

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



39TH ANNUAL GENERAL MEETING

Date : 15th December, 2020
Day : Tuesday
Time : 12.30 p.m.
Place : **Registered Office :**
Bajwa Chhani Road,
Behind G. S. F. C. Complex,
Vadodara - 391 310.

REGISTRAR & SHARE TRANSFER AGENTS :

LINK INTIMEINDIA PRIVATE LIMITED
C-101, 247 PARK, LBS MARG,
VIKHROLI (WEST), MUMBAI - 400083.
TEL.: 022-49186000 / 022-49186060
EMAIL : rnet.helpdesk@linkintime.co.in

BOARD OF DIRECTORS

SMT. RANAK M. BHUVA
SHRI NITIN SHAH
SHRI SURENDRAB. PATEL
SHRI MEHOOL N. BHUVA (CEO)

AUDITORS

M/S. SHAH, SHAH & SHAH

REGISTERED OFFICE :

BAJWA CHHANI ROAD,
BEHIND G. S. F. C. COMPLEX,
VADODARA - 391 310.
(GUJARAT)

ADMINISTRATIVE OFFICE

MAKER BHAVAN NO. 2,
18, NEW MARINE LINES,
MUMBAI - 400 020.

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTICE

NOTICE is hereby given that the 39th Annual General Meeting of the Members of **Indu Nissan Oxo Chemical Industries Limited** will be held **Tuesday day, 15th December, 2020** at 12.30 PM (IST) At register office of the company at Bajwa-Chhani Road, Behind G.S.F.C Compound, Vadodara -391310, Gujarat, to transact the following businesses:-

ORDINARY BUSINESS:

1. Adoption of Financial Statements:

To receive, consider and adopt the Standalone Audited Financial Statement of the Company for the financial year ended March 31, 2020 together with the Report of the Board of Directors and Auditor's thereon.

2. Appointment of Mrs. RanakBhuva as director liable to retire by rotation

To appoint a Director in place of **Mrs. RanakBhuva (DIN: 06958910)**, who retires by rotation and being eligible, offers herself for re-appointment.

3. Appointment of M/s APMH & Associates, LLP, Chartered Accountants, as the Statutory Auditors of the Company

To consider and approve the appointment of Statutory Auditors of the Company to hold office for a period of Five years until the conclusion of the 44th Annual General Meeting and to fix their remuneration and to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT, in accordance with the provisions of Sections 139 and 142 of the Companies Act, 2013, **M/s APMH & Associates, LLP, Chartered Accountants (Firm Registration No. 102699W/W100142)**, be and are hereby appointed as the Statutory Auditors of the Company (*in place of M/s. Shah, Shah & Shah, Chartered Accountants, whose term has expired in this Annual General Meeting*) from the conclusion of this Annual General Meeting to hold such office for a period of five years till the conclusion of the 44th Annual General Meeting, to conduct the audit for at a remuneration as to be decided by the Board of Directors and payable in one or more installments plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred."

SPECIAL BUSINESS

4. Consider alteration/amendments of the Memorandum of Association of the Company

To consider and if thought fit, to pass the following resolution, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereon (including any re-enactment(s) and modification(s) thereof for time being in force), or any other applicable law(s), regulation(s), guideline(s), and subject to the approvals, consents, sanctions and permissions of the Central Government/appropriate regulatory and statutory authorities, the consent of the shareholders of the Company be and is hereby accorded for adoption of new set of Memorandum of Association of the Company ("MOA") in accordance with Table A of Schedule I of the Companies Act 2013, effecting the following modifications and amendments in the existing MOA:-

- By deleting of heading of existing Clause III A, "MAIN OBJECT TO BE PURSUED BY THE COMPANY" and replacing it with the heading "THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE";
- By insertion of new main object no. 4 (which is reproduced below) under existing Clause IV A of the Memorandum of Association after existing object clause 4;
- 4. To carry on the business of consultancy and advisory services related with chemical engineering in relation to objects as included in main objects of the Company and to act as commission agents thereof.
- By deletion of heading of existing Clause III B, "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF MAIN OBJECTS" and replacing it with the heading "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE";
- By amending clause 40 of existing Clause III B by substituting the words "the Companies Act, 2013" in place of "the Companies Act. 1956";
- By amending clause 41 of existing Clause III B by substituting the words "Subject to provisions of the Companies Act, 2013" in place of "subject to provision of the Companies Act. 1956";
- By deletion of all clause(s) as mentioned under heading of OTHER OBJECTS of existing Clause III C of the Memorandum of Association of the Company
- By deletion of existing Clause IV of the Memorandum of Association of the Company and in place thereof the following new Clause be substituted:

The liability of member(s) is limited and this liability is limited to the amount unpaid, if any, on shares held by them

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- By re-numbering all Clauses of the Memorandum of Association pursuant to above amendments as provided in draft Memorandum of Association

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds or things as may be deemed necessary to give effect to this resolution.”

5. To Consider Adoption of New Set of Articles of Association, in line with Companies Act, 2013.

To consider and, if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to provisions of Section 14 and all other applicable provisions, if any, of Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or amendment thereto or re-enactment thereof for the time being in force), subject approval of Ministry of Corporate affairs (power delegated to any of department(s)) and such other competent authority as may be required, the new set of Articles of Association as placed before the meeting and initialed by the Chairman for the purpose of identification, which is primarily based on the Form of Table F of Schedule I under the Act, be and is hereby approved and adopted, which is to be in conformity with the provisions of the Companies Act relating to a Public limited company, in the place of existing Articles of Association of the Company.”

“RESOLVED FURTHER THAT the Board and Key Managerial Personnel of the Company, jointly or severally, be and is / are hereby authorized to sign and execute such Forms, papers, documents, deeds and instrument and to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient by him/them for the purpose of giving effect to this resolution.”

6. To Consider and enable to Lease the immovable property(ies), Plant and Machinery(ies) of the company.

To consider and, if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and applicable rules there under, read with relevant article of Article of Association of the company, Consent of the company be and is hereby accorded to the Board of Directors to enable it to lease the immovable property(ies) including Factory Building, Plant and Machinery(ies) or undertaking(s) of the company including creation of charge or mortgage on the properties of the company as may be required to the company for the purpose of

borrowing from time to time for a sum not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores only) in one or more tranches.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to finalise, settle, and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.”

For & On behalf of the Board of Directors

Indu Nissan Oxo Chemical Industries Limited

**Place: Mumbai
Date: 29/10/2020**

**Mehool N. Bhuva
(Chief Executive Officer)**

Regd. Office –
Bajwa-Chhani Road,
Behind G.S.F.C Complex,
Vadodara—391310 (Gujarat)

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NOTES:

- I A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL 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.

The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight (48) hours before the commencement of the Meeting.

A person can act as a 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 person or shareholder.

- I Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to the Company, so as to reach the registered office of the Company at least ten(10) days before the date of the meeting, to enable the Company to make available the required information at the meeting, to the extent possible.
- I During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days of notice in writing is given to the Company.
- I Members / proxies should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- I 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 representatives to attend and vote on their behalf at the Meeting.
- I 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.
- I Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 for items of Special Businesses is annexed herewith.
- I The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be

available for inspection by the members at the Annual General Meeting.

- I The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
- I Relevant documents including annual accounts referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, *except Sunday* and Holidays between 11.00 a.m. to 01.00 p.m. till the date of Annual General Meeting.
- I The Members may please take note that the route map indicating the venue of the AGM and the nearest landmark is enclosed herewith for easy reference of the Members of the Company.

For & On behalf of the Board of Directors

Indu Nissan Oxo Chemical Industries Limited

Place: Mumbai
Date: 29/10/2020

Mehool N. Bhuva
Chief Executive Officer

Regd. Office –
Bajwa-Chhani Road,
Behind G.S.F.C Complex,
Vadodra—391310 (Gujarat)

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Explanatory statement pursuant to section 102 of the Companies Act, 2013:

Item No.3:

The Members of the Company at 34th Annual General Meeting ('AGM') held on 15th September 2015 approved the appointment of M/s. Shah, Shah & Shah, Chartered Accountants (Firm Registration no. 116457W), as the Auditors of the Company for a period of five years from the conclusion of the said AGM. M/s. Shah, Shah & Shah will complete their present term on conclusion of this AGM in terms of the said approval and Section 139 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended to the approval of the Members, the appointment of **M/s APMH & Associates, LLP, Chartered Accountants (Firm Registration No. 102699W/W100142)**, as the new Auditors of the Company for a period of five years from the conclusion of this AGM till the conclusion of the 44th AGM. On the recommendation of the Committee, the Board also recommended for the approval of the Members, the remuneration of M/s APMH & Associates, for the financial year 2020-21 as set out in the Resolution relating to their appointment.

The Committee considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found M/s APMH & Associates, to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

M/s APMH & Associates, have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution.

The Board recommends this Resolution for your approval.

Item No.4:

With the enactment of new Companies Act, 2013, it is considered to amend the form of the existing Memorandum of Association to be in accordance with the requirements under the Companies Act, 2013.

In terms of Section 4(1)(c) of the Companies Act, 2013, the Memorandum of Association of a company is to state the objects for which the Company is proposed to be incorporated and any matter considered necessary in furtherance thereof. As such, the requirement of separately indicating the "main

objects", "incidental or ancillary objects" and "other objects" under the *erstwhile* legislation has changed.

Accordingly, it is proposed to amend various clauses of the Memorandum of Association by alteration of few clause(s) or insert new clause(s) in place of old clause(s) or replace the existing heading and delete the Other Objects in the existing Memorandum of Association in order to comply with the provision of the Companies Act, 2013 including Table A.

The Board of Directors of the Company has identified major clauses of the existing Memorandum of Association as redundant and required to be rephrased for the purpose of clarity.

Details of proposed alteration are as under:

- By deleting of heading of existing Clause III A, "MAIN OBJECT TO BE PURSUED BY THE COMPANY" and replacing it with the heading "THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE";
- By insertion of new main object no. 4 (which is reproduced below) under existing Clause IV A of the Memorandum of Association after existing object clause 4;
- 4. To carry on the business of consultancy and advisory services related with chemical engineering in relation to objects as included in main objects of the Company and to act as commission agents thereof.
- By deletion of heading of existing Clause III B, "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF MAIN OBJECTS" and replacing it with the heading "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE";
- By amending clause 40 of existing Clause III B by substituting the words "the Companies Act, 2013" in place of "the Companies Act. 1956";
- By amending clause 41 of existing Clause III B by substituting the words "Subject to provisions of the Companies Act, 2013" in place of "subject to provision of the Companies Act. 1956";
- By deletion of all clause(s) as mentioned under heading of OTHER OBJECTS of existing Clause III C of the Memorandum of Association of the Company
- By deletion of existing Clause IV of the Memorandum of Association of the Company and in place thereof the following new Clause be substituted:

The liability of member(s) is limited and this liability is limited to the amount unpaid, if any, on shares held by them

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- By re-numbering all Clauses of the Memorandum of Association pursuant to above amendments as provided in draft Memorandum of Association

It may be noted that the alterations are in the nature of additions, clarifications and restatements of the current clauses.

Consequently, the Company shall be required to amend various clauses of the Memorandum of Association of the Company to reflect the above changes.

In compliance with the applicable provisions of the Companies Act, 2013, Special Resolution as set out in the accompanying Notice is now being placed before the members for their approval.

Your Directors recommend the passing of the resolution as Special Resolution.

None of the Directors and key managerial personnel of the Company or their respective relatives are concerned or interested in the said Special Resolution.

Item No.5:

Your Board has considered adopting the new Articles of Association in terms of Company Act, 2013.

In terms of Section 14 of the Companies Act, 2013, the consent of the members by way of special resolution is required for alteration / adoption new set of Articles of Association of the Company and said alteration / amendment is subject to the approval of Ministry of Corporate Affairs and such other regulatory authorities, as may be required.

The new AoA to be substituted in place of the existing AoA which was based on Table 'F' of the Companies Act, 2013.

The Board recommends passing of the resolution as set out in Item No. 04 of this notice as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at item no. 04 of the Notice except to the extent of their shareholding in the Company.

Item No.6:

It is proposed to enable the Company to Lease out the immovable properties of the Company including its factory and building and also its plant and machinery so as to raise funds and also to borrow monies by way of debentures, bonds, loans, hire purchase finance either in rupee or in foreign currency from Financial Institutions / Banks / Insurance Companies and other Corporate Bodies apart from working capital facilities from banks in ordinary course of business, subject to approval of existing charge holders .

Hence the resolution is placed before the Members for their approval.

Your Directors recommend passing the above resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financial or otherwise, in the Special Resolution set out at item no. 6 of the Notice.

For & On behalf of the Board of Directors

Indu Nissan Oxo Chemical Industries Limited

**Place: Mumbai
Date: 29/10/2020**

**Mehool N. Bhuva
(Chief Executive Officer)**

Regd. Office –
Bajwa-Chhani Road,
Behind G.S.F.C Complex,
Vadodara—391310 (Gujarat)

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



DIRECTOR'S REPORT

To
The Members of
Indu Nissan Oxo Chemical Industries Limited
CIN: L24110GJ1979PLC003549

Your Directors have pleasure in presenting the 39th Annual Report on the state of affairs of Indu Nissan Oxo Chemical Industries Ltd ("*Company*") together with the Audited Statement of Accounts and the Auditors' Report for the financial year ended, 31st March 2020.

FINANCIAL RESULTS

The summarized Standalone financial performance of the Company for the financial year (FY) 2019-20 and FY 2018-19 is given below:

(Amount in Rs.)

Particulars	Year ended 31 st March, 2020 (`)	Year ended 31 st March 2019 (`)
Revenue From Operations	0.00	0.00
Other Income	92,51,432.00	1,18,86,220.00
Total Revenue	92,51,432.00	1,18,86,220.00
Total Expenses	45,78,552.00	69,58,617.00
Profit Before Exceptional And Extraordinary Items And Tax	46,72,880.00	49,27,602.00
Exceptional Item	-	-
Profit Before Extraordinary Items And Tax	46,72,880.00	49,27,602.00
Extraordinary Item	-	-
Profit Before Tax	46,72,880.00	49,27,602.00
Tax Expense :		
Current Tax	0.00	0.00
Short / (Excess) Provision of earlier years	0.00	0.00
Deferred Tax	0.00	0.00
Profit / (Loss) for the period	46,72,880.00	49,27,602.00
Earnings per Equity Share (Basic and Diluted)	0.28	0.30

REVIEW OF OPERATIONS:

The Company is in process of revival and have not started any operation during the financial year under review , however it posted other Income amounting of Rs. 92,51,432/- as compared to other Income of Rs. 1,18,86,220/- in the corresponding previous year.

Further, Net Profit after tax for the financial year under review is Rs. 46,72,880/- as against Net Profit after tax of Rs. 49,27,602/- in corresponding previous year.

TRANSFER TO RESERVES

During the financial year under review the company has not transferred any amount to reserves.

STATE OF AFFAIRS AND FUTURE OUTLOOK

The company is trying to settle the outstanding with its secured creditors and is pursuing the possibility of revival of the company.

CHANGE IN NATURE OF BUSINESS, IF ANY:

There is no change in the nature of business carried on by the Company during the Financial Year under review.

DIVIDEND

Due to non-operation of business, the Company has not earned any revenue and hence your Directors have not recommended any dividend on equity shares for the year under review.

INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY:

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

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

MATERIAL CHANGES AND COMMITMENTS:

There have been no material changes and commitments, affecting the financial position of the Company occurred between the ends of the financial year to which the financial statements relate on the date of the report.

THE EXTRACT OF ANNUAL RETURN:

The details forming part of the Extract of the Annual Return in Form MGT-9, as required under Section 92 of the Companies Act, 2013 is included in this Report as **Annexure I** and forms part of this Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

I **Inductions / Appointment or Re-appointment of Director:**

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Pursuant to the provisions of Section 152 of the Act, Mrs. Ranak Bhuva [DIN: 06958910] retires by rotation at the ensuing Annual General Meeting and being eligible, has offered herself for re-appointment. The Board recommends her re-appointment.

Based on the recommendation of the Nomination and Remuneration Committee and approval of the same by the Board at its meeting held on April 12, 2019, appointed the Mr. Surendra Bhailalbhair Patel (DIN: 08419886) as an Independent Directors.

I **Cessation of Directorship:**

During the year under review, Mr. Bantwal Trivikram Mallya (DIN: 00377057) resigned as Director of the Company, effective April 12, 2019. The Board places on record its appreciation for the invaluable contributions and guidance provided by him, during his stint with the Company as Directors.

All the directors of the Company have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations and that they are not disqualified from being appointed as directors in terms of Section 164(2) of the Companies Act, 2013.

Further, Pursuant to Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company as on 31.03.2020 are:

Sr.No.	Name of KMP	Designation
1.	Mr. Mehool Narendra Bhuva	CEO
2.	Mrs. Ranak Mehool Bhuva	Director
3.	Mr. Nitinkumar Shah	Independent Director
4.	Mr. Surendra Bhailalbhair Patel	Independent Director

MEETINGS OF THE BOARD OF DIRECTORS:

Dates for Board Meetings are well decided in advance and communicated to the Board and the intervening gap between the meetings was within the period prescribed under the Companies Act, 2013. The agenda and explanatory notes are sent to the Board in advance.

Further, Committees of the Board usually meet on the same day of formal Board Meeting, or whenever the need arises for transacting business. The recommendations of the Committees are placed before the Board for necessary approval and noting.

During the Financial Year 2019-20, the Company held 5 (Five) meetings of the Board of Directors.

A calendar of meetings is prepared and circulated in advance to the Directors. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

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Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1	12/04/2019	4	3
2	04/06/2019	4	3
3	16/08/2019	4	3
4	11/09/2019	4	3
5	6/01/2020	4	3

DISCUSSIONS WITH INDEPENDENT DIRECTORS

The Board's policy is to regularly have separate meetings with Independent Directors, to update them on all business related issues, new initiatives and changes in the industry specific market scenario. At such meetings, the Executive Directors and other Members of the Management make presentations on relevant issues.

DECLARATION OF INDEPENDENT DIRECTORS

The Independent Director(s) have submitted their disclosure to the Board that they fulfill all the requirements as to qualify for their appointment as Independent Director, under the provisions of section 149 of the Companies Act, 2013

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- The directors had 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;
- The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- The directors had prepared the annual accounts on a going concern basis;
- The directors had devised proper systems to ensure compliance with the provisions of all

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applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF EMPLOYEES PURSUANT TO THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

Pursuant to Section 197 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016, none of the employees of the Company are in receipt of remuneration exceeding Rs. 1,02,00,000/- per annum, if employed for whole of the year or Rs. 8,50,000/- per month, if employed for part of the year.

RELATED PARTY TRANSACTIONS:

The Company has entered into Related Parties Transactions as defined under Section 188 of the Companies Act, 2013 with related parties as defined under Section 2 (76) of the said Act. Further all the necessary details of transaction entered with the related parties are attached herewith in **Form No. AOC-2 as Annexure - II.**

AUDITORS AND REPORT THEREON:

At the 34th Annual General Meeting held on 15th September, 2015, **M/s. Shah, Shah & Shah, Chartered Accountant** (Firm Reg. No: 116457W) are appointed as Statutory Auditors of the Company to hold office until the conclusion of its 39th Annual General Meeting to be held in the year 2020.

Further the Auditors' Report for the financial year ended, 31st March, 2020 is annexed with financial statements.

EXPLANATION(S)/ COMMENT(S) PURSUANT TO SECTION 134(3)(f)(i), IF ANY, OF THE COMPANIES ACT, 2013:

As per the report of Auditors, following material weaknesses and qualification have been identified which is mentioned in sub note 02 of note 37:

- 1) *The Company does not have Internal audit function being carried out following to financial health although it is under legal obligation to do so.*
- 2) *As stated in our Audit Report, many creditors, secured and unsecured, are subject to confirmation and reconciliation. The secured lenders have not given their account confirmations which involve significant amount payable. Under these circumstances, in our view there remains a material weakness in internal financial control over financial reporting.*
- 3) *The Company has not properly maintained fixed assets and inventory Registers / Records. We are informed that, these assets are not physically*

verified by the management on a regular / periodical intervals. In view of this, the objective of safeguarding of assets, in our view, is not met adequately.

Explanations by Board for above qualification:

- 1) *Though due to the ongoing financial crunch, company is not presently in a position to appoint new personnel, however, it is rescheduling to appoint internal auditor for the Company as per applicable provisions of the Act.*
- 1) *Management is considering to appoint concerned personnel to look into internal financial control over financial reporting.*
- 1) *Management is considering to rework and properly reassess assets record*

LOANS, GUARANTEES AND INVESTMENTS:

The Company has not made any loans or provided any guarantee or made any investments falling under purview of Section 186 of the Companies Act 2013 during the financial year 2019-20.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

As the Company has not carried out any business operations during the year under review as the plant of the Company is closed, hence the point regarding conservation of energy is not relevant to the Company.

FOREIGN EXCHANGE EARNING AND OUTGO

Earnings	Rs. NIL
Outgo	Rs. 3,98,434.00

RISK MANAGEMENT:

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

DEPOSITS:

The company has not accepted nor renewed any deposits during the year.

SHARES:

a. BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

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b. SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

c. BONUS SHARES

No Bonus Shares were issued during the year under review.

d. EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

The order passed by the Regulator/Court/Tribunals impacting the going concern status and company's operations by different jurisdiction wise, which are specified in **sub-note No. 2 (b) of Note No. 37 of financial statements.**

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Company does not have Internal audit function being carried out following to financial health although it is under legal obligation to do so.

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT POLICY AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

As the Company is in a process of revival and there were no employees, so Company has not framed any such policy. However, Company will frame the same after revival.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

AUDIT COMMITTEE

Your Company has formed an Audit Committee as per the Companies Act, 2013. All members of the Audit Committee possess knowledge of accounting and financial management.

Further, **5 (Five) Committee Meetings** were held during the financial year 2019-20, the dates of which are **April 12 2019, June 04 2019, August 16, 2019, September 11, 2019 and January 6, 2020.**

Details of composition of the Committee and attendance during the year are as under:

S. N.	Name of Directors	Designation	No. of Meetings Attended
1.	Mr. Nitinkumar Shah	Chairman & Independent Director	5
2	*Mr. B.T.Mallya	Member and Independent Director	1
3.	Mrs. Ranak Bhuvra	Member & Director	5
4.	**Mr. Surendra Bhailalbhair Patel	Member and Independent Director	4

* Resigned from directorship of the Company w.e.f. April 12, 2019.

**Appointed as on April 12, 2019

NOMINATION AND REMUNERATION COMMITTEE

Your Company has formed a Nomination & Remuneration Committee to lay down norms for determination of remuneration of the executive as well as non-executive directors and executives at all levels of the Company.

The Nomination and Remuneration Committee is functional as per the provision of Section 178 of Companies Act, 2013.

During the Financial Year 2019-20, One (1) meetings of the Committee were held on, August 16, 2019.

Details of composition of the Committee and attendance during the year are as under:

S. N.	Name of Directors	Designation	No. of Meetings Attended
1.	Mr. Nitinkumar Shah	Chairman & Independent Director	1
2	*Mr. B.T.Mallya	Member and Independent Director	-
3.	Mrs. Ranak Bhuvra	Member & Director	1
4.	**Mr. Surendra Bhailalbhair Patel	Member and Independent Director	1

* Resigned from directorship of the Company w.e.f. April 12, 2019.

**Appointed as on April 12, 2019

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



This Committee has powers to recommend / approve remuneration, Identification of Persons who are qualified to become director, Recommend to the board their appointment and removal, approve remuneration of Non Executive Directors, etc.

CONSTITUTION OF STAKEHOLDERS RELATIONSHIP COMMITTEE:

Your Company has formed a Stakeholders Relationship Committee to specifically look into the mechanism of redressal of grievances of shareholders.

The Stakeholders Relationship Committee is functional as per the provision of Section 178 of Companies Act, 2013 and rules made thereunder.

During the Financial Year 2019-20, One (1) meetings of the Committee were held on, August 16, 2019.

Details of composition of the Committee and attendance during the year are as under:

S. N.	Name of Directors	Designation	No. of Meetings Attended
1.	Mr. Nitinkumar Shah	Chairman & Independent Director	1
2	*Mr. B.T.Mallya	Member and Independent Director	-
3.	Mrs. Ranak Bhuvra	Member & Director	1
4.	**Mr. Surendra Bhailalbhair Patel	Member and Independent Director	1

* Resigned from directorship of the Company w.e.f. April 12, 2019.

**Appointed as on April 12, 2019

VIGIL MECHANISM

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligation and Disclosure Regulations) 2015, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.indunissan.com. The employees of the Company are made aware of the said policy at the time of joining the Company.

ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

For & On-behalf of the Board of Directors
INDU NISSAN OXO CHEMICAL INDUSTRIES LTD

RANAK BHUVA
DIRECTOR
DIN: 06958910

SURENDRA B. PATEL
DIRECTOR
DIN : 08419886

PLACE : Mumbai

DATE : 29/10/2020

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



Annexure I

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31/03/2020
INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION AND OTHER DETAILS :

1.	CIN	L24110GJ1979PLC003549
2.	Registration Date	08/11/1979
3.	Name of the Company	INDU NISSAN OXO CHEMICAL INDUSTRIES LTD
4.	Category/Sub-category of the Company	Limited by Shares/Non-Government Company
5.	Address of the Registered office & contact details	Bajwa Chhani Road, B/H GSFCCompound Vadodara 391310, Gujarat, India. Tel: 0265-5544687 Email: inocil@yahoo.com/mehoolbhuva@yahoo.com
6.	Whether listed Company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	LINK INTIMEINDIA PRIVATE LIMITED C-101, 247 PARK, LBS MARG, VIKHROLI (WEST), MUMBAI - 400083. TEL.: 022-49186000 / 022-49186060 EMAIL : rnet.helpdesk@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the co`mpany
N.A.		

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

S. No.	Name and Address of the Company	CIN/GLN	% of shares held	Applicable Section
N.A.				

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



IV. SHARE HOLDING PATTERN

I) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2017]				No. of Shares held at the end of the year[As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	3841065	174330	4015395	24.34	3841065	174330	4015395	24.34	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)	3841065	174330	4015395	24.34	3841065	174330	4015395	24.34	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	45310	45310	0.27	0	45310	45310	0.27	0
b) Banks / FI	13380	13605	26985	0.16	13380	13605	26985	0.16	0
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	88365	2350	90715	0.55	88365	2350	90715	0.55	0
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	500000	500000	3.03	0	500000	500000	3.03	0
Sub-total (B)(1):-	101745	561265	663010	4.02	101745	561265	663010	4.02	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	0	124450	124450	24.12	0	124450	124450	24.12	0
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									0.00
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	2122271	6599798	8722069	52.86	2122271	6599798	8722069	52.86	0
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	205425	236683	442108	2.68	205425	236683	442108	2.68	0
c) Others									
Non Resident Indians	0		0	0.00	0	0	0	0.00	0.00
Overseas Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	185742	2471676	2657418	16.11	185742	2471676	2657418	16.11	0
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	2513438	9308157	11821595	71.65	2513438	9308157	11821595	71.65	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	2615183	9869422	12484605	75.66	2615183	9869422	12484605	75.66	0

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	6456248	10043752	16500000	100.00	6456248	10043752	16500000	100	0

ii) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Narendra I Bhuvu (HUF)	2450000	14.85%	-	2450000	14.85%	-	0.00%
2	Mehool N Bhuvu	1390965	8.43%	-	1390965	8.43%	-	0.00%

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

There is no change in Promoter's Shareholding during the year.

iv) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Indo Nippon Chemical Co Ltd				
	At the beginning of the year	2263000	13.72	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	2263000	13.72	99000	19.19
2.	ICICI Trusteeship Services Ltd				
	At the beginning of the year	44500	0.27	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED


	At the end of the year	44500	0.27	44500	0.27
3.	Canara Bank Trustee Canbank MF				
	At the beginning of the year	30400	0.18	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	30400	0.18	30400	0.18
4.	Baliga Investments Pvt Ltd				
	At the beginning of the year	27000	0.16	22000	4.26
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	27000	0.16	27000	0.16
5.	Mega Resources Ltd				
	At the beginning of the year	24000	0.15	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	24000	0.15	24000	0.15
6.	Shreyam Securities Pvt Ltd				
	At the beginning of the year	17300	0.10	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	17300	0.10	17300	0.10
7.	Southern Fidelity Securities Ltd				
	At the beginning of the year	15750	0.10	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	15750	0.10	15750	0.10
8.	Bhuva Holding Ltd				
	At the beginning of the year	14350	0.09	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	14350	0.09	14350	0.09

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



9.	Andhra Bank				
	At the beginning of the year	12330	0.07	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	12330	0.07	12330	0.07
10.	Emperor Travels & Tours Pvt Ltd				
	At the beginning of the year	12000	0.07	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	12000	0.07	12000	0.07

v) Shareholding of Directors and Key Managerial Personnel:

S.N.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. Mehool N Bhuva				
	At the beginning of the year	1390965	8.43%	1390965	8.43%
	Date wise Increase / Decrease in Promoters Shareholding during the yearspecifying the reasons for increase/decrease (e.g. allotment / transfer /bonus/ sweat equity etc.):	0	0.00%	0	0.00%
	At the End of the year	1390965	8.43%	1390965	8.43%

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2,61,30,000.00	3,19,13,533.00	-	5,80,43,533.00
ii) Interest due but not paid	-	-	-	
iii) Interest accrued but not due	-	-	-	
Total (i+ii+iii)	2,61,30,000.00	3,19,13,533.00	-	5,80,43,533.00
Change in Indebtedness during the financial year				
* Addition	-	57,99,331.00	-	-
* Reduction	-	-	-	-
Net Change	-	57,99,331.00	-	57,99,331.00
Indebtedness at the end of the financial year				
i) Principal Amount	2,61,30,000.00	3,77,12,864.00	-	5,80,43,533.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2,61,30,000.00	3,77,12,864.00	-	5,80,43,533.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTM/ Manager				Total Amount
1	Gross salary	-	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission - as % of profit othersspecify...	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	Within ceiling as prescribed under Companies Act, 2013				

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	N.A.	N.A.	N.A.	N.A.
	- Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (1)				
2	Other Non-Executive Directors				
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify (Seating Fee)	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	Within ceiling as prescribed under Companies Act, 2013			

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/ WTD

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

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



D. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES :

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	N.A.				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	N.A.				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.				
Punishment					
Compounding					

For and on behalf of the Board of Directors
INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED

PLACE: Mumbai
DATE: 29/10/2020

RANAK BHUVA
DIRECTOR
DIN: 06958910

SURENDRA B. PATEL
DIRECTOR
DIN : 08419886

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



Annexure - II

FORM 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 arms length transaction under third proviso thereto.

I. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A.
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARM'S LENGTH BASIS.

SL.No.	Particulars	Related Party	
a.	Name (s) of the related party & nature of relationship	M/s Indo Nippon Chemical Company Limited	M/s Bhuva Holdings Pvt. Limited
b.	Nature of contracts/arrangements/transaction	Rent for Office	Rent for Premises
c.	Duration of the contracts/arrangements/transaction	5 years w.e.f 1 st April, 2019	5 Years w.e.f 1 st April, 2019
d.	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 3,60,000/-p.a.	Rs. 1,78,500/-p.a.
e.	Date of approval by the Board	12 th April 2019	12 th April 2019
f.	Date of approval by the Members	-	-
g.	Amount paid as advance if any	-	-

For and on behalf of the Board of Directors
INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED

PLACE: Mumbai
DATE: 29/10/2020

RANAK BHUVA
DIRECTOR
DIN: 06958910

SURENDRA B. PATEL
DIRECTOR
DIN : 08419886

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



ANNEXURE - III

Information and explanation on reservation, qualification or adverse remarks contained in the Auditors' Report.

- 1) *Refer Note No. (a) of the Auditors' Report
In this connection, the company is in the process of implementing reconstructing scheme and is negotiating OTS with Non Convertible Debentures holder.*
- 2) *Refer Note No. (c) of the Auditors' Report
The Company Policy on Gratuity is in arrears, in view of which the company will settle the dues on actual basis and an estimated amount has been provided for the same in the books.*
- 3) *Refer to note (d) of the Auditors' Report
The Company is in negotiation with the bankers for settlement of their dues on the basis of principal amount and from the past experience of settlements of other banks / Financial institution, the company does not expect any further provision of interest, other than what has been already provided for.*
- 4) *Refer note (f) of the Auditors' Report
Regarding outstanding balance shown in accounts including interest from bankers, we are in negotiation with them for settlement based on the principal amount and regarding unsecured creditors, most of their, claims are disputed as well as time barred and hence company in its current position does not anticipate to provide for these amounts.*
- 5) *Refer Emphasis of matter (a) of the Auditors' Report- Customs Liability
The Company's appeal had been admitted by CESAT however Custom's dept obtained a stay in high court for the same and for which the Company is awaiting for the Notice of hearing. The company on merit does not expect this liability to materialize.*
- 6) *Refer Emphasis of matter (b) of the Auditors' Report
The company has filed a suit in the Rajasthan High Court for recovery of the amount receivable from RSEB.*

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



INDEPENDENT AUDITORS' REPORT

To
The Members,
INDU NISSAN OXO CHEMICALS INDUSTRIES LIMITED

Report on the Financial Statements

Qualified Opinion

We have audited the standalone financial statements of INDU NISSAN OXO CHEMICALS INDUSTRIES LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2020, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the aforesaid standalone financial statements give the information required by the Companies Act 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **March 31, 2020**, and its **profit**, statement of changes in equity and its cash flows for the year ended on that date.

Attention is invited to Sub Note no. 2 (g) to Note No. 37 with respect to delisting of shares by Bombay Stock Exchange. In view of this, we deem it fit to issue our report as if the Company is an unlisted company using a fair presentation framework after incorporating modifications to opinion aspects.

Basis for Qualified Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and 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 qualified opinion.

- (a) Attention is invited to sub-note No. 2 (b) of Note No. 37. The Company had defaulted in redemption of Debentures, which fell due on the 10th of July, 1998 aggregating to Rs.550.18 Lac and the amount of interest including penal interest calculated at simple interests accrued as of 31st March, 2013 is Rs.1422.04 Lac of which the Company had unilaterally written back interest element of RS. 1334.01 Lac mentioning that it is in process of negotiating with debenture holders as to the repayment of dues, and the Company does not anticipate any interest payment, and the same was treated by the Company as other revenues. The Company had reached to settlement with the debenture holders. The debenture holders had agreed to settle the amount payable @ 30% of principal amount outstanding subject to certain terms and conditions. The Company had approached BIFR for the permission to sell the assets, and had got the permission. The Company liquidated the assets and had been trying to pay off the debenture holders and hence had written back the balance amount not payable to capital reserve. The Company, following to settlement, did not anticipate additional interest liability as demanded by the debenture holders due to which Company did not provided interest for the current year as well as company has written back the interest of RS. 133,401,338 provided in the earlier years. The Trustees of Debenture holders as well as some debenture holders have filed suit against the Company for recovery of principle amount of debentures as well as interest based on compounded rests; and therefore the settlement reached earlier is put to rest. As per records available with the Company, the amount demanded approximately is Rs. 85,800,000 inclusive of interest by on of the debenture holders. The Company had provided for interest including penal interest of 16% only on simple interest earlier. The Company had reached a settlement with the debenture holders. The debenture holders had agreed to settle the amount payable @ 30% of principal amount outstanding subject to certain terms and conditions which stands cancelled. The Company liquidated some of its assets to pay off the debenture holders after taking necessary approvals from BIFR. However since after taking of the approval, BIFR has been dissolved and the matter is pending in DRT-1, Mumbai. The company had filed a writ petition in High Court of Bombay against an order of deposit of Rs. 2 crores by DRAT Chennai and as per the order of High Court the company has in the Previous year already deposited Rs 7.5 lacs as security deposit and Rs.5 Lac per month from June 2018 to March 2019 i.e. Rs 50 Lacs. The company additionally deposited Rs. 60 Lac in the current year aggregating to rupees 117.5

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



Lac (including deposit of Rs. 7,50,000/-) The Company is in negotiations with the NCD Holders. The Company does not anticipate additional interest liability as demanded by the debenture holders due to which Company has not provided interest for the current year as well as company has written back the interest of RS. 133,401,338 provided in the earlier years. We are unable to form our opinion on this as the entire matter is contingent and subject to approval of Appropriate Courts.

- (b) Attention is invited to sub-note No. 5 of Note No. 37 - Other Notes to Accounts regarding confirmation of account of various parties, the balances have been taken as per books of account. We, in the absence of confirmations, are unable to ascertain the nature of adjustments that may be required in respect of various accounts and the resultant effects thereof on the accounts.
- (c) Provision for Gratuity payable to employees has been made only up to 31st March, 2006 based on management estimates. Provision for gratuity and retirement benefits for the current year has not been made. In the absence of any actuarial valuation we are unable to quantify the impact of the same on the Statement of Profit and Loss. This practice of the Company is not in conformity with the Ind AS – 19. Attention is invited to sub-note no. 2 (h) of Note No. 37 as regards the decision of hon'ble Labour Court directing the Company to pay a sum of RS. 1299.61 Lac towards labor payments. The Company has filed miscellaneous application before the hon'ble Court for review instead of filing further appeal. Meanwhile, the Company has been able to reach to settlement with few of the employees and has paid agreed amount of gratuity to these employees as per settlement arrived. To that extent, the Company may have lower liability subject to hon'ble Court's directions. Considering the significance of amount, we are not able to form our opinion in this regard.
- (d) Based on management's perception, the Company has not provided for interest on term loan payable to Kotak Mahindra Bank. We are explained by the management that, it is in negotiation with the bankers as regards repayment of the term loan at a reduced amount than what has been standing to the credit of bankers, although no tangible and Convincing correspondence was made available to us. No finality has been reached as to reduced payment of loan as stated above. No provision for interest payable on this account is made during the year, which the Company otherwise used to

provide every year amounting to Rs. 112.88 Lac up to March 31, 2011 on an estimated basis. This apart, interest provided uptill earlier years is shown as payable unlike writing back the same in lines with other bank and debentures. This year, no amount has been quantified by the management as not provided. We also have not been provided with bank loan statement indicating amount outstanding. In absence of any supporting evidence available or for that matter any confirmation from the bankers, we are unable to express our opinion on this item;

- (e) Against the income-tax demand of Rs. 198.74 Lac, the Company has admitted and accounted for determined income-tax liability of Rs. 112.24 Lac as mentioned in Note No. 2 (h) which remains unpaid. The Company is liable to pay interest on these tax arrears to the Income-tax department which has neither been quantified nor been accounted for.
- (f) in absence of confirmations from creditors, especially secured creditors, we are unable to opine on the outstanding balances shown in accounts including interest provided and payable thereon.

Material Uncertainty Related to Going Concern

- (g) Accounts of the Company are prepared on Going Concern basis although entire net worth is eroded, and there are no material business activities carried out by the Company. The Management was hopeful of revival of the Company with the help of BIFR. However, considerable period has elapsed after approaching BIFR which has now ceased, and the Company is not making fresh application to NCLT for revival, we are unable to state whether the Company remains a going concern;
- (h) The combined effect of the above qualifications over financial results is not determinable in view of absence of relevant components and information from the management.

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

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act 2013 ("the Act") with respect to the preparation of these standalone IndAS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including



the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve

collusion, forgery, intentional omissions, misrepresentations, or the override of internal control

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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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.

Emphasis of Matter

- (a) *Attention is invited to sub-note no. 2 (a) of Note No. 37 - Other Notes to Accounts. The Custom department had imposed penalty of Rs. 1000 Lac on the Company, which was disputed by the Company. On appeal before CESTAT, the said penalty was reduced to Rs. 700 Lac vide order dated March 31, 2011, Subsequently CESTAT removed the penalty levied by the department. At Present department is in appeal before Hone'ble High Court of Gujarat and hence no provision for this liability is made in the accounts, contending this being contingent liability. Our opinion is not qualified in respect of this matter.*
- (b) *Attention is invited to sub-note no. 2 (c) of Note No. 37 - Other Notes to Accounts. Amount receivable from RSEB (Rajasthan State Electricity Board) in respect of Assets given on Lease is shown at Rs. 412.19 Lac against security deposit received from RSEB of Rs. 653.09 Lac. We have been informed that Company has filed a suit against RSEB before Rajasthan High Court for the recovery of Rs. 964.92 Lac inclusive of interest @ 20% after making adjustment of DPA (Deferred Payment Agreement) decision of which remains pending. Our opinion is not qualified in respect of this matter.*
- (c) *Attention is invited to sub-note no. 2 (g) of Note No. 37 - Other Notes to Accounts. An order has been passed by the Delisting Committee of BSE Ltd in the matter of Indu Nissan Oxo Chemical Industries Ltd delisting the securities of the Company with effect from July 4, 2018. The Company is directed to buy back its securities at Rs. 0.84 per share. The Company is considering the options available with it in this regard; although no action has been initiated in this regard so far including organizing for necessary funds to make a buy back and other legal procedure. We have not been provided with details of any further directions of the appropriate authorities in this regard. Our opinion is not qualified in respect of this matter.*

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of

the Companies Act 2013, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit, except as stated in the qualification portion of this report.
 - (b) in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) the Balance Sheet and Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under section 133 of the Act (except stated herein above), read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) *The Company has defaulted in redemption of Debentures, which fell due on the 10th of July, 1998 aggregating to Rs. 550.18 Lac and the amount of interest including penal interest calculated at simple rests accrued as of 31st March, 2013 is Rs. 1422.04 Lac (of which the Company had unilaterally written back interest element of RS. 1334.01 Lac in the year ended 31st March 2013, and no provision is made for the year ending 31st March 2015), thereby, the directors of the Company are disqualified from being appointed as director under sub section 2 of section 164 of the Companies Act, 2013 (although the Company had reached to settlement with debenture holders, no payment was actually been made as stated in Basis for Qualified Opinion; and now the settlement with debenture holders is again subject to fresh litigation).*
 - (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

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“Annexure B”; and

- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. We are informed that, the Company has pending litigations as described in accounts and our report which are likely to impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**FOR SHAH, SHAH & SHAH
CHARTERED ACCOUNTANTS**

**(Mehul Shah)
PARTNER
FRN: 116457W
M. No.: 049361
Mumbai: October 29, 2020**

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



ANNEXURE "A" REFERRED TO IN REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS OF OUR REPORT OF EVEN DATE

IN CASE OF Indu Nissan Oxo Chemical Industries Limited

- (i) (a) The Company has not maintained proper records showing full particulars of, including quantitative details and situation, of fixed assets since the same is not updated.
- (b) As plant of the Company is not in operation, the Company has not carried out physical verification of the assets at periodic intervals. In respect of assets given on lease, no confirmation from the lessee has been produced before us, stating that the assets leased under the agreements are existing, but owing to dispute with the lessee, the same cannot be confirmed. The Company has written off some non existing assets during preceding years based on perception of the management.
- (c) As per records presented before us, the title deeds of immovable properties are held in the name of the Company.
- (ii) (a) Since the company does not have any inventory, the sub-clause dealing with physical verification is not applicable
- (iii) 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 Companies Act 2013.
- (a) Since no loans are granted, the sub-clause dealing with terms and conditions being prejudicial to the companies Interest in not applicable.
- (b) Since no loans are granted, the sub-clause dealing with rate of interest and other terms and conditions of loans given by the company are not applicable.
- (c) Since no loans are granted, the sub-clause dealing with overdue amount more than ninety days, and reasonable steps taken by the Company for recovery of the principal and interest is not applicable.
- (iv) As per records maintained and explanation given to

us, the Company has not granted Loans to directors and other parties listed under section 185 of the Companies Act 2013 or for that matter given loans and made investments or given guarantees and securities in excess of limits prescribed by section 186 of the Companies Act 2013.

- (v) The Company has not accepted any deposits from public within the meaning of the provisions of section 73 or any other provisions of the Companies Act, 2013 and the rules made there under. We have been informed by the management that there has been no order passed by the Company law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal on the Company with respect to compliance of the provisions of section 73 or any other provisions of the Companies Act 2013. The Company has defaulted in repayment of debentures as mentioned in our report earlier.
- (vi) We have been informed by the management that, the Central Government has not prescribed the method of maintenance of cost records u/s. 148 (1) of the Companies Act, 2013 in relation to the Company.
- (vii) (a) The Company has defaulted in payment of undisputed statutory dues as given below. The extent of arrears of Statutory Dues outstanding exclusive of interest that may be charged by the Revenue Authorities (after adjusting pre-paid taxes) for more than six months as on the year end is as follows:

Nature of Statutory Dues	Amount (`) (in lacs)
Investor Education and Protection Fund	16.26
Income Tax	112.24
Bajwa Gram Panchayat	15.22
Channi Talati	14.85

The Company has not been collecting and paying employees' profession tax. Similarly, Company's own profession tax has also not been paid. The amount of arrears and default has not been quantified by the Management.

The Company has requested the Income-tax Department to adjust refunds of subsequent years against outstanding dues of earlier years for which, we are informed, no communication is received from the Income-tax Department except with respect to Assessment Year 1995-

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96 where the demand is adjusted against refund of Assessment Year 2010-11.

In the case of Income tax deducted at source, the Company has deducted tax on payment basis whereas provisions of chapter VXII-B of the Income-tax Act 1961 require deduction of tax on payment or credit in the books of account whichever is earlier. Details of payments wherein tax should have been deducted on credit basis are not available. Hence we are unable to state the exact amount of the defaulted tax deducted at source liability. The above mentioned amount is tax deducted at source on payments made but not deposited with the Central government. Rent paid in Court as described in Sub Note no. 2 (f) of Note No. 37, the Company has not made TDS stating that the same is merely a deposit with hon'ble Court as per directions.

- (b) As per information and explanation given to us, the following are details of disputed statutory dues that has not been paid to the concerned authorities.

	Name of the Statutory Dues	Forum where dispute is pending	Period to which the amount relates	Unpaid Amount (₹ in Lacs)
1	Custom Duty	Gujarat High Court	1995-96	700
2	Income Tax	ITAT-Ahmedabad	2006-07	45.72

- (viii) (a) The Company has defaulted in redemption of debentures, which fell due on the 10th July 1998 aggregating to Rs 550.18 lacs and the amount of interest accrued as of date is Rs. 1422.04 Lac calculated on simple rests inclusive of penal interest as agreed upon in terms and conditions of issue of the debenture. As stated in our report, the Company has not made provision for interest on debentures during the current year. the Company has unilaterally written back interest element of RS. 1334.01 Lac. The Trustees of Debenture holders as well as some debenture holders have filed suit against the Company for recovery of principle amount of debentures as well as interest based on compounded rests. As per records available with the Company, the amount demanded approximately is Rs. 85,800,000 inclusive of interest by on of the debenture holders. The Company had provided

for interest including penal interest of 16% only on simple interest earlier. The Company had reached a settlement with the debenture holders. The debenture holders had agreed to settle the amount payable @ 30% of principal amount outstanding subject to certain terms and conditions. The Company has liquidated some of its assets to pay off the debenture holders after taking necessary approvals from BIFR. However since after taking of the approval BIFR has been dissolved and the matter is pending in DRT-1, Mumbai. The company had filed a writ petition in High Court of Bombay against an order of deposit of Rs 2 crores by DRAT Chennai and as per the order of High Court the company has in the current year already deposited Rs 7.5 lacs as security deposit and Rs.5 lacs per month from June 2018 to March 2019 i.e. Rs 50 Lacs . the company further deposited 60 lacs aggregation to 117.5 lacs(aggregating 7.5 lacs) in current year 2019-2020. The Company is in negotiations with the NCD Holders. The Company does not anticipate additional interest liability as demanded by the debenture holders due to which Company has not provided interest for the current year as well as company has written back the interest of RS. 133,401,338 provided in the earlier years.

- (b) In respect of term loans from financial institution, the Company has defaulted in repayment of their dues. Following table brings out the amount of default and the period from which default is made:

Sr No	Term Loans from Financial Institutions	Principal	Interest	Total	Default commencing from	
		(₹ In Lacs)	(₹ In Lacs)	(₹ In Lacs)	Principal	Interest
1	Kotak Mahindra Bank (taken over from IDBI Bank)	261.3	1447.44	1708.74	31-Mar-08	30-Sep-08
	TOTAL	261.3	1447.44	1708.74		

As stated in our report, the Company has not provided for interest payable on above loan during the current year. The figure of default in interest excludes interest not provided during the current year in absence of any confirmation from the bank to this effect.

- (ix) We have been informed by the management that no money was raised by way of Initial Public offer or Further Public offer(including Debt instrument), and in case of term Loans the amount was applied for the purpose for which they are taken.

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- (x) As informed by the management, there has not been noticed or reported any fraud on or by the Company or its officers or employees during the year.
- (xi) During the year the Company has not paid managerial remuneration. In view of this, the clause requiring reporting on managerial remuneration being paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act is not applicable.
- (xii) Since the Company is not a Nidhi Company, the provisions of this clause are not applicable to the Company.
- (xiii) In our view, and as per the explanation given to us by the management, transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 wherever applicable, and details have been disclosed in the Financial statements as required by the applicable accounting standard.
- (xiv) we have been informed by the management that Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- (xv) As per the explanation given to us by the management, and as per records maintained, the Company has not entered into any non-cash transactions with directors or any persons connected with him as prescribed by section 192 of the Companies Act 2013.
- (xvi) In our view, the Company has not carried out any activities in nature of activities carried out by non banking financial companies, and thus is not required to get registered under section 45-IA of the Reserve Bank of India Act, 1934.

**FOR SHAH, SHAH & SHAH
CHARTERED ACCOUNTANTS**

**(Mehul Shah)
PARTNER
M. No. 049361
FRN: 116457W
MUMBAI : October 29, 2020**



**ANNEXURE “B:” REFERRED TO IN REPORT ON OTHER
LEGAL AND REGULATORY REQUIREMENTS OF OUR
REPORT OF EVEN DATE**

IN CASE OF Indu Nissan Oxo Chemical Industries Limited

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

We have audited the internal financial controls over financial reporting of **Indu Nissan Oxo Chemicals Industries Limited** (“the Company”) as of **31 March 2020** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the

audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



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.

Qualified Opinion

According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified as at **March 31, 2020**:

1. The Company does not have Internal audit function being carried out following to financial health although it is under legal obligation to do so.
2. As stated in our Audit Report, many creditors, secured and unsecured, are subject to confirmation and reconciliation. The secured lenders have not given their account confirmations which involve significant amount payable. Under these circumstances, in our view there remains a material weakness in internal financial control over financial reporting.
3. The Company has not properly maintained fixed assets and inventory Registers / Records. We are informed that, these assets are not physically verified by the management on a regular / periodical intervals. In view of this, the objective of safeguarding of assets, in our view, is not met adequately.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion, except for the effects / possible effects of the material weaknesses described above on the achievement of the objectives of the control criteria, the Company has maintained, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of **March 31, 2020**, 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.\

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the **March 31, 2020** standalone financial statements of the Company, and these material weaknesses do not affect our opinion on the standalone financial statements of the Company.

FOR SHAH, SHAH & SHAH
CHARTERED ACCOUNTANTS

(Mehul Shah)
PARTNER
M. No. 049361
FRN: 116457W
MUMBAI : October 29, 2020

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



BALANCE SHEET AS AT 31st MARCH 2020

Particulars	Note No.	Figures as at March 31, 2020		Figures as at March 31, 2019	
I. ASSETS					
1 Non-current assets					
(a) Property, Plant and Equipment	1	4,270,659		4,305,588	
(b) Capital work-in-progress	2	-		-	
(c) Goodwill	3	-		-	
(d) Other Intangible Assets	4	-		-	
(e) Intangible assets under development	5	-		-	
(f) Financial assets					
(i) Investments	6	-		-	
(ii) Loans	7	91,591,473		83,191,473	
(e) Other non-current assets	8	-	95,862,132	-	87,497,061
2 Current assets					
(a) Inventories	9	-		-	
(b) Financial Assets					
(i) Investments	10	-		-	
(ii) Trade receivables	11	2,950,000		-	
(iii) Cash and cash equivalents	12	73,238		450,704	
(iv) Bank balance other than (ii) above	13	1,626,188		1,626,188	
(v) Loans	14	-		-	
(vi) Other Financial Assets	15	-		-	
(c) Other Current Assets	16	335,950	4,985,376	335,950	2,412,842
TOTAL			100,847,508		89,909,903
II. EQUITY AND LIABILITIES					
1 Equity					
(a) Equity share Capital	17	165,000,000		165,000,000	
(b) Other Equity	18	(596,871,340)	(431,871,340)	(601,544,219)	(436,544,219)
2 Non-current liabilities					
(a) Borrowings	19	-		-	
(b) Trade Payables	20	-		-	
(A) Total outstanding dues of micro enterprises and small enterprises		-		-	
(B) Total Outstanding dues of creditors other than micro enterprises and small enterprises		-		-	
(c) Other Financial Liabilities	21	-		-	
(d) Deferred Tax liabilities (net)	22	-	-	-	-
3 Current liabilities					
(a) Financial liabilities					
(i) Borrowings	23	63,842,864		58,043,533	
(ii) Trade Payables	24	-		-	
(A) Total outstanding dues of micro enterprises and small enterprises		-		-	
(B) Total Outstanding dues of creditors other than micro enterprises and small enterprises		229,499,884		229,222,346	
(iii) Other Current Financial Liabilities	25	-		-	
(iv) Other Financial Liabilities	26	228,514,000		228,033,198	
(b) Provisions	27	10,862,101		11,155,045	
(c) Other Current liabilities	28	-	532,718,848	-	526,454,122
TOTAL			100,847,508		89,909,903
Contingent Liabilities & Commitments	29				
NOTES ON ACCOUNT	37				
AS PER OUR REPORT OF EVEN DATE FOR SHAH, SHAH & SHAH CHARTERED ACCOUNTANTS		FOR AND ON BEHALF OF THE BOARD OF INDU NISSAN OXO CHEMICALS INDUSTRIES LIMITED			
(Mehul Shah) PARTNER FRN : 116457W M. No. : 049361 Mumbai : October 29,2020		(Ranak M. Bhuvra) Director (Surendra B. Patel) Director			

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDING 31ST MARCH, 2020

Particulars	Note No.	Figures as at March 31, 2020		Figures as at March 31, 2019	
I Revenue from operations	30		-		-
II Other income	31		9,251,432		11,886,220
III Total income from operations (I+II)			9,251,432		11,886,220
IV Expenses:					
Cost of Material Consumed	32	-	-	-	-
Changes in the inventories of finished goods and WIP	33	-	-	-	-
Employee benefits expense	34	663,574	892,297		
Finance costs	35	10,804	-10,729		
Depreciation and amortization expense	1	34,929	46,137		
Other expenses	36	3,869,245	6,030,913		
Total expenses			4,578,552		6,958,617
V Profit before exceptional and extraordinary items and tax (III-IV)			4,672,880		4,927,602
VI Exceptional items - Profit on sale of fixed Assets			-		-
VII Profit before extraordinary items and tax (V - VI)			4,672,880		4,927,602
VIII Extraordinary Items			-		-
IX Profit before tax (VII- VIII)			4,672,880		4,927,602
X Tax expense:					
Provision for Taxation					
- Current Tax		-	-		-
- Taxation of Earlier Years		-	-		-
- Deferred Tax		-	-		-
XI Profit (Loss) for the period from continuing operations (VII-VIII)			4,672,880		4,927,602
XII Profit/(loss) from discontinuing operations			-		-
XIII Tax expense of discontinuing operations			-		-
XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)			-		-
XV Profit (Loss) for the period (XI + XIV)			4,672,880		4,927,602
XVI Other Comprehensive Income					
A i. Items that will not be reclassified to Profit & Loss			-		-
ii. Income Tax relating to items that will not be reclassified to Profit & Loss			-		-
B Items that will be reclassified to Profit & Loss			-		-
XVII Total Comprehensive Income (XV+XVI)			4,672,880		4,927,602
XVIII Earnings per equity share:					
(1) Basic			0.28		0.30
(2) Diluted			0.28		0.30

NOTES ON ACCOUNT

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AS PER OUR REPORT OF EVEN DATE
FOR SHAH, SHAH & SHAH
CHARTERED ACCOUNTANTS

(Mehul Shah)
PARTNER
FRN : 116457W
M. No. : 049361
Mumbai : October 29, 2020

FOR AND ON BEHALF OF THE BOARD OF
INDU NISSAN OXO CHEMICALS INDUSTRIES LIMITED

(Ranak M. Bhuvra)
Director

(Surendra B. Patel)
Director

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



Statement of Change in Equity

A. Equity Share Capital

Balance as on 1st April 2017	Change in Equity Share Capital during year 2017-18	Balance of Equity Share Capital on 31st March 2018	Change in Equity Share Capital during year 2018-19	Balance of Equity Share Capital on 31st March 2019
165,000,000	0	165,000,000	0	165,000,000

B. Other Equity

Amount in INR

Particulars	Balance as on 1st April 2017	Total Comprehensive Income	Transfer (to) / from Retained Earning	Balance as on 31st March 2018
Capital Reserve	38,674,799			38,674,799
Securities Premium Account	36,800,000			36,800,000
Revaluation Reserve	0	0	0	0
Retained Earning	(681,946,620)	0	4,927,602	(677,019,018)
Other Comprehensive Income	0	0	0	0
Total	(606,471,821)	0	4,927,602	(601,544,219)

Amount in INR

Particulars	Balance as on 1st April 2018	Total Comprehensive Income	Transfer (to) / from Retained Earning	Balance as on 31st March 2019
Capital Reserve	38,674,799			38,674,799
Securities Premium Account	36,800,000			36,800,000
Revaluation Reserve	0	0	0	0
Retained Earning	(677,019,018)	0	4,672,879	(672,346,139)
Other Comprehensive Income	0	0	0	0
Total	(601,544,219)	0	4,672,879	(596,871,340)



Note 1 Property, Plant and Equipment									
Disclosure pursuant to Note no. I (i), (ii), (iii); Note no. J (i), (ii); Note no. J and Note no. L of Part of Schedule III to the Companies Act, 2013									
Particulars	Gross Block			Accumulated Depreciation			Net Block		
	April 1, 2019	Additions/ (Disposals)	March 31, 2020	April 1, 2019	Depreciation for the year	On (disposals)/ Additions	April 1, 2019	March 31, 2020	
Land	4,160,100	-	4,160,100	-	-	-	4,160,100	4,160,100	
Buildings	1,075	-	1,075	1,073	2	-	2	0	
Plant and Machinery & elec. Installation	38,671	-	38,671	3,454	2,228	-	35,217	32,989	
Moulds	-	-	-	-	-	-	-	-	
Furniture and Fixtures	200,293	-	200,293	94,371	30,740	-	105,922	75,182	
Vehicles	-	-	-	-	-	-	-	-	
Office equipment	14,409	-	14,409	10,062	1,959	-	4,347	2,388	
Others (specify nature)	-	-	-	-	-	-	-	-	
Assets under lease (specify nature)	-	-	-	-	-	-	-	-	
Total (Current Year)	4,414,548	-	4,414,548	108,960	34,929	-	4,305,588	4,270,659	
Total (Previous Year)	4,399,548	15,000	4,414,548	62,823	45,583	554	4,336,725	4,305,588	
Note 2 : Capital work-in-progress									
b Capital Work In Progress									
Total	-	-	-	-	-	-	-	-	
Note 3 : Goodwill									
b Goodwill									
Total	-	-	-	-	-	-	-	-	
Note 4 : Other Intangible Assets									
b Other Intangible Assets									
Total	-	-	-	-	-	-	-	-	
Note 5 : Intangible assets under development									
b Intangible assets under development									
Total	-	-	-	-	-	-	-	-	

Disclosure pursuant to Note no.I (iv) and J (iii) of Part I of Schedule III to the Companies Act, 2013

Where sums have been written off on a reduction of capital or revaluation of assets or where sums have been added on revaluation of assets,

Particulars	Year				
	2012-13	2013-14	2014-15	2015-16	2016-17
Asset details:					
Balance as at 1st April	-	-	-	-	-
Impairment/ Revaluation	-	-	-	-	-
Balance as at 31st March	-	-	-	-	-

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 6 - INVESTMENTS

Disclosure pursuant to Note no. K (i) of Part I of Schedule III to the Companies Act, 2013

Particulars	March 31, 2020	March 31, 2019
	-	-
A Trade Investments (Refer A below)		
(a) Investment Properties	-	-
(b) Investment in Equity instruments	-	-
(c) Investments in preference shares	-	-
(d) Investments in Government or Trust securities	-	-
(e) Investments in debentures or bonds	-	-
(f) Investments in Mutual Funds	-	-
(g) Investments in partnership firms*	-	-
(h) Other non-current investments (specify nature)	-	-
Total Trade Investments (A)	-	-
B Other Investments (Refer B below)		
(a) Investment Properties	-	-
(b) Investment in Equity instruments	-	-
(c) Investments in preference shares	-	-
(d) Investments in Government or Trust securities	-	-
(e) Investments in debentures or bonds	-	-
(f) Investments in Mutual Funds	-	-
(g) Investments in partnership firms*	-	-
(h) Other non-current investments (specify nature)	-	-
Total Other Investments (B)	-	-
Grand Total (A + B)	-	-
Less : Provision for diminution in the value of Investments	-	-
Total Non Current Investments	-	-
Particulars	March 31, 2020	March 31, 2019
	-	-
Aggregate amount of quoted investments (Market value of RS. NIL (Previous Year RS. NIL)	-	-
Aggregate amount of unquoted investments (Market value of RS. 0 (Previous Year RS. 0)	-	-

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

A. Details of Trade Investments

Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV / Controlled Entity / Others	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		Amount (RS.)		Whether stated at Cost?	If Answer to Column (9) is 'No' Basis of Valuation
			March 31, 2020	March 31, 2019			March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019		
1	2	3	4	5	6	7	8	9	10	11	12	13
a	Investment Properties											
b	Investment in Equity Instruments											
c	Investments in Preference Shares											
d	Investments in Government or Trust securities											
e	Investments in Debentures or Bonds											
f	Investments in Mutual Funds											
g	Investments in partnership firms*											
h	Other non-current investments (specify nature)											
	Total											



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

B. Details of Other Investments

Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV / Controlled Entity / Others	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		Amount (RS.)		Whether stated at Cost?	If Answer to Column (9) is 'No' - Basis of Valuation
			March 31, 2020	March 31, 2019			March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019		
1	2	3	4	5	6	7	8	9	10	11	12	13
a	Investment Properties											
b	Investment in Equity Instruments											
c	Investments in Preference Shares											
d	Investments in Government or Trust securities											
e	Investments in Debentures or Bonds											
f	Investments in Mutual Funds											
g	Investments in partnership firms*											
h	Other non-current investments (specify nature)											
	Total											

G. Investment in Not Applicable (Name of the Firm)

Name of the Partners	Share of Capital
Partner 1	
Partner 2	
Total Capital	-

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note 7 LOANS

Disclosure pursuant to Note no. L (i),(ii) and (iii) of Part I of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
a. Capital Advances				
Total (a)		-		-
b. Loans and advances to related parties (refer Note 2)				
Total (b)		-		-
c. Other loans and advances				
Considered Good		-		-
Considered Doubtful - Under litigation		91,591,473		83,191,473
Total (c)		91,591,473		83,191,473
Total Non Current Loans		91,591,473		83,191,473

Above amount includes RS. 22,000,000 paid to the Commissioner of Customs towards disputed dues. The Company has won in at the Appellate Stage, but the Revenue Department has moved hon'ble High Court against the order of hon'ble lower Appellate Authority by granting a stay against the order and permitting the Customs Department to retain the amount paid under dispute by not granting the refund. The disputed amount is shown as a contingent liability.

Indo Nippon Chemical co Ltd (INCC) has filed a L.E.&C.Suit No.97/126 of 2000 in hon'ble Small Causes Court of Mumbai against the Company to vacate leased premises that the Company has been using, and as per the Court order dated 08.05.2013, the Company was directed to deliver possession of suit premises to INCC. The Company has filed an appeal with the Revision Bench which stayed the above order subject to the Company depositing Rs 2,00,000 over and above the Rs 30,000 that it continues to deposit in the Small causes court as rent. The Company accepted this order partly and continued to deposit the Rs. 30,000 rent per month in court; however went into appeal against the other part of the order in High Court of Mumbai which allowed the Company to pay arrears at the rate of Rs. 1,00,000 per month which was to be deposited by the company within two weeks from the order date 17th February 2014 which has been complied with, and the Company has paid Rs 10 Lacs for 10 months for the period May 2013 to February 2014 and Rs. 30,000 per month for Eight months amounting to Rs. 2,40,000 for the period May 2013 to December 2013 and continues to pay Rs. 30,000 per month as rent. Thereafter as per the order of Hon'ble Bombay High Court the Company has further deposited an amount of Rs.36 lacs for the period from March, 2014 to March, 2017. As per the final order of Hon'ble High Court, the Company has been asked to deposit Rs. 2,00,000 per month from May 2013 onwards till the hearing is completed. The Company in the above case filed Appeal against the above said final order in the Hon'ble Supreme Court of India, which was dismissed. Hence the company has been depositing arrears and further deposits Rs. 2,00,000 per month. Total amount deposited till the year end is Rs. 1,66,00,000

The Trustees of Debenture holders as well as some debenture holders have filed suit against the Company for recovery of principle amount of debentures as well as interest based on compounded rests. As per records available with the Company, the amount demanded approximately is Rs. 85,800,000 inclusive of interest by on of the debenture holders. The Company had provided for interest including penal interest of 16% only on simple interest earlier. The Company had reached a settlement with the debenture holders. The debenture holders had agreed to settle the amount payable @ 30% of principal amount outstanding subject to certain terms and conditions. The Company has liquidated some of its assets to pay off the debenture holders after taking necessary approvals from BIFR. However, after taking of the approval, BIFR has been dissolved and the matter is pending in DRT-1 ,Mumbai.The company had filed a writ petition in High Court of Bombay against an order of deposit of Rs 2 crores by DRAT Chennai and as per the order of High Court the company has in the current year already deposited Rs 7.5 lacs as security deposit and Rs. 5 lacs per month as royalty fees from June 2018 to March 2019 i.e. Rs 50 Lacs The Company is in negotiations with the NCD Holders.Hence Total Amount deposited by company with DRT-1 Mumbai during the year is Rs 117.5lacs

Disclosure pursuant to Note no. L (iv) of Part I of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
Directors *		-		-
Other officers of the Company *		-		-
Firm in which director is a partner *		-		-
Private Company in which director is a member		-		-
		-		-

*Either severally or jointly



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 8 - OTHER NON CURRENT ASSETS

Disclosure pursuant to Note no.M (i),(ii) and (iii) of Part I of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
a. Long term trade receivables				
Total (a)		-		-
b. Security Deposits				
Secured, considered good				
Deposits with various authorities	-	-	-	-
Total (b)		-		-
c. Others (specify nature)				
Total (c)		-		-
d. Debts due by related parties				
Total (d)		-		-
Total Other Non-Current Assets		-		-

Disclosure pursuant to Note no. M (iii) (iii) of Part I of Schedule III to the Companies Act, 2013

Details of debts due by related parties

Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
Directors *	-	-
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-
Total debts due by related parties	-	-

*Either severally or jointly



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 9 - INVENTORIES

Disclosure pursuant to Note no.O (i), (ii) and (ii) of Part I of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
a. Raw Materials and components (Valued at lower of cost or net realisable value)	-	-	-	-
Goods-in transit	-	-	-	-
b. Work-in-progress (Valued at lower of cost or net realisable value)	-	-	-	-
Goods-in transit	-	-	-	-
c. Finished goods (Valued at lower of cost or net realisable value)	-	-	-	-
Goods-in transit	-	-	-	-
e. Stores and spares (Valued at lower of cost or net realisable value)	-	-	-	-
Goods-in transit	-	-	-	-
f. Loose Tools (Valued at Not Applicable)	-	-	-	-
Goods-in transit	-	-	-	-
g. Packing Material (Valued at lower of cost or net realisable value)	-	-	-	-
Goods-in transit	-	-	-	-
Total Inventories	-	-	-	-

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note 10 CURRENT INVESTMENTS

Disclosure pursuant to Note no.N (i) and (ii) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
(a) Investment in Equity instruments	-	-
(b) Investments in preference shares	-	-
(c) Investments in Government or Trust securities	-	-
(e) Investments in Mutual Funds	-	-
(f) Investments in partnership firms*	-	-
(g) Other non-current investments (specify nature)	-	-
Gross Total	-	-
<u>Less:</u> Provision for diminution in the value of Investments		
Total Current Investments	-	-

Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
Aggregate amount of quoted investments (Market value '___') (Previous Year '___')	-	-
Aggregate amount of unquoted investments (Previous Year '___')	-	-



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

B. Details of Other Investments

Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV / Controlled Entity / Others	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		Amount (RS.)		Basis of Valuation
			March 31, 2020	March 31, 2019			March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	
1	2	3	4	5	6	7	8	9	10	11	12
(a)	Investment in Equity Instruments										
(b)	Investments in Preference Shares										
(c)	Investments in Government or Trust securities										
(d)	Investments in Debentures or Bonds										
(e)	Investments in Mutual Funds										
(f)	Investments in partnership firms*										
(g)	Other non-current investments (specify nature)										
	Total Current Investments										

*G. Investment in _____ (Name of the Firm)	
Name of the Partners	Share of Capital
Partner 1	-
Partner 2	-
Total Capital	-



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 11 - TRADE RECEIVABLES

Disclosure pursuant to Note no.P (i), (ii), (iii) and (iv) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
A. Trade receivables outstanding for a period less than six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	-	-
Unsecured, considered doubtful	-	-
	-	-
<u>Less:</u> Provision for doubtful debts	-	-
Sub Total (A)	-	-
B. Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Secured, considered good	2,950,000	-
Unsecured, considered good	-	-
Unsecured, considered doubtful	-	30,265,157
	2,950,000	30,265,157
<u>Less:</u> Provision for doubtful debts		30,265,157
Sub Total (B)	2,950,000	-
Total Trade Receivables (A+B)	2,950,000	-

Details of Debts Due from Related Parties		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
Directors *	-	-
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-
Total Debts Due by Related Parties	-	-

*Either severally or jointly

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 12 - CASH AND CASH EQUIVALENTS

Disclosure pursuant to Note no.Q (i), (ii), (iii), (iv) and (v) of Part I of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
CASH AND CASH EQUIVALENTS				
A. Balances with banks*				
NKGSB		674		23,871
The Ratnakar Bank Limited		600		480
B. Cash on hand		71,964		426,352
C. Cheques, drafts on hand		-		-
Total Cash and cash equivalents (A+B+C)		73,238		450,703

Note :13 - BANK BALANCE OTHER THAN (NOTE 11) ABOVE

Particulars	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
<u>OTHER BANK BALANCES</u>				
Earmarked Balances - unpaid dividend accounts)	1,626,188		1,626,188	
Margin money	-		-	
Security against borrowings	-		-	
Guarantees	-	1,626,188	-	1,626,188
Fixed deposit with banks (Maturity with less than 12 months)		-		-
E. Others (specify nature)		-		-
Total Other Bank Balance		1,626,188		1,626,188



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 14 - LOANS :

Disclosure pursuant to Note no.R (i), (ii) & (iii) of Part I of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
A. Loans and advances to related parties (refer note 2)				
Secured, considered good		-		-
Unsecured, considered good		-		-
Doubtful	-		-	
Less: Provision for doubtful loans and advances	-	-	-	-
Sub Total (A)		-		-
B. Others				
Secured, considered good		-		-
Unsecured, considered good				
To be recoverable in cash or in kind for the value to be received.		-		-
Doubtful	-		-	
Less: Provision for doubtful	-	-	-	-
Sub Total (B)		-		-
Total Current loans (A+B)		-		-

Disclosure pursuant to Note no.R (iv) of Part I of Schedule III to the Companies Act, 2013 Details of Loans and advances to related parties				
Particulars	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
Directors *		-		-
Other officers of the Company *		-		-
Firm in which director is a partner *		-		-
Private Company in which director is a member		-		-
Total Loans and advances to related parties		-		-
*Either severally or jointly				

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



Note : 15 - OTHER FINANCIAL ASSETS :

Disclosure pursuant to Note no.R (i), (ii) & (iii) of Part I of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
		-	-	-
Total Other Financials Assets		-		-

Note : 16 - OTHER CURRENT ASSETS

Disclosure pursuant to Note no.R (i), (ii) & (iii) of Part I of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
<u>Taxation</u>	-		-	
<u>Non-Taxation</u>				
Advance Provident Fund Paid	-		-	
Service Tax Input Credit	-		-	
Deposits to various authorities	335,950	335,950	335,950	335,950
Total Other Current Assets		335,950		335,950

Note : 17 - EQUITY

Disclosure pursuant to Note no. 6(A)(a,b & c) of Part I of Schedule III to the Companies Act, 2013				
Equity	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
A) Equity Share Capital				
<u>Authorized</u>				
Equity Shares of RS. 10 each	50,000,000	500,000,000	50,000,000	500,000,000
<u>Issued</u>				
Equity Shares of RS. 10 each	16,500,000	165,000,000	16,500,000	165,000,000
<u>Subscribed & Paid up</u>				
Equity Shares of RS. 10 each fully paid	16,500,000	165,000,000	16,500,000	165,000,000
<u>Subscribed but not fully Paid up</u>				
Equity Shares of RS. 10 each, not fully paid up	-	-	-	-
Total	16,500,000	165,000,000	16,500,000	165,000,000



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Disclosure pursuant to Note no. 6(A)(d) of Part I of Schedule III to the Companies Act, 2013				
Particulars - Equity Shares	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
Shares outstanding at the beginning of the year	16,500,000	165,000,000	16,500,000	165,000,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	16,500,000	165,000,000	16,500,000	165,000,000

Disclosure pursuant to Note no. 6(A)(d) of Part I of Schedule III to the Companies Act, 2013				
Particulars - Preference Shares	March 31, 2020		March 31, 2019	
	RS.	RS.	RS.	RS.
Shares outstanding at the beginning of the year	-	-	-	-
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	-	-	-	-

Disclosure pursuant to Note no. 6(A)(f) of Part I of Schedule III to the Companies Act, 2013

NIL Equity Shares (NIL Previous year) are held by None, the holding Company.

Disclosure pursuant to Note no. 6(A)(g) of Part I of Schedule III to the Companies Act, 2013 (more than 5%)				
Particulars	March 31, 2020		March 31, 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mehool N. Bhuvra	1,390,965	8.43%	1,390,965	8.43%
Narendra I. Bhuvra (HUF)	2,450,000	14.85%	2,450,000	14.85%
Indo Nippon Chemical Co. Ltd	2,263,000	13.72%	2,263,000	13.72%

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Disclosure pursuant to Note no. 6(A)(i) of Part I of Schedule III to the Companies Act, 2013 (Following disclosure should be made for each class of Shares)

Particulars	Year (Aggregate No. of Shares)				
	2013-14	2014-15	2015-16	2016-17	2017-18
Fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares	-	-	-	-	-
Shares bought back	-	-	-	-	-
Convertible Shares Warrants	-	-	-	-	-
Preference Shares :					
Fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares	-	-	-	-	-
Shares bought back	-	-	-	-	-

Disclosure pursuant to Note no. 6(A)(k) of Part I of Schedule III to the Companies Act, 2013

Unpaid Calls	RS.
By Directors	-
By Officers	-
Others	-

Disclosure pursuant to Note no. 6(A)(l) of Part I of Schedule III to the Companies Act, 2013

Particulars - Equity Shares	March 31, 2020		March 31, 2019	
	Number	Rs.	Number	Rs.
Forfeited shares (amount originally paid up)	-	-	-	-

Disclosure pursuant to Note no. 6(A)(l) of Part I of Schedule III to the Companies Act, 2013

Particulars - Preference Shares	March 31, 2020		March 31, 2019	
	Number	Rs.	Number	Rs.
Forfeited shares (amount originally paid up)	-	-	-	-



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Disclosure pursuant to Note no. 6 (A) (e, h, j) of Part I of Schedule III to the Companies Act, 2013
Rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital.

Particulars	March 31, 2020		March 31, 2019	
	Number	Description	Number	Description
Equity Shares Restrictions on the distribution of dividends voting rights or with differential voting rights as to dividend	16,500,000	Parri Pasu None All shares have equal Voting Rights	16,500,000	Parri Pasu None All shares have equal Voting Rights

Particulars	March 31, 2020		March 31, 2019	
	Number	Rs.	Number	Rs.
Preference Shares Preferential rights in respect of payments of fixed dividend and repayment of capital Voting rights or with differential voting rights as to dividend Full or partial participating rights in surplus profits or surplus capital Cumulative, non cumulative, redeemable, convertible, non-convertible	-	- Not Applicable Not Applicable Not Applicable Not Applicable	-	Not Applicable Not Applicable Not Applicable Not Applicable

Shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment, including the terms and amounts

Particulars	March 31, 2020		March 31, 2019	
	Number	Description	Number	Description
Equity Shares	-	-	-	-
Preference Shares	-	-	-	-

Terms of any securities convertible into equity / preference shares issued along with the earliest date of conversion in descending order starting from the farthest such date.

Particulars	March 31, 2020		March 31, 2019	
	Number	Description	Number	Description
Equity Shares	-	-	-	-
Preference Shares	-	-	-	-
Warrants / Bonds	-	-	-	-
Debentures	-	-	-	-

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 18 - OTHER EQUITY

Disclosure pursuant to Note no. 6(B) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
a. Capital Reserves		
Opening Balance	38,674,799	38,674,799
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	38,674,799	38,674,799
b. Capital Redemption Reserve		
Opening Balance	-	-
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	-	-
c. Securities Premium Account		
Opening Balance	36,800,000	36,800,000
Add: Securities premium credited on Share issue	-	-
<u>Less: Premium Utilized for various reasons</u>	-	-
Premium on Redemption of Debentures	-	-
For Issuing Bonus Shares	-	-
For Other Reasons (Please indicate)	-	-
Closing Balance	36,800,000	36,800,000
d. Debenture Redemption Reserve		
Opening Balance	-	-
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	-	-
e. Revaluation Reserve		
Opening Balance	-	-
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	-	-
f. Share Options Outstanding Account		
Opening Balance	-	-
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	-	-

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 18 - OTHER EQUITY

Disclosure pursuant to Note no. 6(B) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
g. Other Reserves (Specify nature and purpose)		
Opening Balance	-	-
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	-	-
h. Surplus		
Opening balance	(677,019,018)	(681,946,620)
(+) Net Profit/(Net Loss) For the current year	4,672,879	4,927,602
(+) Transfer from Reserves Revaluation Reserve w/back	-	-
(-) Proposed Dividends	-	-
(-) Interim Dividends	-	-
(-) Transfer to Reserves	-	-
Closing Balance	(672,346,139)	(677,019,018)
Total Reserves & Surplus	(596,871,340)	(601,544,219)



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 19 - BORROWINGS - Non Current Liabilities

Disclosure pursuant to Note no. 6(C) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
<u>Secured</u>		
(a) Bonds/debentures NIL (Previous Year: NIL) NIL% Debentures of RS. NIL each redeemable at Par on N.A.(secured by N. A.) (of the above, RS. NIL is guaranteed by Directors and / or others) Details of redeemed bonds/debentures which the Company has power to reissue: None	-	-
(b) Term loans From Banks <u>From other parties</u> (Secured against Not Applicable) (of the above, RS. None is guaranteed by Directors and / or others) Terms of Repayment : Not Applicable	-	-
(c) Deferred payment liabilities (Secured by Not Applicable) (of the above, RS. None is guaranteed by Directors and / or others)	-	-
(d) Deposits (Secured By Not Applicable) (of the above, RS. None is guaranteed by Directors and / or others)	-	-
(e) Loans and advances from related parties (Secured By Not Applicable) (of the above, RS. None is guaranteed by Directors and / or others) Terms of Repayment Not Applicable.	-	-
(f) Long term maturities of finance lease obligations (Secured By Not Applicable) (of the above, RS. None is guaranteed by Directors and / or others)	-	-
(g) Other loans and advances (Specify Nature if any) (Secured By Not Applicable) (of the above, RS. None is guaranteed by Directors and / or others) Terms of Repayment Not Applicable.	-	-
Total Secured Long Term Borrowings	-	-



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
<u>In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (b) (e) & (g)</u>		
1. Period of default - None		
2. Amount - NIL		
Unsecured		
(a) Bonds/debentures		
NIL (Previous Year: NIL) NIL % Debentures of RS. NIL each redeemable at Par on N.A. (of the above, RS. NIL is guaranteed by Directors and / or others) Details of redeemed bonds/debentures which the Company has power to reissue: None	-	-
(b) Term loans		
From banks From other parties (of the above, RS. None is guaranteed by Directors and / or others) Terms of Repayment Not Applicable	-	-
(c) Deferred payment liabilities		
(of the above, RS. None is guaranteed by Directors and / or others)	-	-
(d) Deposits		
(of the above, RS. None is guaranteed by Directors and / or others)	-	-
(e) Loans and advances from related parties		
(of the above, RS. None is guaranteed by Directors) Terms of Repayment : Not Applicable	-	-
(f) Long term maturities of finance lease obligations		
(of the above, RS. None is guaranteed by Directors and / or others)	-	-
(g) Other loans and advances (specify nature if any)		
(of the above, RS. None is guaranteed by Directors and / or others) Terms of Repayment Not Applicable	-	-
Total Unsecured Long Term Borrowings	-	-
<u>In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (b) (e) & (g)</u>		
1. Period of default - None		
2. Amount - NIL		
Total Borrowings	-	-



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 20 - OTHER PAYABLES

Disclosure pursuant to Note no. 6(D) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
(a) Trade Payables		-
(A) Total outstanding dues of micro enterprises and small enterprises	-	
(B) Total Outstanding dues of creditors other than micro enterprises and small enterprises	-	
(b) Others	-	-
Total Other Long Term Liabilities	-	-

Note : 21 - OTHER FINANCIAL LIABILITY

Disclosure pursuant to Note no. 6(E) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
Total Other Financial Liability	-	-

Note : 22 - DEFERRED TAX LIABILITY (NET)

The Company has not accounted for taxes on income in accordance with AS-22 – Accounting for Taxes on Income issued by Ministry of Corporate Affairs. Consequently, the net incremental deferred tax (liability) / asset is charged / credited to Statement of Profit and Loss. The year end position of taxes on income is as under:

Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
Deferred tax liability		
Fixed Assets : Impact of Difference between tax depreciation and depreciation / amortization charged for financial reporting	-	-
Others	-	-
Gross deferred tax liability	-	-
Deferred tax asset		
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	-	-
Unabsorbed Depreciation as per Tax	-	-
Gross deferred tax asset	-	-
Net deferred tax liability / (asset)	-	-



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 23 - BORROWINGS - Current Liabilities

Disclosure pursuant to Note no. 6(F) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
Secured		
(a) Loans repayable on demand		
From banks	-	-
from other parties		
(Secured By None)		
(b) Loans and advances from related parties		
(Secured By Not Applicable)	-	-
(of the above, RS. NIL is guaranteed by Directors and / or others)		
(c) Deposits		
(Secured By Not Applicable)	-	-
(of the above, RS. NIL is guaranteed by Directors and / or others)		
(d) Other loans and advances		
Term Loans from Bank		
Kotak Mahindra Bank Ltd	26,130,000	26,130,000
(Secured on pari passu basis by mortgage charge on all immovable properties of the Company, present and future wherever situated and first charge on pari passu basis by way of hypothecation of all movable assets, except book debts, present and future, subject to prior charge created in favour of the Company's Bankers on stock of raw material, finished and semi-finished goods, consumable stores, book debts for its working Capital requirements.)		
Terms of Repayment		
Period of Maturity	Immediate	
Number and amount of		
Installments due		
Default in repayment		
Rate of Interest	No interest is provided being NPA	
Other significant terms	-	
The Company has defaulted in repayment of this loan. It has not provided for interest payable during the current year as the Company is in negotiation with the bankers as regards repayment of the term loan at a reduced amount than what has been standing to the credit of bankers.		
Total Secured Short Term Borrowings	26,130,000	26,130,000

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Particulars	March 31, 2019	March 31, 2018
	RS.	RS.
Unsecured		
(a) Loans repayable on demand from banks from other parties (of the above, RS. NIL is guaranteed by Directors and / or others)	-	-
(b) Loans and advances from related parties (of the above, RS. NIL is guaranteed by Directors and / or others)	36,712,864	27,613,533
(c) Inter Corporate Deposits (of the above, RS. NIL is guaranteed by Directors and / or others)	1,000,000	4,300,000
The Company has defaulted in repayment of RS. 4,300,000 of these loans for which the lender had filed suit against the Company. During financial year 2019-2020 settlement was reached with the lender for a full and final settlement at Rs.15 Lac payable in six installments of Rs 2.50 Lac each handed over to them from 21st February 2020 till 21st July 2020. Out of these five cheques have been cleared till signing of these accounts and one cheque was exchanged and the same is to be deposited on 19th September 2020. Necessary permission of the hon'ble Court is taken in this regard.		
(d) Other loans and advances	-	-
Total Unsecured Short Term Borrowings	37,712,864	31,913,533
Total Borrowings	63,842,864	58,043,533

Note : 24 - TRADE PAYABLES

Disclosure pursuant to Note no. 6(D) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
(a) Trade Payables:-		
(A) Total outstanding dues of micro enterprises and small enterprises		
(B) Total Outstanding dues of creditors other than micro enterprises and small enterprises	217,001,630	217,001,630
(b) Others	12,498,255	12,220,717
Total Trade Payables	229,499,885	229,222,346

None of the Creditors have informed the Company as regards their Registration credentials under the MSME Law.



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 25 - OTHER CURRENT FINANCIAL LIABILITIES

Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
	-	-
Total Current Financial Liabilities	-	-

Note : 26 - OTHER FINANCIAL LIABILITIES

Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
(a) Current maturities of long-term debt	-	-
(b) Current maturities of finance lease obligations	-	-
(c) Interest accrued but not due on borrowings	-	-
(d) Interest accrued and due on borrowings	144,744,289	144,744,289
(e) Income received in advance	-	-
(f) Unpaid dividends	1,626,188	1,626,188
(g) Application money received for allotment of securities and due for refund	-	-
interest accrued on (g) above		
Number of shares proposed to be issued: _____		
Amount of premium (if any): ____-_____		
Terms and conditions of shares proposed to be issued:		
Date by which shares shall be allotted: _____		
Whether the Company has sufficient authorized capital to cover the share capital amount resulting from allotment of shares out of such share application money		
The period overdue from the last date of allotment is _____; reason being _____		
(h) Unpaid matured deposits and interest accrued thereon	-	-
(i) Unpaid matured debentures and interest accrued thereon	16,385,151	16,385,151
(l) 14% Non Convertible Debentures are secured by First Legal Mortgage in English Form on all the Company's movable and immovable properties, present & future, situated at Bajwa Dist. Vadodara in the state of Gujarat and a floating charge on all other movable and immovable properties, present & future, subject to prior charge created in favour of the Company's Bankers on stock of raw-materials, finished and semi-finished goods, consumable stores, book debts, for its working capital requirements.		

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
<p>(ii) The 14% Non convertible Debentures are redeemable in 5(five) equal annual installments on the expiry of 5th, 6th, 7th, 8th & 9th years from date of allotment i.e. 1990-91 at a premium of 5% of the face value of debenture .i.e. Rs.5/- payable with the third installment.</p> <p>The Company has defaulted in redemption of installments and interest. in earlier years, the Company has written back accrued interest of RS. 133,401,338 on these debentures and carried to other Revenues account as in view of the management this amount is not likely to be paid in view of the settlement proceedings going on with the debenture holders.</p> <p>The Company had reached to settlement with the debenture holders in 2014. The debenture holders had agreed to settle the amount payable @ 30% of principal amount outstanding subject to certain terms and conditions. Thereafter the settlement got delayed due to delay in getting permission from BIFR for liquidating some of its assets and pay off the debenture holders. Further , the Law on Sick Industrial companies was repealed, and the BIFR was dissolved and the matter was in DRT-1, Mumbai .The Company in anticiaption of and paying off the OTS amount of debenture holders has written back the balance amount not payable to capital reserve. The final settlement has still not been reached; yet the Company is not anticipating additional liability.</p>		
(j) Other payables - Duties and Taxes	449,672	(31,130)
(k) Interest Free Deposit - RSEB (of the above, RS. NIL is guaranteed by Directors and / or others)	65,308,700	65,308,700
<p>The Company has defaulted in repayment of this sum. Against this, the Company has given deposit of RS. 41,219,473 to the said party that is treated as Long Term Loans and Advances in Accounts. The Company has filed suit against this Party makinga counter claim which remains pending.</p>		
Total Financial Liabilities	228,514,000	228,033,198



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 27 - PROVISIONS

Disclosure pursuant to Note no. 6(H) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
(a) Provision for employee benefits		
Salary & Reimbursements	-	-
Contribution to PF	-	-
Gratuity (Unfunded)	-	-
Leave Encashment (funded)	-	-
Superannuation (funded)	-	-
ESOP/ESOS	-	-
(b) Others	-	-
(b) Others (Specify nature)		
Provision for Taxation (Net of Taxes Paid)		
(Please refer to the Note on Contingent Liability)	10,862,101	11,155,045
Provision For Fringe Benefit Tax	-	-
Total Provisions	10,862,101	11,155,045

Note : 28 - OTHER CURRENT LIABILITIES

Disclosure pursuant to Note no. 6(G) of Part I of Schedule III to the Companies Act, 2013		
Particulars	March 31, 2020	March 31, 2019
	RS.	RS.
(a) Income received in advance	-	-
(b) Other advances	-	-
(c) Others	-	-
interest accrued on (g) above		
Total Current Liabilities	-	-

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 29 - CONTINGENT LIABILITIES AND COMMITMENTS

Refer sub-note No. 2 of Note No. 37.

Note : 30 - REVENUE FROM OPERATIONS

Disclosure pursuant to Note no. 2 of Part II of Schedule III to the Companies Act, 2013				
In respect of a company other than a finance company revenue from operations shall disclose separately in the notes revenue from				
Particulars	March 31, 2020		March 31, 2019	
	Rs.	Rs.	Rs.	Rs.
Sale of products	-		-	
Sale of services	-		-	
Other operating revenues	-		-	
Gross Revenue		-		-
Less: Excise duty	-		-	
Less: CST	-		-	
Net Revenue From Operations		-		-

In respect of a finance company , revenue from operations shall include revenue from				
Particulars	March 31, 2020		March 31, 2019	
	Rs.	Rs.	Rs.	Rs.
Interest; and	-		-	
Other financial services	-		-	
Net Revenue From Operations		-		-



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 31 - OTHER INCOME

Disclosure pursuant to Note no. 4 of Part II of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	Rs.	Rs.	Rs.	Rs.
Interest Income (in case of a company other than a finance company)	-	-	-	-
Interest on NSC	-	-	-	-
Dividend Income	-	-	-	-
Net gain / (loss) on sale of investments	-	-	-	-
Other non-operating income (net of expenses directly attributable to such income)	-	-	-	-
Terminalling Charges	-	-	-	-
Court Fees Refund	-	-	-	-
Exchange Rate Difference	-	-	-	-
Provision for doubtful debts written back	-	-	-	-
Interest on Income Tax Refund	47,760	-	-	-
Commission and Brokerages	2,903,672	-	-	-
Creditors written back	2,800,000	-	10,010,220	-
Consultancy Charges	3,500,000	-	1,876,000	-
		9,251,432		11,886,220
Total Other Income		9,251,432		11,886,220

Note : 32 - Cost of Material Consumed

Disclosure pursuant to Note no. 3 of Part II of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	Rs.	Rs.	Rs.	Rs.
<u>Materials Consumed</u>				
Opening Stock				
Raw Materials	-	-	-	-
Packing Materials	-	-	-	-
Consumables including Spare Parts	-	-	-	-
		-		-
Add : Cost of Purchases (Fuel)		-		-
<u>Less : Closing Stock</u>				
Raw Materials	-	-	-	-
Packing Materials	-	-	-	-
Consumables including Spare Parts	-	-	-	-
		-		-
Cost of Material consumed		-		-



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 33 - (INCREASE)/ DECREASE IN INVENTORIES

Disclosure pursuant to Note no. 3 of Part II of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	Rs.	Rs.	Rs.	Rs.
Inventories at the end of the year				
Work-in-progress	-		-	
Finished Goods	-		-	
Inventories at the beginning of the year				
Work-in-progress	-		-	
By-Products	-		-	
Finished Goods	-		-	
Net (Increase) / Decrease in Inventories		-		-

Note : 34 - EMPLOYEE BENEFIT EXPENSES

Disclosure pursuant to Note no. 5(1)(a) of Part II of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	Rs.	Rs.	Rs.	Rs.
(a) Salaries, Wages and bonus				
Other Employees		651,359		887,378
Directors' Remuneration		-		-
(b) Contributions to -				
Provident fund	-		-	
Superannuation scheme	-		-	
(c) Gratuity fund contributions	-		-	
(d) Social security and other benefit plans for overseas employees	-		-	
(e) expense on Employee Stock Option Scheme (ESOP) and Employee Stock Purchase Plan (ESPP)	-		-	
(f) Staff welfare expenses	12,215	12,215	4,919	4,919
Total Employee Benefit Expenses		663,574		892,297



NOTES TO ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2020

Note : 35 - FINANCE COST

Disclosure pursuant to Note no. 3 of Part II of Schedule III to the Companies Act, 2013				
Particulars	March 31, 2020		March 31, 2019	
	Rs.	Rs.	Rs.	Rs.
Interest Charges				
Interest On term Loan	-		-	
Interest on Late Payment	-		-	
Interest on Debentures	-		-	
Other borrowing costs				
Bank Charges and commission incl LC/others	10,804		(10,729)	
Car hire Purchase Finance charges	-	10,804	-	(10,729)
Applicable net loss (gain) on foreign currency transactions and translation		-		-
Total Finance Cost		(10,804)		(10,729)

Note : 36 - OTHER EXPENSES

Particulars	March 31, 2020		March 31, 2019	
	Rs.	Rs.	Rs.	Rs.
1. Manufacturing Expenses				
Power & Fuel	-		-	
Repairs & Maintenance -P&M Factory	-	-	-	-
2. Administrative & Other Expenses :				
Account Writing Charges	20,000		26,500	
Excise Duty -Penalty	12,427		-	
Audit Fees	137,500		147,100	
Communication Expenses	288,565		314,069	
Donations	-		4,230	
Electricity Expenses	31,005		36,280	
GST Expense A/c	-		(21,316)	
Insurance Charges	20,388		15,000	
Legal and Professional Fees	868,780		1,085,538	
Office Expenses	111,110		109,665	
Rent, Rates and Taxes	606,876		2,092,237	
Repairs & Maintenance -Others	139,686		8,498	
Security Expenses	457,808		493,000	
Sundry Expenses	527,004		791,251	
Travelling Expenses	563,796		825,013	
Vehicle Expenses	6,500	3,791,445	105	5,927,170
3. Selling & Distribution Expenses				
Advertisement	77,800	77,800	103,742	103,742
Total Other Expenses		3,869,245		6,030,913



NOTE : 37 - OTHER NOTES

- A) The Labour Union has filed a case against the Company under Payment of Wages Act, for recovery of wages for the period from July'05 to Nov'05 before the Hon. Labour Court, Baroda. The Court has issued order dated 17/2/2006 for attaching certain Plant and machinery at its factory in Baroda. The order was executed on 20th February, 2006.

Since the Plant & Machinery was attached, the Company could not continue the production and the management had issued notice to employees that the employees would be called upon for work as and when required and that no salary is payable from 20th February, 2006 till the time the production is restarted. Accordingly the Company had provided the salary and gratuity for its employees in factory till 20th February, 2006.

1. SIGNIFICANT ACCOUNTING POLICIES:

(a) ACCOUNTING CONCEPTS:

The Company follows mercantile system of accounting, and recognises income and expenses on accrual basis that are of significant nature. The financial statement have been prepared to comply in all material respect with the mandatory Accounting standards issued by the Ministry of Corporate Affairs, in accordance with Indian Generally Accepted Accounting Policies and as per the provision of the Companies Act 2013 unless otherwise stated. The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013.

(b) PROPERTY, PLANT, AND EQUIPMENTS:

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets. In case of land the Company avails fair value as deemed cost on the date of transition to Ind AS. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Where the Company elects to continue with the carrying value for its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind ASs, measured as per the previous GAAP and it uses that as its deemed cost as at the date of transition after making necessary adjustments as statutorily required.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work - in - Progress.

Depreciation on Property, Plant and Equipment is provided using written down value method on depreciable amount. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act 2013.

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.



Gains or losses arising from derecognition of a Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised

(c) Leases

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

Leased Assets:

Assets held under finance leases are initially recognised as Assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalized. Contingent rentals are recognised as expenses in the periods in which they are incurred

A leased asset is depreciated over the useful life of the asset ranging from 18 years to 99 years. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.

(d) Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation / depletion and impairment losses, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the Intangible Assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Intangible Assets Under Development.

The amortisation period and the amortisation method for Intangible Assets with a finite useful life are reviewed at each reporting date.

(e) Research and Development Expenditure

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are charged to the Statement of Profit and Loss unless a product's technological and



commercial feasibility has been established, in which case such expenditure is capitalised

(f) Finance Cost

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

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred

(g) Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition

Cost of raw materials, chemicals, stores and spares, packing materials, trading and other products are determined on weighted average basis.

(h) Impairment of Non-Financial Assets - Property, Plant and Equipment and Intangible Assets

The Company assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible Assets or group of Assets, called Cash generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(i) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

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



(j) Employee Benefits Expense

The Company does not have defined employee retirement policy as the employee strength does not exceed the statutory minimum.

(k) Tax Expenses

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

- (i) Current tax Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the Income Tax authorities, based on tax rates and laws that are enacted at the Balance sheet date. Current tax is the amount of income taxes payable (recoverable) in respect of the taxable profit (tax loss) for a period. Current tax for current and prior periods to the extent unpaid is recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset. The benefit relating to a tax loss that can be carried back to recover current tax of a previous period is recognised as and when the benefit can be reliably measured.

- (ii) Deferred tax Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit.

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

- (l) Foreign Currencies Transactions and Translation** Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets which are capitalized as cost of assets. Additionally, exchange gains or losses on foreign currency borrowings taken prior to April 1, 2016 which are related to the acquisition or construction of qualifying assets are adjusted in the carrying cost of such assets.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income or Statement of Profit and Loss are also recognised in Other Comprehensive Income or Statement of Profit and Loss, respectively).

(m) Earnings Per Share

The Company reports basic and diluted earnings per share in accordance with Ind AS-33 "Earnings Per Share." Basic earnings per share is calculated by dividing profit or loss attributable to ordinary equity holders



of the parent entity (the numerator) by the weighted average number of ordinary shares outstanding (the denominator) during the period. Diluted earnings per share is calculated after adjusting profit or loss attributable to ordinary equity holders, and the weighted average number of shares outstanding, for the effects of all dilutive potential ordinary shares.

(n) Provisions, Contingent Liabilities and Contingent Assets

Contingent liabilities as defined in Ind AS-37 "Provisions, Contingent Liabilities and Contingent Assets" are disclosed by way of notes to accounts. Provision is made if it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as a contingent liability.

(o) Cash Flow Statement

Cash flows are reported using the indirect method, whereby the net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of the past or future cash receipts or payments. The cash flows from regular revenue generating, investing & financing activities of the company are segregated.

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed.

Revenue from operations is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

(p) Interest Income

Interest Income from a Financial Assets is recognised using effective interest rate method.

(q) Dividend Income Dividend Income is recognised when the Company's right to receive the amount has been established.

2. Contingent liabilities not provided for:

- (a) The Customs Department is in appeal before High court of Gujarat against the order of CESTAT for waiver of penalty levied by the customs department amounting to Rs. 10,00,00,000. This was earlier reduced to Rs. 7,00,00,000. The Company has deposited Rs. 2,20,00,000 with Customs Authorities as deposit against the said disputed penalty. At present, The Honorable High court of Gujarat has given a stay on the matter. As per the CESTAT order and on merit the Company does not expect this liability to materialize and accordingly Rs. 7,00,00,000 is a contingent liability and the same has not been provided in the books.
- (b) The Trustees of Debenture holders as well as some debenture holders have filed suit against the Company for recovery of principle amount of debentures as well as interest based on compounded rests. As per records available with the Company, the amount demanded approximately is Rs. 85,800,000 inclusive of interest by on of the debenture holders. The Company had provided for interest including penal interest of 16% only on simple interest earlier. The Company had reached a settlement with the debenture holders. The debenture holders had agreed to settle the amount payable @ 30% of principal amount outstanding subject to certain terms and conditions. The Company has liquidated some of its assets to pay off the debenture holders after taking necessary approvals from BIFR. However since after taking of the approval BIFR has been dissolved and the matter is pending in DRT-1, Mumbai. The company had filed a writ petition in High Court of Bombay against an order of deposit of Rs 2 crores by DRAT Chennai and as per the order of High Court the company has in the current year already deposited Rs 7.5 lacs as security deposit and Rs.5 lacs per



month from June 2018 to March 2019 i.e. Rs 50 Lacs. The Company is in negotiations with the NCD Holders. The Company does not anticipate additional interest liability as demanded by the debenture holders due to which Company has not provided interest for the current year as well as company has written back the interest of RS. 133,401,338 provided in the earlier years. The company has further deposited RS. 60 Lac @ Rs. 5 Lac per month basis from 1st April 2019 to 31st March 2020. Total amount deposited stands at Rs 117.50 Lac.

- (c) The Company has entered into finance lease transactions, i.e. purchase and lease back of the assets with Rajasthan State Electricity Board (RSEB) dated 30.09.1995 and 30.03.1996. As per the terms of the agreements there was a Deferred Payment arrangement (DPA) payable in installments towards payment of purchase consideration by the Company to RSEB, and the lease rentals are being receivable from RSEB over a period from 1995-2004. The Company had defaulted in payment of installments of DPA payable to RSEB and RSEB has withheld the lease amount payable by them to the Company.

The Company has received a notice from Rajasthan Rajya Vidyut Prasaran Nigam Ltd. (Formerly known as RSEB) raising a demand of approximately Rs.71,590,000 and interest @ 20% p.a based on monthly rests. The Company has raised a claim for lease rental receivable of approximately Rs.40,800,000 on RSEB after adjusting all balance purchase price of leased assets. The Company has filed a suit in the Rajasthan High Court for recovery of Lease Rentals from R.S.E.B of approximately Rs. 96,492,000 including Interest @ 20%p.a., after adjusting the DPA amount. The Company does not expect any liability on this account.

- (d) Income-tax matters of the Company for Assessment Year 1996-97 and 1997-98 were pending before hon'ble ITAT, Ahmedbad. Hon'ble ITAT has decided some issues in favour of the Company, some against the Company, and some were sent back to the Assessing Officer for re-verification. The Revenue had preferred appeal before hon'ble Gujarat High Court. Hon'ble High Court dismissed appeals of Revenue except upholding disallowance on account of travel expenses. Appeal effect for this is given by the Revenue, and a revised demand of Rs. 1,340,470 is raised for Assessment Year 1997-98 and Rs. 52,590 for Assessment Year 1996-97. The Company has already provided almost equivalent liability in accounts. These amounts remain to be adjusted against tax refunds due to the Company. The required refund adjustment is pending from the side of Revenue. The Company does not anticipate any further liability in view of availability of past refunds.

Other Disputed Statutory liabilities:

Sr. No	Name of the Statutory Dues	Forum where dispute is pending	Period to which amount relates	Unpaid Amt ₹
1	Income Tax Penalty	ITAT - Ahmedabad	2006-07	4,571,700

- (e) Hon'ble Labour Court, Baroda under the Payment of Wages Act has directed the Company to pay RS. 129,961,108 to various workers. The Company has filed Miscellaneous Application before the hon'ble Court to review its decision as according to the Company. The Company has already settled some of the labour dues.
- (f) Indo Nippon Chemical Co. Ltd (INCC) has filed a L.E.&C.Suit No.97/126 of 2000 in hon'ble Small Causes Court of Mumbai against the Company to vacate leased premises that the Company has been using, and as per the Court order dated 08.05.2013, the Company was directed to deliver possession of suit premises to INCC. The Company has filed an appeal with the Revision Bench which stayed the above order subject to the Company depositing Rs. 2,00,000 over and above the Rs. 30,000 that it continues to deposit in the Small causes court as rent. The Company accepted this order partly and continued to deposit the Rs. 30,000 rent per month in court; however went into appeal against the other part of the order in High Court of Mumbai which allowed the Company to pay arrears at the rate of Rs. 1,00,000 per month which was to be deposited by the company within two weeks from the order date 17th February 2014 which has been complied with, and the Company has paid Rs 10 Lacs for 10 months for the period May 2013 to February 2014 and Rs. 30,000 per month for



Eight months amounting to Rs. 2,40,000 for the period May 2013 to December 2013 and continues to pay Rs. 30,000 per month as rent. Thereafter as per the order of Hon'ble Bombay High Court the Company has further deposited an amount of Rs.36 lacs for the period from March, 2014 to March, 2017. As per the final order of Hon'ble High Court, the Company has been asked to deposit Rs. 2,00,000 per month from May 2013 onwards till the hearing is completed. The Company in the above case filed Appeal against the above said final order in the Hon'ble Supreme Court of India, which was dismissed. Hence the company has deposited arrears and further deposits Rs. 2,00,000 per month starting from immediately preceeding financial year. Total amount deposited in this financial year is Rs. 2,400,000 and the total amount deposited till year end is Rs. 166 Lac.

- (g) An order has been passed by the Delisting Committee of BSE Ltd in the matter of Indu Nissan Oxo Chemical Industries Ltd delisting the securities of the Company with effect from July4, 2018. The Company is directed to buy back its securities at Rs. 0.84 per share. The Company is considering the options available with it in this regard.
 - (h) The Income-tax Department has issued a letter dated 21/01/2020 intimating that total income-tax arrears of the Company as on date are Rs. 1,98,73,868 for various Assessment Years. As mentioned in (d) above, the Department has given appeal effect to some appellate orders; whereas appeal effects are pending in case of other appeals. In view of this, according to management, no income-tax liability remains un-provided in accounts except interest payable on the tax arrears which has not been quantified by the income-tax department.
3. As a part of restructuring package, the Company had entered into an agreement with one of the creditors to restructure the Company's liabilities of US \$ 66,31,140.27 equivalents amounting to Rs. 290,121,000 as on 31.3.2000 due and payable to them as under:
- (a) Out of the total amount payable Rs. 60,000,000 have been waived by the said creditor.
 - (b) The Company's liability in terms of US dollars payable to the said creditor has been converted in terms of Rupee at prevailing exchange rate as on 31.3.2000.
 - (c) The said creditor has deferred an amount of Rs.230,100,000 due and payable to it, Subsequent, to the agreement, the Company had paid Rs. 23,500,000, and the balance outstanding payable is Rs. 206,619,439.
- Since the amount is fixed in Rupee terms, the amount is not revalued at exchange rate prevailing at the year end.
4. In the opinion of the management, the current assets, loans and advances are approximately of the value stated if realized in the ordinary course of business. The provision for all known liabilities is adequate and is made on the basis of information available and not in excess of the amount reasonably necessary.
5. Except in few cases where balance confirmations are available, the remaining balances under the heads Secured Loans, Unsecured Loans, Sundry Debtors, Sundry Creditors, Other Liabilities, Loans & Advances and Deposits are shown as appearing in books of account and are subject to reconciliation / adjustment, if any.
- 6 A. Payment of remuneration to Managing director prescribed under Schedule V to the Companies Act, 2013. The Company proposed to its Chairman & Managing Director to consider waiver of salary in view of the difficult financial position of the Company. Accordingly, the Chairman & Managing Director accepted the proposal and agreed for not to provide salary for year ending on and from March 31, 2018.
- B. In the absence of operating profit during the year, no commission is payable to the Managing Director and hence computation of net profit u/s 198 has not been given.
- 7 (i) Income Tax assessments are completed up to Assessment Year 2018-19.



- (ii) In view of carry forward losses, no provision for tax has been provided for the current year. The Company has decided not to make any provisions for deferred tax assets based on principle of Prudence, which requires Company to make provision for deferred tax assets only if it expects to realize them in future. However the Company doesn't expect to have taxable income in the near future against which the deferred Tax assets can be realized. Consequently the Company has not made provisions for deferred tax assets arising due to timing difference in the books of account.

8. In view of the Ind AS 24 – “Related Party Disclosures” issued by the Ministry of Corporate Affairs, the following is details of transactions and nature of relationships.

Name of the Related Party	Nature of Relation	Nature of Transaction	Transaction Amount	Amount Receivable/ (Payable) as on 31.03.2020
Indo Nippon Chemical Company Ltd.	Associate Company	Rent – Mumbai Office	360,000	-
Mehool International Limited	Associate Company	Supply of Raw Material	-	(206,619,439)
M/s Bhuva Holdings	Associate Company	Rent for Premises	178,500	(3,554,384)
Mehool Bhuva	CEO/ Relative of Director	Opening Balance Loan-Received Loan-Repayment	27,613,533 13,674,331 4,924,500	(36,363,364)

9. As required by SEBI circular no.2/2003 of 10th January, 2003 the following disclosures have been made: (i) Loans and advances in the nature of Loans to subsidiaries: Rs. NIL. (ii) Loans & Advances in the nature of Loans to Associates: Rs. NIL. (iii) Loans and advances in the nature of loans where there is no repayment schedule, no interest or interest below Section 186 of the Companies Act 2013: Rs. NIL
10. The Company has written back liabilities not payable during the year to the extent of Rs. 28,00,000 that has improved the bottom line at end of the year.
11. Debenture Redemption Reserve is brought at par with outstanding debentures on the balance sheet date by transferring the necessary amount Profit and Loss Appropriation. The said outstanding balance is considered as per the letter from the Debentureholders.
12. The Company has written and requested the Income Tax Department to adjust refunds of past years against Unpaid undisputed dues on account of direct taxes. The Company is awaiting the reply barring one case where adjustment is made by the IT Department and reduced liability of the Company. Meanwhile, the Company has accounted for interest of Rs. 47,760 (previous year Rs. 0) on income-tax refund that was adjusted by the Income-tax Department against past demands which the Company was intimated during the course of assessment for Assessment Year 2017-18 and 2018-19.
13. The Company has to its credit unclaimed dividends and debenture money to the tune of Rs. 16,26,188 which is due to be transferred to Investors' Protection Fund of the Government of India. The Bankers are refusing to transfer these sums in view of non availability of names of the beneficiaries. The Company is attempting to its level best to sort the issue out.
14. All the expenses debited to Statement of Profit and Loss are incurred for the purpose of business or revival of operations of the Company. The amounts paid to or incurred by the directors and employees of the Company are



paid / incurred under contractual agreement or customary, and according to the management, none of the expenses of personal nature are debited to statement of profit and loss.

15. Information pursuant to Schedule III to the Companies Act 2013 is given in these accounts to the extent applicable in view of the Management.
16. Previous year's figures have been regrouped and rearranged wherever necessary so as to make them comparable with that of the current year.
17. Auditors' remuneration in accordance with paragraph 5A (j) of part II of Schedule III to the Companies Act, 2013 is as under:

Particulars	2019-20	2018-19
As Auditors	137,500	147,100
Taxation matters	-	-
Company law matters	-	-
Management services	-	-
Other Services	-	-
Reimbursement of expenses	-	-
	137,500	147,100

19. Earning per share is calculated as under :

Particulars	March 31, 2020	March 31, 2019
Basic earning per share		
Net profit after Taxation	4,672,880	4,927,602
Number of shares issued (Nominal Value RS.10)	16,500,000	16,500,000
Basic earning per share	0.28	0.30
Diluted earning per share		
Net profit after Taxation	4,672,880	4,927,602
Number of shares issued (Nominal Value RS.10)	16,500,000	16,500,000
Diluted earning per share	0.28	0.30

19. "The Micro, Small and Medium Enterprise Development Act, 2006" has repealed the provision of interest on delayed payment to small scale and ancillary industrial undertaking Act, 1993. The management does not find it necessary to provide for interest on delayed payments to the suppliers covered by the said Act in view of insignificant amount and probability of its outgo.

20. Disclosure of Provisions as required by Ind AS-37 is as under:

Particulars	Opening Balance	Additional provisions during the year	Amount Used & Unused amount reversed during the year	Closing Balance
Income-tax	11,155,045	0	245,184	10,909,861

INDU NISSAN OXO CHEMICAL INDUSTRIES LIMITED



21. Value of imports calculated on C.I.F basis by the company during the financial year in respect of –

		March 31, 2020	March 31, 2019
i	Raw materials;	-	-
ii	Components and spare parts	-	-
iii	Capital goods	-	-
iv	Trading Goods	-	-

22. Other Expenses in Foreign Currency:

		March 31, 2020	March 31, 2019
i	Royalty, Know-how, Professional and Consultation fees, Interest, and Other matters	398,434	-
ii	Total value if all imported / indigenous raw materials, spare parts and components consumed and the percentage of each to the total consumption	-	-
iii	Amount remitted in foreign currencies on account of dividends with a specific mention of the total number of non-resident shareholders, the total number of shares held by them on which the dividends were due and the year to which the dividends related;	-	-
iv	Earnings in foreign exchange classified under the following heads, namely		
	i Export of goods calculated on F.O.B. basis	-	-
	ii Royalty, know-how ,professional and consultation fees;	-	-
	iii Interest and dividend	-	-
	iv Other income, indicating the nature thereof	-	-

23. Information on Sales and Earnings in Foreign Exchange

Particulars	March 31, 2020 (`)	March 31, 2019 (`)
Consultation Charges (Earning in Foreign Exchange)	-	-
Work in Progress	-	-
Grand Total	-	-

24. The Company has only one reportable business segment hence no further disclosure is required under Indian Accounting Standard-108 on "Operating Segment".



25. Disclosures required under Ind AS-116 on "Leases".

Finance Lease - Assets Given on Lease

The Company has dispute with RSEB [Note 2 (e)] above, and the matter is pending before hon'ble Court, the Company is not receiving any payment from the Lessee. The Company has depreciated entire amount of assets given on lease to RSEB amounting to Rs. 188,270,340.

Operating Lease - Assets Taken on Lease	March 31, 2020	March 31, 2019
Total of future minimum lease payments under non-cancellable operating leases for each of the following periods: Not later than one year; Later than one year and not later than five years; Later than five years;	538,500	538,500
Total of future minimum sublease payments expected to be received under non-cancellable subleases at the balance sheet date	0	0
Lease payments recognised in the statement of profit and loss for the period, with separate amounts for minimum lease payments and contingent rents	538,500	538,500
sub-lease payments received (or receivable) recognised in the statement of profit and loss for the period	0	0
General description of the lessee's significant leasing arrangements including, but not limited to, the following: Basis on which contingent rent payments are determined; Existence and terms of renewal or purchase options and escalation clauses; and Restrictions imposed by lease arrangements, such as those concerning dividends, additional debt, and further leasing.	0	0
Operating Lease - Assets Given on Lease	March 31, 2019	March 31, 2018
Gross carrying amount	0	0
Accumulated depreciation	0	0
Accumulated impairment losses	0	0
the depreciation recognised in the statement of profit and loss for the period	0	0
Impairment losses recognised in the statement of profit and loss for the period	0	0
impairment losses reversed in the statement of profit and loss for the period;	0	0
Future minimum lease payments under non-cancellable operating leases in the aggregate and for each of the following periods	0	0
Not later than one year;	0	0
Later than one year and not later than five years;	0	0
Later than five years;	0	0
Total contingent rents recognised as income in the statement of profit and loss for the period	0	0

26. Notes "1" to "37" form an integral part of the accounts and have been duly authenticated.

FOR AND ON BEHALF OF THE BOARD OF
INDU NISSAN OXO CHEMICALS INDUSTRIES LIMITED

(Ranak M. Bhuvra)
Director

Place : Mumbai
Date : October 29, 2020

(Surendra B. Patel)
Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020				
Particulars	CURRENT YEAR		PREVIOUS YEAR	
	(` -)	(` -)	(` -)	
A. CASH FLOW FROM OPERATING ACTIVITIES :				
Net Profit Before Tax and Extraordinary Item		4,672,880		4,927,602
Adjustments for :				
Depreciation	34,929		46,137	
Interest expense	10,804		(10,729)	
Interest Income	(47,760)		-	
Revaluation Reserve Written Back	-		-	
Unrealised Exchange Rate Difference	-		-	
Profit on Sale of fixed Assets	-	(2,027)	-	35,408
Operating Profit Before Working Capital Changes		4,670,853		4,963,010
Changes in Working Capital:				
Inventories	-		-	
Sundry Debtors	(2,950,000)		-	
Loans and Advances/Deposits	(8,400,000)		(8,150,000)	
Sundry Creditors	277,537		(2,114,156)	
Other Financial Liabilities	480,801		(75,960)	
Other Liabilities	(292,944)	(10,884,606)	(117,100)	(10,457,215)
Cash Generated from Operations		(6,213,753)		(5,494,205)
Net Direct Taxes Paid		-		-
Cash Flow Before Extraordinary Items		(6,213,753)		(5,494,205)
Extraordinary Items		-		-
Net cash flow from operating activities		(6,213,753)		(5,494,205)
B. CASH FLOW FROM INVESTING ACTIVITIES :				
Purchase of Fixed Assets	-		(15,000)	
Interest Income	47,760		-	
Sale of Fixed Assets	-	47,760	-	(15,000)
Net cash used in investing activities		47,760		(15,000)
C. CASH FLOW FROM FINANCING ACTIVITIES :				
Investment maturity	-		-	
Proceeds from Borrowings (Net)	5,799,331		5,801,956	
Interest expense	(10,804)	5,788,527	10,729	5,812,685
Net cash used in financing activities		5,788,527		5,812,685
Net Cash Inflow/ (outflow) (A+B+C)		(377,466)		303,480
Opening Cash and Cash equivalents		450,704		147,225
Closing Cash and Cash equivalents		73,238		450,704
AS PER OUR REPORT OF EVEN DATE FOR SHAH, SHAH & SHAH CHARTERED ACCOUNTANTS		FOR AND ON BEHALF OF THE BOARD OF INDU NISSAN OXO CHEMICALS INDUSTRIES LIMITED		
(Mehul Shah) PARTNER FRN : 116457W M. No. : 049361 Mumbai : October 29, 2020		(Ranak M. Bhuvra) Director (Surendra B. Patel) Director		

Attendance Slip

39th Annual General Meeting
Indu Nissan Oxo Chemical Industries Limited

[CIN: L24110GJ1979PLC003549]

Registered office: Bajwa Chhani Road, B/H Gsfc Compound, Vadodara 391310, India.
Phone: 9978286359 | Email: inocil@yahoo.com

Date	Venue	Time
December 15, 2020	Bajwa Chhani Road, B/H GSFC Compound Vadodara 391310, India.	12.30 PM (IST)

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE.

Folio No. _____ *DP ID No. _____ *Client ID No. _____

Name of the Member Mr. /Mrs. _____ Signature _____

Name of the Proxy holder Mr. /Mrs. _____ Signature _____

** Applicable for investors holding shares in electronic form.*

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the 39th Annual General Meeting of the Company held on Tuesday, 15 December, 2020 at 12:30 PM (IST) at : Bajwa Chhani Road, B/H GSFC Compound Vadodara 391310, India.

Signature of the Member/ Proxy

Note: Physical copy of the Annual Report for 2020 and Notice of the 39th Annual General Meeting along with the Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members.

39th Annual General Meeting
Indu Nissan Oxo Chemical Industries Limited

[CIN: L24110GJ1979PLC003549]

Registered office: Bajwa Chhani Road, B/H GsfC Compound, Vadodara 391310, India.

Phone: 9978286359 | Email: inocil@yahoo.com

Form No. MGT-11

FORM OF PROXY

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s) :	Email Id :
Registered Address:	Folio No.
	*DP Id
No of Shares held	*Client Id :

**Applicable for investors holding shares in electronic form.*

I/We, being a member(s) of _____ shares of Indu Nissan Oxo Chemical Industries Limited hereby appoint:

1. Mr./Mrs. : _____ Email Id: _____
 Address : _____ Signature : _____
2. Mr./Mrs. : _____ Email Id: _____
 Address : _____ Signature : _____
3. Mr./Mrs. : _____ Email Id: _____
 Address : _____ Signature : _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual General Meeting of the Company to be held on Tuesday, 15 December, 2020 at 12.30 PM (IST) at Bajwa Chhani Road, B/H GSFC Compound Vadodara 391310, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolutions	Number of Shares held	For	Against
Ordinary Business				
1.	To receive, consider and adopt the Standalone Audited Financial Statement of the Company for the financial year ended March 31, 2020 together with the Report of the Board of Directors and Auditor's thereon			
2.	To appoint a Director in place of Mrs.RanakBhuva (DIN:06958910), who retires by rotation and being eligible, offers himself for re-appointment.			
3.	Appointment of M/s APMH & Associates, LLP, Chartered Accountants, as the Statutory Auditors of the Company			
Special Business				
4.	Consider alteration/amendments of the Memorandum of Association of the Company			
5.	Consider Adoption of New Set of Articles of Association, in line with Companies Act, 2013			
6.	To Consider and enable to Lease the immovable property(ies), Plant and Machinery(ies) of the company			

This is optional. Please put a tick mark ("") in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all of the Resolutions, the proxy will be entitled to vote in the manner he/ she thinks appropriate. If a member wishes to abstain from voting on particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signature(s) of the Member(s)

1. _____
2. _____
3. _____

Affix
Revenue
Stamp

Signed this _____ day of _____ 2020

Notes:

1. The Proxy to be effective should be deposited at the registered office of the company not less than Forty-eight (48) Hours before commencement of the meeting at Bajwa Chhani Road, B/H, GSFC Compound Vadodara 391310, India
2. A proxy need not be a member of the company.
3. In the case of the Joint holders, the vote of the senior who tenders vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of the Members.
4. The form of proxy confers authority to demand or join in demanding a poll.
5. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
6. In case a member wishes his/her votes to be used differently, he/she should indicate the number of shares under the columns "For" or "Against" as appropriate.