HARIYANA VENTURES LTD
(Formerly Hariyana Metals Limited)
Regd. Office: Old Motor Stand, Itwari, Nagpur, Maharashtra, 440008
CIN: L99999MH1975PLC018080, **Phone**:0712-2766301 / 2768743-49
Website: www.hariyanametals.in; **Email**: hariyanametals@gmail.com

Date: 08.09.2021

To,
The Listing Compliance
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip Code: 506024

Subject: Submission of Annual Report Of 46th Annual General Meeting forFinancial Year ended 31st March, 2021to BeHeld onThursday, 30th September, 2021- Regulation 34 Of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Dear Sir/Madam,

Pursuant to the Provisions of Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclose herewith 46th Annual Report with the Notice of 46th Annual General Meeting of the Company to be held on Thursday, 30th September, 2021 for the Financial Year ended on 31st March, 2021.

Kindly take the same on your records.

Thanking You.

Yours Truly,

For **HARIYANA VENTURES LIMITED**
(Formerly known as Hariyana Metals Limited)

DINESH GANGARAM AGRAWAL
DIRECTOR
DIN: 00291086

HARIYANA VENTURES LIMITED NAGPUR

Hariyana Ventures Limited

Annual Report 2020-21

CORPORATE INFORMATION

BOARD OF DIRECTORS: **Mr. Harish Agrawal** **Managing Director** **Mr. Dinesh Agrawal** **Whole Time Director** ***Mr. Krishanu Agrawal** **Whole Time Director** **Ms. Shital Misal** **Independent Director** **Mr. Chandrakant Dahale** **Independent Director** **Mr. Sameer Kamlakar Deshpande** **Independent Director** ***Appointed w.e.f 11.08.2020**	**REGISTERED OFFICE** **OLD MOTOR STAND ITWARI, NAGPUR – 440008.** **Tel No: 0712-2768745** **Email Id :- hariyana_ngp@bsnl.in** **Website :- www.hariyanaventures.in** **STATUTORY AUDITOR** **M/s Lalit Jham & Co.** **(FRN 114158W)** **Chartered Accountants** 1419 Deshpande Layout, Nagpur, Maharashtra - 440008. **INTERNAL AUDITOR** **Gulshan Jagdish Jham**
KEY MANAGERIAL PERSONNEL: **Ms. Mala Lalchandani** **Company Secretary and** **Compliance Officer** **Mr. Navalkishore H Purohit** **Chief Financial Officer**	**SECRETARIAL AUDITOR** **M/s Jaymin Modi & Co.** **Company Secretaries** A/302, Om Mahavir CHSL, Behind Naresh Steel, Navghar Cross S.V. Road, Bhayander (East). Thane-401105. **REGISTRAR AND TRANSFER AGENT** **Satellite Corporate Services Pvt Ltd** B-302, Sony Apartment, Opp. St Jude High School, 90 Feet Road, Jarimari, Sakinaka,Mumbai,Maharashtra,400072
LISTED AT **Bombay Stock Exchange Limited** **(Scrip Code: 506024)**	**BANKERS** **IDBI Bank, Civil Line Branch** Nagpur Nagrik Sahakari Bank Ltd, Itwari Branch.

INSIDE THIS REPORT

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 46TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HARIYANA VENTURES LIMITED TO BE HELD AT THE PLOT NO 158 SMALL FACTORY AREA BAGADGANJ NAGPUR 440 008 ON SEPTEMBER 30TH, 2021, THURSDAY AT 09:30 A.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2021 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Harish Agarwal, who retires by rotation and being eligible offered himself for re-appointment.

3. To appoint a Director in place of Mr. Dinesh Agrawal, who retires by rotation and being eligible offered himself for re-appointment.

SPECIAL BUSINESS:

To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as Special Resolution(s):

Item No. 4: To re-appoint Mr. Harish Agrawal (holding DIN: 00291083) as Managing 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 Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there under, as amended from time to time, read with Schedule V to the Act, regulation 17 (6) of SEBI (Listing Obligations & Disclosures Requirements), Regulations, 2015 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification thereto from time to time or any re-enactment thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Harish Agrawal as Managing Director of the Company for a period of 3 Consecutive Years with effect from conclusion of this AGM with maximum remuneration of 15,00,000/- (Rupees Fifteen Lakhs) per annum and upon the other terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the period of 3 (Three) consecutive years from the date of his appointment), with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Harish Agrawal."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take such steps as may be necessary for obtaining necessary statutory approvals, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Item No. 5: To re-appoint Mr. Dinesh Agrawal (holding DIN: 00291086) as Executive/Whole Time 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 Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there under, as amended from time to time, read with Schedule V to the Act, regulation 17 (6) of SEBI (Listing Obligations & Disclosures Requirements), Regulations, 2015 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification thereto from time to time or any re-enactment thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Dinesh Agrawal as Managing Director of the Company for a period of 3 Consecutive Years with effect from conclusion of this AGM with maximum remuneration of 15,00,000/- (Rupees Fifteen Lakhs) per annum and upon the other terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the period of 3 (Three) consecutive years from the date of his appointment), with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Dinesh Agrawal."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take such steps as may be necessary for obtaining necessary statutory approvals, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Registered Office:
HARIYANA VENTURES LIMITED
OLD MOTOR STAND, ITWARI,
NAGPUR – 440008.

By order of the Board
For Hariyana Ventures Limited

_______Sd/-___________ **________Sd/-_____________**

Harish Agrawal
Managing Director
DIN- 00291083

Dinesh Agrawal
Director
DIN-00291086

Place: Nagpur
Date: 07.09.2021

NOTES:

1. A shareholder entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on poll on behalf of him and the proxy need not be a member of the Company. The instrument of proxy in order to be effective, must be deposited at the Corporate Office of the Company, duly completed and signed, not less than 48 hours before the commencement of meeting. A person can act as proxy on behalf of shareholders not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the company.

2. In terms of the provisions of section 152 of the Companies Act, 2013, Mr. Harish Agrawal, Managing Director & Mr. Dinesh Agrawal Whole Time Director retires by rotation at the AGM. Nomination and Remuneration Committee and the Board of Directors of the Company recommend their re-appointment. Details of the Directors retiring by rotation/ seeking re-appointment at the ensuing meeting are provided in the "Annexure" to the Notice.

3. Corporate shareholders intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.

4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

5. The register of directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, and the register of contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

6. The cutoff date for dispatch of Annual Reports to shareholders is **08th September 2021**.

7. The Register of Members and the Share Transfer Books of the Company will remain closed from, **Friday, 24th September 2021** to **Thursday, 30th September 2021** (both days inclusive). For the purpose of Annual General Meeting for the financial year ended 31st March 2021.

8. Notice of the AGM along with the Annual Report 2020-2021 is also being sent through electronic mode to those Members whose email address is registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-2021 will also be available on the Company's website www.hariyanaventures.in website of the Stock Exchange, i.e on BSE Limited at www.bseindia.com. For receiving all communication (including Annual Report) from the Company electronically members are requested to register/update their email addresses with the relevant Depository Participant.

9. Pursuant to section 108 of the Companies Act, 2013, read with rules 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer voting by electronic means to the members to cast their votes electronically on all resolutions set forth in this notice. The detailed instructions for e-voting are given separately.

10. Shareholders/proxies are requested to bring their copies of the Annual Report to the AGM and the attendance slip duly filled in for attending the AGM.

11. Shareholders are requested to intimate, immediately, any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts.

12. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts.

13. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in

Form No. SH-13 to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling / varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH- 14, to the Registrar and Transfer Agent of the Company.

14. All documents referred to in the accompanying notice will be available for inspection at the corporate office of the company during business hours on all working days up to the date of declaration of the result of the 46th AGM of the Company.

15. In case of joint holders attending the AGM, the shareholder whose name appears as the first holder in the order of name appears as per the Register of Members of the Company will be entitled to vote.

16. The Route map to the venue of the AGM is published in the Annual Report.

17. Members can opt for one mode of voting i.e. either by physical ballot or through e-voting. If Members opt for e-voting then do not vote by Physical Ballot or vice versa. However, in case Members cast their vote both by Physical Ballot and e-voting, then voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.

GUIDELINES FOR ELECTRONIC VOTING:

Pursuant to provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is pleased to provide e-voting facility to the shareholders to cast their vote on all resolutions set forth in the notice convening the 46th Annual General Meeting (AGM) to be held on **Thursday, 30th September 2021, at 11.00 A.M.** The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility.

The Members whose names appear in the Register of Members / List of Beneficial Owners as on **23rd September 2021** (cut-off date), are entitled to vote on the resolutions set forth in this Notice. The e-voting period will commence on **Monday, 27th September 2021** at 9.00 a.m. and will end on **Wednesday, 29th September 2021** at 5.00 p.m. During this period, shareholders of the Company, as on the cutoff date may cast their vote electronically.

The e-voting module shall be disabled by NSDL for voting thereafter. Members will not be able to cast their votes electronically beyond the date and time mentioned above. The Company has appointed **Mr. Jaymin Modi & Co**, Practicing Company Secretaries Firm, Mumbai, to act as the Scrutinizer, to scrutinize the electronic voting process and poll at the Annual General Meeting (AGM) in fair and transparent manner.

The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereunder. The shareholders who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but will not be entitled to cast their vote again. The facility for voting through ballot paper will be made available at the AGM venue and the shareholders attending the AGM, who have not cast their vote by remote e-voting will be able to exercise their right at the AGM venue through ballot paper.

Shareholders, who have not cast their vote electronically, by remote e-voting, may only cast their vote at the AGM through ballot paper. At the AGM, at the end of discussion on the resolutions on which voting is to be held, the Chairman, with the assistance of the scrutinizer, will order voting through ballot paper for all those shareholders who are present at the AGM but have not cast their votes electronically using the remote e-voting facility

The Scrutinizer shall immediately after the conclusion of voting at the meeting, first count the votes casted at the meeting, thereafter unblock the votes casted through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and make, not later than 2 days of conclusion of the meeting and after scrutinizing such votes received shall make a Scrutinizer's report of the votes cast in favor or against or invalid votes in connection with the resolution(s) mentioned in the Notice of the Meeting and submit the same forthwith to the Chairman of the Company.

The Results along with Scrutinizer's report shall be declared on the website of the Company and be placed on the Stock Exchanges. The Resolutions shall be deemed to be passed, if approved, on the date of AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 27.09.2021 at 09:30 A.M. and ends on 29.09.2021 at 05:00 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. 23rd September, 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 23rd 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:

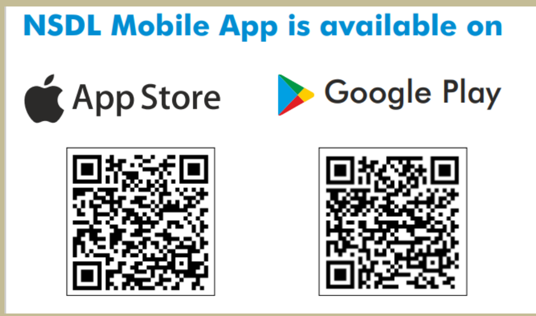
Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting 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.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL**and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL**and you will be redirected to e-Voting website of

	NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. 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 arehttps://web.cdslindia.com/myeasi/home/loginor www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL**where the e-Voting is in progress.

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

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

B) Login Method for e-Voting 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 user 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.
   b) **Physical User Reset Password**?” (If you are holding shares in physical mode) option available on 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 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 electronicallyon NSDL e-Voting system.

How to cast your vote electronicallyon 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

2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.

3. 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.

4. Upon confirmation, the message “Vote cast successfully” will be displayed.

5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

6. 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 Scrutinizer by e-mail to csjayminmodi@gmail.com with a copy marked to evoting@nsdl.co.in.

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 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 or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/ company 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 physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to hariyana_ngp@bsnl.in
2. 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 hariyana_ngp@bsnl.in. 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 for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.infor procuring user id and password for e-voting by providing above mentioned documents.
4. 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.

Assuring you of our best services,

Regards,
e-Voting support desk
National Securities Depository Limited (www.nsdl.co.in)

Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Mr. Dinesh Agrawal	Mr. Harish Agrawal
Date of Birth	22-03-1966	10-07-1963
Date of appointment	01.05.1995	01.05.1995
Expertise in specific functional area	Expertise in Steel and Steel Products	Expertise in Steel and Steel Products
Qualifications	Graduate	Graduate
Other Companies in which Directorship is held as on March 31, 2021	4	3
Chairman of Committees formed by Board of Other Companies on which he is a Director as on March 31, 2021	Nil	Nil
Members of Committees formed by Board of Other Companies on which he is a Director as on March 31, 2021	Nil	Nil
Shareholding in the Company as on March 31, 2021	42050	10050

Registered Office:
OLD MOTOR STAND ITWARI,
NAGPUR - 440008

By order of the Board
For Hariyana Ventures Limited

__________Sd/-________
Harish Agrawal
Managing Director
DIN- 00291083

________Sd/-_____
Dinesh Agrawal
Director
DIN-00291086

Place: Nagpur

Date: 07.09.2021

EXPLANATORY STATEMENT IN ACCORDANCE WITH SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 4

Mr. Harish Agrawal aged 58 years having over 35 years of industry experience. Considering his knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Harish Agrawal should be available to the Company for a further period of 3 (Three) consecutive years with effect from conclusion of this AGM. In terms of the provisions of the Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors have, at their meetings held on 07th September appointed him as Managing Director of the Company for a period of 3 (Three) consecutive years.

The main terms and conditions for the appointment of Mr. Harish Agrawal as Managing Director are as follows:-

TERMS & CONDITIONS

I. General information:	
(1) Nature of industry	Iron& Steel Interim Products
(2) Date or expected date of commencement of commercial production	Company was incorporated on 17/01/1975. The Company had already commenced commercial production.
(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
(4) Financial performance	PBT for past 3 years is as follows:

Year	Amount in Rs.
2020-21	-23,78,888/-
2019-20	8,21,704/-
2018-19	28,82,857/-

(5) Foreign investments or collaborations, if any.	The Company has not entered into any material Foreign collaboration and no direct capital investment has been made in the company. Foreign Investors, mainly comprising NRIs, FIIs and/or Foreign Nationals are investors in the Company on account of past issuances of securities/secondary market purchases. The Company has no subsidiaries / holding companies / Joint Ventures as on 31.03.2021.
II. Information about the appointee:	
(1) Background details	Mr. Harish Agrawal aged 58 years.
(2) Past remuneration	Rs. 9,00,000/- for F.Y. 2020-21
(3) Recognition or awards	None.
(4) Job profile and his suitability	Mr. Harish Agrawal, aged 58 years, has wide experience knowledge of various aspects relating to the Company's affairs and long business experience and will perform such duties as shall from time to time be entrusted to him by the Board of Directors subject to superintendence, guidance and control of the Board of Directors.
(5) Remuneration proposed	Salary: Rs. 15,00,000/- p.a.

	Perquisites: Subject to a ceiling of 20% of Annual Salary per annum. Provident Fund: Company's contribution subject to ceiling of 12 % of the salary. Gratuity: Not to exceed half month's salary for each completed year of service as may be permissible under the Income Tax Act, 1961 or the rules framed there under. Medical benefit: For self and family reimbursement of expenses actually incurred the total cost of which to the Company shall not exceed one month's salary in a block of three years. Leave: One month's leave with pay for every eleven months of service. Leave Travel: For self, wife and dependent children to and from any place in India once in a year, subject to the condition that only actual fares will be paid and no hotel expenses etc will be allowed. Conveyance: Free use of Company's car with driver. The monetary value of the perquisite will be evaluated as per Income tax Rules, 1962. Personal Accident: Personal Accident Insurance of an amount the premium of which does not exceed Rs.1000/- per annum. Telephone: Free telephone facility at residence. Club: Fee of club subject to a maximum of two club, provided that no life membership or admission fees is payable. House Rent Allowance : Rs.50,000/- per month Provided that the total amount of Managerial Remuneration including the above benefits and perquisites (excluding exempted Perquisites such as Provident Fund, Contribution, Gratuity and Leave Encashment as defined in Part II of Section II (B) of Chapter XIII) shall not exceed Rs. 2,50,000/- per month.
(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The salary proposed is comparable to the industry.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Harish Agrawal is the promoter Director of the Company and holds 10,050 equity shares.

III. Other information:	
(1) Reasons of loss or inadequate profits	The company had halted its business activities as with the limited volumes of business post COVID and other challenges, the business has lost its viability, for a time period in its business operations.
(2) Steps taken or proposed to be taken for improvement.	The Company has taken various initiatives. It is expected that the performance of Company will further improve during the coming years.

Item No. 5

Mr. Dinesh Agrawal aged 55 years having over 32 years of industry experience. Considering his knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Dinesh Agrawal should be available to the Company for a further period of 3 (Three) consecutive years with effect from the conclusion of this AGM. In terms of the provisions of the Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors have, at their meetings held on 07th September appointed him as Executive/Whole Time Director of the Company for a period of 3 (Three) consecutive years.

The main terms and conditions for the appointment of Mr. Dinesh Agrawal as Executive/Whole Time Director are as follows:-

TERMS & CONDITIONS

I. General information:	
(1) Nature of industry	Iron& Steel Interim Products
(2) Date or expected date of commencement of commercial production	Company was incorporated on 17/01/1975. The Company had already commenced commercial production.
(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
(4) Financial performance	PBT for past 3 years is as follows: Year — Amount in Rs. 2020-21 — -23,78,888/- 2019-20 — 8,21,704/- 2018-19 — 28,82,857/-
(5) Foreign investments or collaborations, if any.	The Company has not entered into any material Foreign collaboration and no direct capital investment has been made in the company. Foreign Investors, mainly comprising NRIs, FIIs and/or Foreign Nationals are investors in the Company on account of past issuances of securities/secondary market purchases. The Company has no subsidiaries / holding companies / Joint Ventures as on 31.03.2021.
II. Information about the appointee:	
(1) Background details	Mr. Dinesh Agrawal aged 58 years.
(2) Past remuneration	Rs. 9,00,000/- for F.Y. 2020-21
(3) Recognition or awards	None.

(4) Job profile and his suitability	Mr. Dinesh Agrawal, aged 58 years, has wide experience knowledge of various aspects relating to the Company's affairs and long business experience and will perform such duties as shall from time to time be entrusted to him by the Board of Directors subject to superintendence, guidance and control of the Board of Directors.
(5) Remuneration proposed	Salary: Rs. 15,00,000/- p.a. Perquisites: Subject to a ceiling of 20% of Annual Salary per annum. Provident Fund: Company's contribution subject to ceiling of 12 % of the salary. Gratuity: Not to exceed half month's salary for each completed year of service as may be permissible under the Income Tax Act, 1961 or the rules framed there under. Medical benefit: For self and family reimbursement of expenses actually incurred the total cost of which to the Company shall not exceed one month's salary in a block of three years. Leave: One month's leave with pay for every eleven months of service. Leave Travel: For self, wife and dependent children to and from any place in India once in a year, subject to the condition that only actual fares will be paid and no hotel expenses etc will be allowed. Conveyance: Free use of Company's car with driver. The monetary value of the perquisite will be evaluated as per Income tax Rules, 1962. Personal Accident: Personal Accident Insurance of an amount the premium of which does not exceed Rs.1000/- per annum. Telephone: Free telephone facility at residence. Club: Fee of club subject to a maximum of two club, provided that no life membership or admission fees is payable. House Rent Allowance : Rs.50,000/- per month Provided that the total amount of Managerial Remuneration including the above benefits and perquisites (excluding exempted Perquisites such as Provident Fund, Contribution, Gratuity and Leave Encashment as defined in Part II of Section II (B) of Chapter XIII) shall not exceed Rs. 2,50,000/- per month.

(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The salary proposed is comparable to the industry.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Dinesh Agrawal is the promoter Director of the Company and holds 42050 equity shares.
III. Other information:	
(1) Reasons of loss or inadequate profits	The company had halted its business activities as with the limited volumes of business post COVID and other challenges, the business has lost its viability, for a time period in its business operations.
(2) Steps taken or proposed to be taken for improvement.	The Company has taken various initiatives. It is expected that the performance of Company will further improve during the coming years.

Registered Office:
OLD MOTOR STAND ITWARI,
NAGPUR - 440008

By order of the Board
For Hariyana Ventures Limited

Sd/-	**Sd/-**
Harish Agrawal	**Dinesh Agrawal**
Managing Director	**Director**
DIN- 00291083	**DIN-00291086**

Place: Nagpur

Date: 07.09.2021

DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting the **46th Annual Report** together with audited statement of accounts of the Company for the year ended on **31st March 2021**.

1. FINANCIAL HIGHLIGHTS:

The financial performance of your Company for the year ended March 31, 2021 is summarized below:-

Particulars	31stMarch 2021 (Amount in Lakhs)	31st March 2020 (Amount in Lakhs)
Revenue from Operations	28,514,825	24,448,832
Other Income	1,690,720	8,433,103
Total Revenue	30,205,545	32,881,935
Total Expenses	32,584,433	32,060,231
Profit before tax	(2,378,888)	821,704
Profit after tax	(2,273,998)	907,592

2. STATE OF AFFAIRS/ COMPANY'S PERFORMANCE

During the year under review, the Company recorded total revenue of Rs. 30,205,545/- against Rs. 32,881,935 /- in the previous year. The Company has earned a Net Operating Profit of Rs. (2,273,998)/- as compared to profit of Rs 907,592/- in the previous year.

IMPACT OF COVID -19 ON IRON & STEEL INDUSTRY

The Corona virus pandemic has adversely impacted the consumer demand and influenced the Indian steel industry. Apart from curbs on manufacturing units, the clampdown on logistics was taking a toll on operations. At one end, steel companies were facing logistics issues, at the other; demand was lower as most of the user industries were reeling from the impact of the lockdown. Many automakers had suspended production indefinitely in the wake of the virus outbreak. Construction, too, had come to a standstill, said an industry source. With the hit of 2nd wave of corona virus and COVID-19 cases increasing with each passing day, markets across all the sectors have been affected because of this pandemic. There were also concerns over manpower and labor, after many migrant workers left the units to return home during the first lockdown, with reports of a similar exodus from some states this time around.

3. DIVIDEND

Your Directors would like to use the profits earned for improving business and hence do not propose any dividend for the financial year under review.

4. TRANSFER TO RESERVES

Since there is no profit for the financial year 2020-2021, no amount has been transferred to the reserves.

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

The provision of Section 125 of Companies Act, 2013 is not applicable as the Company did not declare any dividend.

6. SHARE CAPITAL

During the year under review, there is no change in the capital structure of the Company. The securities of the Company are listed on the BSE Limited (BSE). Further, the Company has no equity shares carrying differential voting rights.

7. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

During the year under review, your Company has not made any investment, given any loan or guarantee falling within the meaning of section 186 of the Companies Act, 2013 and the rules made thereunder.

8. PUBLIC DEPOSITS

During the year under review your company has not accepted any deposits falling within the meaning of Section 73 of Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY

During the year, the Company had not entered into any contract/arrangement/transactions with related parties which could be considered as material. All transactions entered into with Related Parties as defined under the Companies Act, 2013 during the financial year were in the ordinary course of business do not attract the provisions of Section 188 of the Companies Act, 2013.

The related party transactions as approved by the Board are disclosed in Notes to Financial Statements for the year 2020-21.

10. RISK MANAGEMENT

Risk management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events. The company has initiated a process of preparing a comprehensive risk assessment and minimization procedures. The major risks are being identified by the company in areas of operations, financial processes, human resources and statutory compliance.

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

Your Company has always provided a safe and harassment free workplace for every individual especially for women in its premises through various policies and practices. Your company has been actively involved in ensuring that the clients and all the employees are aware of the provisions of the POSH Act and rights thereunder. There was no complaint received by the Company during the financial year 2020-2021 under the aforesaid Act.

12. NUMBER OF BOARD MEETINGS DURING THE YEAR

During the year under review, seven meetings of the board were held in compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on Board Meeting. The details are as follows: 03-07-2020, 11-08-2020, 02-09-2020, 03-09-2020, 05.11.2020, 08.02.2021 & 26.02.2021.

13. BOARD & ITS COMMITTEES

BOARD OF DIRECTORS:

As on 31st March 2021, the Board of the Company consisted of 6 Directors and 2 Key managerial Personnel. Accordingly, the composition of the Board is in conformity with Regulation 17 of the Listing Regulations.

The composition of the Board of Directors and Inter-se Relationships amongst Directors is as on 31st March 2021 is summarized below: -

Sr. No.	Name of Director	Designation	Relationships between directors inter-se
1	Mr. Harish Gangaram Agrawal	Managing Director	Brother of Dinesh Agrawal
2	Mr. Dinesh Gangaram Agrawal	Executive Director	Brother of Harish Agrawal
3	Mr. Krishanu Harish Agrawal	Executive Director	Son of Harish Agrawal
4	Ms. Shital Misal	Independent Director	No Relation
5	Mr. Chandrakant Dahale	Independent Director	No Relation
6	Mr. Sameer Deshpande	Independent Director	No Relation

During the year none of the Directors of the Company:

Has held or holds office as a director, including any alternate directorship, in more than twenty companies at the same time and maximum number of directorships in public companies does not exceed ten as per the provision of Section 165 of Company Act, 2013.

Has held or holds office of directorships, including any alternate directorships in more than eight listed entities as per the provision of 17A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Has not serve as an independent director in more than seven listed entities and whole-time director has not serve as an independent director in not more than three listed entities.

AUDIT COMMITTEE:

Audit Committee of the Board of Directors is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The quorum, power, role and scope are in accordance with Section 177 of the Companies Act, 2013 and the provisions of Regulation 18 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

The terms of reference of the committee inter alia include overseeing the Company's financial reporting process and disclosures of financial information. The responsibility of the committee inter alia is to review with the management, the consolidated and standalone quarterly/annual financial statements prior to recommending the same to the Board for its approval.

The committee reviews the reports of the internal and statutory auditors and ensures that adequate follow-up action is taken by respective auditors. The management on observations and recommendations made by the respective auditors.

The Audit Committee also assures the Board about the adequate internal control procedures and financial disclosures commensurate with the size of the Company and in conformity with requirements of the new Listing Regulations. The Board has been reviewing the working of the Committee from time to time to bring about greater effectiveness in order to comply with the various requirements under the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

The committee recommends to the board, the appointment or re-appointment of the statutory auditors and internal auditors of the Corporation and their remuneration. The committee and auditors discuss the nature and scope of audit approves payment of fees for other services rendered by the statutory auditors. The committee also annually reviews with the management the performance of statutory and internal auditors of the Corporation to ensure that an objective, professional and cost-effective relationship is being maintained.

During the financial year 2020-21, the Audit Committee of the Company met four times on 06.07.2020, 3-09-2020, 05.11.2020 & 08.02.2021.

The gap is not more than one hundred and twenty days between two Audit Committee meetings.

The Composition of the Audit Committee as on 31st March 2021 is given herein below:

Sr. No.	Member's Name	Category
1	Ms. Shital Misal	Independent Director
2	Mr. Chandrakant Dahale	Independent Director
3	Mr. Sameer Deshpande	Independent Director
4	Mr. Dinesh Gangaram Agrawal	Executive Director

The details of the Attendance of members at Audit Committee Meeting are as under:

Sr. No.	Member's Name	No. of Meetings attended
1	Ms. Shital Misal	4
2	Mr. Chandrakant Dahale	4
3	Mr. Sameer Deshpande	4
4	Mr. Dinesh Gangaram Agrawal	4

NOMINATION AND REMUNERATION COMMITTEE:

The terms of reference of Nomination and Remuneration Committee include the matters specified in Regulation 19 read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of the Companies Act, 2013.

The terms of reference of the committee inter alia include formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board a policy, relating to the remuneration of the directors, key managerial personnel, senior management and other employees of the Company. The committee formulates the criteria for evaluation of the Chairman, independent directors, non-executive directors, the Board as a whole and Board committee.

The committee's function includes identifying persons who are qualified to become directors of the Company, recommending their appointment or re-appointment of the existing directors to the Board, ensuring that such persons meet the relevant criteria prescribed under applicable laws including qualification, area of expertise and experience, track record and integrity and reviewing and approving the remuneration payable to the executive directors of the Company within the overall limits as approved by the shareholders.

During the year under review, the committee met Once. The meetings were held on 03.09.2020

The Composition of the Nomination and Remuneration Committee on 31st March 2021 is given herein below:

Sr. No.	Member's Name	Category
1	Ms. Shital Misal	Independent Director
2	Mr. Chandrakant Dahale	Independent Director
3	Mr. Sameer Deshpande	Independent Director

The details of the Attendance of members at Nomination and Remuneration Committee Meeting are as under:

Sr. No.	Member's Name	No. of Meetings attended
1	Ms. Shital Misal	1
2	Mr. Chandrakant Dahale	1
3	Mr. Sameer Deshpande	1

Performance Evaluation criteria for Independent Directors:

Based on the recommendation of the Nomination and Remuneration Committee and as approved by the Board, the performance of the individual Non-Independent Directors are evaluated annually on basis of criteria such as qualifications, experience, knowledge and competency, fulfilment of functions, ability to function as a team, initiative, availability and attendance, commitment (as a Director), contribution and integrity.

Each individual Independent Director is reviewed, based on the additional criteria of independence and independent views and judgment. Similarly, the performance of the Chairman is evaluated based on the additional criteria such as effectiveness of leadership and ability to steer the meetings, impartiality, commitment (as Chairperson) and ability to keep shareholders' interests in mind.

REMUNERATION OF DIRECTORS:

REMUNERATION POLICY:
The remuneration of directors is recommended by the Nomination and Remuneration Committee of the Board in line with the Remuneration Policy of the Company and approved by Board and if required are also approved by the Shareholders and/or the Central Government as the case may be.

The remuneration paid to the Executive Directors is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors subject to shareholders' approval in the subsequent General Meeting.

None of the Independent Directors have any pecuniary relationship with the Company other than the sitting fees received by them for attending the meeting of the Board and/or Committee thereof.

STAKEHOLDERS' GRIEVANCE COMMITTEE:
The Company has constituted a Stakeholders Relationship Committee it comprises most independent directors. The mechanisms adopted by the terms of reference of the committee inter alia include reviewing Corporation to redress shareholder, depositor and debenture holder grievances, the status of litigations filed by/against stakeholders of the Corporation and initiatives taken to reduce the quantum of unclaimed dividends. The committee oversees adherence to service standards and standard operating procedures pertaining to investor services. The committee reviews the status of compliances with applicable corporate and securities laws.

During the year under review, the committee met 4 times on 06-07-2020, 02.09.2020, 05.11.2020 & 08-02-2021.

The Composition of the Stakeholders Relationship Committee as on 31st March, 2021 is given herein below:

Sr. No.	Member's Name	Category
1	Mr. Chandrakant Dahale	Independent Director
2	Mr. Sameer Deshpande	Executive Director
3	Mr. Dinesh Gangaram Agrawal	Independent Director

The details of the Attendance of members at Stakeholders Relationship Committee Meeting are as under:

Sr. No.	Member's Name	No. of Meetings attended
1	Mr. Chandrakant Dahale	4
2	Mr. Sameer Deshpande	4
3	Mr. Dinesh Gangaram Agrawal	4

MEETING OF INDEPENDENT DIRECTORS:

A separate meeting of the independent directors ("Annual ID Meeting") was convened on 26th February 2021, which reviewed the performance of the Board (as a whole), the Non-Independent Directors and the Chairman. Post the Annual ID Meeting, the collective feedback of each of the Independent Directors was discussed by the Chairperson with the Board covering performance of the Board as a whole, performance of the Non-Independent Directors and performance of the Board Chairman.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there is no change in their status of Independence. As required under Section 149(7) of the Companies Act, 2013.

14. CORPORATE GOVERNANCE

The Company is exempted from provisions of corporate governance as per Regulation 15 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015. Hence no corporate governance report is disclosed in this Annual Report. It is Pertinent to mention that the Company follows majority of the provisions of the corporate governance voluntarily.

15. COMPLIANCE WITH THE SECRETARIAL STANDARDS

The relevant Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) related to the Board Meetings and General Meeting have been complied with by the Company.

16. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Nomination and Remuneration Committee has adopted a policy as per Section 178(3) of the Companies Act, 2013 for determination of remuneration and the manner of selection of the Board of Directors, CS and CFO & Managing Director and their remuneration.

Criteria for selection of Non-Executive Director.

- The Non-Executive Directors shall be of high integrity with relevant expertise and experience in the fields of Service Industry, Manufacturing, Marketing, Finance and Taxation, Law, Governance and General Management.
- In case of appointment of independent directors, the committee shall satisfy itself with regard to the criteria of independence of the director's vis-à-vis the company so as to enable the board to discharge its function and duties effectively.
- The committee shall ensure that the candidate identified for appointment as a director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- The committee shall consider the following attributes, whilst recommending to the board the candidature for appointment as director:
- Qualification, expertise and experience of the directors in their respective fields;
- Personal, professional or business standing;
- Diversity of the Board.
- In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Directors and their engagement level.

Remuneration

The Non-Executive Directors shall not be entitled to receive remuneration except by way of sitting fees, reimbursement of expenses for participation in the board/committee meetings and commission as approved by the Board of Directors. The independent directors of the company shall not be entitled to participate in the Stock Option Scheme of the company. The aggregate commission payable if any to the Non-Executive Directors will be within the statutory limits.

Criteria for selection/appointment of Managing Director, Executive Director, CS and CFO

For the purpose of selection of the Managing Director, Executive Director, CS and CFO the Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position. The Committee will also ensure that the incumbent fulfils such other criteria with regard to age and other qualifications as laid down under Companies Act,2013, or other applicable laws.

Remuneration to Managing Director and Executive Director

- At the time of appointment or re-appointment, the Executive Director and Managing Director shall be paid such remuneration as may be mutually agreed between the

Company (which includes the Committee and the Board of Directors) and the Executive Director/ Managing Director, within the overall limits prescribed under the Companies Act, 2013.

- The remuneration shall be subject to the approval of the members of the Company in General Meeting in compliance with the provisions of the Companies Act, 2013.

Remuneration Policy for the Senior Management Employees including CFO & CS

In determining the remuneration of Senior Management Employees, the committee shall ensure/consider the following:

- The relationship between remuneration and performance benchmark;
- The balance between fixed and variable pay reflecting short and long-term performance appropriate to the working of the company and its goals, as mutually agreed.

The policy relating to remuneration of Directors, Key Managerial Personnel, Senior Management and other employees is available on the website of the Company.

17. BOARD EVALUATION AND ASSESSMENT

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual Directors pursuant to the provisions of the Sections 134, 178 and Schedule IV of the Companies Act, 2013. Evaluation was done after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, performance of specific duties, independence, ethics and values, attendance and contribution at meetings etc.

The performance of the Independent Directors was evaluated individually by the Board after seeking inputs from all the directors on the effectiveness and contribution of the Independent Directors.

The performance of the Committees was evaluated by the Board after seeking inputs from the Committee members based on the criteria such as the composition of Committees, effectiveness of Committee meetings, etc.

The Board reviewed the performance of the individual Directors on the basis of the contribution of the individual Director during Board and Committee meetings.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, and the performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The Independent Directors also assessed the quality, frequency and timeliness of flow of information between the Board and the management that is necessary for effective performance.

18. DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED, RESIGNED OR RE-DESIGNATED

During the financial year under review, Mr. Mr. Krishankumar Rambilash Agrawal, Independent Director resigned from the Board with effect from 6th July 2020. Mr. Rajesh Singh was appointed on the Board as Additional Director (under Independent Category) with effect from 11th August 2020. . In the opinion of the Board of Directors, Mr. Rajesh

Singh is a person of integrity possessing relevant experience, expertise and knowledge required for the position of Independent Director.

During the financial year under review, Mr. Radheshyam Laxminarayan Agrawal, Non Executive Director resigned from the Board with effect from 6th July 2020. Mr. Krishanu Agrawal was appointed on the Board as Additional Director (under Executive Director Category) with effect from 11th August 2020. In the opinion of the Board of Directors, Mr. Krishanu Agrawal is a person of integrity possessing relevant experience, expertise and knowledge required for the position of Independent Director.

19. DECLARATION BY THE INDEPENDENT DIRECTORS

During the year under review, the independent directors of the company have submitted their disclosures to the board that they fulfil all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 so as to qualify themselves to be appointed as independent directors under the provisions of the Companies Act, 2013 and the relevant rules.

20. DIRECTORS RESPONSIBILITY STATEMENT

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

i. In preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
ii. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period ;
iii. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
iv. The directors have prepared the annual accounts on a going concern basis;
v. The directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively;
vi. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and effective.
Further, there are no more qualifications, reservations or adverse remarks made by the statutory auditor/secretarial auditor in their respective reports.

21. EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3) (a) of the Companies Act, 2013, an extract of the Annual Return of the company for the financial year ended 31st March, 2021 is enclosed as **ANNEXURE I**.

22. CORPORATE SOCIAL RESPONSIBILITY

During the period under review Corporate Social Responsibility in accordance with the provisions of section 135 of the Companies Act, 2013 wasn't applicable to the Company.

23. PARTICULARS OF EMPLOYEES

The 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 presented in a separate section forming part of this Annual Report as **ANNEXURE II**.

24. MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report for the year under review as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of this annual report as **ANNEXURE IV**.

25. STATUTORY AUDITORS

M/s. Lalit Jham & co (M.No. 040501), Nagpur, was appointed as Statutory Auditor of the Company at the 44th Annual General Meeting held on 30th September 2019, to hold the office for a term of 5 years, till the conclusion of 48th Annual General Meeting.

26. SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company have appointed, M/s Jaymin Modi & Co., Practicing Company Secretaries, Mumbai to conduct the Secretarial Audit for the financial year 2020-2021. The Secretarial Audit Report for the year 2020-21 issued by him in the prescribed form MR-3 is attached as **ANNEXURE III** to this Report. The said Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer made by the Secretarial Auditor.

27. INTERNAL AUDITOR

Gulshan Jagdish Jham, Chartered Accountant, Nagpur, was appointed as Internal Auditor of the Company for the financial year 2020-2021.

28. AUDITORS' REPORT AND SECRETARIAL AUDITORS' REPORT

The statutory auditors' report and secretarial auditors' report do not contain any qualifications, reservations or adverse remarks. During the year, the statutory auditor and secretarial auditors have not reported any instances of frauds committed in the Company by its officers or employees to the Audit Committee under section 143(12) of the Companies Act,2013.

29. INTERNAL FINANCIAL CONTROL

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. Based on the audit reports your Company undertakes corrective action in their respective areas and strengthens the controls. The Board of Directors of the Company have adopted various policies like Related Party Transactions policy, Whistle Blower Policy, code of conduct for regulating, monitoring and reporting insider trading and such other procedures for ensuring the orderly and efficient conduct of its business, prevention and detection of frauds and errors, accuracy and completeness of the accounting and timely preparation of financial information.

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

During the financial year under review, there were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company`s operations in the future.

31. VIGIL MECHANISM

In pursuance of the provisions of Section 177(9) & (10) of the Companies Act, 2013 and Regulation 22 of SEBI (LODR) Regulations,2015, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Policy on vigil mechanism i.e whistle blower policy may be accessed on the Company's website.

The policy provides for a framework and process, for the employees and directors to report genuine concerns or grievances about leakage of unpublished price sensitive information (UPSI), illegal and unethical behavior to the Chairman of the Audit Committee.

32. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

(A) CONSERVATION OF ENERGY

i) The steps taken or impact on conservation of energy: NIL
ii) The steps taken by the company for utilizing alternate sources of energy: NIL
iii) The capital investment on energy conservation equipments: NIL

(B) TECHNOLOGY ABSORPTION

i) The efforts made towards technology absorption: NIL
ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

- Better economy, reduction in emission & clean operation
- Optimum efficiency

iii) In case of imported technology (imported during the last year reckoned from the beginning of the financial year): NIL

- The details of technology imported: NIL
- The year of import: NIL
- Whether the technology fully absorbed: NIL
- If not fully absorbed , areas where absorption has not taken place, and the reasons thereof; and: NIL

iv) The expenditure incurred on Research and Development: NIL

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year under review, Foreign Exchange Earnings and Outgo are as under :-

Particulars	2021	2020
Foreign Exchange earned	Nil	Nil
Foreign Exchange used	Nil	Nil

33. ACKNOWLEDGEMENT:

Your directors place on record their gratitude to the Central Government, various State Governments and Company's Bankers and advisors for the valuable advice, guidance, assistance, cooperation and encouragement they have extended to the Company from time to time. The Directors also take this opportunity to thank the company's customers, suppliers and shareholders for their consistent support to the Company.

We place on record our appreciation of the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

By order of the Board
For Hariyana Ventures Limited

_______Sd/-___________	**________Sd/-_____________**
Harish Agrawal	**Dinesh Agrawal**
Managing Director	**Director**
DIN- 00291083	**DIN-00291086**

Date: 07.09.2021
Place: Nagpur

Form No. MGT-9
EXTRACT OF ANNUAL RETURN (Annexure-I)
As on the financial year ended on 31st March, 2020
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

Sr. No	Particulars	Details
1.	CIN	L99999MH1975PLC018080
2.	Registration Date	JANUARY 17, 1975
3.	Name of the Company	HARIYANA VENTURES LIMITED
4.	Category / Sub-Category of the Company	Company limited by Shares Non-govt company
5.	Address of the Registered office and contact details	Old Motor Stand, Itwari, Nagpur – 440008 Maharashtra.
6.	Whether listed company	Yes
7.	Name, Address and Contact details of Registrar and Transfer Agent:	**Satellite Corporate Services Pvt Ltd,** 6-302, Sony Apartment, Opp. St Jude High School, 90 Feet Road, Jarimari, Sakinaka, Mumbai-400072 Maharashtra.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Commercial Steel Trading – Wholesale	51909	100.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of Shares Held	Applicable Section
1	Prabhu Steel Industries Limited	L99999MH1975PLC018080	ASSOCIATES	9.39	2

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2020				No. of Shares held at the end of the year 31-03-2021				% of Change during the year
	Demat	Physical	Total	% of Total	Demat	Physical	Total	% of Total	
A. Promoters									
(1) Indian									
(a) Individuals/ HUF	72,100	106600	178700	30.78	72100	5,150	77250	13.31	-17.48
(b)Central Govt./State Govt.	0	0	0	0.00	0	0	0	0.00	**0**
(c) Body Corporates	54,500	0	54500	9.39	54,500	1,01,400	1,55,900	26.86	**17.47**
Financial Institutions/Banks	0	0	0	0.00	0	0	0	**0**	**0**
Any other specify	0	0	0	0.00	0	0	0	**0**	**0**
Sub Total (A)(1):-	**1,26,600**	**106600**	**233200**	**40.17**	**1,26,600**	**1,06,550**	**2,33,150**	**40.16**	**-0.1**
(2) Foreign									
(a) NRI	0	0	0	0.00	0	0	0	0.00	0

(b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0
(c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0
(d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0
(e) Any Other....									
Sub Total (A)(2):-	0	0	0	0.00	0	0	0	0.00	0
Total shareholding of (Promoter (A) = (A)(1)+(A)(2)	**1,26,600**	**106600**	**233200**	**40.17**	**1,26,600**	**1,06,550**	**2,33,150**	**40.16**	**-0.1**
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0
(b) Banks FI	0	0	0	0.00	0	0	0	0.00	0
(c) Central Govt	0	0	0	0.00	0	0	0	0.00	0
(d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0
(e) Venture	0	0	0	0.00	0	0	0	0.00	0
(f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0
(g) FIIs	0	0	0	0.00	0	0	0	0.00	0
(h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0
(i) Others									
Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0
(2) Non-									
(a) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
(i) Indian	0	29300	29300	5.05	0	0	0	0.00	-5.05
(ii) Overseas	0	0	0	0.00	0	0	0	0.00	0
(b) Individuals									
(i)Individual shareholders holding nominal share capital up to	500	270400	270900	46.67	500	211350	211850	36.49	-10.17

Rs. 1 lakh									
(ii)Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	47100	4710	8.11	0	135500	135500	23.34	15.23
Others	0	0	0	0	0	0	0	0	0
Bodies Corporate	0	0	0	0	0	0	0	0	0
*N.R.I. (NONREPAT)	0	0	0	0.00	0	0	0	0.00	0
*N.R.I. (REPAT)	0	0	0	0.00	0	0	0	0.00	0
*Foreign Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0
* Trust	0	0	0	0.00	0	0	0	0.00	0
*HUF									
* Employee									
*Clearing Members	0	0	0	0.00	0	0	0	0.00	0
*Depository	0	0	0	0.00	0	0	0	0.00	0
Sub-total (B)(2):-	**500**	**346800**	**347300**	**59.83**	**500**	**3,46,850**	**3,47,350**	**59.84**	**0.01**
Total Public Shareholding (B) = (B)(1)+(B)(2)	**500**	**346800**	**347300**	**59.83**	**500**	**3,46,850**	**3,47,350**	**59.84**	**0.01**
C. TOTSHR held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0
Grand Total (A + B + C)	**127100**	**4,53,400**	**5,80,500**	**100.00**	**1,27,100**	**4,53,400**	**5,80,500**	**100.00**	**-**

(i) Shareholding of Promoters

SR No.	Shareholder's Name	Shareholding at the beginning of the year (As on 31st March, 2020)	Shareholding at the end of the year (As on 31st March, 2021)	

		No. of Shares	% of total Shares of the company	%of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	% change in share holding during the year
1	Dinesh Agrawal	42,050	7.24	0	42,050	7.24	0	0
2	Harish G Agarwal	10,050	1.73	0	10,050	1.73	0	0
3	Anita Agarwal	10,050	1.72	0	10,000	1.72	0	0
4	Suruchi Agarwal	10,000	1.72	0	10,000	1.72	0	0
5	Omprakash Agarwal	5,150	0.89	0	5,150	0.89	0	0
6	Prabhu Steel Industries Ltd	54,500	9.39	0	54,500	9.39	0	0
7	Upkar Investments Ltd.	53,050	9.14	0	53,050	9.14	0	0
8	Admire Investments Ltd.	48,350	8.33	0	48,350	8.33	0	0
	Total	**233150**	**40.16**	0	**2,33,150**	**40.16**	**0**	**0**

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

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**

1.	At the beginning of the year	Nil	Nil	Nil	Nil
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil	Nil	Nil	Nil
3.	At the End of the year	Nil	Nil	Nil	Nil

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

D. Shareholding Pattern of top ten Shareholders:						
Sr No.		**Shareholding at the beginning of the year**		**Cumulative Shareholding at the end of the year**		
		No. of Shares	**% of Total Shares of the company**	**No. of Shares**	**% change in share holding during the year**	**Type**
1	Gopani Naresh	47,100	8.11	47,100	8.11	Equity
2	Tikaram Pralahad Renke	0	0	20750	3.57	Equity
3	Aniruddha Madhukar Deo	0	0	16000	2.76	Equity
4	Damodhar Lanjewar	0	0	15150	2.61	Equity
5	Rajesh Singh	0	0	14000	2.41	Equity
6	Ramesh Tichkule	0	0	12000	2.07	Equity
7	Ashok Gadwe	0	0	10500	1.81	Equity
8	Anil T Sawarkar	0	0	10000	1.72	Equity
9	Nokram Tondon	0	0	9650	1.66	Equity
10	Shyamsunder Tulsiram Pokle	0	0	9000	1.55	Equity

(iv) Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	For Each of the Directors and KMP	**No. of shares**	**% of total shares of the company**	**No. of shares**	**% of total shares of the Company**

1	**Dinesh Agrawal**				
	At the beginning of the year	42,050	7.24	42,050	7.24
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the End of the year	42,050	7.24	42,050	7.24
2	**Harish Agrawal**				
	At the beginning of the year	10,050	1.73	10,050	1.73
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the End of the year	10,050	1.73	10,050	1.73

V. INDEBTEDNESS

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

Particulars	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness

Indebtness at the beginning of the financial year				
i) Principal Amount	124000971	17909611	NIL	30310582
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	124000971	17909611	NIL	30310582
Change in Indebtness during the financial year				
Addition	3521275		NIL	3521275
Reduction	329796	22,61,989	NIL	2591785
Net Change	31,91,479	22,61,989		
Indebtness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	15592450	15647622	Nil	31240072

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

Sr. No.	Particulars of Remuneration	Mr. Dinesh Agrawal	Mr. Harish Agrawal	Mr. Krishanu Agrawal	Total Amount INR
1	Gross salary	9,00,000	9,00,000	Nil	18,00,000
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	Nil	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961.	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961.	Nil	Nil	Nil	Nil
2	Stock option	Nil	Nil	Nil	Nil

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

B. REMUNERATION TO OTHER DIRECTORS:

Sr. No.	Particulars of Remuneration	Name of the Directors			Total Amount INR
1	Independent/Non Executive Directors	Ms. Shital Misal	Mr. Chandrakant Dahale	Sameer Deshpande	
	(a) Fee for attending board committee meetings	40,000	Nil	40000	80000
	(b) Commission	Nil	Nil	Nil	Nil
	(c) Others, please specify	Nil	Nil	Nil	Nil
	total (1)	Nil	Nil	Nil	Nil
2	Other Non-Executive Directors	Nil	Nil	Nil	Nil
	(a) Fee for attending board committee meetings	Nil	Nil	Nil	Nil
	(b) Commission	Nil	Nil	Nil	Nil
	(c) Others, please specify.	Nil	Nil	Nil	Nil
	total (2)	Nil	Nil	Nil	Nil
	total (B)= (1+2)	40,000	Nil	40000	80,000
	total Managerial Remuneration	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act.	Nil	Nil	Nil	Nil

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
1	Gross salary 1) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 2) Value of perquisites u/s 17(2) Income-tax Act, 1961	2,18,750	40,000	2,58,750

	3) Profits in lieu of salary under section 17(3) Income tax Act, 1961			
2	Stock Option			
3	Sweat Equity			
4	Commission - as % of profit - Others, specify...			
5	Others, please specify			
	Total	2,18,750	40,000	2,58,750

D. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

Registered Office:
HARIYANA VENTURES LIMITED
OLD MOTOR STAND, ITWARI,
NAGPUR – 440008.

By order of the Board
For Hariyana Ventures Limited

______Sd/-___________	**________Sd/-_____________**
Harish Agrawal	**Dinesh Agrawal**
Managing Director	**Director**
DIN- 00291083	**DIN-00291086**

Date: 07.09.2021
Place: Nagpur

MEDIAN REMUNERATION
ANNEXURE II

MEDIAN REMUNERATION

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Name of the Directors	**Ratio to median remuneration**
Executive Directors	
Dinesh Agrawal	220%
Harish Agrawal	220%
Krishanu Agrawal	-
Non-Executive Directors - NA	

b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	**% Increase in remuneration in the financial year**
Dinesh Agrawal	50%
Harish Agrawal	50%
Krishanu Agrawal	-
Mala Lalchandani	3%
Navalkishore H Purohit	

c. The percentage increase in the median remuneration of employees in the financial year:

d. The number of permanent employees on the payrolls of Company: 5

e. Average percentile increases 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:

The average annual increase was around

Increase in the managerial remuneration for the year was

f. Affirmation that the remuneration is as per the remuneration policy of the Company: The Nomination and Remuneration Committee of the company has affirmed that the remuneration paid is as per the remuneration policy of the Company.

The Policy is available on the Company's Website: www.haryanaventures.in

ANNEXURE III

FORM NO. MR-3

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,
Hariyana Ventures Limited
OLD MOTOR STANDITWARI,
NAGPUR – 440008.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Hariyana Ventures Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me areas on able basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon based on my verification of the **Hariyana Ventures Limited.**

Books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, here by report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, except to those mentioned below in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained **Hariyana Ventures Limited for** the **financial year ended on 31st March, 2020** according to the provisions of:

- The Companies Act, 2013 (the Act) and the rules made there under;
- The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- 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; - Not Applicable
- The following Regulations and Guidelines prescribed under the Securities and exchange Board of India Act,1992 ('SEBI Act');

  i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations,2011 - **Not Applicable to the Company during the period under review**

  ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 - **Not Applicable to the Company during the period under review.**

iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - **Not Applicable to the Company during the period under review**

iv. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 - **Not Applicable to the Company during the period under review**

v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not Applicable to the Company during the period under review**

vi. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not Applicable to the Company during the period under review**

vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2009 - **Not Applicable to the Company during the period under review**

viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not Applicable to the Company during the period under review.**

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

The management has identified and confirmed that apart from Companies Act, 2013; SEBI Act & Income-Tax Act, 1961, no other laws is specifically applicable to the Company.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with BSE Ltd,;

During the period under review and as per representations and clarifications provided by the management, I confirm that the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreement etc. mentioned hereinabove, subject to the below observation:

- Certain Eforms were filled with ROC with additional fees.
- Company Changed its Name from Hariyana Metals Limited to Hariyana Ventures Limited during the audit period.

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in the Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

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. There was no change in the composition of the Board of Directors during the period under review, other than those mentioned in the Director Report. Adequate notice is given to all directors to schedule the Board Meetings and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Since Minutes books is not updated, hence we cannot comment whether majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that:

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013:-

- Pursuant to Section 180(1)(c) of the Companies Act, 2013 and rules framed thereunder consent of the shareholder was accorded by the Board of Directors of the Company in the AGM held for the F.Y ending 2019-2020 to borrow such moneys, from time to time, at its discretion, with or without security, and upon such terms and conditions as the Board may think fit, for the purpose of business of the Company, such that the moneys to be borrowed together with the moneys already borrowed by the Company (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business) and outstanding at any point of time shall not exceed a sum of Rs. 50 Crores (Rupees Fifty Crores Only).

We further report that during the audit period, there were no instances of:

(i) Rights /Sweat Equity.
(ii) Redemption / Buy-Back of Securities.
(iii) Foreign Technical Collaborations.
(iv) Merger / Amalgamation/ Re-construction etc.

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For, JAYMIN MODI & CO.
Practicing Company Secretaries

CS JayminModi
Proprietor
ACS No: A44248
C P No. 16948
UDIN: A044248C000918220

Date: 08th September, 2021
Place: Mumbai

ANNEXURE – A TO SECRETARIAL AUDIT REPORT

To,
The Members,
HARIYANA VENTURES LIMITED
OLD MOTOR STANDITWARI ,
NAGPUR – 440008.

Our Secretarial Audit Report dated **8th September, 2021** is to be read with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to make a report based on the secretarial records produced for our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our report.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as it is taken care in the statutory audit.

4. We have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.

5. Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

6. This Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For, JAYMIN MODI & CO.
Practicing Company Secretaries

CS JayminModi
Proprietor
ACS No: A44248
C P No. 16948
UDIN: A044248C000918220

Date: 08th September, 2021
Place: Mumbai

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members
Hariyana Ventures Limited
Registered Address: Old Motor Stand, Itwari,
Nagpur, Maharashtra, 440008.

I have examined the relevant registers records forms returns and disclosures received from the Directors of Hariyana Ventures Limited having CIN L99999MH1975PLC018080 and having registered office at Old Motor Stand, Itwari, Nagpur, Maharashtra, 440008 (hereinafter referred to as 'the Company') produced before me by the Company for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended 31st March 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	**Name of Director**	**DIN**
1	Mr. DINESH GANGARAM AGRAWAL	00291086
2	Mr. HARISH GANGARAM AGRAWAL	00291083
3	Mr. KRISHANU HARISH AGRAWAL	08777036
4	Ms. SHITAL MISAL	08336132
5	Mr. CHANDRAKANT DAHALE	00306606
6	Mr. SAMEER DESHPANDE	08336141

For, JAYMIN MODI & CO.
Practicing Company Secretaries

CS JayminModi
Proprietor
ACS No: A44248
C P No. 16948
UDIN: A044248C000918220

Date: 08th September, 2021
Place: Mumbai

MANAGEMENT DISCUSSION AND ANALYSIS REPORT
(Annexure-IV)

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March 2021.

INDUSTRY STRUCTURE AND DEVELOPMENT:

India was the world's second-largest steel producer with production standing at 111.2 million tones (MT) in 2020. The growth in the Indian steel sector has been driven by domestic availability of raw materials such as iron ore and cost-effective labour. Consequently, the steel sector has been a major contributor to India's manufacturing output.

The Indian steel industry is modern with state-of-the-art steel mills. It has always strived for continuous modernization of older plants and up-gradation to higher energy efficiency levels.

Indian steel industry is classified into three categories - major producers, main producers and secondary producers.

Market Size

India's finished steel consumption grew at a CAGR of 5.2 per cent during FY16-FY20 to reach 100 MT. India's crude steel and finished steel production increased to 108.5 MT and 101.03 MT in FY20P, respectively.

Export and import of finished steel stood at 8.24 MT and 6.69 MT, respectively, in FY20P.

SEGMENT-WISE PERFORMANCE:
The Company trades in a single business segment. In view of sluggish global demand, the Company repositioned some of its supplies to favourable markets. The company has passed through a very unusual phase, any worthwhile comparison of performance between two periods would be inconclusive. There is, yet, considerable scope for improvement.

OPPORTUNITIES AND THREATS:
The biggest opportunity before Indian steel sector is that there is enormous scope for increasing consumption of steel in almost all sectors in India. The Indian rural sector remains fairly unexposed to their Multi-faceted use of steel. The usage of steel in cost Effective manner is possible in the area of housing, fencing, structures and other possible applications where steel can substitute other materials which not only could bring about Advantages to users but is

also desirable for conservation of forest resources. Excellent potential exist for enhancing steel consumption in other sectors such as automobiles, packaging, engineering industries, irrigation and water supply in India. The key areas of opportunities can be summarized as:

- Huge Infrastructure demand
- Rapid urbanization
- Increasing demand for consumer durables
- Untapped rural demand
- Increasing interest of foreign steel producers in India

The linkage between the economic growth of a country and the growth of its steel industry is strong. The growth of the domestic steel industry between 1970 and 1990 was similar to the growth of the economy, which as a whole was sluggish. This strong relation in today's environment where the growth of the industry has become stagnant owing to the overall slowdown has resulted in enhanced rivalry among existing firms. As the industry is not growing the only other way to grow is by increasing one's market share. The Indian steel industry has witnessed spurts of price wars and heavy trade discounts, which has impacted the Indian Steel Industry.

- Slow growth in infrastructure development
- Market fluctuations and China's export possibilities
- Global economic slow down

STRENGTH:

India has rich mineral resources. It has abundance of iron ore, coal and many other raw materials required for iron and steel making. It has the fourth largest iron ore reserves (10.3 billion tonnes) after Russia, Brazil, and Australia. Therefore, many raw materials are available at comparatively lower costs. It has the third largest pool of technical manpower, next to United States and the erstwhile USSR, capable of understanding and assimilating new technologies. Considering quality of workforce, Indian steel industry has low unit labour cost, commensurate with skill. This gets reflected in the lower production cost of steel in India compared to many advanced countries. With such strength of resources, along with vast domestic untapped market, Indian steel industry has the potential to face challenges successfully. The major strengths can be summarized as:

- Abundant resources of iron ore
- Low cost and efficient labor force

- Strong managerial capability
- Strongly globalised industry and emerging global competitiveness
- Modern new plants & modernized old plants

RISKS AND CONCERNS:

This are inherent in the quality and availability of some of the essential raw materials available in India, e.g., high ash content of indigenous coking coal adversely affecting the productive efficiency of iron-making and is generally imported. Also, Steel is a capital intensive industry; steel companies in India are charged an interest rate on capital as compared to Japan and USA. In India the advantages of cheap labour get offset by low labour productivity; e.g., at comparable capacities labour productivity of SAIL and TISCO is 75 t/man year and 100 t/man years, for POSCO, Korea and NIPPON, Japan the values are 1345 t/man year and 980 t/man year. High administered price of essential inputs like electricity puts Indian steel industry at a disadvantage; about 45% of the input costs can be attributed to the administered costs of coal, fuel and electricity. The major weaknesses can be summarized as:

- High cost of energy higher duties and taxes
- High cost of capital

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliances of guide lines and policies adhere to the management instructions and policies to ensure improvements in the system. The Internal Audit reports are regularly reviewed by the management. The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. Efforts for continued improvement of internal control system are being consistently made in this regard.

HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS:

The Company's Human Resources philosophy is to establish and build a strong performance and competency driven culture with greater sense of accountability and responsibility. The Company has taken pragmatic steps for strengthening organizational competency through involvement and development of employees as well as installing effective systems for improving the productivity, equality and accountability at functional levels. With the changing and turbulent business scenario, the Company's basic focus is to upgrade the skill and knowledge level of the existing human assets to the required level by providing appropriate leadership at all levels motivating them to face the hard facts of business, inculcating the attitude for speed of action and taking responsibilities. In order to keep the employees skill, knowledge and business facilities updated, ongoing in house and external training is provided to the employees at all levels. The effort to rationalize and streamline the workforce is a continuous process. The industrial relations scenario remained harmonious throughout the year..

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from

those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws, and other statutes and other incidental factors.

Registered Office:
HARIYANA VENTURES LIMITED
OLD MOTOR STAND, ITWARI,
NAGPUR – 440008.

By order of the Board
For Hariyana Ventures Limited

_______Sd/-________	**________Sd/-______**
Harish Agrawal	**Dinesh Agrawal**
Managing Director	**Director**
DIN- 00291083	**DIN-00291086**

Date: 07.09.2021
Place: Nagpur

CEO/ MANAGING DIRECTOR & CHIEF FINANCIAL OFFICER CERTIFICATION

To,
The Board of Directors
Hariyana Ventures Limited
Registered Address: Old Motor Stand, Itwari,
Nagpur, Maharashtra, 440008.
Dear Sir(s)

The Director and Chief Financial Officer have certified to the Board that:

a) They have reviewed the Financial Statements and the Cash Flow Statement for the year ended March 31 2021 and that to the best of their knowledge and belief:

i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

ii. these statements together present a true and fair view of the company's affairs and are in compliance with existing Accounting Standards applicable laws and regulations.

b) There are to the best of their knowledge and belief no transactions entered into by the Company during the year which are fraudulent illegal or violative of the Company's Code of Conduct.

c) They accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee deficiencies in the design or operation of such internal controls if any of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

d) They have indicated to the auditors and the Audit Committee the following:

i. significant changes in internal control over financial reporting during the year if any;

ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii. Instances of significant fraud of which they have become aware and the involvement therein if any of the management or an employee having a significant role in the company's internal control system over financial reporting.

SD/-

(HARISH AGRAWAL)
MANAGING DIRECTOR
DIN: 00291083

SD/-

MR. NAVALKISHORE PUROHIT
CFO

Date: 07.09.2021
Place: Nagpur

INDEPENDENT AUDITOR'S REPORT

Independent Auditor's Report

To the Members of

Hariyana Ventures Limited
(Formerly Hariyana Ventures Limited)

Report on the Financial Statements

We have audited the accompanying financial statements of Hariyana Ventures Limited (Formerly Hariyana Ventures Limited) ("the company" bearing Corporate Identification No. L28100MH1972PLC015817), which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss, The Statement of Cash Flow & the Statement of Changes in Equity 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 financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and of profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Responsibility of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind-accounting Standards specified under section 133 of the Act. 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

Report on Other Legal and Regulatory Requirements

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

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

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.

a. 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.

b. 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

c. 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.

e. On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

1. The Company does not have any pending litigations which would impact its financial position.

2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses hence has made no provision, as required under the applicable law or accounting standards.

3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Lalit Jham & Co.
Chartered Accountants
Firm Registration No: 114158W

Lalit Jham
Partner
Membership No: 040501

Place: Nagpur
Date: 22ND June, 2021.

ANNEXURE A REFERRED TO IN THE AUDITOR'S REPORT ON THE ACCOUNTS OF HARIYANA VENTURES LIMTED (Formerly Hariyana Ventures Limited) FOR THE YEAR ENDING 31ST MARCH 2021

As required by the Companies (Auditor's Report) Order, 2020, issued by the Central Government of India in term of sub-section (11) of section 143 of the Companies Act, 2013 taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report the following:

S. No.	Particulars	Auditors Remark
(i)	(a) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of property plant & equipments;	Yes the company is maintaining proper records as required under the act.
	(b) whether these property plant & equipments have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	As explained to us, all the fixed assets have been physically verified by the management during the year at reasonable intervals, which in our opinion, is reasonable having regard to the size of the company and the nature of assets. No material discrepancies were noticed on such physical verification.
	(c) whether the title deeds of immovable properties are held in the name of the company. If not, provide the details thereof	Yes, the title deeds of immovable properties are held in the name of the company.
	(d) whether the company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer; specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets;	The company has not revalued its Property, Plant and Equipment.

	(e) whether any proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under, if so, whether the company has appropriately disclosed the details in its financial statements	As explained to us no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act
(ii)	(a) whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account;	As explained to us, the inventory of stocks of trading goods has been physically verified by the management at regular intervals during the year. In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of inventory, the Company has maintained proper records of inventory and there were no material discrepancies noticed on physical verification of inventory as compared to the book records
	(b) whether during any point of time of the year, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company, if not, give details	The company has not been granted working capital limits in excess of five crore rupees.
(iii)	(iii) (a) whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity (A) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates; (B) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates;	(A) The company has not granted any loan to an associate entity during the year (B)The company has granted a loan of Rs fifteen lacs during the year to

		an entity other than the associate.
	(b) whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest;	The terms and conditions of grant of such loan is not prejudicial to the company's interest
	(c) whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	Since the loan is repayable on demand question of repayment doesn't arise.
	(d) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	Since the loan is repayable on demand question of repayment doesn't arise.
	(e) whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year	As explained to us no such case exists.
(iv)	in respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.	In our opinion and according to the information and explanations given to us, the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
(v)	in case the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, where applicable, have been complied with? If not, the nature of contraventions should be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from the public during the year and therefore, the provisions of Section 73 to 76 of the Companies Act, 2013 and Rules made there under are not applicable to the Company
(vi)	where maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, whether such accounts and records have been made and maintained;	The maintenance of cost record has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

(vii)	(a) is the company regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated.	According to the information and explanations given to us, the company was generally regular in depositing statutory dues .
	(b) in case dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not constitute a dispute).	According to the records examined by us and the information and explanations given to us, there are no disputed amounts due in respect of income tax, sales tax, wealth tax, excise duty, Employees provident fund, Employee state insurance fund and other statutory dues at the end of the year outstanding in the books.
(viii)	whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), if so, whether the previously unrecorded income has been properly recorded in the books of account during the year	According to the records examined by us and the information and explanations given to us, there are no such transactions.
(ix)	(a) whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender, if yes, the period and the amount of default to be reported (b) whether the company is a declared wilful defaulter by any bank or financial institution or other lender; (c) whether term loans were applied for the purpose for which the loans were obtained; if not, the amount of loan so diverted and the purpose for which it is used may be reported; (d) whether funds raised on short term basis have been utilised for long term purposes, if yes, the nature and amount to be indicated; (e) whether the company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, if so, details thereof with nature of such transactions and the amount in each case; (f) whether the company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, if so, give details thereof and also report if the company has defaulted in repayment of such loans raised;	Based on our audit procedures and on the basis of information and explanations given by the management, the Company has not defaulted in the repayment of dues to any of its lender during the year. The company has not been declared as willful defaulter. Term loans have been applied during the year and have been used for the purpose for which they are raised. No fresh funds have been raised during the year. No funds have been raised on

		account to associates etc neither has the company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Loan had been taken from associate concern to meet temporary working capital needs which has been repaid.
(x)	(a) whether moneys raised by way of initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised, if not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported; (b) whether the company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised, if not, provide details in respect of amount involved and nature of non-compliance;	The Company has not raised any money by way of initial public offer or further public offer during the year. As per the explanation given to us and information provided the company has not made preferential allotment & private placement of shares during the year under review
(xi)	(a) whether any fraud by the company or any fraud on the company has been noticed or reported during the year, if yes, the nature and the amount involved is to be indicated; (b) whether any report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government; (c) whether the auditor has considered whistle-blower complaints, if any, received during the year by the company;	As per the explanation given to us and information provided no fraud on or by the company has been noticed or reported neither have there been any whistle blower complaints received as informed to us.
(xii)	whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	Since the company is not a Nidhi Company this clause is not applicable.
(xiii)	whether 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	As per the explanation given to us and information

	accounting standards;	provided transactions with the related parties are in compliance with sections 177 and 188 of Companies Act,2013
(xiv)	(a) whether the company has an internal audit system commensurate with the size and nature of its business;	As per the explanation given to us and information provided the company is managed by the directors themselves and each transaction is looked upon by them which provides us a basis to believe that the company has a system commensurate with the size and nature of its business
(xv)	whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act, 2013 have been complied with;	The company has not entered into any non-cash transactions with directors or persons connected with him with regards to section 192.
(xvi)	whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934
(xvii)	whether the company has incurred cash losses in the financial year and in the immediately preceding financial year, if so, state the amount of cash losses	The company has not incurred any cash losses during the financial year and in the immediately preceding financial year
(xviii)	whether there has been any resignation of the statutory auditors during the year, if so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors;	There have been no resignation by statutory auditors during the year.
(xix)	on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that	As per the explanation given to us and information provided by the company we opine

	company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;	that as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
(xx)	(a) whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act; (b) whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act;	This clause is not applicable to the company.
(xxi)	whether there have been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, if yes, indicate the details of the companies and the paragraph numbers of the CARO report containing the qualifications or adverse remarks.	This clause is not applicable to the company since no reports of other companies have been included in the financial statements.

For Lalit Jham & Co.
Chartered Accountants
FRN 114158W

Lalit Jham
Partner
M.no : 040501

For Hariyana Ventures Ltd

Director
Harish Agarwal
DIN 291083

Director
Dinesh Agarwal
DIN 291086

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of Hariyana Ventures Limited (Formerly Hariyana Ventures Limited) ("the Company") as of 31 March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that
(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, 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.

Lalit Jham & Co.
Chartered Accountants
Firm Registration No: 114158W

Lalit Jham
Partner
Membership No: 040501

Place: Nagpur
Date: 22ND June, 2021.

BALANCE SHEET AS ON 31ST MARCH, 2021

Particulars	Note No.	As at 31st March 2021	As at 31st March 2020
1	2	3	4
(1) ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	1	4,716,034	5,479,321
(b) Financial Assets			
(i) Non Current Investments	2	418,407	268,407
(2) Current assets			
(a) Inventories	3	2,442,610	2,704,678
(b) Financial Assets			
(i) Current Investments		-	-
(ii) Trade receivables	4	20,014,992	22,051,536
(iii) Cash and cash equivalents	5	17,082,833	17,152,561
(iv) Bank balances other than (iii) above		-	-
(v) Current Loans	6	10,797,400	10,544,097
(c) Current Tax Assets (Net)		-	-
(d) Other current assets		-	-
Total Assets		**55,472,276**	**58,200,600**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	7	5,805,000	5,805,000
(b) Other Equity	8	16,092,474	18,366,472
LIABILITIES			
Non-current liabilities			
(a) Financial Liabilities			
(i) Non Current Borrowings	9	17,192,691	19,784,476
(a) Deferred tax liabilities (Net)		571,486	676,376
(b) Other non-current liabilities			
Current liabilities			
(a) Financial Liabilities			
(i) Current Borrowings	10	14,047,381	10,526,106
(ii) Trade payables	11	1,763,244	3,042,170
Total Equity and Liabilities		**55,472,276**	**58,200,600**

Accounting Policies & Contingent Liability
The notes referred above are integral part of Financial Statement

As per our Report of even date
For Lalit Jham & Co
Chartered Accountant

For Hariyana Ventures Limited

HARISH AGRAWAL
DIRECTOR
DIN: 291083

DINESH AGRAWAL
DIRECTOR
DIN: 291086

Lalit Jham
Partner
(M.No. 040501)
Nagpur dated 22nd June 2021
UDIN: 21040501AAAABX4769

VIDHI SAMBHWANI
CS

NAVALKISHORE PUROHIT
CFO

PROFIT AND LOSS STATEMENT AS ON 31ST MARCH, 2021

	Particulars	Note No.	31st March 2021	31st March 2020
I.	Revenue from operations	12	28,514,825	24,448,832
II.	Other income	13	1,690,720	8,433,103
III.	**Total Revenue (I + II)**		**30,205,545**	**32,881,935**
IV.	**Expenses:**			
	Cost of materials consumed	14	52,850	25,809
	Purchases of Stock-in-Trade		25,769,399	24,113,606
	Changes in inventories	15	262,068	(2,597,487)
	Employees benefit expenses	16	2,709,531	1,979,623
	Finance Costs	17	1,170,444	2,245,538
	Depreciation and amortization expenses	1	770,387	438,372
	Other expenses	18	1,849,754	5,854,770
	Total expenses		**32,584,433**	**32,060,231**
V.	**Profit (Loss) before tax (III-IV)**		**(2,378,888)**	**821,704**
VI	**Tax expense:**			
	(1) Current Tax		0	0
	(2) Deferred Tax		(104,890)	(85,888)
	(3) Tax for Earlier years		0	0
VII	**Profit (Loss) for the period**		**(2,273,998)**	**907,592**
VIII	**Other Comprehensive Income** **A.** Items that will not be reclassified to Profit or Loss			
	(i) Changes in Revaluation Surplus		0	0
	(ii) Remeasurements of Defined Benefit Plan		0	0

	(iii) Equity Instruments through OCI		0	0
			0	**0**
	(iv) Less - Income Tax relating to items that will not be classified to Profit or Loss		0	0
			0	**0**
	B. Items that will not be reclassified to Profit or Loss			
	(i) Exchange difference in translating Finanacial Statements of Foreign Operation		0	0
	(ii) Debt Instruments through OCI		0	0
	(iii) The effective portion of gain and loss on hedging instruments in a cash flow		0	0
			0	0
	(iv) Less - Income Tax relating to items that will be classified to Profit or Loss		0	0
			0	0
IX	**Total Comprehensive Income for the period (VII + VIII)**		**(2,273,998)**	**907,592**
XIV	**Earnings per equity share:**			
	(1) Basic		(3.92)	1.56
	(2) Diluted		-	-

Accounting Policies & Contingent Liability
The notes referred above are integral part of Financial Statement

As per our Report of even date
For Lalit Jham & Co
Chartered Accountant

For Hariyana Ventures Limited

HARISH AGRAWAL
DIRECTOR
DIN: 291083

DINESH AGRAWAL
DIRECTOR
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Lalit Jham
Partner
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Nagpur dated 22nd June 2021
UDIN: 21040501AAAABX4769

VIDHI SAMBHWANI
CS

NAVALKISHORE PUROHIT
CFO

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 ST MARCH 2021

	Particulars		AMOUNT (RS)	AMOUNT (RS)
A.	**CASH FLOWS FROM OPERATING ACTIVITIES**		**31.03.2021**	**31.03.2020**
	NET PROFIT BEFORE TAX		(2378888)	821704
	ADJUSTMENTS :			
	DEPRECIATION		770387	438372
	INTEREST PAID		1170444	2245538
	DEFERRED TAXES		(104890)	(85888)
	REVALUATION RESERVE WRITTEN BACK		0	0
	OTHER INCOME (interest & dividend)		(1159404)	(5116929)
	PROFIT ON SALE OF FIXED ASSET		0	(1237064)
	PROFIT ON SALE OF INVESTMENTS		0	0
	OPERTAING PROFIT BEFORE WORKING CAPITAL ADJUSTMENTS		(1702351)	(2934267)
	CHANGES IN WORKING CAPITAL :			
	INCREASE / DECREASE IN INVENTORIES		262068	(2597487)
	INCREASE / DECREASE IN DEBTORS		2036544	54272231
	INCREASE / DECREASE IN LOANS & ADVANCE		(253303)	9621041
	INCREASE / DECREASE IN CURRENT LIABILITES		3521275	217075
	INCREASE / DECREASE IN CURRENT LOANS (LIABILITIES)		(1278926)	(42979238)
	CASH GENERATED FROM OPERATIONS		2585308	15599355
	TAXES		(104890)	(85888)
			2690198	15685243
	CASH FLOW BEFORE EXTRAORDINARY ITEMS SETTLEMENTS IF ANY			
	NET CASH FROM OPERATING ACTIVITIES	**(A)**	**2690198**	**15685243**

B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	PURCHASE OF FIXED ASSETS		(7100)	(2412476)
	SALE OF FIXED ASSETS		0	1350000
	SALE OF INVESTMENTS		0	0
	PURCHASE OF INVESTMENTS		(150000)	0
	PROFIT ON SALE OF INVESTMENTS		0	0
	OTHER INCOME (interest & dividend)		1159404	5116929
	NET CASH FROM INVESTING ACTIVITIES	**(B)**	**1002304**	**4054453**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	INCREASE IN SHARE CAPITAL		0	0
	INCREASE / DECREASE IN SECURED LOANS		0	0
	INCREASE / DECREASE IN UNSECURED LOANS		(2591785)	(15347804)
	INTEREST PAYMENTS		(1170444)	(2245538)
	NET CASH FROM FINANCING ACTIVITIES	**(C)**	**(3762229)**	**(17593342)**
	NET INCREASE IN CASH AND CASH EQUIVALENTS	**(A+B+C)**	(69728)	2146354
	OPENING BALANCE OF CASH AND CASH EQUIVALENTS		17152561	15006207
	CLOSING BALANCE OF CASH AND CASH EQUIVALENTS		**17082833**	**17152561**

As per our Report of even date
For Lalit Jham & Co
Chartered Accountant

Lalit Jham
Partner
(M.No. 040501)
Nagpur dated 22nd June 2021
UDIN: 21040501AAAABX4769

For Hariyana Ventures Limited

HARISH AGRAWAL — **DIRECTOR** — **DIN: 291083**

DINESH AGRAWAL — **DIRECTOR** — **DIN: 291086**

VIDHI SAMBHWANI — **CS**

NAVALKISHORE PUROHIT — **CFO**

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2021

Note 2

Non Current Investments	**As on 31st March 2021**	**As on 31st March 2020**
A.Trade Investments		
Total (A)	-	-
B. Equity Shares		
(Quoted and fully paid up)		
Prabhu steel Industries Ltd	218,410	218,410
(60650 fully paid up Shares at Face Value Rs. 10 each)		
Shree Gopal Finance P Ltd	38,597	38,597
(15000 fully paid up Shares at Face Value Rs. 10 each)		
Sharda Ispat Limited	10,000	10,000
(500 fully paid up Shares at Face Value Rs. 10 each)		
Gammon India Limited	1,400	1,400
(200 fully paid up Shares at Face Value Rs. 10 each)		
Sufalam Industries Limited	150,000	-
(15000 fully paid up Shares at Face Value Rs. 10 each)		
Total (B)	418,407	268,407
Grand Total (A + B)	418,407	268,407
Less : Provision for diminution in the value of Investments	-	-
Total	**418,407**	**268,407**

Note 3

Inventories	**As on 31st March 2021**	**As on 31st March 2020**
(At Cost or net realisable value)		
(As certified and valued by the Management)		
Finished Goods	2,442,610	2,704,678
Total	**2,442,610**	**2,704,678**

Note 4

Trade Receivables	As on 31st March 2021	As on 31st March 2020
Trade receivable outstanding for a period less than six months from the date they are due for payment.		
Secured, considered good		
Unsecured, considered good	6,696,240	6,443,230
Secured, considered doubtful		
Less: Provision for doubtful debts	-	-
	6,696,240	**6,443,230**
Trade receiveables outstanding for a period exceeding six months from the date they are due for payment Secured, considered good		
Secured, considered good	-	-
Unsecured, considered good	13,318,752	15,608,306
	13,318,752	**15,608,306**
Total	**20,014,992**	**22,051,536**

Note 5

Cash and cash equivalents	As on 31st March 2021	As on 31st March 2020
a. Balances with Banks		
Axis Bank (C/A. 918020097205197)	140,850	189,468
ICICI Bank (C/A.005905017528)	135,506	122,841
IDBI Bank LTD NO.0389103000000772	273,385	148,070
SBI A/C NO. 30052093253	32,285	129,883
N.N.S.B. Bank L04601/7632	38,669	108,570
Union bank of India 517201010036793	87,914	261,998
NNSB FDR	16,168,352	15,145,307
b. Cash in Hand		
Cash at Office	205,873	1,046,425
Total	**17,082,833**	**17,152,561**

Note 6

Current loans and advances	As on 31st March 2021	As on 31st March 2020
(Unsecured and Considered Good)		
a. Loans to related parties	-	-
b. Loans & Advances to Others	10,797,400	10,544,097
Total	**10,797,400**	**10,544,097**

Note 7

Share Capital	As on 31st March 2021	As on 31st March 2020
Authorised		
(30,00,000 Equity Shares of Rs.10/- each)	30,000,000	30,000,000
Issued, Subscribed and Fully paid up		
(5,80,500 Equity Shares of Rs.10/- each)	5,805,000	5,805,000
Total	**5,805,000**	**5,805,000**

a) The company has only one class of shares referred to as equity share having a par value of Rs. 10 Each. Holder of equity share is entitled to one vote per share.

b) The reconciliation of the number of shares outstanding as on March 31, 2021 and March 31, 2020 is set out below:

Reconciliation of the number of shares

Particulars	As on 31st March 2021	As on 31st March 2020
Shares outstanding at the beginning of the year	5,805,000	5,805,000
Add : Issued during the year	-	-
Less : Shares cancelled during the year	-	-
Shares outstanding at the end of the year	**5,805,000**	**5,805,000**

c]. The details of shareholders' holding more than 5% shares as on March 31, 2021 & 31st March 2020 are set out below:

Name of the Shareholder	No of Shares as on 31.03.2020	% of Shares as on 31.03.2021	No of Shares as on 31.03.2020	% of Shares as on 31.03.2020
Prabhu Steel Industries Ltd. 1	54500	9.39	54500	9.39
Upkar Investments Ltd.	53050	9.14	53050	9.14
Admire Investments Ltd	48350	8.33	48350	8.33
Bullish Bonds & Holdings Ltd	47100	8.11	47100	8.11
Mr. Dinesh Agarwal	42050	7.24	42050	7.24

Note 8

Reserves & Surplus	**As on 31st March 2021**	**As on 31st March 2020**
(a) Capital Reserve		
Opening Balance	10,913,306	10,913,306
(+) Net Profit/(Net Loss) For the current year	-	-
Closing Balance	**10,913,306**	**10,913,306**
(b) Surplus		
Opening balance	7,453,166	6,545,574
(+) Net Profit/(Net Loss) For the current year	(2,273,998)	907,592
Closing Balance	**5,179,168**	**7,453,166**
Total (a)+(b)	**16,092,474**	**18,366,472**

Note 9

Long Term Borrowings	**As on 31st March 2021**	**As on 31st March 2020**
Secured Borrowings :		
NNSB (Honda Jazz Loan)	625,577	804,283
UBI Car loan	919,492	1,070,582
-		
Unsecured Borrowings :		
Term Loans from Others	15,647,622	17,909,611
Total	**17,192,691**	**19,784,476**

Note 10

Short Term Borrowings	**As on 31st March 2021**	**As on 31st March 2020**
Secured Borrowings : Loans Repayable on Demand N.N.S.B. O/D Account	 14,047,381	 10,526,106
Total	**14,047,381**	**10,526,106**

Note 11

Trade Payables	**As on 31st March 2021**	**As on 31st March 2020**
Sundry Creditors	1,763,244	3,042,170
Security Deposits Payable	-	-
Total	**1,763,244**	**3,042,170**

Note 12

Revenue from Operation	**As on 31st March 2021**	**As on 31st March 2020**
SALES		
Iron & Steel	28,514,825	24,448,832
Total	**28,514,825**	**24,448,832**

Note 13

Other Income	**As on 31st March 2021**	**As on 31st March 2020**
Interest Received	1,157,036	5,112,194
Commission Received		2,079,110
Profit on Sales of Assests		1,237,064
Dividend	2,368	4,735
Accounts w/off	531,316	-
Total	**1,690,720**	**8,433,103**

Note 14

Cost of Material Consumed	As on 31st March 2021	As on 31st March 2020
A) Cost of Raw Material Consumed		
Opening Stock	-	-
Add: Purchase & Expencess	-	-
	-	**-**
less: Closing Stock	-	-
Cost of Raw Material Consumed	-	-
B) Manufacturing Expenses		
Freight Inward	32,949	23,761
Labour Charges	19,901	2,048
Sub Total	52,850	25,809
Total	**52,850**	**25,809**

Note 15

Changes in inventories	As on 31st March 2021	As on 31st March 2020
Opening Stock		
Finished Goods	2,704,678	107,191
Sub Total	**2,704,678**	**107,191**
Less:- Closing Stock		
Finished Goods	2,442,610	2,704,678
Sub Total	**2,442,610**	**2,704,678**
Total	**262,068**	**-2,597,487**

Note 16

Employee Benefit Expenses	As on 31st March 2021	As on 31st March 2020
Salary,Wages,Bonus and Allowances	909,531	779,623
Directors Remuneration	1,800,000	1,200,000
Total	**2,709,531**	**1,979,623**

Note 17

Finance Cost	As on 31st March 2021	As on 31st March 2020
Interest & Finance Charges	1,170,444	2,245,538
Total	**1,170,444**	**2,245,538**

Note 18

Other Expenses	As on 31st March 2021	As on 31st March 2020
Material Handling Exp.	171,400	154,662
Rent & Ground Rent	190,650	190,650
Rate & Taxes	94,855	2,485,713
Meeting Fees	80,000	80,000
Bank Commission and Charges	3,671	9,381
Acccounts W/Off	-	8,648
Car Expenses	70,724	28,474
Excise Duty earlier year	-	136,581
Travelling Exp	1,450	10,401
Repairs & Maintenance	60,553	183,724
Freight Outwards	-	8,100
Administrative & Other Misc.Expenses	1,118,951	1,792,214
Payment to Auditors	57,500	74,000
Refund of excess deposit	-	692,222
Total	**1,849,754**	**5,854,770**

As per our Report of even date
For Lalit Jham & Co
Chartered Accountant

For Hariyana Ventures Limited

HARISH AGRAWAL **DIRECTOR** **DIN: 291083**

DINESH AGRAWAL **DIRECTOR** **DIN: 291086**

Lalit Jham
Partner
(M.No. 040501)
Nagpur dated 22nd June 2021
UDIN: 21040501AAAABX4769

SANJOLI SARAF **CS**

AKSHITA AGARWAL **CFO**

Note 19

A. Significant Accounting Policies

1. System of Accounting: -

   The financial statements have been prepared to comply in all material respects with the generally accepted accounting principles, Indian Accounting Standards notified under Section Section 133 of the Companies Act 2013, read with relevant rules issued thereunder and the relevant provisions thereof.

   The financial statements have been prepared under the historical cost convention on accrual basis of accounting. The accounting policies have been consistently applied by the Company and are in line with those used last year.

   The Company follows mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis.

2. Revenue Recognition: -
   Expenses and Income considered payable and receivable respectively are accounted for on accrual.

3. Property Plant & Equipment: -
   Property Plant & Equipment are stated at historical cost, except part of leasehold land, building, shed and Plant & Machinery revalued and stated at Cost less accumulated depreciation and impairment losses if any. Cost comprises of the purchase price (net of tax/duty credit availed) and any cost direct / incidental and borrowing cost attributable to bringing the asset to its working condition for its intended use.

4. Depreciation on Property Plant & Equipment: -
   Depreciation is provided on property plant & equipment on written down value basis in accordance with the useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

   The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal and external factors. An impairment loss is recognized wherever the carrying amount of assets exceeds its recoverable amount. The recoverable amount is the greater of the assets' net selling price and the value in use. The assessment by the management shows no impairment.

Till 31ST March, 1993:

i) Depreciation on assets installed up to 30th June, 1987 is provided at the rate of depreciation prevalent at the time of installation of assets as per clarification by the ministry of industry, department of company affairs, vide its circular no. 1/86 dt. 21st may,1986.

ii) Deprecation on installation of fixed assets after 30th June, 1987 is provided as per rates specified in the schedule XIV of The Companies Act,1956.

After 31ST March, 1993:

Depreciation on all Assets installed after 31ST March 1993 is provided at the new rates as amended by the Notification no. GSR756(E) DT.16/12/93 read with circular no. 14 Dt. 20/12/93 issued by the Department of Company Affairs.

Depreciation on assets except Building and Shed and Plant and Machinery is provided on "Written down value method" as per provision of section 205(2) Schedule XIV of The Companies Act,1956.

From 1st April 2014:

Depreciation on all Assets is provided as per the useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. There has been a revision in the estimated useful life of the assets as per the Companies act 2013 and the unamortised depreciable amount will be charged over the revised remaining useful life.

Depreciation on assets except Building and Shed is provided on "Written down value method."

Since no manufacturing activity has been carried out during the year depreciation on such plant & machinery used in manufacturing process has not been provided.

5. Investments: -

   Non current Investments are of long term nature are stated at cost.

6. Inventories: -

   Inventories are valued at cost or net realizable value whichever is lower.

7. Provisions

   A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which reliable estimates can be made.

   Provisions are not discounted to its present value and are determined based on best management estimates required to settle the obligations at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best management estimates.

8. Cash Flow Statement

   The Company has prepared the Cash Flow Statement using the Indirect Method. Cash flows from operating, investing & financing activities are segregated.

9. Use of Estimates

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

10. Contingencies

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty are treated as contingent.
Contingent liabilities not provided for are in respect of:

	2021 Amount	2020 Amount
I. Claims not acknowledged as debts		
(a) SALES TAX (Disputed on Appeal)	Nil	Nil
II. Estimated value of contract remaining to be executed on capital accounts and not provided for (Net of advances)	Nil	Nil

11. Taxes on Income: -
Provision for current tax is made based on the tax payable under the current provisions of the tax laws applicable in the jurisdiction where in the income is assessable.

Deferred tax expenses or benefit is recognized on timing differences being the difference between taxable income and accounting income that arises in one period and are capable of reversal in one or more subsequent periods. Deferred Tax assets and liabilities are accounted for, using the tax rates and tax laws applicable as on the Balance Sheet date.

B. Notes on Accounts

1. Sundry Creditors, Sundry Debtors, Loans & Advances have been taken at their book value subject to confirmation and reconciliation.

2. Payment to Director

Directors Remuneration	**2020-21 (Rs)**	**2019-20 (Rs)**
Salary & Bonus	18,00,000	12,00,000
Sitting fees	80,000	80,000
Total	18,80,000	12,80,000

3. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.

4. Loans and advances includes amount outstanding from directors or/and Company in which directors are interested. Maximum Balance during the year:

	2020-21 (Rs)		**2019-20 (Rs)**	
	Closing	Max. Bal.	Closing	Max. Bal.

	Balance(`)	(`)	Balance (`)	(`)
	Nil	Nil	Nil	Nil

5. Major components of Deferred tax

Particulars	As at 31.03.2021
A) Deferred Tax Liabilities	
Depreciation	-104890
Total	
B) Deferred Tax Assets	
Disallowance u/s 40(a)(ia)	
Disallowance U/s 43B	
Gratuity Disallowed	
MAT credit available	
Total	
Net Deferred Tax liabilities/(assets) (A-B)	**-104890**

6. Related Party Disclosure

Sr. No.	Category	Name of the related Party
1	Subsidiaries	--- ---
2	Key Management	Shri Harish Agrawal Shri Dinesh Agrawal
3	Associates	Prabhu Steel Industries Ltd.
4	Relatives of Key Management Personnel	---

Transaction with Related Parties

Sr. No.	Nature of Transaction	Rs	Name of Related Party
1	Remuneration	9,00,000/-	Harish Agarwal
		9,00,000/-	Dinesh Agarwal
2	Purchase of RM / PM / FG	Nil	-----
3	Revenue Expenses	Nil	-----
4	Purchase of Fixed Assets	Nil	-----
5	Sales of RM / PM / FG	Nil	-----
6	Loan Received & Repaid	60,73,600/-	Prabhu Steel Industries Ltd.
7	Advance Given	Nil	-----

8	Advance Received	Nil	-----
9	Interest Paid	1,18,876/-	Prabhu Steel Industries Ltd.

7. **Unsecured loans & Advances:**

(a) All the unsecured loans have been guaranteed personally by one of the director of company.

Previous year figures have been regrouped or rearranged whenever necessary.

Signature to Note "1" to "11" of Balance sheet and "12" to "19" of Profit and Loss account

In terms of Our Separate Report of
Even Date Attached

As per our Report of even date
For Lalit Jham & Co
Chartered Accountant

For Hariyana Ventures Limited

HARISH AGRAWAL
DIRECTOR
DIN: 291083

DINESH AGRAWAL
DIRECTOR
DIN: 291086

Lalit Jham
Partner
(M.No. 040501)
Nagpur dated 22nd June 2021
UDIN: 21040501AAAABX4769

SANJOLI SARAF
CS

AKSHITA AGARWAL
CFO

ATTENDANCE SLIP
46thANNUAL GENERAL MEETING OF HARIYANA VENTURES LIMITED
TO BE HELD ON 30th SEPTEMBER,2021

Name and Address of Shareholder	Folio No.
No. of Shares	Client ID

I hereby record my presence at the 46th Annual General Meeting of the Company at PLOT NO 158 SMALL FACTORY AREA BAGADGANJNAGPUR 440 008, on September 30,2021, Thursday at 09.30 A.M.

____
Signature of the Shareholder or Proxy

____
Email Address:

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the meeting.

Electronic Voting Event Number (EVEN)	USER I'D	PASSWORD

FORM NO. MGT-11
PROXY FORM

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

Name of the Member(s):	
Registered address:	
E-mail Id:	
Folio No. /Client Id & DP. Id:	

I/We…………………………………………………………………………being a member / members holding…………………….shares of HARIYANA VENTURES LIMITED hereby appoint:

1	**Name:**	**Address:**
	Email ID:	**Signature:**
2	**Name:**	**Address:**
	Email ID:	**Signature:**
3	**Name:**	**Address:**
	Email ID:	**Signature:**

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on September 30,2021, Thursday at 09.30 A.M. at **PLOT NO 158 SMALL FACTORY AREA BAGADGANJ NAGPUR 440008** and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No	**Description.**	**No. of shares held**	**FOR**	**AGAINST**
1	To Receive, Consider and Adopt the Profit and Loss Account of the Company for the year ended 31st March, 2021 and Balance Sheet as at that date, Cash Flow statement for the year ended 31st March, 2021 and Report of the Directors and Auditors thereon.			
2	To appoint a Director in place of Mr. Harish Gangaram Agarwal, Managing Director (DIN: 00291083) who retires by rotation and being eligible offered himself for re-appointment.			
3	To appoint a Director in place of Mr. Dinesh Agrawal, Executive Director (DIN: 00291086) who retires by rotation and being eligible offered himself for re-appointment.			
4	To re-appoint Mr. Harish Agrawal (holding DIN: 00291083) as Managing Director of the Company.			
5	To re-appoint Mr. Dinesh Agrawal (holding DIN: 00291086) as Executive/Whole Time Director of the Company.			

Signed this 30th day September, 2021.

Signature(s) of the Shareholder(s)…………………..
Signature of Proxy Holder..................................

Notes: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

PAPER – MGT -12
BALLOT PAPER/POLLING PAPER

Name(s) of Member(s) : (In BLOCK/CAPITAL LETTERS)	
Registered Address :	
DP ID / Client ID* or Registered Folio No :	
No. of equity shares held :	

***Applicable in case of Share held in electronic from**

I/We hereby exercise my/our vote in respect of the following resolution(s) as set out in the Notice of 46th Annual General Meeting of Company scheduled to be held on September 30, 2021, at 09.30 A.M. at **PLOT NO 158 SMALL FACTORY AREA BAGADGANJNAGPUR 440 008**, which is proposed to be placed for consideration of members at the aforesaid Annual General Meeting of the Company, by conveying my/our assent and/or dissent to the said Resolution(s) in the relevant box as stated here in below:

Reso No.	Resolution	No. of Equity Share(s) held	I/We assent to the resolution (For)*	I/We dissent to the resolution (Against)*
Ordinary Businesses				
1.	To Receive, Consider and Adopt the Profit and Loss Account of the Company for the year ended 31st March, 2020 and Balance Sheet as at that date, Cash Flow statement for the year ended 31st March, 2020 and Report of the Directors and Auditors thereon.			
2.	To appoint a Director in place of Mr. Harish Gangaram Agarwal, Managing Director (DIN: 00291083) who retires by rotation and being eligible offered himself for re-appointment.			
3.	To appoint a Director in place of Mr. Dinesh Agrawal, Executive Director (DIN: 00291086) who retires by rotation and being eligible offered himself for re-appointment.			
Special Businesses				
4	To re-appoint Mr. Harish Agrawal (DIN: 00291083) as Managing Director of the Company.			
5	To re-appoint Mr. Dinesh Agrawal (DIN: 00291086) as Executive/Whole Time Director of the Company.			

*Please put a tick mark (✓) in appropriate column against the resolution(s) indicated above. In case of member/proxy wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns 'For' and/or 'Against'.

Place:
Date:

Signature of Member

ROUTE MAP TO THE VENUE OF THE 46th ANNUAL GENERAL MEETING ON SEPTEMBER 30,2021, WEDNESDAY AT 09.30 A.M.