

DR. M. INDUSCORP LIMITED

(FORMERLY KNOWN AS DR. M. SOY PROTEINS LIMITED)

Regd. Office: 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005

CIN No.: L01119 DL1986PL023698

E-mail: drmsoy@gmail.com | Ph.: 011 28716806

Date: 26/08/2023

To,
Metropolitan Stock Exchange of India Limited
205(A), 2nd Floor, Piramal Agastya Corporate Park,
Kamani Junction, LBS Road, Kurla (West),
Mumbai, Maharashtra - 400070

[Symbol: DRMIND]

Sub: Notice of 37th Annual General Meeting of the Company and Annual Report for the year 2022-23

Dear Sir,

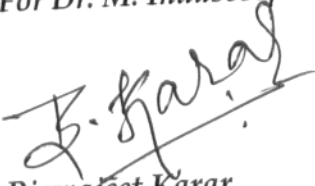
We wish to inform you that 37th Annual General Meeting of the Company will be held on Wednesday, 20th day of September, 2023 at 11:00 A.M. at its registered office situated at 18B/1, Ground Floor, Dev Nagar, D. B. Gupta Road, Karol Bagh, New Delhi - 110005, to transact the business as set out in the notice of the Meeting.

Further, in compliance with Regulation 34 of the SEBI (LODR) Regulations, 2015, please find enclosed herewith the Notice of 37th Annual General Meeting of the Company and Annual Report for the financial year 2022-23 of the Company.

You are requested to take the same on records.

Thanking You
Yours Sincerely

For Dr. M. Induscorp Limited


Biswajeet Karar
(Company Secretary)
M. No. A58920

37TH
ANNUAL REPORT
[2022-23]

DR. M. INDUSCORP
LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONAL

1. Mr. Prem Prakash –Managing Director
2. Mr. Pankaj Gupta – Director
3. Ms. Ruchi Gupta - Director
4. Mr. Rama Krishnan – Independent Director
5. Mr. Sujeet Kumar - Independent Director
6. Ms. Richa Chawla – Independent Director
7. Ms. Pooja Gupta –Chief Financial Officer (CFO)
8. Mr. Biswajeet Karar–Company Secretary (CS)

AUDIT COMMITTEE:

1. Ms. Richa Chawla-Chairperson
2. Mr. Prem Prakash–Member
3. Mr. Rama Krishnan–Member

STAKEHOLDERS RELATIONSHIP COMMITTEE:

1. Ms. Richa Chawla–Chairperson
2. Mr. Prem Prakash–Member
3. Mr. Rama Krishnan–Member

NOMINATION AND REMUNERATION COMMITTEE:

1. Ms. Richa Chawla–Chairperson
2. Mr. Pankaj Gupta–Member
3. Mr. Rama Krishnan–Member

INTERNAL COMPLAINTS COMMITTEE:

1. Ms. Richa Chawla–Chairperson
2. Mr. Pankaj Gupta–Member
3. Mr. Rama Krishnan–Member

STATUTORY AUDITORS:

M/s. Oswal Jain & Associates

INTERNAL AUDITORS:

M/s. Nitin Rajnish & Associates

SECRETARIAL AUDITORS:

M/s. A.K. Nandwani & Associates

REGISTERED OFFICE:

18B/1, Ground Floor, Dev Nagar,
D.B. Gupta Road, Karol Bagh,
New Delhi – 110005
Phone No. 011-28716806
Website: www.drinduscorp.com
E-mail: drmsoy@gmail.com

REGISTRAR AND TRANSFER AGENTS (RTA):

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

D-153A, 1st Floor, Okhla Industrial Area,
Phase-I, New Delhi-110020
Tel: 011-26812682/83; 011- 64732681 to 88
Fax: 011-26812682
E-mail: admin@skylinerta.com

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NOTICE FOR CALLING ANNUAL GENERAL MEETING

Notice is hereby given that the 37th Annual General Meeting of the members of **DR. M. INDUSCORP LIMITED** will be held as follows:

Day: Friday

Date: 15th September

Time: 11:00 A.M.

Place: 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005

to transact the following business:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Auditors' Report and Directors' Report thereon.
2. To appoint a director in place of **Mr. Pankaj Gupta (DIN: 00289145)**, who retires by rotation and being eligible, he offers himself for re-appointment as a Director of the Company.

BY ORDER OF THE BOARD

SD/-

**BISWAJEET KARAR
COMPANY SECRETARY**

M. No.: A58920

**ADD: 18B/1, D.B. GUPTA ROAD,
KAROL BAGH, NEW DELHI-110005**

Date: 20.08.2023

Place: New Delhi

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of himself/ herself and the proxy need not be a member of the Company. A proxy in order to be effective must be lodged at the registered office of the Company at least forty years (48) hours before the time of the meeting.
2. A person can act as proxy on behalf of members not exceeding fifty (50) members and holding in the aggregate not more than ten percent of the total share capital of the company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

3. The Register of Members and Share Transfer Books of the Company shall remain closed from **16.09.2023 to 20.09.2023** (Both days inclusive).
4. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company's Registrar and Share Transfer Agent namely **SKYLINE FINANCIAL SERVICES PVT. LTD.**
5. Members/Proxies should bring Attendance Slips duly filled and signed in for attending the meeting.
6. In case of joint holders attending the meeting, only such joint-holder who is higher in the order of names will be entitled to vote at the Meeting.
7. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting.
8. Shareholders seeking any information with regard to Accounts are requested to write to the Company at least Seven (7) days before the date of the meeting so as to enable the management to keep the information ready.
9. Members are requested to:
 - (a) Notify any change in their address to the Company including PIN CODE to the Registrar and Share Transfer Agent of the Company namely:

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

**D-153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA PHASE-I,
NEW DELHI- 110020
PH. +91-11-64732681 to 88
E-mail: admin@skylinerta.com**

Members whose shareholding is in electronic mode are requested to direct change of address notifications and bank particulars for receiving the dividend, if declared, through electronic credit under ECS, to their respective Depository Participants.

- (b) Bring their copies of Annual Report with them to the meeting as the same will not be supplied again at the Meeting as a measure of economy.
10. In compliance with the **SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January 2023**, Copies of the Annual Report 2022-23 are being sent by electronic mode only to all the members whose email addresses are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. A Notice has been published for the members who have not registered their email addresses so far, requesting to register their email address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company.

11. Voting through electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting (facility to cast vote prior to the AGM) to its members in respect of business to be transacted at the AGM. The facility of casting the votes by the members using an electronic voting system from a place other than venue of Annual General Meeting (AGM) ("**remote e-voting**") will be provided by Central Depository Services (India) Limited (CDSL). The remote e-voting rights of the members /beneficial owners shall be reckoned in proportion to the equity shares held by them in the Company as on **15th September, 2023** (Cut-off date fixed for determining the eligibility to vote by electronic means or by ballot in the AGM). Detailed instructions for availing the e-voting facility is annexed as **Annexure A**.

12. Details of Scrutinizers

- (i) Ms. Kavita of M/s. A. K. Nandwani & Associates, Company Secretaries in Practice (Membership No FCS 9115), has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the e-voting process and Ballot for the Annual General Meeting in a fair and transparent manner.
 - (ii) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members present at the AGM but have not cast their vote by availing remote e-voting facility.
 - (iii) Immediately after the conclusion of voting at the AGM, the scrutinizer will first count the votes cast at the AGM and thereafter unblock the votes cast through remote e- voting in the presence of at least two witnesses not in the employment of company. The scrutinizer will prepare a consolidated scrutinizer's Report of the total votes cast in favor or against and submit consolidated report on or before **22.09.2023**. This report shall be made to the Chairman or any other person authorized by the Chairman, who will then declare the result of the voting.
13. The Results declared along with the Scrutinizer's Report(s) shall be placed on the website of the Company viz www.drinduscorp.com and on CDSL's website viz. www.evotingindia.com immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Shares of the Company are listed.
14. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 A.M to 12:00 NOON) on all working days up to and including the date of the Annual General Meeting of the Company.
15. Details of Directors seeking appointment/re-appointment at the ensuing Annual General Meeting (pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been attached separately with this notice as **Annexure - B**.

16. Other useful information for shareholders:

- i. SEBI vide its circular dated 03.11. 2021 mandated the shareholders holding shares in physical form to update KYC details viz. PAN, Bank Account, communication and nomination and also to ensure the holder's PAN is linked with Aadhaar as per the date specified by the Central Board of Direct Taxes. In case PAN is not linked with Aadhaar within specified time, RTA will freeze the holdings held under such folio.
- ii. The concerned shareholders are requested to verify the details, and if not updated, send the requisite details with supporting documents, to our Registrar and Share Transfer Agent (RTA) in the following prescribed forms which are also available at the Company's website viz. www.drminduscorp.com.

S. No.	Particulars	Form No.
1	PAN^, Address, E-mail address, Mobile number, demat account details, Bank account details, Updation of specimen signature	ISR-1 along with ISR-2
2	Nomination details*	SH-13
3	Declaration to opt out of nomination*	ISR-3

^Mandatory

** In case you are opting not to provide nomination, submit ISR-3 in place of SH-13.*

Shareholders holding shares in electronic form are requested to update their e-mail address, phone number and address for correspondence with their respective depositories (DPs).

- Shares held in the physical form by the shareholders shall be frozen if the requisite KYC are not updated by 01.04.2023 and not eligible to i) lodge grievance and avail any service request; and for receipt of dividend in physical mode.
- As mandated by SEBI vide its circular dated 25.01.2022, shareholders are requested to submit Form ISR-4 along with the relevant documents for request pertaining to issue of duplicate share certificate, transmission and transposition, endorsement, sub-division/splitting, consolidation and claiming shares, if any, transferred to unclaimed suspense demat account of the Company for verification and if in order, processing the same.
 - a) For updation of KYC and nomination details by the holders of the physical shares, the aforesaid forms along with the supporting documents are required to be submitted to the Company's RTA.
 - b) Shareholders holding shares in electronic form are requested to send their instructions regarding updation of PAN, change/update of name, address, bank details, nomination, e-mail address, phone number directly to their DP as the same are maintained by them.
 - c) As mandated by the Listing Regulations, your Company has designated e-mail ID drmsoy@gmail.com for redressal of investor complaints.

- d) Shareholders may note that as per the requirement of Regulation 40(9) of the SEBI (LODR), your company has obtained certificates from the Practising Company Secretary for due compliance of share transfer facilities and filed the same with the Stock Exchange.
- e) As mandated by the Listing Regulations, request for effecting transfer of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository, except in case of transmission or transposition of shares.

ANNEXURE-A

The e-Voting process to be followed by the shareholders to cast their votes:

- During the voting period, the shareholders can visit the e-Voting website www.evotingindia.com and select the relevant EVSN/Company for voting.
- The shareholders having shares in the Demat form can login to the e-voting system using their user-id (i.e., demat account number), PAN and password provided. The shareholders having shares in Physical form can log-in using the folio number of the shares, PAN and the password provided.
- After logging in, demat security holders will have to mandatorily change their password. This password can be used by demat security holders for all future voting on resolutions of companies in which they are eligible to vote. Physical security holders will be provided with a fresh password for every e-voting.
- Security holders can then cast their vote on the resolutions available for voting.
- Security holders can also view their solution details on the e-voting website.
- Once the security holder casts the vote, the system will not allow modification of the same.
- During the voting period, security holders can login any number of times till they have voted on all the resolutions.

Instructions For E-Voting:

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on **17.09.2023 at 09:00 A.M. and ends on 19.09.2023 at 05:00 P.M.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **15.09.2023** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will

	be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

(v) Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800225533.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(vi) Login method for e-Voting and joining virtual meetings for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - b. For CDSL: 16 digits beneficiary ID,
 - c. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - d. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or Company please enter the member id/ folio number in the Dividend Bank details field as mentioned in instruction (3).

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Shareholders holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant DR. M. INDUSCORP LIMITED on which you choose to vote.
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) **Facility for Non-Individual Shareholders and Custodian-Remote Voting**
 - Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz;

csinduscorp@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 1800225533.

ANNEXURE-B

PROFILE OF DIRECTORS SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING ("AGM")

Please refer Item No.2 of the Notice

<i>Particulars</i>	Mr. Pankaj Gupta
<i>Date of Birth</i>	05.09.1980
<i>Date of Appointment</i>	20.11.2015
<i>Qualifications</i>	Graduate
<i>Expertise in specific functional areas</i>	He has more than 22 years of experience in Business Administration.
<i>Directorships held in other public companies (excluding foreign companies and section 8 companies)</i>	NIL
<i>Memberships/chairmanships of committee of other public companies (includes only Audit Committee and stakeholders' relationship committee)</i>	NIL
<i>Number of shares held in the company</i>	1,22,694
<i>Relationship with the Company</i>	Promoter

BY ORDER OF THE BOARD

SD/-

BISWAJEET KARAR

COMPANY SECRETARY

**ADD: 18B/1, D.B. GUPTA ROAD,
KAROL BAGH, NEW DELHI-110005**

Date:20.08.2022

Place: New Delhi

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 37th Directors' Report together with the Audited Accounts of the Company for the financial year ended 31st March, 2023.

FINANCIAL SUMMARY

The summarized financial performance of the Company during the year under review is as under:

Amount (in Rs. Thousands)

<i>Particulars</i>	<i>For the Year ended 2023</i>	<i>For the Year ended 2022</i>
Total Income	7,037.60	6,514.92
Total Expenses	6,285.78	7,538.77
sProfit (Loss) before Depreciation	898.69	(806.11)
Less: Depreciation & Amortization	146.88	217.73
Profit (Loss) after depreciation	751.81	(1,023.84)
Less: Current Income Tax	-	-
Less: Previous year adjustment of Income Tax	-	-
Less: Deferred Tax	-	-s
Net Profit after Tax	751.81	(1,023.84)
Balance carried to Balance Sheet	751.81	(1,023.84)

During the year, your Company has achieved total turnover of Rs. 7037.60 Thousands. The Company has observed an increase of 8.02% in its revenue as compared to Rs. 6514.92 Thousands in previous Financial Period. Further, your Company achieved profit of Rs. 751.81 Thousands in compared to loss of Rs. 1023.84 Thousands in previous Financial Year.

TRANSFER TO RESERVES

No Amount has been transferred to Reserve.

DIVIDEND

For future requirements of funds, the Board has not recommended any dividend for the period under report.

REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

Financial results have been summarized above under financial summary. In view of tough competition prevailing in the market, the directors of the company are making all efforts to secure better results in future.

Our strategies for the future are explained in the Management Discussion and Analysis section, which forms part of this Annual Report.

CHANGES IN BUSINESS ACTIVITIES DURING THE YEAR

There was no change in the business activities of the Company during the year under review.

MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of this report.

DEPOSITS

Your Company has not accepted any public deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12)

During the year under review, there were no frauds reported by the auditors to the Audit Committee or the Board under section 143(12) of the Companies Act, 2013.

PARTICULARS OF LOANS AND INVESTMENTS MADE

Particulars of Loans, Guarantees or Investments in accordance with the provisions of Section 186 of the Act.

Amount Outstanding as at 31st March, 2023

<i>Particulars</i>	<i>Amount (In Rs. Thousands)</i>
Loans Given	3750.9
Guarantee given	-
Investment made	2100.89

INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

Internal Financial Controls are an integrated part of the risk management process, addressing financial and financial reporting risks. Your Company has adequate system of Internal Controls with reference to financial statements. The Company believe that these systems provide reasonable assurance that Company's internal financial controls are designed effectively and are operating as intended.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Your Company does not own any manufacturing facility, therefore the requirements pertaining to disclosure of particulars relating to conservation of energy, research & development and technology absorption, as prescribed under Section 134(3)(m) of the Companies Act, 2013, read with the Rule 8(3) of the Companies (Accounts) Rules, 2013 are not applicable.

Further, there is no Foreign Exchange Earning & Outgo during the year under review.

RISK MANAGEMENT POLICY

Your Company has been following the principle of risk minimization as a significant norm in every industry which has now become mandatory under Section 134(3)(n) of the Companies Act, 2013. The Board of Directors has adopted a Risk Management Policy which emphasizes risk assessment and minimization procedures, steps for framing, implementing and monitoring the risk management plan for the company.

CORPORATE SOCIAL RESPONSIBILITY

The provisions relating to the development and implementation of Corporate Social Responsibility are not applicable to the Company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

a) Retire by rotation

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Pankaj Gupta (DIN: 00289145) Director shall retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. In view of valuable guidance and support received from him, your Directors recommend his re-appointment.

b) Changes in Directors of the Company during the Financial Year 2022-23

There was no change in the Directorship of the Company during the FY 2022-23.

As on 31.03.2023, following are the Directors of the Company:

S. No.	Name	Designation
1	Mr. Prem Prakash	Managing Director
2	Mr. Pankaj Gupta	Director
3	Ms. Ruchi Gupta	Director
4	Mr. Rama Krishnan	Independent Director
5	Ms. Richa Chawla	Independent Director
6	Mr. Sujeet Kumar	Independent Director

c) Declaration of Independent Director and Statement on Compliance of Code of Conduct

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule-IV of the Act.

The Company has formulated the Code of Conduct for Directors and Senior Management Personnel Further the Board of Directors and Senior Management Personnel have fully complied with the provisions of the Code of Conduct of Board of Directors and Senior Management of the Company during the Financial Year ending 31st March, 2023.

d) Woman Director

In terms of the provision of Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has complied with the requirement of having at least one Director on the Board of Company. Ms. Ruchi Gupta, Director is the Woman Director of the Company.

e) Changes in Key Managerial Personnel (KMP)

There was no change in KMPs during the period under review.

KMPs of your Company as on 31.03.2023 are as under:

<i>S. No.</i>	<i>Name</i>	<i>Designation</i>
1	Ms. Pooja Gupta	Chief Financial Officer (CFO)
2	Mr. Biswajeet Karar	Company Secretary (CS)

REMUNERATION OF THE DIRECTORS/ KEY MANAGERIAL PERSONNEL (KMP) AND PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors / Key Managerial Personnel (KMP) and Employees of the Company is furnished hereunder:

- (i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year: **The Company has only 4 employees out of which 3 are Key Managerial Personnel.**
- (ii) the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

<i>Sr. No.</i>	<i>Name</i>	<i>Category</i>	<i>Remuneration (Rs. In Thousands)</i>		<i>Increase (%)</i>
			<i>2022-23</i>	<i>2021-22</i>	
1.	Mr. Prem Prakash	Managing Director	480.00	480.00	-
2.	Ms. Pooja Gupta	CFO/KMP	30.00	118.00	-
3.	Mr. Dileep	Employee	136.00	-	-
4.	Mr. Biswajeet Karar	Company Secretary	270.00	300.00	-

- (iii) The percent increase in the median remuneration of employees in the financial year: **NIL**
- (iv) the number of permanent employees on the rolls of Company: **The Company has only 4 employees out of which 3 are Key Managerial Personnel.**
- (v) average percentile increased 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: **NIL**
- (vi) the key parameters for any variable component of remuneration availed by the Directors: **Nil**
- (vii) The remuneration paid to the Directors/ Key Managerial Personnel (KMP) is in accordance with the remuneration policy of the Company.

The provisions of Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable, as there are no such employees who were drawing / in receipt of remuneration exceeding the prescribed amount during the period under review.

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 year, no material court orders was passed by any regulators, tribunals or courts which impact the going concern & company's operation in future.

BOARD MEETINGS

During the year, four (4) Board Meetings were held on the below mentioned dates:

- 30th May, 2022
- 13th August, 2022
- 14th November, 2022
- 14th February, 2023

and the same were convened and held in Compliance with the provisions of the law. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and Listing Regulations.

DETAILS OF MEETING ATTENDED BY EACH DIRECTOR

S. No.	Name of Director	Number of meetings attended
1.	Mr. Prem Prakash	4
2.	Mr. Pankaj Gupta	4
3.	Ms. Ruchi Gupta	4
4.	Mr. Rama Krishnan	4
5.	Mr. Sujeet Kumar	4
6.	Ms. Richa Chawla	4

AUDIT COMMITTEE MEETINGS

During the year, 4 Audit Committees Meetings were held on 30.05.2022, 13.08.2022, 14.11.2022 and 14.02.2023 and the same were convened and held, in compliance with the provisions of the Act.

S. No.	Name of Director	Designation	Number of meetings attended
1.	Ms. Richa Chawla	Chairperson	4
2.	Mr. Prem Prakash	Member	4
3.	Mr. Rama Krishnan	Member	4

STAKEHOLDERS RELATIONSHIP COMMITTEE

During the year, 1 (One) Stakeholders Relationship Committees Meeting was held on 13.08.2022 and the same were convened and held, in compliance with the provisions of the Act.

S. No.	Name of Director	Designation	Number of meetings attended
1.	Ms. Richa Chawla	Chairperson	1
2.	Mr. Prem Prakash	Member	1
3.	Mr. Rama Krishnan	Member	1

NOMINATION AND REMUNERATION COMMITTEE

During the year, 1 (One) Nomination and Remuneration Committees Meeting was held on 13.08.2022 and the same was convened and held, in compliance with the provisions of the Act.

S. No.	Name of Director	Designation	Number of meetings attended
1.	Ms. Richa Chawla	Chairperson	1
2.	Mr. Pankaj Gupta	Member	1
3.	Mr. Rama Krishnan	Member	1

RESOLUTION PASSED BY WAY POSTAL BALLOT

The Company has passed Special Resolution under Section 186 of the Companies Act, 2013 through postal ballot commenced from 02nd December, 2022 ended on 31st December, 2022.

COMPANY'S POLICY RELATING TO DIRECTORS' APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and other applicable provisions if any, the Board of Directors has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy of the Company, inter-alia, includes the aims and objectives, principles of remuneration, criteria of or identification of Board Members and senior management.

The Criteria for identification of the Board Members including for determining qualification, positive attributes, independence etc. are given hereunder:

- The Board Member shall possess appropriate skills, qualification and experience.
- Director should possess high level of personal and professional ethics and values. He should be able to manage the interests and concerns of the Company as well as the shareholders.
- Independent Director shall be a person with vast experience and expertise who fulfils the criteria of independence under Section 149 of the Companies Act, 2013 and could contribute to the growth of the Company.
- The Director must be willing to denote sufficient time and energy to carry out his duties and responsibilities effectively and properly.

BOARD EVALUATION

The Board evaluated the effectiveness of its functioning and that of the Committees and individual Directors by seeking their inputs on various aspects of the Board/ Committees Governance.

The aspects covered in the evaluation included the contribution to and monitoring of corporate governance practices, participation in the long-term strategic planning and the fulfillment of Directors' obligations and fiduciary responsibilities, including but not limited to active participation at the Board and Committees meetings.

The Chairman of the Board had one-on-one meeting with the Independent Directors and the Chairman of the Nomination and Remuneration Committee had one-on-one meeting with the Executive and Non-Executive Directors. The meetings were intended to obtain Directors' inputs on effectiveness of the Board/Committees.

The Board discussed and considered the inputs received from Directors.

Further, the Independent Directors at their meeting reviewed the performance of the Board, its Chairman and the Non-Executive Directors of the Board.

MEETING OF INDEPENDENT DIRECTORS

During the year under review, a meeting of Independent Directors was held on February 14, 2023 wherein the performance of the Non-Independent Directors, the Chairman and the Board as a whole was reviewed. The Independent Directors at their meeting also assessed the quality, quantity and timeliness of flow of information between the Company's management and the Board of Directors of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

As required in terms of Section 134(5) of the Companies Act, 2013, your Directors wish to state as under-

1. That in the preparation of the Annual Accounts, the applicable Accounting Standards had been followed and there were not material departures;
2. That the Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2023 and of the profit or loss of the Company for the year ended on that date;
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The Directors have prepared the annual accounts of the Company on a going concern' basis;
5. The Directors have laid down internal financial controls in the company that are adequate and were operating effectively;
6. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

RELATED PARTY TRANSACTIONS PURSUANT TO CLAUSE (H) OF SUB-SECTION 134 OF THE ACT AND RULE 8(2) OF THE COMPANIES (ACCOUNTS) RULES, 2014

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

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

No such transactions were entered during the financial year 2022-23.

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

The contract or arrangement or transactions entered with the related parties during the financial year 2022-23 were not material and the same were disclosed in the notes to accounts forming part of the financial statements for the year ended 31st March, 2023.

Accordingly, particulars of contracts/ arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 along with the justification for entering into such contracts and arrangements in form AOC-2 does not form part of the report.

HOLDING/SUBSIDIARY COMPANY

The Company is not a subsidiary of any other company.

The Company does not have any subsidiaries, joint ventures or associate companies.

NOMINATION AND REMUNERATION POLICY

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy of the Company, inter-alia, includes the aims and objectives, principles of remuneration, criteria for identification of Board Members and senior management had been adopted by the board, and is being followed completely.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required under Clause 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Management Discussion and Analysis Report is enclosed as a part of this report as **Annexure - C.**

AUDITORS & AUDITOR'S REPORT

a) STATUTORY AUDITORS

M/S OSWAL JAIN & ASSOCIATES, Chartered Accountants, were appointed as the Statutory Auditors of the Company for a period of 5 years in accordance with the provisions of Sec. 139 of Companies Act, 2013 at the 36th Annual General Meeting of the Company held on 27.09.2022 to hold office till the conclusion of the 42nd Annual General Meeting.

b) INTERNAL AUDITORS

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and Rules related thereto, **M/S. NITIN RAJNISH & ASSOCIATES, Chartered Accountants**, New Delhi have been appointed as the Internal Auditors of the Company and their report is duly reviewed by the Audit Committee.

c) SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Company has appointed **M/s. A. K. Nandwani & Associates, Company Secretaries in Practice** to undertake the Secretarial Audit of the Company. The Report of the Secretarial Auditor in Form **MR-3** is enclosed as a part of this report as **Annexure - D.**

d) AUDITORS REPORT(S)

The reports of the Statutory Auditors and Secretarial Auditors have been duly considered by the Board. The observations and comments given by the Auditors and Management's reply on the same are as under:

- Management's reply to the comments of the qualifications made by the Statutory Auditors on the Financial Statements of the Company for the period ended 31st March 2023.

<i>Qualification of the Statutory Auditor</i>	<i>Management's Reply</i>
1 The company during the year has advanced an unsecured intercorporate deposit which exceeds the prescribed limit as permitted under section 186.	The needful correction was made and the requisite shareholders' resolution has been passed under section 186 of the Companies Act, 2013 on 31/12/2022 and the limit has been approved and ratified by shareholders.

- Management's reply to the comments of the qualifications made by the Secretarial Auditor in Secretarial Audit Report for the period ended 31st March 2023.

<i>Qualification of the Secretarial Auditor</i>	<i>Management's Reply</i>
1 36 th Annual General Meeting of the Company was held in physical mode and the Company has not provided OC/OAVM facility to its shareholders.	The Company has not provided OC/OAVM facility to its shareholders due to financial constraint.

AUDIT COMMITTEE

The Audit Committee of the Board has been duly constituted in accordance with the provisions of Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

VIGIL MECHANISM - WHISTLE BLOWER POLICY

In terms of the provisions of Sec 177(9) & (10) of the Companies Act, 2013 and pursuant to the provisions of Regulation 22 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations,

2015, the Board of Directors has duly approved a vigil mechanism for stakeholders, employees and Directors about illegal or unethical practices and for the Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics Policy.

INTERNAL COMPLAINTS COMMITTEE AND ITS POLICY AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Board has constituted an Internal Complaints Committee and adopted a policy on Sexual Harassment as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under. The Internal Complaints Committee has not received any complaints on sexual harassment during the year under review.

There were no incidences of sexual harassment reported during the year under review, in terms of the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

APPLICATION MADE OR ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPT CODE, 2016

The Company has neither made any application nor any proceedings were pending under the Insolvency and Bankrupt Code, 2016, during the year under review.

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

There is no difference between the amount of the Valuation done at the time of One Time Settlement and while taking loan from the Banks or Financial Institutions.

MAINTENANCE OF COST RECORDS

The provisions related to maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 are not applicable to the Company.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards i.e., SS-1 and SS-2 relating to the 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

SHARES

During the year under review, there is no change in the share capital of the Company. The Equity Shares of the Company are listed on Metropolitan Stock Exchange of India Limited (MSEI).

REPORT ON CORPORATE GOVERNANCE

In terms of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provision of Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company since the paid-up capital of the Company is below

Rs. 10 Crores and also the net worth of the Company is below Rs. 25 Crores. Thus, the Company is not required to attach the Corporate Governance report with the Report of the Board of Directors.

CORPORATE SOCIAL RESPONSIBILITY

No disclosures on Corporate Social Responsibility are required as provision under Section 135 of the Companies Act, 2013 and Rules made thereunder are not applicable to the Company.

ANNUAL RETURN

Pursuant to Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for FY 2022-23 of your Company is available on its website at <http://drminduscorp.com/index.php/services/investors-info/>

BY ORDER OF THE BOARD

SD/-
NAME: PREM PRAKASH
DESIGNATION: CHAIRMAN
DIN: 00289179
ADDRESS: 18 B/1, D. B. GUPTA ROAD, KAROL
BAGH, NEW DELHI-110005

SD/-
PANKAJ GUPTA
DIRECTOR
00289145
18 B/1, D. B. GUPTA ROAD, KAROL
BAGH, NEW DELHI - 110005

DATE: 12.08.2023
PLACE: NEW DELHI

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

ECONOMIC AND SECTOR OUTLOOK

The world is more connected than ever before and impact of events in one corner of the globe is seen more pronounced in the other corner. Variables such as uncertainties and geo-political segmentations are looming large over most of the leading economies. The relatively slow global growth of 2022 was marked by the Russian invasion of Ukraine, unprecedented inflation, pandemic-induced slowdown in China, higher interest rates, global liquidity squeeze and quantitative tightening by the US Federal Reserve. The challenges of 2022 translated into moderated spending, disrupted trade and increased energy costs. Indian economy, has emerged as a bright star in its 75th year of independence when it grew at 7.2% in 2022-23, becoming fastest growing major economy in the world for third time in a row.

INDUSTRIAL AND BUSINESS REVIEW

The Company is engaged in carrying trading activities during the financial year. The Company is exploring new avenues of business for its growth.

However, the Company strives to integrate cutting age innovation and quality to its product. Through its bespoke products and services, the Company's extensive and well-established distribution network further assists it in meeting rising customer needs.

FINANCIAL REVIEW

The Financial statements of your Company have been prepared in accordance with the compliance of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. During the year under review, your company has a profit of Rs. 7,51,814.50/- as compared to loss of Rs. 10,23,843.94/- in the previous year. The Profit of Rs. 7,51,814.50/- has been carried forward to the Balance Sheet after adjustment of profit after tax for the current year.

HUMAN RESOURCES

The Company believes that the quality of its employees is the key to its success in the long run. The relations between the Company and its employees remained cordial throughout the year. The Company is providing an opportunity to all its employees to utilize their full potential and grow in the organization.

INTERNAL CONTROL SYSTEMS

Your Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

M/s. Nitin Rajnish & Associates, Chartered Accountants, were the Internal Auditors of the Company for FY 2022-23. The reports and findings of the internal auditors and the internal control system are periodically reviewed by the Audit Committee. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board.

The Internal Auditors monitor and evaluate the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the internal audit report, process owners undertake corrective action in the respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board.

DISCLOSURE OF ACCOUNTING TREATMENT

The accounting treatment given in preparation of financial statements represents true and fair view of the state of company affairs. It is in compliance with the Accounting Standards issued by the Institute of Chartered Accountants of India. No different treatment has been followed other than prescribed in the Accounting Standards.

OPPORTUNITY AND OUTLOOK

The Company is exploring new avenues in order to achieve overall improvement. Directors of the Company are doing their best.

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The Company is engaged in single segment; hence the segment-wise reporting is not applicable to the Company.

COMPLIANCE OF VARIOUS STATUTORY AND LEGAL REQUIREMENTS

The Company is subject to compliance of various statutory and legal requirements under different laws in force. The Company adheres to the statutory requirements and regularly reviews the compliance to overcome such risk.

RISK MANAGEMENT

The Board reviews the Risks Management policies of the Company from time to time.

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions 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 raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulation, tax regimes, economic developments within India and the countries in which the Company conducts business and other incidental factors.

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the financial year ended 31st March, 2023

[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,
Dr. M. Induscorp Limited
18B/1, Ground Floor, Dev Nagar,
D.B. Gupta Road, Karol Bagh, New Delhi-110005**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Dr. M. Induscorp Limited** (hereinafter called the Company). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the Audit period)**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time;

- (d) The Securities and Exchange Board of India (Shares Based Employee Benefits and Sweat Equity Shares) regulations 2021; **(Not applicable to the Company during the Audit period)**
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit period)**
- (f) 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;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the Audit period)**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the Audit period); and
- (i) Securities Exchange Board of India (Listing Obligations and Disclosures requirements) Regulation 2015;

We 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 Agreement entered into by the Company with the Stock Exchange(s) read with the Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above during the year subject to 36th Annual General Meeting of the Company was held in physical mode and the Company has not provided OC/OAVM facility to its shareholders.

We further report that:

1. As explained and undertaken by the management, the Board of Directors of the Company comprises of an optimum combination of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent within the stipulated time, 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.
3. All the decisions at the Board Meetings and Committee Meetings were carried unanimously as recorded in the minutes of meeting the Board of Directors or the Committee of the Board as the case maybe.

We 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.

We further report that, the compliance by the Company of applicable financial laws like direct & indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that during the audit period there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

**For A.K. Nandwani & Associates
Company Secretaries**

**Place: New Delhi
Date: 18/07/2023**

**Sd/-
Kavita
Partner
FCS: 9115
COP No.:10641
UDIN: F009115E000635499
PR 1136/2021**

'Annexure A'

**To,
The Members,
Dr. M. Induscorp Limited
18B/1, Ground Floor, Dev Nagar,
D.B. Gupta Road, Karol Bagh, New Delhi-110005**

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on the secretarial records based on 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 opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which management has conducted the affairs of the company.

**For A. K. Nandwani & Associates
Company Secretaries**

**Place: New Delhi
Date: 18/07/2023**

**Sd/-
Kavita
Partner
FCS: 9115
COP No.:10641
UDIN: F009115E000635499
PR 1136/2021**

**OSWAL JAIN &
ASSOCIATES**
Chartered Accountants



B-1, BASEMENT, PRASHANT VIHAR
CENTRAL MARKET, PRASHANT
VIHAR, NEW DELHI 110085
jayantoswal@gmail.com 9810113295

Independent Auditor's Report

To the Members of **DR. M. INDUSCORP LIMITED**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the financial statements of DR. M. INDUSCORP LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2023, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, 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 31st March, 2023, its profit/loss 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.

Key Audit Matters

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

S. No.	Key Audit Matter	Auditor's Response
1.	Nil	Not Applicable

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon.

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

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

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

Emphasis of Matter

We draw attention to Note number 11 of the financial statements, which pertains to the contravention of section 186 by the company. Our opinion is not modified in respect of this matter.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

[Report on Other Legal and Regulatory Requirements](#)

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

- d) In our opinion, the aforesaid 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, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in '**Annexure B**'.
- g) With respect to the matter to be included in the Auditor's Report under section 197(16), In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

- v. No dividend have been declared or paid during the year by the company.

**For OSWAL JAIN & ASSOCIATES
Chartered Accountants
FRN: 021853N**

**Place: - NEW DELHI
Date: 30/05/2023
UDIN: 23085436BGXLNX2898**

**Sd/-
JAYANT KUMAR OSWAL
(Partner)
Membership No. 085436**

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".

We report that:

- (i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
(B) The company has maintained proper records showing full particulars of intangible assets;
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has no immovable property.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) As explained to us & on the basis of the records examined by us, in our opinion, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancy of 10% or more in the aggregate for each class of inventory were noticed on physical verification of stocks by the management as compared to book records.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not been sanctioned during any point of time of the year, working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) a) According to the information and explanations given to us and on the basis of our examination of the records of the company, during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to other entities:
 - (A) the aggregate amount during the year including old advances with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates is Rs.88,00,000/- and balance outstanding at the balance sheet date is Rs. 34,50,903/-.
 - (B) the aggregate amount during the year with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates is Rs.150,00,000 /- and balance outstanding at the balance sheet date is Rs. Nil.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prima facie prejudicial to the company's interest.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans and advance in the nature of loan given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no overdue amounts for more than 90 days in respect of the loans granted to the parties
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no 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.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records, in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with except the requisite approval was obtained after disbursal vide a special resolution dated 31/12/2022.
- (v) The company has not accepted any deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanation given to us there were no outstanding statutory dues as on 31st of March, 2023 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, there is no statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender. According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not been declared a willful defaulter by any bank or financial institution or other lender;
- (b) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year.
- (c) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used for long term purposes by the company.
- (d) In our opinion and according to the information and explanations given by the management, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Accordingly, clause 3(ix)(d) is not applicable.
- (e) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2023. Accordingly, clause 3(ix)(e) is not applicable.
- (x) (a) The company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the company or any fraud on the company has been noticed or reported during the course of audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- (c) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company.
- (xii) The company is not a Nidhi Company. Accordingly, clause 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, where applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards;
- (xiv) (a) The Company has an Internal Audit System commensurate with the size and nature of its business.
- (b) The internal audit report of the Company issued till the date of the audit report, for the period under audit have been considered by us.

- (xv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company
- (xvi) (a) In our Opinion and based on our examination, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable. ,
- (c) In our Opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations given by the management, the Group does not have any CIC as part of the Group.
- (xvii) Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not 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. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) Based on our examination, the provision of section 135 is not applicable on the company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- (xxi) The company is not required to prepare Consolidate financial statement hence this clause is not applicable.

**For OSWAL JAIN & ASSOCIATES
Chartered Accountants
FRN: 021853N**

**Place: -NEW DELHI
Date: 30/05/2023
UDIN: 23085436BGXLNX2898**

**Sd/-
JAYANT KUMAR OSWAL
(Partner)
Membership No. 085436**

Report on Internal Financial Controls with reference to financial statements**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 DR. M. INDUSCORP LIMITED ("the Company") as of March 31, 2023 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. 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or 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 March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For OSWAL JAIN & ASSOCIATES
Chartered Accountants
FRN: 021853N**

**Place: -NEW DELHI
Date: 30/05/2023
UDIN: 23085436BGXLNX2898**

**Sd/-
JAYANT KUMAR OSWAL
(Partner)
Membership No.
085436**

DR. M. INDUSCORP LIMITED

18B/1, GROUND FLOOR, D.B. GUPTA ROAD, DEV NAGAR, KAROL BAGH NEW DELHI 110005

BALANCE SHEET AS AT MARCH 31, 2023

<i>Particulars</i>	<i>Note No.</i>	<i>As at March 31, 2023 (‘in thousands)</i>	<i>As at March 31, 2022 (‘in thousands)</i>
Assets			
Non-current assets			
a) Property, plant and equipment	Note 22	346.91	493.79
c) Other intangible assets	Note 22	566.01	566.01
d) Financial assets	Note 4	300.00	300.00
e) Other non-current assets	Note 5	0.00	0.00
Total non-current assets		1212.92	1359.80
Current assets			
a) Inventories	Note 6	202.46	213.03
b) Financial assets			
i) Trade receivables	Note 7(A)	1662.36	7733.96
ii) Cash & cash equivalent	Note 7(B)	13961.70	5884.86
iii) Bank balances other than (ii) above	Note 7 (C)	0.00	0.00
iv) Other financial assets	Note 7(D)	66.89	51.06
c) Current tax assets	Note 8	0.00	0.00
d) Other current assets	Note 9	5940.15	10902.19
Total current assets		21833.55	24785.11
Total assets		23046.47	26144.90
Equity and liabilities			
Equity			
a) Equity share capital	Note 10	76301.58	76301.58
b) Other equity	Note 11	-53424.25	-54227.67
Total equity		22877.33	22073.91
Liabilities			
Non-current liabilities			
a) Financial liabilities	Note 12	0.00	479.44
b) Provisions		0.00	0.00
c) Deferred Tax Liabilities(net)		0.00	0.00
d) Other non-current liabilities		0.00	0.00
Total non-current liabilities		0.00	479.44
Current liabilities			
a) Financial liabilities			
i) Trade payables	Note 14(A)		
A. Other Than MSME		89.90	3475.76
B. MSME		0.00	0.00
ii) Other financial liabilities			

Dr. M. Induscorp Limited**Annual Report 2022-23**

b) Provisions	Note 15	69.90	105.87
c) Other current liabilities	Note 16	9.34	9.93
Total current liabilities		169.14	3591.56
Total equity & liabilities		23046.47	26144.90

Significant accounting policies

The accompanying notes are an integral part of the financial statements.

In terms of our report of even date annexed.

FOR OSWAL JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGISTRATION NO.021853N

FOR AND ON BEHALF OF THE BOARD
DR. M. INDUSCORP LIMITED

Sd/-
CA JAYANT OSWAL
M.NO. 085436

Sd/-
PREM PRAKASH
(Managing Director)
DIN: 00289179

Sd/-
PANKAJ GUPTA
(Director)
DIN: 00289145

PLACE: DELHI
DATED: 30/05/2023

UDIN:- 23085436BGXLNX2898

Sd/-
BISWAJEET KARAR
(Company Secretary)
BDEPK6101J

Sd/-
POOJA GUPTA
(CFO)
AVMPM6183B

DR. M. INDUSCORP LIMITED

18B/1, GROUND FLOOR, D.B. GUPTA ROAD, DEV NAGAR, KAROL BAGH NEW DELHI 110005

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2023

<i>Particulars</i>	<i>Note No.</i>	<i>As at March 31, 2023 (‘in thousands)</i>	<i>As at March 31, 2022 (‘in thousands)</i>
<u>Income</u>			
Revenue from operations	17	4,035.87	4,730.13
Other income	18	3,001.73	1,784.80
Total income		7,037.60	6,514.93
<u>Expenses</u>			
Cost of Goods Sold	19	3,785.28	4,485.38
Employee benefit expenses	20	925.67	898.00
Finance costs	21	22.23	58.94
Depreciation and amortization expense	22	146.88	217.73
Other expenses	23	1,405.72	1,878.72
Total expense		6,285.78	7,538.77
Profit before tax (Loss)		751.81	(1,023.84)
Tax expenses:			
Current tax		0.00	0.00
Deferred tax		0.00	0.00
Profit for the year		751.81	(1,023.84)
<u>Other comprehensive income</u>			
Re-measurement of post-employment benefit obligations		0.00	0.00
Total comprehensive income		751.81	(1,023.84)
Earnings per share (Rs.)			
Basic		0.10	0.00
Diluted		0.00	0.00

Significant accounting policies

The accompanying notes are an integral part of the financial statements.

In terms of our report of even date annexed.

FOR OSWAL JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGISTRATION NO.021853N

FOR AND ON BEHALF OF THE BOARD
DR. M. INDUSCORP LIMITED

Sd/-
CA JAYANT OSWAL
M.NO. 085436

Sd/-
PREM PRAKASH
(Managing Director)
DIN: 00289179

Sd/-
PANKAJ GUPTA
(Director)
DIN: 00289145

PLACE: DELHI
DATED: 30/05/2023

UDIN:- 23085436BGXLNX2898

Sd/-
BISWAJEET KARAR
(Company Secretary)
BDEPK6101J

Sd/-
POOJA GUPTA
(CFO)
AVMPM6183B

DR. M. INDUSCORP LIMITED

Notes of the financial statements for the year ended March 31, 2023

Particulars	As at March 31, 2023	As at March 31, 2022
4 Non Current Financial assets		
Security deposits	300.00	300.00
Total	300.00	300.00
5 Other non-current assets		
Preliminary Expenses to the extent not written off	0.00	0.00
Total	0.00	0.00
6 Inventories (As certified by the management)		
Finished Goods	202.46	213.03
Total	202.46	213.03
7 Current Financial assets		
7(a) Trade receivables (Unsecured considered good unless otherwise stated)		
I) Outstanding for a period exceeding six months		
- Considered doubtful	0.00	0.00
II) Other debts		
- Considered good	1662.36	7733.96
Total	1662.36	7733.96
7(b) Cash and cash equivalents		
Bank balances		
- in current accounts	431.35	647.17
- in FDR accounts	13000.00	4900.00
Cash in hand & imprest	530.34	337.69
Total	13961.70	5884.86
7(c) Other bank balances		
Total	0.00	0.00

Dr. M. Induscorp Limited**Annual Report 2022-23****7(d) Other financial assets**

Interest Accrued But not Due	66.89	51.06
Total	66.89	51.06

8 Current tax asset**9 Other current assets**

(Unsecured considered good unless otherwise stated)

Advances to suppliers, contractors and others

	0.00	0.00
--	------	------

Prepaid expenses	23.62	26.30
------------------	-------	-------

Other Current Assets	5916.53	10875.89
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Total	5940.15	10902.19
--------------	----------------	-----------------

10 Equity share capital**Authorized**

Equity Shares

150000.00 150000.00

(15000000 equity shares of Rs 10 each and in previous year also 15000000 equity shares of Rs. 10 each)

150000.00	150000.00
------------------	------------------

Issued,

(7700208 equity shares of Rs 10 each in previous year also 7700208 equity shares of Rs. 10 each)

77002.08 77002.08

77002.08	77002.08
-----------------	-----------------

Subscribed & paid up

Equity Shares 7560108 of Rs. 10/- each (7560108 equity shares of Rs 10 each in previous year also 7560108 equity shares of Rs. 10 each)

75601.08 75601.08

*Capital Reserve due to Forfeiture of Share 140100 Partly paid up share of Rs 5 each.

700.50 700.50

Total	76301.58	76301.58
--------------	-----------------	-----------------

a) The reconciliation of number of shares outstanding and the amount of Share Capital as at the opening and closing dates is set out below:

i) Equity shares**(Number of shares are Actual)**

Particulars	As at 31.03.23	As at 31.03.22
No. of Shares outstanding at the beginning of the period	7560108.00	7560108.00
Shares Issued during the year	0.00	0.00
Less: Share Forfeited	0.00	0.00

Dr. M. Induscorp Limited**Annual Report 2022-23**

No. of Shares outstanding at the end of the period

7560108.00

7560108.00

b) The company has only one class of equity shares having a par value of Rs. 10/- each. The holders of the equity shares are entitled to receive dividends as declared from time to time, and are entitled to voting rights proportionate to their share holding at the meetings of shareholders.

c) Shares held by Holding Company and Ultimate Holding Company.

Out of Equity shares issued by the company shares held by its holding Company and Ultimate Holding Company are as below:

Name of Shareholder	As at 31.03.23	As at 31.03.22
	0.00	0.00
	0.00	0.00

d) Following Shareholders hold equity shares more than 5% of the Total equity shares of the company at the end of the period:

i) Equity shares**(Number of shares are Actual)**

Name of Shareholder	As at 31.03.23 NOS (% HELD)	As at 31.03.22 NOS (% HELD)
PREM PRAKASH HUF	395783 (5.24%)	395783 (5.24%)
MANJU RANI	586725 (7.76%)	586725 (7.76%)
PREM PRAKASH	636481 (8.42%)	636481 (8.42%)
RUCHI GUPTA	396047 (5.24%)	396047 (5.24%)

11 Other equity**Capital Reserve**

Opening Balance	0.00	0.00
Additions	0.00	0.00

Sub Total	0.00	0.00
------------------	-------------	-------------

Surplus

As per last balance Sheet	-54227.67	-53295.62
Add: (Previous Year TDS Written off)	51.61	91.80
Add: Net Profit / Loss after tax transferred from Statement of Profit & Loss	751.81	-1023.84
Add: Other Comprehensive Income		

Sub Total	-53424.25	-54227.67
------------------	------------------	------------------

Total	-53424.25	-54227.67
--------------	------------------	------------------

12 Financial liabilities**Borrowings (Secured against vehicle Toyota)**

	0.00	479.44
--	------	--------

Total	0.00	479.44
--------------	-------------	---------------

13 Provisions

Provision for Gratuity obligation	0.00	0.00
-----------------------------------	------	------

Total	0.00	0.00
--------------	-------------	-------------

Refer Note No. 35 for detailed disclosure as per Ind AS 19.

14 Financial liabilities

14(a) Trade payables

Total outstanding dues of Micro Enterprises and Small Enterprises	0.00	0.00
Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act):	0.00	0.00
Particulars		
i) Principal amount due to suppliers under MSMED Act	0.00	0.00
ii) Interest accrued and due to suppliers under MSMED Act on the above amount	0.00	0.00
iii) Payment made to suppliers (other than interest) beyond appointed day during the year	0.00	0.00
iv) Interest paid to suppliers under MSMED Act	0.00	0.00
v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	0.00	0.00
v) Interest due and payable to suppliers under MSMED Act towards payments already made	0.00	0.00
vi) Interest accrued and remaining unpaid at the end of the accounting year	0.00	0.00
vii) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act.	0.00	0.00
Other than MSME Trade Payables	89.90	3475.76
Total	89.90	3475.76

The Company has during the year not received any information from any vendor regarding their status being registered under Micro, Small and Medium Enterprises Development Act, 2006. Based on the above disclosures, if any, relating to amounts unpaid as at the period end along with interest paid / payable have not been given.

14

(b) Other financial liabilities

Employee Related Liabilities	0.00	0.00
Total	0.00	0.00

15 Provisions

Other Provision	69.90	105.87
Total	69.90	105.87

16 Other current liabilities

Statutory dues payable	8.60	9.93
Other Liabilities	0.74	0.00
Total	9.34	9.93

Notes of the financial statements for the year ended March 31, 2023

(figures in thousands)

Particulars	For the Y.E. March 31, 2023	For the Y.E. March 31, 2022
17 Revenue from operations		
Sale of products	4035.87	4730.13
<i>Speculative Share Sale</i>	0.00	0.00
Total	4035.87	4730.13
18 Other income		
Interest income		
- On Fixed Deposits	154.23	85.36
- On Loans, Advances & Security Deposits	2604.20	1016.27
Miscellaneous Income	243.30	683.17
Total	3001.73	1784.80
19 Cost of Good Sold		
Opening Inventory of Finished Goods	213.03	67.90
Add: Purchases during the year	3774.71	4630.51
Less: Closing Inventory of Finished Goods	-202.46	-213.03
TOTAL	3785.28	4485.38
Speculative Share Purchase	0.00	0.00
Total	3785.28	4485.38
20 Employee benefit expenses		
Salaries, wages & allowances	916.00	898.00
Staff Welfare & Amenities	9.67	0.00
Total	925.67	898.00
21 Finance costs		
Interest on:		
Others (Interest on car Loan)	22.23	58.94
Total	22.23	58.94
22 Depreciation and amortization expenses		

Dr. M. Induscorp Limited**Annual Report 2022-23**

Depreciation on tangible assets

	Note 22	146.88	217.73
Total		146.88	217.73

23 Other expenses**A. Other Expenses**

Packing Materials	0.00	0.00
Total	0.00	0.00

C. Rent & Storage Cost

Rent	600.00	570.00
Total	600.00	570.00

D. Selling & Marketing Exp

Marketing and Advertisement	0.00	51.66
	0.00	51.66

E. Other Exp

Bank, Cash Pick-up & Credit Card Charges	7.23	9.05
Call Center Charges	2.97	3.82
Office Electricity Exp.	142.91	122.14
Insurance	30.47	43.55
Printing & Stationery	94.45	111.01
Auditor's Remuneration		
-As Audit Fees	50.00	50.00
Professional Fee	258.56	231.62
Rates and Taxes	0.22	0.11
Security, Housekeeping & Cleaning Expenses	5.89	4.20
Vehicle Running & Maintenance Expenses	36.78	24.76
Other Expense	176.22	656.80
Total	805.72	1257.05
Total	1405.72	1878.72

Depreciation Chart for the F. Y. 2022-23 as per Schedule II of the Companies Act, 2013

31/03/2022												Note 6 Fixed assets		
Date of Purchase / Put to use	Particular	Original Cost (Rs)	Dep. charged upto 31.03.2022	WDV as on 01.04.2022	additional during the year 2022-23	Life as per Co. Act, 2013 in Years	Life as per Co. Act, 2013 in Days	Life Used till 31.03.2023 in days	Life Used till 31.03.23 in years	Remaining Life	Salvaged value	Rate of Dep	Dep for the Year 2022-23	WDV as on 31.03.2023 "Figures In 000"
24/07/2012	Car	462321.00	439204.95	23116.05	0.00	8.00	2920.00	2920.00	8.00	0.00	23116.05	31.23	0.00	23.12
12/09/2014	Invertor	6000.00	5700.03	300.00	0.00	5.00	1825.00	1825.00	5.00	0.00	300.00	45.07	0.00	0.30
06/08/2015	Computers	44100.00	42804.34	1295.66	0.00	3.00	1095.00	1095.00	3.00	0.00	2205.00	63.16	0.00	1.30
09/11/2017	Website	49150.00	46692.50	2457.50	0.00	3.00	1095.00	1095.00	3.00	0.00	2457.50	63.16	0.00	2.45
25/01/2018	Car Innova	2172930.00	1716897.49	456032.51	0.00	8.00	2920.00	1890.00	5.18	2.82	108646.50	31.33	142874.98	313.16
02/01/2019	Hp Printer	8474.00	7248.04	1225.96	0.00	5.00	1825.00	1550.00	4.25	0.75	423.70	45.44	557.08	0.67
27/01/2019	Laptop	35593.00	33813.35	1779.65	0.00	3.00	1095.00	1095.00	3.00	0.00	1779.65	63.97	0.00	1.78
19/05/2018	Air Conditoner	76562.00	68980.10	7581.90	0.00	5.00	1825.00	1775.00	4.86	0.14	3828.10	45.42	3443.70	4.14
	Goodwill	566006.00	0.00	566006.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		566.01
	Total	3421136.00	2361340.80	1059795.23	0.00						142756.50		146875.76	912.92
	Previous Year Figure	3421136.00	2143610.69	1277525.75	0.00								217730.10	1059.80

DR. M. INDUSCORP LIMITED
CASH FLOW STATEMENT (AS PER AS-3 INDIRECT METHOD)

FOR THE FINANCIAL YEAR 2022-23

(In thousands)

S. No.	Particulars	31.03.2023	31.03.2023	31.03.2022	31.03.2022
			Amount		Amount
A	<u>CASH FLOW FROM OPERATING ACTIVITIES</u>				
	Net Profit as per Profit and Loss A/c	751.81		(1,023.84)	
	Less: Interest Income	(2,758.42)		(1,101.63)	
	Less: Dividend Income	(31.52)		(42.87)	
	Add: Interest Expenses to others			-	
	Less: Capital gains	(152.78)		(497.37)	
	Add: Preliminary Expenses Written Off				
	Add: Depreciation charged in Profit and Loss A/c	146.88		217.73	
	Less: Profit on sale of investments			-	
	Less: Profit on Sale of Fixed Asset				
	Add: Transfer to reserve	54.28		146.17	
	Add: Loss on Sale of Fixed Asset			-	
	Less: Transfer from reserve			(54.38)	
		(1,989.75)		(2,356.18)	
	<u>ADJUSTMENT FOR CHANGES IN WORKING CAPITAL</u>				
	Add: Decrease in Other Current Assets	10,443.53		-	
	Add: Increase in Provision				
	Add: Increase in trade payable			3,439.01	
	Add: Decrease in inventories	10.58			
	Add: Increase in other payables			6.18	
	Add: Decrease in trade receivables				
	Less: Increase in inventories			(145.13)	
	Less: Increase in Other Current Asset	-		(51.06)	
	Less: Increase in Trade Receivables	6,071.60		(1,181.55)	
	Less: Decrease in Expenses Payable				
	Less: Decrease in Provision	(35.97)		(33.42)	

Dr. M. Induscorp Limited**Annual Report 2022-23**

	(3,385.86)		
Less: Decrease in Trade Payables			
Less: Decrease in Other Payables	(0.60)		
	13,103.28	2,034.03	
Less: Income Tax Paid			
Previous Year			
Current Year			
Earlier Years			
Net Cash Flow From Operations	11,113.53		(322.15)
<u>CASH FLOW FROM INVESTING</u>			
B <u>ACTIVITIES</u>	-	-	-
Interest Income	2,758.42		1,101.63
Dividend Income	31.52		42.87
Sale of Shares	2,183.90		6,797.55
Increase in Advances Received Against Assets			
Increase in Advance Received Against Investment			
Short Term Loans & Advances			
Purchase of Intangible Assets			
Purchase of shares	(2,031.12)		(4,044.69)
Purchase of Intangible Assets			
Sale of Investments			
Capital gain on sale of shares			
	2,942.72		3,897.36
<u>CASH FLOW FROM FINANCING</u>			
C <u>ACTIVITIES</u>			
Short Term Loan and Advance	(5,500.00)		2,143.39
Decrease in Secured Loans	(479.44)		(428.39)
Increase in Fixed Assets			
	(5,979.44)		1,715.00
NET INFLOW/ (OUTFLOW) DURING THE YEAR	8,076.81		5,290.21
Add: Opening Balance of Cash and Bank	5,884.88		594.67
Closing Balance of Cash and Bank	13,961.70		5,884.88

This is the Cash Flow Statement referred to in our report of even date.

In terms of our report of even date annexed.

FOR OSWAL JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGISTRATION NO.021853N

FOR AND ON BEHALF OF THE BOARD
DR. M. INDUSCORP LIMITED

Sd/-
CA JAYANT OSWAL
M.NO. 085436

Sd/-
PREM PRAKASH
(Managing Director)
DIN: 00289179

Sd/-
PANKAJ GUPTA
(Director)
DIN: 00289145

PLACE: DELHI
DATED: 30/05/2023

UDIN:- 23085436BGXLNX2898

Sd/-
BISWAJEET KARAR
(Company Secretary)
BDEPK6101J

Sd/-
POOJA GUPTA
(CFO)
AVMPM6183B

DISCLOSURE OF SHAREHOLDING OF ALL PROMOTERS

Shareholding of Promoters as below:

<i>Shares held by promoters at the end of the year (FY 22-23)</i>				
S. No	Promoter name	Shareholding in rupees	% of shareholding	% Change during the year
1	PREM PRAKASH	636481	8.42	0.00
2	MANJU RANI	586725	7.76	0.00
3	RUCHI GUPTA	396047	5.24	0.00
4	PREM PARKASH	395783	5.24	0.00
5	ANURADHA JAIN	247847	3.28	0.00
6	PANKAJ GUPTA	122694	1.62	0.00
7	MONA GUPTA	53047	0.70	0.00
Total		2,438,624.00	32.26	

Shareholding of Promoters as below:

<i>Shares held by promoters at the end of the year (FY 21-22)</i>				
S. No	Promoter name	Shareholding in rupees	% of shareholding	% Change during the year
1	PREM PRAKASH	636481	8.42	0.00
2	MANJU RANI	586725	7.76	0.00
3	RUCHI GUPTA	396047	5.24	0.00
4	PREM PARKASH (HUF)	395783	5.24	0.00
5	ANURADHA JAIN	247847	3.28	0.00
6	PANKAJ GUPTA	122694	1.62	0.00
7	MONA GUPTA	53047	0.70	0.00
Total		2,438,624.00	32.26	

Ratio Analysis

S.N.	Ratio	Numerator	Denominator	31/03/2023	31/03/2022	%Change
1	Current Ratio	Current Assets	Current Liabilities	129.09	6.90	Not Ascertainable
2	Debt-Equity Ratio	Borrowings	Total equity	-	0.02	Not Ascertainable
3	Debt Service Coverage Ratio	Earnings before Interest and Tax and exceptional items	Interest on Long Term and Short Term Debt for the year + Principal Repayment of Long Term Debt for the year	1.54	(1.98)	Not Ascertainable
4	Return on Equity Ratio	Net Profit after taxes	Shareholder's fund	0.03	(0.05)	Not Ascertainable
5	Inventory Turnover ratio	Turnover	Average Inventory	19.43	33.67	100%
6	Trade Receivable Turnover ratio	Turnover	Average Trade Receivable	0.35	0.66	22%
7	Trade Payable turnover ratio	Purchase	Average Trade Payables	2.10	2.64	Not Ascertainable
8	Net capital turnover ratio	Turnover	Working capital = Current assets - Current liabilities	0.19	0.22	0.83%
9	Net Profit Ratio	Net Profit after taxes	Turnover	0.19	(0.22)	Not Ascertainable
10	Return on capital employed	Earnings before interest and taxes	Capital Employed = Networth + Total long term borrowings + Deferred Tax Liability	0.033835	(0.042783)	Not Ascertainable
11	Return on investment	Income generated from investment	Average investments		NA	NA

AGEING SCHEDULE OF TRADE PAYABLES AND TRADE RECEIVABLES**Notes Forming An Integral Part Of The Financial Statements As At 31.03.2023****NOTE 14(a): Trade Payables**

Ageing for trade payables outstanding as at March 31, 2023 is as follows:

(in Thousands)

S.N.	Particulars	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 1 year	1 - 2 year	2 - 3 year		More than 3 years	
(i)	MSME	-	-	-	-	-	-	-
(ii)	Others	-	89.90	-	-	-	-	89.90
(iii)	Disputed dues-MSME	-	-	-	-	-	-	-
(iv)	Disputed dues-Others	-	-	-	-	-	-	-
	Total	-	89.90	-	-	-	-	89.90

Ageing for trade payables outstanding as at March 31, 2022 is as follows:

(in Thousands)

S.N.	Particulars	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 1 year	1 - 2 year	2 - 3 year		More than 3 years	
(i)	MSME	-	-	-	-	-	-	-
(ii)	Others	-	3475.76	-	-	-	0	3475.76
(iii)	Disputed dues-MSME	-	-	-	-	-	-	-
(iv)	Disputed dues-Others	-	-	-	-	-	-	-
	Total	-	3475.76	-	-	-	-	3475.76

NOTE 7(a): Trade Receivables

Ageing for trade receivables outstanding as at March 31, 2023 is as follows:

(in Thousands)

S.N.	Particulars	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months - 1 years	1 - 2 years	2 - 3 years	More than 3 years	
(i)	Undisputed Trade Receivables- Considered good	-	-	-	1662.36	-	-	1662.36
(ii)	Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-	-
(iii)	Disputed Trade Receivables- Considered good	-	-	-	-	-	-	-
(iv)	Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-	-
	Total	-	-	-	1662.36	-	-	1662.36

Ageing for trade receivables outstanding as at March 31, 2022 is as follows:

(in Thousands)

S.N.	Particulars	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months - 1 years	1 - 2 years	2 - 3 years	More than 3 years	
(i)	Undisputed Trade Receivables- Considered good	-	-	-	7733.96	-	-	7733.96
(ii)	Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-	-
(iii)	Disputed Trade Receivables- Considered good	-	-	-	-	-	-	-
(iv)	Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-	-
	Total	-	-	-	7733.96	-	-	7733.96

Dr. M. Induscorp Limited**SCHEDULE FORMING PART OF BALANCE SHEET AND PROFIT & LOSS ACCOUNT****NATURE OF OPERATIONS:**

The company, during the Financial Year 2022-23, is in the business of trading of cables and fans.

ACCOUNTING POLICIES**I) Basis of Preparation of Accounts:**

The Financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

The figures are reported in INR in Thousand ("000") except otherwise expressly indicated.

II) Revenue Recognition

- Revenue from Sale of goods is recognised when the substantial risks and rewards of ownership are transferred to the buyer under the terms of contract.
- Escalation and other claims, which are not ascertainable or not acknowledged by the customer, are not taken into account.
- Other operational income, represent income earned from the activities incidental to the business and is recognised when the right to receive the income is established as per the terms of the contract.

III) Fixed Assets

- Fixed assets are stated at cost of acquisition less accumulated depreciation/amortization and impairment, if any. "Cost of Acquisition" comprises of purchase price inclusive of duties, taxes, incidental expenses, erection and commissioning expenses etc. up to the date the asset is ready for its intended use.

IV) Intangible assets

- Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise.

V) Depreciation

- The company in compliance to provisions of Companies Act, 2013. Has been charging depreciation on written down basis on prorata basis.
- The life of fixed assets of the company are as per Schedule II of Companies Act, 2013 with 5% as Salvage value.

VI) Inventories:

- Inventory is valued at cost or Net Realizable Value, whichever is less.

VII) Earnings per Share:

- Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

VIII) Investments:

- The Investments are recorded at cost of investment, i.e. purchase price plus acquisition charges like brokerage, fee duties etc.

IX) Provision for Tax:

- Provision for current tax is made as per the provisions of Income Tax Act, 1961.

X) Foreign currency transactions:

- The company has not dealt in any Foreign Exchange Transaction during the year.

NOTES ON ACCOUNTS

1. The accounts pertain to the period 2022-23.
2. Previous year figures have been re grouped wherever deemed necessary.
3. We are informed by the management that since the company is not in the manufacturing activities hence the maintenance of cost record is not applicable.
4. Micro small & medium Enterprises Development Act, 2006-According to the information available with the company none of its supplier company is registered under "Micro, Small & Medium Enterprises Act, 2006.
5. Company management has certified that, all suitable and adequate provisions have been made for all known liabilities and that as on the balance sheet date the company was involved in NIL suits for and against.
6. The annual quantitative summary of inventory is enclosed as **Annexure-A** attached to this report
7. Balances of IGST, CGST and SGST as on 31/03/2023 as shown in the books are subject to reconciliation with the balances as reflected in the GST portal.
8. TDS figures are subject to reconciliation with AS -26 figures.
9. The company during the year has recovered a sum of Rs. 55 lakhs from M/s Indus Soma Private Limited to whom it had made an Inter Corporate Deposit during the earlier years. The outstanding balance of as on 31/03/2023 is Rs. 34,50,903.00 The said deposit is unsecured and at an interest rate of 12% per annum.
10. The company during the year has advanced an unsecured intercorporate deposit of rupees one crore on 17 June 2022 at a monthly interest rate of 3%. The said loan was received back on 14th of November 2022. A fresh Unsecured Inter corporate deposit was made to the same party on 22/12/2022 at a monthly interest rate of 2%. This deposit too was received back on 22nd of March 2023.
11. As a result of inter corporate deposits made in point number (9) & (10) the company exceeded the prescribed limit as permitted under section 186, however, the needful correction was made and the requisite limit was extended by passing a special shareholders resolution on 31/12/2022.
12. Related Party Transactions:

Related party transactions are reported in the Annexure attached hereto as **Annexure-B**.

**For Oswal Jain & Associates
Chartered Accountant**

Sd/-
CA Jayant Kumar Oswal
M. No. 085436
Partner

Place: New Delhi
Date: 30/05/2023
UDIN: 23085436BGXLN2898

Annexure A to Notes on Accounts - (Stock Summary)

<i>Particulars</i>	<i>1-Apr-22 to 31-Mar-23</i>											
	<i>Opening Balance</i>			<i>Inwards</i>			<i>Outwards</i>			<i>Closing Balance</i>		
	<i>Quantity</i>	<i>Rate</i>	<i>Value</i>	<i>Quantity</i>	<i>Rate</i>	<i>Value</i>	<i>Quantity</i>	<i>Rate</i>	<i>Value</i>	<i>Quantity</i>	<i>Rate</i>	<i>Value</i>
FR 0.75SQMM PVC INSUL. INDL CU CABLE 1100V (GREEN)				228 Coil	568.42	129600.00	228 Coil	602.32	137328.00			
FR 1.00SQMM PVC INSUL. INDL CU CABLE 1100V (BLACK)	88 Coil	779.25	68574.11	1422 Coil	791.50	1125509.00	1390 Coil	849.08	1180225.00	120 Coil	790.78	94894.02
FR 1.00SQMM PVC INSUL. INDL CU CABLE 1100V (BLUE)				90 Coil	745.00	67050.00	90 Coil	790.00	71100.00			
FR 1.50SQMM PVC INSUL. INDL CU CABLE 1100V (BLACK)	24 Coil	1160.00	27840.00	1196 Coil	1151.69	1377424.80	1144 Coil	1220.40	1396138.08	76 Coil	1127.47	85688.00
FR 1.50SQMM PVC INSUL. INDL CU CABLE 1100V (BLUE)				124 Coil	1070.00	132680.00	124 Coil	1134.00	140616.00			
FR 2.50SQMM PVC INSUL. INDL CU CABLE 1100V (BLACK)	63 Coil	1851.10	116619.52	496 Coil	1819.28	902361.04	547 Coil	1952.44	1067987.00	12 Coil	1822.86	21874.36
FR 4.00SQMM PVC INSUL. INDL CU CABLE 1100V (BLACK)				14 Coil	2863.00	40082.00	14 Coil	3034.00	42476.00			
Grand Total	175 Coil		213033.63	3570 Coil		3774706.84	3537 Coil		4035870.08	208 Coil		202456.38

Annexure B to Notes on Accounts**Dr. M. Induscorp Limited****Related Party Transactions during FY 2022-23**

<i>Name of Related Party</i>	<i>Status</i>	<i>Nature of Transaction</i>	<i>Amount (Rs.)</i>
Pooja Gupta	Director's wife	Salary from the Company	20000
Prem Prakash	Director	Rent from the Company	600000
Pankaj Gupta	Director	Sale of Shares of a private limited company in which Pankaj is a director	33000

DR. M. INDUSCORP LIMITED

18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi - 110005

CIN: L01119DL1986PLC023698

E-Mail ID: drmsoy@gmail.com; Ph. No.: 011-28716806

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]**

CIN: L01119DL1986PLC023698

Name of the Company: DR. M. INDUSCORP LIMITED

Registered Office: 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being the member(s) of shares of the above-named company, hereby appoint

1. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

2. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

3. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

as my/our Proxy to attend vote (for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on **Wednesday, 20th September, 2023 at 11:00 A.M.** at the Registered Office at 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution	Number of shares held	For	Against
ORDINARY BUSINESS:				
1.	Adoption of Standalone Audited Financial Statements of the Company for the financial year ended 31 st March, 2023 together with Auditors' Report and Directors' Report thereon.			
2.	To appoint a director in place of Mr. Pankaj Gupta (DIN: 00289145) , who retires by rotation and being eligible, offers himself for re-appointment.			

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

Affix One Rupee Revenue Stamp
--

Signed this Day of 2023

Signature of shareholder.....

Signature of Proxy holder(s)

Note: 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.

DR. M. INDUSCORP LIMITED

18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi - 110005

CIN: L01119DL1986PLC023698

E-Mail ID: drmsoy@gmail.com; Ph. No.: 011-28716806

ATTENDANCE SLIP

Registered Folio / DP ID & Client ID
Name and Address of the Shareholder

1. I hereby record my presence at the 37th Annual General Meeting of the Company being held on Wednesday, 20th September, 2023 at 11:00 A.M. at the Registered office of the Company at 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005.
2. Signature of the Shareholder/Proxy Present
3. Shareholder/Proxy holder desiring to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
4. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

ROUTE MAP



Form No. MGT-12**Polling Paper**

**[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21 (1) (c) of
The Companies (Management and Administration) Rules, 2014]**

CIN: L01119DL1986PLC023698**Name of the Company:** DR. M. INDUSCORP LIMITED**Registered Office:** 18B/1, Ground Floor, D.B. Gupta Road, Dev Nagar, Karol Bagh, New Delhi-110005**E-Mail ID:** drmsoy@gmail.com; **Ph. No.:** 011-28716806

Name of the member (s):	
Registered address:	
Folio No/ Client Id:	
DP ID:	

I/We hereby exercise my/our vote in respect of the Resolutions enumerated below and as set out in the Notice of the Company dated 20/08/2022 by recording my/our assent or dissent to the said resolutions by placing tick (√) mark in the appropriate box below:

S. No.	Resolution	Number of shares held	For	Against
ORDINARY BUSINESS:				
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2023 together with the Auditors' Report and Directors' Report thereon.			
2.	To appoint a director in place of Mr. Pankaj Gupta (DIN: 00289145) , who retires by rotation and being eligible, offers himself for re-appointment as a Director of the Company.			

Place: New Delhi

Date: 20/09/2023

Signature of Shareholder/Authorized Representative

Note: Please read the instructions given below carefully before exercising your vote.

INSTRUCTIONS

1. This Ballot Form is provided for the benefit of Members who do not have access to e-voting facility.
2. A Member can opt for only one mode of voting, i. e. either voting through e-voting or by Ballot. If a member cast votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the AGM.
4. The Scrutinizer will collate the votes downloaded from the e-voting system and report to the Chairman who will check the votes received in the AGM and declare the final result for each of the Resolutions forming part of the Notice of the AGM.

Process and Manner for Members opting to vote by using the Ballot Form:

1. Please complete and sign the Ballot Form and put the same in the Ballot Box provided in the AGM Venue.
2. The Form should be signed by the Member or Authorized Signatory in case of Company as per the specimen registered with Company.
3. In case of Company, trust, society etc. certified copy of Board Resolution authorizing representative must be registered or filed with us in advance to avoid any inconvenience.
4. Votes must be cast in case of each resolution by marking (√) mark in the appropriate column provided in the Ballot.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the paid-up equity share capital of the company.
6. Unsigned, incomplete, improperly filled ballot forms will not be counted for voting.
7. The decision of the Chairman on the validity of the Ballot Form and other related matter shall be final.
8. The results shall be declared by the Chairman in the AGM based on report of scrutinizer and also the Ballot forms submitted up to the AGM of Company by the shareholders. It will also be communicated within 2 days to the Metropolitan Stock Exchange of India Limited, Central Depository Services India Limited and on the website of the Company for the information of the shareholders.