



No. FELIX/AR_2020-21/SUBMISSION/NSE

To,
The General Manager,
Listing Department,
National Stock Exchange Limited.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051.

Script Code/Symbol: FELIX

Ref.: Notice of AGM uploaded vide Dtd.01.09.2021.
Sub.: Submitted of Annual Report of F.Y. 2020-21.

Dear Sir/Ma'am,

Pursuant to the Regulation 34 (Annual Report) of SEBI (Listing obligation and Disclosure requirement) Regulations, 2015 and other applicable rules and regulations made thereunder, to comply with the disclosure requirement of Annual Report to National Stock Exchange Limited ("NSE"). We have uploaded the Notice of AGM in Annual Report tab/section of NSE Inadvertently on 01/09/2021 instead of Annual Report 2020-21. It is to be noted that, we have intimated to NSE for the same and also submitted Annual Report of F.Y.2020-21 via Email on 01/09/2021.

Further, we are submitting herewith the Annual Report of F.Y.2020-21 in Corporate Announcement tab for necessary compliances. You are requested to rectify our mistake and upload the Annual Report of F.Y. 2020-21 in Annual Report section/tab of your website.

Thanking You

For, Felix Industries Limited


Mr. Ritesh Patel
Managing Director
DIN : 05350896

Director

Encl.:
Copy of Annual Report of F.Y.2020-21.

FELIX INDUSTRIES LIMITED

REGISTERED / CORPORATE OFFICE :

208, Devshruti Complex, Opp. HCG Hospital, Nr. Mithakhali Cross
Road, Ellisbridge, Ahmedabad - 380 006, Gujarat, India.

+91 79 2646 3658 / 59

+91 84690 10908

info@felixindustries.co



FELIX INDUSTRIES LIMITED

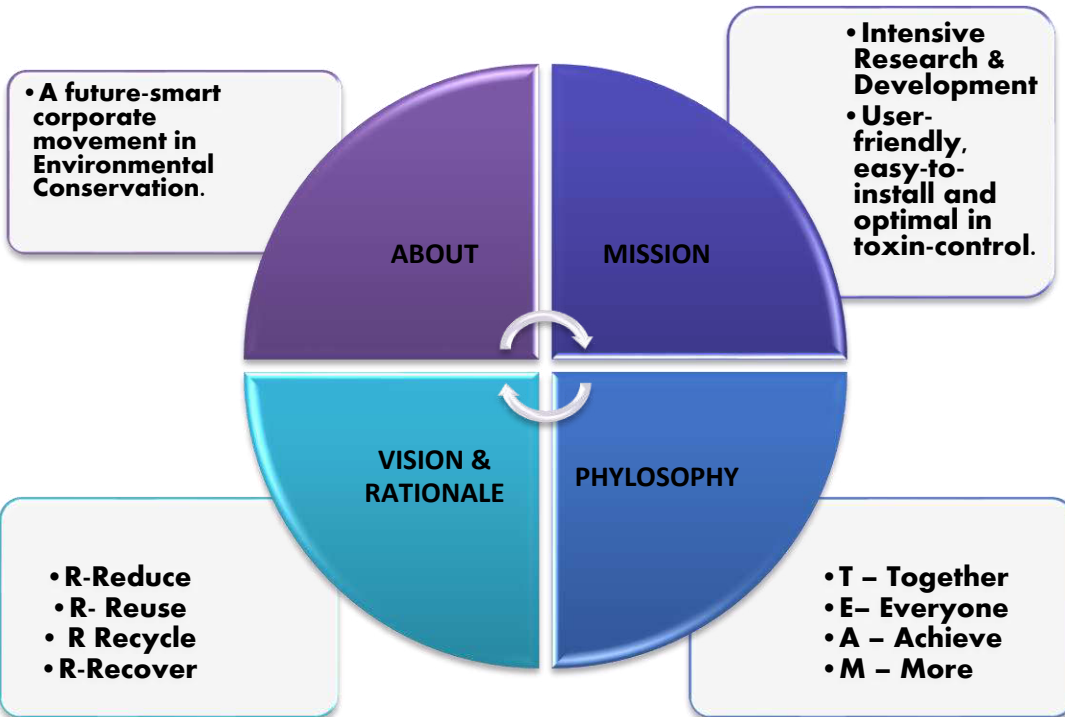
Annual Report 2020-21



FELIX INDUSTRIES LIMITED

208, Devshruti complex, Opp. HCG Hospital, Nr. Mithakhali Cross Roads, Ellisbridge, Ahmedabad-06

FELIX® INDUSTRIES LIMITED



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CORPORATE INFORMATION

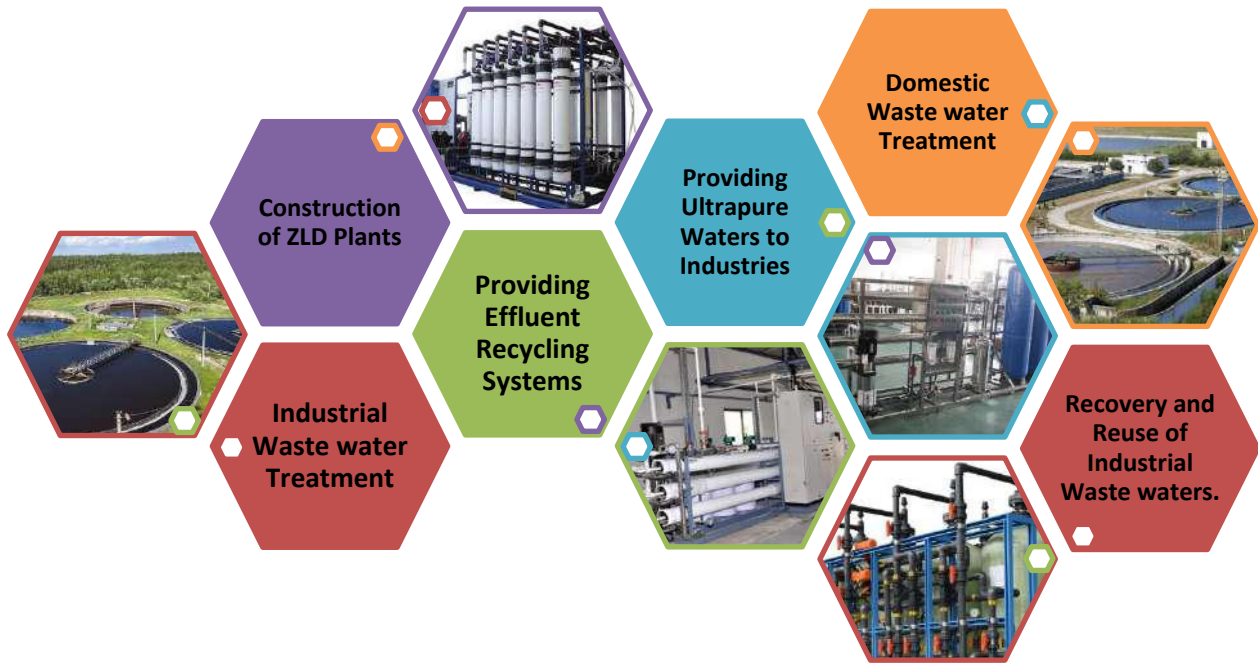
Felix Industries began its corporate voyage in 2012 as an eco-tech start up with the initial phase of its product and service portfolio which includes design, development & manufacture , import and export & distribution of comprehensive , membrane separation technology-based water and waste water solutions and charted out a rapid pace of growth in know-how and expertise through various technologies as Pre-treatment and Post-treatment of industrial effluents using Membrane Separation Technology . The Company is a future-smart corporate movement in Environmental Conservation, spearheaded by a philosophy: **Recycling, Re-using (Waste Water), recovering (products) & Reducing (effluents)**. Following this 'Recycle- Reuse- Recover-Reduce' axiom, we explore and utilizes any opportunity that enables Water Processing, Purification and Recycling- viewing it as a small but strong step that adds strength to human race's fight to ensure water sufficiency for future generations. Its evolved expertise in Waste Water Treatment enables it to develop solutions that optimally meet the needs of municipalities, industrial houses and other concerns, including

- Engineering, designing and building water treatment plants
- Waste water decontamination plants
- Wastewater and industrial effluents recycling plants
- Treatment plants (operation, maintenance and optimization)
- Plants producing 'green' energy from wastewater and sludge (through anaerobic digestion, cogeneration, micro turbines, etc)
- Product recovery plants (from effluents)
- Plants aiming to achieve ZLD (Zero Liquid Discharge) standards
- 90% + Recovery RO Plants (Disc Type & Spiral Wound)
- Water Remediation/Rejuvenation of polluted stretches/ Water bodies
- High Purity/Ultra Pure Water System

Felix, holds a portfolio of more than 450 proprietary technologies (including physicochemical, biological, membrane and bio membrane, membrane desalination, thermal and hybrid treatments) to tackle the challenges of managing water in all its forms (drinking water, industrial process water, ultrapure water, wastewater and seawater, sewage, effluent, etc).

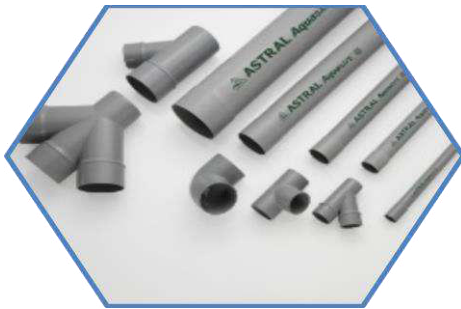
Felix along with waste water division, also offers its services in E-waste Recycling Division and trading of Industrial Pipes.

WATER & WASTEWATER DIVISION



INDUSTRIAL PIPING DIVISION

- Providing industrial piping solutions.
- Consultation services.
- Installation and trading.



PRODUCTS & SERVICES



AFTER-SALES SUPPORT SERVICE



TWO PILLARS OF THE COMPANY

Mr. Ritesh Vinay Patel

Mr. Ritesh Vinay Patel, Managing Director of Felix Industries Limited is a graduate with Bachelor of Engineering (Chemical). He is a passionate Chemical Engineer with a heart for water as a resource. Having extensive experience in both fundamental and applied chemistry with a focus on treatment of water and waste water for environmental conservation. His vision is to leverage technical knowledge for treatment of large scale, complex industrial effluents and preservation of water systems in India. Over 8 years in leading and directing engineering of water, waste water and solid waste energy recovery projects by implementation of technologies and techniques to deliver at source treatment and recovery that optimizes use of assets and resources with balance consideration of competing drivers of the industry. Facing diverse situational challenges during the period of both ineffective legislations and less awareness for conservation of water, he has successfully led the establishment of a waste water engineering company providing complete innovative, efficient, cost effective solutions that span the entire water industry from treatment to recycling, recovery and desalinization.

Mr. Vinay Rajnikant Patel

Mr. Vinay Rajnikant Patel, Executive Director of the Company, with over 34 years of experience in environmental field have dealt as Senior Administrator and started working as Assistant Environmental Engineer, Deputy Environmental Engineer, Environmental Engineer, Sretired as Deputy Chief Environmental Engineer with Gujarat Pollution Control Board (GPCB) and got retired on 31/10/2016 and thereafter joined the Company. During his employment with GPCB he has looked after all the Environmental regulations, legal compliances, research, government monitoring, preparing regulatory framework, implementing framework to control, limit and structure operations of industry and government to reduce environmental impacts and to conserve resources both for the environment and the industry.

A Practical aspects of waste & hazardous management and implications of policies and regulation at environmental levels for all the stakeholder throughout the value chain was developed and delivered resulting in a global exposure and networking in diverse environmental management systems in organizations of all scale and service.

MAJOR PROJECTS

1) AL MOHTASHAM TRAD. & CONT. L.L.C 100 KLD ERS SYSTEM



2) HARMONY ORGANICS PRIVATE LIMITED 100 KLD ETP &ERS SYSTEM



3) ASTRAL POLYTECHNIK LIMITED 80 KLD STP SYSTEM



BOARD OF DIRECTOR'S AND KEY MANAGERIAL PERSONNEL

<u>Name</u>	<u>Designation</u>	<u>Appointment Date</u>	<u>DIN/PAN</u>
Ritesh Vinaybhai Patel	Managing Director	18/09/2012	05350896
Vinay Rajnikant Patel	Executive Director & CEO	28/02/2019	08377751
Mayuri Vinay Patel	Non- Executive Director	28/02/2019	05350901
Kashyap Hasmukhlal Shah	Independent Director	10/06/2017	00169746
NiveditaDinkar	Independent Director	12/02/2020	08546402
UdayChandulal Shah	Chief Financial Officer	15/05/2017	AFGPS3184L
HenaKetan Shah	Company Secretary & Compliance Officer	13/02/2017	EPUPS1507D

COMMITTEES OF THE COMPANY

Audit Committee		Mr. Kashyap Shah (Chairman)
		Mrs. NiveditaDinkar
		Mr. Ritesh Patel
Nomination & Remuneration Committee		Mrs. NiveditaDinkar (Chairperson)
		Mr. Kashyap Shah
		Mrs. Mayuri Vinay Patel
Stakeholders Relationship Committee		Mr. Kashyap Hasmukhlal Shah (Chairperson)
		Mrs. NiveditaDinkar
		Mr. Ritesh Vinay Patel

OTHER CORPORATE INFORMATION

REGISTERED OFFICE 208, Devshruti Complex Opp. HCG Hospital Nr. Mithakhali Cross Road, Gujarat, India-06	REGISTRAR & SHARE TRANSFER AGENT Bigshare Services Private Limited A-802 Samudra Complex, Near Klassic Gold Hotel Off C G Road Navrangpura, Ahmedabad- 380 009 Email: bssahd@bigshareonline.com Website: www.bigshareonline.com
STATUTORY AUDITORS M/s. S. N Shah & Associates Chartered Accountants Ahmedabad	SECRETARIAL AUDITORS M/s. Vishwas Sharma & Associates Secretarial Auditor Ahmedabad
BANKERS Bank Of Baroda, OppNcc Ground, Ellisbridge Ahmedabad Gujarat Pincode: 380006	Contact Details for Investors HENA SHAH Company Secretary & Compliance Officer 208, Devshruti Complex, Opp. HCG Hospital Nr. Mithakhali Cross Road, Ellisbridge Ahmedabad GJ 380006 IN Tel:079-26463658/59 Email: hena.shah@felixindustries.co

NOTICE OF 09TH ANNUAL GENERAL MEETING OF THE COMPANY

NOTICE is hereby given that the **Ninth (09th)** Annual General Meeting of the Members of the Felix Industries Limited will be held on **30th September, 2021 at 11.30 A.M.** through Video Conferencing / Other Audio Visual Means to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2021 and Statement of Profits & Loss together with Cash Flow Statement and Notes forming part thereto ("Financial Statement") for the year ended on 31st March, 2021 and Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of **Mrs. Mayuri Vinay Patel (DIN: 05350901)** who retires by rotation at this meeting and being eligible, offers herself for re-appointment.

Regd. office:

208, Devshruti Complex,
Opp. HCG Hospital,
Nr. Mithakhali Cross Roads
Ellisbridge,
Ahmedabad-380006.

Date: 24-08-2021

Place: Ahmedabad

By Order of the Board of Directors
For, **Felix Industries Limited**

Ritesh Patel
Managing Director
(DIN: 05350896)

NOTES

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the Government of India, Ministry of Corporate Affairs allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and circular 02/2021 dated 13th January, 2021 prescribing the procedures and manner of conducting the Annual General Meeting through VC/ OAVM. In terms of the said circulars, the 09th Annual General Meeting (AGM) of the members will be held through VC/OAVM. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 17 and available at the Company's website www.felixindustries.co.
2. Information regarding appointment/re-appointment of Directors and Explanatory Statement in respect of ordinary businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/ or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020, the Notice of AGM alongwith Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2020-21 has been uploaded on the website of the Company at www.felixindustries.co. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited (EMERGE) at <https://www1.nseindia.com/emerge/> and is also available on website of NSDL (agency for providing E-voting facility) i.e www.evoting.nsdl.com
6. The Register of members and share transfer books of the Company will remain closed from Thursday, 23th September, 2021 to Thursday, 30th September, 2021 (both days inclusive) for the purpose of Annual General Meeting.
7. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
8. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
9. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to individual members holding shares in the physical form. The members who are desirous of

availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.

10. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.
11. The Members can join the AGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

12. Process and manner for members opting for voting through Electronic means:

- i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020 and May 5, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ("NSDL") as the authorised e-Voting agency for facilitating voting through electronic means. The facility of casting votes by members using remote e-voting as well as e-voting system on the date of the AGM will be provided by NSDL.
- ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Wednesday , September 22, 2021 shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Wednesday , September 22, 2021 shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.
- iv. The remote e-voting will commence on Monday, September 27, 2021 at 10.00 a.m. and will end on Wednesday, September 29, 2020 at 5.00 p.m. During this period, the members of the Company holding shares either in physical mode or in demat mode as on the Cut-off date i.e. Wednesday , September 22, 2021 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time

mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.

- v. Once the vote on a resolution is casted by the member, he/she shall not be allowed to change it subsequently or cast the vote again. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e Wednesday , September 22, 2021.
 - vi. The Company has appointed CS Vishwas Sharma, Practising Company Secretary (Membership No. ACS: 33017; CP No: 16942), to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.
13. Process for those members whose email ids are not registered:
- a) For members holding shares in Physical mode - please provide necessary details like Folio No., Name of shareholder by email to hena.shah@felixindustries.co.
 - b) Members holding shares in Demat mode can get their e-mail id registered by contacting their respective Depository Participant or by email to hena.shah@felixindustries.co.

14. The instructions for shareholders for remote voting are as under:

- (i) The voting period begins on Monday, September 27, 2021 at 10.00 a.m. and will end on Wednesday, September 29, 2020 at 5.00 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 i.e. Wednesday , September 22, 2021 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.

LOGIN METHOD FOR INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for NSDL IDeAS facility , please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “ Beneficial Owner ” icon under “Login” which is available under “ IDeAS ” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting

	<p>during the meeting.</p> <ol style="list-style-type: none"> 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 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 held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective

	ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

LOGIN METHOD FOR SHAREHOLDERS OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE AND SHAREHOLDERS HOLDING SECURITIES IN PHYSICAL MODE.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP

and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned

below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

15. The instructions for casting of votes electronically and join General Meeting on NSDL E-voting system are as under: -

- a. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
 - b. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
 - c. Now you are ready for e-Voting as the Voting page opens.
 - d. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
 - e. Upon confirmation, the message “Vote cast successfully” will be displayed.
 - f. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 - g. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
16. The results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.felixindustries.co within three days of the passing of the Resolutions at the 09th AGM of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

17. Instructions for members for e-voting on the day of AGM are as under: -

- a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- b. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

- c. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- d. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

18. Instruction for members for attending the AGM through VC/OAVM are as under:

- a. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- b. Members are encouraged to join the Meeting through Laptops for better experience.
- c. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- d. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- e. For ease of conduct, members who would like to ask questions may send their questions in advance atleast (7) days before AGM mentioning their name, demat account number / folio number, email id, mobile number at hena.shah@felixindustries.co and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.
- f. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice

CONTACT DETAILS

Company:

FELIX INDUSTRIES LIMITED

Regd. Office:

208, DEVSHRUTI COMPLEX, OPP. HCG HOSPITAL, NR. MITHAKHALI CROSS ROADS, ELLISBRIDGE, AHMEDABAD-06

CIN:

L40103GJ2012PLC072005

E-mail:

hena.shah@felixindustries.co

Registrar and Transfer Agent:

Bigshare Services Private Limited

A-802 Samudra Complex, NearKlassic Gold Hotel Off C G Road Navrangpura, Ahmedabad- 380 009

Tel: 079-40024135

Email: bssahd@bigshareonline.com

E-Voting Agency:

National Securities Depositories Limited E-mail: evoting@nsdl.co.in

Tel: 1800 1020 990 and 1800 22 44 30

Scrutinizer:

CS Vishwas Sharma Practicing Company Secretary (ACS: 33017 and COP: 16942)

E-mail: cs.vishwasb@gmail.com

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPPOINTMENT AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015

Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the brief profile of Directors eligible for appointment/re-appointment/regularize at 09th Annual general Meeting are as follows:

Name	Mrs. Mayuri Vinay Patel
DIN	05350901
Designation	Non-Executive Director
Date of Birth	18/03/1962
Date of Appointment	28/02/2019
Qualifications experience in specific functional area	Graduated with degree of Architect
Directorship held in other companies*	NIL
Membership / Chairmanships of Committee in other Public Companies	NIL
Relationships between directors inter se	Relative (mother) of Mr. Ritesh Vinay Patel (Managing Director)& (wife) of Mr. Vinay Rajnikant Patel (Whole Time Director)
Number of shares held in the Company	85000 equity shares

*Pvt. Companies excluded

Regd. office:
208, Devshruti Complex,
Opp. HCG Hospital,
Nr. Mithakhali Cross Roads
Ellisbridge,Ahmedabad-380006.

By Order of the Board of Directors
For, **Felix Industries Limited**

Date: 24-08-2021
Place: Ahmedabad

Ritesh Patel
Managing Director
(DIN: 05350896)

DIRECTORS REPORT

Dear Members,

Your Directors have pleasure in presenting the **09thAnnual Report** of your Company together with the Audited Statements of Accounts for the financial year ended 31stMarch, 2021.

I. FINANCIAL RESULTS:

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

(In Rupees)

Particulars	Year ending on 31 st March, 2021	Year ending on 31 st March, 2020
Sales	2,95,45,784	1,86,76,074
Other Income	6,71,244	7,230
Total Income	3,02,17,028	1,86,83,304
Less: Expenditure	3,64,45,439	2,44,91,851
Profit/Loss before interest, depreciation and tax	(62,28,411)	(58,08,547)
Less: Interest	-	-
Less: Depreciation & Amortization cost	14,51,049	14,76,709
Profit/ (Loss) before Tax	(76,79,460)	(72,85,256)
Less: Tax Expense	16,91,817	43,68,844
Profit/ (Loss) after Tax	(59,87,643)	(29,16,412)

II. STATE OF COMPANY'S AFFAIR :

During the year under review, the company has made a net loss but the management is optimistic that the company will do well this Financial Year. The Company is having good orders in hand and your directors are expecting to achieve net profit during this Financial Year.

III. DIVIDEND:

No dividend is being recommended by the Board of Directors for the year ended on 31st March, 2021 due to loss incurred by the company

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

Since there was no unpaid/unclaimed dividend, the provision of Section 125 of the Companies Act, 2013 do not apply.

V. ADDITION IN THE NATURE OF COMPANY'S BUSINESS:

During the year under review, there was no change in the nature of the company's business.

VI. CHANGE IN THE SHARE CAPITAL OF THE COMPANY:

During the year under review, there was no change in the share capital of the company

VII. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

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

VIII. PUBLIC DEPOSITS:

During the year under review, the Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force). Hence, the requirement for furnishing the details of deposits which are not in compliance with Chapter V of the Act is not applicable.

IX. MATERIAL CHANGES AND COMMITMENT:

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relate on the date of this report.

X. DISCLOSURE OF INTERNAL FINANCIAL CONTROLS:

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the period under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

XI. DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:

There are no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

XII. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

During the year, the Company has not given any guarantee or provided security in connection with the loan to any other body corporate or person or made any investments.

XIII. RELATED PARTY TRANSACTIONS:

During the year under review, no contracts or arrangements were made with the related parties falling under the purview of Section 188 of the Companies Act, 2013.

There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

XIV. PARTICULARS OF EMPLOYEES:

The provisions of Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company as none of the employees of the company has received remuneration above the limits specified in the Rule 5(2) & (3) of

the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 during the financial year 2020-21.

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

XV. SECRETARIAL STANDARDS

The Directors states that applicable Secretarial Standards, i.e SS-1 & SS-2 has been duly followed by the company.

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

[A] Consumption Of Energy & Technology Absorption:

The details as required under Section 134 (3) (m) of the Companies Act, 2013, in respect of Conservation of Energy, Technology Absorption are provided in “Annexure-B” of this report.

[B] Foreign Exchange Earning & Outgo :

Foreign Exchange Earning: Rs.1,00,00,000/- (Value of exports in FOB Basis)

Foreign Exchange Outgo : NIL

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XVII. REGISTRAR AND SHARE TRANSFER AGENT OF THE COMPANY:

M/s. Big Share Services Pvt. Ltd. is its registrar and share transfer agent of the company.

XVIII. PROFILE OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT

As required under regulation 36(3) of SEBI (LODR), 2015, particulars of the Directors retiring and seeking reappointment at the ensuing Annual General Meeting is annexed to the notice convening 09th Annual General Meeting.

XIX. DIRECTORS AND KEY MANAGERIAL PERSONNEL

i. Composition of Board

Name of Directors	Designation	Category	No. of Board Meeting held during the year	No. of Board Meeting attended during the year
Mr. Ritesh Vinay Patel	Managing Director	Promoter Executive	06	06
Mr. Vinay Rajnikant Patel	Whole Time Director and CEO	Executive Director	06	06
Mrs.Mayuri Vinay Patel	Director	Non- Executive	06	06

		Director		
Mr. Kashyap Shah	Director	Non-Executive Independent	06	04
Mrs.Nivedita Dinkar	Director	Non-Executive Independent	06	01

ii. Appointment/Resignation of Directors

During the year, there was no appointment/resignation of director of the company.

iii. Retirement by rotation and subsequent re-appointment:

Mrs.Mayuri Vinay Patel (DIN: 05350901) is liable to retire by rotation at the ensuing AGM pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Articles of Association of Company and being eligible have offered herself for reappointment. Appropriate resolutions for the re-appointment are being placed for your approval at the ensuing AGM. The brief resume of the Directors and other related information has been detailed in the Notice convening the 09thAGM of your Company.

iv. Declaration of Independence:

All the Independent Directors of the Company have given their declarations stating that they meet the criteria of independence as prescribed under the Section 149(6) of the Companies Act, 2013 disclosures, review financial statements, internal audit reports, related party transactions, financial and risk management policies, auditors qualifications, compliance with Accounting Standards etc. and oversee compliance with Stock Exchanges and legal requirements concerning financial statements and fixation of audit fee as well as payment for other services etc.

v. Evaluation of Board's Performance:

Pursuant to the provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force), the process for evaluation of the annual performance of the Directors/ Board/ Committees was carried out.

XX. NUMBER OF MEETINGS OF THE BOARD

The Company had conducted 6 (Six) Board meetings during the financial year 2020-21 on:

15thApril, 2020, 23rdJune, 2020, 29th June, 2020, 24thAugust, 2020, 09thNovember, 2020 and 25th February, 2021.

XXI. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 134 (5) of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) for the time being in force), the Directors of our Company confirm that:

- a) In the preparation of the annual accounts for the financial year ended 31st March, 2021, the applicable Accounting Standards and Schedule III of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) for the time being in force), have been followed and there are no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at 31st March, 2021 and of the profit and loss of the Company for the financial year ended 31st March, 2021;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) for the time being in force) for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis;
- e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;

The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

XXII. EXTRACT OF ANNUAL RETURN:

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in **Annexure "C"** and is attached to this Report.

XXIII. DISCLOSURE OF VARIOUS COMMITTEES OF BOARD OF DIRECTORS:

[A] AUDIT COMMITTEE:

The Audit Committee of Directors was constituted pursuant to the provisions of Section 177 of the Companies Act, 2013.

➤ Composition:

The details of composition of Audit Committee are as follows:

Sr. No.	Name	Designation	Position In Committee	No. of meeting held	No. of meetings attended
1.	Mr. Kashyap Shah	Independent Director	Chairman	04	04
2.	Mr. Ritesh Patel	Executive Director	Member	04	04
3.	Mrs.Nivedita Dinkar	Independent Director	Member	04	01

The Audit Committee had 04meetings -29thJune, 2020, 09th November,2020 , 25th February, 2021 and 30thMarch, 2021 during the financial year under review.

➤ **Terms of reference:**

The broad terms of reference of the Audit Committee are as under:

- Reviewing of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment, remuneration and terms of appointment of external Auditor.
- Review and monitor the auditor's independence and performance and effectiveness of audit process.
- Approval or any subsequent modification of transactions of the company with related parties
- Scrutiny of inter-corporate loans and investments
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- Monitoring the end use of funds raised through public offers and related matters.
- Reviewing with management the Annual financial statements and half yearly and Quarterly financial results before submission to the Board.
- Reviewing periodically the adequacy of the internal control system.
- Discussions with Internal Auditor on any significant findings and follow up there on.

[B] NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of Directors was constituted pursuant to the provisions of Section 178 of the Companies Act, 2013.

➤ **Composition**

The details of composition of Nomination and Remuneration Committee are as follows:

-

Sr. No.	Name	Designation	Position In Committee	No. of meeting held	No. of meetings attended
1.	Mr. Kashyap Shah	Independent Director	Member	02	02
2.	Mrs. Mayuri Vinay Patel	Non-Executive Director	Member	02	02
3.	Mrs. Nivedita Dinkar	Independent Director	Chairmen	02	01

The Nomination & Remuneration Committee had 02 meeting -29th June, 2020 and 09th November, 2020 during the financial year under review.

➤ **Terms of reference:**

The broad terms of reference of the Nomination and Remuneration Committee are as under:

- Formulation of the criteria for determining the qualifications, positive attributes and independence of Director;
- Devising a policy on Board diversity;
- Formulation of Remuneration policy;
- Review the structure, size and composition of the Board;
- Identifying and selection of candidates for appointment as Directors;
- Identifying potential individuals for appointment as Key Managerial Personnel and Senior Management;
- Formulation of criteria for evaluation of Independent Directors and the Board.

The Board has on the recommendation of Nomination and Remuneration Committee framed a policy on director's appointment and remuneration of Directors including criteria for determining qualification, positive attributes, independence of directors and remuneration for directors, Key Managerial Personnel and other employees. The policy is annexed to this report as "**Annexure-D**"

[C] STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee of Directors was constituted pursuant to the provisions of Section 178(5) of the Companies Act, 2013.

The Stakeholders Relationship Committee was re-constituted in the board meeting held on 12th February, 2020. The composition of the Audit Committee is in conformity with the provisions of the said section.

➤ **Composition:**

The details of composition of Stakeholders Relationship Committee shall comprise;

Sr. No.	Name	Designation	Position In Committee	No. of meeting held	No. of meetings attended
1.	Mr. Kashyap Shah	Independent Director	Chairmen	01	01
2.	Mrs. NiveditaDinkar	Independent Director	Member	01	00
3.	Mr. Ritesh Vinay Patel	Executive Director	Member	01	01

The Stakeholder Relationship Committee had 01 meetings -25thFebruary, 2021 during the financial year under review.

➤ **Terms of reference:**

- Efficient transfer of shares; including review of cases for refusal of transfer transmission of shares;
- Redressal of shareholder and investor complaints like transfer of Shares, non-receipt of balance sheet, non-receipt of declared dividends etc.;
- Issue duplicate/split/consolidated share certificates;
- Dematerialization/Rematerialization of Share;
- Review of cases for refusal of transfer / transmission of shares and debentures;
- Reference to statutory and regulatory authorities regarding investor grievances and to otherwise ensure proper and timely attendance and redressal of investor queries and grievances; and
- Such other matters as may be required by any statutory, contractual or other regulatory requirements to be attended to by such committee from time to time.

➤ **Details of Investor's grievances/ Complaints:**

The Company has not received any complaints during the year. The pending complaints of the Shareholders/Investors registered with SEBI at the end of the current financial year ended on 31st March, 2021 are NIL.

➤ **Compliance Officer :**

Ms.Hena Shah is the Compliance Officer of the Company for the above purpose.

XXIV. AUDITORS:

[A] Statutory Auditors:

M/s. S.N Shah & Associates, Chartered Accountants, Ahmedabad were appointed as Statutory Auditors in the Annual General Meeting held on 29th September, 2017 from the conclusion of Fifth (5th) Annual General Meeting till the conclusion of Tenth (10th) Annual General Meeting of the company.(subject to ratification of their appointment at every AGM).

In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

There are no qualifications, reservations or adverse remarks made by M/s. S.N Shah & Associates, Chartered Accountants, the Statutory Auditors of the Company, in their report. The observations made by the Statutory Auditors in their report for the financial period ended 31st March, 2021 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

The Statutory Auditors' of the Company has put one matter under EMPHASIS OF MATTER and pointed out that the Financial Statement of the Company contains a Notes No. 28(e) relating to the non-provision for doubtful debts amounting to Rs. 1,76,70,214/-.

The Board of Your Company would like to clarify that the Company is pursuing the matters with the parties to whom such amount is outstanding since long and looking to the future business opportunity, the Company has yet not any legal action against them. The said amount belongs to the period pre Initial Public Offer (IPO) of the Company. The Board will again access the possibilities of recovery and if required might consider for provision of Doubtful debts in current Financial Year i.e. 2021-22.

[B] Cost Auditor:

As the cost audit is not applicable to the Company, therefore the Company has not appointed the Cost Auditor pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014.

[C] Internal Auditor

During the year the company has appointed M/s. DNP & Associates, Chartered Accountants as an Internal Auditor of the company for the F.Y 2020-21 w.e.f 09th November, 2020. They resigned and M/s Dang Sharma Maheshwari & Co LLP, Chartered Accountants were appointed as an Internal Auditor pursuant to the provision of section 138 of Companies Act, 2013 read with rule 13 of The Companies (Accounts) Rule, 2014 and other applicable provisions (including any modification or enactment thereof), if any, of the Companies Act, w.e.f. 09th November, 2021 for the financial year 2020-21 & 2021-22.

[D] Secretarial Auditor:

The Company has appointed the M/s Vishwas Sharma & Associates, Company Secretaries, Ahmedabad as Secretarial Auditor to conduct secretarial audit pursuant to the provisions of Section 204 of the Companies Act, 2013. The secretarial audit of the Company has been conducted on a concurrent basis in respect of the matters as set out

in the said rules and Secretarial Audit Report given by M/s. Vishwas Sharma & Associates, Company Secretaries, Secretarial Auditor of the Company forms part of this report and is marked as “**Annexure-F**”.

There are no qualifications, reservations or adverse remarks made by M/s. Vishwas Sharma & Associates, Company Secretaries, Secretarial Auditor of the Company, in their report.

XXV. CORPORATE GOVERNANCE

Your Company has been complying with the principals of good Corporate Governance over the years and is committed to the highest standards of compliance. Pursuant to regulation 15(2) of the SEBI (LODR) Regulations 2015, the compliance with the corporate governance provisions as specified in regulations 17 to 27 and clauses (b) to (i) of Regulation 46 (2) and para C, D and E of schedule V shall not apply to the listed entity which has listed its specified securities on the SME Exchange and as your Company is listed on SME exchange of NSE i.e. NSE Emerge, therefore, the Regulations relating to Corporate Governance are not applicable to the Company.

XXVI. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, your Company has constituted Internal Complaints Committee (ICC) which is responsible for redressal of complaints related to sexual harassment.

Your Directors declared and confirm that, during the year under review, there is no case filed under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

XXVII. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company believes in the conduct of its affairs in a fair and transparent manner to foster professionalism, honesty, integrity and ethical behavior in its employees & stakeholders. The Company has adopted a Whistle Blower Policy as a part of vigil mechanism. The said policy is available on the website of the company [www. Felixindustries.co](http://www.Felixindustries.co).

Also, the Code of Business Conduct (Code) lays down important corporate ethical practices that shape the Company’s value system and business functions and represents cherished values of the Company.

XXVIII. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The provision of section 135(1) of Companies Act 2013 i.e. Corporate Social Responsibility is not applicable on the company. Therefore the company has not constituted CSR committee.

XXIX. MANAGEMENT’S DISCUSSION AND ANALYSIS REPORT:

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) (e) of the Listing Regulations is given as an "Annexure-E" to this report

XXX. DIRECTOR'S DISQUALIFICATION

All the directors of the Company have confirmed that they are not disqualified from being appointed as directors in terms of Section 164 of the Companies Act, 2013.

XXXI. RISK MANAGEMENT:

The Company does not have any Risk Management Policy or any statement concerning development and implementation of risk management policy of the company as the elements of risk threatening the Company's existence are very minimal.

XXXII. PANDEMIC AND COVID -19

During the year there was COVID-19 outbreak and we have also provided work from home facilities to our employees during the first wave of COVID-19 and at workplace also all the safety measures were taken and medical support was available within the premises once the company was started. Physical and emotional , well being and financial support was provided to the employees by the management.

XXXIII. GENERAL:

a. Your Company has not issued any equity shares with differential rights as to dividend, voting or otherwise; and

Your Company does not have any ESOP scheme for its employees.

XXXIV. APPRECIATION:

Your Directors wish to convey their gratitude and place on record their appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year.

Your Directors sincerely convey their appreciation to customers, shareholders, vendors, bankers, business associates, regulatory and government authorities for their continued support.

Regd. office:
208, Devshruti Complex,
Opp. HCG Hospital,
Nr. Mithakhali Cross Roads
Ellisbridge, Ahmedabad-380006.

By Order of the Board of Directors
For, **Felix Industries Limited**

Date:24-08- 2021
Place: Ahmedabad

Ritesh Patel
Managing Director
(DIN: 05350896)

Vinay Patel
Whole Time Director
(DIN:08377751)

“Annexure A”

The ratio of the remuneration of each director to the median employee’s remuneration and other details in terms of Sub Section 12 of Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Sr. No.	Requirements	Disclosure	
I.	The ratio of remuneration to each director to the median remuneration of the employees for the financial year	MD	2.67 times
		WTD	4 times
II.	The percentage increase/decrease in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year	No Increase	
III.	The percentage increase in the median remuneration of employees in the financial year	No Increase	
IV.	The number of permanent employees on the rolls of the Company as on 31 st March, 2021	26	
V.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Nil	
VI.	Affirmation that the remuneration is as per the remuneration policy of the Company	Yes, it is confirmed	

“ANNEXURE - B”

CONSERVATION OF ENERGY

The information under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2021 is given here below and forms part of the Directors' Report.

➤ **The steps taken for conservation of energy:**

In line with the Company's commitment towards conservation of energy, the company continues with its efforts aimed at improving energy efficiency through improved operational and maintenance practices.

The steps taken in this direction are as under:

- a)** Energy conservation has been an important thrust area for the Company and is continuously monitored. The adoption of energy conservation measures has helped the Company in reduction of cost and reduced machine down-time.
- b)** Energy conservation is an ongoing process and new areas are continuously identified and suitable investments are made, wherever necessary.
- c)** Various on-going measures for conservation of energy include:
 - i. Effective planning and implementing of several weeks maintenance schedule with continuous monitoring which leads not only to energy conservation but also on the increased life cycle of equipment.
 - ii. Replacements/Up gradation of some of the old equipments with new equipments.
 - iii. Clean/replaced air filters in air conditioners, usage of led lights instead of bulbs and tubelights.
 - iv. Reduction of energy loss.
 - v. Ensure that light levels will remain at adequate levels before changing out technologies and other electrical equipment's.
 - vi. Ensure outdoor lighting is off during daytime.
 - vii. Take advantage of natural daylight, turn off or dim electric lighting when adequate sunlight is available to illuminate interior space.
 - viii. Keeping control on heating and cooling of office temperatures.
 - ix. In some of our equipments we use anaerobic technologies which helps in reduction of energy.
- d)** The Company has not specific Research and Development Department. However, the Company carries out research and development in several areas including material & process developments towards efficiency improvements, quality improvements, waste reduction etc. Apart from process improvements, the research and development also aims at finding equivalent substitutes of various inputs and packaging materials to have cost savings without compromising quality.

The Company has derived benefits of product development, cost reduction and better quality as a result of the above efforts

The research and development is an on-going exercise and suitable efforts will continue to be made in future.

➤ **The capital investment on energy conservation equipment's :**

Capital Investment made in the year towards energy conservation: NIL

TECHNOLOGY ABSORPTION:

i. The efforts made towards technology absorption: N.A.

ii. The benefits derived like product improvement, cost reduction, product development or import substitution:

The Company has not specific Research and Development Department. But there are some manpower who are continuously engaged in research & development. The Company carries out research and development in several areas including material & process developments towards efficiency improvements, quality improvements, waste reduction etc. Apart from process improvements, the research and development also aims at finding equivalent substitutes of various inputs and packaging materials to have cost savings without compromising quality.

The Company has derived benefits of product diversification, cost reduction and better quality as a result of the above efforts. The research and development is an on-going exercise and suitable efforts will continue to be made in future.

iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): N.A.

a) The details of technology imported: N.A.

b) The year of import: N.A

c) Whether the technology been fully absorbed: N.A

d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof:

iv. The expenditure incurred on Research and Development: N.A.

“Annexure-c”

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31/03/2021

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

1.	CIN:	L40103GJ2012PLC072005
2.	Registration Date	18/09/2012
3.	Name Of The Company	FELIX INDUSTRIES LIMITED
4.	Category / Sub-Category Of The Company	Public limited/ Limited by shares
5.	Address Of The Registered Office And Contact Details	208, DEVSHRUTI COMPLEX, OPP. MEDISURGE HOSPITAL NR. MITHAKHALI CROSS ROAD, ELLISBRIDGE AHMEDABAD GJ 380006 IN
6.	Whether Listed Company	Yes
7.	Name, Address And Contact Details Of Registrar And Transfer Agent, If Any	BIGSHARE SERVICES PRIVATE LIMITED 1 st Floor, Bharat Tin Works Building , opp. Vasant Oasis Makwana Road, Marol, Andheri (East) , Mumbai-400059 bssahd@bigshareonline.com

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

Sr No.	Name and Description of main products / services	NIC Code of the Product/Service	% to total turnover of the company
1.	Water collection, treatment and supply	36000	84.27%
2.	Wholesale of waste and scrap and other products	4669	1.68%
3.	Non-Specialized Wholesale Trade (trading of Pipes)	46909	14.05%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of share held	Applicable section
NIL					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (01/04/2019)				No. of Shares held at the end of the year (31/03/2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	3725000	-	3725000	73.13	3725000	-	3725000	73.13	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI									
f) Any other...									
Sub-total (A) (1):-	3725000	-	3725000	73.13	3725000	-	3725000	73.13	-
(2) Foreign									
a) NRIs-Individuals									
b) Other-Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)=(A)(1)+(A)(2)	3725000	-	3725000	73.13	3725000	-	3725000	73.13	-

B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
C) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)									
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	436000	-	436000	8.57	516000	-	516000	10.13	1.56
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	372000	-	372000	7.3	232000	-	232000	4.56	(2.75)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	456000	-	456000	8.9	544000	-	544000	10.68	1.73
c) Others (specify)									
i) Non Resident Repatriates	-	-	-	-	-	-	-	-	-
ii) HUF	76000	-	76000	1.49	60000	-	60000	1.1	(0.32)
iii) Non Resident Non Repatriates	-	-	-	-	-	-	-	-	-
iv) Clearing Members	28000	-	28000	0.55	16000	-	16000	0.31	(0.24)
Sub-total (B)(2):-	1368000	-	1368000	26.86	1368000	-	1368000	26.86	

Total Public Shareholding(B)=(B)(1)+(B)(2)	1368000	-	136800	26.86	1368000	-	136800	26.86	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	5093000	-	5093000	100	5093000	-	5093000	100	-

(ii) Shareholding of Promoters (including promoter group)

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares Of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Ritesh Vinay Patel	1738000	34.12	-	3636000	71.39	-	37.27
2	Sagar Samir Shah	1898000	37.27	-	0	0	-	(37.27)
3	Mayuri Vinay Patel	85000	1.67	-	85000	1.67	-	-
4	VinayRajnikant Patel	1000	0.02	-	1000	0.02	-	-
5	Samir R. Shah	1000	0.02	-	1000	0.02	-	-
6	Shweta Samir Shah	1000	0.02	-	1000	0.02	-	-
7	CharmiPrafulRamani	1000	0.02	-	1000	0.02	-	-
	Total	3725000	73.13	-	3725000	73.13	-	-

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

Sl. No.	For Each Of the Promoters'	Shareholding at the beginning of the year		Increase/Decrease in the Share holding	Reason	Cumulative Shareholding	
		No. of shares	% of total shares of the company			No. of shares	% of total shares of the company
1.	RITESH VINAY PATEL						
	At the beginning of the year	1738000	34.12				
	Increase as on 09/02/2021			1898000	Inter-se transfer		
	At the end of the year					3636000	71.39
2.	SAGAR SAMIR SHAH						
	At the beginning of the year	1898000	37.27				
	Decrease as on 09/02/2021			1898000	Inter-se transfer	3636000	71.39
	At the end of the year					0	0
3.	MAYURI VINAY PATEL						
	At the beginning of the year	85000	1.67				
	No Changes During the year						
	At the end of the year					85000	1.67
4.	VINAY RAJNIKANT PATEL						
	At the beginning of the year	1000	0.02				
	No Changes During the year						
	At the end of the year					1000	0.02
5.	SHWETA SAMIR SHAH						
	At the beginning of the year	1000	0.02				
	No Changes During the year					1000	0.02
	At the end of the year						

6.	SAMIR ROHITKUMAR SHAH						
	At the beginning of the year	1000	0.02				
	No Changes During the year						
	At the end of the year					1000	0.02
7.	CHARMI PRAFUL RAMANI						
	At the beginning of the year	1000	0.02				
	No Changes During the year						
	At the end of the year					1000	0.02

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

Sl. No.	Shareholding at the beginning of the year	Shareholding at the beginning of the year		Increase/Decrease in the Share holding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company			No. of shares	% of total shares of the company
1.	SILKON TRADES LLP						
	At the beginning of the year	220000	4.32			-	-
	Increase as on 22/05/2020			4000	Transfer	224000	4.40
	Decreases as on 12/06/2020			8000	Transfer	216000	4.24
	Decreases as on 19/06/2020			4000	Transfer	212000	4.16
	Increase as on 26/06/2020			8000	Transfer	220000	4.32
	Increase as on 03/07/2020			4000	Transfer	224000	4.40
	Increase as on 10/07/2020			4000	Transfer	228000	4.48
	Increase as on 17/07/2020			8000	Transfer	236000	4.63
	Increase as on 31/07/2020			4000	Transfer	240000	4.71
	Increase as on 07/08/2020			20000	Transfer	260000	5.11
	Increase as on 14/08/2020			24000	Transfer	284000	5.58

	Increase as on 21/08/2020			12000	Transfer	296000	5.81
	Increase as on 28/08/2020			16000	Transfer	312000	6.13
	Increase as on 04/09/2020			8000	Transfer	320000	6.28
	Decrease as on 18/09/2020			(4000)	Transfer	316000	6.20
	Increase as on 28/09/2020			4000	Transfer	320000	6.28
	Increase as on 30/09/2020			4000	Transfer	324000	6.36
	Increase as on 20/11/2020			(4000)	Transfer	320000	6.28
	Increase as on 27/11/2020			12000	Transfer	332000	6.52
	Increase as on 04/12/2020			20000	Transfer	352000	6.91
	Increase as on 11/12/2020			4000	Transfer	356000	6.99
	Increase as on 31/12/2020			4000	Transfer	360000	7.07
	Increase as on 08/01/2021			8000	Transfer	368000	7.23
	Increase as on 15/01/2021			(12000)	Transfer	356000	6.99
	Increase as on 22/01/2021			4000	Transfer	360000	7.07
	Increase as on 29/01/2021			8000	Transfer	368000	7.23
	Increase as on 05/02/2021			(4000)	Transfer	364000	7.15
	Increase as on 12/02/2021			(32000)	Transfer	332000	6.52
	Increase as on 19/02/2021			20000	Transfer	352000	6.91
	Increase as on 26/03/2021			(32000)	Transfer	320000	6.28
	Increase as on 31/03/2021			(16000)	Transfer	304000	5.97
	At the end of the year	304000	5.97			304000	5.97
2.	SHREE SHIDHI VINAYAK MARKETING PVT LTD						
	At the beginning of the year	208000	4.08				
	Decrease as on 18/12/2020			(4000)	Transfer	204000	4.01
	Increase as on 31/12/2020			4000	Transfer	208000	4.08
	At the end of the year	208000	4.08			208000	4.08
3.	SATISH RATILAL RAMANI						
	At the beginning of the year	156000	3.06				
	No increase/decrease in the shareholding during the year						
	At the end of the year	156000	3.06			156000	3.06
4.	ANIL RATILAL RAMANI						
	At the beginning of the year	152000	2.98				
	No increase/decrease in the shareholding during the year						
	At the end of the year	152000	2.98			152000	2.98

5.	HEMLATABEN AJITBHAI VASA						
	At the beginning of the year	0	0.00				
	Increase as on 12/06/2020			4000	Transfer	0	0.08
	Increase as on 19/06/2020			12000	Transfer	16000	0.31
	Increase as on 26/06/2020			4000	Transfer	20000	0.39
	Increase as on 17/07/2020			4000	Transfer	24000	0.47
	Increase as on 24/07/2020			4000	Transfer	28000	0.55
	Increase as on 04/12/2020			12000	Transfer	40000	0.79
	Increase as on 11/12/2020			4000	Transfer	44000	0.86
	Increase as on 25/12/2020			4000	Transfer	48000	0.94
	Increase as on 19/02/2021			8000	Transfer	56000	1.10
	At the end of the year	56000	1.10			56000	1.10
6.	MANINI SUCHIT AMIN						
	At the beginning of the year	0	0.00				
	Increase as on 12/06/2020			4000	Transfer	0	0.08
	Increase as on 19/06/2020			12000	Transfer	16000	0.31
	Increase as on 26/06/2020			4000	Transfer	20000	0.39
	Increase as on 17/07/2020			4000	Transfer	24000	0.47
	Increase as on 24/07/2020			4000	Transfer	28000	0.55
	Increase as on 04/12/2020			12000	Transfer	40000	0.79
	Increase as on 11/12/2020			4000	Transfer	44000	0.86
	Increase as on 25/12/2020			4000	Transfer	48000	0.94
	Increase as on 19/02/2021			8000	Transfer	56000	1.10
	At the end of the year	56000	1.10			56000	1.10
7.	HEENA VIPUL VORA						
	At the beginning of the year	36000	0.71				
	Decrease as on 25/09/2020			(4000)	Transfer	32000	0.63
	Decrease as on 28/09/2020			(8000)	Transfer	24000	0.47
	Decrease as on 27/11/2020			(24000)	Transfer	0	0.00
	At the end of the year	0	0.00			0	0.00
8.	KADDI SHANKARAPPA						
	At the beginning of the year	0	0.00				
	Increase as on 31/03/2021			28000	Transfer	28000	0.55
	At the end of the year	28000	0.55			28000	0.55
9.	VIRAJ SAMIRBHAI SHAH						
	At the beginning of the year	24000	0.47				
	No increase/decrease in the shareholding during the year						
	At the end of the year	24000	0.47			24000	0.47

10. MANAN YOGESH DOSHI							
At the beginning of the year	0	0.00					
Increase as on 24/04/2020			20000	Transfer	20000	0.39	
Decrease as on 21/08/2020			(20000)	Transfer	0	0.00	
Increase as on 04/09/2020			20000	Transfer	20000	0.39	
At the end of the year	20000	0.39			20000	0.39	

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each Of the Directors'	Shareholding at the beginning of the year		Increase / Decrease in the Share holding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company			No. of shares	% of total shares of the company
1.	Ritesh Vinay Patel						
	At the beginning of the year	1738000	34.12				
	Increase as on 09/02/2021			Increase	Inter-se transfer		
	At the end of the Year	1738000	34.12			3636000	71.39
2.	Vinay Rajnikant Patel						
	At the beginning of the year	1000	0.02			1000	0.02
	No changes during the year						
	At the end of the Year	1000	0.02			1000	0.02
3.	Mayuri Vinay Patel						
	At the beginning of the year	85000	1.67			85000	1.67
	No changes during the year						
	At the end of the Year	85000	1.67			85000	1.67

V. INDEBTEDNESS.

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	10544841	8963057	-	19507898
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	10544841	8963057	-	19507898
Change in Indebtedness during the financial year				
* Addition	6624353	5138044	-	11762397
* Reduction	-	-	-	-
Net Change	6624353	5138044	-	11762397
Indebtedness at the end of the financial year				
i) Principal Amount	17169194	14101101	-	31270295
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	17169194	14101101	-	31270295

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Ritesh Vinay Patel	Vinay Rajnikant Patel	
1.	Gross salary	480000	720000	1200000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act,1961	-		Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			Nil
2.	Stock Option	-		Nil
3.	Sweat Equity	-		Nil
4.	Commission			Nil
	- as % of profit	-		
	- Others, specify...	-		
5.	Others, please specify	-		Nil
	Total (A)	480000	720000	1200000
	Ceiling as per the Act	-	-	-

B. Remuneration to other directors:

B. Remuneration to other directors:					
SN.	Particulars of Remuneration	Name of Directors			Total
		Mrs.NiveditaDinkar	Mr. Kashyap Shah	Mrs.Mayuri Patel	
1	Independent Directors	√	√	-	NIL
	Fee for attending board committee meetings	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL

	Others, please specify	NIL	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL	-
2	Other Executive Directors	-	-	-	-
	Fee for attending board committee meetings	-	-	-	NIL
	Commission	-	-	-	NIL
	Others, please specify (Salary)	-	-	-	NIL
3	Other Non-Executive Directors	-	-	√	
	Fee for attending board committee meetings	-	-	NIL	NIL
	Commission	-	-	NIL	NIL
	Others, please specify (Salary)	-	-	NIL	NIL
	Total (2)	-	-	NIL	NIL
	Total (B)=(1+2)	NIL	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL	NIL
	Overall Ceiling as per the Act	100000/- per meeting	100000/- per meeting	NIL	-

C. Remuneration to Key Managerial Personnel Other than MD/ Manager/ WTD:

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CFO	CEO	CS	
		Uday Shah	Vinay Patel	Hena Shah	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961 (b) Value of perquisites u/s 17(2) Income-tax Act,1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	3,60,000	-	3,00,000	6,60,000
2.	Stock Option	-			-
		-			-

3.	Sweat Equity	-			-
4.	Commission - as % of profit - Others, specify...	-			-
5.	Others, please specify	-			-
	Total	3,60,000	-	3,00,000	6,60,000

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

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

Regd. office:
208, Devshruti Complex,
Opp. HCG Hospital,
Nr. Mithakhali Cross Roads
Ellisbridge, Ahmedabad-380006.

By Order of the Board of Directors
For, **Felix Industries Limited**

Date:24-08-2021
Place: Ahmedabad

Ritesh Patel
Managing Director
(DIN: 05350896)

Vinay Patel
Whole Time Director
(DIN:08377751)

“AnnexureD”

Nomination and Remuneration Policy

INTRODUCTION

In pursuance to the Company’s policy to consider human resources as its invaluable assets, to pay equitable remuneration to all Directors, key managerial personnel and employees of the Company, to harmonise the aspirations of human resources consistent with the goals of the company and in terms of the provisions of the Companies Act, 2013, this policy on Nomination and Remuneration of directors, Key Managerial Personnel (KMP) and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC”) and approved by the Board of Directors of the Company.

CONSTITUTION OF COMMITTEE

The Board of Directors of Felix Industries Limited (“the Company”) constituted the “Nomination and Remuneration Committee” consisting of three (3) Non-Executive Directors of which majority are Independent Directors in accordance with the provisions of Section 178 of the Companies Act, 2013.

OBJECTIVE

The key objectives of the Committee would be:

- a) To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- b) Formulate the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees.
- c) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management
- d) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- e) To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage
- f) To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company’s operations.
- g) To develop a succession plan for the Board and to regularly review the plan.

DEFINITIONS

“**Act**” means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.

“**Board**” means Board of Directors of the Company.

“**Directors**” mean Directors of the Company.

“**Key Managerial Personnel**” means

- a) Chief Executive Officer or the Managing Director or the Manager;
- b) Whole-time director;
- c) Chief Financial Officer;
- d) Company Secretary; and

e) Such other officer as may be prescribed.

“Senior Management” means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads

POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIORMANAGEMENT

A. Appointment criteria and qualifications

I. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.

II. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

III. The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

B. Term / Tenure

➤ Managing Director/Whole-time Director:

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

➤ Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on October 1, 2014 or such other date as may be determined by the Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.

- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed

companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

C. Evaluation

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

D. Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

RETIREMENT

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

POLICY RELATING TO THE REMUNERATION FOR THE WHOLE-TIME DIRECTOR, KMP AND SENIOR MANAGEMENT PERSONNEL

The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation/ commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

While determining the remuneration of Executive Directors and Key Managerial Personnel, the Committee shall consider following factors:

- i) Industry standards, if the data in this regard is available.
- ii) The job description.
- iii) Qualification and experience level of the candidate.

The remuneration payable to the Executive Directors, including the value of the perquisites, shall not exceed the permissible limits as are mentioned within the provisions of the Companies Act, 2013. They shall not be eligible for any sitting fees for attending any meetings.

The Non-Executive Directors shall not be eligible to receive any remuneration/ salary from the Company. However, the Non-Executive Directors shall be paid sitting fees for attending the meeting of the Board or committees thereof and commission, as may be decided by the Board/Shareholders from time to time, presently the Company is not paying any sitting fee. They shall also be eligible for reimbursement of out of pocket expenses for attending Board/ Committee Meetings.

DUTIES IN RELATION TO NOMINATION MATTERS

The duties of the Committee in relation to nomination matters include:

- a) Ensuring that there is an appropriate induction in place for new Directors and members of Senior Management and reviewing its effectiveness;
- b) Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act;
- c) Determining the appropriate size, diversity and composition of the Board;
- d) Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- e) Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- f) Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- g) Recommend any necessary changes to the Board; and

DUTIES IN RELATION TO REMUNERATION MATTERS:

The duties of the Committee in relation to remuneration matters include:

- To consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.

REVIEW AND AMENDMENTS:

- I. The NRC or the Board may review the Policy as and when it deems necessary.
- II. The NRC may issue guidelines, procedures, formats, reporting mechanism and manual in supplement and better implementation to this policy, if it thinks necessary.

This Policy may be amended or substituted by the NRC or by the Board and as when required and also by the Compliance Officer where there is any statutory change necessitating the change in the policy.

Regd. office:

208, Devshruti Complex,
Opp. Medisurge Hospital,
Nr. Mithakhali Cross Roads
Ellisbridge, Ahmedabad-380006.

By Order of the Board of Directors
For, **Felix Industries Limited**

Date:24-08-2021
Place: Ahmedabad

Ritesh Patel
Managing Director
(DIN: 05350896)

Vinay Patel
Whole Time Director
(DIN:08377751)

“AnnexureE”

MANAGEMENT DISCUSSION & ANALYSIS REPORT

i) Industry Structure and Development

Water treatment plants collect effluent from industrial and municipal sources and treat it to a level of purification that enables its reuse in agriculture, industry, and even as potable drinking source. One of the most significant improvements in the water industry in the recent year is the advancement in wastewater technologies. The use of membrane technology is increasing due to improvement in recent years that has made them affordable, efficient, and effective. As a result of all these factors, the water treatment industry is witnessing a boom across the globe. The water and wastewater treatment market is expected to grow at a CAGR of 6.5% from 2019 to 2025. Today, growing global demand for clean water, more stringent regulatory issues, and increasing environmental concerns make water and wastewater treatment systems more relevant than ever. As far as E-waste industry is concerned, the government is taking different initiatives for handling and treatment of e-waste in a safe and sustainable manner.

ii) Opportunities and Threats

Rapid population growth and urbanization, growing demand for new water resources, rising focus on water quality and public health, increasing prevalence of water-borne diseases, increase in industrial demand, and stringent governmental regulations on treating wastewater also aid in the growth of this market. High cost of equipments, operations, and disposal obstructs the growth of this market to some extent. In addition, aging water infrastructure, excess energy consumption, and rising expenditure due to excess sludge production are some of the major challenges in the overall water and wastewater treatment market.

iii) Risk and Concerns

Pre-empting risks and activating a mitigation plan has been a priority on the management's agenda. As during the starting of the financial year, due to COVID-19 pandemic was a difficult year to start which overall affected the business and the company has faced some insufficient capital investments in processing equipment's being a manufacturing company and the debtors' cycle processes were slow. The risk factors raised can be solved by taking different steps which are favorable to the industry.

iv) Segment wise performance

FELIX INDUSTRIES LIMITED (FIL) is a company that offers total water and environmental solutions to the end customers. It is supported by a robust infrastructure of ISO certified manufacturing facilities and provides the best after-sales network in form of Operation & Maintenance to the companies. It offers a complete range of solutions for water, waste water management by way of Reverse Osmosis Systems, Effluent Recycling System, Zero Liquid Discharge System upto 90% plus recovery. Today more than ever, to meet the rising demand for water, it is imperative that water be effectively managed not just at the source but throughout its life cycle. Now our focus is towards meeting sustainable goals. As far as E-waste is concerned, the sector is growing in a faster manner as in this sector government involvement is more and they are taking different steps for recycling of E-Waste. The company is also into trading of industrial piping and is providing end-to-end services. During the year due to COVID-19 pandemic there was a

overall downfall in all the divisions of the company and during this span of time we have researched and developed few more technologies for all the upcoming projects which can be beneficial to the end users.

v) **Internal Control system and their adequacy**

The Company has a proper and adequate system of internal control and ensures that all assets are safeguard and protected against from unauthorized use or disposition, which has been looked after by Ritesh Patel, Managing Director of the Company

vi) **Financial performance with respect to operational performance**

The Financial performance of the Company for the year **2020-21** is described in the Directors' Report under the head overview of Company's financial performance.

vii) **Human Resources/ Industrial Relations**

Relation between management and the employees at all level remained healthy and cordial throughout the year. The management and the employees are dedicated to achieve the corporate objectives and the targets set before the company.

viii) **Details of Significant Changes in key financial ratios**

There is a slight significant changes in the key financial ratios for the year 2020-21 which are as below:

Key Ratios

Ratios	2020-21	2019-20
Debtor Turnover (Number of Days)	433.50	654
Inventory Turnover (Number of Days)	281.60	421
Interest Coverage Ratio	-18.51%	-21.92%
Current Ratio	1.77	3.39
Debt Equity Ratio	0.72	0.24
Operating Profit Margin %	-28.26%	-39.05%
Net Profit Margin	-20.27%	-15.62%
Return on Networth	-8.89%	-3.80%

ix) **Cautionary Statement**

Statement in this management Discussion and Analysis describing the company's objectives, projections, estimated and expectations are "forward looking statements" Actual results might differ, materially from those anticipated because of changing ground realities.

By Order of the Board of Directors

Date:24-08-2021
Place: Ahmedabad

Ritesh Patel
Managing Director
(DIN: 05350896)

Vinay Patel
Whole Time Director
(DIN:08377751)

“Annexure-F”

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2021

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

To,
The Members,
FELIX INDUSTRIES LIMITED
Ahmedabad, Gujarat.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **FELIX INDUSTRIES LIMITED (CIN: L40103GJ2012PLC072005)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2021** ('Audit Period') 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:

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

- i. The Companies Act, 2013 (**the Act**) and the rules made there under.
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The 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 Borrowing. (**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, 2009. (**not applicable to the company during the audit period**)

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ***(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, 2009 ***(not applicable to the company during the audit period);***
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 ***(not applicable to the company during the audit period);***

I have relied on the representations made by the Company and its officers for systems and mechanism formed by the Company for compliances of other specific applicable Acts, Laws and Regulations to the Company as mentioned hereunder;

- a) The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
- b) Employees' State Insurance Act, 1948
- c) The Factories Act, 1948
- d) Environment Protection Act, 1986
- e) The Minimum Wages Act, 1948, and rules made there under

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

I further report that:

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

Adequate notice is given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Board takes decision by majority of directors while the dissenting directors' views are captured and recorded as part of the minutes.

I further report that:

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable Laws, Rules, Regulations and guidelines.

I further report that there were no other instances of:

- (i) Rights/Preferential issue of Shares/debentures/sweat equity.
- (ii) Redemption/buy-back of securities.
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iii) Merger/ amalgamation etc.
- (iv) Foreign technical collaborations.

For, **Vishwas Sharma and Associates**,
Company secretaries,

Vishwas Sharma
Proprietor
ACS: 33017
COP No.:16942

Date: 24/08/2021
Place: Ahmedabad

UDIN: A033017C000861559

Note: This report is to be read with my letter of even date which is annexed as Annexure -1 herewith and forms and integral part of this report

Annexure - 1 to Secretarial Audit Report

To,
The Members,
Felix Industries Limited
Ahmedabad.

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representations about the compliance of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For, **Vishwas Sharma and Associates,**
Company secretaries,

Vishwas Sharma
Proprietor
ACS: 33017
COP No.:16942

Date: 24/08/2021
Place: Ahmedabad
UDIN: A033017C000861559

INDEPENDENT AUDITOR'S REPORT

To the Members of

FELIX INDUSTRIES LIMITED

AHMEDABAD.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS:

OPINION

We have audited the accompanying financial statements of FELIX INDUSTRIES LIMITED (“the Company”), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, and the 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 (hereinafter referred to as “Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“Act”) in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Rule 7 of the Companies (Accounts) Rules 2014 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its losses and its cash flows for the year ended on that date.

BASIS OF OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 Act 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.

EMPHASIS OF MATTER:

We draw attention to the following matters in the Notes to the Financial Statements:

- I. Notes No. 28(e) relating to the non-provision for doubtful debts amounting to Rs. 1,76,70,214/-

KEY AUDIT MATTERS:

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

provide a separate opinion on these matters. We have determined the following matters to be key audit matters to be communicated through our report.

Description of Key Audit Matters:

The Key Audit Matter

1. Intangible Assets Under Development:

In earlier financial years, the company commenced design and development of Waste Water Recycling Process-PEA Effluent. The process has not yet been completed in the current financial year and is still under development stage. This will be in the form of improved business process which is expected to be used in the production process or supply of goods or provision of services and from which future economic benefits are expected to flow to the company in the form of revenue generation. As informed to us, the process was still in the development stage as at the reporting date. The expenditures incurred on the design and development of the process has been treated as “Intangible Assets Under Development” in the financial statements. (Refer to Note No. 28(d))

The risks factors with the above matter are:

- (i) The company may not be able to fully complete the process so as to make it available for use in the production process or supply of goods or provision of services as the process is still in development stage since the initial stage.
- (ii) Legal constraints and compliances if any for the registration of the process and the possibility of non-compliance by the company.

How the matter was addressed in our audit

Our audit procedure included

- obtaining basic understanding of the process.
- how the process will be available for use in the production process or supply of goods or provision of services
- how the company can use the process to generate future economic benefits
- obtaining basis understanding of the process of registration if any.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Board's Report including Annexures to the Board's Report, Business Responsibility 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 in the audit or otherwise appears to be materially misstated.

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

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS:

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the 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 Accounting Standards specified under Section 133 of the Act, read the Companies (Accounts) Rules, 2014 as amended.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS:

1. As required by The Companies (Auditor's Report) Order, 2016 issued by The Central Government of India in term of section 143 (11) of The Companies Act, 2013, we enclose in the Annexure-A hereto a statement on the matters specified in paragraphs 3 and 4 of the said order, to the extent applicable to the company.

2. As required by section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, aforesaid Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flows comply with the Accounting Standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of written representations received from the directors of the Company as on March 31, 2021, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021, from being appointed as a director in terms of sub-section (2) of section 164 of Act;
 - f) With respect to the adequacy of internal financial control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure-B to this report;
 - g) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. As at 31st March, 2021 there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

3. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

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) of the Act which are required to be commented upon by us.

**FOR AND ON BEHALF OF
S. N. SHAH & ASSOCIATES,
CHARTERED ACCOUNTANTS,
FIRM REG. NO. 109782W**

PLACE: AHMEDABAD

DATED: 26TH JUNE, 2021

UDIN: 21126770AAAAFB6419

FIROJ G. BODLA

PARTNER

M. No. 126770

ANNEXURE-A TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under "Report On Other Legal And Regulatory Requirements" section of our report of even date to the members of FELIX INDUSTRIES LIMITED on the financial statements of the company for the year ended 31st March, 2021:

On the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanation given to us during the course of audit, we further report that:

- i. In respect of its fixed assets:
 - a) According to the information and explanations given to us, the company is in the process of compiling records of property, plant & equipment showing full particulars including quantitative details and situation of property, plant & equipment.
 - b) As explained to us, the management in accordance with a phased programme of verification adopted by the company has physically verified the property, plant & equipment. To the best of our knowledge, no material discrepancies have been noticed on such verification or have been reported to us.
 - c) According to the information and explanations given to us and on the basis of the examination of the records of the company, the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.

- ii. In respect of its Inventories:
 - a) As explained to us, the inventories have been physical verified during the year by the management of the company.
 - b) As explained to us, no material discrepancies were noticed on physical verification of inventory as compared to the books of account.

- iii. Loans/Advances Granted:

As informed to us, during the year the company has not granted any secured or unsecured loans to any Company, Firms, Limited Liability Partnerships or Other Parties covered in the register maintained under section 189 of the Companies Act, 2013 and hence other matters related thereto referred to in clause III (a), (b) and (c) of The Companies (Auditor's Report) Order, 2016 are not applicable.

- iv. According to the information and explanations given to us, the company has complied with provisions of section 185 and 186 in respect of transaction of the nature referred to in Sections 185 and 186 of The Companies Act, 2013 in respect of any loans, investments, guarantees and security.
- v. According to the information and explanations given to us, the company has complied with the directives issued by the Reserve Bank of India, if applicable and the provisions Section 73 to 76 of The Companies Act, 2013, and The Companies (Acceptance of Deposits) Rules, 2014 in respect of deposits, if any, accepted by the company. According to the information and explanations given to us, the Company Law Board or National Company Law Tribunal or

Reserve Bank of India or any court or any other tribunal has not issued any order in respect of the deposits accepted by the company.

- vi. As per information and explanations given to us, the company has been engaged in the trading activities and provisions of services during the year and hence the company is not required to make and maintain the cost records and accounts as prescribed by The Central Government under Section 148(1) of the Companies Act, 2013.
- vii. In respect of Statutory Dues:
 - a) As per the information & explanations furnished to us, in our opinion the company is generally regular in depositing with appropriate authorities undisputed statutory dues of T.D.S., GST, Employee Provident Fund, ESIC and other material statutory dues applicable to it. There has been no outstanding as at 31st March, 2021 of undisputed liabilities outstanding for more than six months.
 - b) According to information and explanations given to us and so far as appears from our examination of books of account, there were no statutory dues outstanding as at 31st March, 2021 which have not been deposited on account of any dispute.
- viii. According to the information and explanations given to us, the company has repaid the principal amount and made payment of interest on loans or borrowings taken by it from banks.
- ix. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year.

In our opinion and according to the information and explanations given to us, the company has applied the term loan obtained during the year for the purpose for which it was obtained.

- x. According to the information and explanations given to us, no material fraud by the company or on the company by its Officers or Employees has been noticed or reported to us by the management during the year.
- xi. In our opinion and according to the information and explanations given to us, the company had paid/provided managerial remuneration in accordance with the provisions of Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013.
- xii. As the company is not the Nidhi Company, clause (xii) of paragraph 3 of The Companies (Auditor's Report) Order, 2016 is not applicable to it.
- xiii. According to the information and explanations given to us, the company is in compliance with the provisions of sections 177 and 188 of the Companies Act, 2013, where applicable, for

related party transactions and the details of related party transactions have been disclosed in the Notes to the Financial Statements in accordance with the applicable Accounting Standards.

- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year, clause (xiv) of paragraph 3 of The Companies (Auditor's Report) Order, 2016 is not applicable to it during the year.
- xv. According to the information and explanations given to us, the company has not entered into any non-cash transaction with directors or persons connected with them and hence clause (xv) of paragraph 3 of The Companies (Auditor's Report) Order, 2016 is not applicable to it during the year.
- xvi. As the company is not required to be registered under section 45-IA of the Reserve Bank of India, 1934, clause (xvi) of paragraph 3 of The Companies (Auditor's Report) Order, 2016 is not applicable to it.

**FOR AND ON BEHALF OF
S. N. SHAH & ASSOCIATES,
CHARTERED ACCOUNTANTS,
FIRM REG. NO. 109782W**

**FIROJ G. BODLA
PARTNER
M. No. 126770**

PLACE: AHMEDABAD

DATED: 26TH JUNE, 2021

UDIN: 21126770AAAAFB6419

ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT

[REFERRED TO IN PARAGRAPH 2(f) UNDER “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS SECTION OF OUR REPORT OF EVEN DATE]

FINANCIAL YEAR ENDED 31ST MARCH 2021

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 **FELIX INDUSTRIES LIMITED (“the Company”)** as of March 31, 2021 in conjunction with our audit of the financial statements of the company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial

controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion and to the best of our information and according to the information and explanations given to us, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were commensurate with the nature of the business of the company and operating effectively as at March 31,

2021, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR AND ON BEHALF OF
S. N. SHAH & ASSOCIATES,
CHARTERED ACCOUNTANTS,
FIRM REG. NO. 109782W**

**PLACE: AHMEDABAD
DATED: 26TH JUNE, 2021
UDIN: 21126770AAAAFB6419**

**FIROJ G. BODLA
PARTNER
M. No. 126770**

FELIX INDUSTRIES LIMITED
(FORMERLY KNOWN AS FELIX INDUSTRIES PRIVATE LIMITED)
BALANCE SHEET AS AT 31ST MARCH, 2021

SR. NO.	PARTICULARS	Note No	AS AT	
			31-Mar-21	31-Mar-20
I.	EQUITY AND LIABILITIES			
1	SHAREHOLDER'S FUND			
	(a) Share Capital	2	5,09,30,000	5,09,30,000
	(b) Reserves and Surplus	3	1,63,90,426	2,28,52,890
			6,73,20,426	7,37,82,890
2	NON-CURRENT LIABILITIES			
	(a) Long-Term Borrowings	4	98,23,975	95,25,457
			98,23,975	95,25,457
3	CURRENT LIABILITIES			
	(a) Short-Term Borrowings	5	2,14,46,320	99,82,441
	(b) Trade Payables	6		
	- Total Outstanding Dues of Micro Enterprises and Small Enterprises		27,00,446	12,59,910
	- Total Outstanding Dues of Creditors Other Than Above		54,01,291	42,07,298
	(c) Other Current Liabilities	7	90,77,115	29,81,025
	(d) Short-Term Provisions	8	80,000	1,82,322
			3,87,05,171	1,86,12,996
	TOTAL		11,58,49,573	10,19,21,343
II.	ASSETS			
1	NON CURRENT ASSETS			
	(a) PROPERTY, PLANT AND EQUIPMENT	9		
	(i) Tangible Assets		3,92,17,961	3,15,36,924
	(ii) Intangible Assets		69,047	1,25,652
	(iii) Intangible Assets Under Development		18,15,298	18,15,298
			4,11,02,306	3,34,77,874
	(b) Deferred Tax Assets (Net)	10	56,75,925	39,84,108
	(c) Long Term Loans and Advances	11	40,000	1,40,000
	(d) Other Non-Current Assets	12	5,56,219	12,49,938
			4,73,74,450	3,88,51,920
2	CURRENT ASSETS			
	(a) Inventories	13	2,00,10,321	2,55,74,398
	(b) Trade Receivables	14	3,96,49,766	3,05,36,160
	(c) Cash and Cash Equivalents	15	10,93,223	9,65,880
	(d) Short-Term Loans and Advances	16	77,21,813	59,92,986
			6,84,75,123	6,30,69,423
	TOTAL		11,58,49,573	10,19,21,343
			(0)	0
III.	OTHER NOTES ON FINANCIAL STATEMENTS	25 to 27		
III.	SIGNIFICANT ACCOUNTING POLICIES	1		
IV.	ADDITIONAL INFORMATION	28		

FOR AND ON BEHALF OF THE BOARD
FELIX INDUSTRIES LIMITED

MANAGING DIRECTOR
[RITESH PATEL]
[DIN: 05350896]

UDAY CHANDULAL SHAH
[CHIEF FINANCIAL OFFICER]
PLACE: AHMEDABAD
DATE: 26TH JUNE, 2021

EXECUTIVE DIRECTOR
[VINAY PATEL]
[DIN: 08377751]

HENA KETAN SHAH
[COMPANY SECRETARY]

AS PER OUR REPORT OF EVEN DATE
FOR S. N. SHAH & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO.: 109782W

FIROJ G. BODLA
PARTNER
M. NO. 126770

FELIX INDUSTRIES LIMITED
(FORMERLY KNOWN AS FELIX INDUSTRIES PRIVATE LIMITED)

STATEMENT FOR THE PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

SR. NO.	PARTICULARS	Note No	AMOUNT RS.	AMOUNT RS.	PREVIOUS YEAR
I.	REVENUE FROM OPERATIONS	17	2,95,45,784		1,86,76,074
II.	OTHER INCOME	18	6,71,244		7,230
III.	TOTAL REVENUE (I +II)			3,02,17,028	1,86,83,304
IV.	EXPENSES				
1	Purchase of Stock-in-Trade	19	1,41,06,025		1,92,18,699
2	Changes in inventories of Trading Goods	20	55,64,077		(1,04,26,386)
3	Employee Benefit Expense	21	69,54,821		69,90,821
4	Financial Costs	22	22,04,168		15,31,621
5	Depreciation and Amortization Expense	23	14,51,049		14,76,709
6	Other Expenses	24			
	Manufacturing Expenses		32,02,347		18,54,605
	Administrative, Selling & Other Expenses		44,14,002		53,22,491
			76,16,349		71,77,096
	TOTAL EXPENSES			3,78,96,488	2,59,68,560
V.	PROFIT BEFORE EXCEPTIONAL, EXTRAORDINARY ITEMS & TAX (III - IV)			(76,79,460)	(72,85,256)
VI.	EXCEPTIONAL ITEMS			-	-
VII.	PROFIT BEFORE TAX (V-VI)			(76,79,460)	(72,85,256)
VIII.	TAX EXPENSES:				
	(1) Current Tax		-		-
	(2) Deferred Tax		16,91,817		43,68,844
				16,91,817	43,68,844
IX.	PROFIT(LOSS) FOR THE YEAR FROM CONTINUING OPERATIONS (VII-VIII)			(59,87,643)	(29,16,412)
X.	EARNING PER EQUITY SHARE				
	(1) Basic			(1.18)	(0.57)
	(2) Diluted			(1.18)	(0.57)
XI.	OTHER NOTES ON FINANCIAL STATEMENTS	25 to 27			
XII.	SIGNIFICANT ACCOUNTING POLICIES	1			
XIII.	ADDITIONAL INFORMATION	28			

FOR AND ON BEHALF OF THE BOARD
FELIX INDUSTRIES LIMITED

AS PER OUR REPORT OF EVEN DATE
FOR S. N. SHAH & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO.: 109782W

MANAGING DIRECTOR
[RITESH PATEL]
[DIN: 05350896]

EXECUTIVE DIRECTOR
[VINAY PATEL]
[DIN: 08377751]

UDAY CHANDULAL SHAH
[CHIEF FINANCIAL OFFICER]
PLACE: AHMEDABAD
DATE: 26TH JUNE, 2021

HENA KETAN SHAH
[COMPANY SECRETARY]

FIROJ G. BODLA
PARTNER
M. NO. 126770

FELIX INDUSTRIES LIMITED
(FORMERLY KNOWN AS FELIX INDUSTRIES PRIVATE LIMITED)
CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2021

Indirect Method		(Amount in Rs.)	
Sr. NO.	Particulars	Year Ended 31-Mar-21	Year Ended 31-Mar-20
A	CASH FLOW FROM OPERATING ACTIVITIES		
I	Net Profit before Taxation and Extraordinary Items	(76,79,460)	(72,85,256)
	Adjustments for :		
	Add : Depreciation	14,51,049	14,76,709
	Finance Costs	22,04,168	15,31,621
	Preliminary Expenses Written off	6,93,719	6,93,719
	Loss On Sale of Fixed Assets	-	2,80,011
	Prior Period Expenses (Net)	(5,09,623)	(56,995)
	Less : Interest Income	(15,030)	(7,230)
II	Operating Profit before Working Capital Changes	(38,55,177)	(33,67,421)
	Adjustments for :		
	Less:		
	Increase in Inventories	-	(1,04,26,386)
	Increase in Trade Receivables	(91,13,607)	-
	Increase in Short Term Loans & Advances	(16,57,794)	(17,80,691)
	Increase in Long Term Loans & Advances	-	(80,000)
	Decrease in Trade Payables	-	(16,02,061)
	Decrease in Provisions	(1,02,322)	-
	Add:		
	Decrease in Inventories	55,64,077	-
	Decrease Trade Receivables	-	59,00,879
	Decrease in Short Term Loans & Advances	-	-
	Decrease in Long Term Loans & Advances	1,00,000	-
	Increase in Trade Payables	26,34,528	-
	Increase in Current Liabilities	47,50,736	23,64,923
	Increase in Provisions	-	1,34,927
III	Cash Generated from Operations	(16,79,559)	(88,55,830)
	Less : Income Taxes Paid	(36,231)	(1,23,048)
IV	Cash Flow before extraordinary items	(17,15,790)	(89,78,878)
	Less: Extraordinary Items	-	-
V	Net Cash from Operating Activities (A)	(17,15,790)	(89,78,878)
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets	(90,75,480)	(28,08,176)
	Proceeds of Sale of Fixed Assets	-	14,50,000
	Interest Income	15,030	7,230
	Net Cash from/(Used In) Investing Activities (B)	(90,60,450)	(13,50,946)
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Repayment/Proceeds of Long Term Bank Borrowings	66,05,828	(2,95,529)
	Repayment/Proceeds of Long Term Unsecured Loans	(49,61,956)	89,09,629
	Repayment/Proceeds of Short Term Bank Borrowings	13,63,879	43,473
	Repayment/Proceeds of Short Term Unsecured Loans	1,01,00,000	-
	Finance Costs	(22,04,168)	(15,31,621)
	Net Cash from/(Used In) Financing Activities (C)	1,09,03,583	71,25,952
	Net Increase/(Decrease) in Cash and Cash Equivalents	1,27,342	(32,03,872)
	Cash and Cash Equivalents at the Beginning of the Period	9,65,880	41,69,752
	Cash and Cash Equivalents at the End of the Period	10,93,222	9,65,880

FOR AND ON BEHALF OF THE BOARD
FELIX INDUSTRIES LIMITED

MANAGING DIRECTOR
[RITESH PATEL]
[DIN: 05350896]

EXECUTIVE DIRECTOR
[VINAY PATEL]
[DIN: 08377751]

UDAY CHANDULAL SHAH
[CHIEF FINANCIAL OFFICER]
PLACE: AHMEDABAD
DATE: 26TH JUNE, 2021

HENA KETAN SHAH
[COMPANY SECRETARY]

AS PER OUR REPORT OF EVEN DATE
FOR S. N. SHAH & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO.: 109782W

FIROJ G. BODLA
PARTNER
M. NO. 126770

FELIX INDUSTRIES LIMITED, AHMEDABAD. (2020-21)
(FORMERLY KNOWN AS FELIX INDUSTRIES PRIVATE LIMITED)

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

a)	<p>Accounting Conventions:</p> <p>The Financial Statements of the Company are prepared under the historical cost convention on accrual basis of accounting and in accordance with the mandatory accounting standards issued by the Institute of Chartered Accountants of India and referred to in section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 except in case of leave salary, gratuity & other retirement employee benefits including statutory if any applicable and generally accepted accounting principles in India. The accounting policies not referred to otherwise have been consistently applied by the Company during the year.</p>
b)	<p>Use of Estimates</p> <p>The preparation of financial statements in accordance with the GAAP requires management to make estimates and assumptions that may affect the reported amount of assets and liabilities, classification of assets and liabilities into non-current and current and disclosures relating to contingent liabilities as at the date of financial statements and the reported amounts of income and expenses during the reporting period. Although the financial statements have been prepared based on the management's best knowledge of current events and procedures/actions, the actual results may differ on the final outcome of the matter/transaction to which the estimates relate.</p>
c)	<p>Property, Plant & Equipment and Intangible Assets:</p> <p>The Property, Plant & Equipment except land are stated at cost of acquisition/construction (less Accumulated Depreciation, if any). The cost of Property, Plant & Equipment comprises of their purchase price including freight, duties, taxes or levies, directly attributable cost of bringing the assets to their working conditions for their intended use. The Company capitalises its Property, Plant & Equipment at a value net of GST received/receivable during the year in respect of eligible Capital Goods. Subsequent expenditures on Property, Plant & Equipment have been capitalised only if such expenditures increase the future benefits from the existing assets beyond their previously assessed standard of performance.</p> <p>The assets that are under construction/erection/development or not fully acquired and therefore not available for productive/intended use are shown as "Capital Work in Progress" under Property, Plant & Equipment and will be capitalized on completion of the construction/erection/acquisition/development activities.</p> <p>The Intangible Assets of Website Design & Development has been recognised at its cost of acquisition less accumulated amortization. On the basis of the availability of the asset for its intended use, relevant contractual agreements and technological changes that may affect the usefulness of the asset, the useful life of the asset had been assumed to be of five years from the date of its acquisition</p>
d)	<p>Depreciation</p> <p>The Depreciation on Property, Plant & Equipment is provided on straight line method for the period of acquisition/construction i.e. from the period from which such assets were available for their intended</p>

	<p>use on pro-rata basis on the basis of useful life of each of the fixed assets as per Schedule II of the Companies Act, 2013.</p> <p>The intangible assets are amortized on straight line basis over the estimated useful economic life.</p>
e)	Inventories
	<p>The inventories of Trading Goods have been valued at cost or net realizable value whichever is lower. The Costs in respect of all items of inventories have been computed on FIFO basis. The cost of inventories comprises of the purchase price including duties and taxes, freight inwards and other expenditure directly attributable to the acquisition. The purchase price does not include GST credit availed of by the Company during the year.</p>
f)	Revenue Recognition
	<p>All income and expenses are accounted on accrual basis. The Company recognised Sale of Goods when it had transferred the property in Goods to the buyer for a price or all significant risks and rewards of ownership had been transferred to the buyer and no significant uncertainty existed as to the amount of consideration that would be derived from such sale. The recognition event is usually the dispatch of goods to the buyer such that the Company retains no effective control over the goods dispatched. The revenue in respect of service contract is recognized based on order/contract with the parties.</p> <p>Interest income is taken into revenue in full on accrual basis and tax deducted at source thereon is treated as advance tax</p>
g)	Borrowing Costs
	<p>The borrowing costs incurred during the year have been debited to the Statement of Profit and Loss of the current year.</p>
h)	Taxes On Income:
	<p>Taxes on income comprises of deferred tax. Deferred income taxes are determined for future consequences attributable to timing differences between financial determination of income and income chargeable to tax as per the provisions of Income Tax Act, 1961. Deferred tax liabilities/assets have been worked out using the tax rate and tax laws that were in force as on the date of balance sheet.</p> <p>The company has carried forward balances of unabsorbed depreciation and unabsorbed business losses as per the Income Tax Act, 1961 as at the reporting date. Deferred tax assets have been recognised only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realised.</p>
i)	Impairment of Assets
	<p>The management of the company makes an assessment at each reporting date as to whether there is any indication that any asset or group of assets is impaired or previously recognized impairment losses if any, may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's or group of asset's recoverable amount and makes provision/reversal of provision of impairment losses.</p>
j)	Provisions, Contingent Liabilities and Contingent Assets
	<p>The Company recognises a provision when there is a present obligation as a result of a past event that</p>

	probably requires an outflow of the Company's resources embodying economic benefits and a reliable estimate can be made of the amount of the obligation. A disclosure of contingent liabilities is made when there is a possible obligation that may, but probably will not, require an outflow of company's resources. As a measure of prudence, the contingent assets are not recognised.
k)	Cash and Cash Equivalents-For the Purpose of Cash Flow Statements:
	For the purpose of Cash Flow Statements, cash and cash equivalents include Cash on Hand and Balances with Banks in the Current Account.
l)	Operating Cycle:
	Based on the activities of the company and normal time between incurring of liabilities and their settlement in cash or cash equivalents and acquisition/right to assets and their realization in cash or cash equivalents, the company has considered its operating cycle as 12 months for the purpose of classification of its liabilities and assets as current and non-current.
m)	Foreign Currency Transactions
	The transactions in foreign currency have been recorded using the rate of exchange prevailing on the date of transactions. The difference arising on the settlement/restatement of the foreign currency denominated Current Assets/Current Liabilities into Indian rupees has been recognized as expenses/income (net) of the year and carried to the statement of profit and loss.
n)	Government Grant/Subsidy:
	Government Grants/Subsidy available to the Company are accounted on the basis: i) Where there is reasonable assurance that the company will comply with the Conditions attached to them, and ii) where such benefits have been earned by the Enterprise and it is reasonably certain that the ultimate collection will be made. iii) nature of the grant i.e. whether in the nature of capital contribution or in the form of revenue.
o)	Insurance Claims:
	Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.
p)	Research and Development:
	Expenditures on research phase is recognized as an expense when they are incurred. Expenditures on development phase are recognized as an intangible asset if they are likely to generate probable future economic benefits and the cost of the same can be measured reasonably and can be attributed the intangible assets.
q)	Current/Non-Current Classifications:
	The Company presents assets and liabilities in the financial statements on the basis of their respective classifications into current and non-current.
	Assets:

<p>An asset is treated as current when it is:</p> <ul style="list-style-type: none"> • Expected to be realised or intended to be sold or consumed in normal operating cycle • Held primarily for the purpose of trading • Expected to be realised within twelve months after the reporting period • Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. <p>All other assets are classified as non-current.</p>
<p>Liabilities:</p> <p>A liability is treated as current when it is:</p> <ul style="list-style-type: none"> • Expected to be settled in normal operating cycle • Held primarily for the purpose of trading • Due to be settled within twelve months after the reporting period • No unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. <p>All other liabilities are classified as non-current.</p>

NOTE 2 :SHARE CAPITAL

SR. NO.	PARTICULARS	AS AT 31-Mar-21	AS AT 31-Mar-20		
	EQUITY SHARES				
2.1	AUTHORISED				
	Authorised Capital 52,00,000 Shares of Rs. 10/- each at par (Previous Year 52,00,000 Shares of Rs. 10/- each at par)	5,20,00,000	5,20,00,000		
2.2	Issued, Subscribed and Paid Up Capital				
	50,93,000 Shares of Rs. 10/= each fully paid up (Previous Year 50,93,000 Shares of Rs. 10/= each fully paid up)	5,09,30,000	5,09,30,000		
	TOTAL	5,09,30,000	5,09,30,000		
2.3	Reconciliation of Number Shares Outstanding at the beginning and at the end of the period				
	Outstanding As At The Beginning Of The Year	50,93,000	50,93,000		
	Add: Equity Shares Allotted As Fully Paid Up For Consideration Received In Cash	-	-		
	Outstanding As At The End Of The Year	50,93,000	50,93,000		
2.4	Details of Shareholder Holding 5% or More Shares in the Company				
	Name of the Shareholder	As at 31st March, 2021		As at 31st March, 2020	
		No. of Shares	% of Total Holding	No. of Shares	% of Total Holding
	Ritesh V. Patel	36,36,000	71.39%	17,38,000	34.13%
	Sagar Samir Shah	-	0.00%	18,98,000	37.27%
	TOTAL	36,36,000	71.39%	36,36,000	71.39%

NOTE 3 : RESERVES & SURPLUS

SR.			AS AT	AS AT
NO.	PARTICULARS		31-Mar-21	31-Mar-20
3.1	Securities Premium			
	Balance as at the beginning of the year	3,42,00,000	3,42,00,000	
	Add: Additions during the year	-	-	
	Less: Withdrawals/Deductions during year	-	-	
	Balance as at the end of the year		3,42,00,000	3,42,00,000
3.2	Profit & Loss Statement Surplus			
	Balance as at the beginning of the year	(1,13,47,110)	(83,06,051)	
	Add: Profit/(Loss) During The Year	(59,87,643)	(29,16,412)	
	Add/(Less): Prior Period Items	(5,09,623)	(56,995)	
	Add/(Less): Excess/(Short) Provision for Income Tax	34,802	(67,652)	
	Balance Carried to Balance Sheet		(1,78,09,574)	(1,13,47,110)
	TOTAL		1,63,90,426	2,28,52,890

NOTE 4 : LONG TERM BORROWINGS

SR. NO.	PARTICULARS		AS AT 31-Mar-21	AS AT 31-Mar-20
I.	SECURED			
A.	Working Capital Term Loan			
	From Bank of Baroda A/c. No. 29760600004126		14,40,000	-
	(Nature of Security)*			
	(Guaranteed by Directors & Others)**			
	(Terms of Repayment)***			
	(Period of default)****			
B.	Vehicle Loan			
	ICICI Bank Limited		2,17,047	5,62,400
	(Secured By Hypothecation of Vehicles)			
C.	Business Loan \$			
	Ratnaafin Capital Private Limited		41,65,827	-
II.	UNSECURED			
1	From Directors & Shareholders & Their Relatives	39,47,673		89,09,629
2	Intercompany Deposits	53,428		53,428
			40,01,101	89,63,057
	TOTAL		98,23,975	95,25,457
*	Nature of Security:			
	The Existing Primary Securities/Collateral Securities for availing working capital loan from Bank of Baroda extended to cover Working Capital Term Loan (BGECLS).			
**	Outstanding balances of working capital term loan secured by personal/corporate guarantees of the following:			
-	Directors			
	Mr. Ritesh V. Patel			
	Mr. Vinay R. Patel			
***	Terms of Repayment			
	The Principal amount of loan to be repaid in 48 equal monthly instalment including the moratorium period of one year (effective 36 monthly instalment) from the date of disbursement (From July-2021).			
***	Nature of Default, If Any			
	No Default as on the Balance Sheet Date.			
A.	Nature of Security			
-	Collateral Security:			
	First and Exclusive charge by way of registered mortgage/equitable mortgage of immovable property situated at Plot No. 123, Devraj Industrial Park, Piplaj Pirana Road, Piplaj, Ahmedabad-382405.			
B.	Terms of Repayment:			
	The loan is to be repaid in 84 monthly instalment: First Three Instalments of Rs. 90,960 each and Remaining 81 instalments of Rs. 1,83,996 each. (Inclusive of Interest)			
C.	Entire loan secured by personal guarantees of the following persons/parties.			
-	Mr. Ritesh Vinay Patel			
-	Mr. Vinay Rajnikant Patel			

NOTE 5: SHORT TERM BORROWINGS

SR. NO.	PARTICULARS		AS AT 31-Mar-21	AS AT 31-Mar-20
I.	SECURED			
	Working Capital Loan:			
	From Bank of Baroda C.C. A/c. No. 297650500000027		1,13,46,320	99,82,441
	(Nature of Security)*			
	(Guaranteed by Directors & Others)**			
	(Terms of Repayment)***			
	(Period of default)****			
II.	UNSECURED			
	Inter Corporate Loans	1,01,00,000		-
			1,01,00,000	-
	TOTAL		2,14,46,320	99,82,441
*	Nature of Security			
-	Secured by Hypothecation of Stock and Book Debts of the Company.			
-	Secured by Mortgage of Office No. 208, Dev Shruti Complex, Opp. Medisurge Hospital, Near Mithakhali Cross Road, Ellisbridge, Ahmedabad.			
**	Outstanding balances of working capital secured by personal/corporate guarantees of the following:			
-	Directors			
	Mr. Ritesh V. Patel			
	Mr. Vinay R. Patel			
***	Terms of Repayment			
	To be Repaid on Demand			
***	Nature of Default, If Any			
	No Default as on the Balance Sheet Date.			

NOTE 6: TRADE PAYABLES

SR. NO.	PARTICULARS		AS AT 31-Mar-21	AS AT 31-Mar-20
1	Sundry Creditors for Goods			
	-Micro, Small & Medium Enterprises	26,13,117		10,52,907
	-Others	26,66,598		17,15,752
	*(Refer to Note No. 28(g))		52,79,715	27,68,659
2	Sundry Creditors for Other Expenses/Capital Goods			
	-Micro, Small & Medium Enterprises	87,329		2,07,004
	-Others*	27,34,693		24,91,546
	*(Refer to Note No. 28(g))		28,22,022	26,98,550
	TOTAL		81,01,736	54,67,208

NOTE: DUES TO MICRO AND SMALL ENTERPRISES

The Company has dues outstanding as at the reporting date to certain suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act, 2006 are as follows:

SR. NO.	PARTICULARS		AS AT 31-Mar-21	AS AT 31-Mar-20
I	The principal amount remaining unpaid to any supplier at the end of the year.		27,00,446	12,59,910
II	Interest due as claimed remaining unpaid to any supplier at the end of the year.		-	-
III	The amount of interest paid by the company in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the suppliers beyond the appointed day during the		-	-
IV	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.		-	-
V	The amount of interest accrued and remaining unpaid at the end of accounting year.		-	-
VI	The amount of further interest remaining due and payable even in the succeeding years, until such		-	-
	TOTAL		27,00,446	12,59,910

I Trade payables are non-interest bearing and are normally settled within the normal credit period.

II Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company.

NOTE 7: OTHER CURRENT LIABILITIES

SR. NO.	PARTICULARS		AS AT 31-Mar-21	AS AT 31-Mar-20
I	Current Maturities of Long Term Debts			
A.	Working Capital Term Loan			
	From Bank of Baroda A/c. No. 29760600004126	4,80,000	-	-
			4,80,000	-
B.	Vehicle Loan:			
	From ICICI Bank	3,45,353	3,14,172	
			3,45,353	3,14,172
C.	Business Loan			
	Ratnaafin Capital Private Limited	8,34,173	-	-
			8,34,173	-
III	Advances from Customers		73,32,241	25,85,909
IV	Other Payables-Statutory Liabilities			
	- TDS Payable	12,504		30,400
	- GST Payable	2,260		-
	- PF Payable	57,168		43,085
	- ESIC Payable	8,066		3,559
	- Employee Professional Tax	5,350		3,900
			85,348	80,944
	TOTAL		90,77,115	29,81,025

NOTE 8: SHORT TERM PROVISIONS

SR. NO.	PARTICULARS		AS AT 31-Mar-21	AS AT 31-Mar-20
1	Provision for Expenses		80,000	1,82,322
	TOTAL		80,000	1,82,322

NOTE 9: FIXED ASSETS

No.	Description of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As At	Addition	Sold/Adj.	As at	Upto	For	Adjustment	Upto	As At	As At
		1st April	During	During	31st March	31st March	The	During	31st March	31st March	31st March
		2020	the year	the year	2021	2020	Year	The year	2021	2021	2020
I.	TANGIBLE ASSETS										
	OWNED										
1	Freehold Land At Labha	71,72,650	-	-	71,72,650	-	-	-	-	71,72,650	71,72,650
2	Factory Building	68,31,717	1,30,160	-	69,61,877	4,34,605	2,26,910	-	6,61,515	63,00,362	63,97,112
3	Office Building	82,92,164	-	-	82,92,164	1,47,957	1,33,523	-	2,81,480	80,10,684	81,44,207
4	Plant & Machinery	66,12,081	82,36,786	-	1,48,48,867	9,79,527	4,47,335	-	14,26,862	1,34,22,005	56,32,554
5	Office Equipments	2,94,424	52,711	-	3,47,135	2,46,814	14,656	-	2,61,470	85,665	47,610
6	Furniture & Fixtures	29,88,694	47,000	-	30,35,694	4,28,853	3,14,070	-	7,42,923	22,92,771	25,59,841
7	Vehicles	16,97,914	4,62,000	-	21,59,914	1,43,116	2,45,173	-	3,88,289	17,71,625	15,54,798
8	Computer	6,73,733	1,46,823	-	8,20,556	6,45,581	12,776		6,58,357	1,62,199	28,152
II.	INTANGIBLE ASSETS										
	OWNED										
	Website Design & Development	2,24,000	-	-	2,24,000	98,348	56,605	-	1,54,953	69,047	1,25,652
III.	INTANGIBLE ASSETS										
	OWNED										
	Waste Water Recycling Process-PEA Effluent	18,15,298			18,15,298	-	-	-	-	18,15,298	18,15,298
	TOTAL	3,66,02,675	90,75,480	-	4,56,78,155	31,24,801	14,51,049	-	45,75,850	4,11,02,306	3,34,77,874
	Previous Year	3,69,41,656	28,08,176	(31,47,157)	3,66,02,675	30,65,238	14,76,709	(14,17,146)	31,24,801	3,34,77,874	3,38,76,418

NOTE 10: DEFERRED TAX ASSETS

SR. NO.	PARTICULARS	AS AT 31-Mar-21	AS AT 31-Mar-20
	Opening Balance	39,84,108	-
	Add: Deferred Tax Assets-Relating to Fixed Assets	16,91,817	43,68,844
	Less: Deferred Tax Liabilities Set-Off	-	(3,84,736)
	TOTAL	56,75,925	39,84,108

NOTE 11: LONG TERM LOANS & ADVANCES

SR. NO.	PARTICULARS	AS AT 31-Mar-21	AS AT 31-Mar-20
I.	Unsecured and Considered Good		
1	SECURITY DEPOSITS		
	CST Deposit	10,000	10,000
	VAT Deposit	10,000	10,000
	Other Deposit	20,000	20,000
	Security Deposit to Suppliers	-	1,00,000
		40,000	1,40,000
	TOTAL	40,000	1,40,000

NOTE 12: OTHER NON-CURRENT ASSETS

SR. NO.	PARTICULARS	AS AT 31-Mar-21	AS AT 31-Mar-20
I.	Miscellaneous Expenses (Assets)	5,56,219	12,49,938
	TOTAL	5,56,219	12,49,938

NOTE 13: INVENTORIES

SR. NO.	PARTICULARS	AS AT 31-Mar-21	AS AT 31-Mar-20
I	-Inventories taken as Physically verified, valued and certified by the management of the company		
1	Stock In Trade	2,00,10,321	2,55,74,398
		2,00,10,321	2,55,74,398
	(Refer No. 1(e) on Significant Accounting Policies for Method and Basis for Valuation of Inventories)		
II	Details of Stock in Trade		
	Water Plant/Equipments/System	1,06,09,491	1,61,43,741
	Membrane	9,40,879	9,35,537
	Pipes	66,96,843	62,63,112
	E-Waste/Others	17,63,109	22,32,008
		2,00,10,321	2,55,74,398
	Imported	9,40,879	9,35,537
	Indigenous	1,90,69,443	2,46,38,861
		2,00,10,321	2,55,74,398
	TOTAL	2,00,10,321	2,55,74,398

NOTE 14: TRADE RECEIVABLES

SR. NO.	PARTICULARS		AS AT 31-Mar-21	AS AT 31-Mar-20
1	Unsecured But Considered Good			
	-Outstanding for a period Exceeding Six Months (From the date from which they became due for payment)	1,00,81,310	59,83,122	
	-Others	1,18,98,243	68,82,824	
	Less: Allowance for Bad and Doubtful Debts	-	-	
			2,19,79,552	1,28,65,946
2	Doubtful			
	Outstanding for a period Exceeding Six Months	1,76,70,214	1,76,70,214	
	Less: Allowance for Bad and Doubtful Debts	-	-	
			1,76,70,214	1,76,70,214
	TOTAL		3,96,49,766	3,05,36,160

NOTE 15: CASH & CASH EQUIVALENT

SR. NO.	PARTICULARS		AS AT 31-Mar-21	AS AT 31-Mar-20
1	Balance with Banks			
	In Current Accounts	-	1,239	
			-	1,239
2	Cash on Hand		10,93,223	9,64,641
	TOTAL		10,93,223	9,65,880

NOTE 16: SHORT TERM LOANS & ADVANCES

SR. NO.	PARTICULARS		AS AT 31-Mar-21	AS AT 31-Mar-20
I.	Unsecured But Considered Good-Government			
	Advance Tax, T.D.S & Self Assessment Tax	36,231	1,23,048	
	GST Credit Receivable	39,36,510	29,81,498	
	VAT Receivable [Against Appeal]	71,000	65,000	
			40,43,741	31,69,546
II.	Unsecured But Considered Good-Others			
	Advances to Suppliers/Creditors/Capital Goods	30,23,600	23,54,551	
	Advances to Employees	5,27,400	4,12,700	
	Pre- Paid & Other Advances for Expenses	1,27,072	56,188	
			36,78,072	28,23,439
	TOTAL		77,21,813	59,92,986

NOTE 17: REVENUE FROM OPERATIONS

SR. NO.	PARTICULARS	AMOUNT RS.	PREVIOUS YEAR
A.	SALE OF PRODUCTS		
	Sale of Goods (Net)	2,78,65,527	1,59,43,074
		2,78,65,527	1,59,43,074
B.	Sale of Services	16,80,258	27,33,000
	TOTAL	2,95,45,784	1,86,76,074

NOTE 18: OTHER INCOME

SR. NO.	PARTICULARS	AMOUNT RS.	PREVIOUS YEAR
I	INTEREST INCOME		
	Interest On Fixed Deposits With Banks	5,560	
	Interest On Income Tax Refund	9,470	7,230
		15,030	7,230
II	Sundry Credit Balance Written Off (Net)	4,66,358	-
III	Vatav & Kasar and Round Off	33,961	-
IV	Excise Duty Refund	1,55,895	-
	TOTAL	6,71,244	7,230

NOTE 19: PURCHASE OF GOODS

SR. NO.	PARTICULARS	AMOUNT RS.	PREVIOUS YEAR
I.	PURCHASE OF GOODS		
	Purchase of Stock-in-Trade	1,41,06,025	1,92,18,699
		1,41,06,025	1,92,18,699
	Details of Imported & Indigenous Goods	Amount	%
	Imported	-	0.00%
	Indigenous	1,41,06,025	100.00%
		1,41,06,025	100.00%
	TOTAL	1,41,06,025	1,92,18,699

NOTE 20: VARIATION IN INVENTORIES OF STOCK-IN-TRADE GOODS

SR. NO.	PARTICULARS	CLOSING STOCK	OPENING STOCK	INCREASE/ (DECREASE)
	- Traded Goods	2,00,10,321	2,55,74,398	(55,64,077)
	TOTAL	2,00,10,321	2,55,74,398	(55,64,077)
	Previous Year.....	2,55,74,398	1,51,48,012	1,04,26,386

NOTE 21: EMPLOYEE BENEFIT EXPENSES

SR. NO.	PARTICULARS		AMOUNT RS.	PREVIOUS YEAR
1	Salaries, Wages & Labour Charges			
	-Director Remuneration	12,00,000		8,80,000
	-Salary	50,86,022		51,43,349
			62,86,022	60,23,349
2	Employer Contribution to Provident Fund		2,87,117	2,55,614
3	Employer Contribution to ESIC		44,336	33,437
4	Staff Welfare Expenses		3,37,346	6,78,422
	TOTAL		69,54,821	69,90,821

NOTE 22: FINANCE COSTS

SR. NO.	PARTICULARS		AMOUNT RS.	PREVIOUS YEAR
1	Bank Charges		4,02,483	2,22,003
2	Interest Expenses			
	Bank-Working Capital	11,29,412		11,76,510
	Interest on Car Loans	69,828		1,00,620
	Interest on Late Payment to Suppliers	-		15,881
	Interest on Provident Fund	39		6,111
	Interest on ESIC	24		2,048
	Interest on Professional Tax	-		1,605
	Interest on Unsecured Loans	5,94,263		-
	Interest on TDS/TCS	8,119		6,842
			18,01,685	13,09,617
	TOTAL		22,04,168	15,31,621

NOTE 23: DEPRECIATION AND AMORTISATION EXPENSES IN FINANCE COSTS

SR. NO.	PARTICULARS		AMOUNT RS.	PREVIOUS YEAR
1	Depreciation on Fixed Assets	14,51,049		14,76,709
			14,51,049	14,76,709
	TOTAL		14,51,049	14,76,709

NOTE 24: OTHER EXPENSES

SR. NO.	PARTICULARS	AMOUNT RS.	PREVIOUS YEAR
I.	DIRECT EXPENSES		
	Labour Charges	14,10,201	8,93,210
	Custom Duty, Inward Freight & Transportation Charges	10,97,744	7,14,282
	Laboratory Expenses	1,11,233	57,955
	Design Charges	1,20,889	41,300
	Factory Expenses	1,58,250	30,972
	Miscellaneous Material Expenses	3,04,030	1,16,886
		32,02,347	18,54,605
II.	ADMINISTRATIVE, SELLING AND OTHER EXPENSES		
	Postage, Telephone & Communication Expenses	64,911	90,636
	Stationery & Printing	31,237	24,502
	Travelling, Conveyance & Vehicle Expenses	11,19,941	17,77,813
	Legal & Professional Charges	3,32,669	10,42,304
	Rent, Rates & Taxes	1,76,892	12,500
	Electricity Expenses	3,00,204	2,86,466
	Auditor's Remuneration		
	- Statutory Audit Fees	30,000	30,000
	- Tax Audit Fees	10,000	10,000
		40,000	40,000
	Insurance Expenses	1,50,310	1,11,893
	Selling & Distribution Expenses		
	Advertisement Expenses	96,000	86,400
	Sales Promotion Expenses	48,370	72,750
	Clearing & Forwarding Expenses	4,39,736	-
	Commission on Sales/Services	50,000	-
		6,34,106	1,59,150
	Tender Fees	-	35,309
	Security Expenses	-	3,36,000
	Discount & Vatav/Kasar	2,07,000	1,15,183
	Sundry Balances Written Off	-	86,722
	Preliminary Expenses Written Off	6,93,719	6,93,719
	Loss On Sale of Fixed Assets (Net)	-	2,80,011
	Other Expenses	6,63,011	2,30,283
		44,14,002	53,22,491
	TOTAL	76,16,349	71,77,096

NOTE 25: VALUE OF IMPORTS CALCULATED ON CIF BASIS

SR. NO.	PARTICULARS	AMOUNT RS.	PREVIOUS YEAR
1	Trading Goods	-	-
	TOTAL	-	-

NOTE 26: EXPENDITURE IN FOREIGN CURRENCY

SR. NO.	PARTICULARS	AMOUNT RS.	PREVIOUS YEAR
-	Consultancy Fees	-	-
-	Travelling Expenses	-	-
	TOTAL	-	-

NOTE 27: EARNINGS IN FOREIGN CURRENCY

SR. NO.	PARTICULARS	AMOUNT RS.	PREVIOUS YEAR
-	Value of Exports in FOB Basis	1,00,00,000	-
	TOTAL	1,00,00,000	-

NOTE 28: OTHER NOTES

a) Earnings Per Share:	The earnings per share as per AS-20 "Earning Per Share" has been computed on the basis of net profit after tax divided by the weighted average number of shares outstanding during the year.			
	For the year ended			
Particulars	31st March, 2021		31st March, 2020	
Net Profit After Tax for the period (A)		(59,87,643)		(29,16,412)
Weighted Average Number of Shares (B)				
Opening Balance of Share Outstanding	50,93,000		50,93,000	
No. of Months/Days for which Shares Outstanding	12		12	
Total No. of Weighted Average Shares (B)		50,93,000		50,93,000
Basic and Diluted Earnings per Share (C) (A/B)		(1.18)		(0.57)
b) Related Party Disclosures:	As per AS-18 "Related Party Disclosures" issued by the ICAI, the disclosure of transactions with relate parties as defined in the accounting standard has been given as under:			
	A. List of Related Parties			

Associate Concerns/ Entities in which managerial personnel/relative of key managerial personnel have significant influence:			
i. Felix Nano Synthesis Private Limited			
ii. Felix Colourant Private Limited			
Key Management Personnel			
i. Ritesh V. Patel-Managing Director			
ii. Kashyap H. Shah-Director			
iii. Mayuri V. Patel-Director			
iv. Uday C. Shah-CFO			
v. Vinay R. Patel-CEO & Whole Time Director			
vi. Nivedita Dinkar			
vii. Hena K. Shah-Company Secretary			
B. Transaction with Related Parties			
Nature of Transaction	Name of the Party	2020-21	2019-20
Loans Taken	Ritesh V. Patel	78,06,000	1,32,86,629
Loans Repaid	Ritesh V. Patel	1,34,66,070	43,77,000
Interest Paid	Ritesh V. Patel	7,75,682	NIL
Director/Key Managerial Personnel Remuneration	Ritesh V. Patel	4,80,000	5,20,000
	Vinay R. Patel	7,20,000	3,60,000
	Uday C. Shah	3,60,000	3,60,000
	Hena K. Shah	3,00,000	3,00,000
Outstanding Balances as at the year end-On Account of Remuneration & Others	Ritesh V. Patel-Loan Taken	39,47,673 (Cr.)	89,09,629 (Cr.)
	Ritesh V. Patel-Salary	3,85,309 (Cr.)	3,25,085 (Cr.)
	Vinay R. Patel-Salary	4,54,400 (Cr.)	2,27,200 (Cr.)
	Uday C. Shah	59,600 (Cr.)	1,19,200 (Cr.)
	Hena K. Shah	2,17,761 (Cr.)	88,762 (Cr.)

c) Operating Segment

The Company identifies operating segments on the basis of dominant source, nature of risks and returns and the internal organization. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the Managing Director/Chief Executive Officer who is Company's chief operating maker in deciding how to allocate resources and in assessing performance.

The dominant source of income of the company from its activities do not materially differ in respect of risk perception and the return realized/to be realized. Even the geographical/regulatory environment in which the company operates does not materially differ considering the political and economic environment, the type of customers, assets employed and the risk and return associated in respect of each of the geographical area. So, the disclosure requirements pursuant to "Segment Reporting" are not applicable.

d) Intangible Assets Under Development:

The company had designed Waste Water Recycling Process-PEA Effluent in the earlier financial year being in the form of improved business process which in the opinion of the management of the company will be available for use in the production process or supply of goods or provision of services and from which future economic benefits are expected to flow to the company in the form of revenue generation. As per The process is still under development stage and the management continues to explore and evaluate the improvement in the process to make it available for use in business. The process will be capitalized to intangible assets on completion of development stage, availability of it for use in business for generation of revenue and on getting statutory approvals if any.

The company had incurred following expenditures for designing and development of Waste Water Recycling Process-PEA Effluent in the earlier financial year which has been treated as "Intangible Assets Under Development" in the financial statements.

Sr. No.	Particulars	Amount (Rs.)
1.	Technical Personnel and Support Staff Salaries	16,32,000
2.	Materials used in Development Process	1,25,193
3.	Laboratory Charges	58,105
TOTAL		18,15,298

In the current financial year, the company has not incurred any expenditure on Waste Water Recycling Process-PEA Effluent.

e) Debtors From Operating Activities

The company has initiated proceedings for recovery against the doubtful debtors amounting to Rs. 1,76,70,214/- (Previous Year 1,76,70,214/-). In view of the management of the company, it is most likely that the company will be able to recover the amount from the doubtful debtors and hence the company has not made any provision against the doubtful debts of Rs.

	1,76,70,214/- (Previous Year Rs. 1,76,70,214/-).
f)	<p>The outbreak of COVID-19 pandemic across the globe and in India led to nation-wide lockdown and subsequent restrictions impacting the business operations of the company for some time. The management of the company has assessed the impact of COVID-19 pandemic and subsequent lockdown/restrictions on its business activities including effect of fluctuations in foreign exchange rates based on internal and external information, general economic trend in the country and the probable impact of government measures to revive the economy and business activities. As per management's current assessment, the outbreak of COVID-19 pandemic and subsequent lockdown/restrictions had no significant impact on the carrying values of current and non-current assets and liabilities as at the reporting date of the financial statements and hence required no adjustments in the carrying value. Based on the continuous assessment of the impact of COVID-19 pandemic on the business of the company, the company expects to realise the value of assets at which they have been stated in the financial statements and settle liabilities at values at which they have been stated in the financial statement. The management of the company will continue to assess the impact of health pandemic and its recurring waves as and when they arise on its business activities and will reassess the carrying values of its current and non-current assets and liabilities whenever there is possibility of significant impact on the carrying value.</p> <p>The impact of health pandemic and its subsequent waves, on the overall economic environment being uncertain, may affect the underlying assumptions and estimates used to prepare Company's financial statements, which may differ from that considered as at the date of approval of these financial statements.</p>
g)	The company has communicated suppliers to provide confirmations as to their status as Micro, Small or Medium Enterprise registered under the applicable category as per the provisions of the Micro, Small and Medium Enterprises (Development) Act, 2006 (MSMED Act, 2006). The company has classified suppliers into Micro, Small and Medium Enterprises as per the confirmations received by the company upto the date of the financial statements and accordingly other suppliers are classified as Non-MSME Suppliers irrespective of their status as per the provisions of the Micro, Small and Medium Enterprises (Development) Act, 2006 (MSMED Act, 2006).
h)	In the opinion of the Board of Directors, Current Assets & Loans and Advances have a value on realisation in the ordinary course of business equal to the amount at which they are stated in the balance sheet. In the opinion of the Board of Directors, claims receivable against property/goods are realizable as per the terms of the agreement and/or other applicable relevant factors and have been stated in the financial statements at the value which is most probably expected to be realized.
i)	All the balances of debtors and creditors, loans and advances and unsecured loans are subject to confirmation and subsequent reconciliation, if any.
j)	The Financial Statements were authorised for issue by the Board of Directors on 26th June, 2021.

k) The previous year's figures have been reworked, regrouped and reclassified wherever necessary so as to make them comparable with those of the current year.
The Paises are rounded up to the nearest of rupee.

**FOR AND ON BEHALF OF THE BOARD
FELIX INDUSTRIES LIMITED**

**AS PER OUR REPORT OF EVEN DATE
FOR S. N. SHAH & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO.: 109782W**

**MANAGING DIRECTOR
[RITESH PATEL]
[DIN: 05350896]**

**EXECUTIVE DIRECTOR
[VINAY PATEL]
[DIN: 08377751]**

**UDAY CHANDULAL SHAH
[CHIEF FINANCIAL OFFICER]
PLACE: AHMEDABAD
DATE: 26TH JUNE, 2021**

**HENA KETAN SHAH
[COMPANY SECRETARY]**

**FIROJ G. BODLA
PARTNER
M. NO. 126770**