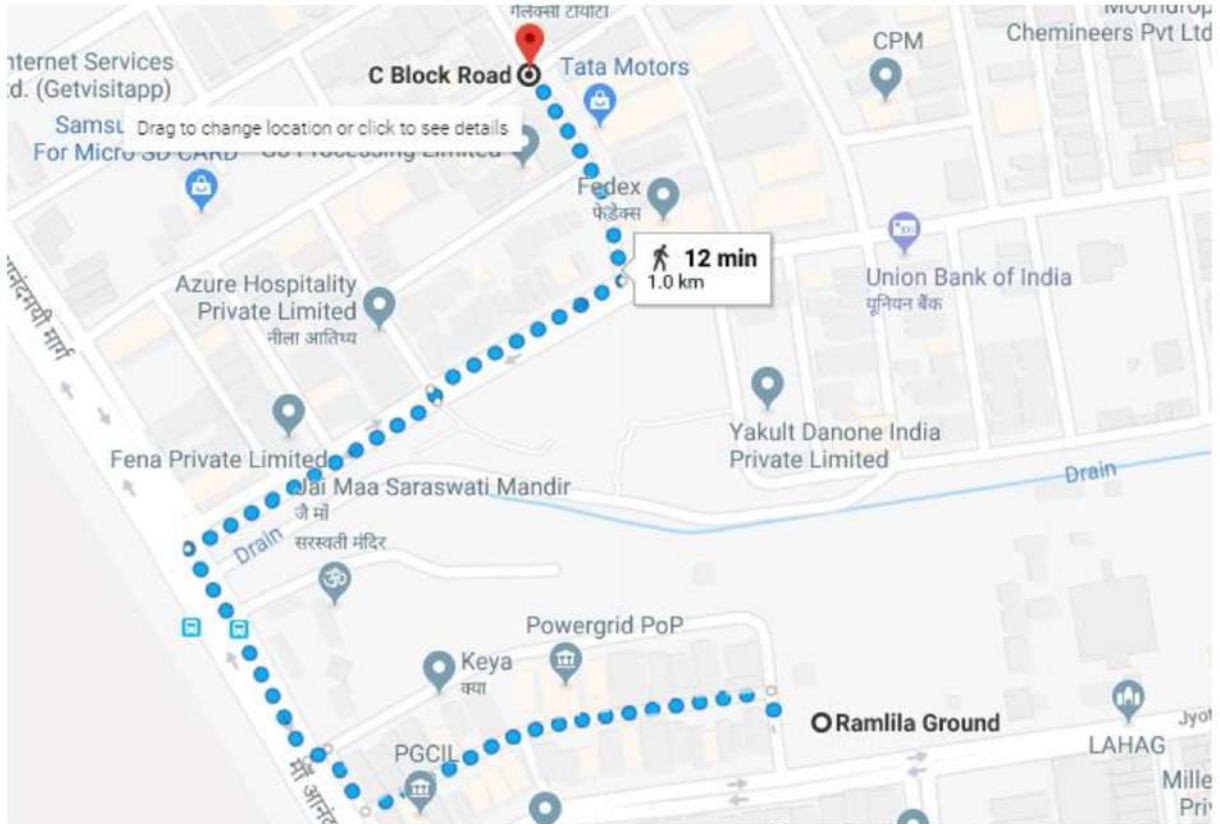
1. Name (s) of Shareholder(s) / Beneficial Owner :
Including joint-holders, if any
2. Registered Address of the Sole / :
First named Shareholder
3. Registered Folio No. / Client ID No.:
4. No. of Shares held:
5. I / we hereby exercise my / our vote in respect of the Ordinary Resolution / s enumerated below by recording my / our assent / dissent to the said Resolution/s by placing Tick (√) mark at the appropriate box below:

| S.No. | Ordinary Resolution | I / We assent the Resolution | I / We dissent the Resolution |
|-------|--|------------------------------|-------------------------------|
| 1. | To receive, consider and adopt the Audited Financial Statements for the financial year ended 31 st March, 2021 together with the Reports of Board of Directors and Auditors thereon | | |
| 2. | To appoint a Director in place of Ms. Deepika Jain (DIN: 02365797), who retires by rotation and being eligible, offers herself for re-appointment | | |
| S.No. | Special Business | I / We assent the Resolution | I / We dissent the Resolution |
| 3. | Revision in remuneration of Ms. Deepika Jain, Whole time Director of the Company | | |
| 4. | Revision in remuneration of Mr. Sandeep Jain, Managing Director of the Company | | |

Place
Date

Signature of the Shareholder / Beneficial Owner

VENUE ROUTE MAP:
Lorenzini Apparels Limited
C-64, Okhla Industrial Area, Phase I,
New Delhi- 110020
Nearest landmark: Ramlila Ground, Okhla Industrial Area



DIRECTOR'S REPORT

Dear Members,
Lorenzini Apparels Limited

Your Directors are pleased to present the 14th (Fourteenth) Annual Report on the business and operations of the Company along with Audited Financial Statements for the financial year 2020-21.

1. FINANCIAL RESULTS:

The Company's financial performance for the year ended March 31, 2021 is summarized below:

| Particular | (Amount in INR) | |
|--------------------------------|--------------------|--------------------|
| | 2020-2021 | 2019-2020 |
| Sales | 254,922,542 | 355,768,761 |
| Other Income | 91,953 | 1,069,620 |
| Total Income | 255,014,495 | 356,838,381 |
| Total Expenses | 252,452,209 | 349,986,398 |
| Profit Before Tax | 2,562,286 | 6,851,983 |
| Less: Income Tax –Current Year | 1,158,415 | 2,176,090 |
| Less: Deferred Tax | 545,078 | 688,623 |
| Less: Previous Year | 62,166 | 303,587 |
| Profit/(Loss) after tax | 796,627 | 3,683,683 |

2. RESULTS OF OPERATIONS & STATE OF COMPANY'S AFFAIRS

Financial Year 2020-21 and 2019-20 has been challenging years for the Company with weakening macro-economic conditions, slowing market growths and COVID-19 outbreak in the whole nation. During the Financial Year 2020-21, the revenue from operations of the Company has been decreased from Rs.355,768,761/- in the previous financial year 2019-20 to Rs. 254,922,542/- in the current financial year 2020-21. The Profits of the Company are also affected and reduced from Rs.3,683,683/- in the previous financial year to Rs. 796,627/- in the current financial year.

For the current financial year 2020-21, the Company revenues and performance were affected due to the following factors:

- Project delays due to lockdowns affecting delay in revenue generation.
- Increase in costs (due to COVID restrictions).
- Inadequate maintenance of operational projects due to COVID lockdowns and lack of readily available staff.

During the year the Company has performed modestly but despite of challenging economic conditions and other related factors, we are able to maintain profits and steady revenue in the Company. The Directors are relentlessly striving for betterment of the business and growth of the Company. They are optimistic about the future and expect the business to perform well in the forthcoming year.

3. CHANGE IN THE NATURE OF BUSINESS

There were no Changes in the Nature of Business of the Company during the Financial Year.

4. SHARE CAPITAL

The Authorized Share Capital of the Company is Rs. 10,20,00,000/- (Rupees Ten Crore Twenty lakh) divided into 10200,000 (One Crore Two Lakh) Equity Shares of INR 10/- each.

As on March 31, 2021, the paid-up share capital of the Company is Rs. 10,13,89,160/- (Rupees Ten Crore Thirteen Lakh Eighty Nine Thousand One Hundred Sixty only) divided into 10138916 Equity Shares of INR 10/- each.

5. DIVIDEND

The Board of Directors has not recommended any dividend for the financial year ended on March 31, 2021. Since the Board have considered it financially prudent in the long-terms interest of the Company to re-invest the profits into the business of the Company to build a strong reserve base and grow the business of the Company.

6. TRANSFER TO RESERVES

During the period, the Company has not transferred any profit into the General Reserve of the Company.

7. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

8. DEPOSIT

The Company has not accepted any deposits from the public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet for the FY 2020-21.

9. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT

No changes and commitments were recorded during the financial year which materially affects the financial position of the Company till the date of this report.

10. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE U/S 186 OF THE COMPANIES ACT, 2013

The particulars of loans, guarantees and investments have been disclosed in the financial statements which also form part of this report.

11. CORPORATE SOCIAL RESPONSIBILITY

As per the provisions of Section 135 of the Companies Act, 2013 read with rules framed thereunder, certain class of companies is required to spend 2% of its average net profit during 3 preceding years

on CSR activities. It also provides for formation of CSR committee of the Board. The rules prescribe the activities qualify under CSR and the manner of spending the amount. The company is not covered under section 135 of the Companies Act, 2013 and the rules framed there under for the financial year under review.

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

The particulars as prescribed under Section 134(3) of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014 are annexed herewith at “**Annexure No. I**”

13. INTERNAL FINANCIAL CONTROL SYSTEM

According to Section 134(5) (e) of the Companies Act, 2013, the term financial control (IFC) means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of business, including adherence to the Company’s policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information.

The Company has a well-placed, proper and adequate Internal Financial Control System which ensures that all the assets are safeguarded and protected and the transactions are authorized, recorded and reported correctly.

To further strengthen the internal control process, the Company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from top management to executive.

14. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Venture or Associate Company; hence provisions of section 129(3) of the Companies Act, 2013 relating to preparation of consolidated financial statements are not applicable.

15. PARTICULARS OF EMPLOYEES U/S 197(12) OF THE COMPANIES ACT, 2013

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is given in the Statement annexed herewith as **Annexure-II**.

16. VIGIL MECHANISM / WHISTLE BLOWER POLICY

In line with the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Company has adopted a Vigil Mechanism Policy to provide a formal mechanism to the Directors’ and employees to report their concerns about unethical behavior, actual or suspected incidents of fraud or violation of the Company’s Code of Conduct or Ethics Policy. The Policy provides for adequate safeguards against victimization of employees, who avail of the mechanism and provides to employees’ direct access to the Chairman of the Audit Committee. The Vigil Mechanism Policy is disseminated through the Website of the Company at www.mymonteil.com.

During the financial year 2020-21, no cases under this mechanism were reported to the Company.

17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

Particulars of contracts or arrangements with related parties referred to in section 188(1) of the Companies Act, 2013 read with Rule 8(2) of Companies (Accounts) Rules, 2014 in prescribed Form AOC-2 is annexed herewith at “Annexure III”.

18. AUDITORS**• STATUTORY AUDITOR**

M/s Mittal & Associates, Chartered Accountants, (FRN 106456W) were appointed as Statutory Auditors of the Company from the conclusion 11th Annual General Meeting till the conclusion 16th Annual General Meeting of the Company will be held in year 2023.

• SECRETARIAL AUDITOR

M/s KMPM & Co. Practicing Company Secretaries, were appointed as Secretarial Auditors for the financial year 2020-21. The Secretarial Audit Report for the financial year ended on March 31, 2021 is annexed herewith marked as “Annexure-IV” to this Report.

• INTERNAL AUDITOR

M/S. BURHAN & ASSOCIATES, Chartered Accountants, FRN (036633N) were appointed as Internal Auditors of the Company for the financial year 2020-21

19. EXPLANATIONS OR COMMENTS OF THE BOARD ON QUALIFICATION(S), RESERVATION(S) OR ADVERSE REMARK(S) OR DISCLAIMER MADE BY:

- **The Statutory Auditor in its Report;** The notes on accounts referred to in the auditors’ report are self-explanatory and therefore don’t call for any further comments by the Board of Directors.
- **The Company secretary in practice in his Secretarial audit Report;** There are no qualifications or adverse remarks in the Secretarial Auditors’ Report which require any further clarification(s) or explanation(s) by the Board.

20. INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS:

Pursuant to provisions of Section 143(12) and sub section (14) of the Companies Act, 2013, as amended from time to time, the Auditors have not reported any incident of fraud to the Company during the year under review.

21. SECRETARIAL STANDARDS:

The Company duly complies with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

22. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As per SEBI Listing Regulations, Management Discussion and Analysis are attached, which form part of this report annexed herewith at **Annexure V**.

23. RISK MANAGEMENT

The Board has developed appropriate framework and processes for identifying, assessing, and mitigating risk associated with the Company and developed procedures for reviewing management's action on implementation of the same. Major risks which in the opinion of the Board may threaten the existence of the Company are identified by the businesses and functions are systematically addressed through appropriate actions on a continuous basis, safeguarding the Company against those risks. The details of the same are set out in Management Discussion and Analysis Report

24. DIRECTORS & KEY MANAGERIAL PERSONNAL

As on March 31, 2021 the Board of Directors of the Company comprised of the following:

| S.No. | Name | DIN/PAN | Designation |
|-------|--------------------|------------|--|
| 1. | Sandeep Jain | 02365790 | Managing Director |
| 2. | Deepika Jain | 02365797 | Whole time Director& Chief Financial Officer |
| 3. | Rajit Sehgal | 05281112 | Director |
| 4. | Mohan Chauhan | 08627458 | Independent Director |
| 5. | Yogesh Kumar | 08722626 | Independent Director |
| 6. | Jai Prakash Sharma | JHVPS0541B | Company Secretary |

Mr. Jai Prakash Sharma resigned from the post of Company Secretary on 3rd August, 2021 and Ms. Monika Joshi is appointed as the Company Secretary of the Company.

Ms. Deepika Jain (DIN: 02365797), Director liable to retire by rotation at this 14th Annual General Meeting of the Company and being eligible offers herself for re-appointment.

25. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE AND OTHER MATTERS PROVIDED UNDER SECTION 178 (3)

The Company has in place a Nomination & Remuneration Committee in accordance with the requirements of the Companies Act, 2013 read with the rules made there under and Regulation 19 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The Committee has formulated a policy on Director's appointment and remuneration including recommendation of remuneration of the key managerial personnel and other employees, composition and the criteria for determining qualifications, positive attributes and independence of a Director and the policy is available on the website of the Company i.e., www.mymonteil.com

26. CORPORATE GOVERNANCE

As the Company is listed on the **BSE-SME** platform, the requirement of furnishing Corporate Governance Report under Regulation 27(2) read with Schedule V of the Listing Obligations & Disclosure Requirements)Regulations, 2015 is not applicable to the Company. Whenever this regulation becomes applicable to the Company at a later date, the Company will comply with the requirements of those regulations within six months from the date on which the provisions become applicable to our Company.

27. ANNUAL PERFORMANCE EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, board Committees and individual Directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 (“SEBI Listing Regulations”).

The performance of the board was evaluated by the board after seeking inputs from all the Directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

It includes circulation of questionnaires to all Directors for evaluation of the board and its Committees, board composition and its structure, its culture, its effectiveness, its functioning, information availability, etc. These questionnaires also cover specific criteria and the grounds on which all Directors in their individual capacity will be evaluated.

The board and the nomination and remuneration committee reviewed the individual Directors' responses on the questionnaire regarding the performance of the individual Directors on the basis of the criteria such as the contribution of the individual Director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent Directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive Directors and non-executive Directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the board, its committees and individual Directors was also discussed. Performance evaluation of independent Directors was done by the entire board, excluding the independent Director being evaluated.

28. MEETINGS OF THE BOARD

During the year the Board of Directors of the Company met 7 (Seven) times to deliberate on various matters in respect of which proper notices were given and the proceedings were properly recorded, signed and maintained in the Minutes book kept by the Company. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013

The details of Board meetings held during the year ended March 31, 2021 along with the attendance of Directors are as follows:

| S.No. | Date of Meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|-------|-----------------|--|-------------------------------|-----------------|
| | | | Numbers of Directors Attended | % of Attendance |
| 1. | 27/07/2020 | 5 | 5 | 100 |
| 2. | 14/08/2020 | 5 | 5 | 100 |
| 3. | 07/09/2020 | 5 | 5 | 100 |
| 4. | 15/09/2020 | 5 | 5 | 100 |
| 5. | 05/10/2020 | 5 | 5 | 100 |
| 6. | 17/11/2020 | 5 | 5 | 100 |
| 7. | 10/02/2021 | 5 | 5 | 100 |

29. COMMITTEES OF THE BOARD

The Board committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas/ activities which concern the Company and need a closer review. The Board committees are set up under the formal approval of the Board, to carry out clearly defined roles which are considered to be performed by the members of the Board, as a part of good governance practice. All decisions and recommendations of the committees are placed before the Board for information or for approval. The minutes of the meetings of all the committees are placed before the Board for their review.

The Board of Lorenzini Apparels Limited currently has 3(Three) Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholder's Relationship Committee

The major terms of reference of the Committees, its composition and number of meetings held during the year ended March 31, 2021 are as follows:

- **AUDIT COMMITTEE**

The major terms of reference of the Audit Committee includes:

- Examination of Financial Statements and Auditor's Report thereon;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- Evaluation of internal financial controls and risk management systems;
- Approval or modifications of related party transactions;
- Review functioning of the Whistle Blower mechanism;
- Scrutiny of inter-corporate loans and investments

The Composition of the Audit Committee as on the date of the Report is as follows:

| Sr. No. | Name of the Director | DIN | Position in the Committee |
|---------|----------------------|----------|--|
| 1 | Mr. Mohan Chauhan | 08627458 | Chairman & Member (Independent Director) |
| 2 | Mr. Rajit Sehgal | 05281112 | Member (Non-Executive Director) |
| 3 | Mr. Yogesh Kumar | 08722626 | Member (Independent Director) |

Meetings of the Audit Committee

During the year the Audit Committee met 2 (Two) times. The details of the meetings held during the year ended March 31, 2021 along with the attendance of Directors are as follows:

| S.No. | Date of Meeting | Total Number of members of the Committee associated as | Attendance | |
|-------|-----------------|--|-------------------------------|-----------------|
| | | | Numbers of Directors Attended | % of Attendance |

| | | on the date of meeting | | |
|----|------------|------------------------|---|-----|
| 1. | 27/07/2020 | 3 | 3 | 100 |
| 2. | 17/11/2020 | 3 | 3 | 100 |

• NOMINATION AND REMUNERATION COMMITTEE

The major terms of reference of the Nomination and Remuneration Committee are as follows:

- Identification of persons qualified to become directors and be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal;
- Formulation of the criteria for determining qualifications, positive attributes and independence of a director;
- Specifying the manner for effective evaluation of performance of Board, its committees and individual directors;
- Recommending to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

Composition of Nomination & Remuneration Committee as on the date of the report:

| Sr. No. | Name of the Director | DIN | Position in the Committee |
|---------|----------------------|----------|--|
| 1 | Mr. Mohan Chauhan | 08627458 | Chairman & Member (Independent Director) |
| 2 | Mr. Rajit Sehgal | 05281112 | Member (Non-Executive Director) |
| 3 | Mr. Yogesh Kumar | 08627458 | Member (Independent Director) |

Meetings of the Nomination & Remuneration Committee

During the year the Audit Committee met once. The details of the meeting held during the year ended March 31, 2021 along with the attendance of Directors are as follows:

| S.No. | Date of Meeting | Total Number of members of the Committee associated as on the date of meeting | Attendance | |
|-------|-----------------|---|-------------------------------|-----------------|
| | | | Numbers of Directors Attended | % of Attendance |
| 1. | 07/09/2020 | 3 | 3 | 100 |

• STAKEHOLDERS RELATIONSHIP COMMITTEE MEETING

The major terms of reference of the Stakeholders Relationship Committee include:

- Consideration & Resolution of the grievances of security holders of the Company;
- Reviewing of Transfer / Transmission requests / Demat / Remat requests of the security shareholders and issuance of duplicate share certificate, if any.

Composition of the Stakeholders Relationship Committee as on the date of the report:

| Sr. No. | Name of the Director | DIN | Position in the Committee |
|---------|----------------------|----------|--|
| 1 | Mr. Mohan Chauhan | 08627458 | Chairman & Member (Independent Director) |
| 2 | Mr. Sandeep Jain | 02365790 | Member (Executive Director) |
| 3 | Ms. Deepika Jain | 02365797 | Member (Executive Director) |

Meetings of the Stakeholders Relationship Committee

During the year the Stakeholders Relationship Committee met once. The details of the meeting held during the year ended March 31, 2021 along with the attendance of Directors are as follows:

| S.No. | Date of Meeting | Total Number of members of the Committee associated as on the date of meeting | Attendance | |
|-------|-----------------|---|-------------------------------|-----------------|
| | | | Numbers of Directors Attended | % of Attendance |
| 1. | 10/02/2021 | 3 | 3 | 100 |

30. INDEPENDENT DIRECTORS MEETING

The Independent Directors met on 10th February, 2021, without the attendance of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole, the performance of the Chairman of the Company, taking into account the views of Executive Director and Non- Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

As per the provisions of the Companies Act, 2013 read with Schedule IV, following are the Independent Directors of the Company.

| Sr. No. | Name of member | DIN | Position |
|---------|-------------------|----------|-------------------------------------|
| 1. | Mr. Mohan Chauhan | 08627458 | Non- Executive Independent Director |
| 2. | Mr. Yogesh Kumar | 08722626 | Non-Executive Independent Director |

31. DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received requisite declarations from the Independent Directors of the Company, confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 read with rules made thereunder and Regulation 16 of the SEBI Listing Regulations. Independent Directors have also confirmed that they have complied with Schedule IV of the Act and the Company's Code of Conduct. Further, the Independent Directors have also submitted their declaration in compliance with the provisions of Rule 6(3) of Companies (Appointment and

Qualification of Directors) Rules, 2014, as amended from time to time, which mandated the inclusion of an Independent Director's name in the data bank of Indian Institute of Corporate Affairs ("IICA") for a period of one year or five years or life time till they continues to hold the office of an independent director.

32. DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED U/S 134(3) (c):

Pursuant to section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that: -

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed;
- (b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) 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 and other irregularities;
- (d) the Directors have prepared the annual accounts on a going concern basis.
- (e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively
- (f) the Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

33. CODE OF CONDUCT AND ETHICS

The Board of Directors of the Company has adopted a Code of Conduct and Ethics for the Directors and Senior Executives of the Company. The object of the Code is to conduct the Company's business ethically and with responsibility, integrity, fairness, transparency and honesty. The Code sets out a broad policy for one's conduct in dealing with the Company, fellow Directors and with the environment in which the Company operates.

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

There were no significant order(s) passed by any regulatory authority or court or tribunal against the Company during the year under review.

35. INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

Your Company has a policy and framework for employees to report sexual harassment cases at workplace and the process ensures complete anonymity and confidentiality of information. During the financial year ended March 31, 2021 the Company has not received any complaints pertaining to sexual harassment.

36. HEALTH, SAFETY AND ENVIRONMENT:

At Lorenzini Apparels Limited, the people are the greatest asset, and their safety, health, and well-being is of utmost importance to us. The Company endeavors to provide a safe, conducive and productive work environment by undertaking various measures at its manufacturing facilities to ensure no injury or accident. Several other measures have been taken by the Company to ensure health and safety of its employees in the light on COVID-19 pandemic. The Company's ethos of environment protection by development of environment friendly processes for effective usage of resources is based on the belief that nature is a precious endowment to humanity.

37. ANNUAL RETURN

As per the provisions of section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an Annual Return in Form **MGT -9** is available at the website of the Company at www.mymonteil.com.

38. LISTING WITH STOCK EXCHANGES

At present the equity shares of the Company are listed on the BSE SME Platform of Bombay Stock Exchange. The Company confirmed that it has paid Annual Listing Fees to the Bombay Stock Exchange for the year 2020-21.

39. ACKNOWLEDGEMENT

The Directors express their gratitude to the esteemed customers, shareholders, distributors, dealers, consultants and all the stakeholders of the Company for their unstinted support. The Directors also placed on record their belief that the consistent growth of the Company was only made possible by the solidarity, cooperation and support of its employees at all levels. The Directors seek and look forward to the same support during the future years of growth of the Company.

**For & on behalf of
Lorenzini Apparels Limited**

Sd/-

Sd/-

Date: 31/08/2021
Place: Delhi

Sandeep Jain
Managing Director
DIN:02365790

Deepika Jain
Whole Time Director
DIN:02365797

Annexure-I**CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION**

The particulars as per the Companies (Accounts) Rules, 2014 regarding conservation of energy, technology absorption are as under:

(A) CONSERVATION OF ENERGY

| | |
|--|------|
| Steps taken or impact on conservation of energy | N.A. |
| The steps taken by the Company for utilizing alternate sources of energy | |
| The capital investment on energy conservation equipment's | |

(B) TECHNOLOGY ABSORPTION

- Efforts made towards technology absorption: N.A.**
- Benefits derived like product improvement, cost reduction, product development or import substitution: N.A.**
- In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-

| | |
|---|------|
| Detail of technology imported | N.A. |
| Year of Import | |
| Has technology been fully absorbed | |
| If not fully absorbed, areas, where this has not taken place, reasons there for and future plans of action. | |

4. Expenses incurred on Research and Development

During the period under review particulars regarding expenditures on research and development are as under:

| | |
|---|------|
| Particulars | N.A. |
| Capital Expenditures | |
| Recurring Expenditures | |
| Total | |
| Total Research and development expenses as % of turnover | |

For & on behalf of
Lorenzini Apparels Limited

Date: 31/08/2021
Place: Delhi

Sd/-
Sandeep Jain
Managing Director
DIN:02365790

Sd/-
Deepika Jain
Whole Time Director
DIN:02365797

Annexure II

PARTICULARS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

I. The Ratio of the Remuneration of each Director to the Median employee's remuneration for the financial year:

| S.No. | Name of the Director | Ratio |
|-------|---|---------|
| 1. | Sandeep Jain (Chairman & Managing Director) | 241:155 |
| 2. | Deepika Jain (Whole Time Director & CFO) | 241:155 |

II. The Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial year:

| S.No. | Name | Designation | % Increase |
|-------|--------------------|--|------------|
| 1. | Sandeep Jain | Chairman & Managing Director | - |
| 2. | Deepika Jain | Whole Time Director | - |
| 3. | Deepika Jain | Chief Financial Officer | - |
| 4. | Jai Prakash Sharma | Company Secretary & Compliance officer | - |
| 5. | Rajit Sehgal | Non-Executive Director | - |
| 6. | Yogesh Kumar | Independent Director & Non- Executive Director | - |
| 7. | Mohan Chauhan | Independent Director & Non- Executive Director | - |

III. The Median Remuneration of the employees of the Company during the Financial Year:
Rs. 3,72,000/-

IV. The percentage decrease in the median remuneration of employees in the financial year:
No Change

V. The number of existing employees on the rolls of Company:The number of employees as on March 31, 2021 was 51 (Fifty One)

VI. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and any exceptional circumstances for increase in the managerial remuneration: NIL

VII. It is hereby affirmed that the remuneration has been paid as per the Remuneration Policy of the Company.

Statement pursuant to rule 5(2) and rule 5(3) of the companies (appointment and remuneration of managerial personnel) rules, 2014 and forming part of the board's report for the year ended March 31, 2021.

Names of the top ten employees in terms of the remuneration drawn are as follows:

| Name | Designation | Remuneration received (In Rs.) | Qualification & Experience | Date of commencement of employment | Last employment | % of Equity held |
|--------------------|----------------------------|--------------------------------|----------------------------|------------------------------------|-----------------|------------------|
| Sandeep Jain | Managing Director | 600000 | Higher Secondary | 01.04.2017 | - | 49.89 |
| Deepika Jain | CFO | 600000 | Graduate | 01.04.2017 | - | 6.01 |
| Rahul Sharma | Retail Head | 720000 | Graduate | 01.03.2020 | - | - |
| Gaurav Kumar Saini | Accounts Manager | 540000 | Chartered Accountant | 01.07.2020 | - | - |
| Mussaddiq Husain | Assistant Accounts Manager | 540000 | Graduate | 01.08.2019 | - | - |
| Hemant Arora | Warehouse Manager | 402496 | Higher Secondary | 01.04.2017 | - | - |
| Mohd. Suhaib | Accountant | 420000 | Graduate | 28.12.2020 | - | - |
| Sanjeev Kumar | EDP Manager | 364320 | Higher Secondary | 01.04.2017 | - | - |
| Suman Saurabh | Production Manager | 360000 | Graduate | 01.08.2020 | - | - |
| C.L Tiwari | Finance Manager | 360000 | Graduate | 01.06.2019 | - | - |

**For & on behalf of
Lorenzini Apparels Limited**

**Date: 31/08/2021
Place: Delhi**

**Sd/-
Sandeep Jain
Managing Director
DIN:02365790**

**Sd/-
Deepika Jain
Whole Time Director
DIN:02365797**

Annexure- IIIFORM NO. AOC- 2

(Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014

Form for disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil

2. Details of material contracts or arrangement or transactions at arm's length basis:

| <i>Name of the related party and nature of relationship</i> | <i>Nature of contracts/ arrangements/ Transactions</i> | <i>Duration of the Contract/ arrangement/ transaction</i> | <i>Salient Terms & conditions of the Contract/ arrangement/ transaction</i> | <i>Date of Approval by the Board, if any</i> | <i>Amount receivable</i> |
|---|--|---|---|--|--------------------------|
| <i>Invern Lifestyle Private Limited (Mr. Sandeep Jain is Director in the company)</i> | <i>Sale of Goods</i> | <i>As per the Contract</i> | <i>As per the Contract</i> | <i>N.A</i> | <i>Rs. 34,875/-</i> |

**For & on behalf of
Lorenzini Apparels Limited**

**Date: 31/08/2021
Place: Delhi**

**Sd/-
Sandeep Jain
Managing Director
DIN:02365790**

**Sd/-
Deepika Jain
Whole Time Director
DIN:02365797**

Annexure- IV

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 2021

[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,
Lorenzini Apparels Limited
CIN: - L17120DL2007PLC163192
ADDRESS: -C-64,Okhla Industrial Area,
Phase-I,New Delhi-110020

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **LORENZINI APPARELS LIMITED** (hereinafter called the '**Company**'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the '**Company**' books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **the 'Company'** for the financial year ended on March 31, 2021, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) 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; **(No transaction has been recorded during the Audit Period)**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(No transaction has been recorded during the Audit Period)**

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; ***(No transaction has been recorded during the Audit Period)***

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

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, ***(Not Applicable during Audit Period);***

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; ***(No transaction has been recorded during the Audit Period)***

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; ***(No transaction has been recorded during the Audit Period)***

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India.
2. The Listing Agreements/Regulations entered into by the Company with Stock Exchange(s).

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

We further report the Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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 meaningful participation at the meeting.

All decisions of the Board were unanimous and the same are captured and recorded as part of the minutes.

We further report that there is scope to improve the systems and processes in the Company and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the period there were no specific instances / events pursuant of the above referred laws, rules, regulations, guidelines, etc., having a major bearing on the Company's affairs.

Disclaimer: It is to be noted that due to the prevailing nationwide pandemic scenario and unavoidable work from home circumstances, our team could not follow the usual course of audit procedure which includes physical verification of the requisite compliances. Our opinion, as stated in the report is based on documents and information as made available by the Company via email and discussion.

Thanking you,

**For M/s. KMPM & CO.
(Practicing Company Secretary)**

**Sd/-
Pawan Kumar Mahur
Membership No. 8462
CP No. 16961
UDIN:F008462C000835068**

**Date: 26.08.2021
Place: Delhi**

This report is to be read with our letter of even date (Para I) of the Annexure and forms an Integral part of the Report

Annexure IV (PART I)

To,
The Members,
Lorenzini Apparels Limited
CIN: - L17120DL2007PLC163192
ADDRESS: -C-64, Okhla Industrial Area,
Phase-I, New Delhi-110020

My report of even date is to be read along with this letter:

- (1) Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
- (2) I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test-check basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
- (3) I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- (4) Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
- (5) The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test-check 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.

For M/s. KMPM & CO.
(Practicing Company Secretary)

Sd/-
Pawan Kumar Mahur
Membership No. 8462
CP No. 16961
UDIN: F008462C000835068

Date: 26.08.2021
Place: Delhi

MANAGEMENT DISCUSSION AND ANALYSIS**1. Industry structure and developments**

Indian economy is going through a period of rapid 'financial liberalisation'. Today, the 'intermediation' is being conducted by a wide range of financial institutions through a plethora of customer friendly financial products.

Over the years, our Company has built a strong presence in the market through its cumulative experience, strong distribution network as well as sound systems and processes.

2. Opportunities and threats

Being a manufacturing and production Company, our Company is exposed to specific risks that are particular to its business and the environment within which it operates including interest rate volatility, economic cycle, and market risk.

3. Segment-wise or product-wise performance

During the year under review, since Company is being working in a single segment therefore the specific performance does not stand eligible.

4. Outlook

Financial Year 2021 was a year of pandemic. While the industry saw a quick trailer of the COVID-19 pandemic in March, 2020, it faced a full brunt of the pandemic during the year under review. However, despite the pandemic, the industry saw a see-saw in its performance with an extremely low quarter one and steady picking up demand during the balance quarters.

The global and domestic economic outlook for the financial year ended 2022 remains highly uncertain. India has been witnessing a deluge of infections and concerned of COVID waves. The recouping of the market situations will depend on how well the pandemic can be contained and how fast the vaccination is done throughout the population. However, the Company is cautiously optimistic for Financial Year 2022 with the work done so far within the Company to make it more nimble, agile and future ready with leading quality of products through innovation. The Company will continue to revamp by expanding the product range, while relooking at its business strategy and models, wherever necessary.

The presence of a stable government at the centre will be a major catalyst in taking major decisions which would push forward the pace of reforms and thereby directly improving the macro-economic environment. It is now being forecasted that in the near future, the Indian economy will become the fastest growing emerging market. Looking at the Indian economy the Company has plans to diversify its business in future.

5. Risks and areas of concern

Our strength is our determination and team work, weakness is the low equity base, opportunities are multiples and threats are the vibrations in the economy and government policies. In any business, risks and prospects are inseparable. As a responsible management, the Company's principal endeavor is to maximize returns. The Company continues to take all steps necessary to minimize its expenses through detailed studies and interaction with experts.

The Company's governance structure has well-defined roles and responsibilities, which enables and empowers the management to identify, assess and leverage business opportunities and manage risks effectively. The Company has identified the below mentioned risk and suggested the mitigation strategy:

1. Risk of COVID-19 Pandemic:

The economic downfall from the pandemic is affecting both the demand and supply side of the Company's products. The lockdown and the slow unlocking have impacted the supply. Building up the production while maintaining social distancing and ensuring safety of workers can be a matter of concern.

Mitigations: The Company adheres to strict protocols at all the work places in accordance with the Government guidelines. Moreover, the Company has taken best efforts of getting all its employees vaccinated to ensure everyone's safety.

2. Risk associated with raw material and supply:

The Company purchases raw materials which are prone to price fluctuations. Most of the raw material that the Company puts in use is imported. Shipping line disruptions and global demand-supply gaps, results in shortage of raw materials supply which then contributes to the increase in raw material cost. The increase/ decrease in the cost of raw materials have a direct impact on profitability.

Mitigations: The Company tracks the changes in the price of raw material and maintains adequate inventory to avoid purchasing them at higher prices.

3. Credit Risk:

The Company by virtue of extending credit to its customers is exposed to credit risk in terms of non-realization of book debts and delayed recovery of receivables thereby posing unexpected cash flow issues.

Mitigations: The effective risk management practices of the Company includes regular evaluation of creditability of customers, frequent review of credit limits of the customers and fixing/ tightening of credit limits according to the track record of the customers

6. Internal control systems and their adequacy

The Company has carried out the internal audit in-house and has ensure that recording and reporting are adequate and proper, the internal controls exist in the system and that sufficient measures are taken to update the internal control system. The system also ensures that all transactions are appropriately authorised, recorded and reported. Exercises for safeguarding assets and protection against unauthorised use are undertaken from time to time. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective. All these measures are continuously reviewed by the management and as and when necessary improvements are effected.

7. Discussion on financial performance with respect to operational performance

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and Generally Accepted Accounting Principles in India. Further, the financial performance during the year under reference has been impressive in terms of sales. Even though there has been a decent increase in the turnover, the volume of profits has also increased as compared to last year.

8. Material developments in human resources/industrial relations front, including number of people employed.

The Company had sufficient numbers of employees at its administrative office. The Company recognizes the importance of human value and ensures that proper encouragement both moral and financial is extended to employees to motivate them. The Company enjoyed excellent relationship with workers and staff during the last year.

9. Cautionary Statement

The statements in the "Management Discussion and Analysis Report" section describes the Company's objectives, projections, estimates, expectations and predictions, which may be "forward looking statements" within the meaning of the applicable laws and regulations. The annual results can differ materially from those expressed or implied, depending upon the economic and climatic conditions, Government policies and other incidental factors.

**For & on behalf of
Lorenzini Apparels Limited**

**Date: 31/08/2021
Place: Delhi**

**Sd/-
Sandeep Jain
Managing Director
DIN:02365790**

**Sd/-
Deepika Jain
Whole Time Director
DIN:02365797**



Independent Auditor's Report

To
The Members of Lorenzini Apparels Limited
Report on the Audit of the Financial Statements:

Opinion

We have audited the accompanying Financial Statements of Lorenzini Apparels Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss, the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021, the profit and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.



Key audit matters

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

| Sr. No. | Key Audit Matters |
|------------|--|
| 1 | <p>Revenue Recognition</p> <p>(refer Note 1 related to Revenue)</p> <p>We focused on this area as a key audit matter due to the risk of incorrect timing of revenue recognition and estimation related to recording the discount and rebates. According to the financial statement' accounting principles revenue is recognized at a point in time when the control of the goods is transferred to the customer according to delivery terms. Due to variation of contractual sales terms and practices across the market and the pressure, the management may feel to achieve performance targets, there is a risk of material error.</p> <p>Auditor's Response</p> <p>To address this risk of material misstatement relating to revenue recognition, our audit procedures included:</p> <ul style="list-style-type: none">- Assessing the compliance of company's revenue recognition policies with applicable accounting standards, including those related to discounts and rebates.- Assessing the revenue recognition processes on showroom and online sales.- Assessing the adequacy of relevant disclosures. |



2

Inventory Valuation
(refer Note 1 related to Revenue)

Inventory was considered as a key audit matters due to the size of the balance and because inventory valuation involves management judgment. According to company accounting policies inventory are measured at the lower of cost or net realizable value.

Auditors Response

- Assessing the compliance of the company's accounting policies over inventory with applicable accounting standard.
- Assessing the inventory valuation process on showroom.
- Assessing the analysis and assessment made by the management with respect to slow moving stock.

Other Information

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Financial Statements and our auditor's report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.



Management's Responsibility for the Financial Statements

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

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

The Board of Directors are 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:

1. 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.
2. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. 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.



5. Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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



Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.



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

i. The Company does not have any pending litigation which would impact its financial position.

ii. The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.

iii. There were no amount which was required to be transferred to the Investor Education and Protection Fund by the company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order .

**For Mittal & Associates
Chartered Accountants
FRN: 106456W**

Sourabh



**Sourabh Bagaria
Partner**

**M.No.:183850
UDIN:21183850AAAABV3145**

**Place: Mumbai
Date: 28th June, 2021**

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Lorenzini Apparels Limited of even date)

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

We have audited the internal financial controls over financial reporting of Lorenzini Apparels Limited ("the Company") as of 31st March, 2021 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 Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 respective 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 internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.



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

Meaning of Internal Financial Controls over Financial Reporting

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

Limitations of Internal Financial Controls over Financial Reporting

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



Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Mittal & Associates
Chartered Accountants
FRN: 106456W**



Sourabh

**Sourabh Bagaria
Partner**

M.No.:183850

UDIN:21183850AAAABV3145

**Place: Mumbai
Date: 28th June, 2021**

Annexure "B" to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Lorenzini Apparels Limited of even date)

- 1) In case of the Company's Fixed Assets:
 - (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
 - (b) The Fixed Assets have been physically verified by the management in a phased manner which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
 - (c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
- 2) The Company has a program of verification to cover all the items of inventories in a phased manner which, in our opinion, is reasonable having regard to the size of the Company. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- 3) The Company has not granted any loans, secured or unsecured to Companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (c) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted deposits during the year and does not have any unclaimed deposits as at 31st March, 2021 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.



6) We have broadly reviewed the books of accounts maintained by the Company in respect of products where pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under section 148(1) of the Act. We are of the opinion, that prima facie the prescribed accounts and records have been maintained by the Company. The contents of these accounts and records have not been examined by us.

7) a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has generally been regular in depositing undisputed statutory dues including Income-Tax, Goods and Services Tax and any other material statutory dues applicable to it with the appropriate authorities.

b) According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at 31st March, 2021 for a period of more than six months from the date on when they become payable.

c) According to the information and explanations given to us, there are no dues of income tax, duty of excise and service tax and value added tax have not been deposited with the appropriate authorities on account of any dispute.

| Nature of the Statute | Nature of the Dues | Due Amount | Period to which due relates | Forum where dispute is pending |
|-----------------------|--------------------|------------|-----------------------------|--------------------------------|
| Income Tax Act, 1961 | Income Tax | 2,25,117 | A.Y. 2009-10 | Assessing Office |
| Income Tax Act, 1961 | Income Tax | 91,730 | A.Y. 2013-14 | Assessing Office |

8) In our opinion and according to information and explanation given to us, the Company has not defaulted in repayment of Loans/Borrowings taken from Banks/Financial Institutions.

9) In our opinion, and according to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). The company has spent the amount, raised through term loans, for the purpose for which such loans were availed.

10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;



- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) 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. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) The company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934.

**For Mittal & Associates
Chartered Accountants
FRN: 106456W**



Sourabh

**Sourabh Bagaria
Partner**

M.No.:183850

UDIN:21183850AAAABV3145

**Place: Mumbai
Date: 28th June, 2021**

LORENZINI APPARELS LIMITED
Balance Sheet as at 31st March' 2021

| PARTICULRS | Note No. | As at 31st March' 2021 | As at 31st March' 2020 |
|--|----------|---------------------------|---------------------------|
| EQUITY AND LIABILITIES (Amount in Rs.) | | | |
| 1 Shareholders' funds | | | |
| (a) Share capital | 2 | 101,389,160 | 101,389,160 |
| (b) Reserves and surplus | 3 | 16,729,975 | 15,933,348 |
| 2 Share Application Pending Allotment | | | |
| 3 Non Current Liabilities | | | |
| (a) Long term borrowing | 4 | 40,110,716 | 34,915,920 |
| (b) Deferred tax liabilities (Net) | | - | - |
| 4 Current Liabilities | | | |
| (a) Trade payables | 5 | 59,080,935 | 76,159,206 |
| (b) Short Term Borrowing | 6 | 44,301,491 | 21,142,161 |
| (c) Other current liabilities | 7 | 12,231,825 | 15,035,329 |
| (d) Short Term Provision | 8 | 1,158,379 | 2,176,054 |
| TOTAL | | 275,002,480 | 266,751,177 |
| ASSETS | | | |
| 1 Non-current assets | | | |
| (a) Property, Plant & Equipment | 7 | | |
| (i) Tangible assets | | 21,433,718 | 20,262,194 |
| (ii) Intangible assets | | 1,585,665 | 1,973,196 |
| (b) Deferred tax assets (net) | 9 | 1,145,263 | 1,690,341 |
| (c) Non Current Investment- Shares | | 3,206,558 | 3,206,558 |
| (d) Long-term loans and advances | 10 | 8,650,039 | 6,592,274 |
| 2 Current assets | | | |
| (a) Trade receivables | 11 | 54,521,043 | 66,788,637 |
| (b) Inventories | 12 | 162,486,267 | 152,424,132 |
| (c) Cash and cash equivalents | 13 | 3,676,860 | 6,853,995 |
| (d) Short-term loans and advances | 14 | 16,999,560 | 5,576,819 |
| (e) Other Current Assets | 15 | 1,297,507 | 1,383,030 |
| TOTAL | | 275,002,480 | 266,751,177 |
| Significant Accounting Policies and Notes to Accounts | | 1 to 32 | |

Significant Accounting Policies and Notes referred to above form an integral part of the Balance Sheet
As per our report of even date attached

For Mittal & Associates
Chartered Accountants
FRN :106456W

Sourabh
Sourabh Bagaria
Partner
M. No. 183850
UDIN:21183850AAAABV3145



Date : 28/06/2021
Place : Delhi

For and on behalf of the Board of Directors
For Lorenzini Apparels Ltd. For Lorenzini Apparels Ltd

Sandeep Jain
Sandeep Jain
Managing Director
Din - 02365790

Deepika Jain
Deepika Jain
Whole time Director
Din - 02365797

Director

JP Sharma
JP Sharma
Company Secretary

Deepika Jain
Deepika Jain
CFO

LORENZINI APPARELS LIMITED

Statement of Profit & Loss for the Year ended 31st March' 2021

| PARTICULRS | Note | 2020-21 | 2019-2020 |
|---|------|--------------------|--------------------|
| | | (Amount in Rs.) | |
| I. Revenue From Operations | 16 | 254,922,542 | 355,768,761 |
| II. Other Income | 17 | 91,953 | 1,069,620 |
| Total Revenue | | 255,014,495 | 356,838,381 |
| EXPENSES | | | |
| III. Cost of Goods Sold | 18 | 12,268,483 | 30,544,407 |
| IV. Purchase of Stock | 19 | 166,315,096 | 234,453,879 |
| V. Change In Inventory | 20 | -2,404,526 | (8,547,011) |
| VI. Employee Benefits Expense | 21 | 13,189,003 | 10,204,465 |
| VII. Finance Costs | 22 | 5,494,785 | 4,407,552 |
| VIII. Depreciation and Amortization Expense | 7 | 4,812,603 | 3,589,610 |
| IX. Other Expenses | 23 | 52,776,764 | 75,333,497 |
| Total expenses | | 252,452,209 | 349,986,398 |
| X. Profit/(Loss) Before Tax | | 2,562,286 | 6,851,983 |
| XI. Tax Expense: | | | |
| 'Deferred Tax Expenses/(Income) | | 545,078 | 688,623 |
| Tax of Previous Year | | 62,166 | 303,587 |
| Current Tax | | 1,158,415 | 2,176,090 |
| XII. Profit/ (Loss) For The Period | | 796,627 | 3,683,683 |
| XIII. Earnings per equity share: | 29 | | |
| (1) Basic | | 0.08 | 0.36 |
| (2) Diluted | | 0.08 | 0.36 |

Significant Accounting Policies and Notes to Accounts

1 to 32

Significant Accounting Policies and Notes referred to above form an integral part of the Statement of Profit & Loss

As per our report of even date attached

For Mittal & Associates

For and on behalf of the Board of Directors

Chartered Accountants

FRN :106456W

For Lorenzini Apparels Ltd.

For Lorenzini Apparels Ltd.

Sourabh



Sourabh Bagaria

Partner

M. No. 183850

UDIN:21183850AAAABV3145

Sandeep Jain

Director

Sandeep Jain

Managing Director

Din - 02365790

Jai Prakash

JP Sharma

Company Secretary

Deepika Jain

Director

Deepika Jain

Whole time Director

Din - 02365797

Deepika Jain

Deepika Jain

CFO

Date : 28/06/2021

Place : Delhi

LORENZINI APPARELS LIMITED
Cash Flow Statement for the Year ended 31st March' 2021

(Amount in Rs.)

| Particulars | 2020-21 | 2019-20 |
|---|-------------------|-------------------|
| CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net Profit (Loss) before tax (As per Profit & Loss Account) | 2,562,286 | 6,851,983 |
| Adjustments for:- | | |
| Depreciation | 4,812,603 | 3,589,610 |
| (Profit)/Loss on sale of Asset | -11,432 | - |
| Interest Income on FD | -43,270 | - |
| Interest & Finance Charges | 5,494,785 | 4,407,552 |
| Operating profit(loss) before working capital changes | 12,814,973 | 14,849,145 |
| Adjustments for:- | | |
| (Decrease)/Increase in Other Current Liabilities | | |
| Trade Payable | -17,078,272 | 15,156,912 |
| Other Current Liabilities | -2,803,505 | 8,384,730 |
| Short Term Provision | -1,017,675 | -454,505 |
| Short Term Borrowing | 23,159,330 | 7,780,863 |
| Decrease/(Increase) in Other Current Assets | | |
| Trade Receivables | 12,267,594 | -19,731,177 |
| Inventory | -10,062,135 | -20,119,116 |
| Other Current Assets | 85,523 | -758,533 |
| Loans & Advance | -13,480,505 | -1,703,513 |
| Cash Generated from Operation | 3,885,329 | 3,404,806 |
| Less :Tax Paid/Payable | -1,220,581 | -2,479,677 |
| Net Cash Flow from Operating Activities (a) | 2,664,748 | 925,129 |
| CASH FLOW FROM INVESTING ACTIVITIES: | | |
| Purchase of Fixed Assets | -5,596,596 | -8,793,440 |
| (Increase)/ Decrease in Non Current Investment | - | -206,558 |
| Interest Income on FD | 43,270 | - |
| (Profit)/Loss on sale of Asset | 11,432 | - |
| Net Cash Flow from investing Activities (b) | -5,541,894 | -8,999,998 |
| CASH FLOW FROM FINANCING ACTIVITIES: | | |
| Interest & Finance Charges | -5,494,785 | -4,407,552 |
| Increase/ (Decrease) in Long Term Borrowing | 9,148,262 | 5,201,693 |
| Increase/ (Decrease) in Other Long Term Liabilities | -3,953,466 | 10,767,437 |
| Net Cash Flow from Financing Activities (c) | -299,989 | 11,561,577 |
| Net Increase in Cash and Equivalents (a+b+c) | -3,177,135 | 3,486,708 |
| Opening Cash And Cash Equivalents | 6,853,995 | 3,367,287 |
| Closing Cash And Cash Equivalents | 3,676,860 | 6,853,995 |

Significant Accounting Policies and Notes referred to above form an integral part of the Balance Sheet As per our report of even date attached

For Mittal & Associates
Chartered Accountants
FRN :106456W

Sourabh
Sourabh Bagaria
Partner
M. No. 183850
UDIN:21183850AAAABV3145



Date : 28/06/2021
Place : Delhi

For and on behalf of the Board of Directors
For Lorenzini Apparels Ltd. Lorenzini Apparels Ltd.

Sandeep Jain
Sandeep Jain
Director
Din - 02365790

Deepika Jain
Deepika Jain
Whole time Director
Din - 02365797

Director

JP Sharma
JP Sharma
Company Secretary

Deepika Jain
Deepika Jain
CFO

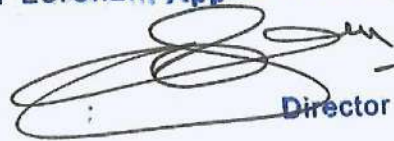
LORENZINI APPARELS LIMITED

SCHEDULE OF FIXED ASSETS ATTACHED TO AND FORMING PART TO THE BALANCE SHEET AS ON 31ST MARCH 2021

Note-07

| PARTICULARS | GROSS BLOCK | | | | DEPRECIATION BLOCK | | | | NET BLOCK | |
|--------------------------------|----------------------|---------------------------------|---------------|---------------------------|---------------------|------------------------------|---------------|---------------------------|----------------------------|--------------------------|
| | AS ON 01.04.2020 | ADDITIONS DURING THE YEAR | SALES/ ADJ | TOTAL AS ON 31.03.2021 | AS ON 01.04.2020 | DEPRECIATION FOR THE YEAR | SALES/ ADJ | TOTAL AS ON 31.03.2021 | W.D.V. AS ON 31.03.2021 | W.D.V. AS ON 31.03.20 |
| TANGIBLE ASSETS | | | | | | | | | | |
| (A) Plant & Machinery | 221,500 | - | - | 221,500 | 99,537 | 22,086.00 | - | 121,623 | 99,877 | 121,963 |
| (B) Computers and Data | 3,668,487 | 80,150 | - | 3,748,637 | 3,483,673 | 87,189.00 | - | 3,570,862 | 177,774.36 | 184,813 |
| Processing Units | | | | | | | | | | |
| (C) Office Equipments | 3,791,973 | 1,540,817 | - | 5,332,790 | 3,350,350 | 317,056.00 | - | 3,667,406 | 1,665,383.72 | 441,622 |
| (D) Furniture and Fixtures | 8,646,072 | 3,863,197 | - | 12,509,268 | 5,555,076 | 1,080,264.00 | - | 6,635,340 | 5,873,928 | 3,090,996 |
| (E) Motor Vehicles | 7,979,953 | - | 67,568 | 7,912,385 | 2,926,176 | 1,566,862.00 | - | 4,493,038 | 3,419,346 | 5,053,777 |
| (F) Buildings | 15,530,677 | - | - | 15,530,677 | 4,161,654 | 1,171,614.00 | - | 5,333,268 | 10,197,409 | 11,369,023 |
| TOTAL (A) | 39,838,662 | 5,484,164 | 67,568 | 45,255,257 | 19,576,468 | 4,245,071.00 | - | 23,821,539 | 21,433,718 | 20,262,194 |
| | | | | | | | | | | |
| INTANGIBLE ASSETS | | | | | | | | | | |
| (F) Intangible Assets | 2,280,000 | 180,000 | - | 2,460,000 | 306,803 | 567,532 | - | 874,335 | 1,585,665 | 1,973,197 |
| TOTAL (B) | 2,280,000 | 180,000 | - | 2,460,000 | 306,803 | 567,532 | - | 874,335 | 1,585,665 | 1,973,197 |
| GRAND TOTAL (A+B) (Rs.) | 42,118,661.57 | 5,664,164 | 67,568 | 47,715,257 | 19,883,271 | 4,812,603 | - | 24,695,874 | 23,019,383 | 22,235,391 |
| PREVIOUS YEAR (Rs) | 33,343,222 | 8,793,440 | - | 42,136,662 | 16,311,660 | 3,589,610 | - | 19,901,270 | 22,235,391 | 17,031,562 |

For Lorenzini Apparels Ltd.


Director

For Lorenzini Apparels Limited

For Lorenzini Apparels Ltd.

Sandeep Jain
Director
Din - 02365790


Director



1 SIGNIFICANT ACCOUNTING POLICIES**1.1 Accounting Convention**

The accompanying financial statements are prepared in accordance with Generally Accepted Accounting Principles in India ("GAAP"), under the historical cost convention, on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under section 133 of the companies act, 2013 ("The Act"), read with Rule 7 of Companies (Accounts), Rule 2014, the provisions of the Act (to the extent notified).

1.2 Use of Estimates

The presentation of financial statements in conformity with general accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenue and expenses during the reported period. Differences between the actual result and estimates are recognized in the period in which the results are known / materialized.

1.3 a) Fixed Assets

Fixed Assets are stated at their original cost including freight, duties, taxes and other incidental expenses relating to acquisition and installation.

1.4 Depreciation

Depreciation on assets is provided on WDV method over the useful life of assets as prescribed in Schedule II of the Companies Act 2013. Depreciation for assets purchased / sold during a period is proportionally charged. Intangible assets are amortised over there estimated useful life on WDV method.

1.5 Impairment Of Assets

At each balance sheet date, the Company assesses whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognised in the profit and loss account to the extent the carrying amount exceeds recoverable amount.

1.6 Provisions And Contingencies

A Provision is recognized when Company has a present obligation as a result of a past event And it is probable that an out flow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on management estimate required to settle the obligation at balance sheet date. A disclosure by way of contingent liability is made when there is possible obligation or a present obligation that may, but probably will not, require outflow of resources. Where there is possible obligation or a present obligation that likelihood of outflow of resources is remote, no provision or disclosure is made. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimate.

1.7 Revenue Recognition

- a) Revenue from the Sale transactions is recognized as and when invoice issued.
- b) All the Income & Expenditure having a material bearing on the financial statements are recognized on accrual basis.

1.8 Transactions in Foreign Currency**a) Initial Opeartions**

Foreign Currency transactions are recorded in the reporting currency by applying to the foreign currency amount the Exchange Rate between the reporting currency and the foreign currency at the date of the transaction.

b) Conversion

Foreign Currency monetary items are reported using the closing rate. Non-monetary items, Other than Fixed Assets, which are carried in terms of historical cost denominated in the Foreign Currency, are reported using the exchange rate at the date of the transaction.

c) Exchange Operations

Exchange difference arising on the settlement of monetary items or on reporting company's monetary items at rates different from those at which they were initially recorded during the year, or reported in the previous financial statements are recognized as income or as expense in the year in which they arise, except those arising from investment in non integral operations.

1.9 Taxation

- a) Provisions for current tax is made after taking into consideration benefits admissible under the provision of Income Tax Act 1961.
- b) Deferred Tax resulting from "timing differences" between book and taxable profit is accounted for using the tax rates and law that have been enacted or substantively enacted as on Balance Sheet date. The deferred tax asset like unabsorbed depreciation and carry forward Losses under taxation laws is recognized only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred Tax Assets are reviewed at each Balance sheet date and written down or written up to reflect the amount that is virtually/reasonably certain (as the case may be) to be realized.

1.10 Employee Benefits

- a) Short-term employee benefits are recognized as an expense at the undiscounted amount in the profit & loss account of the year in which the related service is rendered.
- b) The Provisions of Employees Provident Fund applicable to the company as the company have minimum required number of employees during the financial year and registration under the relevant Act has been obtained.
- c) The provisions of Employeee state insurance act is applicable to the company , registration under the relevant Act has been obtained.
- d) Provision of gratuity has been made during the years for those employees who have completed/near to completion of 5 years of service with the organisation. The provision is covered under non funded gratuity scheme.
- e) Provision of leave Encashment and bonus are applicable and applied as per the requirement of statute.

1.11 Prior Period Adjustment, Extra Ordinary Items and Changes in Accounting Policy

Prior period adjustment, extra-ordinary items and changes in Accounting Policies having material impact on the financial affairs of the Company are disclosed.

1.12 Earning Per Share

- a) The Company's Earnings per Share ('EPS') is determined based on the net profit attributable to the shareholders' of the Company.
- b) Basic earnings per share is calculated by dividing the profit from continuing operations and total profit, both attributable to equity shareholders of the company by the weighted average number of equity shares outstanding during the period.
- c) Diluted earnings per share is computed using the weighted average number of common and dilutive shares outstanding during the year including share based payments, except where the result would be anti-dilutive.



NOTES TO ACCOUNTS

(Amount in Rs.)

2
2.1

| Share Capital | As at 31st March' 2021 | | As at 31st March' 2020 | |
|---------------------------------|------------------------|--------------------|------------------------|----------------------|
| | Number | Amount | Number | Amount |
| Authorised | | | | |
| Equity Shares of Rs.10 each | | | | |
| -with voing right | 10,200,000 | 102,000,000 | 10,200,000 | 102,000,000 |
| | 10,200,000 | 102,000,000 | 10,200,000 | 102,000,000 |
| Issued | | | | |
| Equity Shares of Rs.10 each | | | | |
| -with voing right | 10,138,916 | 101,389,160 | 10,138,916 | 1,013,891,600 |
| | 10,138,916 | 101,389,160 | 10,138,916 | 1,013,891,600 |
| Subscribed & Paid up | | | | |
| Equity Shares of Rs.10 each | | | | |
| -with voing right | 10,138,916 | 101,389,160 | 10,138,916 | 101,389,160 |
| | 10,138,916 | 101,389,160 | 10,138,916 | 101,389,160 |

2.2

- Terms and rights attached to equity shares**
- The Company has only one class of equity shares referred to as equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share.
 - The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.
 - In the event of liquidation of the company, the holders of equity share will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

2.3

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

| Particulars | As at 31st March' 2021 | | As at 31st March' 2020 | |
|---|------------------------|-------------|------------------------|-------------|
| | Number | Amount | Number | Amount |
| Shares outstanding at the beginning of the year | 10,138,916 | 101,389,160 | 10,138,916 | 101,389,160 |
| Add: Issued During the Year | - | - | - | - |
| Shares outstanding at the end of the year | 10,138,916 | 101,389,160 | 10,138,916 | 101,389,160 |

2.6

***Disclosure of Equity shares in the company held by each shareholder holding more than 5%**

| Name of Shareholder | As at 31st March' 2021 | | As at 31st March' 2020 | |
|---------------------|---------------------------|--------------|---------------------------|--------------|
| | No. of Equity Shares held | % of Holding | No. of Equity Shares held | % of Holding |
| Sandeep Jain | 5,058,761 | 49.89% | 5,058,761 | 49.89% |
| Deepika Jain | 609,505 | 6.01% | 609,505 | 6.01% |
| Total | 5,668,266 | 55.90% | 5,668,266 | 55.90% |



3

| (Amount in Rs.) | | |
|--|---------------------------|------------------------|
| Reserves & Surplus | As at 31st March' 2021 | As at 31st March' 2020 |
| | Amount | Amount |
| (A) Security Premium | | |
| Opening Balance | 1,335,926 | |
| Add: Received During the Year | - | |
| Closing Balance | 1,335,926 | 1,335,926 |
| (B) Profit and Loss | | |
| Opening Balance -Profit / (Loss) (as per last Balance Sheet) | 14,597,421 | 10,913,738 |
| Add- Net Profit / (Loss) For the current year | 796,627 | 3,683,683 |
| Closing Balance | 16,729,975 | 15,933,348 |

4

| (Amount in Rs.) | | |
|----------------------------|---------------------------|------------------------|
| Long term Borrowing | As at 31st March' 2021 | As at 31st March' 2020 |
| | Amount | Amount |
| Secured Loan | | |
| - *From bank | 3570796.00 | 5282785.00 |
| - *From NBFC | 2531303.92 | 3617516.98 |
| Un Secured Loan | | |
| -From Bank | 2174610.00 | 3329873.58 |
| ** Security Deposit | 31,834,006 | 22,685,744 |
| Total | 40,110,716 | 34,915,920 |

* Secured by hypothecation of Building-Shop 104, Plot 2, Sector 25, Block I, Noida and personal guarantee of Directors, carrying interest rate @ 10.90% p.a.

** Refundable , non interest bearable Security Deposit Taken from different business partners located at different part of the country on long term basis.

5

| (Amount in Rs.) | | |
|---------------------------------------|---------------------------|------------------------|
| Trade Payables | As at 31st March' 2021 | As at 31st March' 2020 |
| | Amount | Amount |
| Trade Payables | | |
| Micro and Small Enterprise | 7,047,573 | 788,661 |
| Other than Micro and Small Enterprise | 52,033,361 | 75,370,546 |
| Total | 59,080,935 | 76,159,206 |

6

| (Amount in Rs.) | | |
|---------------------------------|---------------------------|------------------------|
| Short Term Borrowing | As at 31st March' 2021 | As at 31st March' 2020 |
| | Amount | Amount |
| Loan repayable on Demand | | |
| From Bank | 44,301,491 | 21,142,161 |
| Total | 44,301,491 | 21,142,161 |



(Amount in Rs.)

| Other Current Liabilities | As at 31st | As at 31st March' 2020 |
|--|-------------------|------------------------|
| | March' 2021 | Amount |
| Current Maturity of Long Term borrowing | | |
| BMW FINANCIAL SERVICES | 992,993 | 579,235 |
| SBI LOAN 39361878736 - AUTOMATIC LOAN | 1,360,000 | 1,600,000 |
| IDFC FIRST BANK (33727767) | 2,648,647 | 1,488,264 |
| Remuneration Payable to Directors | 10,374 | 742,181 |
| Others -Non Trade Payables | | |
| Others -Non Trade Payables | 6,333,181 | 10,762,037 |
| Others -Govt dues- Taxes | | |
| Tds Payable | 231,869 | 317,789 |
| Sales Tax Payable | -844,784 | -1,345,483 |
| Others -Govt dues | 70,616 | 49,853 |
| Employer EPF | 62064 | |
| Employer ESIC | 8552 | |
| Advance From Customers | 193,293 | - |
| Employees & Worker | | |
| Others -Non Trade Payables-Due to staff | 1,235,636 | 841,453 |
| Total | 12,231,825 | 15,035,329 |

(Amount in Rs.)

| Short Term Provision | As at 31st | As at 31st March' 2020 |
|---|------------------|------------------------|
| | March' 2021 | Amount |
| Provision for Taxation (Net off Taxes) | 1,158,379 | 2,176,054 |
| Total | 1,158,379 | 2,176,054 |

(Amount in Rs.)

| Deffered Tax | As at 31st | As at 31st March' 2020 |
|---------------------|------------------|------------------------|
| | March' 2021 | Amount |
| Deffered Tax Assets | 1,145,263 | 1,690,341 |
| Total | 1,145,263 | 1,690,341 |

The movement of Deferred Tax recognized is given below.

| Timing Differences on account of | For the year ended 31st March, 2021 | | For the year ended 31 March 2020 | |
|----------------------------------|-------------------------------------|--------------|----------------------------------|--------------|
| | Deferred Tax | Deferred Tax | Deferred Tax | Deferred Tax |
| | Assets | Liability | Assets | Liability |
| Depreciation on Fixed Assets | 1,145,263 | | 1,690,341 | |
| Net Deferred Tax Assets | 1,145,263 | | 1,690,341 | |



(Amount in Rs.)

| 10 | Long Term Loans and Advances | As at 31st | As at 31st March' 2020 |
|-----------------------------------|------------------------------|------------------|------------------------|
| | | March' 2021 | |
| | | Amount | Amount |
| Unsecured- Considered Good | | | |
| (Unless Otherwise Stated) | | | |
| Security Deposit | | | |
| | -Unsecured, considered good | 7,931,909 | 5,914,395 |
| | -Fixed Deposits | 718,130 | 677,879 |
| | Total | 8,650,039 | 6,592,274 |

(Amount in Rs.)

| 11 | Trade Receivables | As at 31st | As at 31st March' 2020 |
|------------------------------------|----------------------|-------------------|------------------------|
| | | March' 2021 | |
| | | Amount | Amount |
| Unsecured Considered Good | | | |
| (Unless Otherwise Stated) | | | |
| Considered Good | | | |
| | Exceeding Six months | 7,913,431 | 5,360,233 |
| | Others | 46,607,612 | 61,428,404 |
| Doubtful debts | | | |
| Less: Provision for doubtful debts | | | |
| | Total | 54,521,043 | 66,788,637 |

(Amount in Rs.)

| 12 | Inventories | As at 31st | As at 31st March' 2020 |
|----|----------------|--------------------|------------------------|
| | | March' 2021 | |
| | | Amount | Amount |
| | Raw Materials | 39,092,521 | 31,434,913 |
| | Finished Goods | 123,393,745 | 120,989,219 |
| | Total | 162,486,267 | 152,424,132 |

(Amount in Rs.)

| 13 | Cash and Bank balances | As at 31st | As at 31st March' 2020 |
|----------------------------------|------------------------|------------------|------------------------|
| | | March' 2021 | |
| | | Amount | Amount |
| Cash and cash equivalents | | | |
| | Balances with banks | - | 320,418 |
| | Cash In Hand | 3,676,860 | 6,533,578 |
| | Total | 3,676,860 | 6,853,995 |

(Amount in Rs.)

| 14 | Short-term loans and advances | As at 31st | As at 31st March' 2020 |
|----------------------------------|-------------------------------|-------------------|------------------------|
| | | March' 2021 | |
| | | Amount | Amount |
| Unsecured Considered Good | | | |
| (Unless Otherwise Stated) | | | |
| Others | | | |
| | Advance to Creditors | 16,999,560 | 5,576,819 |
| | Total | 16,999,560 | 5,576,819 |



| (Amount in Rs.) | | |
|-----------------------------|---------------------------|------------------------|
| 15 Other Current Assets | As at 31st March' 2021 | As at 31st March' 2020 |
| | Amount | Amount |
| Advance to Staff | 774,242 | 1,117,745 |
| Prepaid Expenses | 196,774 | 108,926 |
| Advance Tax | 193,510 | 47,215 |
| Tds receivable from Parties | 132,981 | 109,144 |
| Total | 1,297,507 | 1,383,030 |

| (Amount in Rs.) | | |
|----------------------------------|--------------------|--------------------|
| 16 Revenue from operations | Current Year | Previous Year |
| | Amount | Amount |
| Sale of Goods Less Return | | |
| Total Sales | 254,922,542 | 355,768,761 |
| Less- Inter Branch Transfer | - | - |
| Total (A+B) | 254,922,542 | 355,768,761 |

| (Amount in Rs.) | | |
|--------------------------------------|------------------|------------------|
| 17 Other Income | Current Year | Previous Year |
| | Amount | Amount |
| Interest Income - FD | 43,270 | 46,142 |
| Gain/ (Loss) on sale of Fixed Assets | 11,432 | - |
| Miscellaneous Income | 37,252 | 1,023,478 |
| Total | 91,953.34 | 1,069,620 |

| (Amount in Rs.) | | |
|-------------------------------------|-------------------|-------------------|
| 18 Cost of Materials Consumed | Current Year | Previous Year |
| | Amount | Amount |
| Opening Stock of Raw Material | 31,434,913 | 19,862,808 |
| Wages | - | - |
| Worker Bonus | - | - |
| Leave Encashment | - | - |
| Factory Expenses | - | - |
| Frieght Inward | - | - |
| Späre and Consumables | - | - |
| Job Work Expenses | - | - |
| Purchase of Material | 19,926,092 | 42,116,512 |
| | 51,361,005 | 61,979,320 |
| Less- Inter Branch | - | - |
| Less- Closing Stock of Raw Material | 39,092,521 | 31,434,913 |
| Total | 12,268,483 | 30,544,407 |

| (Amount in Rs.) | | |
|--|--------------------|--------------------|
| 19 Purchase | Current Year | Previous Year |
| | Amount | Amount |
| Purchases (Including Consumables Stores) | 166,315,096 | 234,453,879 |
| Total | 166,315,096 | 234,453,879 |



20

| | | (Amount in Rs.) | |
|---|--------------------------------|-------------------|-------------------|
| Change In Inventory | | Current Year | Previous Year |
| | | Amount | Amount |
| Inventories at the end of the year | | | |
| Finished Goods | | 123,393,745 | 120,989,219 |
| Inventories at the Beginning of the year | | | |
| Finished Goods | | 120,989,219 | 112,442,208 |
| Total | (Increase In Inventory) | -2,404,526 | -8,547,011 |

21

| | | (Amount in Rs.) | |
|--|--|-------------------|-------------------|
| Employee Benefit Expenses | | Current Year | Previous Year |
| | | Amount | Amount |
| Salaries and incentives | | 10,732,632 | 6,854,485 |
| Bonus | | - | 216,361 |
| Leave Encashment | | 138,081 | 138,967 |
| Overtime | | 664,124 | 256,883 |
| Employer Contribution to Statutory Funds | | 294,714 | 302,272 |
| Director's Remuneration | | 1,000,000 | 1,200,000 |
| Gratuity | | - | - |
| Staff welfare expenses | | 359,452 | 1,235,497 |
| Total | | 13,189,003 | 10,204,465 |

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| | | (Amount in Rs.) | |
|----------------------------------|---------|------------------|------------------|
| Financial Expenses | | Current Year | Previous Year |
| | | Amount | Amount |
| Interest on Borrowings | | 5,138,088 | 3,067,294 |
| Interest on Statutory Dues | | 356,697 | 1,119,487 |
| INTT. & FINANCIAL CHARGES | | - | - |
| INTT. ON TDS. | 15,688 | - | - |
| INTT. ON INCOME TAX | 341,009 | - | - |
| INT & PENALTY ESI & PF | | - | - |
| INTT. ON GST | | - | - |
| PENALTY ON TDS | | - | - |
| Others Financial Expenses | | | |
| Foreclosure Charges | | - | 220,771 |
| Total | | 5,494,785 | 4,407,552 |



(Amount in Rs.)

| Other Expenses | Current Year | Previous Year |
|------------------------------|-------------------|-------------------|
| | Amount | Amount |
| Fabrication/Job Charges | 5,166,267 | 5,175,281 |
| Printing & Stationery | 214,862 | 766,994 |
| Postage & Courier | 669,903 | 342,391 |
| Audit Fees | 120,000 | 120,000 |
| Show Room Expenses | 24,405 | 80,000 |
| Commission | 18,826,824 | 18,432,018 |
| Business Promotion | 849,594 | 863,553 |
| Conveyance Expenses | 773,675 | 1,287,068 |
| Telephone Expenses | 152,635 | 83,386 |
| Power, Electricity & Fuel | 1,734,061 | 1,903,811 |
| Travelling Expenses | 1,208,210 | 713,565 |
| Credit Card Machine Charges | 410,532 | 643,527 |
| Vehicle Running Expenses | 186,303 | 259,578 |
| Rent | 12,771,820 | 18,639,548 |
| Repair & Maintenance | 779,739 | 1,956,570 |
| Advertising Expenses | 2,454,044 | 1,685,004 |
| Carriage Outward | 920,986 | 851,042 |
| Packing Material | 715,877 | 919,082 |
| Sampling Expenses | 692,963 | 657,420 |
| Insurance Charges | 165,886 | 453,766 |
| General Expenses | 138,836 | 328,021 |
| Mall Maintenance Charges | 2,474,261 | 2,810,092 |
| Professional Expenses | 1,386,183 | 2,057,702 |
| Security Exp | 304,836 | 304,165 |
| Software maintenance charges | 117,338 | 147,472 |
| Processing Fees | 241,450 | 117,643 |
| Rebate & Discount | -2,172,157 | 6,088,263 |
| Bank Charges | 151,561 | 320,729 |
| Internship Expenses | 187,075 | 397,232 |
| Loan Guarantee Fees | 505,542 | 674,559 |
| Bad Debts | 120,564 | 6,180,873 |
| Consumable | 32,140 | 73,140 |
| Stamp Duty Charges | 450,548 | - |
| Total | 52,776,764 | 75,333,497 |

****Auditors' Remuneration**

| Particulars | Current Year | Previous Year |
|----------------------------|----------------|----------------|
| Audit Fee | 120,000 | 120,000 |
| Taxation And other Matters | - | - |
| Total | 120,000 | 120,000 |

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Contingent Liabilities

- a) Claims against the company not acknowledged as debts - NIL
b) Estimated value of contracts on capital account, (excluding capital advances), remaining to be executed and not provided for- NIL
c) Disputed demand relating to Income tax Rs. 3,16,847

25

Balances of Sundry Receivables/Debtors and Sundry Payables/ creditors are subject to confirmation.

26

Cash balance as at 31st March 2020 is verified and confirmed by the management.



27

In the opinion of the board, the Current assets, Loans and Advances have a value on the realization in the ordinary course of business at least equal to the amount at which they are stated in the balance sheet.

(Amount in Rs.)

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| | Current Year Amount | Previous Year Amount |
|------------------------------------|------------------------|-------------------------|
| a) Expenditure in Foreign Currency | - | - |
| b) Earnings in Foreign Currency | - | - |

29

Earnings per Share

(Amount in Rs.)

| Particulars | Current Year | Previous year |
|---|--------------|---------------|
| Profit attributable to equity holders for Basic EPS | 796,627 | 3,683,683 |
| Total No. Of Equity Shares as at 31st March | 10,138,916 | 10,138,916 |
| Weighted Average number of Equity Shares for basic EPS (No's) | 10,138,916 | 10,138,916 |
| Earnings Per Share - Basic (Rs) | 0.08 | 0.36 |
| Diluted Earnings Per Share - Diluted (Rs) | 0.08 | 0.36 |

* The weighted average number of shares takes into account the weighted average effect of changes in equity share transactions during the year.

30

Related parties as identified by the management are classified as:

| Description of relationship | Name of Parties |
|--|-------------------------------------|
| Key Management Personnel | |
| Director | 1) Sandeep Jain |
| Director | 2) Deepika Jain |
| Relatives of KMP | |
| | 1) Vijay Kumar Jain |
| | 2) Praveen Jain |
| Entity in which KMP/ Relative of KMP can Exercise significant influence | |
| | 1) sandeep jain (HUF) |
| | 2) Invern Lifestyle Private Limited |

Transactions with Related Parties

| Name of Related Party | Key Management Personnel | Relatives of KMP /Entity in which KMP/ Relative of KMP can Exercise significant influence | Current Year | | Previous Year | |
|-------------------------------------|--------------------------|---|------------------|--|------------------|--|
| | | | Amount in Rupees | | Amount in Rupees | |
| Remuneration Paid | 1,000,000 | - | 1,200,000 | | | |
| 1) Sandeep Jain | 500,000 | | 600,000 | | | |
| 2) Deepika Jain | 500,000 | | 600,000 | | | |
| Receivable | 34,875 | | 34,875 | | | |
| 1) Invern Lifestyle Private Limited | 34,875 | | 34,875 | | | |
| Sale | - | | 99,757 | | | |
| 1) Invern Lifestyle Private Limited | - | | 99,757 | | | |
| Opening Balance of Loan | - | | 495,000 | | | |
| 1) Sandeep Jain (HUF) | - | | 495,000 | | | |
| Loan Taken During The year | 2,750,000 | | 100,000 | | | |
| 1) Sandeep Jain (HUF) | 2,750,000 | | 100,000 | | | |
| Loan Repaid During The year | 2,750,000 | | 595,000 | | | |
| 1) Sandeep Jain (HUF) | 2,750,000 | | 595,000 | | | |
| Unsecured Loan O/S | | | | | | |
| 1) Sandeep Jain (HUF) | | | | | | |
| 2) Deepika Jain | | | | | | |
| Salary Payables | 10,374 | | 742,181 | | | |
| 1) Sandeep Jain | -19,627 | | 33,766 | | | |
| 2) Deepika Jain | 30,000 | | 708,415 | | | |



31

Disclosure as per Micro, Small and Medium Enterprises Development Act,2006 (MSMED)

Amount due to entities covered under Micro, Small and Medium Enterprises as defined in the Micro, Small, Medium Enterprises Development Act, 2006, have been identified on the basis of information available with the Company. There was no amount due to any such entities which needs to be disclosed as no such details has been provided by such SME entities to the company.

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Previous year figures has been reclassified and regrouped as per requirement.

