



# Vibrant Global Capital Limited Annual Report 2020-21



Building Business

Collaboratively

Consistently

Responsively

*The Board:*

<b>Mr. Vinod Garg</b>	Chairman and Managing Director
<b>Mr. Vaibhav Garg</b>	Whole Time Director and Chief Financial Officer
<b>Mr. Anand Khetan</b>	Non-Executive Independent Director
<b>Mrs. Khushboo Pasari</b>	Non-Executive Independent Director
<b>Mr. Varun Vijaywargi</b>	Non-Executive Independent Director
<b>Mr. Ajay Garg</b>	Non-Executive Non-Independent Director

*Company Secretary & Compliance Officer:*

**Mr. Jalpesh Darji**

*Statutory Auditors:*

**M/S. Agrawal & Kedia**

**Chartered Accountants**

**U. G. Floor, Business Plaza, Farmland,  
Central Bazar Road, Lokmat Square,  
Nagpur - 440 010, Maharashtra, India**

*Bankers of The Company:*

**HDFC Bank Limited**

*Registrar and Share Transfer Agent:*

**Bigshare Services Private Limited**

**E - 2/3, Ansa Industrial Estate, Sakivihar Road,  
Sakinaka, Andheri (East), Mumbai - 400 072, Maharashtra, India,  
Maharashtra, India**

**26<sup>th</sup> Annual General Meeting**

**Wednesday, 22<sup>nd</sup> September, 2021 at 11.30  
a.m. through Video Conference (VC)/Other  
Audio-Visual Means (OVAM)**

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Dear Shareholders,

The banking and non-banking financial company (NBFC) sector in India has witnessed significant market-driven and regulatory events in the last decade. Cumulatively, these have had a profound impact on the industry. Some of the noteworthy developments include the issuance of new bank licences for universal banks, introduction of a new category of banks (small finance banks and payments banks); insolvency processes and the resolution of a few large non-performing assets (NPA) situations; and consolidation of public sector banks (PSBs), etc. Before the onset of the COVID-19 pandemic, the sector was dealing with the contagion effects associated with the collapse of a few NBFCs and co-operative banks.

However, innovation and the continuous adoption of technology did not falter within the sector even through these tough times.

The evolution of the core banking system has transformed the banking sector's propositions, with anywhere banking and internet banking reducing the customers' need for visiting the branch. Digital payments not only helped in business-to-business (B2B) transactions but also pushed the adoption of e-commerce.

The global pandemic in 2020-21 did not spare the banking and NBFC sector. Three potential high-impact changes that could impact the banking and NBFC are:-

### 1. Digital Transformation

The pandemic has motivated the industry to reconsider its operation model and client acquisition strategy. Digitisation and automation have taken centre stage. With an increased focus on the Micro, Small and Medium Enterprises (MSME) and retail segments, banks are discovering novel ways of delivering financial services products to their end customers. Newer digital lending products introduced by fintech players have been willingly embraced by customers, thereby creating disruption, especially around client acquisition and retail lending products. A seamless customer journey has emerged as the ultimate aspiration and, therefore, guiding principle for the industry. Introduction of digital lending products largely entails self-service applications supported by back-end processing of applications on risk-rating processes. Additionally, tools that aid risk-based pricing and lending decisions are expected to be the next growth enablers for banks. Banks have realised the importance of data and are investing in technology infrastructure to leverage both structured and unstructured data and transform this into analytics and subsequently, actionable insights. Cloud technology and the use of artificial intelligence and machine learning tools to perform forward-looking analytics should help in effective client acquisition, better credit decisions, improved efficiency and optimised costs.

### 2. Transformation of public sector banks

The growth of PSBs has been majorly stunted by their high level of NPAs. The market capitalisation of all 12 PSBs is less than that of one of the leading private sector bank. The government expects the top six PSBs to realign their business and operating models and be self-reliant when it comes to their capital requirements for growth. Furthermore, the government's decision to privatise and divest PSBs would also contribute to building scale and efficiency in this segment. Select PSBs have already commenced on their transformative journey by adopting digital lending products, creating alliances and partnerships with fintech players and investing in technology for data analytics.

### 3. Governance of NBFCs and conversion into banks

The Reserve Bank of India recently issued discussion documents on the extent of ownership of banks as well as scale-based governance frameworks for NBFCs. While the industry provided feedback on both these documents, it is now eagerly awaiting the regulator's final decision and circular on the matters. It appears almost certain that larger NBFCs that have the potential to systemically influence the overall banking and financial services system may now enjoy less of a regulatory arbitrage and be subject to a governance framework akin to banks. With expected regulations around corporate houses being allowed to own a bank (albeit with restrictions), we can also expect significant consolidation in this segment resulting in a few large NBFCs either converting into a bank or merging with existing banks. The decision to convert into a bank though could also depend on the transition guidelines, especially those related to liquidity ratio.

Banking and NBFC sector are once again at an inflexion point, given the potential transformational, operational and stakeholder changes influenced by the above-mentioned drivers.

On the Overall Economy, we are cautiously optimistic and expect growth to touch 9.5% in FY 2021-22. Growth in FY 2021-22 will likely be a story of two halves, with economic activity picking up rapidly in the second half. While we expect a strong revival in the years ahead, it might be naïve to not accept the scars the pandemic may leave behind on the economy. One of the apparent aftermaths is the rise of a dichotomous world that we are currently witnessing.

Considering the spread of the virus at pan-India level and its resurgence in the form of mutated variants, time required for NBFC operations to return to normalcy could be slightly prolonged.

The sector's capitalisation remains reasonable, given the muted growth outlook, to absorb moderate asset quality stress. NBFCs have increased their focus on collections and have tightened underwriting standards, and so portfolio growth would take a back seat and quality of portfolio will be under terrific scanner.

India has a diversified financial sector undergoing rapid expansion, both in terms of strong growth of existing financial services firms and new entities entering the market. The sector comprises commercial banks, insurance companies, non-banking financial companies, co-operatives, pension funds, mutual funds, and other smaller financial entities. The banking regulator has allowed new entities such as payment banks to be created recently, thereby adding to the type of entities operating in the sector. However, financial sector in India is predominantly a banking sector with commercial banks accounting for more than 64% of the total assets held by the financial system.

The Government of India has introduced several reforms to liberalise, regulate and enhance this industry. The Government and Reserve Bank of India (RBI) have taken various measures to facilitate easy access to finance for Micro, Small and Medium Enterprises (MSMEs). These measures include launching Credit Guarantee Fund Scheme for MSMEs, issuing guideline to banks regarding collateral requirements and setting up a Micro Units Development and Refinance Agency (MUDRA). With a combined push by Government and private sector, India is undoubtedly one of the world's most vibrant capital markets which has continued to witness meteoric rise in under these excruciating circumstances.

We are very confident that your company will ride on this vibrant capital market for consolidating its performance further in the FY 2021-22 and in years to come by squarely facing the challenges in these testing times. Quality leadership, sound business fundamentals and commercial jurisprudence will emerge as key strengths in our endeavours to witness resounding performance.

### Performance of the Company

#### On Standalone Business:

On standalone basis, total revenue of the company increased to INR 2,313.79 Lakhs during fiscal year 2020-21 as compared to INR 76.76 Lakhs during FY 2019-20. The Company made profit of INR 1,937.09 Lakhs in FY 2020-21 as against loss (after tax) of INR 2,128.27 Lakhs during FY 2018-19.

#### On Consolidated Business:

On consolidated basis, total revenue of the company decreased to INR 19,007.30 Lakhs during fiscal year 2020-21 from INR 19,933.75 Lakhs. The company recorded Profit (after tax) of INR 3,497.86 lakhs during fiscal year 2020-21 as compared to loss (after tax) of INR 2,464.79 Lakhs during FY 2019-20.

*From FY 2019-20, the financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as per Companies (Indian Accounting Standards) Rules, 2015*

### What we envisage in future?

We have ability to decide how we are going to interpret the adversities we face. When we work to find an appreciation for what we have gained as we persevere, we develop a more grateful approach to living. The hardship that scars us also grants us wisdom. But we as a company adopt the perspective that challenge can strengthen us, and that we can learn from both successes and failures. Therefore, we are constantly exercising our resilience muscles. So, even under testing circumstances, we exude confidence and resilience to face the undaunting task ahead of us and continue to put up similar inspired performance in the years to come.

### Acknowledgment

I would like to extend my gratitude for the unstinted support and guidance lent by the management team and Independent Directors. I would like to thank all our regulators, esteemed associates and shareholders for reposing faith and confidence in us. Finally, I would like to thank all my colleagues and their families, more so during these testing times for being positive, working under great constraints on mobility and putting work and duty beyond their normal calls of duty to deliver a good performance and support.

VGCL has always believed in their core strengths, resilience and steady growth and are well poised for a poignant performance in the years to come.

“We as a resilient organisation believe in our ability to demonstrate integrity and embed ethical business through alignment of corporate purpose and personal values with rapid changing environment. We will continue our quest for commercial excellence and jurisprudential growth.

With best wishes.

Vinod Garg

Chairman and Managing Director

## Board's Report

### TO THE MEMBERS,

The Directors of the Company take great pleasure in presenting the 26<sup>th</sup> Annual Report on the business and operations of your Company and the Audited standalone and consolidated financial statements for the financial year ended March 31, 2021.

### FINANCIAL HIGHLIGHTS

Our Company's financial performance for the year under review is summarized below:

Particulars	Consolidated (INR in Lakhs)		Standalone (INR in Lakhs)	
	2020-21	2019-20	2020-21	2019-20
Total Income	19,610.10	19,934.97	2,313.79	76.76
Less: Expenditure & Depreciation	16,125.18	22,487.06	263.00	2,389.05
<b>Profit/ (Loss) before Tax &amp; Profit/ (Loss) from Associates</b>	<b>3,484.92</b>	<b>(2,552.11)</b>	<b>2,050.79</b>	<b>(2,312.29)</b>
Profit/ (Loss) from Associates	(10.97)	(1.14)	-	-
<b>Profit/ (Loss) before Tax (PBT)</b>	<b>3,473.95</b>	<b>(2,553.23)</b>	<b>-</b>	<b>-</b>
Less: Current Tax	53.22	5.94	14.93	1.87
Less: Deferred Tax	(77.13)	(94.39)	98.77	(185.88)
<b>Profit/ (Loss) After Tax (PAT)</b>	<b>3,497.86</b>	<b>(2,464.78)</b>	<b>1,937.09</b>	<b>(2,128.27)</b>
Paid-up Equity Share Capital	2,290.74	1,720.71	2,290.74	2290.74
Reserves & Surplus	4,661.62	1,725.52	1,263.59	(670.51)
<b>Earning Per Share (in INR)</b>	<b>15.28</b>	<b>(14.16)</b>	<b>8.44</b>	<b>(9.29)</b>

### ACCOUNTING METHOD: ADOPTION OF IND AS

From FY 2019-20, the Consolidated and Standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as per Companies (Indian Accounting Standards) Rules, 2015, as amended read with sections 129 and 133 of the Companies Act, 2013 Act, read with the Companies (Accounts) Rules 2014.

### REVIEW OF OPERATIONS

#### CONSOLIDATED INCOME AND PROFIT AFTER TAX:

The consolidated total income decreased from INR 19,934.97 Lakhs to INR 19,610.10 Lakhs during current fiscal year, which is decrease by 1.63%. The Company recorded profit (after Tax) of INR 3,497.86 lakhs during fiscal year as compared to Loss (after Tax) of INR 2,464.78 Lakhs during FY 2019-20. Since the investment markets were conducive despite adverse pandemic situation that marginally impacted turnover but the profitability registered a significant turnaround.

#### STANDALONE INCOME AND PROFIT AFTER TAX:

The standalone total income increased to INR 2,313.79 Lakhs during current fiscal year as compared to INR 76.76 Lakhs during FY 2019-20. The Company recorded profit (after Tax) of INR 1,937.09 Lakhs during fiscal year as compared to Loss (after Tax) of INR 2,128.27 Lakhs during FY 2019-20.



## **DIVIDEND**

The Board of Directors of your Company do not recommend any dividend for FY 2020-21.

## **TRANSFER TO RESERVES**

During FY 2020-21, INR 1,934.10 Lakhs was transferred to reserves & surplus, out of which INR 387.42 lakhs was transferred to Statutory Reserves as per Section 45-IC of the Reserve Bank of India Act, 1934.

## **SUBSIDIARIES AND ASSOCIATE COMPANIES**

As on March 31, 2021, your Company had 1 Wholly Owned Subsidiary, 2 Subsidiaries and 1 Associate Company.

1. Vibrant Global Infraproject Private Limited (Wholly Owned Subsidiary)
2. Vibrant Global Trading Private Limited (Subsidiary)
3. Vibrant Global Salt Private Limited (Subsidiary)
4. Vibrant Global Vidyut Private Limited (Associates Company)

*During the year under review, Vibrant Global Capital Limited acquired further stake of 1.61% in Vibrant Global Trading Private Limited. After this acquisition, the Company holds 86.61% as on 31<sup>st</sup> March, 2021.*

## **FINANCIAL PERFORMANCE OF THE SUBSIDIARIES AND ASSOCIATE COMPANIES:**

### **Vibrant Global Infraproject Private Limited (Wholly Owned Subsidiary Company)**

Total Income for the FY 2020-21 was INR 1,106.44 Lakhs as compared to INR 35.36 Lakhs during previous year. Profit after tax increased to INR 1,065.04 Lakhs during FY 2020-21 as compared to INR 17.75 Lakhs during previous year.

### **Vibrant Global Trading Private Limited (Subsidiary)**

Total income for the FY 2020-21 was INR 9,702.56 Lakhs as compared to INR 14,623.76 Lakhs during previous year. The Company made profit (after tax) of INR 360.68 Lakhs during Financial Year 2020-21 as compared to INR Loss (after tax) of INR 234.77 lakhs during previous year. While turnover was adversely effected due to the extraordinary Covid Situation in the country, we could still maintain better profitability

### **Vibrant Global Salt Private Limited (Subsidiary)**

Total income for the FY 2020-21 was INR 5,974.90 Lakhs as compared to INR 5,306.68 Lakhs during previous year, which is increase of 12.59%. The Company incurred loss (Net Loss after Tax) of INR 72.47 Lakhs during FY 2020-21 as compared to loss of INR 107.84 Lakhs (Net Loss after Tax) during previous year 2019-20. While sales turnover improved despite adverse pandemic situation due to higher demand but profitability could not be improved due to pressure on selling prices because of higher supplies.

In accordance with Section 129(3) of the Companies Act, 2013 and as stipulated under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consolidated financial statements of the Companies and its Subsidiaries and Associate Companies are prepared, which forms part of the Annual Report. Further, a statement containing the salient features of the financial statement of our Subsidiaries and Associate Company in prescribed format of AOC-1 is appended as Annexure 1 to the Board Report.

The Statement also provides details of performance, financial positions of each of Subsidiaries and Associate Companies. These documents will also be available for inspection during business hours at our Registered Office of the Company.

## **CHANGE IN THE NATURE OF BUSINESS**

During the year under review, there is no change in the nature of business activities of the company.

## **SHARE CAPITAL**

During the year, there was no change in the share capital of the Company. The outstanding, issued, subscribed and paid-up capital of the Company was INR 2,290.74 Lakhs as on March 31, 2021.

## **DEPOSITS**

The Company being Non-Deposit accepting NBFC registered with the Reserve Bank of India under Section 45-IA of the Reserve Bank of India Act, 1934, has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

## **PARTICULARS OF THE EMPLOYEES AND RELATED DISCLOSURES:**

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure 2 of the Board's Report.

## **PARTICULARS OF LOANS, INVESTMENTS, GUARANTEES AND SECURITIES**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

## **RISK MANAGEMENT**

Risk Management is the process that can contribute progressively to organizational improvement by providing Management with a greater insight into risks and their impact. The Company has a robust Risk Management framework which proactively addresses risks and seizes opportunities so as to gain competitive advantage and protects and creates value for your stakeholders. The financial year 2020-21 as perhaps the most challenging year ever for financial institutions. The year witnessed major Risk events like liquidity and credit crises and ended with a Black Swan event in the shape of COVID-19 Pandemic.

Over the years, the Company has built a strong Risk Management Framework supported by well-established policies and procedures. The Company was able to face up to the unprecedented challenges during the last year and emerge as a strong and stable organization during turbulent times.

The details of the Risk Management with details of the principal risks and the plans to mitigate the same are given in the Risk Management section of the Management Discussion and Analysis Report

## **INTERNAL FINANCIAL CONTROLS**

Your Company has well-established internal control systems in place which are commensurate with the nature of its business and size and scale and complexity of its operations. Standard operating procedures (SOP) and Risk Control Matrices are in place designed to provide a reasonable assurance and are being continuously monitored and updated.

In addition to the above, internal audits are undertaken which independently validates the existing controls as per scope assigned to them. The Internal audit program is reviewed by the Audit Committee at the beginning of the year to ensure that the coverage of the areas is adequate. Reports of the internal auditors are regularly reviewed by the management and corrective action is initiated to strengthen the controls and enhance the effectiveness of the existing systems. Significant audit observations are presented to the Audit Committee along with the status of management actions and the progress of implementation of recommendations.

## POLICIES

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013 mandated the formulation of certain policies.

All these policies are available on the website of the Company ([www.vibrantglobalgroup.com](http://www.vibrantglobalgroup.com)).

Sr. No.	Name of the Policy
1.	Prohibition of Insider Trading Policy
2.	Code of Conduct
3.	Vigil Mechanism Policy
4.	Archival Policy for Retention of Documents
5.	Policy for determination of Materiality of Event or Information
6.	Policy for Evaluation of Performance of the Board of Directors
7.	Nomination & Remuneration Policy
8.	Prevention of Sexual Harassment at workplace policy

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

Your Company has in place an appropriate policy which is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee has been set up to redress complaints, if any, received regarding sexual harassment of women. The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. We further state that during the financial year under review, there were no complaints received/cases filed / cases pending under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

### Appointment of Mr. Ajay Garg:

On 23<sup>rd</sup> December, 2020, Mr. Ajay Garg was appointed as Additional Director designated as Non-executive Non-Independent Director on the Board.

*In the ensuing Annual General Meeting, the Company is proposing to appoint Mr. Ajay Garg as Director of the Company. The Board recommends his appointment by the members at the ensuing AGM.*

### Re-appointment of Khushboo Pasari:

*Tenure of Mrs. Khushboo Pasari will expire on August 21, 2021 and hence Board has approved re-appointment of Mrs. Pasari as Non-executive Independent Director for another 5 years effective from 11<sup>th</sup> August, 2021, subject to approval of Members of the Company in ensuing Annual General Meeting.*

### Retirement by Rotation by Board Of Directors

In accordance with the provisions of section 152(6) of the Companies Act, 2013 and in terms of Articles of Association of the Company, Mr. Vinod Garg (DIN: 00152665) retires by rotation at the ensuing Annual General Meeting (AGM) and being eligible offers himself for re-appointment. The Board recommends his reappointment by the members at the ensuing AGM.

## PROFILE OF THE DIRECTOR SEEKING APPOINTMENT / REAPPOINTMENT

As required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements), 2015, particulars of the Directors retiring by rotation and seeking reappointment at the ensuing Annual General Meeting is annexed to the notice convening 26<sup>th</sup> Annual General Meeting.

**Familiarization Program for Independent Directors:**

With the commencement of SEBI (LODR) Regulation, 2015, the listed entity is required to conduct the program for new joining director of the Company to get him/her familiarization with the Company.

**Declaration by Independent Directors**

The Company has obtained declarations from Independent Directors stating that they meet the criteria of Independence as laid down under Section 149(6) of the Act.

**KEY MANAGERIAL PERSONNEL**

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

1. Mr. Vinod Garg, Chairman and Managing Director
2. Mr. Vaibhav Garg, Whole Time Director and Chief Financial Officer
3. Mr. Jalpesh Darji, Company Secretary and Compliance Officer

**Appointment/ Designation of Key Managerial Personnel:**

There was no appointment/ designation of Key Managerial Personnel during the year under review.

**REMUNERATION TO MANAGING DIRECTOR AND WHOLE TIME DIRECTOR FROM SUBSIDIARY COMPANIES**

During the Financial Year 2020-21, Mr. Vinod Garg, Managing Director and Mr. Vaibhav Garg, Whole Time Director and Chief Financial Officer did not draw any remuneration from Subsidiary Companies.

This disclosure is made under Section 197(14) of the Act and rules made thereunder.

**BOARD MEETINGS**

During the year, 10 (Ten) Board Meetings were held on various dates. Gap between two meetings was within the period prescribed under the Act and rules made thereunder.

There was a separate meeting of Independent Directors.

**BOARD EVALUATION**

The evaluation framework for assessing the performance of the Directors of your Company comprises of contributions at the Meeting(s) and strategic perspective or inputs regarding the growth and performance of your Company, amongst others.

Pursuant to the provisions of the Act and SEBI Listing Regulations and in terms of the Framework of the Board Performance Evaluation, the Nomination, Remuneration and Compensation Committee and the Board of Directors have carried out an annual performance evaluation of the Board itself, performance of various Committees of the Board, Individual Directors and the Chairman.

The Company has Policy for Evaluation of Performance of the Board of Directors. Also, the Policy for Evaluation of Performance of the Board of Directors is uploaded on the website of the Company.

**Outcome of the evaluation**

The Board of your Company was satisfied with the functioning of the Board and its committees. The committees are functioning well and besides their committee's terms of reference, as mandated by law, important issues are brought up and discussed in the committee meetings. The Board was also satisfied with the contribution of directors, in their respective capacities, which reflects the overall engagement of the individual directors.

## COMMITTEES OF THE BOARD

Compositions of all Committees are as follows:

### Audit Committee

Mr. Anand Khetan, Chairman	Non-Executive Independent Director
Mrs. Khushboo Pasari, Member	Non-Executive Independent Director
Mr. Vinod Garg, Member	Executive Director

### Nomination and Remuneration/ Compensation Committee (“NRC”)

Mr. Anand Khetan, Chairman	Non-Executive Independent Director
Mrs. Khushboo Pasari, Member	Non-Executive Independent Director
Mr. Varun Vijaywargi, Member	Non-Executive Independent Director
Mr. Vinod Garg, Member	Executive Director

### Stakeholders Relation Committee

Mr. Anand Khetan, Chairman	Non-Executive Independent Director
Mrs. Khushboo Pasari, Member	Non-Executive Independent Director
Mr. Vinod Garg, Member	Executive Director

## REMUNERATION POLICY

The Board, on the recommendation of the Nomination & Remuneration/ Compensation Committee framed a Remuneration Policy for Directors, Key Managerial Personnel and Senior Management. The Remuneration Policy is provided as Annexure 3.

## RELATED PARTY TRANSACTIONS

All the contracts/ arrangements/ transactions that were entered into by the Company during the financial year with related parties were on an arm’s length basis and in the ordinary course of business. During the year, the Company had not entered into any contract/ arrangement/ transaction with related parties which could be considered material in accordance with the provisions of the Act on materiality of related party transaction.

Details of Related Party Transactions are given in the note No. 36 to the Standalone Financial Statements. Also, Form AOC-2 on Related Party disclosures for the year under review, form part of this Annual Report as Annexure 4.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review forms part of this Annual Report.

## CORPORATE GOVERNANCE

As required under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR, 2015), a Report on Corporate Governance along with a Certificate of Compliance from Practicing Company Secretary form part of this Report.

## EXTRACT OF ANNUAL RETURN

Extract of Annual return in Form MGT - 9 is uploaded on website of the Company.

Web link of Annual Return: <http://www.vibrantglobalgroup.com/annual-report.html>

## ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

CONSERVATION OF ENERGY: Not Applicable

TECHNOLOGY ABSORPTION: Not Applicable

FOREIGN EXCHANGE EARNINGS AND OUTGO: NIL

## **SECRETARIAL AUDIT**

Pursuant to the provisions of Section 204 of the Act and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. H. Roshan & Associates, Practicing Company Secretaries, Nagpur, Maharashtra, to undertake the Secretarial Audit of the Company for the Financial Year 2020-21.

The Secretarial Audit Report given by M/s H. Roshan & Associates, Nagpur for the year under review is annexed herewith as Annexure 5 is self-explanatory and do not call for any further comments. The Annual Secretarial Compliance Report for the financial year 2020-21 has also been submitted to the BSE.

## **STATUTORY AUDITORS AND AUDITORS' REPORT**

In accordance with provisions of Section 139(1) of the Companies Act, 2013 M/s. Agrawal & Kedia, Chartered Accountants, Nagpur, Maharashtra (FRN: 100114W), has been appointed as statutory auditors of the company for 5 consecutive financial years i.e. commencing from the conclusion of 22<sup>nd</sup> Annual General Meeting till the conclusion of 27<sup>th</sup> AGM.

Pursuant to amendment in Section 139(1) of the Companies Act, 2013, the ratification of appointment of statutory auditors is not required in the ensuing 26<sup>th</sup> Annual General Meeting.

M/s. Agrawal & Kedia, Chartered Accountants, Nagpur, (FRN: 100114W), has submitted their eligibility and under section 141 of the Companies Act, 2013 and the rules made thereunder to the Board of Directors and are eligible to continue appointment as Statutory Auditors for the FY 2021-22.

M/s. Agrawal & Kedia, Statutory Auditors have submitted Auditor's Report with unmodified opinion and unmodified figures for the financial year ended March 31, 2021 in compliance of Reg. 33(1)(d) of SEBI (LoDR) Regulations, 2015.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

## **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There is no material changes which have occurred subsequent to the close of the financial year and before the date of this report affecting financial, position of the Company in any substantial manner.

## **GENERAL**

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the financial year 2020-21:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except Employees Stock Option Scheme as referred to in this Report.
3. Policy on Corporate Social Responsibility
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operations in future.
5. No frauds against the Company reported by the Auditors for the period under report.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 134 of the Act, Directors of your Company state and confirm that:

1. In the preparation of the annual accounts for the financial year 2020-21, the applicable accounting standards have been followed and there are no material departures from the same;
2. 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 as at March 31, 2021 and of the profit and loss of the Company for year ended on that date;
3. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The Directors had prepared the annual accounts on a going concern basis; and
5. The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
6. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **ACKNOWLEDGEMENTS**

Your Directors take this opportunity to express their appreciation for the support and co-operation extended by Business associates, Bankers, Independent Directors and Stakeholders. Your Directors gratefully acknowledge the ongoing co-operation and support provided by Reserve Bank of India, Securities Exchange Board of India, BSE Limited and various Governmental departments and Regulatory bodies. Your Directors place on record their appreciation for the contribution made by the employees of the Company and the group at large. With their dedicated efforts and enthusiasm, the Company will achieve its objectives and emerge stronger in the coming years.

For and on behalf of the **Board of Directors**

**Vinod Garg**

**Sd/-**

**Chairman and Managing Director**

**Mumbai**

Date: 11<sup>th</sup> August, 2021

## Annexure 1 to the Board's Report

### Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Account) Rules, 2014)

Statement containing features of the financial statements of Subsidiaries/ Associate companies

#### PART "A": Subsidiaries

(INR in Lakhs)

Sr. No.	Name of the subsidiary	Vibrant Global Trading Private Limited	Vibrant Global Infracore Private Limited	Vibrant Global Salt Private Limited
1	Reporting Period for the Subsidiaries concerned	April 1, 2020 to March 31, 2021	April 1, 2020 to March 31, 2021	April 1, 2020 to March 31, 2021
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR	INR
3	Paid-up Share Capital	185.34	181.00	215.00
4	Reserves & Surplus	2,067.16	1,473.95	570.81
5	Total Assets	6,902.97	1,676.97	5,221.49
6	Total Liabilities (excluding Capital and Reserves)	4,650.47	22.02	4,485.69
7	Investment (including Investment in Holding and Group Companies)	0.01	520.00	-
8	Total Income	9,702.56	1,106.44	5,981.41
9	Profit/ (Loss) Before Tax	280.91	1,089.52	(154.79)
10	Provision for Tax (including Deferred Tax and Prior Period Taxes)	(79.78)	24.48	(82.31)
11	Profit/ (Loss) After Tax	360.68	1,065.04	(72.47)
12	Proposed Dividend (including tax thereon)	-	-	-
13	% of Shareholding	86.62%	100.00%	87.88%

Figures mentioned below is as per Indian GAPP

1. Names of the subsidiaries which are yet to commence operations: None
2. Name of subsidiaries which have been liquidated or sold during the year: None



**PART “B”: Associates**  
**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies**

(INR in Lakhs)

Sr. No.	Name of Associates	Vibrant Global Vidyut Private Limited
1.	Latest audited Balance Sheet Date	March 31, 2021
2.	Shares of Associate held by the company on the year end	
a)	Nos.	2,00,000
b)	Amount of Investment in Associates (INR in Lakhs)	20.00
3.	Description of how there is significant influence	Note A
4.	Reason why the associate is not consolidated	Negative Investment
5.	Net worth attributable to Shareholding as per latest audited Balance Sheet (INR in Lakhs)	1.77
6.	Profit/ Loss for the year*	(22.49)
7.	i. Considered in Consolidation**	(22.49)
	ii. Not Considered in Consolidation	-

Note A: The significant influence is due to percentage (%) of Share Capital

\* Profit / Loss after Tax is referred.

\*\* On the basis of percentage shareholding.

1. Name of the associates which are yet to commence operations: Nil
2. The Company has no Joint Ventures

**Annexure 2 to the Board's Report**

**Part 1**

(Details pertaining to Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

1. Employed throughout the financial year, was in receipt of remuneration exceeding INR 102 Lakhs, in the aggregate - *Not Applicable and hence no statement showing names and other particulars is given in this annexure*; and
2. Employed for a part of the financial year, was in receipt of remuneration exceeding INR 8.50 Lakhs per month - *Not Applicable and hence no statement showing names and other particulars is given in this annexure*; and
3. Employed throughout the financial year or part thereof, was in receipt of remuneration, in aggregate, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company - *As per Annexure 2-A:*

## Annexure 2-A:

<b>Name</b>	Bhavna Jhunjunwala
<b>Designation</b>	General Manager- Investment and Risk Analysis
<b>Remuneration Received</b>	35,40,000 Lakhs p.a. (Gross)
<b>Qualifications</b>	BE (electronics) and MS (financial engineering)
<b>Experience (No. of Years)</b>	17 years
<b>Date of Commencement of Employment</b>	April 1, 2016
<b>Age in years</b>	39 years
<b>Last Employment and Designation held by the Employee in last employment</b>	Cogencis information services Limited - Risk Analyst
<b>Nature of employment, whether contractual or otherwise</b>	Contractual employment terminable by either side
<b>Percentage of equity shares held by the employee</b>	None
<b>Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager</b>	None

4. Names of Top 10 Employees<sup>†</sup> in terms of Remuneration drawn: Annexure 2-B:

<b>Name</b>	<b>Bhavna Jhunjunwala</b>	<b>Jalpesh Darji</b>	<b>Chandrakant Salunkhe</b>
<b>Designation</b>	General Manager- Investment and Risk Analysis	Company Secretary and Compliance Officer	Assistant Officer - Accounts
<b>Remuneration Received</b>	35,40,000	6,78,339	4,56,558
<b>Qualifications</b>	BE (electronics) and MS (financial engineering)	B. Com and Company Secretary from ICSI	B. Com
<b>Experience (No. of Years)</b>	17 years	9 Years	10 Years
<b>Date of Commencement of Employment</b>	April 1, 2016	June 1, 2014	January 1, 2015
<b>Age in years</b>	39 years	30 Years	33 Years
<b>Last Employment and Designation held by the Employee in last employment</b>	Cogencis information services Limited - Risk Analyst	Firstsource Solutions Limited -Management Trainee	V.A.Tungare & Co. - Executive
<b>Nature of employment, whether contractual or otherwise</b>	Contractual employment terminable by either side	Contractual employment terminable by either side	Contractual employment terminable by either side
<b>Percentage of equity shares held by the employee</b>	NIL	NIL	NIL
<b>Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager</b>	No	No	No

<sup>a</sup>The Company has only 3 employees as on March 31, excluding Managing Director and Whole Time Director.

## Part 2

- (i) The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2020-21:

Name and Designation of the Director	Ratio to Median Remuneration
Mr. Vinod Garg, Managing Director	0.44 Times
Mr. Vaibhav Garg, Whole Time Director and Chief Financial Officer	1.15 Times
Mr. Anand Khetan, Non-Executive Independent Director	NIL
Mrs. Khushboo Pasari, Non-Executive Independent Director	NIL
Mr. Varun Vijaywargi, Non-Executive Independent Director	NIL
Mr. Ajay Garg, Non-Executive Non-Independent Director	NIL

Independent Directors & Non-Executive Non-Independent Director were paid only sitting fees during year under review. Hence, their Ratio to Median Remuneration has been shown as NIL.

- (ii) The percentage increase in remuneration of Managing Director, Whole Time Director and Chief Financial Officer, other Non-Executive Directors and Company Secretary of the Company in the financial year 2020-21.

Name & Designation	Remuneration of each Director & KMP for Financial Year 2020-21 (INR)	% increase/ decrease in Remuneration in the Financial Year 2020-21
Mr. Vinod Garg, MD	3,00,000	NIL
Mr. Vaibhav Garg, WTD and CFO	1,00,000	NIL
Mr. Anand Khetan, I-NED	-	-
Mrs. Khushboo Pasari, I-NED	-	-
Mr. Varun Vijaywargi, I-NED	-	-
Mr. Ajay Garg, NI-NED	-	-
<b>Key Managerial Personnel</b>		
Mr. Jalpesh Darji, CS	6,78,339	(12.77)

Independent Directors were paid only sitting fees during year under review. Hence, their Ratio to Median Remuneration has been shown as NIL.

Legends: MD - Managing Director; WTD - Whole time Director; CFO - Chief Financial Officer; I-NED - Independent Non-Executive Director; NI-NED - Non-Independent Non-Executive Director; CS - Company Secretary

Note: Median remuneration of all the employees of the Company (Excluding Managing Director and Whole Time Director of the Company) for the financial year 2020-21 is INR 6,78,339.

- (iii) The percentage increase/ decrease in the median remuneration of all employees in the financial year 2020-21.

	Financial Year 2020-21 (INR)	Financial Year 2019-20 (INR)	Decrease (%)
Median remuneration of all employees	6,78,339	7,77,640	12.77

- (iv) The number of permanent employees on the rolls of Company

There were 3 (Three) permanent employees (excluding 1 (One) Managing Director and 1 (One) Whole Time Director) as on March 31, 2021.

- (v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration - *Not Applicable*

- (vi) Affirmation that the remuneration is as per the Remuneration Policy of the Company

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, KMPs, Senior Management and other employees of the Company is as per the Remuneration Policy of the Company.

### **Annexure 3 to the Board's Report**

#### **NOMINATION AND REMUNERATION POLICY**

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 52 of the BSE SME Listing Agreement, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration/ Compensation Committee (NRC or the Committee) and has been approved by the Board of Directors.

#### **Definitions:**

**“Remuneration”** means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

**“Key Managerial Personnel”** means:

- Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- Chief Financial Officer;
- Company Secretary; and
- such other officer as may be prescribed.

**“Senior Managerial Personnel”** mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

**-Objective:**

The objective of the policy is to ensure that:

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

**Role of the Committee:**

The role of the NRC will be the following:

- To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- To formulate criteria for evaluation of Independent Directors and the Board.
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- Decide the salary, allowances, perquisites, bonuses, notice period, severance fees and increment of Executive Directors.
- Review and suggest revision of the total remuneration package of the Executive Directors keeping in view the performance of the Company, standards prevailing in the industry, statutory guidelines etc.
- To carry out evaluation of Director's performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- To devise a policy on Board diversity, composition, size.
- Succession planning for replacing Key Executives and overseeing.
- To carry out any other function as is mandated by the Board from time to time and/ or enforced by any statutory notification, amendment or modification, as may be applicable.
- Define and implement the Performance Linked Incentive Scheme (including ESOP of the Company) and evaluate the performance and determine the amount of incentive of the Executive Directors for that purpose.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

**APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT**

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his/ her appointment, as per Company's Policy.
- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.
- c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

## **TERM / TENURE**

### **a) Managing Director/Whole-time Director:**

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

### **b) Independent Director:**

An Independent Director shall hold office for a term up to the term fixed by the Board of Directors of the Company and Members at the General Meeting of the Company will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

## **EVALUATION**

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

## **REMOVAL**

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

## **RETIREMENT**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

## **POLICY FOR REMUNERATION TO DIRECTORS/KMP/ SENIOR MANAGEMENT PERSONNEL**

### **1. Remuneration to Managing Director / Whole-time Directors:**

- i) The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- ii) The Nomination and Remuneration/ Compensation Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

### **2. Remuneration to Non- Executive/ Independent Directors:**

- i) The Non-Executive/ Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Remuneration/ Compensation Committee and approved by the Board of Directors.
- ii) All the remuneration of the Non-Executive/ Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act,

2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Remuneration/ Compensation Committee and approved by the Board of Directors or shareholders, as the case may be.

An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

- i) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
- ii) The Services are rendered by such Director in his capacity as the professional; and
- iii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.
- iv) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Directors (other than Independent Directors).

### **3. Remuneration to Key Managerial Personnel and Senior Management:**

- i) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
- ii) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.
- iii) The Fixed pay may include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.
- iv) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

### **IMPLEMENTATION**

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- The Committee may Delegate any of its powers to one or more of its members.

## Annexure 4 to the Board's Report

### Form AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1) Details of contracts or arrangements or transactions not at arm's length basis: NIL

There were no contacts or arrangements or transactions entered in to during the year ended March 31, 2021, which were not at Arm's length.

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

The details of contacts or arrangements or transactions Arm's length basis for the year March 31, 2021 are as follows:

- a. Names(s) of the related party and nature of relationship: As per Annexure to AOC -2
- b. Nature of contracts/ Arrangements/ Transactions: As per Annexure to AOC -2
- c. Duration of the contracts /Arrangements/ Transactions: As per Annexure to AOC -2
- d. Salient terms of the contracts or arrangements or transactions including the value, if any: No *salient terms defined for the transactions with the related parties.*
- e. Date(s) of approval by Audit Committee: 14<sup>th</sup> May, 2020 (Omnibus Approval)
- f. Amount paid as advances during the FY 2020-21 if any: As per Annexure to AOC -2.

#### ANNEXURE TO AOC -2

Name of the Related Party	Nature of Relationship	Duration of the contracts / arrangements / transaction	Nature of contracts/Arrangements/ Transactions	Amount (INR)
Vinod Garg	Key Managerial Personnel	N.A.	Remuneration	3,00,000
Vaibhav Garg	Key Managerial Personnel	N.A.	Remuneration	1,00,000
Vaibhav Garg	Key Managerial Personnel	N.A.	Loans Accepted	20,13,00,000
Vaibhav Garg	Key Managerial Personnel	N.A.	Loans repaid back	23,68,00,000
Vaibhav Garg	Key Managerial Personnel	N.A.	Net Impact of fair value change for Interest Free Loan	97,13,413
Vibrant Global Infraproject Private Limited	Subsidiary	N.A.	Loans Accepted	8,50,00,000



Vibrant Global Infraproject Private Limited	Subsidiary	N.A.	Interest paid	16,50,658
Vibrant Global Trading Private Limited	Subsidiary	N.A.	Rent paid	1,41,600
Vibrant Global Trading Private Limited	Subsidiary	N.A.	Corporate Guarantee to the State Bank of India	32,46,00,000
Vibrant Global Salt Private Limited	Subsidiary	N.A.	Corporate Guarantee to the State Bank of India	25,19,00,000

**Annexure 5 to the Board's Report**

**SECRETARIAL AUDIT REPORT**

**For the financial year ended 31st March 2021**

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

To,  
**The Members,**  
**VIBRANT GLOBAL CAPITAL LIMITED**  
Unit No.202, Tower-A, Peninsula Business Park,  
Senapati Bapat Marg, Lower Parel.  
MUMBAI-400013, MH

1. I have conducted the secretarial audit of the compliance of applicable statutory provisions and adherence to good corporate practices by **VIBRANT GLOBAL CAPITAL LIMITED** (herein after called 'the company') Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

**i. Managements Responsibility for Secretarial Compliances**

The Company's Management is responsible for preparation and maintenance of Secretarial Records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

**ii. Auditors Responsibility**

My responsibility is to express an opinion on the Secretarial records, standards and procedures followed by the Company with respect to Secretarial Compliances.

I believe that audit evidence and information obtained from the company's management is adequate and appropriate for us to provide a basis for my opinion.

2. Due to the current nationwide lockdown arising out of COVID-19 pandemic, I have examined the papers, minute books, forms, returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 provided to me through electronic mode. No physical verification of any document / record was possible. Based on my examination as aforesaid and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

3. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, for the financial year ended on March 31, 2021, according to the provisions of:-
- i. The Companies Act, 2013 (the Act) and the Rules made there under;
  - ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the Rules made thereunder;
  - iii. The Depositors Act, 1996 and the Regulations and Bye laws framed there under;
  - iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; which is not applicable to the Company during the year under review;
  - v. The following Regulations and Guidelines prescribed under Securities and Exchange Board of India Act, 1992, (SEBI Act):
    - A. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
    - B. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011.
    - C. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
    - D. The Securities and Exchange Board of India (Issue of capital and Disclosure of requirements) Regulations, 2018.
    - E. The Securities and exchange Board of India (Employees Stock option scheme and employees stock purchase scheme) Guidelines, 1999- *Not applicable to the company during the financial year*
    - F. The Securities and Exchange Board of India (Issue and listing of Debt Securities) Regulations 2008- *Not applicable to the company during the financial year*
    - G. The Securities and exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client.
    - H. The Securities and Exchange Board of India (Delisting of Equity shares) Regulations, 2009- *Not applicable to the company during the financial year*
    - I. The Securities and Exchange Board of India (Buy back of securities) Regulations, 2018- *Not applicable to the company during the financial year*

#### **INDUSTRY SPECIFIC ACTS:**

The Company is Non -Deposit Accepting NBFC registered with the Reserve Bank of India under Section 45IA of Reserve Bank of India Act, 1934. It has generally complied with the Regulations prescribed thereunder.

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board meeting and general meetings.
- b) Listing agreement entered into by the Company with Bombay Stock Exchange of India Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

I further report that:

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

Adequate notice was given to all Directors to schedule the Board meetings, agenda and detailed notes on agenda were sent seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee(s) Meetings are carried through unanimously as recorded in the meetings of the Board and Committee(s) of the Board, as the case may be.

I further report that there are adequate systems and process in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Nagpur, 11<sup>th</sup> August, 2021

**For H. ROSHAN & ASSOCIATES**  
Company Secretaries

Sd/-  
ROSHAN HARDE  
(PROPRIETOR)  
Mem. No. 34630  
CP. No. 13138

*This report is to be read with our letter of even date which is annexed as Annexure-A and forms an integral part of this report.*

### **ANNEXURE-A TO THE SECRETARIAL AUDIT REPORT**

My Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on the secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company as it is a part of financial audit.
4. I have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, etc., wherever required.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Nagpur, 11<sup>th</sup> August, 2021

**For H. ROSHAN & ASSOCIATES**  
Company Secretaries

Sd/-  
**ROSHAN HARDE**  
**(PROPRIETOR)**  
Mem. No. 34630  
CP. No. 13138

## **Management Discussion and Analysis Report**

Your company is a NBFC which has been in existence for more than two and a half decades. Your Company is registered with the RBI as a NBFC without accepting public deposits under section 45 IA of the RBI Act, 1934 and has been in the business of providing short term and long-term loans and advances, investing in equity products for a substantial long time now.

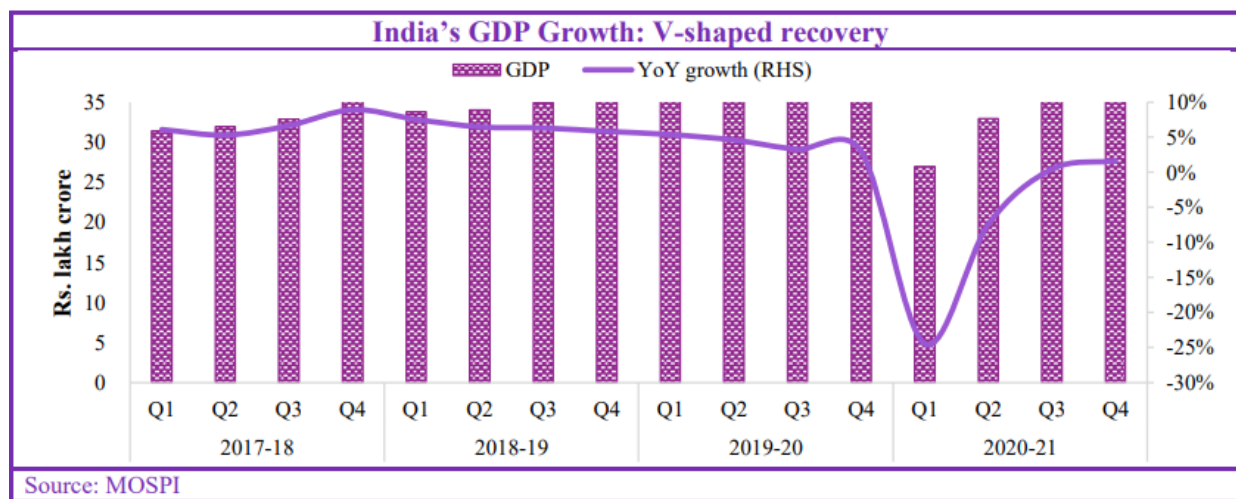
Your Company is a professionally managed company with registered office at Mumbai with team of experts to ensure effective utilization of the assets and improve the overall profitability and financial efficiencies of the company.

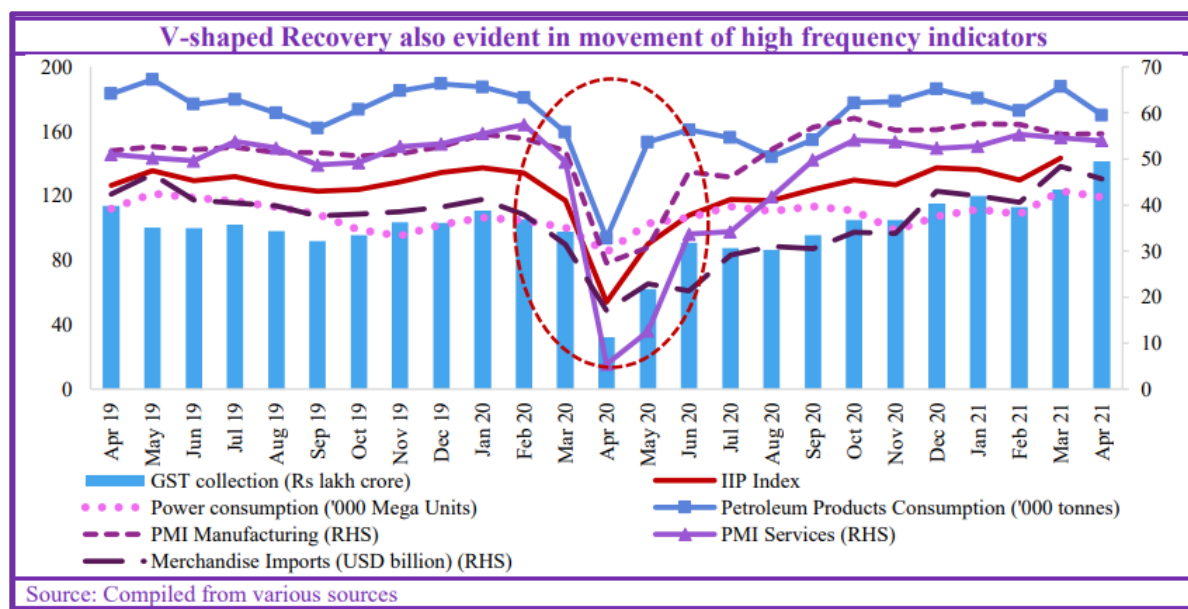
### **MACROECONOMIC OVERVIEW:**

#### **Indian Economic Environment**

India staged a V-shaped recovery in FY 2020-21. As per the Provisional Estimates released by NSO, India's GDP contracted at 7.3 percent, which was an improvement over the Second Advance Estimate of a contraction of 8 percent growth released in February 2021. This was largely due to the steady V-shaped recovery in India's economy in the second half of FY: 2020-21. This V-shaped recovery, evident at the half-way stage of 2020-21, reflects the resilience and robustness of the Indian economy". This recovery is evident from the movement in various high-frequency indicators over the last year.

The economy registered a YoY growth of 1.1 per cent in H2: FY 2020-21 as compared to (-) 15.9 per cent in H1: FY 2020-21 - implying a growth of 25.5 per cent in H2 over H1. In terms of Real GVA, the economy registered a contraction of 6.2 per cent in FY: 2020-21 with a contraction of 14.9 per cent in H1: FY 2020-21 and growth of 2.4 per cent in H2: FY 2020-21. The divergence in GDP and GVA growth in FY: 2020-21 reflects a sharp fall of 18.4 per cent in net taxes that can be attributed to adjustment of food subsidy arrears in the last quarter of the fiscal.





## GDP Growth

The country's GDP grew by 1.6 per cent in Q4: FY 2020-21, an improvement over the 0.5 per cent growth in Q3: FY 2020-21 and the negative growth of 24.4 per cent and 7.4 per cent in the first two quarters of FY 2020-21. In terms of GVA, the economy grew at 3.7 per cent in Q4: FY 2020-21, an improvement over the 1.0 per cent growth in Q3: FY 2020-21 and the negative growth of 22.4 per cent and 7.3 per cent in the first two quarters of FY 2020-21. Given the large contribution of subsidies in Q3 and Q4, estimated GVA growth of 1.6 per cent in Q3 and 3.7 per cent in Q4 is more representative of economic performance in the second half of FY 2020-21. The higher economic growth during the fourth quarter can be linked to the unlocking of the economy and revival in business and consumer confidence that was underway during the period. India is one of the select few economies that have witnessed positive year-on-year growth in the last two consecutive quarters.

## GDP Growth (YoY) in FY 2020-21 for Major Economies:

	Q1	Q2	Q3	Q4
<b>G-20 Advanced Economies</b>				
Canada	-12.7	-5.3	-3.2	0.3
France	-18.4	-3.5	-4.6	1.2
Germany	-11.2	-3.8	-3.3	-3.1
Italy	-18.1	-5.2	-6.5	-0.8
Japan	-10.2	-5.5	-1.0	-1.8
Spain	-21.6	-8.6	-8.9	-4.3
UK	-21.4	-8.5	-7.3	-6.1
US	-9.0	-2.8	-2.4	0.4
<b>G-20 Emerging Markets</b>				
Brazil	-10.9	-3.9	-1.2	
China	3.2	4.9	6.5	18.3
India	-24.4	-7.3	0.5	1.6
Indonesia	-5.4	-3.5	-2.3	-0.5
Mexico	-18.7	-8.6	-4.6	-2.8
Russia	-4.6	-3.0	-2.8	
South Africa	-17.5	-5.9	-4.2	
Turkey	-8.7	5.4	5.0	6.7

Source: OECD, MOSPI (for India)

## **Inflation**

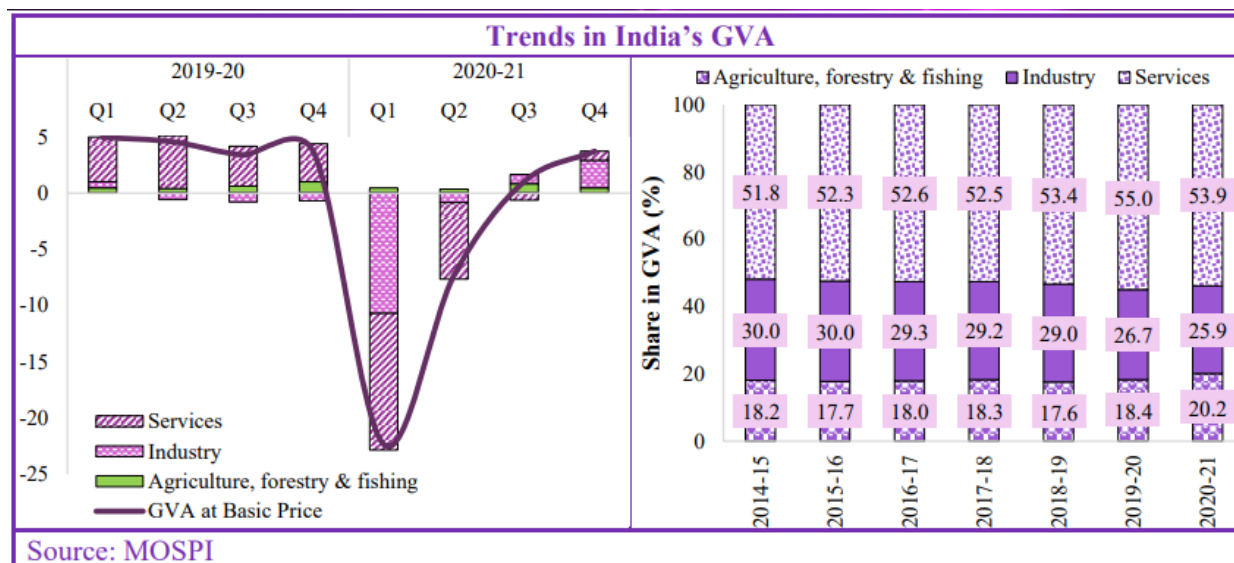
The average CPI inflation in FY 2020-21 recorded an uptick to 6.2 per cent from 4.8 per cent in FY 2019-20, overshooting the Monetary Policy Committee's (MPC's) medium-term target band of 2-6 per cent, after a gap of six years. The average WPI inflation eased to 1.2 per cent in FY 2020-21 from 1.7 per cent in FY 2019-20. During the month of March 2021, WPI inflation increased to a 103-month high of 7.39 per cent as compared to 4.17 per cent in February 2021 on account of increase in inflation of all major groups, viz, Primary articles, Fuel & power and Manufactured products. For Manufactured Products it has been continuously rising since June 2020 and recorded 7.34 per cent in March 2021. The non-food manufactured products (WPI Core) inflation increased to 7.01 per cent in March 2021 from 5.56 per cent in the previous month. After a gap of 22-months, the WPI inflation exceeded the CPI inflation by 190 basis points in March 2021. Going forward, forecast of a normal south-west monsoon and the slight softening of the pressure on oil prices may soften food and fuel inflationary pressures, respectively. However, a combination of high international commodity prices and logistics costs may push up input price pressures across manufacturing and services. The outlook for core inflation is likely to be impacted by the disruptions in supply chains due to localized restrictions across States. RBI has, accordingly, revised its CPI projections to 5.2 per cent in Q1:2021-22; 5.2 per cent in Q2; 4.4 per cent in Q3; and 5.1 per cent in Q4, with risks broadly balanced.

## **Economic Outlook for India**

The Fourth quarter for the fiscal 2020-21 seems to be a harbinger for things to come in fiscal year 2021-22 with things expected to rebound. The growth in output in Q4 FY:2020-21 was broad-based across sectors. Agriculture, industry, and services sector witnessed positive YoY growth during the quarter. The industrial sector grew at a 11-quarter high of 7.9 per cent aided by the higher output in manufacturing (6.9 per cent), electricity, gas, water & utility services (9.1 per cent) and construction (14.5 per cent). Only the mining and quarrying sector recorded negative growth during the quarter (-5.7 per cent). Agriculture sector grew by a strong 3.1 per cent in Q4 FY: 2020-21 which was over a high base of 6.8 per cent growth in the same period last year. The services sector returned to growth after a gap of three quarters in Q4 FY: 2020-21, recording a YoY growth of 1.5 per cent. This improvement was led by finance, real estate & professional service (5.4 per cent growth) along with public administration (2.3 per cent growth). Contact-intensive hotels, trade and transport sectors contracted by only 2.3 per cent in Q4 after large declines in previous quarters. Agriculture was the only sector which registered growth in FY: 2020-21 raising its share in overall GVA.

There has been a notable pick-up in investment and consumption (both government and private consumption) in Q4: FY 2020-21 when compared with the preceding three quarters. Private consumption which is the main driver of the economy (accounting for 60 per cent of the GDP) witnessed a YoY growth of 2.7 per cent in Q4: FY 2020-21 as compared to (-)26.2 per cent in Q1, (-)11.2 per cent in Q2 and (-)2.8 per cent in Q3: FY 2020-21. Government consumption witnessed a sharp increase, growing by 28.3 per cent in Q4: FY 2020-21 over the 12.1 per cent growth in Q4: FY 2019-20. Investments measured as Gross Fixed Capital Formation (GFCF) grew at a 7-quarter high of 10.9 per cent in Q4: FY 2020-21. With a strong policy focus on infrastructure spending and construction in latter half of FY 2020-21, Gross Fixed Capital Formation (GFCF) to GDP ratio reached one of its highest at 34.3 per cent in over twenty-six quarters and construction rebounded to grow at 14.5 per cent in Q4.





The GDP estimates for the year 2020-21 corroborate that the Indian economy was steadily recovering in the second half of the year. The recovery was supported by gradual unlocking and normalization of economic activity manifested in growth of private consumption expenditure and investment returning to positive territory. Government Expenditure has served as the cushion for the year growing at a rate of 28.3 per cent in Q4 and 2.9 percent in the whole year. The onset of the second wave of COVID-19, however, has posed a downside risk to this momentum in India's economic recovery. With the peaking of the second wave in first half of May 2021 and the localized restrictions adopted to combat its spread, its economic impact is expected to be restricted to the first quarter of FY: 2021-22. Taking all these factors into consideration, RBI has projected real GDP growth at 9.5 per cent in 2021-22 consisting of 18.5 per cent in Q1; 7.9 per cent in Q2; 7.2 per cent in Q3; and 6.6 per cent in Q4 of 2021-22.

In FY 2022-23, we foresee growth of 6.9%. In our view, five drivers will steer growth over the next two years:

- The rapid pace of vaccination and low death rates despite high infection.
- Strong growth in private investment, and its rebound stimulated by reforms and schemes.
- Pent-up demand backed by savings made by high- and mid-income consumers who are waiting to spend.
- Fiscal spending on building assets and infrastructure (that have a high multiplier effect on income, jobs, and private investments) that will likely start gaining momentum on the ground.
- Global economic rebound in late 2021, especially driven by the United States, as predicted by many economists.

The economy could also witness the downside risks such as the possibility of a modest performance in the hospitality sector due to uncertainties around movement restrictions but despite that it is highly likely that the above drivers will persist.

## **NBFC Outlook with respect to Industry**

The Non-Banking Financial Company (NBFC) segment is expected to gain positive momentum in FY 2021-22 as the sector builds on the massive recovery efforts of the last few months. Overall loan disbursement and business have improved of late, with the same momentum expected to continue into fiscal 2021-22. The growth of many NBFCs in India had been driven by higher-than-expected investment banking revenues and interest income.

In FY 2021-22, NBFCs can expect growth in the vehicle-financing space as collection efficiency continued to show improvement. Overall, loan defaults have also reduced and are expected to drop further as the economy shows positive recovery. Many gold loan NBFCs had seen healthy growth as gold loans were being preferred by customers. NBFCs had also mobilized their on-ground recovery staff to ramp up their collection efforts.

With demand for housing loans picking up during the last two quarters of fiscal 2020-21, housing finance companies (HFCs) are likely to witness a growth rate of 8-10 per cent in FY2021-22.

ICRA Ratings in a report said with revival in demand for housing credit in the industry in the last two quarters, most of the HFCs have already reached near pre-Covid level disbursements and are targeting to achieve further higher disbursements in first half of FY2021-22 which should propel growth in this segment of NBFC's.

NBFCs with a niche presence and strong pricing power are likely to witness margin expansion in FY 2021-22.

NBFCs have reduced their dependence on market borrowings since the IL&FS crisis. On an average the share of market borrowings had fallen by 1,500bp over the past two years. The vehicle financiers are likely to benefit in the NBFC market as they have a shorter borrowing profile, and they are likely to benefit from savings on refinancing as 40-62 per cent of their market borrowings are maturing in the next six quarters.

It is anticipated that NBFCs will bring down the liquidity on their balance sheet which in turn is expected to help in the margin expansion of the players in the segment. In the past two years, NBFCs increased liquidity on their balance sheet to over 10 per cent which has now come down to an average of 3-4 per cent. Many NBFCs still have nearly 20 per cent. However, this is expected to reduce by 300-400bp in FY 2021-22. The housing financing companies have a lower share of bank borrowings, while vehicle and gold financiers have a higher share of bank borrowings.

CRISIL Ratings, pointed out that due to the revival in economic activities cash flows in the segment have improved and borrowers have started repaying their loan instalments. This is expected to continue in FY 2021-22.

Many innovations by NBFC players will help in the growth of the segment in FY 2021-22 as well. Collection efforts by NBFCs will further intensify their collection efforts and will improve further. While previously, digital modes were considered secondary to the traditional, physical cash collection process. However, that has changed since the last six months and players have leveraged technology and redoubled efforts on the digital side. Many NBFCs are now offering both the options to their borrowers for repayments.

In FY 2021-22, many NBFCs will continue to see growth in rural product loans, especially agricultural products, and primary services. Besides this, gold loans NBFCs will continue to do well in the NBFC segment as unlike other asset classes, gold loans had not faced any major issues in collection and disbursement, or re-pledge of loans.

#### **BUSINESS RISK MANAGEMENT:**

Although the company has long been following the principle of risk minimization as is the norm in every industry, it has now become a compulsion. Therefore, in accordance with the provisions of the listing agreement the Board members are informed about risk assessment and minimization procedures after which the Board formally adopts steps for framing, implementing, and monitoring the risk management plan for the company. The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating, and resolving risks associated with the business.

To achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, to guide decisions on risk related issues. In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are Regulations, competition, Business risk, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same Market risk.

The Company has quoted investments which are exposed to fluctuations in stock prices. The Company continuously monitors market exposure for equity and takes attendant control measures.

#### **Re-aligning Liquidity & Interest Rate strategy for NBFCs post COVID-19**

Given the Covid-19 outbreak and its consequent impact on banks and NBFCs, Moody's Investors Service changed its outlook for the Indian banking system to 'negative' from 'stable' due to the following:

Deterioration in financial institutions' asset quality and liquidity.

Growing risk aversion in the system following stress on a prominent private sector bank causing funding and liquidity pressure.

Credit flow to the economy already remains severely hampered because of severe liquidity constraints in the bank and non-bank financial sectors.

While the Monetary Policy Committee of the RBI has taken several measures to enhance liquidity there are still multiple risk factors looming such as:

- Near term liquidity mismatches.
- Stress on liquidity coverage ratio (LCR).
- Funding rise.
- Intraday liquidity.

Therefore, it becomes critical for NBFCs like us must prepare for liquidity stress and interest rate changes, maneuver dynamically through current and potentially pro-longed volatility and uncertainty due to COVID-19. The stress testing exercise are being leveraged as a proactive tool for driving strategic action and survival by the senior management and not just mere

academic exercise. Thus, The maxim being adopted for this by the company is Constant Integrated Awareness (CIA) and Constant Continuous Realignment (CCR) of Investment Portfolios after doing a thorough Risk Analysis and rationalization.

#### **Human resources Risk Mitigation:**

The business believes that its people are its most important asset and works with a clear plan for capitalizing and building upon their capabilities. We compete on the strength of its people; employees who are united by the core values of pride, integrity, discipline, and ambition, and thrive in the climate of the 'Right People for the Right Culture'. A culture of entrepreneurship and empowerment has been built, with 'Results, Not Reasons' being at its core. Believing that knowledge is the differentiator, the business has modelled itself as a learning organization by focusing on 'Stretch, Learn and Grow'. The business talent strategy, aligned with its goals, is performance oriented. The business believes that building individual capabilities with focus and direction and leveraging them in a structured manner through job enrichment builds up organizational capability. It encourages employees who have demonstrated the right capability, the right attitude, and the desire to 'Step Up', where meritocracy is the norm, and helps build a forward-looking organization that can deal with the ever-changing business landscape.

#### **Operational risk:**

Any eventuality arising from the act relating to people, technology, infrastructure, and external factors, which can give rise to some type of loss in the organization, is focused upon as Operational Risk. Majorly, it is internal and unknown. Therefore, the persons responsible keep continuous watch and gather the symptoms/warning signals to manage Operational risk. The rapid development and establishment of financial services businesses in new markets may raise unanticipated operational or control risks. However, it is managed by Early warning symptom identification and suitable corrective preventive actions.

#### **Prospects:**

The stimulus measures and reforms initiated by the Government and liquidity measures by the RBI are expected to support industrial activity and demand. The movement of various high frequency indicators in recent months, points towards broad based resurgence of economic activity. The launch of Covid-19 vaccination program in the country will further add momentum to the economic recovery. In line with the projections for strengthening of India's growth by multi-lateral institutions, the nominal growth of the economy is expected to be around 10% in the financial year 2021-22.

#### **Consolidated Segment-wise performance**

A table showing Brief on the Segment-wise revenue is stated as below:

(INR in Lakhs)

Particulars	Consolidated	
	FY 2020-21	FY 2019-20
Trading	8,170.50	14,279.36
Manufacturing	5,949.66	5,183.19
Capital Market	4,185.46	66.44
Unallocated	1,304.47	405.97
<b>Total</b>	<b>19,610.10</b>	<b>19,934.97</b>

*From FY 2019-20, the financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as per Companies (Indian Accounting Standards) Rules, 2015.*

Trading revenue stood at INR 8,170.50 Lakhs during current fiscal year as compared to INR 14,279.36 Lakhs during previous year. There was rise in the Manufacturing revenue which stood at INR 5,949.66 Lakhs during current year as compared to INR 5,183.19 Lakhs for previous year, which mainly came from Vibrant Global Salt Private Limited. The capital revenue stood at INR 4,185.46 Lakhs during current fiscal year as compared to INR 66.44 Lakhs during previous year. This resulted due to improvement of investment in listed equities in Vibrant Global Capital Limited. Detailed Segment revenue-wise revenue forms part of notes to consolidated financial statements.

#### **Synergy & Strength derived from our group and subsidiary Companies:**

Our company is a part of “Vibrant Global Group” with the operation of our group and Subsidiaries and Associate companies spanning from Manufacturing of Iodized Edible Salt, Trading of steel products and polyester films.

A brief highlight of the revenues of our subsidiaries for FY 2020-21 is as follows:

(INR in Lakhs)		
<b>Name of the Company</b>	<b>Revenue</b>	<b>PAT/ LAT</b>
Vibrant Global Infraproject Pvt. Ltd. - Wholly Owned Subsidiary Company	1,106.44	1,065.04
Vibrant Global Trading Pvt. Ltd. - Subsidiary Company	9,702.56	360.68
Vibrant Global Salt Pvt. Ltd. - Subsidiary Company	5,974.90	(72.47)

#### **Experienced Management Team**

Our core management team has substantially contributed to the growth of our business operations. Our Company is managed by Mr. Vinod Garg, Managing Director and Mr. Vaibhav Garg, Whole Time Director and Chief Financial Officer. Our professionally qualified Directors have added to our operational and business strengths.

#### **PERFORMANCE DURING THE YEAR**

On Standalone Business:

On standalone basis, total revenue of the company increased to INR 2,313.79 Lakhs during fiscal year 2020-21 as compared to INR 76.76 Lakhs during FY 2019-20. The Company made profit of INR 1,937.09 Lakhs in FY 2020-21 as against loss (after tax) of INR 2,128.27 Lakhs during FY 2018-19.

On Consolidated Business:

On consolidated basis, total revenue of the company decreased to INR 19,610.10 Lakhs during fiscal year 2020-21 from INR 19,934.97 Lakhs. The company recorded Profit (after tax) of INR 3,497.86 lakhs during fiscal year 2020-21 as compared to loss (after tax) of INR 2,464.79 Lakhs during FY 2019-20.

As on 31<sup>st</sup> March, 2021, total market value of quoted investment stood at INR 4,691.47 Lakhs whereas unquoted investments were recorded at 1,190.09 Lakhs.

#### **CAUTIONARY STATEMENT**

*Statements made herein describing the Company's expectations or predictions are "forward-looking statements". The actual results may differ from those expected or predicted. Prime factors that may make a difference to the Company's performance include market conditions, Government policies & regulations, economic development within/outside country etc.*

## Report on Corporate Governance

The Directors present the Company's Report on Corporate Governance for the year ended 31<sup>st</sup> March 2021.

### BOARD OF DIRECTORS

The Company's philosophy on Corporate Governance continues to apply core principles of transparency, disclosure, accountability, compliances, ethical conduct and the commitment to promote the interests of all stakeholders. The Company is committed to adhere to SEBI LODR, 2015 and thus consistently and continually meet requirements of Corporate Governance and all obligations on account thereof.

The composition of the Board and attendance at Board Meetings and at the last Annual General Meeting (AGM) held during the year under review is given below:

Sr. No.	Name of the Director	Category	No. of Board Meetings held during FY 2021	No. of Board Meetings attended	Attendance at last AGM
1.	Mr. Vinod Garg	Executive	10	10	Yes
2.	Mr. Vaibhav Garg	Executive	10	10	Yes
3.	Mr. Anand Khetan	Non-Executive, Independent	10	10	Yes
4.	Mrs. Khushboo Pasari	Non-Executive, Independent	10	3	Yes
5.	Mr. Vaurun Vijaywargi	Non-Executive, Independent	10	3	Yes
6.	Mr. Ajay Kumar <sup>%</sup>	Non-Executive, Non-Independent	10	1	N.A.

<sup>%</sup>Mr. Ajay Garg was appointed on 23<sup>rd</sup> December, 2020.

During the year FY 2020-21, 10 (Ten) Board Meetings were held, i.e. on 14<sup>th</sup> May, 2020, 15<sup>th</sup> June, 2020, 6<sup>th</sup> July, 2020, 29<sup>th</sup> July, 2020, 19<sup>th</sup> August, 2020, 5<sup>th</sup> September, 2020, 15<sup>th</sup> September, 2020, 13<sup>th</sup> November, 2020, 23<sup>rd</sup> December, 2020 and 12<sup>th</sup> February, 2021 with time gap not exceeding 4 months between two such meetings. The Annual General Meeting was held on 30<sup>th</sup> September, 2020.

Directorships and Committee Memberships/Chairmanships in other public limited companies are given below, as on 31<sup>st</sup> March, 2021:

Sr. No.	Name of the Director	Other Directorships <sup>%</sup>	Committee positions in other Companies (excluding VGCL) <sup>tt</sup>		
			Member	Chairman	Total
1	Mr. Vinod Garg	2	1	Nil	1
2	Mr. Vaibhav Garg	2	Nil	Nil	Nil
3	Mr. Anand Khetan	2	Nil	1	1
4	Mrs. Khushboo Pasari	Nil	Nil	Nil	Nil
5	Mr. Vaurun Vijaywargi	Nil	Nil	Nil	Nil
6	Mr. Ajay Garg <sup>tt</sup>	Nil	Nil	Nil	Nil

<sup>%</sup>Mr. Ajay Garg was appointed on 23<sup>rd</sup> December, 2020

<sup>tt</sup>The number of Directorships excludes Directorships of private limited companies, foreign companies and companies licensed under Section 8 of the Companies Act, 2013

*%Committee includes only Audit Committee and Stakeholders Relationship Committee of public limited companies (excluding foreign companies and Section 8 companies) in terms of Regulation 26 of the Listing Regulations.*

#### **Relationship between Directors inter-se:**

Except Mr. Vinod Garg, Managing Director, who is father of Mr. Vaibhav Garg, Whole time Director and CFO, there are no inter-se relationships amongst the Directors except Mr. Ajay Garg, Non-Executive Non-Independent Director who is Nephew of Mr. Vinod Garg.

#### **Information provided to the Board:**

The annual calendar of the Board and Committee Meetings is agreed upon at the beginning of the year. The agenda is circulated well in advance to the Board members, along with comprehensive background information on the items in the agenda to enable the Board to deliberate on relevant points and arrive at an informed decision. All relevant information related to the working of the Company, including the information required under Part A Schedule II of SEBI Listing Regulations, 2015 is made available to the Board. In addition to matters, which require to be placed before the Board for its noting and / or approval, information is also provided on various other significant matters.

#### **The Board has identified the following skills/expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board:**

- Understanding of the company's business policies, values, vision, goals, strategic plan, corporate Governance and knowledge about the securities markets
- Investment management
- Accounting and Financial skills
- Risk Management
- Strategic thinking and decision making

#### **Review of legal compliance reports:**

During the year, the Board periodically reviewed reports placed by the management with respect to compliance of various laws applicable to the Company. The Internal Auditors also reviewed compliance status and reported the same to the Audit Committee, if any.

#### **COMMITTEES OF THE BOARD:**

The Board has constituted various Committees, viz., Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee.

##### **a) Audit Committee:**

The Audit Committee comprises of Two Non-Executive Independent Directors and One Executive Director, all of whom are financially literate and one of them possesses accounting and/or financial management expertise.

During the Financial year FY 2020-21, 4 (Four) Audit Committee meetings were held i.e. on 29<sup>th</sup> July, 2020, 15<sup>th</sup> September, 2020, 13<sup>th</sup> November, 2020 and 12<sup>th</sup> February, 2021. Gap between meeting of Audit committee held on 14<sup>th</sup> February, 2020 to 29<sup>th</sup> July, 2020 was more than four months, as per

exemption provided by SEBI due to ongoing pandemic. Except mentioned above, time gap between two consecutive meetings of the Audit Committee was not more than four months.

The composition of the Audit Committee and the attendance of Directors at its meetings are given hereunder:

Sr. No.	Name of the Director	Designation	Meetings attended/ held during FY 2021
1.	Mr. Anand Khetan - Chairman	Non-Executive, Independent Director	4/4
2.	Mrs. Khushboo Pasari	Non-Executive, Independent Director	3/4
3.	Mr. Vinod Garg	Executive Director	4/4

The terms of reference of the Audit Committee are in line with Regulation 18 read with Part C of Schedule II of Listing Regulations and Section 177 of the Companies Act, 2013. The terms of reference of the Audit Committee include the following:

- Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - changes, if any, in accounting policies and practices and reasons for the same;
  - major accounting entries involving estimates based on the exercise of judgment by management;
  - significant adjustments made in the financial statements arising out of audit findings;
  - compliance with listing and other legal requirements relating to financial statements;
  - disclosure of any related party transactions;
  - modified opinion(s) in the draft Audit Report;
- reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- approval or any subsequent modification of transactions of the listed entity with related parties;
- scrutiny of inter-corporate loans and investments;
- valuation of undertakings or assets of the listed entity, wherever it is necessary;
- evaluation of internal financial controls and risk management systems;
- reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- discussion with internal auditors of any significant findings and follow up there on;
- discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
- to review the functioning of the whistle blower mechanism;



- approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- carrying out any other function as is mentioned in the terms of reference of the audit committee.

The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company held in 2020 for addressing shareholders queries. The MD, CFO, the Statutory Auditors and the Internal Auditors are invited by the Committee to attend the Audit Committee meetings. The minutes of the Audit Committee meetings are placed before the Board. The Compliance Officer of the Company acts as Secretary to the Audit Committee.

M/s. Agrawal & Kedia, Chartered Accountants, are the Company's Statutory Auditors. They are responsible for performing an independent audit of the financial statements and expressing an opinion on the conformity of those financial statements with accounting principles generally accepted in India.

#### **b) Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee comprises of three Independent Directors. The composition of the Committee and their attendance at the meetings for the Financial year 2020-21 is given hereunder:

<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Designation</b>	<b>Meetings attended/ held during FY 2021</b>
1.	Mr. Anand Khetan - Chairman	Non-Executive, Independent Director	2/2
2.	Mrs. Khushboo Pasari	Non-Executive, Independent Director	2/2
3.	Mr. Varun Vijaywargi	Non-Executive, Independent Director	2/2
4.	Mr. Vinod Garg	Executive Director	2/2

The Company Secretary of our Company shall act as a Secretary to the Nomination and Remuneration Committee.

The scope and function of the Committee and its terms of reference shall include the following:

**Tenure:** The Nomination and Remuneration Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board.

**Meetings:** The committee shall meet as and when the need arises for review of Managerial Remuneration. The quorum for the meeting shall be one third of the total strength of the committee or two members, whichever is higher. Meeting of the Nomination and Remuneration Committee shall be called by at least seven days' notice in advance.

#### **Terms of Reference:**

- Identify persons who are qualified to become directors and may be appointed in senior management in accordance with the Criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.
- Formulate the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the board a policy relating to the remuneration for directors, KMPs and other employees.
- Determine our Company's policy on specific remuneration package for the Managing Director / Executive Director including pension rights.

- Decide the salary, allowances, perquisites, bonuses, notice period, severance fees and increment of Executive Directors.
- Define and implement the Performance Linked Incentive Scheme (including ESOP of the Company) and evaluate the performance and determine the amount of incentive of the Executive Directors for that purpose.
- Decide the amount of Commission payable to the Whole time Directors.
- Review and suggest revision of the total remuneration package of the Executive Directors keeping in view the performance of the Company, standards prevailing in the industry, statutory guidelines etc.
- To formulate and administer the Employee Stock Option Scheme.

#### **PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND INDIVIDUAL DIRECTORS**

- The Board has mechanism for evaluating the performance of its Board, Committees & individual Directors, including the Chairman of the Board. Further, performance evaluation exercise was carried out based on criteria such as Board/ Committee Compositions, Structure & responsibilities thereof, effectiveness of Board process, participation and contribution by member, information & functioning; Board/ Committee culture & dynamics, degree of fulfilment of key responsibilities, etc.
- The performance of Board, Committee thereof, Chairman, Executive & Non- Executive Directors and individual Director is evaluated by the Board/ Separate meeting of Independent Directors. The results of such evaluation are presented to the NRC and Board of Directors.

#### **c) Stakeholders Relationship Committee:**

The Committee comprises of two Non-Executive Directors. During the Financial year 2020-21, two Stakeholders Relationship Committee meetings were held.

The composition of the Stakeholders Relationship Committee and the attendance of Directors at its meetings are given hereunder:

<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Designation</b>	<b>Meetings attended/ held during FY 2021</b>
1.	Mr. Anand Khetan - Chairman	Non-Executive, Independent Director	2/2
2.	Mrs. Khushboo Pasari	Non-Executive, Independent Director	2/2
3.	Mr. Varun Vijaywargi	Non-Executive, Independent Director	2/2
4.	Mr. Vinod Garg	Executive Director	2/2

The Company has not received any Investor's grievances/ queries/ information/ requests during the Financial Year 2020-21. Mr. Jalpesh Darji, Company Secretary is the Compliance Officer of the Company.

#### **REMUNERATION OF DIRECTORS:**

##### **Remuneration to Executive Directors:**

The remuneration paid to Mr. Vinod Garg, Chairman and Managing Director and Mr. Vaibhav Garg, Whole-Time Director-cum-Chief Financial Officer for the Financial year 2020-21 is as under:

<b>Name of the Director</b>	<b>Remuneration (INR) p.a.</b>
Mr. Vinod Garg	3,00,000.00
Mr. Vaibhav Garg	1,00,000.00
<b>Total</b>	<b>4,00,000.00</b>

*Managing Director and Whole Time Director decided not to withdraw any remuneration from May, 2020 to March, 2021 due to ongoing pandemic.*

*The remuneration was approved by the Shareholders at their Annual General Meeting held on 30 September 2015.*

#### **Remuneration to Non-Executive Independent Directors:**

Non-Executive Independent Directors are paid sitting fees for attending Board/ Committee Meetings as approved by the Board within the limits prescribed under the Companies Act, 2013.

Details of Sitting Fees paid to the non-Executive Directors during the Financial Year 2020-21 are as follows:

<b>Name of the Director</b>	<b>Sitting Fees (INR)</b>
Mr. Anand Khetan <i>Non Executive Independent Director</i>	1,00,000
Mrs. Khushboo Pasari <i>Non Executive Independent Director</i>	30,000
Mr. Varun Vijaywargi <i>Non Executive Independent Director</i>	30,000
Mr. Ajay Garg <i>Non Executive Non-Independent Director</i>	10,000
<b>Total</b>	<b>1,70,000</b>

None of the Non-Executive Independent Directors and Non-Executive Non-Independent Director are holding any equity shares in the Company.

#### **ANNUAL GENERAL MEETINGS:**

The details of last three Annual General Meetings/ Extra-Ordinary General Meetings held were as under:

<b>Year</b>	<b>Day, Date and Time</b>	<b>Venue of AGM</b>	<b>Special Resolutions passed at the AGM</b>
Financial Year 2019-20	Wednesday, September 30, 2020 11.30 a.m.	Through Video Conference (VC)/ Other Audio-Visual Means (OAVM)	None
Financial Year 2018-19	Monday, September 30, 2019 11.30 a.m.	The Canto Restaurant & Banquets, Club House Level P 5, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India	Re-appointment of Mr. Vaibhav Garg as Whole Time Director for a period of 5 (years)
Financial Year 2017-18	Friday, September 21, 2018 11.30 a.m.	The Aqaba Banquets, Club House Level P 5, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India	None

## Postal Ballot

During FY 2020-21, No business was carried out through Postal Ballot.

For the ensuing Annual General Meeting, there is no any special resolution proposed to be conducted by the postal ballot.

## Means of Communication

The Company has always promptly reported to BSE, where the securities of the Company are listed, all material information including declaration of quarterly/ half-yearly and annual financial results in the prescribed formats.

The financial results and other statutory information are communicated to the shareholders by way of advertisement in “Freepress Journal”, English newspaper having nationwide circulation and “Navshakti” Marathi newspaper (local language), as per the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The said results are also made available on the Company’s website at [www.vibrantglobalgroup.com](http://www.vibrantglobalgroup.com). The Official Company information, Financial Results, Policies, Annual Reports and other relevant details are displayed on the Company’s website. As the financial results are published in leading newspapers as well as hosted on the Company’s website, the results are not sent to the households of the individual shareholders.

## GENERAL SHAREHOLDER INFORMATION

### Details of ensuing Annual General Meeting:

Wednesday, September 22, 2021	11.30 a.m.	Through Video Conference (VC)/ Other Audio-Visual Means (OAVM)
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**Company’s Financial Year:** April 1, 2020 to March 31, 2021.

### Financial Results Schedule for FY 2021-22:

First Quarter Results	by second week of August 2021
Second Quarter Results	by second week of November 2021
Third Quarter Results	by second week of February 2022
Audited Results for the year ending 31 <sup>st</sup> March 2021	by last week of May 2022

### Listing on Stock Exchanges

Equity Shares of the Company are listed on BSE Limited (Address: *Phiroze Jeejeebhoy Towers, Dalal St, Kala Ghoda, Fort, Mumbai, Maharashtra 400001*). (Script Code: 538732; Security Id: VGCL).

The ISIN of Company’s equity shares is INE761Q01015

Annual Listing fees for FY 2020-21 has been paid to BSE. Further, Annual Issuer fees for FY 2020-21 to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) have been paid to respective depository.

### Address for correspondence:

**Registered Office:** Unit No. 202, Tower A, Peninsula Business Park,

Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India  
Phone: +91 22 41731000, Fax: +91 22 41731010

**Corporate Identification Number (CIN):**

All the forms, returns, balance sheets, charges, if any and all other documents, papers etc. filed by the Company with the Registrar of Companies are available for inspection on the official website of MCA [www.mca.gov.in](http://www.mca.gov.in), under the Company Identification Number (CIN): L65900MH1995PLC093924.

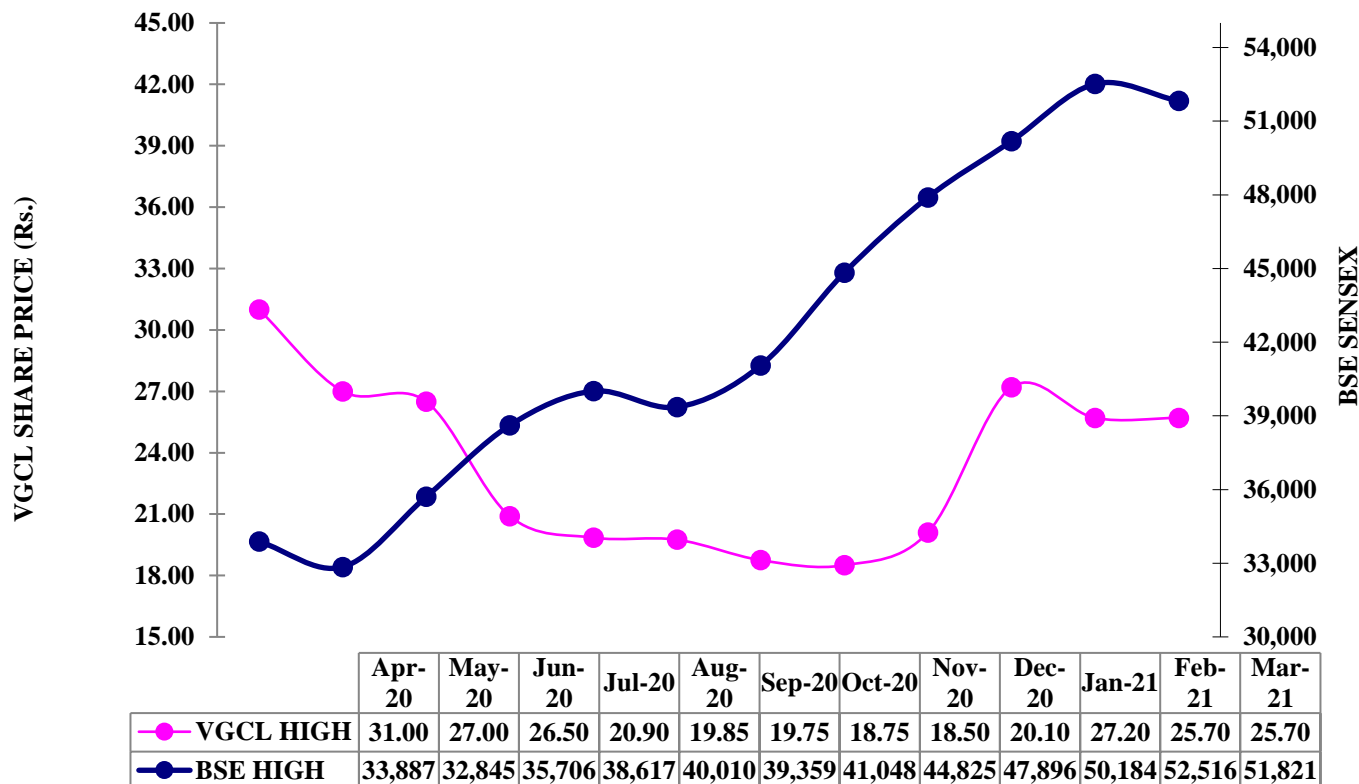
**Market Price Data**

Equity Shares of the Company have regularly been traded on BSE during FY 2020-21. Following is the month-wise high/ low prices of the Company's Equity Shares on BSE during the FY 2020-21.

Months	BSE	
	High Price (INR)	Low Price (INR)
April' 2020	31.00	27.00
May' 2020	27.00	26.50
June' 2020	26.50	18.70
July' 2020	20.90	19.00
August' 2020	19.85	19.85
September' 2020	19.75	17.90
October' 2020	18.75	18.00
November' 2020	18.50	16.00
December' 2020	20.10	15.95
January' 2021	27.20	21.10
February' 2021	25.70	20.75
March' 2021	25.70	19.25

The chart herein below shows the comparison of the Company's share price movement vis-à-vis the movement of the BSE Sensex:

### COMPANY SHARE PRICE AND BSE SENSEX-HIGH



#### Registrar and Share Transfer Agent (RTA): Bigshare Services Private Limited

**Registered office:** E - 2/3, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri (East), Mumbai - 400 072, Maharashtra, India, Maharashtra, India

**Corporate Office:** 1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai- 400 059, Maharashtra, India.

Phone: 91 (22) 62638200

Fax: 91 (22) 62638299

#### Share Transfer System

Stakeholders Relationship Committee of the Directors of the Company inter-alia deal with matters relating to transfer/ transmission of its Equity Shares and ensure that transfers are registered within maximum of 15 days from the date of receipt provided documents are complete in all respects. All Share Transfers, if any, will be approved by the Company Secretary under the authority delegated to him.

### Distribution of Equity Shareholding

Following is the distribution of Company's Equity Shares as on 31<sup>st</sup> March 2021.

Category	Number of Shareholders	Number of Shares	% of Shares
Promoters & Promoter Group* (Individuals)	2	1,62,98,599	71.15%
Clearing Members	2	23,914	0.10%
Corporate Bodies	11	2,53,776	1.11%
Non-Resident Indians	2	5,40,090	2.36%
Public	213	57,91,001	25.28%
<b>Total</b>	<b>230</b>	<b>2,29,07,380</b>	<b>100.00%</b>

\*Not pledged or otherwise encumbered in any manner.

Nominal Value of Shares (INR)		Number of Shareholders	Nominal Value of Shares (INR)	% of Shares
1	5,000	127	75,250	0.03%
5,001	10,000	10	90,810	0.04%
10,001	20,000	7	1,15,330	0.05%
20,001	30,000	16	4,54,830	0.20%
30,001	40,000	3	1,16,490	0.05%
40,001	50,000	4	1,77,760	0.08%
50,001	1,00,000	42	25,67,860	1.12%
1,00,001	99,99,99,99,99	21	22,54,75,470	98.43%
		<b>230</b>	<b>22,90,73,800</b>	<b>100.00%</b>

### Compliance Officer

Mr. Jalpesh Darji, Company Secretary

Registered office:

Unit No. 202, Tower A, Peninsula Business Park,

Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India

Phone: +91 22 41731000, Fax: +91 22 41731010

E-mail: [jalpesh@vibrantglobalgroup.com](mailto:jalpesh@vibrantglobalgroup.com)

All communications on matters relating to Rematerialization, Share Transfers etc. may be sent directly to Registrar and Share Transfer Agent and Complaints, if any, on these matters may also be sent to [investor@vibrantglobalgroup.com](mailto:investor@vibrantglobalgroup.com) or to the Compliance Officer.

### DEMATERIALISATION OF SHARES AND LIQUIDITY

All equity shares of the Company having ISIN: INE761Q01015 are in Dematerialized with the Depositories, NSDL and CDSL and following is the distribution as on 31<sup>st</sup> March 2021.

In Demat with-	Number of Shares	% of Total Equity Shares
NSDL	1,68,72,241	73.65%
CDSL	60,35,139	26.35%
Physical	-	-
<b>Total</b>	<b>2,29,07,380</b>	<b>100.00%</b>

## UNCLAIMED DIVIDEND/ SHARES

The Company has not declared Dividend and hence, no amount is due to transfer to Investor Education and Protection Fund (IEPF) on 31<sup>st</sup> March 2021.

### Disclosures:

- A Statement in summary form of transactions with related parties in the ordinary course of business was placed periodically before the Board of Directors/Audit Committee. All transactions with the related parties have been on an arms-length basis. A Policy on transactions with related parties is formulated by the Company and is available on the website of the Company at [www.vibrantglobalgroup.com](http://www.vibrantglobalgroup.com)
- The Company have had no materially significant related party transactions, which may have potential conflict with interest of the Company.
- For disclosures of related party relationship and transactions as per Ind AS 24, Related Party Disclosure, Note No. 28 to the Annual Audited Accounts of the Company for the FY ended 31<sup>st</sup> March 2021 may be referred to.
- Resume and other information of the Director proposed to be re-appointed at the ensuing AGM of the Company are given in the Notice relating thereto to the Shareholders as required under Regulation 36(3) of SEBI LODR, 2015.
- Management Discussion and Analysis Report has been included as a part of the Board's Report to the Shareholders for FY ended 31<sup>st</sup> March 2021.
- In accordance with requirement of Corporate Governance, the Board of Directors of the Company formulated a Code of Conduct for Board of Directors including Independent Directors and Senior Management Personnel and the compliance thereof has been affirmed by all concerned. The Code provide for duties of Independent Directors as laid down in the Act. Required declaration to this effect signed by the Managing Director of the Company is appended as a separate Annexure to this Report. This Code of Conduct, adopted by the Company, has also been hosted on Company's website [www.vibrantglobalgroup.com](http://www.vibrantglobalgroup.com).
- No penalties/strictures were imposed on the Company by any regulatory authority on any matter related to capital markets during last three years.
- The Company has laid down procedures to inform the Board Members about the risk assessment and minimisation. Said procedures were periodically reviewed to ensure that Executive Management control risks through means of a properly defined framework. These procedures have also been adopted by the Company.
- The Company has formulated the Code of Conduct for prevention of Insider Trading in securities of the Company by its Directors and Employees in accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 and a Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information following said SEBI Insider Trading Regulations. These Codes of Conduct adopted by the Company have been hosted on Company's website [www.vibrantglobalgroup.com](http://www.vibrantglobalgroup.com). For the purposes of these Codes, Company Secretary, Mr. Jalpesh Darji, Company Secretary has been appointed as Compliance Officer.
- The Board of Directors of the Company has put in place a Policy on Prevention of Sexual Harassment following provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and



Redressal) Act, 2013 and Rules framed thereunder. Copy of said Policy has been hosted on Company's website [www.vibrantglobalgroup.com](http://www.vibrantglobalgroup.com). During FY 2020-21, no complaint regarding Sexual Harassment has been received.

- The Board of Directors of the Company have received a Certificate from the Managing Director and Chief Financial Officer of the Company in compliance of Regulation 17(8) of SEBI LODR, 2015.
- The Company has a Vigil Mechanism Policy for Directors and Employees, to report concerns about unethical conduct and improper practices or alleged fraud or violation of Code of Conduct or Ethics Policy, to the Managing Director or Compliance Officer or the Audit Committee soon after becoming aware of the same. Said Policy inter-alia provide for adequate safeguards against victimisation of persons availing mechanism of the same and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The Company has adopted said Policy and hosted a copy thereof on Company's website [www.vibrantglobalgroup.com](http://www.vibrantglobalgroup.com) and no complaint thereunder was received during FY ended on 31<sup>st</sup> March 2021.
- Pursuant to Regulation 40 of SEBI LODR, 2015, Certificate, for half year ended on 31<sup>st</sup> March 2021 has been issued by a Company Secretary-in-Practice for due compliance of Share Transfer formalities by the Company and filed with the BSE within prescribed time.
- A Company Secretary in full time practice carried out Reconciliation of Share Capital Audit to reconcile total admitted capital with NSDL and CDSL and the total issued and listed capital of the Company. The Audit confirmed that the total issued/paid up capital has been in agreement with the aggregate of total number of Shares in physical form and the total number of Shares in dematerialised form (held with NSDL and CDSL).
- The Company has complied all mandatory requirements of Corporate Governance. Compliance of non mandatory requirements are dealt with at the end of the Report. Compliance Reports in format prescribed has been sent to Stock Exchanges within prescribed time.
- Independent Directors have confirmed that they meet criteria of 'Independence' as stipulated under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI LODR, 2015.
- None of the Independent Directors is serving as Independent Directors in more than seven listed Companies. Formal letters of appointment have been issued to the Independent Directors and hosted on Company's website.
- A meeting of the Independent Directors of the Company has been on 12<sup>th</sup> February, 2021, whereat all of them were present. Independent Directors following Company's Policy familiarised themselves with their roles, rights and responsibilities nature of industry in which the Company operated, business models of the Company etc.
- In a meeting recently held, Independent Directors of the Company inter-alia reviewed performance of Non-Independent Directors and the Board as a whole and the Chairperson of the Company taking into account views of Executive Directors and Non-Executive Directors. Quality, Quantity and Timeliness of flow of information between the Company Management and the Board necessary for the Board to effectively and reasonably perform their duties was also assessed. These were found to be satisfactory.
- Website [www.vibrantglobalgroup.com](http://www.vibrantglobalgroup.com) of the Company is functional and provide information in accordance with Regulation 46 of SEBI LODR, 2015.

- In compliance of Regulation 7(3) of SEBI LODR, 2015, a Compliance Certificate duly signed by Compliance Officer of the Company and authorised representative of Share Transfer Agent for half year ended on 31st March 2021 has been submitted to the BSE Limited within time prescribed.
- Regulation 21 of SEBI LODR, 2015 regarding constitution of Risk Management Committee is not applicable to the Company.

#### **STATUS OF ADOPTION OF THE NON-MANDATORY REQUIREMENTS:**

- **Non-Executive Chairman's Office/ Separate persons to the post of Chairman and Managing Director:**

Mr. Vinod Garg is Chairman and Managing Director of the Company

- **Audit Qualification**

There is no qualification made by Statutory Auditors on Financial Statements of the FY under review.

- **Other Items**

Text in compliance of Regulation 33 of SEBI LODR, 2015 has been published by the Company in English and Vernacular Newspapers, filed with BSE and also hosted on its website. Internal Auditor of the Company reported to Chairman and Managing Director and their Quarterly Reports mandatorily placed before the Audit Committee for discussion. The Company has implemented relevant and applicable provisions of the Act and Rules framed thereunder and also SEBI LODR, 2015.

#### **AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

As required under Para E of Schedule V of SEBI LODR, 2015, Certificate by Practicing Company Secretaries stating that the conditions of Corporate Governance has been complied by the Company is annexed.

**Annual Certificate under Regulation 34(3) read with Para D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**DECLARATION**

As required under Regulation 34(3) read with Para D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that affirmation for compliance of Code of Conduct has been received from all the Board Members and Senior Management Personnel of the Company for financial year ended 31<sup>st</sup> March 2021.

Mumbai  
Date: 11<sup>th</sup> August, 2021

Sd/-  
Vinod Garg  
Managing Director  
DIN: 00152665

**Certificate by Practicing Company Secretaries on Corporate Governance**

**TO THE MEMBERS OF**

**VIBRANT GLOBAL CAPITAL LIMITED**

We, H. Roshan & Associates, Practicing Company Secretaries, Nagpur, have examined the compliance of conditions of Corporate Governance by Vibrant Global Capital Limited ("the Company"), for the year ended on 31<sup>st</sup> March 2021, as stipulated in Regulations 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

**Managements' Responsibility**

1. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of Internal Control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

**Auditor's Responsibility**

2. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
4. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
5. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information and Other Assurance and Related Service Engagements.

## Opinion

6. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V of the Listing Regulations during the year ended 31st March 2021.
7. The listed entity has complied with the all the provisions of the applicable acts, regulations and circulars/ guidelines issued, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 17 (1)(c) of SEBI (LODR) Regulation, 2015	According to regulation, the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors. The Company had only 5 Directors on 1 <sup>st</sup> April, 2020 and appointed 6 <sup>th</sup> Director on 23 <sup>rd</sup> December, 2020.	<p>As on 1<sup>st</sup> April, 2020, the Company falls into category of top 2000 companies based on its market capitalization. As per Regulation, Board of the Company should comprise of 6 Directors but there were 5 Directors on the Board from 1<sup>st</sup> April, 2020. The Company appointed 6<sup>th</sup> Director on 23<sup>rd</sup> December, 2020.</p> <p>As per Directives of BSE, the Company will comply with directives of BSE.</p>

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

For H. Roshan & Associates  
Practicing Company Secretaries

Sd/-

**Roshan Harde**

Designation: Proprietor

Membership No.: 34630

CoP No.: 13138

Mumbai

Date: 11<sup>th</sup> August, 2021

**Certificate from Company Secretary in Practice**

**CERTIFICATE**

*(Pursuant to clause 10 of Part C of Schedule V of LODR)*

In pursuance of sub clause (i) of clause 10 of Part C of Schedule V of The Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015; (LODR) in respect of Vibrant Global Capital Limited (CIN: L65900MH1995PLC093924) I hereby certify that:

On the basis of the written representation/declaration received from the directors and taken on record by the Board of Directors, as on March 31, 2021, none of the directors on the board of the company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI/ Ministry of Corporate Affairs or any such statutory authority.

**For H. Roshan & Associates**  
*Practicing Company Secretaries*

Sd/-

**Roshan Harde**

Designation: Proprietor

Membership No.: 34630

CoP No.: 13138

Mumbai

Date: 11<sup>th</sup> August, 2021

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS OF M/S. VIBRANT GLOBAL CAPITAL LIMITED

#### Report on the Standalone Financial Statements

#### I. Opinion

We have audited the accompanying standalone financial statements of **VIBRANT GLOBAL CAPITAL LIMITED** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2021, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31<sup>st</sup> March, 2021, its profit and its cash flows for the year ended on that date.

#### II. Basis Of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### III. Emphasis of Matter

We invite attention to Note no. 36 to the financial statements regarding the uncertainties arising out of the outbreak of Covid-19 pandemic and the assessment made by the management on its business and financials, including valuation of investments for the year ended March 31, 2021. This assessment and the outcome of the pandemic is as made by the management and is highly dependent on the circumstances as they evolve in the subsequent period.

Our opinion is not modified on the above matter.

#### IV. Key Audit Matters

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

We have determined the matters described below to the key matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
<b>Valuation of Investment in securities :</b> The Company's investments (other than investment in Subsidiary and Associates) are measured at fair value at each reporting date and these fair value measurements significantly impact the Company's results. Within the Company's investment portfolio, the valuation of certain assets such as unquoted preference shares requires significant judgement as a result of quoted prices being unavailable and limited liquidity in these markets.	<b>Principal audit procedures :</b>  We have assessed the Company's process to compute the fair value of various investments. For quoted instruments we have independently obtained market quotations and recalculated the fair valuations. For the unquoted instruments, we have obtained an understanding of the various valuation methods used by management and analysed the reasonableness of the principal assumptions made for estimating the fair values and various other data used while arriving at the fair value measurement
<b>Transactions related to investment purchase and sales and determination of Profit on Sale of Investments :</b> Effort is needed to correctly account for purchase/ sales transactions related to investments and determine the profit /loss there from and its classification from taxation point of view.	<b>Principal audit procedures :</b> Our audit approach was a combination of test of internal controls and substantive procedure which included the following : <ul style="list-style-type: none"><li>• Evaluate the design of Internal Control over acquisition, accretion and disposal of investments, safeguarding of investments, controls in respect of title of investments, information flow related to investments.</li><li>• Selected a sample of contracts and tested the supporting documents, terms of sale or purchase (ex or cum dividend/interest), rights issues, bonus issues.</li><li>• Verified whether the title of investments held with depository/ custodian services are in the name of the company.</li><li>• Reviewed the valuation and disclosure of investments as required by AS-13 and statutory requirements.</li><li>• Verified the accuracy of determination of profit/loss on sale of investments, period of their holding and taxability of such profit/loss in accordance with applicable law.</li></ul>

**V. Information Other than the Standalone Ind AS financial statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Directors' Report (including annexures) and Report on Corporate Governance, Notice Board's Report Report on Corporate Governance but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

**VI. Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified 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 judgements and estimates that are reasonable and prudent; and the 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error

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

Those charged with governance are also responsible for overseeing the Company's financial reporting process.



## VII. Auditor's Responsibility

Our objectives are to obtain reasonable assurance about whether the standalone 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 scepticism throughout the audit. We also:

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with

them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

## **VIII. 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 the 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 paragraph 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.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendments Rules, 2016.
  - e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to adequacy of Internal Financial Control over financial reporting of the company & the operating effectiveness of such controls, refer to our separate report in 'Annexure B'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations in its financial position in its standalone financial statements.
    - ii. The Company did not have any long-term contract including derivative contracts for which there were any material foreseeable losses.

- iii. There was no amount, required to be transferred, to the Investor Education and Protection Fund by the Company.

**FOR AGRAWAL & KEDIA  
Chartered Accountants  
(Registration No. 100114W)**

**Sd/-  
(RAVI AGRAWAL)  
(Partner)  
Membership No. : 34492  
(UDIN : 21034492AAAAFA9860)**

**Place : MUMBAI  
Date : 22.06.2021**

### **ANNEXURE A TO THE AUDITORS' REPORT**

(Referred to in paragraph VIII (1) of our Report of even date on the Accounts for the year ended 31st March 2021, of Vibrant Global Capital Ltd)

- (i) (a) As per information and explanation given to us, the company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As per information and explanations given to us these assets have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification.
- (c) As there are no immovable properties, provision of Clause no.(i)( c ) is not applicable.
- (ii) The inventory of shares has been verified through de-mat statement during the year as confirmed by the management. In our opinion, the frequency of verification is reasonable. There was no discrepancy between the stock as per book records and de-mat statement.
- (iii) According to the information and explanations given to us, we are of the opinion that, during the year the Company has not granted any loan to any party covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, Provision of Clause no. (iii) is not applicable.
- (iv) The Company has complied with the provisions of Section 185 of the Act. It has also complied with the provisions of Section 186 of the Act after taking into account the status of the company to be an NBFC.
- (v) The Company has not accepted any deposit from public. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Section 73 to 76 or other relevant provisions of the Act, the rules framed there under and the directives issued by Reserve Bank of India. There have been no proceedings before the Company Law Board or National Company Law Tribunal (as applicable) or Reserve Bank of India or any other Tribunal in this matter and no order has been passed by any of the aforesaid authorities.
- (vi) Central Government has not prescribed maintenance of cost records under clause (d) of subsection (1) of section 148 of the Companies Act, 2013 in respect of products of the Company and hence no comments are warranted in respect of those.
- (vii)(a) As informed, the Company does not come under the purview of the Provident Fund Act and Employees State Insurance Act. According to the records of the Company, no undisputed amounts payable in respect of Income Tax, sales tax, service tax, custom duty, excise duty, Value Added Tax, cess and other material statutory dues applicable to it are outstanding as at 30th June, 2020 for a period of more than six months from the date they become payable.
- (b) According to the information and explanation given to us, there are no dues of sales tax, income tax, service Tax, customs duty, wealth tax, excise duty, Value Added Tax and cess which have not been deposited on account of any dispute, except :

Due under the act	Period	Amount ( Rs. in crore)	Forum in which pending
Income Tax Act	F.Y 2013-14	2.64	Commisioner Appeals, Mumbai
Income Tax Act	F.Y 2014-15	0.24	Commisioner Appeals, Mumbai

- (viii) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans & borrowings to bank or financial institution. The company has no borrowing from government. The Company has not issued any debenture.
- (ix) During the period, the company has neither raised money by way of IPO or FPO nor taken any term loan and accordingly its proper utilisation is not required to be commented upon.
- (x) According to the information and explanations given to us, no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year under audit.
- (xi) On the basis of examination of documents & resolutions, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- (xii) As the company is not a Nidhi company, provision of clause (xii) is not applicable to it.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- (xiv) According to the information and explanation given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) As informed the company has not entered into any non-cash transactions with directors or persons connected with them. Therefore the compliance of section 192 of the companies act is not required.
- (xvi) The company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and the registration has been obtained.

**FOR AGRAWAL & KEDIA  
CHARTERED ACCOUNTANTS**

Sd/-  
**(RAVI AGRAWAL)**  
**PARTNER**  
**M.NO. 34492**  
**F.R.NO.100114W**

**UD1N 21034492AAAAFA9860**

**PLACE : MUMBAI**  
**Date: 22.06.2021**

**ANNEXURE B TO THE AUDITORS' REPORT**

( Referred to in paragraph VIII (2) (f) of our Report of even date on the Account for the year ended on 31st March 2021 of M/S VIBRANT GLOBAL CAPITAL LTD.)

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 M/S VIBRANT GLOBAL CAPITAL LTD. ('the Company') as of 31st March, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on the 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with 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 were 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 control over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls over 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 .

**Opinion**

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

**FOR AGRAWAL & KEDIA**  
**CHARTERED ACCOUNTANTS**

Sd/-  
(RAVI AGRAWAL)  
PARTNER  
M.NO. 34492  
F.R.NO.100114W

UD1N 21034492AAAAFA9860

PLACE : MUMBAI  
Date: 22.06.2021

**Vibrant Global Capital Limited**  
**Balance Sheet as at March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

	Particulars	Note	March 31, 2021	March 31, 2020
<b>A</b>	<b>ASSETS</b>			
(1)	<b>Financial Assets</b>			
	(a) Cash and cash equivalents	5	4,70,773	5,54,140
	(b) Bank Balance other than (a) above	5	1,00,00,000	1,00,00,000
	(c) Derivative financial instruments			
	(d) Receivables			
	(I) Trade Receivables		-	-
	(II) Other Receivables		-	-
	(e) Loans		-	-
	(f) Investments	6	58,81,55,161	24,78,24,642
	(g) Other Financial assets (to be specified)	7	3,64,234	5,27,350
	<b>Sub-total-Financial Assets</b>		<b>59,89,90,168</b>	<b>25,89,06,133</b>
(2)	<b>Non-financial Assets</b>			
	(a) Inventories		-	-
	(b) Current tax assets (Net)		1,32,13,784	1,32,09,285
	(c) Deferred tax Assets (Net)	8	76,68,025	1,74,44,746
	(d) Investment Property		-	-
	(e) Biological assets other than bearer plants		-	-
	(f) Property, Plant and Equipment	9	29,993	41,290
	(g) Capital work-in-progress		-	-
	(h) Intangible assets under development		-	-
	(i) Goodwill		-	-
	(j) Other Intangible assets		-	-
	(k) Other non-financial assets (to be specified)	10	76,35,068	65,29,465
	<b>Sub-total-Non-Financial Assets</b>		<b>2,85,46,870</b>	<b>3,72,24,786</b>
	<b>Total Assets</b>		<b>62,75,37,039</b>	<b>29,61,30,919</b>
<b>B</b>	<b>LIABILITIES AND EQUITY</b>			
(1)	<b>Financial Liabilities</b>			
	(a) Derivative financial instruments			
	(b) Payables		-	-
	(I) Trade Payables		-	-
	(i) total outstanding dues of micro enterprises and small enterprises		-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	11	4,34,234	3,75,240
	(II) Other Payables		-	-
	(i) total outstanding dues of micro enterprises and small enterprises		-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
	(c) Debt Securities		-	-
	(d) Borrowings (Other than Debt Securities)	12	26,68,79,082	13,06,15,679
	(e) Deposits		-	-
	(f) Subordinated Liabilities		-	-
	(g) Other financial liabilities (to be specified)	13	15,23,220	12,91,567
	<b>Sub-total-Financial Liabilities</b>		<b>26,88,36,536</b>	<b>13,22,82,486</b>
(2)	<b>Non-Financial Liabilities</b>			
	(a) Current tax liabilities (Net)	14	5,65,596	-
	(b) Provisions	15	27,02,241	18,26,060
	(c) Deferred tax liabilities (Net)	8	-	-
	(d) Other non-financial liabilities (to be specified)			
	<b>Sub-total-Non-Financial Liabilities</b>		<b>32,67,837</b>	<b>18,26,060</b>
(3)	<b>EQUITY</b>			
	(a) Equity Share capital	16	22,90,73,800	22,90,73,800
	(b) Other Equity	17	12,63,58,866	(6,70,51,426)
	<b>Sub-total-Equity</b>		<b>35,54,32,666</b>	<b>16,20,22,374</b>
	<b>Total Liabilities and Equity</b>		<b>62,75,37,040</b>	<b>29,61,30,920</b>
	Summary of significant accounting policies	3		
The accompanying notes form an integral part of the standalone financial statements				
As per our report of even date attached		For and on behalf of the Board of Directors of		
<b>Agrawal &amp; Kedia</b>		<b>Vibrant Global Capital Limited</b>		
Chartered Accountants				
Firm's Registration Number: 100114W				
Sd/-		Sd/-	Sd/-	Sd/-
<b>Ravi Agrawal</b>		<b>Vinod Garg</b>	<b>Vaibhav Garg</b>	<b>Jalpesh Darji</b>
Partner		Managing Director	CFO	Company Secretary
Membership No. 34492				
Place: Mumbai				
Date: 22.06.2021				

**Vibrant Global Capital Limited**  
**Statement of Profit and Loss for the YEAR ENDED MARCH 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

Particulars	Notes	March 31, 2021	March 31, 2020
Revenue from operations			
Interest Income	18	5,91,213	7,49,111
Dividend Income		50,94,111	66,43,347
Derivatives Income		5,61,15,299	-
Net gain on fair value changes	21	16,95,74,180	-
Other income	19	4,499	2,83,401
<b>Total income</b>		<b>23,13,79,302</b>	<b>76,75,859</b>
<b>Expenses</b>			
Finance Costs	20	1,33,72,388	1,34,02,456
Net loss on fair value changes	21	-	20,96,21,969
Impairment on financial instruments		-	-
Cost of materials consumed		-	-
Purchases of Shares		-	-
Changes in Inventories of Shares	22	-	-
Employee Benefits Expenses	23	55,46,731	1,13,17,137
Depreciation	8	11,297	19,201
Other expenses	24	73,70,029	45,43,833
<b>Total expenses</b>		<b>2,63,00,445</b>	<b>23,89,04,596</b>
<b>Profit before tax</b>		<b>20,50,78,857</b>	<b>(23,12,28,738)</b>
Tax expense :			
- Current tax	8	14,93,000	1,86,705
- Deferred tax	8	98,77,109	(1,85,88,002)
<b>Total tax expense</b>		<b>1,13,70,109</b>	<b>(1,84,01,297)</b>
<b>Profit for the year</b>		<b>19,37,08,748</b>	<b>(21,28,27,440)</b>
<b>Other comprehensive income</b>			
<i>Items that may be reclassified to profit or loss</i>			
Remeasurements of post-employment benefit obligations		(3,98,845)	(14,056)
Tax relating to these items		1,00,389	3,910
<b>Total Other comprehensive income for the year, net of tax</b>		<b>(2,98,456)</b>	<b>(10,146)</b>
<b>Total comprehensive income for the year</b>		<b>19,34,10,292</b>	<b>(21,28,37,586)</b>
<b>Earnings per equity share</b>	26		
Basic and Diluted earnings per share [Nominal value of Rs.10 ]		<b>8.44</b>	<b>(9.29)</b>
Summary of significant accounting policies	3		
The accompanying notes form an integral part of the standalone financial statements			
As per our report of even date attached		For and on behalf of the Board of Directors of	
<b>Agrawal &amp; Kedia</b>		<b>Vibrant Global Capital Limited</b>	
Chartered Accountants			
Firm's Registration Number: 100114W			
Sd/-		Sd/-	Sd/-
<b>Ravi Agrawal</b>		<b>Vinod Garg</b>	<b>Vaibhav Garg</b>
Partner		Managing Director	CFO
Membership No. 34492			<b>Jalpesh Darji</b>
			Company Secretary
Place: Mumbai			
Date: 22.06.2021			



**Vibrant Global Capital Limited**  
**Statement of cash flows for the period ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

	<b>Year ended March 31, 2021</b>	<b>Year ended March 31, 2020</b>
<b>Cash flow from operating activities</b>		
Profit before tax	20,50,78,857	(23,12,28,738)
<b>Adjustments for :-</b>		
Depreciation expense	11,297	19,201
Loss/ (gain) on sale of financial assets carried at fair value through profit or loss	17,76,39,271	20,96,21,969
Interest income	(5,91,213)	(7,49,111)
Finance costs	1,33,72,388	1,34,02,456
Remeasurements of post-employment benefit obligations	4,77,336	4,46,685
Impairment loss on trade receivables	-	-
Operating profit before working capital changes	<b>39,59,87,936</b>	<b>(84,87,537)</b>
(Decrease)/Increase in Trade Payables	58,994	1,68,240
(Increase)/Decrease in Other financial assets	1,63,116	24,956
(Increase) in other Non financial assets	(11,05,602)	60,22,364
(Increase)/Decrease in Other Financial Liabilities	2,31,653	2,89,755
(Increase) in other Non financial liabilities	5,65,596	-
<b>Cash generated from operations</b>	<b>39,59,01,694</b>	<b>(19,82,222)</b>
Income taxes paid	14,97,499	44,71,102
<b>Net cash inflow from operating activities</b>	<b>39,44,04,195</b>	<b>(64,53,324)</b>
<b>Cash flows from investing activities</b>		
Payments for Investment in shares	(51,79,69,791)	8,42,45,520
Interest income	5,91,213	7,49,111
<b>Net cash outflow from investing activities</b>	<b>(51,73,78,578)</b>	<b>8,49,94,631</b>
<b>Cash flows from financing activities</b>		
Proceeds from/(Repayments of) Borrowings	13,62,63,404	(6,49,17,207)
Interest paid	(1,33,72,388)	(1,34,02,456)
<b>Net cash inflow (outflow) from financing activities</b>	<b>12,28,91,016</b>	<b>(7,83,19,663)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>(83,367)</b>	<b>2,21,644</b>
Add:- Cash and cash equivalents at the beginning of the financial year	1,05,54,141	1,03,32,497
<b>Cash and cash equivalents at end of the period (note 5)</b>	<b>1,04,70,774</b>	<b>1,05,54,141</b>
The accompanying notes form an integral part of the standalone financial statements		
As per our report of even date attached		
<b>For and on behalf of the Board of Directors of</b>		
<b>Agrawal &amp; Kedia</b>		
Chartered Accountants		
Firm's Registration Number:		
<b>Vibrant Global Capital Limited</b>		
Sd/- <b>Ravi Agrawal</b> Partner Membership No. 34492	Sd/- <b>Vinod Garg</b> Managing Director	Sd/- <b>Vaibhav Garg</b> CFO
		Sd/- <b>Jalpesh Darji</b> Company Secretary
Place: Mumbai		
Date: 22.06.2021		

**Vibrant Global Capital Limited**  
**Statement of changes in equity**  
**(All amounts in Rupees, unless otherwise stated)**

**A. Equity share capital**

	<b>Amount</b>
<b>As at April 1, 2019</b>	22,90,73,800
Changes in equity share capital	
<b>As at March 31, 2020</b>	<b>22,90,73,800</b>
Changes in equity share capital	-
<b>As at March 31, 2021</b>	<b>22,90,73,800</b>

**B. Other equity**

	<b>Retained earnings</b>	<b>Statutory Reserve</b>	<b>General Reserve</b>	<b>Share premium</b>	<b>Total other equity</b>
<b>Balance at April 1, 2019</b>	9,13,46,259	1,96,77,000	5,16,058	3,42,46,843	14,57,86,160
Profit for the year March 2020	(21,28,27,440)	-	-	-	(21,28,27,440)
Other comprehensive income	(10,146)				(10,146)
					-
<b>Total comprehensive income for the year</b>	<b>(21,28,37,586)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(21,28,37,586)</b>
Transfer to General reserve	-	-	-	-	-
Transfer from Retained earnings	-	-	-	-	-
<b>Balance at March 31, 2020</b>	<b>(12,14,91,327)</b>	<b>1,96,77,000</b>	<b>5,16,058</b>	<b>3,42,46,843</b>	<b>(6,70,51,426)</b>
<b>Balance at April 1, 2020</b>	<b>(12,14,91,327)</b>	<b>1,96,77,000</b>	<b>5,16,058</b>	<b>3,42,46,843</b>	<b>(6,70,51,426)</b>
					-
Profit for the year March 2021	19,37,08,748	-	-	-	19,37,08,748
Other comprehensive income	(2,98,456)	-	-	-	(2,98,456)
Transfer to Statutory Reserve	(3,87,42,000)	3,87,42,000	-	-	-
<b>Total comprehensive income for the year</b>	<b>15,46,68,292</b>	<b>3,87,42,000</b>	<b>-</b>	<b>-</b>	<b>19,34,10,292</b>
<b>Balance at March 31, 2021</b>	<b>3,31,76,965</b>	<b>5,84,19,000</b>	<b>5,16,058</b>	<b>3,42,46,843</b>	<b>12,63,58,866</b>

As per our report of even date attached

**Agrawal & Kedia**

Chartered Accountants

Firm's Registration Number:

For and on behalf of the Board of Directors of

**Vibrant Global Capital Limited**

Sd/-

**Ravi Agrawal**

Partner

Membership No. 34492

Sd/-

**Vinod Garg**

Managing Director

Sd/-

**Vaibhav Garg**

CFO

Sd/-

**Jalpesh Darji**

Company Secretary

Place: Mumbai

Date: 22.06.2021

**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 1: Corporate Information**

Vibrant Global Capital Limited ('the Company') is registered as a Non-Banking Financial Company ('NBFC') as defined under Section 45-IA of the Reserve Bank of India Act, 1934. The Company is principally engaged in lending and investing activities.

**Note 2: Basis of Preparation**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act. The financial statements have been prepared on a going concern basis. The Company uses accrual basis of accounting.

**2.1 Presentation of financial statements**

The Company presents its Balance Sheet in order of liquidity

The Company generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only when Ind AS specifically permits the same or it has an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event. Similarly, the Company offsets incomes and expenses and reports the same on a net basis when permitted by Ind AS specifically unless they are material in nature.

**Critical accounting estimates and judgments**

The preparation of the Company's financial statements requires Management to make use of estimates and judgments. In view of the inherent uncertainties and a level of subjectivity involved in measurement of items, it is possible that the outcomes in the subsequent financial years could differ from those on which the Management's estimates are based. Accounting estimates and judgments are used in various line items in the financial statements for e.g.:

- >Business model assessment
- >Fair value of financial instruments
- >Effective Interest Rate (EIR)
- >Impairment on financial assets
- >Provisions and other contingent liabilities
- >Provision for tax expenses
- >Residual value and useful life of property, plant and equipment

**Note 3: Summary of significant accounting policies**

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

**3.1 Income**

**(i) Interest income**

The Company recognises interest income using Effective Interest Rate (EIR) on all financial assets subsequently measured at amortised cost or fair value through other comprehensive income (FVOCI). EIR is calculated by considering all costs and incomes attributable to acquisition of a financial asset or assumption of a financial liability and it represents a rate that exactly discounts estimated future cash payments/receipts through the expected life of the financial asset/financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability.

The Company recognises interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. In case of credit-impaired financial assets, the Company recognises interest income on the amortised cost net of impairment loss of the financial asset at EIR. If the financial asset is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis. Delayed payment interest (penal interest) levied on customers for delay in repayments/non payment of contractual cashflows is recognised on realisation. Interest on financial assets subsequently measured at fair value through profit or loss (FVTPL) is recognised at the contractual rate of interest.

**(ii) Dividend income**

Dividend income on equity shares is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

**(iii) Sale of Shares**

Revenue from share trading is accounted on its sale and that of derivative transactions upon squaring off of the position.

**(iv) Other revenue from operations**

The Company recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 'Financial Instruments' is applicable) based on a comprehensive assessment model as set out in Ind AS 115 Revenue from contracts with customers'. The Company identifies contract(s) with a customer and its performance obligations under the contract, determines the transaction price and its allocation to the performance obligations in the contract and recognises revenue only on satisfactory completion of performance obligations. Revenue is measured at fair value of the consideration received or receivable.

**(a) Net gain on fair value changes**

Financial assets are subsequently measured at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI), as applicable. The Company recognises gains/losses on fair value change of financial assets measured as FVTPL and realised gains/losses on derecognition of financial asset measured at FVTPL and FVOCI.

**(b) Recoveries of financial assets written off**

The Company recognises income on recoveries of financial assets written off on realisation or when the right to receive the same without any uncertainties of recovery is established.

**3.2 Expenditure**

**(i) Finance costs**

Borrowing costs on financial liabilities are recognised using the EIR

**(ii) Fees and commission expenses**

Fees and commission expenses which are not directly linked to the sourcing of financial assets, such as commission/incentive incurred on value added services and products distribution, recovery charges and fees payable for management of portfolio etc., are recognised in the Statement of Profit and Loss on an accrual basis.

**3.3 Cash and cash equivalents**

Cash and cash equivalents include cash on hand, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

**3.4 Financial instruments**

A financial instrument is defined as any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Trade receivables and payables, loan receivables, investments in securities and subsidiaries, debt securities and other borrowings, preferential and equity capital etc. are some examples of financial instruments.

**(i) Financial assets**

Financial assets include cash, or an equity instrument of another entity, or a contractual right to receive cash or another financial asset from another entity. Few examples of financial assets are loan receivables, investment in equity and debt instruments, trade receivables and cash and cash equivalents.

For the purpose of subsequent measurement, financial assets are classified into four categories:

- (a) Debt instruments at amortised cost
- (b) Debt instruments at FVOCI
- (c) Debt instruments at FVTPL
- (d) Equity instruments designated at FVOCI.

**(a) Debt instruments at amortised cost**

The Company measures its financial assets at amortised cost if both the following conditions are met:

- (i) The asset is held within a business model of collecting contractual cash flows; and
- (ii) Contractual terms of the asset give rise on specified dates to cash flows that are Sole Payments of Principal and Interest (SPPI) on the principal amount outstanding.

To make the SPPI assessment, the Company applies judgment and considers relevant factors such as the nature of portfolio and the period for which the interest rate is set.

The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The Company's business model is not assessed on an instrument by instrument basis, but at a higher level of aggregated portfolios. If cash flows after initial recognition are realised in a way that is different from the Company's original expectations, the Company does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated financial assets going forward.

The business model of the Company for assets subsequently measured at amortised cost category is to hold and collect contractual cash flows. However, considering the economic viability of carrying the delinquent portfolios in the books of the Company, it may sell these portfolios to banks and/or asset reconstruction companies. After initial measurement, such financial assets are subsequently measured at amortised cost on effective interest rate (EIR).

**(b) Debt instruments at FVOCI**

The Company subsequently classifies its financial assets as FVOCI, only if both of the following criteria are met:

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

Debt instruments included within the FVOCI category are measured at each reporting date at fair value with such changes being recognised in other comprehensive income (OCI). The interest income on these assets is recognised in profit or loss. The ECL calculation for debt instruments at FVOCI is explained in subsequent notes in this section.

Debt instruments such as long term investments in Government securities to meet regulatory liquid asset requirement of the Company's deposit program and mortgage loans portfolio where the Company periodically resorts to partially selling the loans by way of assignment to willing buyers are classified as FVOCI.

On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified to profit or loss.

**(c) Debt instruments at FVTPL**

The Company classifies financial assets which are held for trading under FVTPL category. Held for trading assets are recorded and measured in the Balance Sheet at fair value. Interest and dividend incomes are recorded in interest income and dividend income, respectively according to the terms of the contract, or when the right to receive the same has been established. Gain and losses on changes in fair value of debt instruments are recognised on net basis through profit or loss.

The Company's investments into mutual funds and Government securities (trading portfolio) for trading and short term cash flow management have been classified under this category.

**(d) Equity investments designated under FVOCI**

All equity investments in scope of Ind AS 109 'Financial Instruments' are measured at fair value. The classification is made on initial recognition and is irrevocable. The Company currently doesn't have any equity investments which are measured at FVOCI.

All fair value changes of the equity instruments, excluding dividends, are recognised in OCI and not available for reclassification to profit or loss, even on sale of investments. Equity instruments at FVOCI are not subject to an impairment assessment.

**Derecognition of financial assets:**

The Company derecognises a financial asset (or, where applicable, a part of a financial asset) when:

- (i) The right to receive cash flows from the asset have expired; or
- (ii) The Company has transferred its right to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under an assignment arrangement and the Company has transferred substantially all the risks and rewards of the asset. Once the asset is derecognised, the Company does not have any continuing involvement in the same.

On derecognition of a financial asset in its entirety, the difference between:

- (i) the carrying amount (measured at the date of derecognition) and
- (ii) the consideration received (including any new asset obtained less any new liability assumed) is recognised in profit or loss.

**Impairment of financial assets:**

The Company recognises lifetime expected credit losses (ECL) when there has been a significant increase in credit risk since initial recognition and when the financial instrument is credit impaired. If the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12 month ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition. 12 month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

When determining whether credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, including on historical experience and forward-looking information.

The Company recognises lifetime ECL for trade and other receivables and lease receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the loss allowance is recognised in OCI and carrying amount of the financial asset is not reduced in the balance sheet

**Write offs:**

The gross carrying amount of a financial asset is written off when there is no realistic prospect of further recovery. This is generally the case when the Company determines that the debtor/ borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in Statement of profit and loss.

**(ii) Financial liabilities**

Financial liabilities include liabilities that represent a contractual obligation to deliver cash or another financial assets to another entity, or a contract that may or will be settled in the entities own equity instruments. Few examples of financial liabilities are trade payables, debt securities and other borrowings and subordinated debts.

**Initial measurement**

All financial liabilities are recognised initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade payables, other payables, debt securities and other borrowings.

**Subsequent measurement**

After initial recognition, all financial liabilities are subsequently measured at amortised cost using the EIR [Refer note no. 3.1(i)]. Any gains or losses arising on derecognition of liabilities are recognised in the Statement of Profit and Loss.

**Derecognition**

The Company derecognises a financial liability when the obligation under the liability is discharged, cancelled or expired.

**(iii) Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet only if there is an enforceable legal right to offset the recognised amounts with an intention to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

**3.5 Investment in subsidiaries and associates**

Investment in subsidiaries and associates is recognised at cost and are not adjusted to fair value at the end of each reporting period. Cost of investment represents amount paid for acquisition of the said investment.

The Company assesses at the end of each reporting period, if there are any indications that the said investment may be impaired. If so, the Company estimates the recoverable value/amount of the investment and provides for impairment, if any i.e. the deficit in the recoverable value over cost.

**3.6 Taxes****(i) Current tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax relating to items recognised outside profit or loss is recognised in correlation to the underlying transaction either in OCI or directly in other equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

**(ii) Deferred tax**

Deferred tax is provided using the Balance Sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for deductible temporary differences to the extent that it is probable that taxable profits will be available against which the deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets, if any, are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised either in OCI or in other equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

**3.7 Property, plant and equipment**

Property, plant and equipment are carried at historical cost of acquisition less accumulated depreciation and impairment losses, consistent with the criteria specified in Ind AS 16 'Property, Plant and Equipment'.

**Depreciation on property, plant and equipment**

(a) Depreciation is provided on a pro-rata basis for all tangible assets on written down value method over the useful life of assets.

(b) Useful lives of assets are determined by the Management by an internal technical assessment except where such assessment suggests a life significantly different from those prescribed by Schedule II – Part C of the Companies Act, 2013 where the useful life is as assessed and certified by a technical expert.

(c) Depreciation on addition to assets and assets sold during the year is being provided for on a pro rata basis with reference to the month in which such asset is added or sold as the case may be.

(d) Tangible assets which are depreciated over a useful life that is different than those indicated in Schedule II are as under

Nature of assets	Useful life as per Schedule II	Useful life adopted by the Company
Computer Software	3 Years	3 Years
Computer & Laptop	3 Years	3 Years
Furniture and fittings	10 Years	10 Years

(f) Assets having unit value up to Rs 5,000 is depreciated fully in the financial year of purchase of asset.

(g) An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included under other income in the Statement of Profit and Loss when the asset is derecognised.

(h) 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.

**3.8 Intangible assets and amortisation thereof**

Intangible assets, representing softwares are initially recognised at cost and subsequently carried at cost less accumulated amortisation and accumulated impairment. The intangible assets are amortised using the straight line method over a period of five years, which is the Management's estimate of its useful life. The useful lives of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

**3.9 Impairment of non-financial assets**

An assessment is done at each Balance Sheet date to ascertain whether there is any indication that an asset may be impaired. If any such indication exists, an estimate of the recoverable amount of asset is determined. If the carrying value of relevant asset is higher than the recoverable amount, the carrying value is written down accordingly.

**3.10 Provisions and contingent liabilities**

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Company also discloses present obligations for which a reliable estimate cannot be made. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

**3.11 Retirement and other employee benefits****(i) Gratuity**

The Company's liability towards gratuity scheme is determined by independent actuaries, using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. Past services are recognised at the earlier of the plan amendment / curtailment and recognition of related restructuring costs/ termination benefits.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of profit and loss.



**Remeasurement gains/losses -**

Remeasurement of defined benefit plans, comprising of actuarial gains / losses, return on plan assets excluding interest income are recognised immediately in the balance sheet with corresponding debit or credit to Other Comprehensive Income (OCI). Remeasurements are not reclassified to Statement of profit and loss in the subsequent period.

Remeasurement gains or losses on long-term compensated absences that are classified as other long-term benefits are recognised in Statement of profit and loss.

**(ii) Provident fund/ ESIC**

Company's contribution paid/payable during the year to provident fund and ESIC is recognised in the Statement of profit and loss account

**(iii) Compensated absences**

The Company provides for the encashment / availment of leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment / availment. The liability is provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation.

**3.12 Leases**

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

**Company acting as a lessee**

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease. All other leases are classified as operating leases. Basis the above principle, all leases entered into by the Company as a lessee have been classified as operating leases. Lease payments under an operating lease is recognised on an accrual basis in the Statement of Profit and Loss.

**3.13 Fair value measurement**

The Company measures its qualifying financial instruments at fair value on each Balance Sheet date.

Fair value is the price that would be received against sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place in the accessible principal market or the most advantageous accessible market as applicable.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into Level I, Level II and Level III based on the lowest level input that is significant to the fair value measurement as a whole.

For assets and liabilities that are fair valued in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

### **3.14 Earnings Per Share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, sub-division of shares etc. that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders is divided by the weighted average number of equity shares outstanding during the period, considered for deriving basic earnings per share and weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

### **4 Recent Accounting Developments**

On March 24, 2021, the Ministry of Corporate Affairs ("MCA") has amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. Some of the key amendments relating to Division III which relate to NBFC whose financial statements are required to comply with Companies (India Accounting Standards) Rules 2015 are :

#### **Balance Sheet:**

- i) Ageing schedule of trade receivables, trade payables, capital work-in-progress and intangible asset under development to be given as per specified format.
- ii) Promoter Shareholding to be disclosed separately as per prescribed format.
- iii) CRAR, Tier I CRAR, Tier II CRAR and Liquidity coverage ratio to be disclosed.

#### **Statement of Profit and Loss:**

Additional disclosures relating to Corporate Social Responsibility (CSR) under the head 'additional information' in the notes forming part of standalone financial statements.

The amendments are extensive and the Company will need to evaluate the same to give the effects as required by law.

Vibrant Global Capital Limited  
Notes to Financial Statements for the year ended March 31, 2021  
(All amounts in Rupees, unless otherwise stated)

**Note 5: Cash and cash equivalents**

	Within 12 Months	After 12 Months	March 31, 2021	Within 12 Months	After 12 Months	March 31, 2020
<b>Cash on hand</b>	2,92,190		2,92,190	52,880		52,880
<b>Balances with banks</b> in current accounts	1,78,583		1,78,583	5,01,261		5,01,261
<b>Bank balances other than cash and cash equivalents</b> Balances with Banks with original maturity of more than three months but less than 12 months	1,00,00,000		1,00,00,000	1,00,00,000		1,00,00,000
	<b>1,04,70,773</b>	-	<b>1,04,70,773</b>	<b>1,05,54,140</b>	-	<b>1,05,54,140</b>

Note 6: Investments

Non-current investments

	Face value	Number of Shares/Units		Amount			Amount		
		March 31, 2021	March 31, 2020	Within 12 Months	After 12 Months	March 31, 2021	Within 12 Months	After 12 Months	March 31, 2020
<b>Unquoted</b>									
<b>Investment carried at Cost</b>									
<b>Investment in Equity instruments in : Subsidiaries (fully paid up)</b>									
Vibrant Infraproject Pvt.Ltd.		18,10,000	18,10,000	-	46,00,000	46,00,000	-	46,00,000	46,00,000
Vibrant Global Salt Pvt. Ltd.		14,50,000	14,50,000	-	3,06,55,000	3,06,55,000	-	3,06,55,000	3,06,55,000
Vibrant Global Trading Pvt. Ltd.		16,05,360	15,75,360	-	6,62,53,600	6,62,53,600	-	5,57,53,600	5,57,53,600
<b>Total (a)</b>		<b>48,65,360</b>	<b>48,35,360</b>	-	<b>10,15,08,600</b>	<b>10,15,08,600</b>	-	<b>9,10,08,600</b>	<b>9,10,08,600</b>
<b>Investment in associate Company:-</b>									
Vibrant Global Vidyut Pvt Ltd.		2,00,000	2,00,000		20,00,000	20,00,000	-	20,00,000	20,00,000
<b>Total (b)</b>		<b>2,00,000</b>	<b>2,00,000</b>	-	<b>20,00,000</b>	<b>20,00,000</b>	-	<b>20,00,000</b>	<b>20,00,000</b>
<b>Unquoted Investment in Preference Share (At Cost)</b>									
<b>Others</b>									
Preference Shares of Crest Steel & Power Pvt. Ltd		31,277	31,277	-	1,56,38,900	1,56,38,900	-	1,56,38,900	1,56,38,900
Tristar car Pvt. Ltd.	10	50,00,000	50,00,000	-	5,00,00,000	5,00,00,000	-	5,00,00,000	5,00,00,000
JSW Steel Ltd		10	10	-	-	-	-	-	-
Less: Provision for diminution in the Value of Investments					(5,01,38,900)	(5,01,38,900)		(5,01,38,900)	(5,01,38,900)
<b>Total (c)</b>		<b>50,31,277</b>	<b>50,31,277</b>	-	<b>1,55,00,000</b>	<b>1,55,00,000</b>	-	<b>1,55,00,000</b>	<b>1,55,00,000</b>
<b>Total Unquoted (a+b+c)</b>		<b>1,00,96,637</b>	<b>1,00,66,637</b>	-	<b>11,90,08,600</b>	<b>11,90,08,600</b>	-	<b>10,85,08,600</b>	<b>10,85,08,600</b>
<b>Investment carried at Fair Value through Profit or Loss :-</b>									
<b>Investment in Equity instruments of Others :-</b>									
Apar Industries Ltd		55,397	25,397		2,63,30,194	2,63,30,194		73,19,415	73,19,415
GTPL Hathway Ltd		86,000	-		1,02,98,500	1,02,98,500		-	-
Cosmo Films Ltd.		56,875	50,252		3,52,79,563	3,52,79,563		1,04,54,929	1,04,54,929
Deepak Fertilisers		55,862	30,862		1,26,58,329	1,26,58,329		23,19,279	23,19,279
Elecon Engineering Co. Ltd.		-	38,387		-	-		7,27,434	7,27,434
Gujarat Ambuja Exports Ltd.		2,96,398	1,23,199		3,78,94,484	3,78,94,484		1,29,05,095	1,29,05,095
HIL Ltd.		3,581	3,581		1,09,17,753	1,09,17,753		22,56,746	22,56,746
Indian Hume Pipe Company Ltd.		37,578	17,578		64,55,900	64,55,900		21,06,723	21,06,723
ISGEC Heavy Engineering Ltd.		56,307	10,450		2,81,53,500	2,81,53,500		26,68,408	26,68,408
Jayant Agro Organics		22,029	22,029		30,03,654	30,03,654		12,69,972	12,69,972
Jindal Saw Ltd.		1,40,000	1,40,000		1,03,81,000	1,03,81,000		64,12,000	64,12,000
Jindal Stainless Ltd		4,00,000	-		2,70,40,000	2,70,40,000		-	-
Maithan Alloys Ltd.		67,433	37,433		3,62,45,238	3,62,45,238		1,31,68,929	1,31,68,929
Motilal Oswal Financial Services Limited		10,000	-		62,48,000	62,48,000		-	-
Maharashtra Seamless Ltd.		18,658	18,658		51,36,547	51,36,547		36,12,189	36,12,189
Nilkamal Ltd.		7,510	7,510		1,46,50,133	1,46,50,133		74,92,727	74,92,727
Polyplex Corporation Ltd.		14,105	14,105		1,21,72,615	1,21,72,615		42,32,205	42,32,205
Power Mech projects Ltd.		18,441	8,441		1,07,67,700	1,07,67,700		27,32,774	27,32,774
Rain Industries Ltd.		2,42,939	2,42,939		3,47,03,836	3,47,03,836		1,35,68,143	1,35,68,143
Sandur Maganese & Iron Ores L		5,100	-		51,61,965	51,61,965		-	-
Sarda Energy & Minerals		80,000	-		3,34,88,000	3,34,88,000		-	-
Simplex Casting		26,000	26,000		3,96,500	3,96,500		5,95,400	5,95,400
Sanghvi Movers Ltd.		78,010	78,010		78,36,105	78,36,105		36,00,162	36,00,162
Savita Oil Technologies Ltd.		7,932	2,932		77,49,564	77,49,564		17,90,279	17,90,279
Shree Pushkr Chemicals		7,124	7,124		9,75,988	9,75,988		5,23,970	5,23,970
Technocraft Industries Ltd.		44,919	29,099		1,76,75,627	1,76,75,627		52,97,473	52,97,473
Texmaco Rail & Eng.		1,17,402	1,17,402		31,34,633	31,34,633		22,89,339	22,89,339
Universal Cables Ltd.		67,683	67,683		92,31,961	92,31,961		56,95,524	56,95,524
Vindhya Telelink		49,237	49,237		4,03,74,340	4,03,74,340		2,13,54,087	2,13,54,087
Visaka Industries Ltd.		12,301	2,301		58,20,218	58,20,218		3,10,060	3,10,060
V.S.T. Tillers Tractors		3,031	3,031		54,34,431	54,34,431		20,26,072	20,26,072
Zuari Agro Chemicals		38,837	41,890		35,30,283	35,30,283		25,86,708	25,86,708
<b>Total Quoted</b>		<b>21,26,689</b>	<b>12,15,530</b>	-	<b>46,91,46,561</b>	<b>46,91,46,561</b>	-	<b>13,93,16,042</b>	<b>13,93,16,042</b>
<b>Total Quoted Investments</b>		<b>21,26,689</b>	<b>12,15,530</b>	-	<b>46,91,46,561</b>	<b>46,91,46,561</b>	-	<b>13,93,16,042</b>	<b>13,93,16,042</b>
<b>Grand Total</b>		<b>1,22,23,326</b>	<b>1,12,82,167</b>	-	<b>58,81,55,161</b>	<b>58,81,55,161</b>	-	<b>24,78,24,642</b>	<b>24,78,24,642</b>

**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 7: Other financial assets**

	<b>March 31, 2021</b>			<b>March 31, 2020</b>		
	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>Total</b>	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>Total</b>
Interest accrued but not due	-	-	-	-	-	-
Interest receivable from others	3,64,234	-	3,64,234	5,27,350	-	5,27,350
	<b>3,64,234</b>	<b>-</b>	<b>3,64,234</b>	<b>5,27,350</b>	<b>-</b>	<b>5,27,350</b>

**Note 8: Tax expenses**

The major components of tax expense for the period ended March 31, 2021 and March 31, 2020 are :

**Statement of profit and loss:**

**Profit and loss section**

	March 31, 2021	March 31, 2020
<b>Current income tax:</b>		
Current income tax charge	14,92,000	-
Adjustment of tax relating to earlier periods	1,000	1,86,705
<b>Deferred tax:</b>		
Relating to origination and reversal of temporary differences	98,77,109	(1,85,88,002)
<b>Tax expense reported in the statement of profit and loss</b>	<b>1,13,70,109</b>	<b>(1,84,01,297)</b>

**OCI section**

Deferred tax related to items recognised in OCI during the year :

	March 31, 2021	March 31, 2020
Net (loss)/gain on remeasurements of defined benefit plans	1,00,389	3,910
<b>Income tax charged to OCI</b>	<b>1,00,389</b>	<b>3,910</b>

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2021 and March 31, 2020 :

	March 31, 2021	March 31, 2020
Accounting profit before tax	20,50,78,857	(23,12,28,738)
Enacted income tax rate in India	25.17%	26.00%
Computed expected tax expense	5,16,18,348	-
<b>Effect of :</b>		
Income taxed as per MAT provisions at lower rates	(3,05,64,372)	
Income set off with previous year's losses	(96,28,971)	
Others	(54,896)	
Dividend		
Deferred Tax Effect :-		
Depreciation and amortisation	-	(615)
Unrealised net gain on fair value changes	-	(1,06,76,938)
Financial instruments measured at EIR	-	(74,39,583)
Gratuity Provision	-	(4,74,776)
Remeasurements of post-employment benefit obligations	-	3,910
Tax in respect on earlier years	-	1,86,705
<b>Total income tax expense</b>	<b>1,13,70,109</b>	<b>(1,84,01,297)</b>

**Deferred tax**

Deferred tax relates to the following :

**Balance sheet**

	March 31, 2021	March 31, 2020
Depreciation and amortisation	(2,976)	(3,212)
Unrealised net gain on fair value changes	1,09,42,061	2,53,57,135
Financial instruments measured at EIR	(39,51,213)	(83,83,952)
Employee benefits	6,80,154	4,74,776
<b>Net deferred tax (assets)/ liabilities</b>	<b>76,68,027</b>	<b>1,74,44,747</b>

**Statement of profit and loss**

	March 31, 2021	March 31, 2020
Depreciation and amortisation	236	390
Unrealised net gain on fair value changes	(1,44,15,074)	1,06,77,163
Financial instruments measured at EIR	44,32,739	74,39,583
Gratuity Provision	2,05,378	4,74,776
<b>Deferred tax expense/(income)</b>	<b>(97,76,720)</b>	<b>1,85,91,912</b>

**Reconciliation of deferred tax liabilities (net):**

	March 31, 2021	March 31, 2020
<b>Opening balance as of April 1</b>	<b>1,74,44,746</b>	<b>(11,47,166)</b>
Tax (income)/expense during the period recognised in profit or loss	(98,77,109)	1,85,91,912
Tax (income)/expense during the period recognised in OCI	1,00,389	-
<b>Closing balance as at March 31</b>	<b>76,68,025</b>	<b>1,74,44,746</b>

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Vibrant Global Capital Limited  
Notes to Financial Statements for the year ended March 31, 2021  
(All amounts in Rupees, unless otherwise stated)

**Note 9: Property, plant and equipment**

Particulars	Furniture, fittings and Equipment	Office Equipments	Intangible-Software	Total
<b>Gross carrying value</b>				
Carrying value as at April 1, 2019	7,320	1,37,904	94,713	2,39,937
Additions	-	-	-	-
Disposals	-	-	-	-
Transfers	-	-	-	-
<b>Closing gross carrying value as at March 31, 2020</b>	<b>7,320</b>	<b>1,37,904</b>	<b>94,713</b>	<b>2,39,937</b>
<b>Accumulated depreciation</b>				
Accumulated Depreciation as at April 1, 2019	6,955	1,21,549	50,942	1,79,445
Depreciation charge during the year	-	7,871	11,331	19,201
Disposals	-	-	-	-
<b>Closing accumulated depreciation as at March 31, 2020</b>	<b>6,955</b>	<b>1,29,419</b>	<b>62,273</b>	<b>1,98,647</b>
<b>Net carrying value as at March 31, 2020</b>	<b>365</b>	<b>8,485</b>	<b>32,440</b>	<b>41,290</b>
<b>Gross carrying value</b>				
Opening gross carrying value	7,320	1,37,904	94,713	2,39,937
Additions	-	-	-	-
Disposals	-	-	-	-
<b>Closing gross carrying value as at March 31, 2021</b>	<b>7,320</b>	<b>1,37,904</b>	<b>94,713</b>	<b>2,39,937</b>
<b>Accumulated depreciation</b>				
Opening accumulated depreciation	6,955	1,29,419	62,273	1,98,647
Depreciation charge during the year	-	2,899	8,398	11,297
Disposals	-	-	-	-
<b>Closing accumulated depreciation as at March 31, 2021</b>	<b>6,955</b>	<b>1,32,319</b>	<b>70,670</b>	<b>2,09,944</b>
<b>Net carrying value as at March 31, 2021</b>	<b>365</b>	<b>5,585</b>	<b>24,043</b>	<b>29,993</b>

**Vibrant Global Capital Limited**

**Notes to Financial Statements for the year ended March 31, 2021**

(All amounts in Rupees, unless otherwise stated)

**Note 10: Other Non-Financial assets**

	March 31, 2021			March 31, 2020		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>Capital advances</b>	-	58,77,995	58,77,995	-	58,77,995	58,77,995
<b>Advances other than capital advances</b>						
Prepayments	-	-	-	-	-	-
Advances to suppliers	17,57,073	-	17,57,073	6,51,470	-	6,51,470
	<b>17,57,073</b>	<b>58,77,995</b>	<b>76,35,068</b>	<b>6,51,470</b>	<b>58,77,995</b>	<b>65,29,465</b>



**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 11: Trade payables**

	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31, 2021</b>	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31, 2020</b>
<b>Current</b>						
<b>Trade payables</b>						
(i) total outstanding dues of micro enterprises and small enterprises						
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	4,34,234	-	4,34,234	3,51,640	-	3,51,640
(iii) Related Party	-		-	23,600		23,600
	<b>4,34,234</b>	<b>-</b>	<b>4,34,234</b>	<b>3,75,240</b>	<b>-</b>	<b>3,75,240</b>

Vibrant Global Capital Limited  
Notes to Financial Statements for the year ended March 31, 2021  
(All amounts in Rupees, unless otherwise stated)

**Note 12: Borrowings (Other than Debt Securities)**

	Within 12 Months	After 12 Months	March 31, 2021	Within 12 Months	After 12 Months	March 31, 2020
<b>At Amortised Cost</b>						
<b>Secured</b>						
Indian Rupee working capital loan	94,29,536	18,40,000	1,12,69,536	87,70,292	-	87,70,292
Loans from Financial Institutions	9,51,99,154	-	9,51,99,154	2,85,91,356		2,85,91,356
<b>Unsecured</b>						
Loans from others	-	7,43,01,896	7,43,01,896	-	6,74,67,444	6,74,67,444
Loans from related parties	-	8,65,26,859	8,65,26,859			
Loans from directors	-	-	-	15,00,000	2,42,86,587	2,57,86,587
	<b>10,46,28,690</b>	<b>16,26,68,755</b>	<b>26,72,97,445</b>	<b>3,88,61,648</b>	<b>9,17,54,031</b>	<b>13,06,15,679</b>
Less: Current maturities of non-current borrowings (	-	4,18,363	4,18,363	-	-	-
Less: Current maturities of interest accrued on non-current borrowings (included in note 13)	<b>10,46,28,690</b>	<b>16,22,50,392</b>	<b>26,68,79,082</b>	<b>3,88,61,648</b>	<b>9,17,54,031</b>	<b>13,06,15,679</b>

**Vibrant Global Capital Limited**

**Notes to Financial Statements for the year ended March 31, 2021**

(All amounts in Rupees, unless otherwise stated)

**Note 12: Borrowings (continued...)**

**Borrowings (other than debt securities)**

**Terms of repayment of term loans, working capital demand loans as at March 31, 2021**

	Period	Terms of repayment & Security	Coupon/ Interest rate	March 31, 2021	March 31, 2020
<b>Non-Current Borrowings</b>					
Loan from Director	5 Yrs	Loan is unsecured and Entire amount to be repaid after 5 years	Interest free	-	2,42,86,587
Loan from Others	5 Yrs	Loan is unsecured and Entire amount to be repaid after 5 years	Interest free	7,43,01,896	6,74,67,444
Loan from Related Party		Loan is unsecured and Entire amount to be repaid after 5 years	7.00%	8,65,26,859	-
<b>Current Borrowings</b>					
Loan from Bank	On demand	Overdraft facility is secured against lien of Fixed Deposit amounting to Rs. 1 crore.	6.25% p.a. (1% more than FD Interest rate)	94,29,536	87,70,292
Loan from Bank	4 Yrs	Loan is unsecured and it is to be repaid with 36 Equated monthly installments of Rs.57,871/- after a moratorium of 12 month	8.25%	18,40,000	-
<u>Loan from Financial Institution</u> - Sharekhan BNP Paribas Financial Services Private Limited	12 Month	Loan is secured Investment in shares by the company.	8.00%	9,51,99,154	2,85,91,356
Loan from Director	12 Month	Entire Loan is unsecured	Interest free	-	15,00,000
				26,72,97,445	13,06,15,679

**Vibrant Global Capital Limited**

**Notes to Financial Statements for the year ended March 31, 2021**

**(All amounts in Rupees, unless otherwise stated)**

**Note 13: Other financial liabilities**

	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31, 2021</b>	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31, 2020</b>
Current maturities of long term debt	4,18,363	-	4,18,363	-	-	-
Interest Payable to others	-	-	-	45,594	-	45,594
Liabilities towards employee benefits	6,76,846	-	6,76,846	9,30,346	-	9,30,346
Statutory tax payables	4,28,011	-	4,28,011	3,15,627	-	3,15,627
	<b>15,23,220</b>	<b>-</b>	<b>15,23,220</b>	<b>12,91,567</b>	<b>-</b>	<b>12,91,567</b>

**Vibrant Global Capital Limited**

**Notes to Financial Statements for the year ended March 31, 2021**

(All amounts in Rupees, unless otherwise stated)

**Note 14 : Liability for Current tax (net)**

	Within 12 Months	After 12 Months	March. 31, 2021	Within 12 Months	After 12 Months	March 31, 2020
Current Tax Provision	14,92,000	-	14,92,000	-	-	-
Less: Advance Tax & TDS	(9,26,404)	-	(9,26,404)	-	-	-
	<b>5,65,596</b>	<b>-</b>	<b>5,65,596</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Note15 : Provisions**

	Within 12 Months	After 12 Months	March. 31, 2021	Within 12 Months	After 12 Months	March 31, 2020
Provision for Gratuity	15,85,802	11,16,439	27,02,241	-	18,26,060	18,26,060
	<b>15,85,802</b>	<b>11,16,439</b>	<b>27,02,241</b>	<b>-</b>	<b>18,26,060</b>	<b>18,26,060</b>

**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 16: Equity share capital**

	Number of Shares		Amount	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Authorised equity share capital (face value Rs.10 each)	2,52,50,000	2,52,50,000	25,25,00,000	25,25,00,000
	<b>2,52,50,000</b>	<b>2,52,50,000</b>	<b>25,25,00,000</b>	<b>25,25,00,000</b>
Issued, Subscribed and fully paid share capital (face value Rs.10 each)	2,29,07,380	2,29,07,380	22,90,73,800	22,90,73,800
	<b>2,29,07,380</b>	<b>2,29,07,380</b>	<b>22,90,73,800</b>	<b>22,90,73,800</b>

**(a) Movements in equity share capital**

	Number of Shares		Amount	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Number of Shares at the beginning of the year	2,29,07,380	2,29,07,380	22,90,73,800	22,90,73,800
Add: Issued during the year	-	-	-	-
<b>Number of Shares at the end of the year</b>	<b>2,29,07,380</b>	<b>2,29,07,380</b>	<b>22,90,73,800</b>	<b>22,90,73,800</b>

**(b) Terms/ rights attached to equity shares**

- The Company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held except Vibrant Global Infraproject Pvt. Ltd and Vibrant Global Trading Pvt. Ltd. as the Company is holding company of these companies. As per the provisions of Section 19(1) of Companies Act,2013, these shareholders will not have voting rights at the meetings of Vibrant Global Capital Ltd.
- The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.
- In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**(c) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company**

Name of the shareholder	% holding		No of shares	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Vinod Garg (HUF)	-	14.36%	-	32,88,500
Vaibhav Vinod Garg	36.11%	14.78%	82,72,699	33,86,560
Vibrant Global Infraproject Pvt. Ltd.	-	24.87%	-	56,96,400
Vinod Garg	35.04%	16.04%	80,25,900	36,74,090
Siddhartha Bhaiya	22.64%	22.64%	51,86,000	51,86,000

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents the legal ownership of shares.

**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 17: Other Equity**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
<b>Securities premium</b>		
Balance at the beginning of the year	3,42,46,843	3,42,46,843
Movement during the year	-	-
<b>Balance at the end of the year</b>	<b>3,42,46,843</b>	<b>3,42,46,843</b>
<b>Retained earnings</b>		
Balance at the beginning of the year	-12,14,91,327	9,13,46,259
Profit for the year	19,34,10,292	(21,28,37,586)
Movement during the year	-3,87,42,000	-
<b>Balance at the end of the year</b>	<b>3,31,76,965</b>	<b>-12,14,91,327</b>
<b>Reserve fund in terms of section 45-IC (1) of the Reserve Bank of India Act, 1934</b>		
Balance at the beginning of the year	1,96,77,000	1,96,77,000
Movement during the year	3,87,42,000	-
<b>Balance at the end of the year</b>	<b>5,84,19,000</b>	<b>1,96,77,000</b>
<b>General reserve</b>		
Balance at the beginning of the year	5,16,058	5,16,058
Movement during the year	-	-
<b>Balance at the end of the year</b>	<b>5,16,058</b>	<b>5,16,058</b>
<b>Total Other Equity</b>	<b>12,63,58,866</b>	<b>-6,70,51,426</b>

**(i) Securities premium**

Securities premium is used to record the premium on issue of shares. It can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

**(ii) Retained earnings**

Retained earnings represents the surplus in profit and loss account and appropriations.

The Company recognises change on account of remeasurement of the net defined benefit liability/(asset) as part of retained earnings with separate disclosure, which comprises of:

- > actuarial gains and losses
- > return on plan assets, excluding amounts included in net interest on the net defined benefit liability/(asset); and
- > any change in the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability/(asset).

**(iii) Reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934**

Reserve fund is created as per the terms of section 45-IC(1) of the Reserve Bank of India Act, 1934 as a statutory reserve.

**(iv) General reserve**

Amounts set aside from retained profits as a reserve to be utilised for permissible general purpose as per Law.

**Note 18: Interest income**

	March 31, 2021	March 31, 2020
<b>Interest income from financial assets at amortised cost</b>		
Deposit with Banks	5,91,213	7,49,111
	<b>5,91,213</b>	<b>7,49,111</b>

**Note 19: Other income**

	March 31, 2021	March 31, 2020
Interest on Income Tax Refund	4,499	2,83,401
	<b>4,499</b>	<b>2,83,401</b>

**Note 20: Finance costs**

	March 31, 2021	March 31, 2020
<b>On financial liabilities measured at amortised cost:</b>		
Interest on Borrowings		
Banks	5,25,481	7,06,547
Related Party	26,09,424	22,39,490
Others	1,02,37,483	1,04,56,420
	<b>1,33,72,388</b>	<b>1,34,02,456</b>

**Note 21: Net (Gain) / loss on fair value changes**

	March 31, 2021	March 31, 2020
<b>Net gain/ (loss) on financial instruments measured at fair value through profit or loss</b>		
<b>On trading portfolio</b>		
- Investments	6,89,555	(3,16,52,085)
- Derivatives	-	-
- Others	-	-
On financial instruments designated at fair value through profit or loss	17,76,39,271	(16,17,98,310)
<b>Others (to be specified)</b>		
Net (gain)/loss on financial liabilities measured at fair value through profit or loss	(87,54,647)	(1,61,71,574)
<b>Total Net gain/(loss) on fair value changes</b>	<b>16,95,74,180</b>	<b>(20,96,21,969)</b>
<b>Fair Value changes:</b>		
-Realised	6,89,555	(3,16,52,085)
-Unrealised	16,88,84,624	(17,79,69,884)

**Note 22: Changes in inventories of Shares**

	March 31, 2021	March 31, 2020
<b>Opening balance</b>		
Opening Stock of Shares	-	-
<b>Total Opening Stock (A)</b>	<b>-</b>	<b>-</b>
<b>Closing balance</b>		
Closing Stock of Shares	-	-
	<b>-</b>	<b>-</b>



**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 23: Employee benefit expense**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Salaries, wages and bonus	46,69,395	60,70,452
Director remuneration	4,00,000	48,00,000
Gratuity	4,77,336	4,46,685
Staff welfare expenses	-	-
	<b>55,46,731</b>	<b>1,13,17,137</b>

**Note 24: Other expenses**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Demat Charges	86,215	98,371
Professional tax	2,500	2,500
Share Trading Expenses	-	12,097
Security Transaction tax	1,69,807	64,717
Advertisement Expenses	1,00,714	1,12,919
Bank charges	14,896	80,353
Exchange & Depository Expenses	6,44,280	6,40,900
Interent expenses	1,23,428	1,11,315
Miscellaenous expenses	1,85,526	1,74,747
Printing & Stationary Exps	14,755	-
Professional Fees	49,33,974	24,34,471
Rates and taxes	9,100	21,570
Payment to auditors	4,45,000	3,60,000
Rent	1,41,600	1,41,600
Director sitting fees	2,00,600	1,88,800
Roc & Legal Expenses	24,300	-
Postage & Courier Charges	400	-
Telephone & Mobile Exp.	300	-
Refreshment Exp.	1,038	-
Computer Stationery & Other Expenses	11,889	-
Repair & Maintainance - Computer	11,100	4,200
Travelling Expenses	-	95,272
Interest on TDS	278	-
Conveyance	62,624	-
Derivatives Expenses	1,85,704	-
	<b>73,70,029</b>	<b>45,43,833</b>

**Note 25:- Details of payments to auditors**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
<b>Payment to auditors</b>		
<b>As auditor:</b>		
Audit fee	4,45,000	3,60,000
Out of pocket expenses	-	-
	<b>4,45,000</b>	<b>3,60,000</b>

**Note 26: Earnings per share**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
<b>Basic and Diluted EPS</b>		
Profit attributable to the equity holders of the company used in calculating basic and diluted EPS:	19,34,10,292	(21,28,37,586)
Weighted average number of equity shares used as the denominator in calculating basic and diluted EPS	2,29,07,380	2,29,07,380
Basic and Diluted EPS attributable to the equity holders of the company (Rs.)	<b>8.44</b>	<b>(9.29)</b>
Nominal value of shares (Rs.)	<b>10</b>	<b>10</b>

**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 27: Contingent liabilities and commitments**

**(a) Contingent liabilities not provided for in respect of**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Disputed claims against the Company not acknowledged as debts		
Income tax matters		
<b>Appeals by the Company</b>		
For AY 2014-15 which is contested by the company *	2,64,09,785	2,64,89,195
For AY 2015-16 which is contested by the company *	24,25,760	24,25,760
* Net of Payment already made.		

**(b) Capital and other commitments**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Corporate Guarantee given to Bank	57,65,00,000	62,30,00,000

**Note 28: Employee Benefit obligations**

**(i) Post-employment obligations**

**a) Gratuity**

The Company operate a defined benefit plan viz. namely gratuity for its employees. Under the gratuity plan, every employee who has completed at least 5 years of service gets a gratuity on departure @ 15 days (minimum) of the last drawn salary for each year of service. The scheme is unfunded.

The following tables summarized the components of net benefit expense recognized in the statement of profit and loss, other comprehensive income, and the funded status and amount recognized in the balance sheet.

The amounts recognized in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

**Expense Recognized in Statement of Profit and Loss**

	March 31, 2021	March 31, 2020
Service cost	3,53,164	3,53,843
Net Interest Cost	1,24,172	92,842
<b>Expenses Recognized in the statement of Profit &amp; Loss</b>	<b>4,77,336</b>	<b>4,46,685</b>

**Other Comprehensive Income**

	March 31, 2021	March 31, 2020
Opening amount recognized in OCI outside profit and loss account		-
Actuarial gain / (loss) on liabilities	(3,98,845)	(14,056)
Actuarial gain / (loss) on assets	-	-
<b>Closing of amount recognized in OCI outside profit and loss account</b>	<b>(3,98,845)</b>	<b>(14,056)</b>

**The amount to be recognized in Balance Sheet Statement**

	March 31, 2021	March 31, 2020
Present value of obligations	27,02,241	18,26,060
Fair value of plan assets	-	-
<b>Net defined benefit liability / (assets) recognized in balance sheet</b>	<b>27,02,241</b>	<b>18,26,060</b>

**Change in Present Value of Obligations**

	March 31, 2021	March 31, 2020
Opening of defined benefit obligations	18,26,060	13,65,319
Service cost	3,53,164	3,53,843
Interest Cost	1,24,172	92,842
Benefit Paid	-	-
Actuarial (Gain)/Loss on total liabilities:	3,98,845	(99,821)
Actuarial (Gain)/Loss due to change on financial assumption	-	1,13,877
<b>Closing of defined benefit obligation</b>	<b>27,02,241</b>	<b>18,26,060</b>

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows :

	March 31, 2021	March 31, 2020
Investments	0%	0%

The significant actuarial assumptions were as follows :

	March 31, 2021	March 31, 2020
Discount Rate	6.80% per annum	6.80% per annum
Rate of increase in Compensation levels	7.00% per annum	7.00% per annum
Rate of Return on Plan Assets	-	-

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in employment market.

#### Sensitivity Analysis

Following table shows the sensitivity results on liability due to change in the assumptions:

	March 31, 2021	Impact (Absolute)	Impact (%)
Base Liability	27,02,241		
Increase Discount Rate by 1%	25,32,255	(1,69,986)	-6.29%
Decrease Discount Rate by 1%	29,13,328	2,11,087	7.81%
Increase Salary Inflation by 1%	29,10,718	2,08,477	7.71%
Decrease Salary Inflation by 1%	25,31,104	(1,71,137)	-6.33%
Increase in Withdrawal Assumption by 1%	26,98,479	(3,762)	-0.14%
Decrease in Withdrawal Assumption by 1%	27,06,618	4,377	0.16%

	March 31, 2020	Impact (Absolute)	Impact (%)
Base Liability	18,26,060		
Increase Discount Rate by 1%	17,00,989	(1,25,071)	-6.85%
Decrease Discount Rate by 1%	19,86,015	1,59,955	8.76%
Increase Salary Inflation by 1%	19,84,008	1,57,948	8.65%
Decrease Salary Inflation by 1%	17,00,155	(1,25,905)	-6.89%
Increase in Withdrawal Assumption by 1%	18,24,296	(1,764)	-0.10%
Decrease in Withdrawal Assumption by 1%	18,27,978	1,918	0.11%

Notes :

1. Liabilities are very sensitive to discount rate, salary escalation rate and withdrawal rate.
2. Liabilities are very less sensitive due to change in mortality assumptions. Hence, sensitivities due to change in mortality are ignored.

**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 29: Capital Management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Company is a Non Banking Financial Company categorised as "Non - systematically Important Non Deposit Taking Company". It adheres to all prudent norms to sustain its financial robustness.

The Company has adequate cash and bank balances. The company monitors its capital by a careful scrutiny of the cash and bank balances, and a regular assessment of any debt requirements. In the absence of any debt, the maintenance of debt equity ratio etc. may not be of any relevance to the Company.

**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 30: Disclosure of transactions with related parties as required by Ind AS 24**

	<b>Name of the related party</b>	<b>Relationship</b>
1	Vibrant Global Infraproject Pvt. Ltd.	Subsidiary
2	Vibrant Global Trading Pvt. Ltd.	
3	Vibrant Global Salt Pvt. Ltd.	
1	Vibrant Global Vidyut Pvt Ltd.	Associates
	<b>(B) Key managerial personnel</b>	
1	Vaibhav Garg	Key Managerial Personnel
2	Vinod Garg	
3	Ajay Garg (from 23 December, 2020)	
4	Anand Khetan (Independent director)	
5	Khusboo Anish Pasari (Independent director)	
6	Varun Vijaywargi ( Independent director)	
1	Antriksh Barter (P) Ltd.	Enterprises On Which Key Management Personnel Have Significant Influence
2	Vinod Vaibhav Garg HUF	

**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees , unless otherwise stated)**

The following details pertain to transactions carried out with the related parties in the ordinary course of business and the balances outstanding at the year-end:

Nature of Transaction	March 31, 2021	March 31, 2020
<b>SHARES SOLD</b>		
Vaibhav Garg	-	1,00,000
<b>Total</b>	<b>-</b>	<b>1,00,000</b>
<b>LOAN ACCEPTED</b>		
Vaibhav Garg	20,13,00,000	10,09,00,000
Vibrant Global Infraprojects Pvt Ltd	8,50,00,000	-
Anriksh Barter Pvt. Ltd.	-	2,79,00,000
<b>Total</b>	<b>28,63,00,000</b>	<b>12,88,00,000</b>
<b>LOAN REPAID BACK</b>		
Vaibhav Garg	23,68,00,000	16,99,00,000
Anriksh Barter Pvt. Ltd.	-	2,79,00,000
<b>Total</b>	<b>23,68,00,000</b>	<b>19,78,00,000</b>
<b>INTEREST PAID</b>		
Vibrant Global Infraprojects Pvt Ltd	16,50,658	-
Anriksh Barter Pvt. Ltd.	-	1,10,600
<b>Total</b>	<b>16,50,658</b>	<b>1,10,600</b>
<b>NET IMPACT OF FAIR VALUE CHANGE</b>		
Interest free loan of Vaibhav Garg	97,13,413	1,84,11,064
<b>Total</b>	<b>97,13,413</b>	<b>1,84,11,064</b>
<b>RENT PAID</b>		
Vibrant Global Trading Private Limited	1,41,600	1,41,600
<b>Total</b>	<b>1,41,600</b>	<b>1,41,600</b>
<b>REMUNERATION PAID</b>		
Vinod Garg	3,00,000	36,00,000
Vaibhav Garg	1,00,000	12,00,000
<b>Total</b>	<b>4,00,000</b>	<b>48,00,000</b>
<b>Corporate Guarantee Given on behalf of subsidiary</b>		
Vibrant Global Trading Private Limited	32,46,00,000	40,30,00,000
Vibrant Global Salt Private Limited	25,19,00,000	22,00,00,000
<b>Total</b>	<b>57,65,00,000</b>	<b>62,30,00,000</b>
<b>b. Balances as at the year end</b>		
Nature of Transaction	March 31, 2021	March 31, 2020
<b>LOANS</b>		
Vaibhav Garg	-	2,57,86,587
Vibrant Global Infraprojects Pvt Ltd	8,65,26,859	-
<b>RENT</b>		
VIBRANT GLOBAL TRADING PVT. LTD.	-	23,600

Vibrant Global Capital Limited  
Notes to Financial Statements for the year ended March 31, 2021  
(All amounts in Rupees, unless otherwise stated)

**Note 31: Segment Information**

The Company has identified 'Investing and lending', as its only primary reportable segment. The Board of Directors of the Company have been identified as the Chief Operating Decision Maker (CODM) as defined under Ind AS 108. CODM reviews overall financial information of the Company together for performance evaluation and allocation of resources and does not review any discrete information to evaluate performance of any individual product or geography.

In accordance with paragraph 4 of Ind AS 108 "Operating Segments" the Company has presented segment information only in the Consolidated financial statements.



**Note 32: Fair values**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique. In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques.

**Valuation framework**

The Company's valuation framework includes:

- (i) Benchmarking prices against observable market prices or other independent sources.
- (ii) Development and validation of fair valuation models using model logic, inputs, outputs and adjustments.

These valuation models are subject to a process of due diligence and validation before they become operational and are continuously calibrated. These models are subject to approvals by various functions including risk, treasury and finance functions. Finance function is responsible for establishing procedures, governing valuation and ensuring fair values are in compliance with accounting standards.

**Valuation methodologies adopted**

1. The Company has not disclosed the fair values of financial instruments such as cash and cash equivalents, bank balances, other than cash and cash equivalents, trade receivables, other financial assets, trade payables, Investment in equity instrument of subsidiary & associates and other financial liabilities because their carrying amounts are a reasonable approximation of fair value. Further, for financial assets, the Company has taken into consideration the allowances for expected credit losses and adjusted the carrying values where applicable.
2. The fair values of the quoted investments/ units of mutual fund schemes are based on market price/ net asset value at the reporting date.
3. The fair values for loans given are calculated based on discounted cash flows using current lending rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments are not materially different from their carrying values. They are classified as level 2 fair values in the fair value hierarchy.
4. Fair values of the Company's interest-bearing borrowings are determined by using discounted cash flow method using the current borrowing rates. Fair value of such instruments are not materially different from their carrying values, accordingly non-current borrowings are classified as level 2 fair values in the fair value hierarchy. The own non-performance risk as at March 31, 2020 was assessed to be insignificant.

**Fair value hierarchy**

The Company determines fair values of its financial instruments according to the following hierarchy:

- Level 1: This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities.
- Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on Company specific estimates.
- Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

The carrying value and fair value of financial instruments by categories including the quantitative disclosures of fair value measurement hierarchy as at March 31, 2021 is as follows:

Particulars	Carrying Value	Notes	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<b>Financial assets</b>					
<b>Fair value through profit and loss</b>					
Investment in preference instruments of others (unquoted)	1,55,00,000	6	-	1,55,00,000	
Investment in equity instruments (quoted)	46,91,46,561	6	46,91,46,561	-	-
Investment in mutual funds (quoted)	-		-	-	-
Other Financial assets	3,64,234	7	-	-	-

<b>Financial Liabilities</b>					
<b>Amortised cost</b>					
Borrowings					
Non-current	16,22,50,392	<b>12</b>	-	16,22,50,392	-
Current	10,46,28,690	<b>12</b>	-	10,46,28,690	-
Other financial liabilities	15,23,220	<b>13</b>	-	15,23,220	-

There have been no transfers among Level 1, Level 2 and Level 3 during the previous year.

The carrying value and fair value of financial instruments by categories including the quantitative disclosures of fair value measurement hierarchy as at March 31, 2020 is as follows:

Particulars	Carrying Value	Notes	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<b>Financial assets</b>					
<b>Fair value through profit and loss</b>					
Investment in preference instruments of others (unquoted)	1,55,00,000	<b>6</b>	-	1,55,00,000	-
Investment in equity instruments (quoted)	13,93,16,042	<b>6</b>	13,93,16,042	-	-
Investment in mutual funds (quoted)	-		-	-	-
Other Financial assets	5,27,350	<b>7</b>	-	-	-
<b>Financial Liabilities</b>					
<b>Amortised cost</b>					
Borrowings					
Non-current	9,17,54,031	<b>12</b>	-	9,17,54,031	-
Current	3,88,61,648	<b>12</b>	-	3,88,61,648	-
Other financial liabilities	12,91,567	<b>13</b>	-	-	-

There have been no transfers among Level 1, Level 2 and Level 3 during the previous year.

**Note 33: Financial Risk Management**

**Risk Management**

The Company's principal financial liabilities comprise borrowings and trade and other payables. The main purpose of these financial liabilities is to finance and support the company's operations. The Company's principal financial assets include investments, cash and cash equivalents and other receivables that are derived directly from its operations. As an Non Banking Financial Company categorised as "Non- Systematically Important Non Deposit taking Company", the Company is exposed to various risks that are related to Investment business and operating environment. The principal objective in Company 's risk management processes is to measure and monitor the various risks that Company is subject to and to follow policies and procedures to address such risks.

The Company is exposed to market risk and liquidity risk. The Company's senior management oversees the management of these risks. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

**a) Market Risk**

Market Risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market factor. Such changes in the values of financial instruments may result from changes in the interest rate, stock prices, liquidity, and other market changes. The objective of market risk management is to avoid excessive exposure of company's earnings and equity to loss and reduce its exposure to the volatility inherent in financial instruments. The Company is exposed to Price risk under market risk as follows:

**Price risk**

The Company's securities investments carry a risk of change in prices arising from uncertainties about future values of the invested securities. To manage its price risk arising from investments in these securities, through diversification by periodically monitoring the sectors it has invested in, performance of the investee companies, measures mark- to- market gains/losses and reviews the same on a continuous basis.

**Sensitivity analysis as at 31 March 2021**

Particulars	At cost	Fair value	Sensitivity to fair value	
			1% increase	1% decrease
Investment in Quoted Equity Share	42,38,46,775	46,91,46,561	46,91,466	-46,91,466

The impact of increases/ decreases of the BSE/ NSE index on the Company's equity shares and gain/ loss for the period would be as depicted in above table. The analysis is based on the assumption that the index has increased by 1% or decreased by 1% with all other variables held constant, and that all the Company's investments having price risk moved in line with the index.

**b) Liquidity Risk**

Liquidity risk is the risk that the entity may encounter in the form of difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The entity's approach towards managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the entity's reputation.

Prudent liquidity risk management requires sufficient cash and marketable securities and availability of funds through adequate committed credit facilities to meet obligations when due and to close out market positions.

The Company takes a view of maintaining liquidity with minimal risks while making investments. The Company invests its surplus funds in short term liquid assets in the form of bank deposits and liquid mutual funds. The Company monitors its cash and bank balances periodically with a view to meet its short term obligations associated with its financial liabilities.

## Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date

	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
<b>March 31, 2021</b>						
<b>Borrowings</b>						
From Banks	94,29,536	-	4,18,363	14,21,637	-	1,12,69,536
From Financial Institutions	9,51,99,154	-	-	-	-	9,51,99,154
From Related Party	-	-	-	8,65,26,859	-	8,65,26,859
From Others	-	-	-	7,43,01,896	-	7,43,01,896
Trade payables	-	4,34,234	-	-	-	4,34,234
Other financial liabilities	-	11,04,857	-	-	-	11,04,857
<b>March 31, 2020</b>						
<b>Borrowings</b>						
From Banks	87,70,292	-	-	-	-	87,70,292
From Financial Institutions	2,85,91,356	-	-	-	-	2,85,91,356
From Directors	-	-	15,00,000	2,42,86,587	-	2,57,86,587
From Others	-	-	-	6,74,67,444	-	6,74,67,444
Trade payables	-	3,75,240	-	-	-	3,75,240
Other financial liabilities	-	12,91,567	-	-	-	12,91,567

**Vibrant Global Capital Limited****Notes to Financial Statements for the year ended March 31, 2021****(All amounts in Rupees, unless otherwise stated)****Note 34:-Revenue from contract with customers**

	For the year ended 31 March	
	2021	2020
Derivatives Income	5,61,15,299	-
Interest Income	5,91,213	7,49,111
Dividend Income	50,94,111	66,43,347
Total	6,18,00,623	73,92,458
<b>Geographical markets</b>		
India	6,18,00,623	73,92,458
Outside India	-	-
	6,18,00,623	73,92,458

**Vibrant Global Capital Limited**  
**Notes to Financial Statements for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 35: Details of dues to micro and small enterprises as defined under The Micro, Small and Medium Enterprises Development (MSMED) Act, 2006:**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Principal amount outstanding (whether due or not) to micro and small enterprises	-	-
Interest due thereon	-	-
The amount of interest paid by the Company in terms of Section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

**Vibrant Global Capital Limited****Notes to Financial Statements for the year ended March 31, 2021****(All amounts in Rupees , unless otherwise stated)****Note 36 - Risk Management amidst COVID-19**

The outbreak of COVID-19 pandemic across the globe and in India has led to a significant decline and volatility in the global and Indian financial markets and corresponding slowdown in the economic activities. Consequent to the outbreak of the COVID-19 pandemic, the Indian government announced a lockdown in March 2020. Subsequently, the national lockdown was lifted by the government, but regional lockdowns continue to be implemented in areas with a significant number of COVID-19 case.

Given the uncertainty over the potential macro-economic impact and external developments, the management of the company, has considered internal and external information up to the date of approval of these financial statements. The Company based on the available information, estimated impact on the future cash flows in respect of the financial assets for the purpose of determination of:

- the provision for impairment of financial assets carried at amortized cost; and
- the fair value of certain financial assets carried at fair value through profit or loss (FVTPL)

In addition, while assessing the liquidity situation, the Company has taken into consideration certain assumptions with respect to the expected realisation of the financial assets and the expected source of funds, based on its past experience which have been adjusted for the current events.

The extent to which the pandemic including the current “second wave”, that has significantly increased the number of cases in India, will impact future results of Company will depend on future developments, which are highly uncertain, including, among other things, any new information concerning the severity of the COVID-19 pandemic and any action to contain its spread or mitigate its impact, whether government-mandated or elected by the Company. Given the uncertainty over the potential macro-economic condition, the impact of the COVID-19 pandemic may be different from the ones estimated as at the date of approval of this Balance Sheet. The Company will continue to closely monitor any material changes to future economic conditions, which will be given effect to in the respective future periods.

**Note 37 - Advance for acquisition of property**

Long term loans and advances includes Rs. 58 Lakhs being part payment made for purchase of property. As reported in earlier years, the company has filed a suit in the High Court of Judicature at Mumbai for specific performance of this agreement for purchase.

## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF M/S. VIBRANT GLOBAL CAPITAL LIMITED**

#### **Report on the Consolidated Financial Statements**

##### **I. Opinion**

We have audited the accompanying consolidated financial statements of **VIBRANT GLOBAL CAPITAL LIMITED** (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and its associates, which comprise the consolidated Balance Sheet as at March 31, 2021, and the consolidated statement of Profit and Loss, and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of report of other auditor on separate financial statements of a subsidiary as were audited by the other auditor, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of their consolidated state of affairs of the Company as at March 31, 2021, of consolidated profit and its consolidated cash flows for the year then ended.

##### **II. Basis Of 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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI, and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### **III. Emphasis of Matter**

We draw attention to note no. 39 to the consolidated financial statements, which describes the uncertainty caused by the continuing COVID-19 pandemic and the related probable events which could impact the Group's estimates of impairment of loans to customers. Our opinion is not modified in respect of this matter.



#### IV. Key Audit Matters

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

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matter	How our audit addressed the key audit matter
<b>Revenue from sale/Purchase of securities :</b> Effort is needed to determine correct accounting of revenue & expenditure along with supporting documents.	<b>Principal audit procedures :</b> Our audit approach was a combination of test of internal controls and substantive procedure which included the following : <ul style="list-style-type: none"> <li>• Evaluate the design of Internal Control over acquisition, accretion and disposal of securities.</li> <li>• Selected a sample of contracts and tested the supporting documents, terms of sale or purchase.</li> <li>• Verified whether corresponding expenses related to the revenue were accounted properly.</li> <li>• Verified the transactions are duly reflected in depository/ custodian accounts.</li> </ul>
<b>Transactions related to investment purchase and sales and determination of Profit on Sale of Investments :</b> Effort is needed to correctly account for purchase/ sales transactions related to investments and determine the profit /loss there from and its classification from taxation point of view.	<b>Principal audit procedures :</b> Our audit approach was a combination of test of internal controls and substantive procedure which included the following : <ul style="list-style-type: none"> <li>• Evaluate the design of Internal Control over acquisition, accretion and disposal of investments, safeguarding of investments, controls in respect of title of investments, information flow related to investments.</li> <li>• Selected a sample of contracts and tested the supporting documents, terms of sale or purchase (ex or cum dividend/interest), rights issues, bonus issues.</li> <li>• Verified whether the title of investments held with depository/ custodian services are in the name of the company.</li> <li>• Reviewed the valuation and disclosure of investments as required by AS-13 and statutory requirements.</li> </ul>

	<ul style="list-style-type: none"> <li>• Verified the accuracy of determination of profit/loss on sale of investments, period of their holding and taxability of such profit/loss in accordance with applicable law.</li> </ul>
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## V. Information other than the Financial Statements and Auditor's report thereon

- The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis and Directors Report (the "Reports"), but does not include the Consolidated Financial Statements and our Auditors' Report thereon. The Reports are expected to be made available to us after the date of this Auditors' Report.
- Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

### Management's Responsibility and Those Charged with Governance for the Consolidated Financial Statement

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are also responsible for overseeing the financial reporting process of the Group.

## **VI. Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates 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 consolidated 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 Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and

performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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 consolidated financial statements for the financial year ended 31 March 2021 of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## **VII. Other Matters**

We did not audit the financial statements / financial information of 3 subsidiaries whose financial statements / financial information reflect total assets of Rs. 12,205.02 Lakhs as at 31st March, 2021, total revenues of Rs. 16,693.51 Lakhs, net profit after tax of Rs. 1,571.75 lakhs and total comprehensive income of Rs1,578.11 lakhs for the year ended 31st March 2021, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (after tax) of Rs. 10.97 lakhs for the year ended 31st March, 2021 as considered in the consolidated financial statements, in respect of 1 associate, whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly controlled entities and associates, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associates, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

## VIII. Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and associate companies incorporated in India, none of the directors of the Group companies and its associate companies incorporated in India is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in “Annexure A”. Our report expresses an unmodified opinion of the adequacy and operating effectiveness of the Company’s internal financial controls over the financial reporting.
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditor’s) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associates.
  - ii. The Group and its associates did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended March 31, 2021.

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, associate companies and jointly controlled companies incorporated in India.

**FOR AGRAWAL & KEDIA**  
***Chartered Accountants***  
(Registration No. 100114W)

Sd/-  
**(Ravi Agrawal)**  
**(Partner)**  
Membership No. 034492  
(UDIN : 21034492AAAAFB7591)

Place: Mumbai  
Date: June 22, 2021

## **ANNEXURE “A” TO THE AUDITORS' REPORT**

(Referred to in paragraph VIII (f) of our Report of even date on the Account for the year ended on 31st March 2021 of M/S VIBRANT GLOBAL CAPITAL LTD.)

Report on the Internal Financial Controls under clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

In conjunction with our audit of the Consolidated financial statements of the company as of and for the year ended 31st March 2021, we have audited the internal financial controls over financial reporting of M/S VIBRANT GLOBAL CAPITAL LTD. ('The Holding Company') and its subsidiary companies and its associate Company incorporated in India as of date.

### **Management's Responsibility for Internal Financial Controls**

The respective Board of directors of the Holding Company, its subsidiary companies & associate companies which are companies incorporated in India are 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with 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 issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal

financial controls over financial reporting were established and maintained and if such controls operated effectively in all material 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 control over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement 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 the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material



misstatements due to error or frauds may occur and not be detected. Also, projections of any evaluations of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Holding Company , its subsidiary companies and based on the report on the internal financial control of its associate companies which are companies incorporated in India by their respective statutory auditors, have, in all material respects, an adequate internal financial controls system over financial reporting which were operating effectively as at 31 March, 2021 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR AGRAWAL & KEDIA**  
***Chartered Accountants***  
(Registration No. 100114W)

Sd/-

**(Ravi Agrawal)**  
**(Partner)**  
Membership No. 034492  
(UDIN : 21034492AAAAFB7591)

Place: Mumbai  
Date: June 22, 2021

**Vibrant Global Capital Limited**  
**Consolidated Balance Sheet as at March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

	Particulars	Note No.	March 31, 2021	March 31, 2020
<b>A</b>	<b>ASSETS</b>			
(1)	<b>Financial Assets</b>			
	(a) Cash and cash equivalents	4	7,33,61,424	12,78,248
	(b) Bank Balance other than (a) above	4	1,00,00,000	1,00,00,000
	(c) Receivables		-	-
	(I) Trade Receivables	5	36,17,21,946	41,33,16,158
	(II) Other Receivables		-	-
	(d) Loans	6	25,10,89,654	32,36,50,294
	(e) Investments	7	48,35,52,642	15,48,19,400
	(f) Other Financial assets (to be specified)	8	1,99,72,290	41,65,419
	<b>Sub-total-Financial Assets</b>		<b>1,19,96,97,956</b>	<b>90,72,29,519</b>
(2)	<b>Non-financial Assets</b>			
	(a) Inventories	9	10,56,51,646	6,83,44,287
	(b) Current tax assets (Net)		2,40,71,342	2,60,77,375
	(c) Deferred tax Assets (Net)	10	4,34,58,169	3,58,68,169
	(d) Investment Property		53,90,570	1,55,84,141
	(e) Property, Plant and Equipment	11	23,29,50,155	35,35,31,999
	(f) Capital work-in-progress		-	-
	(g) Goodwill on consolidation	12	74,15,891	-
	(h) Other Intangible assets	11	1,14,45,000	-
	(i) Other non-financial assets (to be specified)	13	12,07,70,643	11,24,41,657
	<b>Sub-total-Non-Financial Assets</b>		<b>55,11,53,416</b>	<b>61,18,47,628</b>
	<b>Total Assets</b>		<b>1,75,08,51,372</b>	<b>1,51,90,77,147</b>
<b>B</b>	<b>LIABILITIES AND EQUITY</b>			
	<b>LIABILITIES</b>			
(1)	<b>Financial Liabilities</b>			
	(a) Derivative financial instruments			
	(b) Payables			
	(I) Trade Payables			
	(i) total outstanding dues of micro enterprises and small enterprises		-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	14	15,09,36,647	27,31,43,863
	(II) Other Payables			
	(i) total outstanding dues of micro enterprises and small enterprises		-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
	(c) Debt Securities			
	(d) Borrowings (Other than Debt Securities)	15	81,25,58,257	78,30,81,055
	(e) Subordinated Liabilities	16	-	5,00,00,000
	(f) Other financial liabilities	17	6,48,81,387	4,46,64,834
	<b>Sub-total-Financial Liabilities</b>		<b>1,02,83,76,291</b>	<b>1,15,08,89,752</b>
(2)	<b>Non-Financial Liabilities</b>			
	(a) Current tax liabilities (Net)		5,65,596	1,48,783
	(b) Provisions for Gratuity	18	80,98,250	70,69,710
	(c) Deferred tax liabilities (Net)		-	-
	(d) Other non-financial liabilities (to be specified)	19	47,09,622	58,517
	<b>Sub-total-Non-Financial Liabilities</b>		<b>1,33,73,468</b>	<b>72,77,010</b>
(3)	<b>EQUITY</b>			
	(a) Equity Share capital	20	22,90,73,800	17,20,71,360
	(b) Other Equity	21	46,61,61,852	17,25,51,838
	<b>Sub-total-Equity</b>		<b>69,52,35,652</b>	<b>34,46,23,198</b>
(4)	<b>Non -Controlling Interest</b>		<b>1,38,65,962</b>	<b>1,62,87,186</b>
	<b>Total Liabilities and Equity</b>		<b>1,75,08,51,372</b>	<b>1,51,90,77,147</b>
	<b>Summary of significant accounting policies</b>	<b>3</b>		
<p>The accompanying notes form an integral part of the Consolidated financial statements</p> <p>As per our report of even date attached  <b>Agrawal &amp; Kedia</b>  Chartered Accountants  Firm's Registration Number: 100114W</p> <p>Sd/-  <b>Ravi Agrawal</b>  Partner  Membership No. 34492  Place: Mumbai  Date: 22.06.2021</p> <p>For and on behalf of the Board of Directors of  <b>Vibrant Global Capital Limited</b></p> <p>Sd/-  <b>Vinod Garg</b>  Managing Director</p> <p>Sd/-  <b>Vaibhav Garg</b>  CFO</p> <p>Sd/-  <b>Jalpesh Darji</b>  Company Secretary</p>				

<b>Vibrant Global Capital Limited</b> <b>Statement of Consolidated Profit and Loss for the year ended March 31, 2021</b> <b>(All amounts in Rupees, unless otherwise stated)</b>			
<b>Statement of Profit and Loss for the</b>	<b>Notes</b>	<b>March 31, 2021</b>	<b>March 31, 2020</b>
<b>Revenue from operations</b>			
Interest Income	22	3,08,76,758	3,38,96,734
Dividend Income		51,16,412	66,43,527
Rental Income		2,40,000	7,40,000
Sale of products		1,58,68,37,762	1,94,62,55,498
Net gain on fair value changes	25	16,95,74,180	-
Other income	23	10,80,84,998	58,39,204
<b>Total income</b>		<b>1,90,07,30,110</b>	<b>1,99,33,74,962</b>
<b>Expenses</b>			
Finance Costs	24	7,72,37,038	8,63,86,555
Net loss on fair value changes	25	-	19,94,98,091
Cost of materials consumed		38,40,37,669	26,88,12,373
Purchases of stock-in-trade		98,95,39,198	1,46,36,63,784
Changes in Inventories	26	(1,49,80,585)	2,92,70,628
Employee Benefits Expenses	27	2,66,13,098	3,54,08,093
Depreciation	11	2,41,07,003	2,60,69,087
Other expenses	28	12,59,64,179	13,95,96,966
<b>Total expenses</b>		<b>1,61,25,17,600</b>	<b>2,24,87,05,577</b>
<b>Profit Before Exceptional Items and Tax</b>		<b>28,82,12,510</b>	<b>(25,53,30,615)</b>
Profit from associates		(10,97,278)	(1,14,134)
Exceptional items		6,02,79,466	1,21,487
<b>Profit before tax</b>		<b>34,73,94,698</b>	<b>(25,53,23,261)</b>
Tax expense :			
- Current tax	10	53,21,664	5,93,902
- Deferred tax	10	(77,13,087)	(94,39,239)
<b>Total tax expense</b>		<b>(23,91,423)</b>	<b>(88,45,337)</b>
<b>Profit for the year</b>		<b>34,97,86,121</b>	<b>(24,64,77,924)</b>
<b>Other comprehensive income</b>			
<i>Items that may be reclassified to profit or loss</i>			
Remeasurements of post-employment benefit obligations		4,60,758	6,36,362
Tax relating to these items		(1,23,087)	(1,65,199)
<b>Total Other comprehensive income for the year, net of tax</b>		<b>3,37,671</b>	<b>4,71,163</b>
<b>Profit for the period attributable to</b>			
Owners of the company		34,97,54,150	(24,41,33,367)
Non controlling Interest		31,971	(23,44,556)
<b>Other comprehensive Income for the period attributable to</b>			
Owners of the company		2,69,410	4,04,435
Non controlling Interest		68,261	66,728
<b>Total comprehensive income for the period attributable to</b>			
Owners of the company		35,00,23,560	(24,37,28,932)
Non controlling Interest		1,00,232	(22,77,829)
<b>Total comprehensive income for the year</b>		<b>35,01,23,792</b>	<b>(24,60,06,761)</b>
<b>Earnings per equity share</b>			
Basic and Diluted earnings per share [Nominal value of Rs.10 ]	28	15.28	(14.16)
Summary of significant accounting policies	3		
The accompanying notes form an integral part of the standalone financial statements			
As per our report of even date attached		For and on behalf of the Board of Directors of	
<b>Agrawal &amp; Kedia</b>		<b>Vibrant Global Capital Limited</b>	
Chartered Accountants			
Firm's Registration Number: 100114W			
Sd/-		Sd/-	Sd/-
<b>Ravi Agrawal</b>		<b>Vinod Garg</b>	<b>Vaibhav Garg</b>
Partner		Managing Director	CFO
Membership No. 34492			<b>Jalpesh Darji</b>
Place: Mumbai			Company Secretary
Date: 22.06.2021			

**Vibrant Global Capital Limited**  
**Statement of Consolidated cash flows for the year ended March 31, 2021**  
**(All amounts in Rupees, unless otherwise stated)**

	March 31, 2021	March 31, 2020
<b>Cash flow from operating activities</b>		
Profit before tax	34,84,91,976	(25,52,09,128)
Adjustments for :		
Depreciation expense	2,41,07,003	2,60,69,087
Loss on disposal of property, plant and equipment	-	-
Profit/Loss on sale of financial assets carried at fair value through profit or loss	7,99,25,462	20,96,21,969
Net (gain)/loss on financial liabilities measured at fair value through profit or loss	-	(1,01,23,878)
Gain on disposal of Investment property	(14,11,429)	(12,78,759)
Brokerage on Sale	(30,00,000)	-
Interest income	(3,08,76,758)	(3,38,96,734)
Finance costs	7,72,37,038	8,63,86,555
Bad Debts Written off	-	43,33,146
Gain on disposal of property, plant and equipment	(6,02,79,466)	(9,14,062)
Remeasurements of post-employment benefit obligations	14,89,298	15,08,853
Gain on disposal of Investment in associates	-	(1,21,487)
Impairment loss/Gain on trade receivables	52,20,650	(10,40,730)
<b>Operating profit before working capital changes</b>	<b>44,09,03,774</b>	<b>2,53,34,835</b>
(Increase)/Decrease in trade receivables	4,64,20,762	40,79,63,578
(Increase) in inventories	(3,73,07,359)	4,33,76,548
(Decrease)/Increase in trade payables	(12,23,43,517)	(28,62,21,449)
(Increase)/Decrease in other financial assets	(1,56,74,893)	1,92,92,553
(Increase)/Decrease in other current assets	(82,23,382)	-
(Increase)/Decrease in other non-current assets	10,00,000	-
(Increase)/Decrease in other Non financial assets	(11,05,602)	(1,42,30,162)
Decrease/(Increase) in Other financial liabilities	65,65,116	52,26,179
Decrease/(Increase) in Other non-financial liabilities	5,65,596	(516)
Decrease/(Increase) in Other Current liabilities	1,83,02,541	-
<b>Cash generated from operations</b>	<b>32,91,03,036</b>	<b>20,07,41,566</b>
Income taxes paid	34,64,415	(46,09,127)
<b>Net cash inflow from operating activities</b>	<b>32,56,38,621</b>	<b>20,53,50,693</b>
<b>Cash flows from investing activities</b>		
Proceeds from sale of property, plant and equipment (Net)	15,99,14,302	1,05,59,820
(Increase)/Decrease in Investment	9,87,86,689	-
(Increase)/Decrease in other financial asset	(42,878)	-
Purchase of Shares of subsidiaries	(1,05,00,000)	-
Loans repaid/ (given)	7,25,60,640	(19,84,73,063)
Investments in Preference Shares	(5,00,00,000)	-
Profit on sale of financial assets carried at fair value through profit or loss	78,667	-
Proceeds from sale of investments	-	8,42,45,521
Payments for investment in shares	(50,74,69,791)	-
Interest income	3,08,76,758	3,38,96,734
<b>Net cash outflow from investing activities</b>	<b>(20,57,95,614)</b>	<b>(6,97,70,988)</b>
<b>Cash flows from financing activities</b>		
Proceeds from/(Repayments of) Borrowings	2,94,77,201	(12,58,60,150)
Proceeds from Issue of Share Capital	-	5,00,00,000
Interest paid	(7,72,37,038)	(8,63,86,555)
<b>Net cash inflow (outflow) from financing activities</b>	<b>(4,77,59,837)</b>	<b>(16,22,46,705)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>7,20,83,171</b>	<b>(2,66,67,000)</b>
Add:- Cash and cash equivalents at the beginning of the financial year	12,78,250	2,79,45,251
<b>Cash and cash equivalents at end of the year (note 4)</b>	<b>7,33,61,421</b>	<b>12,78,250</b>

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date attached  
**Agrawal & Kedia**  
Chartered Accountants  
Firm's Registration Number:

For and on behalf of the Board of Directors of  
**Vibrant Global Capital Limited**

Sd/-  
**Ravi Agrawal**  
Partner  
Membership No. 34492

Sd/-  
**Vinod Garg**  
Managing Director

Sd/-  
**Vaibhav Garg**  
CFO

Sd/-  
**Jalpesh Darji**  
Company Secretary

Place: Mumbai  
Date: 22.06.2021

**Vibrant Global Capital Limited****Notes to consolidated Financial Statements for the year ended 31st March 2021****(All amounts in Rupees, unless otherwise stated)****Note 1: Corporate Information**

Vibrant Global Capital Limited ('the Group') is registered as a Non-Banking Financial Group ('NBFC') as defined under Section 45-IA of the Reserve Bank of India Act, 1934. The Group is principally engaged in lending and investing activities.

**Note 2: Basis of Preparation**

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act. The financial statements have been prepared on a going concern basis. The Group uses accrual basis of accounting except in case of significant uncertainties.

**2.1 Presentation of financial statements**

The Group presents its Balance Sheet in order of liquidity .

The Group generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only when Ind AS specifically permits the same or it has an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event. Similarly, the Group offsets incomes and expenses and reports the same on a net basis when permitted by Ind AS specifically unless they are material in nature.

**Critical accounting estimates and judgments**

The preparation of the Group's financial statements requires Management to make use of estimates and judgments. In view of the inherent uncertainties and a level of subjectivity involved in measurement of items, it is possible that the outcomes in the subsequent financial years could differ from those on which the Management's estimates are based. Accounting estimates and judgments are used in various line items in the financial statements for e.g.:

- >Business model assessment
- >Fair value of financial instruments
- >Effective Interest Rate (EIR)
- >Impairment on financial assets
- >Provisions and other contingent liabilities
- >Provision for tax expenses
- >Residual value and useful life of property, plant and equipment

**2.2 Principles of consolidation**

(i) The consolidated financial statements incorporate the financial statements of the Parent Group and all its subsidiaries (from the date control is gained), being the entities that it controls. Control is evidenced where the investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Power is demonstrated through existing rights that give the ability to direct relevant activities, which significantly affect the entity returns. The financial statements of subsidiaries are prepared for the same reporting year as the Parent Group. Where necessary, adjustments are made to the financial statements of subsidiaries to align the accounting policies in line with accounting policies of the Parent Group.

The Parent Group holds the entire shareholding in its subsidiaries and there are no contractual arrangements which rebut the control of the Parent Group over its subsidiaries.

The financial statements of subsidiaries acquired or disposed off during the year are included in the consolidated statement of profit and loss from the effective date of acquisition or up to the effective date of disposal, as appropriate. Intragroup balances and transactions, and any unrealised income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated financial statements.

The financial statements of subsidiaries acquired or disposed off during the year are included in the consolidated statement of profit and loss from the effective date of acquisition or up to the effective date of disposal, as appropriate. Intragroup balances and transactions, and any unrealised income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated financial statements.

(ii) The Consolidated financial statements include results of the subsidiaries and associates of Parent Group, consolidated in accordance with Ind AS 110 'Consolidated Financial Statements'.

Name of the Company	Country of incorporation	Proportion of ownership as at reporting date	Consolidated as
Vibrant Global Trading Private Limited	INDIA	97.41%	Subsidiary
Vibrant Global Infraproject Private Limited	INDIA	100%	Subsidiary
Vibrant Global Salt Private Limited	INDIA	87.88%	Subsidiary
Vibrant Global Vidyut Private Limited	INDIA	48.78%	Associate

### **Note 3: Summary of significant accounting policies**

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### **3.1 Income**

##### **(i) Interest income**

The Group recognises interest income using Effective Interest Rate (EIR) on all financial assets subsequently measured at amortised cost or fair value through other comprehensive income (FVTOCI). EIR is calculated by considering all costs and incomes attributable to acquisition of a financial asset or assumption of a financial liability and it represents a rate that exactly discounts estimated future cash payments/receipts through the expected life of the financial asset/financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability.

The Group recognises interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. In case of credit-impaired financial assets, the Group recognises interest income on the amortised cost net of impairment loss of the financial asset at EIR. If the financial asset is no longer credit-impaired, the Group reverts to calculating interest income on a gross basis. Delayed payment interest (penal interest) levied on customers for delay in repayments/non payment of contractual cashflows is recognised on realisation. Interest on financial assets subsequently measured at fair value through profit or loss (FVTPL) is recognised at the contractual rate of interest.

##### **(ii) Dividend income**

Dividend income on equity shares is recognised when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

##### **(iii) Revenue from contracts with customers**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in disclosures.

The specific recognition criteria described below must also be met before revenue is recognised.

**i. Sale of products:**

Revenue from sale of products is recognized at the point in time when control of the goods is transferred to the customer, generally on shipment or delivery. The normal credit term is 30-60 days from shipment or delivery as the case may be. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated.

In determining the transaction price for the sale of good or rendering of service, the Company considers the effects of variable consideration and provisional pricing, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

**a. Variable consideration**

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. The volume rebates give rise to variable consideration.

**• Volume rebates and discounts**

The products are often sold with volume discounts based on aggregate sales over a specific time period, normally 3–12 months. Revenue from these sales is recognized based on the price specified in the contract, net of the estimated volume discounts. Accumulated experience is used to estimate and provide for the discounts using either the expected value method or an assessment of the most likely amount. Revenue is only recognized to the extent that it is highly probable that a significant reversal will not occur. A contract liability is recognized for expected volume discounts payable to customers in relation to sales made until the end of the reporting period. The estimated volume discount is revised at each reporting date.

**b. Significant financing component**

In many cases, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

Hence, there is no financing component which needs to be separated.

**Contract balances****Contract assets**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

**Trade receivables**

A receivable represents the Company's right to an amount of consideration that is unconditional. Refer to accounting policies of financial assets- Financial instruments – initial recognition and subsequent measurement.

**Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

**(iv) Other revenue from operations**

The Group recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 'Financial Instruments' is applicable) based on a comprehensive assessment model as set out in Ind AS 115 Revenue from contracts with customers'. The Group identifies contract(s) with a customer and its performance obligations under the contract, determines the transaction price and its allocation to the performance obligations in the contract and recognises revenue only on satisfactory completion of performance obligations. Revenue is measured at fair value of the consideration received or receivable.

**(a) Net gain on fair value changes**

Financial assets are subsequently measured at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI), as applicable. The Group recognises gains/losses on fair value change of financial assets measured as FVTPL and realised gains/losses on derecognition of financial asset measured at FVTPL and FVOCI.

**(b) Sale of services**

The Group, on de-recognition of financial assets where a right to service the derecognised financial assets for a fee is retained, recognises the fair value of future service fee income over service obligations cost on net basis as service fee income in the statement of profit or loss and, correspondingly creates a service asset in Balance Sheet. Any subsequent increase in the fair value of service assets is recognised as service income and any decrease is recognised as an expense in the period in which it occurs. The embedded interest component in the service asset is recognised as interest income in line with Ind AS 109 'Financial instruments'.

**(c) Recoveries of financial assets written off**

The Group recognises income on recoveries of financial assets written off on realisation or when the right to receive the same without any uncertainties of recovery is established.

**(d) Taxes**

Incomes are recognised net of the Goods and Services Tax/Service Tax, wherever applicable.

**3.2 Expenditure**

**(i) Finance costs**

Borrowing costs on financial liabilities are recognised using the EIR

**(ii) Fees and commission expenses**

Fees and commission expenses which are not directly linked to the sourcing of financial assets, such as commission/incentive incurred on value added services and products distribution, recovery charges and fees payable for management of portfolio etc., are recognised in the Statement of Profit and Loss on an accrual basis.

**3.3 Cash and cash equivalents**

Cash and cash equivalents include cash on hand, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.



### 3.4 Financial instruments

A financial instrument is defined as any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Trade receivables and payables, loan receivables, investments in securities and subsidiaries, debt securities and other borrowings, preferential and equity capital etc. are some examples of financial instruments.

#### (i) Financial assets

Financial assets include cash, or an equity instrument of another entity, or a contractual right to receive cash or another financial asset from another entity. Few examples of financial assets are loan receivables, investment in equity and debt instruments, trade receivables and cash and cash equivalents.

For the purpose of subsequent measurement, financial assets are classified into four categories:

- (a) Debt instruments at amortised cost
- (b) Debt instruments at FVOCI
- (c) Debt instruments at FVTPL
- (d) Equity instruments designated at FVOCI.

#### (a) Debt instruments at amortised cost

The Group measures its financial assets at amortised cost if both the following conditions are met:

- (i) The asset is held within a business model of collecting contractual cash flows; and
- (ii) Contractual terms of the asset give rise on specified dates to cash flows that are Sole Payments of Principal and Interest (SPPI) on the principal amount outstanding.

To make the SPPI assessment, the Group applies judgment and considers relevant factors such as the nature of portfolio and the period for which the interest rate is set.

The Group determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The Group's business model is not assessed on an instrument by instrument basis, but at a higher level of aggregated portfolios. If cash flows after initial recognition are realised in a way that is different from the Group's original expectations, the Group does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated financial assets going forward.

The business model of the Group for assets subsequently measured at amortised cost category is to hold and collect contractual cash flows. However, considering the economic viability of carrying the delinquent portfolios in the books of the Group, it may sell these portfolios to banks and/or asset reconstruction companies. After initial measurement, such financial assets are subsequently measured at amortised cost on effective interest rate (EIR).

#### (b) Debt instruments at FVOCI

The Group subsequently classifies its financial assets as FVOCI, only if both of the following criteria are met:

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

Debt instruments included within the FVOCI category are measured at each reporting date at fair value with such changes being recognised in other comprehensive income (OCI). The interest income on these assets is recognised in profit or loss. The ECL calculation for debt instruments at FVOCI is explained in subsequent notes in this section.

Debt instruments such as long term investments in Government securities to meet regulatory liquid asset requirement of the Group's deposit program and mortgage loans portfolio where the Group periodically resorts to partially selling the loans by way of assignment to willing buyers are classified as FVOCI.

On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified to profit or loss.

#### **(c) Debt instruments at FVTPL**

The Company classifies financial assets which are held for trading under FVTPL category. Held for trading assets are recorded and measured in the Balance Sheet at fair value. Interest and dividend incomes are recorded in interest income and dividend income, respectively according to the terms of the contract, or when the right to receive the same has been established. Gain and losses on changes in fair value of debt instruments are recognised on net basis through profit or loss.

The Company's investments into mutual funds and Government securities (trading portfolio) for trading and short term cash flow management have been classified under this category

#### **(d) Equity investments designated under FVOCI**

All equity investments in scope of Ind AS 109 'Financial Instruments' are measured at fair value. The classification is made on initial recognition and is irrevocable. The Group currently doesn't have any equity investments which are measured at FVOCI.

All fair value changes of the equity instruments, excluding dividends, are recognised in OCI and not available for reclassification to profit or loss, even on sale of investments. Equity instruments at FVOCI are not subject to an impairment assessment.

#### **Derecognition of financial assets:**

The Group derecognises a financial asset (or, where applicable, a part of a financial asset) when:

- (i) The right to receive cash flows from the asset have expired; or
- (ii) The Group has transferred its right to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under an assignment arrangement and the Group has transferred substantially all the risks and rewards of the asset. Once the asset is derecognised, the Group does not have any continuing involvement in the same.

On derecognition of a financial asset in its entirety, the difference between:

- (i) the carrying amount (measured at the date of derecognition) and
- (ii) the consideration received (including any new asset obtained less any new liability assumed) is recognised in profit or loss.

#### **Impairment of financial assets:**

The Group recognises lifetime expected credit losses (ECL) when there has been a significant increase in credit risk since initial recognition and when the financial instrument is credit impaired. If the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12 month ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition. 12 month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

When determining whether credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, including on historical experience and forward-looking information.

The Group recognises lifetime ECL for trade and other receivables and lease receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the loss allowance is recognised in OCI and carrying amount of the financial asset is not reduced in the balance sheet

**Write offs:**

The gross carrying amount of a financial asset is written off when there is no realistic prospect of further recovery. This is generally the case when the Group determines that the debtor/ borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in Statement of profit and loss.

**(ii) Financial liabilities**

Financial liabilities include liabilities that represent a contractual obligation to deliver cash or another financial assets to another entity, or a contract that may or will be settled in the entities own equity instruments. Few examples of financial liabilities are trade payables, debt securities and other borrowings and subordinated debts.

**Initial measurement**

All financial liabilities are recognised initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade payables, other payables, debt securities and other borrowings.

**Subsequent measurement**

After initial recognition, all financial liabilities are subsequently measured at amortised cost using the EIR. Any gains or losses arising on derecognition of liabilities are recognised in the Statement of Profit and Loss.

**Derecognition**

The Group derecognises a financial liability when the obligation under the liability is discharged, cancelled or expired.

**(iii) Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet only if there is an enforceable legal right to offset the recognised amounts with an intention to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

**3.5 Investment in associates**

Investment in associates is recognised at cost and are not adjusted to fair value at the end of each reporting period. Cost of investment represents amount paid for acquisition of the said investment.

The Company assesses at the end of each reporting period, if there are any indications that the said investment may be impaired. If so, the Company estimates the recoverable value/amount of the investment and provides for impairment, if any i.e. the deficit in the recoverable value over cost.

### 3.6 Taxes

#### (i) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax relating to items recognised outside profit or loss is recognised in correlation to the underlying transaction either in OCI or directly in other equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

#### (ii) Deferred tax

Deferred tax is provided using the Balance Sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for deductible temporary differences to the extent that it is probable that taxable profits will be available against which the deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets, if any, are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised either in OCI or in other equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

### 3.7 Property, plant and equipment

Property, plant and equipment are carried at historical cost of acquisition less accumulated depreciation and impairment losses, consistent with the criteria specified in Ind AS 16 'Property, Plant and Equipment'.

#### Depreciation on property, plant and equipment

(a) Depreciation is provided on a pro-rata basis for all tangible assets on written down value method over the useful life of assets.

(b) Useful lives of assets are determined by the Management by an internal technical assessment except where such assessment suggests a life significantly different from those prescribed by Schedule II – Part C of the Companies Act, 2013 where the useful life is as assessed and certified by a technical expert.

(c) Depreciation on addition to assets and assets sold during the year is being provided for on a pro rata basis with reference to the month in which such asset is added or sold as the case may be.

(d) Tangible assets which are depreciated over a useful life that is different than those indicated in Schedule II are as under

<b>Nature of assets</b>	<b>Useful life as per Schedule II</b>	<b>Useful life adopted by the Group</b>
Office Building	60 Years	60 Years
Plant and Machinery	15 Years	15-20 Years
Furniture and fixtures	10 Years	10 Years
Vehicles	8 Years	8 Years
Office equipment	5 Years	5 Years
Computer & Laptop	3 Years	3 Years
Lab equipment	10 Years	10 Years

(f) Assets having unit value up to Rs 5,000 is depreciated fully in the financial year of purchase of asset.

(g) An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included under other income in the Statement of Profit and Loss when the asset is derecognised.

(h) 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.

### **3.8 Intangible assets and amortisation thereof**

Intangible assets, representing softwares are initially recognised at cost and subsequently carried at cost less accumulated amortisation and accumulated impairment. The intangible assets are amortised using the straight line method over a period of five years, which is the Management's estimate of its useful life. The useful lives of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

### **3.9 Impairment of non-financial assets**

An assessment is done at each Balance Sheet date to ascertain whether there is any indication that an asset may be impaired. If any such indication exists, an estimate of the recoverable amount of asset is determined. If the carrying value of relevant asset is higher than the recoverable amount, the carrying value is written down accordingly.

### **3.10 Provisions and contingent liabilities**

The Group creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Group also discloses present obligations for which a reliable estimate cannot be made. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

### **3.11 Retirement and other employee benefits**

#### **(i) Gratuity**

The Company's liability towards gratuity scheme is determined by independent actuaries, using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. Past services are recognised at the earlier of the plan amendment / curtailment and recognition of related restructuring costs/ termination benefits.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of profit and loss.

**Remeasurement gains/losses -**

Remeasurement of defined benefit plans, comprising of actuarial gains / losses, return on plan assets excluding interest income are recognised immediately in the balance sheet with corresponding debit or credit to Other Comprehensive Income (OCI). Remeasurements are not reclassified to Statement of profit and loss in the subsequent period.

Remeasurement gains or losses on long-term compensated absences that are classified as other long-term benefits are recognised in Statement of profit and loss.

**(ii) Provident fund**

Company's contribution paid/payable during the year to provident fund and ESIC is recognised in the Statement of profit and loss

**(iii) Compensated absences**

The Company provides for the encashment / availment of leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment / availment. The liability is provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation.

**3.12 Fair value measurement**

The Group measures its qualifying financial instruments at fair value on each Balance Sheet date.

Fair value is the price that would be received against sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place in the accessible principal market or the most advantageous accessible market as applicable.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into Level I, Level II and Level III based on the lowest level input that is significant to the fair value measurement as a whole.

For assets and liabilities that are fair valued in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

**3.13 Earnings Per Share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, sub-division of shares etc. that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders is divided by the weighted average number of equity shares outstanding during the period, considered for deriving basic earnings per share and weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

**3.14 Segment****(i) Identification of segment**

Operating segments are reported in the manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group.

## **(ii) Segment accounting policies**

The Board of Directors and Managing directors of the Holding Company have been identified as the Chief Operating Decision Maker

(CODM) as defined under Ind AS 108. CODM reviews overall financial information of the Company together for performance evaluation and allocation of resources and does not review any discrete information to evaluate performance of any individual product or geography.

### **3.15 Leases**

#### **Measurement of Lease Liability**

At the time of initial recognition, the Group measures lease liability as present value of all lease payments discounted using the Group's incremental cost of borrowing and directly attributable costs. Subsequently, the lease liability is—

- (i) increased by interest on lease liability;
- (ii) reduced by lease payments made; and
- (iii) remeasured to reflect any reassessment or lease modifications specified in Ind AS 116 'Leases', or to reflect revised fixed lease payments.

#### **Measurement of Right-of-use assets**

At the time of initial recognition, the Group measures 'Right-of-use assets' as present value of all lease payments discounted using the Group's incremental cost of borrowing w.r.t said lease contract. Subsequently, 'Right-of-use assets' is measured using cost model i.e. at cost less any accumulated depreciation and any accumulated impairment losses adjusted for any remeasurement of the lease liability specified in Ind AS 116 'Leases'. Depreciation on 'Right-of-use assets' is provided on straight line basis over the lease period.

The exception permitted in Ind AS 116 for low value assets and short term leases has been adopted by Group.

### **3.16 Goodwill**

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods. Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

**Vibrant Global Capital Limited(Consolidated)**  
**Statement of changes in equity for the year ended 31st March 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**A. Equity share capital**

	Amount
<b>As at April 1, 2019</b>	17,20,71,360
Changes in equity share capital	-
<b>As at March 31, 2020</b>	<b>17,20,71,360</b>
Changes in equity share capital	5,70,02,440
<b>As at March 31, 2021</b>	<b>22,90,73,800</b>

**B. Other equity**

Particulars	Retained earnings	Statutory Reserve	General Reserve	Share premium	Capital Reserve	Total other equity
<b>Balance at March 31, 2019</b>	<b>1,83,45,966</b>	<b>1,96,77,000</b>	<b>3,32,528</b>	<b>15,26,79,612</b>	<b>22,52,45,664</b>	<b>41,62,80,770</b>
Profit for the year March-20	(24,41,33,367)	-	-	-	-	(24,41,33,367)
Other comprehensive income for the year March-20	4,04,435	-	-	-	-	4,04,435
Total comprehensive income for the year	(24,37,28,932)	-	-	-	-	(24,37,28,932)
<b>Balance at March 31, 2020</b>	<b>(22,53,82,966)</b>	<b>1,96,77,000</b>	<b>3,32,528</b>	<b>15,26,79,612</b>	<b>22,52,45,664</b>	<b>17,25,51,838</b>
Profit for the year March-21	34,97,54,150	-	-	-	-	34,97,54,150
Other comprehensive income for the year March-21	2,69,410	-	-	-	-	2,69,410
Effect due to acquisition of subsidiary shares	(5,62,651)	-	-	-	-	(5,62,651)
Transfer to Statutory Reserve	(3,87,42,000)	3,87,42,000	-	-	-	-
Capital Reserve reduced on sale of Equity shares held by Subsidiary	-	-	-	-	(5,58,50,894)	(5,58,50,894)
Total comprehensive income for the year	31,07,18,909	3,87,42,000	-	-	(5,58,50,894)	29,36,10,015
<b>Balance at March 31, 2021</b>	<b>8,53,35,943</b>	<b>5,84,19,000</b>	<b>3,32,528</b>	<b>15,26,79,612</b>	<b>16,93,94,770</b>	<b>46,61,61,853</b>

As per our report of even date attached

**Agrawal & Kedia**

Chartered Accountants

Firm's Registration Number:

Sd/-

**Ravi Agrawal**

Partner

Membership No. 34492

Place: Mumbai

Date: 22.06.2021

For and on behalf of the Board of Directors of  
**Vibrant Global Capital Limited**

Sd/-

**Vinod Garg**

Managing Director

Sd/-

**Vaibhav Garg**

CFO

Sd/-

**Jalpesh Darji**

Company Secretary



Vibrant Global Capital Limited  
Notes to Consolidated Financial Statements for the year ended 31st March 2021  
(All amounts in Rupees, unless otherwise stated)

**Note 4: Cash and cash equivalents :-**

	Within 12 Months	After 12 Months	March 31,2021	Within 12 Months	After 12 Months	March 31,2020
<b>Cash on hand</b>	11,28,396		11,28,396	2,64,976	-	2,64,976
<b>Cheques in hand</b>	7,00,00,000		7,00,00,000	-	-	-
<b>Balances with banks</b> in current accounts	22,32,499		22,32,499	10,12,743	-	10,12,743
<b>Deposits with Bank</b>	530		530	530		530
<b>Bank balances other than cash and cash equivalents</b> Balances with Banks with original maturity of more than three months but less than 12 months	1,00,00,000		1,00,00,000	1,00,00,000	-	1,00,00,000
	<b>8,33,61,424</b>	<b>-</b>	<b>8,33,61,424</b>	<b>1,12,78,248</b>	<b>-</b>	<b>1,12,78,248</b>

**Note 5: Trade receivables :-**

	Within 12 Months	After 12 Months	March 31,2021	Within 12 Months	After 12 Months	March 31,2020
<b>Considered good – unsecured</b>						
Trade receivables	44,54,90,114		44,54,90,114	50,35,36,281		50,35,36,281
Trade receivables_Related Party	-		-	70,800		70,800
Less: Allowance for doubtful debts	(8,37,68,168)		(8,37,68,168)	(9,02,90,923)		(9,02,90,923)
	<b>36,17,21,946</b>	<b>-</b>	<b>36,17,21,946</b>	<b>41,33,16,158</b>	<b>-</b>	<b>41,33,16,158</b>

**Break-up of security details**

	Within 12 Months	After 12 Months	March 31,2021	Within 12 Months	After 12 Months	March 31,2020
Secured, considered good	-	-	-	-	-	-
Unsecured, considered good	36,17,21,946	-	36,17,21,946	41,33,16,158	-	41,33,16,158
Doubtful	8,37,68,168	-	8,37,68,168	9,02,90,923	-	9,02,90,923
	<b>44,54,90,114</b>	<b>-</b>	<b>44,54,90,114</b>	<b>50,36,07,081</b>	<b>-</b>	<b>50,36,07,081</b>
Allowance for doubtful debts	(8,37,68,168)	-	(8,37,68,168)	(9,02,90,923)	-	(9,02,90,923)
	<b>36,17,21,946</b>	<b>-</b>	<b>36,17,21,946</b>	<b>41,33,16,158</b>	<b>-</b>	<b>41,33,16,158</b>

**Note 6: Loans**

	March 31,2021			March 31,2020		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>(A) At Amortised Cost</b>						
<b>Unsecured, considered good</b>						
Loan to Others	21,87,58,750	3,65,62,681	25,53,21,431	27,84,22,834	3,25,67,680	31,09,90,514
Loans to employees	1,30,000	-	1,30,000	1,60,000	-	1,60,000
Security Deposits	-	47,81,529	47,81,529	-	94,19,525	94,19,525
Loan to related parties	-	-	-	1,20,00,000	-	1,20,00,000
Insurance deposit	-	-	-	-	6,00,000	6,00,000
ECL provision	(91,43,306)	-	(91,43,306)	(95,19,745)	-	(95,19,745)
	<b>20,97,45,444</b>	<b>4,13,44,210</b>	<b>25,10,89,654</b>	<b>28,10,63,089</b>	<b>4,25,87,205</b>	<b>32,36,50,294</b>

**Notes:**

1. Loans are non derivative financial assets which generate a fixed or variable interest income for the group. The carrying value may be affected by changes in the credit risk of the counterparties.

**Note 8: Other financial assets**

	March 31,2021			March 31,2020		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Interest accrued	22,083	-	22,083	22,083	-	22,083
Interest accrued but not due	-	-	-	-	-	-
EMD	1,78,91,746	-	1,78,91,746	18,91,746	-	18,91,746
Security Deposits	-	5,79,338	5,79,338	-	10,76,378	10,76,378
Interest receivable from others	3,64,234	-	3,64,234	6,84,898	-	6,84,898
Interest receivable from Related Parties	11,14,889	-	11,14,889	4,15,957	-	4,15,957
Interest accrued on FDR	-	-	-	74,357	-	74,357
	<b>1,93,92,952</b>	<b>5,79,338</b>	<b>1,99,72,290</b>	<b>30,89,041</b>	<b>10,76,378</b>	<b>41,65,419</b>

**Note 7: Investments**

**Non-current investments**

	Number of Shares/Units		Amount			Amount		
	March 31,2021	March 31,2020	Within 12 Months	After 12 Months	March 31,2021	Within 12 Months	After 12 Months	March 31,2020
<b>Unquoted</b>								
<b>Investment carried at Cost</b>								
<b>Investment in Equity instruments in :</b>								
<b>Investment in associate Company:-</b>								
Profit from Vibrant Global Vidyut Pvt Ltd.	2,00,000	2,00,000		(10,94,930)	(10,94,930)		2,348	2,348
VGPG Farms Pvt. Ltd	-	-						-
Less :- Share in Loss					-		(21,487)	(21,487)
Add :- Profit on Sale					-		21487	21,487
<b>Total (A)</b>	<b>2,00,000</b>	<b>2,00,000</b>	<b>-</b>	<b>(10,94,930)</b>	<b>(10,94,930)</b>	<b>-</b>	<b>2,348</b>	<b>2,348</b>
<b>Others :-</b>								
NKGSB Co.-Op. Bank Ltd. (Qty. 101 Shares)	101	101		1,010	1,010		1,010	1,010
<b>Total (B)</b>	<b>101</b>	<b>101</b>	<b>-</b>	<b>1,010</b>	<b>1,010</b>	<b>-</b>	<b>1,010</b>	<b>1,010</b>
<b>Unquoted Investment in Preference Share (At Cost)</b>								
<b>Others</b>								
Crest Steel & Power Private Limited	31,277	31,277	-	1,56,38,900	1,56,38,900	-	1,56,38,900	1,56,38,900
Tristar car Pvt. Ltd.	50,00,000	50,00,000	-	5,00,00,000	5,00,00,000	-	5,00,00,000	5,00,00,000
JSW Steel Limited	10	10	-	-	-	-	-	-
Less : Provision for diminution in the value of Investments			-	(5,01,38,900)	(5,01,38,900)	-	(5,01,38,900)	(5,01,38,900)
<b>Total (C)</b>	<b>50,31,287</b>	<b>50,31,287</b>	<b>-</b>	<b>1,55,00,000</b>	<b>1,55,00,000</b>	<b>-</b>	<b>1,55,00,000</b>	<b>1,55,00,000</b>
<b>Total Unquoted (A+B+C)</b>	<b>52,31,388</b>	<b>52,31,388</b>	<b>-</b>	<b>1,44,06,080</b>	<b>1,44,06,080</b>	<b>-</b>	<b>1,55,03,358</b>	<b>1,55,03,358</b>
<b>Investment carried at Fair Value through Profit or Loss</b>								
<b>Investment in Equity instruments of Others :-</b>								
Apar Industries Ltd	55,397	25,397		2,63,30,194	2,63,30,194	-	73,19,415	73,19,415
GTPL Hathway Ltd	86,000	-		1,02,98,500	1,02,98,500			-
Cosmo Films Ltd.	56,875	50,252		3,52,79,563	3,52,79,563		1,04,54,929	1,04,54,929
Deepak Fertilisers	55,862	30,862		1,26,58,329	1,26,58,329	-	23,19,279	23,19,279
Elecon Engineering Co. Ltd.	-	38,387		-	-	-	7,27,434	7,27,434
Gujarat Ambuja Exports Ltd.	2,96,398	1,23,199		3,78,94,484	3,78,94,484	-	1,29,05,095	1,29,05,095
HIL Ltd.	3,581	3,581		1,09,17,753	1,09,17,753	-	22,56,746	22,56,746
Indian Hume Pipe Company Ltd.	37,578	17,578		64,55,900	64,55,900	-	21,06,723	21,06,723
ISGEC Heavy Engineering Ltd.	56,307	10,450		2,81,53,500	2,81,53,500	-	26,68,408	26,68,408
Jayant Agro Organics	22,029	22,029		30,03,654	30,03,654	-	12,69,972	12,69,972
Jindal Stainless Ltd.	4,00,000	-		2,70,40,000	2,70,40,000	-		-
Jindal Saw Ltd.	1,40,000	1,40,000		1,03,81,000	1,03,81,000		64,12,000	64,12,000
Maithan Alloys Ltd.	67,433	37,433		3,62,45,238	3,62,45,238	-	1,31,68,929	1,31,68,929
Maharashtra Seamless Ltd.	18,658	18,658		51,36,547	51,36,547		36,12,189	36,12,189
Motilal Oswal Financial Services	10,000	-		62,48,000	62,48,000	-		-
Nilkamal Ltd.	7,510	7,510		1,46,50,133	1,46,50,133	-	74,92,727	74,92,727
Power Mech Projects Ltd.	18,441	8,441		1,07,67,700	1,07,67,700		27,32,774	27,32,774
Polyplex Corporation Ltd.	14,105	14,105		1,21,72,615	1,21,72,615	-	42,32,205	42,32,205
Rain Industries Ltd.	2,42,939	2,42,939		3,47,03,836	3,47,03,836	-	1,35,68,143	1,35,68,143
Sandur Maganese & Iron Ores L	5,100	-		51,61,965	51,61,965			-
Sarda Energy & Minerals	80,000	-		3,34,88,000	3,34,88,000	-		-
Simplex Casting	26,000	26,000		3,96,500	3,96,500	-	5,95,400	5,95,400
Sanghvi Movers Ltd.	78,010	78,010		78,36,105	78,36,105	-	36,00,162	36,00,162
Shree Pushkr Chemicals	7,124	7,124		9,75,988	9,75,988		5,23,970	5,23,970
Savita Oil Technologies Ltd.	7,932	2,932		77,49,564	77,49,564	-	17,90,279	17,90,279
Technocraft Industries Ltd.	44,919	29,099		1,76,75,627	1,76,75,627	-	52,97,473	52,97,473
Texmaco Rail & Eng.	1,17,402	1,17,402		31,34,633	31,34,633		22,89,339	22,89,339
Universal Cables Ltd.	67,683	67,683		92,31,961	92,31,961		56,95,524	56,95,524
Visaka Industries Ltd.	12,301	2,301		58,20,218	58,20,218		3,10,060	3,10,060
Vindhya Telelink	49,237	49,237		4,03,74,340	4,03,74,340	-	2,13,54,087	2,13,54,087
V.S.T. Tillers Tractors	3,031	3,031		54,34,431	54,34,431	-	20,26,072	20,26,072
Zuari Agro Chemicals	38,837	41,890		35,30,283	35,30,283	-	25,86,708	25,86,708
<b>Total Quoted</b>	<b>21,26,689</b>	<b>12,15,530</b>	<b>-</b>	<b>46,91,46,561</b>	<b>46,91,46,561</b>	<b>-</b>	<b>13,93,16,042</b>	<b>13,93,16,042</b>
<b>Total Quoted Investments</b>	<b>21,26,689</b>	<b>12,15,530</b>	<b>-</b>	<b>46,91,46,561</b>	<b>46,91,46,561</b>	<b>-</b>	<b>13,93,16,042</b>	<b>13,93,16,042</b>
<b>Grand Total</b>	<b>73,58,077</b>	<b>64,46,918</b>	<b>-</b>	<b>48,35,52,642</b>	<b>48,35,52,642</b>	<b>-</b>	<b>15,48,19,400</b>	<b>15,48,19,400</b>

**Vibrant Global Capital Limited**  
**Notes to Consolidated Financial Statements for the year ended 31st March 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 9: Inventories**

	<b>March 31,2021</b>			<b>March 31,2020</b>		
	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>Total</b>	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>Total</b>
Raw material	8,20,37,369	-	8,20,37,369	5,97,10,595	-	5,97,10,595
Finished Goods	2,30,87,876	-	2,30,87,876	86,33,692	-	86,33,692
Inventories of stock in trade	5,26,401	-	5,26,401	-	-	-
	<b>10,56,51,646</b>	<b>-</b>	<b>10,56,51,646</b>	<b>6,83,44,287</b>	<b>-</b>	<b>6,83,44,287</b>

**Note 10: Tax expenses**

The major components of tax expense for the year ended March 31, 2021 and March 31, 2020 are :

**Statement of profit and loss:**

Profit and loss section	Amount	
	March 31, 2021	March 31, 2020
<b>Current income tax:</b>		
Current income tax charge	54,13,000	5,93,902
Adjustment of tax relating to earlier periods	(91,336)	-
<b>Deferred tax:</b>		
Relating to origination and reversal of temporary differences	(77,13,087)	(94,39,239)
<b>Tax expense reported in the statement of profit and loss</b>	<b>(23,91,423)</b>	<b>(88,45,337)</b>

**OCI section**

Deferred tax related to items recognised in OCI during the year :

	March 31, 2021	March 31, 2020
Net (loss)/gain on remeasurements of defined benefit plans	(1,23,087)	(1,65,199)
<b>Income tax charged to OCI</b>	<b>(1,23,087)</b>	<b>(1,65,199)</b>

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2021 and March 31, 2020 :

	March 31, 2021	March 31, 2020
Accounting profit before tax	32,66,42,414	(25,53,23,261)
Enacted income tax rate in India	26.00%	26.00%
Computed expected tax expense	8,49,27,028	-
<b>Effect of :</b>		
Income taxed as per MAT provisions at lower rates	(3,05,64,372)	(2,19,972)
Deferred Tax on	-	-
Impairment on financial instruments	11,59,104	72,60,473
Depreciation and amortisation	(1,28,89,210)	(14,63,886)
Financial instruments measured at EIR_Interest	47,39,374	(94,97,758)
LTCG taxed at special rates	(2,49,28,041)	-
Financial instruments measured at EIR_Borrowings	-	26,32,208
Income set off with previous year's losses	(96,28,971)	-
Business Loss	37,45,047	29,61,120
Provision on Gratuity	(98,527)	(4,86,460)
Unabsorbed depreciation	(44,51,035)	-
Unrealised net gain on fair value changes	-	(1,06,76,938)
Remeasurements of post-employment benefit obligations	1,91,075	(1,65,199)
Others	5,46,832	5,62,173
Tax in respect on earlier years	(92,336)	2,48,902
<b>Total income tax expense</b>	<b>(23,91,422)</b>	<b>(88,45,337)</b>

**Deferred tax**

Deferred tax relates to the following :

**Balance sheet**

	March 31, 2021	March 31, 2020
Impairment on financial instruments	2,37,22,025	2,57,19,916
Unrealised net gain on fair value changes	1,09,42,061	2,53,57,359
Assessed Business Loss	3,93,03,482	3,55,58,435
Gratuity Provision	22,25,646	19,81,549
Interest on Preference share	-	-
Unrealised gain on Preference share	-	-
MAT Credit	21,34,758	21,34,758
Depreciation and amortisation	(2,06,85,166)	(3,34,53,935)
Financial instruments measured at EIR	(1,08,52,709)	(2,14,29,912)
<b>Deferred tax assets/(liabilities), net</b>	<b>4,34,58,169</b>	<b>3,58,68,169</b>

**Statement of profit and loss**

	March 31, 2021	March 31, 2020
Impairment on financial instruments	(18,94,182)	(72,60,473)
Depreciation and amortisation	1,27,68,544	14,63,436
Financial instruments measured at EIR_Interest	91,72,113	94,97,758
Financial instruments measured at EIR_Borrowings	-	(26,31,983)
Unrealised net gain on fair value changes	(1,44,15,074)	1,06,77,163
ECL provision- Loans	(1,03,709)	-
Interest on preference share	(3,10,129)	-
Unrealised gain on Preference share	(16,16,710)	-
Business Loss	37,45,047	(29,61,120)
Provision on Gratuity	2,44,098	4,89,259
<b>Deferred tax expense/(income)</b>	<b>75,90,000</b>	<b>92,74,040</b>

**Reconciliation of deferred tax liabilities/Assets (net):**

	March 31, 2021	March 31, 2020
<b>Opening balance as of April 1</b>	<b>3,58,68,169</b>	<b>2,65,94,129</b>
Tax (income)/expense during the period recognised in profit or loss	77,13,087	94,39,239
Tax (income)/expense during the period recognised in OCI	(1,23,087)	(1,65,199)
<b>Closing balance as at March 31</b>	<b>4,34,58,169</b>	<b>3,58,68,169</b>

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

**Vibrant Global Capital Limited**  
**Notes to Consolidated Financial Statements for the year ended 31st March 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 11 : Property, plant and equipment**

Particulars	Land	Furniture and Fixture	Electrical Installations	Vehicles	Factory Building	Non Factory Building	Office equipments	Laboratory Equipment	Plant and Machinery	Computers	Intangible assets	Total
<b>Year ended March 31, 2020</b>												
<b>Gross carrying value</b>												
Carrying value as at April 1, 2019	2,82,94,980	1,93,36,904	62,70,992	3,14,05,553	9,79,73,696	13,82,14,822	30,69,721	4,36,140	18,86,11,150	10,11,072	1,17,35,277	52,63,60,307
Additions	-	-	-	-	-	4,20,153	45,480	-	66,200	70,500	-	6,02,333
Disposals	-	-	-	51,35,542	-	-	-	-	-	-	-	51,35,542
<b>Closing gross carrying value as at March 31, 2020</b>	<b>2,82,94,980</b>	<b>1,93,36,904</b>	<b>62,70,992</b>	<b>2,62,70,011</b>	<b>9,79,73,696</b>	<b>13,86,34,975</b>	<b>31,15,201</b>	<b>4,36,140</b>	<b>18,86,77,350</b>	<b>10,81,572</b>	<b>1,17,35,277</b>	<b>52,18,27,098</b>
<b>Accumulated depreciation</b>												
Accumulated Depreciation as at April 1, 2019	-	1,52,91,256	44,25,415	2,00,83,228	1,21,85,121	3,15,29,474	27,61,979	2,28,580	5,90,66,840	9,17,057	1,86,664	14,66,75,615
Depreciation charge during the year	-	10,71,707	5,09,019	40,80,769	31,05,766	51,79,358	67,969	41,433	1,19,39,522	46,720	26,824	2,60,69,087
Disposals	-	-	-	44,49,603	-	-	-	-	-	-	-	44,49,603
<b>Closing accumulated depreciation as at March 31, 2020</b>	<b>-</b>	<b>1,63,62,963</b>	<b>49,34,434</b>	<b>1,97,14,394</b>	<b>1,52,90,887</b>	<b>3,67,08,832</b>	<b>28,29,948</b>	<b>2,70,013</b>	<b>7,10,06,362</b>	<b>9,63,777</b>	<b>2,13,488</b>	<b>16,82,95,099</b>
<b>Net carrying value as at March 31, 2020</b>	<b>2,82,94,980</b>	<b>29,73,941</b>	<b>13,36,558</b>	<b>65,55,617</b>	<b>8,26,82,809</b>	<b>10,19,26,143</b>	<b>2,85,253</b>	<b>1,66,127</b>	<b>11,76,70,988</b>	<b>1,17,795</b>	<b>1,15,21,789</b>	<b>35,35,31,999</b>
<b>Year ended March 31, 2021</b>												
<b>Gross carrying value</b>												
Carrying value as at April 1, 2020	2,82,94,980	1,93,36,904	62,70,992	2,62,70,011	9,79,73,696	13,86,34,975	31,15,201	4,36,140	18,86,77,350	10,81,572	1,17,35,277	52,18,27,098
Additions	-	1,25,612	1,25,000	-	-	-	20,999	-	13,32,398	88,450	-	16,92,459
Disposals	-	-	-	-	-	12,50,08,705	-	-	-	35,400	-	12,50,44,105
<b>Closing gross carrying value as at March 31, 2021</b>	<b>2,82,94,980</b>	<b>1,94,62,516</b>	<b>63,95,992</b>	<b>2,62,70,011</b>	<b>9,79,73,696</b>	<b>1,36,26,270</b>	<b>31,36,200</b>	<b>4,36,140</b>	<b>19,00,09,748</b>	<b>11,34,622</b>	<b>1,17,35,277</b>	<b>39,84,75,452</b>
<b>Accumulated depreciation</b>												
Accumulated Depreciation as at April 1, 2021	-	1,63,62,963	49,34,434	1,97,14,394	1,52,90,887	3,67,08,832	28,29,948	2,70,013	7,10,06,362	9,63,777	2,13,488	16,82,95,099
Depreciation charge during the year	-	8,23,242	4,86,019	25,64,944	31,05,766	49,35,156	60,418	41,433	1,19,89,051	81,095	19,880	2,41,07,003
Disposals	-	-	-	-	-	3,82,88,171	-	-	-	33,634	-	3,83,21,805
<b>Closing accumulated depreciation as at March 31, 2021</b>	<b>-</b>	<b>1,71,86,204</b>	<b>54,20,453</b>	<b>2,22,79,338</b>	<b>1,83,96,654</b>	<b>33,55,818</b>	<b>28,90,366</b>	<b>3,11,446</b>	<b>8,29,95,413</b>	<b>10,11,238</b>	<b>2,33,368</b>	<b>15,40,80,297</b>
<b>Net carrying value as at March 31, 2021</b>	<b>2,82,94,980</b>	<b>22,76,312</b>	<b>9,75,539</b>	<b>39,90,673</b>	<b>7,95,77,042</b>	<b>1,02,70,452</b>	<b>2,45,834</b>	<b>1,24,694</b>	<b>10,70,14,335</b>	<b>1,23,384</b>	<b>1,15,01,909</b>	<b>24,43,95,155</b>

1. In FY 2014-15, one of the subsidiaries had purchased certain Trademarks amounting to Rs.25.20 Lacs and Goodwill of the Business belonging to Jagdamba Salts amounting to Rs.89.25 Lacs and treated as addition to Fixed Asset under the head Intangible Asset . The Subsidiary is in the process of Filing application with the competent authority for getting the trademarks registered in the name of Company and thereafter it will be put to use. Accordingly no depreciation is being charged during the year in accordance with accounting standard AS-26 "Intangible Assets" issued by the Institute of Chartered Accountants of India.

2. Unit-1 of one of the subsidiaries remains suspended for production for major part of Financial Year.However Company Continues to Charge Depreciation due to afflict of time.

**Vibrant Global Capital Limited**  
**Notes to Consolidated Financial Statements for the year ended 31st March 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 12 : Goodwill on consolidation**

	March 31,2021			March 31,2020		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Opening gross carrying amount	-	-	-	-	-	-
Additions	-	74,15,891	74,15,891	-	-	-
Disposals/Adjustment	-	-	-	-	-	-
	-	<b>74,15,891</b>	<b>74,15,891</b>	-	-	-

**Note :** On March 26, 2021, Vibrant Global Capital Limited acquired 30000 (1.62%) additional equity shares of Vibrant Global Trading Private Limited (Subsidiary) from Non Controlling shareholders for a total cash consideration of Rs. 1,05,00,000/-. Intrinsic value of the asset acquired was of Rs. 30,84,109/- .The excess of the purchase consideration paid over the fair value of assets acquired has been attributed to goodwill.

**Note 13: Other Non-Financial assets**

	March 31,2021			March 31,2020		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>Capital advances</b>	-	1,86,97,556	1,86,97,556	-	1,96,97,556	1,96,97,556
<b>Advances other than capital advances</b>	-	-	-	-	-	-
Prepayments	19,30,792	-	19,30,792	20,23,173	-	20,23,173
Interest	-	-	-	-	-	-
Other prepaid expenses	-	-	-	-	-	-
Advance to Staff	22,500	-	22,500	63,500	-	63,500
Advances to suppliers	3,00,53,614	-	3,00,53,614	9,01,17,174	-	9,01,17,174
Balances with Revenue Authorities	14,26,272	-	14,26,272	5,40,254	-	5,40,254
Other Receivable	6,85,67,500	-	6,85,67,500	-	-	-
Insurance	72,408	-	72,408	-	-	-
	<b>10,20,73,087</b>	<b>1,86,97,556</b>	<b>12,07,70,643</b>	<b>9,27,44,101</b>	<b>1,96,97,556</b>	<b>11,24,41,657</b>

**Note 14: Trade payables**

	Within 12 Months	After 12 Months	March 31,2021	Within 12 Months	After 12 Months	March 31,2020
<b>Trade payables</b>						
Total outstanding dues of creditors other than micro enterprises and small enterprises	15,09,36,647	-	15,09,36,647	27,31,43,863	-	27,31,43,863
<b>Other payables</b>						
Bills payable	-	-	-	-	-	-
	<b>15,09,36,647</b>	<b>-</b>	<b>15,09,36,647</b>	<b>27,31,43,863</b>	<b>-</b>	<b>27,31,43,863</b>

Disclosure:-	31.03.2021	31.03.2020
Principal amount due to suppliers under MSMED Act, as at the year end (since paid)	-	-
Interest accrued and due to suppliers under MSMED Act, on the above amount as at the year end	-	-
Payment made to suppliers (other than interest) beyond the appointed day, during the year	-	-
Interest paid to suppliers under MSMED Act (other than section 16)	-	-
Interest paid to suppliers under MSMED Act (section 16)	-	-
Interest due and payable to suppliers under MSMED Act, for payments already made	-	-
Interest accrued and remaining unpaid at the year end to suppliers under MSMED Act	-	-

**Note 15: Borrowings (Other than Debt Securities)**

	Within 12 Months	After 12 Months	March 31,2021	Within 12 Months	After 12 Months	March 31,2020
<b>At Amortised Cost</b>						
<b>Secured in India</b>						
Indian Rupee working capital loan	37,67,66,400	18,40,000	37,86,06,400	40,91,75,560	-	40,91,75,560
Loans from Financial Institutions	-	-	-	2,85,91,356	-	2,85,91,356
Balance in Current accounts	(2,08,62,869)	-	(2,08,62,869)	3,96,21,026	-	3,96,21,026
Loans from others	9,51,99,154	-	9,51,99,154	-	-	-
Term loan from Banks	-	19,57,52,858	19,57,52,858	-	10,67,56,520	10,67,56,520
Vehicle loan from Banks	-	48,50,995	48,50,995	-	75,82,615	75,82,615
<b>Un-Secured in india</b>						
Loans from others	2,96,00,000	13,70,01,119	16,66,01,119	5,21,00,000	12,31,75,328	17,52,75,328
Loan from director	2,25,00,000	3,21,15,925	5,46,15,925	15,00,000	5,28,21,394	5,43,21,394
	<b>50,32,02,685</b>	<b>37,15,60,896</b>	<b>87,47,63,582</b>	<b>53,09,87,942</b>	<b>29,03,35,856</b>	<b>82,13,23,798</b>
Less: Current maturities of non-current borrowings (included in note 17)	-	(6,22,05,325)	(6,22,05,325)	-	(3,82,42,743)	(3,82,42,743)
	<b>50,32,02,685</b>	<b>30,93,55,572</b>	<b>81,25,58,257</b>	<b>53,09,87,942</b>	<b>25,20,93,113</b>	<b>78,30,81,055</b>



**Note 15: Borrowings (continued...)**

	Period	Terms of repayment	Coupon/ Interest rate	March 31,2021	March 31,2020
<b>Non-Current Borrowings</b>					
<b>Secured Loan</b>					
Term loan from Banks #	30-09-2021	Rs 21.00 Lakhs Per Month till March 21 then Rs 31.00 Lakhs Per Month	10.05%	-	1,65,34,886
Term Loan - Unit 2 - 12.5Cr***	5 Years	Loans are secured and repayable in 5 Years EMI 31,00,000/- Per Month	10.20%	1,62,50,656	-
Term Loan (1.30 Cr )****	2 Years	Loans are secured and repayable in 2 Years after Monotoriam Period of Rs 684211 per Month	7.40%	96,39,694	-
Term Loan (3.19 Cr)****	3 Years	Loans are secured and repayable in 3 Years after Monotoriam Period of Rs 886112 per Month	7.25%	3,21,00,488	-
State Bank of India (ECLGS 20% Govt. Schmes)	4 Yrs	48 Monthly Installment of Rs 1516667/-	7.40%	5,49,43,507	-
Deutsche Bank Term Loan **	4 Yrs	48 Monthly Installment of Rs 661418/-	8.10%	2,12,20,991	-
Deutsche Bank Term Loan ##	10 Yrs	120 Monthly Installments of Rs 1262053/-	10.60%	58,29,095	54,34,718
Kotak Mahindra Prime Ltd *	5 Yrs	60 Monthly Installments of Rs.184515/-	8.94%	22,96,043	22,88,814
Toyota Financial Services*	5 Yrs	60 Monthly Installments of Rs.30233/-	8.74%	3,72,786	3,72,786
Deutsche Bank Term Loan ##	10 Yrs	120 Monthly Installments of Rs 89623/-	9.25%	5,57,68,426	4,93,56,129
State Bank of India *	7 Yrs	84 Monthly Installment of Rs 63648/-	8.65%	21,82,165	21,09,059
<b>Unsecured Loan</b>					
Unsecured loans from related party	5 Yrs	Loan is unsecured and Entire amount to be repaid after 5 years	Interest free	-	5,28,21,394
Unsecured loans from others	5 Yrs	Loan is unsecured and Entire amount to be repaid after 5 years	Interest free	13,70,01,119	12,31,75,328
Unsecured loans from Directors	5 Yrs	Loan is unsecured and Entire amount to be repaid after 5 years	Interest free	3,21,15,925	-
				<b>36,97,20,896</b>	<b>25,20,93,113</b>
<b>Current Borrowings</b>					
<b>Secured</b>					
Cash credit facility ^	-	Renewal Every Year	MCLR +2.75%	36,73,36,864	29,02,28,898
Overdraft Facility ^^	-	Renewal Every Year	MCLR +1.75%	(2,08,62,869)	3,96,21,027
Bank CC limit ^^^	-	Renewal Every Year	9.95%	-	11,01,76,370
Loan from Bank ^^^^	On demand	Renewal Every Year	8.25% p.a. (1% more than FD Interest rate)	94,29,536	87,70,292
Loan from Bank ^^^^^	4 Yrs	Loan is unsecured and it is to be repaid with 36 Equated monthly installments of Rs.57,871/- after a moratorium of 12 month	8.25%	18,40,000	-
Loan from Financial Institution					
- Sharekhan BNP Paribas Financial Services Private Limited ^^^^^	12 Month	-	9.50%	9,51,99,154	2,85,91,356
<b>Unsecured</b>					
Unsecured loans from others	5 Yrs	Entire Loan is unsecured	Interest free	2,96,00,000	5,21,00,000
Loan from Director	5 Yrs	Entire Loan is unsecured	Interest free	2,25,00,000	15,00,000
				<b>50,50,42,685</b>	<b>53,09,87,943</b>
<b>GRAND TOTAL</b>				<b>87,47,63,582</b>	<b>78,30,81,056</b>

**Security**

**Non Current**

\* Secured by hypothecation of Motor car.

# Secured by equitable mortgage of commercial block situated in peninsula buisness park, which block has been disposed off at the year end. This borrowing has been repaid before the signing date.

\*\*(i) Extension of secondary charge over existing curren assets and collateral securities including mortgages/liens/hypothecation which have been created in favour of Banks.

(ii)Creation of charge/hypothecatioon over the current asset required through this loan.

## Secured by equitable mortgage of commercial block situated in peninsula buisness park

\*\*\* Secured Against Plant and Machinery

\*\*\*\* Secured Against Stock and Receivables

**Current**

^ Secured by Flat at Rameshwaram Apt-1101/1102 & Stock & Book Debts

^^ Secured by Office premises Peninsula Business Park

^^^^ Overdraft facility is secured against lien of Fixed Deposit amounting to Rs. 1 crore.

^^^^^ Extension of second ranking charge over existing primary and collateral securities including mortgages created in favour of the Bank.

^^^^^^ Loan is secured Investment in shares by the company

**Vibrant Global Capital Limited****Notes to Consolidated Financial Statements for the year ended 31st March 2021****(All amounts in Rupees, unless otherwise stated)****Note 16: Subordinated Financial Liabilities**

	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31,2021</b>	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31,2020</b>
0 (50,000) Non-convertible Redeemable Preference Shares of Rs. 100/- each	-		-	5,00,00,000		5,00,00,000
	-	-	-	5,00,00,000	-	5,00,00,000

**Vibrant Global Capital Limited**

**Notes to Consolidated Financial Statements for the year ended 31st March 2021**

**(All amounts in Rupees, unless otherwise stated)**

**Note 17: Other Financial Liabilities**

	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31,2021</b>	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31,2020</b>
Current maturities of long term debt	6,22,05,325	-	6,22,05,325	3,82,42,743	-	3,82,42,743
Statutory tax payables	8,90,266	-	8,90,266	6,84,722	-	6,84,722
Others	-	-	-	3,11,687	-	3,11,687
Interest Payable to others	-	-	-	31,19,636	-	31,19,636
Liabilities towards employee benefits	17,85,796	-	17,85,796	23,06,046	-	23,06,046
	<b>6,48,81,387</b>	<b>-</b>	<b>6,48,81,387</b>	<b>4,46,64,834</b>	<b>-</b>	<b>4,46,64,834</b>

**Note 18: Provision for Gratuity**

	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31,2021</b>	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31,2020</b>
Provision for Gratuity	17,67,141	63,31,109	80,98,250	12,85,096	57,84,614	70,69,710
	<b>17,67,141</b>	<b>63,31,109</b>	<b>80,98,250</b>	<b>12,85,096</b>	<b>57,84,614</b>	<b>70,69,710</b>

**Note 19: Other Non financial liabilities**

	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31,2021</b>	<b>Within 12 Months</b>	<b>After 12 Months</b>	<b>March 31,2020</b>
Advance from customers	44,237	-	44,237	58,517	-	58,517
Others	46,65,385	-	46,65,385	-	-	-
	<b>47,09,622</b>	<b>-</b>	<b>47,09,622</b>	<b>58,517</b>	<b>-</b>	<b>58,517</b>

**Vibrant Global Capital Limited**  
**Notes to Consolidated Financial Statements for the year ended 31st March 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 20: Equity share capital**

	Number of Shares		Amount	
	March 31,2021	March 31,2020	March 31,2021	March 31,2020
Authorised equity share capital 2,52,50,000 Equity Share of Rs. 10/- each	2,52,50,000	2,52,50,000	25,25,00,000	25,25,00,000
	<b>2,52,50,000</b>	<b>2,52,50,000</b>	<b>25,25,00,000</b>	<b>25,25,00,000</b>
Issued, Subscribed and fully paid share capital 2,29,07,380 (1,72,07,136) Equity Shares of Rs. 10/- each	2,29,07,380	1,72,07,136	22,90,73,800	17,20,71,360
	<b>2,29,07,380</b>	<b>1,72,07,136</b>	<b>22,90,73,800</b>	<b>17,20,71,360</b>

**(a) Movements in equity share capital**

	Number of Shares		Amount	
	March 31,2021	March 31,2020	March 31,2021	March 31,2020
Number of Shares at the beginning of the year	1,72,07,136	1,72,07,136	17,20,71,360	17,20,71,360
Add: Shares sold by Subsidiary	57,00,244	-	5,70,02,440	-
<b>Number of Shares at the end of the year</b>	<b>2,29,07,380</b>	<b>1,72,07,136</b>	<b>22,90,73,800</b>	<b>17,20,71,360</b>

**(b) Terms/ rights attached to equity shares**

The Company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held.

The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**(c) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company**

Name of the shareholder	% holding		No of shares	
	March 31,2021	March 31,2020	March 31,2021	March 31,2020
Vinod Garg (HUF)	-	19.11%	-	32,88,500
Vaibhav Vinod Garg	36.11%	19.68%	82,72,699	33,86,560
Siddhartha Bhैया	22.64%	30.14%	51,86,000	51,86,000
Vinod Garg	35.04%	21.35%	80,25,900	36,74,090

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents the legal ownership of shares.

**Vibrant Global Capital Limited**  
**Notes to Consolidated Financial Statements for the year ended 31st March 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 21:- Other equity**

Particulars	As at	
	March 31,2021	March 31,2020
<b>(i) Securities premium</b>		
Balance at the beginning of the year	15,26,79,612	15,26,79,612
No Adjustment	-	-
<b>Balance at the end of the year</b>	<b>15,26,79,612</b>	<b>15,26,79,612</b>
<b>(ii) Retained earnings</b>		
Balance at the beginning of the year	(22,53,82,967)	1,83,45,965
Ind AS adjustments on first time adoption	-	-
Profit during the year	35,00,23,560	(24,37,28,932)
Effect due to acquisition of subsidiary shares	(5,62,651)	-
Transfer to Statutory Reserve	(3,87,42,000)	-
<b>Balance at the end of the year</b>	<b>8,53,35,942</b>	<b>(22,53,82,967)</b>
<b>(iii) Reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934</b>		
Balance at the beginning of the year	1,96,77,000	1,96,77,000
Movement during the year	3,87,42,000	-
<b>Balance at the end of the year</b>	<b>5,84,19,000</b>	<b>1,96,77,000</b>
<b>(iv) General reserve</b>		
Balance at the beginning of the year	3,32,528	3,32,528
<b>Balance at the end of the year</b>	<b>3,32,528</b>	<b>3,32,528</b>
<b>(v) Capital reserve</b>		
Balance at the beginning of the year	22,52,45,664	22,52,45,664
Capital Reserve reduced on sale of Equity shares held by Subsidiary	(5,58,50,894)	-
<b>Balance at the end of the year</b>	<b>16,93,94,770</b>	<b>22,52,45,664</b>
<b>Total Other Equity</b>	<b>46,61,61,852</b>	<b>17,25,51,838</b>

**Nature and purpose of other equity :-**

**(i) Securities premium**

Securities premium is used to record the premium on issue of shares. It can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

**(ii) Retained earnings**

Retained earnings represents the surplus in profit and loss account and appropriations

The Group recognises change on account of remeasurement of the net defined benefit liability/(asset) as part of retained earnings with separate disclosure, which comprises of:

- > actuarial gains and losses
- > return on plan assets, excluding amounts included in net interest on the net defined benefit liability/(asset); and
- > any change in the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability

**(iii) Reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934**

Reserve fund is created as per the terms of section 45-IC(1) of the Reserve Bank of India Act, 1934 as a statutory reserve.

**(iv) General reserve**

Amounts set aside from retained profits as a reserve to be utilised for permissible general purpose as per Law.

**Note 22: Interest income**

	March 31,2021	March 31,2020
<b>Interest income from financial assets at amortised cost</b>		
Deposit with Banks	8,56,782	18,35,203
On loans given to others	3,00,19,976	3,20,61,531
	<b>3,08,76,758</b>	<b>3,38,96,734</b>

**Note 23: Other income**

	March 31,2021	March 31,2020
Interest on Income Tax Refund	4,499	26,25,112
Interest on Security Deposit	-	1,181
Profit on sale of property	14,11,429	12,78,759
Profit from Sale of Investment	9,77,13,810	1,13,673
Miscellaneous income	4,06,042	1,21,220
Impairment Reversed on Trade Receivables	68,99,195	-
Excess Provision Written Back	28,296	-
Duty Drawback	45,428	-
Profit on sale of Asset	9,084	-
Income from shared services	-	1,66,665
Income from sale of waste	15,67,215	15,32,594
	<b>10,80,84,998</b>	<b>58,39,204</b>

**Note 24: Finance costs**

	March 31,2021	March 31,2020
<b>On financial liabilities measured at amortised cost:</b>		
Interest on Borrowings		
Banks	5,40,57,944	6,23,63,243
Related Party	45,39,884	1,01,55,548
Processing Charges	13,99,726	-
Others	1,72,39,484	1,38,67,764
	<b>7,72,37,038</b>	<b>8,63,86,555</b>

**Note 25: Net loss/(gain) on fair value changes**

	March 31,2021	March 31,2020
<b>Net loss / (gain) on financial instruments measured at fair value through profit or loss on financial instruments designated at fair value through profit or loss</b>		
Net (gain)/loss on financial liabilities measured at fair value through profit or loss	87,54,647	60,47,696
Realised (gain)/ loss on equity instruments at FVTPL	(6,89,555)	3,16,52,085
Unrealised loss on equity instruments at FVTPL	(17,76,39,271)	16,17,98,310
	<b>(16,95,74,180)</b>	<b>19,94,98,091</b>

**Note 26: Changes in inventories**

	March 31,2021	March 31,2020
<b>Opening balance</b>		
Finished goods	86,33,692	3,79,04,320
	<b>86,33,692</b>	<b>3,79,04,320</b>
<b>Closing balance</b>		
Finished goods	2,36,14,277	86,33,692
	<b>2,36,14,277</b>	<b>86,33,692</b>
	<b>(1,49,80,585)</b>	<b>2,92,70,628</b>

**Vibrant Global Capital Limited**  
**Notes to Consolidated Financial Statements for the year ended 31st March 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 27: Employee benefit expense**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Salaries, wages and bonus	2,41,16,668	2,81,63,671
Director remuneration	4,00,000	48,00,000
Gratuity	14,89,298	15,08,853
Provident fund, ESIC and Gratuity	4,80,299	6,42,305
Staff welfare expenses	1,26,833	2,93,264
	<b>2,66,13,098</b>	<b>3,54,08,093</b>

See Note 32 for Employee Benefit Obligations.

**Note 28: Other expenses**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Demat Charges	1,42,963	98,371
Professional tax	5,000	5,000
Telephone & Mobile Exp.	300	-
Security Transaction tax	5,79,079	76,814
Advertisement Expenses	2,46,014	3,08,824
Bank charges	4,77,484	68,00,651
Impairment on financial instruments	-	(10,40,730)
Exchange & Depository Expenses	7,08,725	6,40,900
Insurance Charges	5,69,211	5,68,404
Internet expenses	1,23,428	1,11,315
Miscellaneous expenses	-	51,99,718
Professional Fees	93,65,476	24,68,243
Rates and taxes	20,00,877	12,20,744
Payment to auditors	9,41,000	8,31,630
Rent	1,22,400	1,22,400
Director sitting fees	2,00,600	1,88,800
Repair & Maintenance - Computer	11,100	4,200
Buildings	9,84,237	16,79,805
Plant & Machinery	59,53,715	48,53,561
Others	4,12,945	5,84,209
Legal & Professional Expenses	15,69,083	-
Travelling Expenses	13,99,026	27,43,377
Legal Expenses	36,000	69,36,490
Loading & Unloading Charges	3,84,264	1,35,527
Property Tax	6,674	24,433
Bad debts written off	58,45,112	43,33,146
Brokerage & Commission Charges	2,50,842	1,93,960
Business Promotion	-	1,67,351
Computer Stationery & Other Expenses	19,547	-
Communication Expenses	2,52,809	3,41,804
Conveyance	62,624	-
Printing & Stationery	95,450	130
Donation	-	5,100
Electricity Charges	3,54,179	5,29,875
Maharashtra Labour Welfare Exp	192	-
Loss on sale of assets	-	(9,14,062)
Tender expenses	2,25,518	3,43,474
Derivatives Expenses	1,85,704	-
Transportation Charges	-	8,185
Royalty /Affiliation Expenses	3,00,000	24,22,062
Sea Freight Charges	3,71,873	-
Power and Fuel	2,25,70,935	1,65,66,907
Vehicle expenses	4,06,905	5,91,284
Processing labour charges	1,31,27,032	85,92,137
Freight inward	-	8,70,020
Interest on TDS	1,929	325
Water Expenses	7,29,670	6,00,895
Freight and forwarding expenses	5,21,63,049	7,03,81,687
Other Exp.	27,61,210	-
	<b>12,59,64,179</b>	<b>13,95,96,966</b>

**Note 28 (a) :- Details of payments to auditors**

	<b>March 31,2021</b>	<b>March 31,2020</b>
<b>Payment to auditors</b>		
<b>As auditor:</b>		
Audit fee	9,41,000	7,84,600
Audit expenses	-	47,030
Out of pocket expenses	-	-
	<b>9,41,000</b>	<b>8,31,630</b>

**Note 29: Earnings per share**

	<b>March 31,2021</b>	<b>March 31,2020</b>
<b>Basic and Diluted EPS</b>		
Loss attributable to the equity holders of the company used in calculating basic and diluted EPS:	35,00,23,560	(24,37,28,932)
Weighted average number of equity shares used as the denominator in calculating basic and diluted EPS	2,29,07,380	1,72,07,136
Basic and Diluted EPS attributable to the equity holders of the company (Rs.)	<b>15.28</b>	<b>(14.16)</b>
Nominal value of shares (Rs.)	<b>10.00</b>	<b>10.00</b>



**Vibrant Global Capital Limited**  
**Notes to consolidated Financial Statements for the year ended 31st March 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 30: Contingent liabilities and commitments**

**(a) Contingent liabilities not provided for in respect of**

(Amount in crores)

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Disputed claims against the Company not acknowledged as debts		
Income tax matters		
<b>Appeals by the Holding Company *</b>		
For AY 2014-15 which is contested by the company	2.64	2.65
For AY 2015-16 which is contested by the company	0.24	0.24
MVAT / CST matters		
<b>Appeals by the Subsidiary Company *</b>		
For FY 2015-16 which is contested by the company	0.23	-
For FY 2015-16 which is contested by the company	0.14	-

\* Net of payment already made.

**Vibrant Global Capital Limited****Notes to consolidated Financial Statements for the year ended 31st March 2021****(All amounts in Rupees, unless otherwise stated)****Note 31: Capital Management**

The group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The group has adequate cash and bank balances. The group monitors its capital by a careful scrutiny of the cash and bank balances, and a regular assessment of any debt requirements. In the absence of any debt, the maintenance of debt equity ratio etc. may not be of any relevance to the Company.

The group monitors capital using gearing ratio, which is net debt divided by total capital plus net debt.

	March 31, 2021	March 31, 2020
Net debt	72,91,96,832	77,18,02,807
Equity	69,52,35,652	34,46,23,198
Capital and net debt	<b>1,42,44,32,484</b>	<b>1,11,64,26,005</b>
<b>Gearing ratio</b>	<b>51%</b>	<b>69%</b>

Calculation of Net Debt is as follows:

	March 31, 2021	March 31, 2020
Borrowings		
Non Current	30,93,55,571	25,20,93,113
Current	50,32,02,685	53,09,87,942
	<b>81,25,58,257</b>	<b>78,30,81,055</b>
Cash and cash equivalents	7,33,61,424	12,78,248
Bank Balance other than above	1,00,00,000	1,00,00,000
	<b>8,33,61,424</b>	<b>1,12,78,248</b>
<b>Net Debt</b>	<b>72,91,96,832</b>	<b>77,18,02,807</b>

**Vibrant Global Capital Limited**  
**Notes to consolidated Financial Statements for the year ended 31st March 2021**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 32 : Employee Benefit obligations**

**(i) Post-employment obligations**

**a) Gratuity**

The Company operate a defined benefit plan viz. namely gratuity for its employees. Under the gratuity plan, every employee who has completed at least 5 years of service gets a gratuity on departure @ 15 days (minimum) of the last drawn salary for each year of service. The scheme is unfunded.

The following tables summarized the components of net benefit expense recognized in the statement of profit and loss, other comprehensive income, and the funded status and amount recognized in the balance sheet.

The amounts recognized in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

**Expense Recognized in Statement of Profit and Loss**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Service cost	10,08,558	10,87,441
Net Interest Cost	4,80,740	4,21,412
Benefit Paid	-	-
	-	-
<b>Expenses Recognized in the statement of Profit &amp; Loss</b>	<b>14,89,298</b>	<b>15,08,853</b>

**Other Comprehensive Income**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Opening amount recognized in OCI outside profit and loss account		-
Actuarial gain / (loss) on liabilities	4,60,758	6,36,362
Actuarial gain / (loss) on assets	-	-
<b>Closing of amount recognized in OCI outside profit and loss account</b>	<b>4,60,758</b>	<b>6,36,362</b>

**The amount to be recognized in Balance Sheet Statement**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Present value of funded obligations	80,98,250	70,69,710
Fair value of plan assets	-	-
<b>Net defined benefit liability / (assets) recognized in balance sheet</b>	<b>80,98,250</b>	<b>70,69,710</b>

**Change in Present Value of Obligations**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Opening of defined benefit obligations	70,69,710	61,97,219
Service cost	10,08,558	10,87,441
Interest Cost	4,80,740	4,21,412
Benefit Paid	-	-
Actuarial (gain) arising from experience adjustments	(8,57,109)	-
Actuarial (Gain)/Loss on total liabilities:	3,96,351	(12,19,769)
Actuarial (Gain)/Loss due to change on financial assumption	-	5,83,407
<b>Closing of defined benefit obligation</b>	<b>80,98,250</b>	<b>70,69,710</b>

The significant actuarial assumptions were as follows :		
	March 31, 2021	March 31, 2020
Discount Rate	6.80% per annum	6.80% per annum
Rate of increase in Compensation levels	7.00% per annum	7.00% per annum
Rate of Return on Plan Assets	-	-

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and

#### Sensitivity Analysis

Following table shows the sensitivity results on liability due to change in the assumptions:

	March 31, 2021	Impact (Absolute)	Impact (%)
Base Liability	80,98,250		
Increase Discount Rate by 1%	73,96,784	(7,01,466)	-8.66%
Decrease Discount Rate by 1%	95,90,833	14,92,583	18.43%
	-		
Increase Salary Inflation by 1%	89,38,976	8,40,726	10.38%
Decrease Salary Inflation by 1%	73,91,974	(7,06,276)	-8.72%
	-		
Increase in Withdrawal Assumption by 1%	80,84,679	(13,571)	-0.17%
Decrease in Withdrawal Assumption by 1%	81,13,992	15,742	0.19%

	March 31, 2020	Impact (Absolute)	Impact (%)
Base Liability	70,69,710		
Increase Discount Rate by 1%	57,74,947	(12,94,763)	-18.31%
Decrease Discount Rate by 1%	67,12,737	(3,56,973)	-5.05%
Increase Salary Inflation by 1%	67,11,160	(3,58,550)	-5.07%
Decrease Salary Inflation by 1%	57,68,792	(13,00,918)	-18.40%
Increase in Withdrawal Assumption by 1%	62,13,965	(8,55,745)	-12.10%
Decrease in Withdrawal Assumption by 1%	61,80,840	(8,88,870)	-12.57%

#### Notes :

1. Liabilities are very sensitive to discount rate, salary escalation rate and withdrawal rate.
2. Liabilities are very less sensitive due to change in mortality assumptions. Hence, sensitivities due to change in mortality are ignored.

**Vibrant Global Capital Limited**

**Notes to consolidated Financial Statements for the year ended 31st March 2021**

**(All amounts in Rupees, unless otherwise stated)**

**Note 33: Disclosure of transactions with related parties as required by Ind AS 24**

	<b>Name of the related party</b>	<b>Relationship</b>
1	Vibrant Global Vidyut Pvt Ltd.	Associates
	<b>(B) Key managerial personnel</b>	
1	Vaibhav Garg	Key Managerial Personnel
2	Vinod Garg	
3	Ajay Garg	
4	Nitin S Shrivastava	
5	Anand Khetan (Independent director)	
6	Khusboo Anish Pasari (Independent director)	
7	Varun Vijaywargi (Independent director)	
8	Rajesh Mote	
1	Antriksh Barter (P) Ltd.	Enterprises On Which Key Management Personnel Have Significant Influence
2	Vinod Vaibhav Garg HUF	
3	Interfer-Vibrant Steel Private Limited	

**Vibrant Global Capital Limited**  
**Notes to consolidated Financial Statements for the year ended 31st March 2021**  
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The following details pertain to transactions carried out with the related parties in the ordinary course of business and the balances outstanding at the year-end:

Nature of Transaction	March 31, 2021	March 31, 2020
<b>SHARES SOLD</b>		
Vaibhav Garg	-	1,00,000
<b>Total</b>	<b>-</b>	<b>1,00,000</b>
<b>LOAN ACCEPTED</b>		
Vaibhav Garg	64,57,51,535	45,72,00,000
Antriksh Barter Pvt. Ltd.	-	15,67,50,000
<b>Total</b>	<b>64,57,51,535</b>	<b>61,39,50,000</b>
<b>LOAN REPAID BACK</b>		
Vaibhav Garg	65,87,51,535	47,77,00,000
Antriksh Barter Pvt. Ltd.	-	31,37,50,000
<b>Total</b>	<b>65,87,51,535</b>	<b>79,14,50,000</b>
<b>INTEREST PAID</b>		
Antriksh Barter Pvt. Ltd.	-	1,10,600
<b>Total</b>	<b>-</b>	<b>1,10,600</b>
<b>NET IMPACT OF FAIR VALUE CHANGE</b>		
Interest free loan of Vaibhav Garg	1,32,94,531	(15,54,130)
Interest free loan of Antriksh Barter Pvt. Ltd.	-	1,77,57,374
<b>Total</b>	<b>1,32,94,531</b>	<b>1,62,03,244</b>
<b>LOAN GRANTED</b>		
Antriksh Barter Pvt. Ltd.	2,80,00,000	23,27,50,000
<b>Total</b>	<b>2,80,00,000</b>	<b>23,27,50,000</b>
<b>LOAN RECEIVED BACK</b>		
Antriksh Barter Pvt. Ltd.	4,04,15,957	14,86,00,000
<b>Total</b>	<b>4,04,15,957</b>	<b>14,86,00,000</b>
<b>INTEREST RECEIVED</b>		
Antriksh Barter Pvt. Ltd.	12,05,285	16,74,404
<b>Total</b>	<b>12,05,285</b>	<b>16,74,404</b>
<b>PURCHASES</b>		
Antriksh Barter Pvt. Ltd.	-	5,18,18,677
<b>Total</b>	<b>-</b>	<b>5,18,18,677</b>
<b>SALES</b>		
Antriksh Barter Pvt. Ltd.	-	1,99,33,273
<b>Total</b>	<b>-</b>	<b>1,99,33,273</b>

<b>RENT RECEIVED</b>		
Antriksh Barter Pvt. Ltd.	-	1,41,600
Interfer Vibrant Steel Pvt Ltd	1,41,600	1,41,600
<b>Total</b>	<b>1,41,600</b>	<b>2,83,200</b>
<b>REMUNERATION PAID</b>		
Vinod Garg	3,00,000	36,00,000
Vaibhav Garg	1,00,000	12,00,000
Ajay Garg	11,70,000	11,70,000
<b>Total</b>	<b>15,70,000</b>	<b>59,70,000</b>

**b. Balances as at the year end**

<b>Nature of Transaction</b>	<b>March 31, 2021</b>	<b>March 31, 2020</b>
<b>LOAN ACCEPTED</b>		
Vaibhav Garg	5,46,15,925	5,43,21,393
Antriksh Barter Pvt. Ltd.	-	10,78,07,884
<b>LOAN GRANTED</b>		
Antriksh Barter Pvt. Ltd.	-	8,52,41,007
<b>INTEREST RECEIVABLE</b>		
Antriksh Barter Pvt. Ltd.	11,14,889	-
<b>ADVANCE FOR PURCHASES</b>		
Antriksh Barter Pvt. Ltd.	-	6,78,30,107
<b>REMUNERATION</b>		
Ajay Garg	81,000	81,000

**Vibrant Global Capital Limited**  
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**Note 34: Segment Information**

The Board of Directors and the Managing Director of the Company together constitute the Chief Operating Decision Makers ("CODM") which allocate resources to and assess the performance of the segments of the Company.

Business segments are primarily capital market, trading, manufacturing and Other businesses. Revenue and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly attributable to each reportable segment have been allocated on the basis of associated revenue of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as others. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment, Tax assets and liabilities are disclosed as Unallocated and all other assets and liabilities are disclosed as others.

**(a) Information about reportable segment**

<b>1 Gross segment revenue from continuing operations</b>	<b>March 31, 2021</b>	<b>March 31, 2020</b>
(a) Capital Market	41,85,46,067	66,43,527
(b) Trading	81,70,50,162	1,42,79,36,460
(c) Manufacturing	59,49,66,238	51,83,19,037
(d) Unallocated	13,04,47,110	4,04,75,938
<b>Segment revenue from continuing operations</b>	<b>1,96,10,09,576</b>	<b>1,99,33,74,962</b>
(e) Less: Inter segment revenue	-	-
<b>Revenue as per the Statement of Profit &amp; Loss</b>	<b>1,96,10,09,576</b>	<b>1,99,33,74,962</b>

**2 Segment results**

(a) Capital Market	24,89,85,145	(20,55,11,284)
(b) Trading	4,29,13,802	(76,82,202)
(c) Manufacturing	1,22,43,957	1,85,41,358
(d) Unallocated	12,04,88,833	2,57,08,068
(e) Interest	(7,72,37,039)	(8,63,86,555)
<b>Profit before tax</b>	<b>34,73,94,698</b>	<b>(25,53,30,615)</b>

**3 .Capital employed**

(a) Capital Market	33,73,55,995	6,90,39,946
(b) Trading	21,37,04,185	15,57,22,334
(c) Manufacturing	13,12,36,697	8,03,73,125
(d) Unallocated	2,68,04,516	5,57,74,982
<b>Total</b>	<b>70,91,01,393</b>	<b>36,09,10,387</b>



**Note 35: Fair values**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique. In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques.

**Valuation framework**

The Group's valuation framework includes:

- (i) Benchmarking prices against observable market prices or other independent sources.
- (ii) Development and validation of fair valuation models using model logic, inputs, outputs and adjustments.

These valuation models are subject to a process of due diligence and validation before they become operational and are continuously calibrated. These models are subject to approvals by various functions including risk, treasury and finance functions. Finance function is responsible for establishing procedures, governing valuation and ensuring fair values are in compliance with accounting standards.

**Valuation methodologies adopted**

1. The Group has not disclosed the fair values of financial instruments such as cash and cash equivalents, bank balances, other than cash and cash equivalents, trade receivables, other financial assets, trade payables and other financial liabilities because their carrying amounts are a reasonable approximation of fair value. Further, for financial assets, the Group has taken into consideration the allowances for expected credit losses and adjusted the carrying values where applicable.
2. The fair values of the quoted investments/ units of mutual fund schemes are based on market price/ net asset value at the reporting date.
3. The fair values for loans given are calculated based on discounted cash flows using current lending rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments are not materially different from their carrying values. They are classified as level 2 fair values in the fair value hierarchy.
4. Fair values of the Group's interest-bearing borrowings are determined by using discounted cash flow method using the current borrowing rates. Fair value of such instruments are not materially different from their carrying values, accordingly non-current borrowings are classified as level 2 fair values in the fair value hierarchy. The own non-performance risk as at March 31, 2020 was assessed to be insignificant.

**Fair value hierarchy**

The Group determines fair values of its financial instruments according to the following hierarchy:

Level 1: This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on Group specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

The carrying value and fair value of financial instruments by categories including the quantitative disclosures of fair value measurement hierarchy as at March 31, 2021 is as follows:

Particulars	Carrying Value	Notes	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<b>Financial assets</b>					
<b>Amortised cost</b>					
Loan					
Non-current	4,13,44,210	6	-	-	4,13,44,210
Current	20,97,45,444	6	-	-	20,97,45,444
Other financial assets					
Non-current	5,79,338	8			5,79,338
Current	1,93,92,952	8			1,93,92,952
Trade Receivables	36,17,21,946	5			36,17,21,946
<b>Fair value through profit and loss</b>					
Investment in equity instruments of others (unquoted)	(10,93,920)	7	-	(10,93,920)	-
Investment in preference instruments of others (unquoted)	1,55,00,000	7	-	1,55,00,000	-
Investment in equity instruments (quoted)	46,91,46,561	7	46,91,46,561	-	-

<b>Financial Liabilities</b>					
<b>Amortised cost</b>					
Borrowings					
Non-current	30,93,55,571	15	-	30,93,55,571	-
Current	50,32,02,685	15	-	50,32,02,685	-
Trade payables	15,09,36,647	14			15,09,36,647
Other Financial Liabilities					
Non-current	-				-
Current	6,48,81,387	17			6,48,81,387
Subordinated Liabilities	-	16	-	-	-

There have been no transfers among Level 1, Level 2 and Level 3 during the previous year.

The carrying value and fair value of financial instruments by categories including the quantitative disclosures of fair value measurement hierarchy as at March 31, 2020 is as follows:

Particulars	Carrying Value	Notes	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<b>Financial assets</b>					
<b>Amortised cost</b>					
Loan					
Non-current	4,25,87,205	6	-	-	4,25,87,205
Current	28,10,63,089	6	-	-	28,10,63,089
<b>Fair value through profit and loss</b>					
Investment in equity instruments of others (unquoted)	3,358	7	-	3,358	-
Investment in preference instruments of others (unquoted)	1,55,00,000	7	-	1,55,00,000	-
Investment in equity instruments (quoted)	13,93,16,042	7	13,93,16,042	-	-
Investment in mutual funds (unquoted)	-	7	-	-	-
<b>Financial Liabilities</b>					
<b>Amortised cost</b>					
Borrowings					
Non-current	25,20,93,113	13	-	25,20,93,113	-
Current	53,09,87,942	13	-	53,09,87,942	-
Subordinated Liabilities	5,00,00,000		-	5,00,00,000	-

There have been no transfers among Level 1, Level 2 and Level 3 during the previous year.

**Note 36: Financial Risk Management**

**Risk Management**

The group's principal financial liabilities comprise borrowings and trade and other payables. The main purpose of these financial liabilities is to finance and support the group's operations. The group's principal financial assets include investments, cash and cash equivalents and other receivables that are derived directly from its operations. As a Non Banking Financial group categorised as "Non- Systematically Important Non Deposit taking group", the group is exposed to various risks that are related to Investment business and operating environment. The principal objective in group 's risk management processes is to measure and monitor the various risks that group is subject to and to follow policies and procedures to address such risks.

The group is exposed to market risk and liquidity risk. The group's senior management oversees the management of these risks. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

**a) Market Risk**

Market Risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market factor. Such changes in the values of financial instruments may result from changes in the interest rate, stock prices, liquidity, and other market changes. The objective of market risk management is to avoid excessive exposure of group's earnings and equity to loss and reduce its exposure to the volatility inherent in financial instruments. The group is exposed to Price risk under market risk as follows:

**Price risk**

The group's securities investments carry a risk of change in prices arising from uncertainties about future values of the invested securities. To manage its price risk arising from investments in these securities, through diversification by periodically monitoring the sectors it has invested in, performance of the investee companies, measures mark- to- market gains/losses and reviews the same on a continuous basis.

**Sensitivity analysis as at 31 March 2021**

Particulars	At cost	Fair value	Sensitivity to fair value	
			1% increase	1% decrease
Investment in Quoted Equity Share	42,38,46,775	46,91,46,561	46,91,466	-46,91,466

The impact of increases/ decreases of the BSE/ NSE index on the group's equity shares and gain/ loss for the period would be as depicted in above table. The analysis is based on the assumption that the index has increased by 1% or decreased by 1% with all other variables held constant, and that all the group's investments having price risk moved in line with the index.

**b) Liquidity Risk**

Liquidity risk is the risk that the entity may encounter in the form of difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The entity's approach towards managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the entity's reputation.

Prudent liquidity risk management requires sufficient cash and marketable securities and availability of funds through adequate committed credit facilities to meet obligations when due and to close out market positions.

The group takes a view of maintaining liquidity with minimal risks while making investments. The group invests its surplus funds in short term liquid assets in the form of bank deposits and liquid mutual funds. The group monitors its cash and bank balances periodically with a view to meet its short term obligations associated with its financial liabilities.

### Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date

	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
<b>March 31, 2021</b>						
<b>Borrowings</b>						
From Banks	24,78,08,729	-	17,03,00,128	13,80,56,362	21,82,165	<b>55,83,47,385</b>
Financial Institutions	9,51,99,154	-	-	-	-	<b>9,51,99,154</b>
From Directors	-	-	2,25,00,000	3,21,15,925	-	<b>5,46,15,925</b>
From Others	-	-	2,96,00,000	13,70,01,119	-	<b>16,66,01,119</b>
Trade payables	-	7,48,76,956	7,60,59,690	-	-	<b>15,09,36,646</b>
Other financial liabilities	-	14,89,056	11,87,006	-	-	<b>26,76,062</b>
<b>March 31, 2020</b>						
<b>Borrowings</b>						
From Banks & Financial institution	47,73,87,943	-	-	7,36,86,072	24,10,320	<b>55,34,84,335</b>
From Directors	-	-	15,00,000	5,28,21,394	-	<b>5,43,21,394</b>
From Others	-	-	5,21,00,000	12,31,75,328	-	<b>17,52,75,328</b>
Trade payables	-	3,75,240	27,27,68,623	-	-	<b>27,31,43,863</b>
Subordinated Liabilities	-	-	-	-	5,00,00,000	<b>5,00,00,000</b>
Other financial liabilities	-	18,01,912	4,28,62,922	-	-	<b>4,46,64,834</b>

**Vibrant Global Capital Limited**  
**Notes to consolidated Financial Statements**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 37:-Revenue from contract with customers**

**37.1 Disaggregated Revenue information**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
<b>Type of income</b>		
Interest Income	3,08,76,758	3,38,96,734
Rental Income	2,40,000	7,40,000
Dividend Income	51,16,412	66,43,527
Sale of products	1,58,68,37,762	1,94,62,55,498
<b>Total revenue from contracts with customers</b>	<b>1,62,30,70,932</b>	<b>1,98,75,35,759</b>
<b>Geographical markets</b>		
India	1,62,30,70,932	1,98,75,35,759
Outside India	-	-
	1,62,30,70,932	1,98,75,35,759

**37.2 Contract balances**

<b>Particulars</b>	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Trade Receivables	36,17,21,946	41,33,16,158
Contract Assets	-	-
Contract Liabilities	-	-

**Vibrant Global Capital Limited**  
**Notes to consolidated Financial Statements**  
**(All amounts in Rupees, unless otherwise stated)**

**Note 38 :**

Additional information as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013 as on 31st March 2021 :

Name of the Entity	Net assets, i.e., total assets minus Total Liabilities		Share of profit or loss including Other Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount
<b>Parent:</b> Vibrant Global Capital limited	48.62	34,47,71,887	55.75	19,51,80,950
<b>Subsidiaries :</b> Vibrant Global Trading Pvt. Ltd.	30.14	21,37,04,185	16.48	5,76,85,705
Vibrant Global Infraproject Pvt. Ltd.	2.73	1,93,88,625	27.80	9,73,40,744
Vibrant Global Salt Pvt. Ltd	18.51	13,12,36,697	0.29	10,13,670
<b>Associates :</b> Vibrant Global Vidyut Pvt. Ltd.			-0.31	(10,97,278)
	<b>100.00</b>	<b>70,91,01,394</b>	<b>100.00</b>	<b>35,01,23,792</b>

Additional information as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013 as on 31st March 2020 :

Name of the Entity	Net assets, i.e., total assets		Share of profit or	
	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount
<b>Parent:</b> Vibrant Global Capital limited	9.74	6,90,39,946	-60.75	-21,27,17,361
<b>Subsidiaries :</b> Vibrant Global Trading Pvt. Ltd.	21.96	15,57,22,331	-7.14	-2,50,05,163
Vibrant Global Infraproject Pvt. Ltd.	7.87	5,57,74,982	0.50	17,66,854
Vibrant Global Salt Pvt. Ltd	11.33	8,03,73,126	-2.87	-1,00,58,444
<b>Associates :</b> Vibrant Global Vidyut Pvt. Ltd.	-	-	0.00	2,348
Protein Crafters Private Limited (Formerly VGPG Farms Pvt. Ltd.)	-	-	0.00	5,006
	<b>50.90</b>	<b>36,09,10,384</b>	<b>-70.26</b>	<b>-24,60,06,760</b>

**Vibrant Global Capital Limited**  
**Notes to consolidated Financial Statements**  
**(All amounts in Rupees , unless otherwise stated)**

**Note 39 - Risk Management amidst COVID-19**

The outbreak of COVID-19 pandemic across the globe and in India has led to a significant decline and volatility in the global and Indian financial markets and corresponding slowdown in the economic activities. Consequent to the outbreak of the COVID-19 pandemic, the Indian government announced a lockdown in March 2020. Subsequently, the national lockdown was lifted by the government, but regional lockdowns continue to be implemented in areas with a significant number of COVID-19 case.

Given the uncertainty over the potential macro-economic impact and external developments, the management of the company, has considered internal and external information up to the date of approval of these financial statements. The Company based on the available information, estimated impact on the future cash flows in respect of the financial assets for the purpose of determination of:

- the provision for impairment of financial assets carried at amortized cost; and
- the fair value of certain financial assets carried at fair value through profit or loss (FVTPL)

In addition, while assessing the liquidity situation, the Company has taken into consideration certain assumptions with respect to the expected realisation of the financial assets and the expected source of funds, based on its past experience. The extent to which the pandemic including the current "second wave", that has significantly increased the number of cases in India, will impact future results of Company will depend on future developments, which are highly uncertain, including, among other things, any new information concerning the severity of the COVID-19 pandemic and any action to contain its spread or mitigate its impact, whether government-mandated or elected by the Company. Given the uncertainty over the potential macro-economic condition, the impact of the COVID-19 pandemic may be different from the ones estimated as at the date of approval of this Balance Sheet. The Company will continue to closely monitor any material changes to future economic conditions, which will be given effect to in the respective future periods.

**Note 40 - Advance for acquisition of property**

Long term loans and advances includes Rs. 58 Lakhs being part payment made for purchase of property. As reported in earlier years, the company has filed a suit in the High Court of Judicature at Mumbai for specific performance of this agreement for purchase.

As per our report of even date attached  
**Agrawal & Kedia**  
Chartered Accountants  
Firm's Registration Number: 100114W

For and on behalf of the Board of Directors of  
**Vibrant Global Capital Limited**

Sd/-  
**Ravi Agrawal**  
Partner  
Membership No. 34492

Sd/-  
**Vinod Garg**  
Managing Director

Sd/-  
**Vaibhav Garg**  
CFO

Sd/-  
**Jalpesh Darji**  
Company Secretary

Place: Mumbai  
Date: 22.06.2021

## NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY SIXTH ANNUAL GENERAL MEETING OF THE MEMBERS OF VIBRANT GLOBAL CAPITAL LIMITED WILL BE HELD ON WEDNESDAY, SEPTEMBER 22, 2021 AT 11.30 A.M. THROUGH VIDEO CONFERENCE (VC)/OTHER AUDIO-VISUAL MEANS (OVAM) TO TRANSACT FOLLOWING BUSINESS:

### ORDINARY BUSINESS

1. To receive, consider and adopt both Standalone and Consolidated Audited Financial Statements of the Company for year ended on 31<sup>st</sup> March 2021, Reports of the Board of Directors and Auditors thereon.
2. To appoint **Mr. Vinod Garg** (DIN: 00152665), as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment;
3. To authorize Audit Committee/ Board of Directors, from time to time to fix remuneration of Statutory Auditors;

### SPECIAL BUSINESS

4. To appoint **Mrs. Khushboo Pasari** (DIN: 07587383), as a Non-Executive Independent Director of the Company;

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Khushboo Pasari (DIN: 07587383), who was appointed as an Independent Director and who holds office as an Independent Director up to August 22, 2021 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, being eligible, be and is hereby re-appointed as an Independent Director, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, that is, up to August 10, 2026;

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. To appoint **Mr. Ajay Garg** (DIN: 07524595), as a Non-Executive Non-Independent Director of the Company;

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), **Mr. Ajay Garg** (DIN: 07524595), who was appointed by the Board of Directors as an Additional Director on 23<sup>rd</sup> December, 2020, be and is hereby appointed as Non-Executive Non-



Independent Director of the Company, whose office shall be liable to determination by retirement of Directors by rotation.”

By Order of the **Board of Directors**

Sd/-  
**Jalpesh Darji**  
**Company Secretary**

11<sup>th</sup> August, 2021  
Mumbai

## NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI Listing Regulations and MCA Circulars, the AGM of the Company is being held through VC / OAVM on 22<sup>nd</sup> September, 2021 at 11.30 a.m. (IST). The deemed venue for the 26<sup>th</sup> AGM will be the Registered Office of the Company.
2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/ HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULAR, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
3. Corporate Members of the Company are encouraged to attend and vote at the 26<sup>th</sup> AGM through VC/OAVM facility. Corporate Members intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case maybe, to attend the AGM through VC or OAVM or to vote through remote e-voting are requested to send a certified copy of the Board Resolution to the Company at [investor@vibrantglobalgroup.com](mailto:investor@vibrantglobalgroup.com).
4. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker and send their questions on or before 3.00 p.m. 20<sup>th</sup> September, 2021, mentioning their name, demat account number/ folio number, email id, mobile number at [investor@vibrantglobalgroup.com](mailto:investor@vibrantglobalgroup.com) to enable the Company to reply suitably during the AGM. The Chairman will endeavour to respond to the same at the AGM. Queries received after this time and date may not be responded to, at the AGM. Further, the Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 4 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM are also annexed. Requisite declarations have been received from Director/s for seeking appointment/re-appointment.
7. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on National Securities Depository

Limited's ('NSDL') e-Voting website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The facility of participation at the AGM through VC/OAVM will be made available to the members.

8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
9. In line with the MCA Circular dated 5<sup>th</sup> May, 2020 and SEBI Circular dated 12<sup>th</sup> May, 2020, the Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. The Notice convening the 25<sup>th</sup> AGM has been uploaded on the website of the Company at [www.vibrantglobalgroup.com](http://www.vibrantglobalgroup.com), and may also be accessed from the relevant section of the websites of the BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also available on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
10. The Register of Members and Share Transfer Books of the Company will be closed from 20<sup>th</sup> September, 2021 to 22<sup>nd</sup> September, 2021 (both days inclusive).
11. During the 26<sup>th</sup> AGM, Members may access the electronic copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, upon Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com>.  
  
Members who wish to inspect the relevant documents referred to in the Notice can send an email to [investor@vibrantglobalgroup.com](mailto:investor@vibrantglobalgroup.com) upto date of this Meeting.
12. The business set out in the Notice will be transacted through remote electronic voting (e-voting) system and the Company is providing facility for voting by remote electronic means. Instructions and other information relating to remote e-voting are given in the Notice.
13. Members holding shares in electronic (dematerialised) form are advised to send the requests for change of address, bank particulars, bank mandate, residential status or requests for transmission of shares etc. to their Depository Participants. The Company or its Registrars cannot act on any such requests received directly from the members holding shares in electronic form.
14. 15<sup>th</sup> September, 2021 has been fixed as 'Cut-off Date' for determining Shareholders entitled to facility of voting by remote e-voting at said AGM following Regulation 44 of the SEBI LODR, 2015.

## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday, 18<sup>th</sup> September, 2021 at 9:00 A.M. and ends on Tuesday, 21<sup>st</sup> September, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 15<sup>th</sup> September, 2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 15<sup>th</sup> September, 2021.

### How do I vote electronically using NSDL e-Voting system?

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*





#### Step 1: Access to NSDL e-Voting system

##### A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under</li></ol>

	<p>‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Company to [investor@vibrantglobalgroup.com](mailto:investor@vibrantglobalgroup.com).



2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Abhijit Gunjal at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [investor@vibrantglobalgroup.com](mailto:investor@vibrantglobalgroup.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
2. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
3. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “Join

**General meeting”** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

## ANNEXURE TO THE NOTICE

### DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING *(Under provisions of Regulation 36(3) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015)*

<b>Name of the Director</b>	Mr. Vinod Garg (DIN 00152665)	Mrs. Khushboo Pasari (DIN: 08641976)	Mrs. Ajay Garg (DIN: 07524595)
<b>Age</b>	65 years	36 years	37 years
<b>Date of Appointment on the Board</b>	Appointed as Director w.e.f. May 1, 2012. Appointed as Managing Director effective from March 1, 2018 to February 23, 2023.	Appointed as Non-Executive Independent Director on August 22, 2016 for 5 years.	Appointed as Non-Executive Non-Independent Director (Additional Director) on December 23, 2020.
<b>Brief Resume and nature of expertise in functional areas</b>	<p>Mr. Vinod Garg is Chartered Accountant by qualification, who carries with him experience spanning nearly 30 years wherein he has held various positions in Ispat Industries Limited.</p> <p>Mr. Vinod Garg has been actively involved in the business of the Company and has played a key role in the growth of Company with his inputs in strategic planning and business development. His functional responsibility in our Company involves handling the overall business affairs of our Company including devising investment strategies.</p> <p>Mr. Vinod Garg is Promoter of Vibrant Global Capital Limited.</p>	<p>Mrs. Khushboo Pasari is Bachelor of Commerce from Nagpur University and Company Secretary by profession.</p> <p>She also holds Masters' degree in Business Administration (MBA). She possesses vast experience of 15 years in Company Law, SEBI and Capital Market, Litigation as well as corporate restructuring. She is currently working with Solar Industries India Limited (Listed Company with BSE and NSE) as a Company Secretary &amp; Compliance Officer.</p>	<p>Mr. Ajay Garg is Bachelor of Commerce from Rajasthan University.</p> <p>Mr. Ajay Garg has vast experience in salt industry. He is also a one of the Director in Vibrant Global Salt Private Limited (Subsidiary Company), wherein he handles entire operations of the plants of the Company in Nawa (Rajasthan).</p> <p>Mr. Ajay Garg has successfully managed several roles and verticals in manufacturing and brings a holistic experience to the table. Prior to working in Vibrant Global Salt Private Limited, Mr. Ajay Garg has worked in sports and cutlery industries in varied profiles such as sales, commercials and accounts.</p>
<b>a) Names of other listed entities in</b>	<p>a) None</p> <p>b) 3 (Three)</p>	<p>a) None</p> <p>b) 3 (Three)</p>	<p>a) None</p> <p>b) None</p>

which they are holding the directorships b) membership of Committees of the Board			
Number of shares held in the Company	80,36,900 (As on date of the Notice)	NIL	NIL
Relationship with Other Directors	Mr. Vinod Garg is father of Mr. Vaibhav Garg, who is Whole time Director-cum-Chief Financial Officer of the Company	None	Mr. Ajay Garg is Nephew of Mr. Vinod Garg, Managing Director of the Company.

**ANNEXURE TO THE NOTICE Explanatory Statement  
[Pursuant to Section 102(2) of the Companies Act, 2013]**

**Item No. 4: To appoint Mrs. Khushboo Pasari (DIN: 07587383) as Non-Executive Independent Director of the Company**

At the Board Meeting of the Company held on 22<sup>nd</sup> August, 2016, the Board had, based on the recommendations of the Nomination and Remuneration Committee, appointed Mrs. Khushboo Pasari (DIN: 07587383) as an Additional director of the Company subject to the approval of the Members. Mrs. Khushboo Pasari was appointed by Members at the Annual General Meeting of the members of the Company held on 29<sup>th</sup> September, 2016 as a Non-Executive Independent Director of the Company, for a term of 5 consecutive years effective from 22<sup>nd</sup> August, 2016, not liable to retire by rotation.

The Company has received a declaration from her to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In terms of Regulation 25(8) of SEBI Listing Regulations, she has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. In the opinion of the Board, she fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

Mrs. Khushboo Pasari is Bachelor of Commerce from Nagpur University and Company Secretary by profession. She also holds Masters' degree in Business Administration (MBA). She possesses vast experience of 15 years in Company Law, SEBI and Capital Market, Litigation as well as corporate restructuring. She is currently working with Solar Industries India Limited (Listed Company with BSE and NSE) as a Company Secretary & Compliance Officer.

The Board, based on the recommendation of Nomination and Remuneration Committee, considers that given her skills, integrity, expertise and experience (including the proficiency), association of Mrs. Khushboo Pasari would be beneficial to the Company and it is desirable to avail her services as an Independent Director.

The appointment of Mrs. Khushboo Pasari as a Non-Executive Independent Director will be placed before the Members at this AGM for approval. Members who wish to inspect the letter for appointment can send a request at [investor@vibrantglblobalgroup.com](mailto:investor@vibrantglblobalgroup.com).

Accordingly, the Board recommends the Special Resolution as set out at Item No. 4 of the accompanying Notice in relation to appointment of Mrs. Khushboo Pasari as a Non-Executive Independent Director for second term of 5 Years commencing from 11<sup>th</sup> August, 2021 for approval by the Members.

Except Mrs. Khushboo Pasari, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives, are concerned or interested in the Resolution at Item No. 4 of the Notice.

Mrs. Khushboo Pasari is not related to any other Director or Key Managerial Personnel of the Company. The details of the Director along with a brief resume are given in the Annexure to the Notice.