

The cover features a large, stylized graphic on the left side, composed of overlapping geometric shapes in shades of teal and light blue, forming a shape reminiscent of the letter 'E'. The background is a gradient from light blue at the top to light red at the bottom. The text is positioned on the right side of the cover.

Empower India limited

Annual Report
FY 2020-21

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25/25A, 2nd Floor, 327,
Nawab Building, D. N. Road,
Fort, Mumbai - 400001



022- 22045055,
022- 22045044



info@empowerindia.in



www.empowerindia.in

Company information

Board of Directors

Pankaj Mishra	- Non-Executive Director, Chairman
Rajgopalan Iyengar	- Executive Director
Mohd. Zulfeqar Khan	- Executive Director
Jyoti Jaiswar	- Non- Executive Independent Director
Rani Challayesteru	- Non- Executive Independent Director

Key Managerial Personnel

Mohd. Zulfeqar Khan	- Managing Director
Rajgopalan Iyengar	- Chief Financial Officer
Prachi Jain	- Company Secretary and Compliance officer

BOARD COMMITTEES: -

Audit Committee

Rani Challayesteru	- Chairman
Jyoti Jaiswar	- Member
Pankaj Mishra	- Member

Nomination and Remuneration Committee

Rani Challayesteru	- Chairman
Jyoti Jaiswar	- Member
Pankaj Mishra	- Member

Stakeholders Relationship Committee

Rani Challayesteru	- Chairman
Jyoti Jaiswar	- Member
Pankaj Mishra	- Member

Risk Management Committee

Rajgopalan Iyengar	- Chairman
Jyoti Jaiswar	- Member
Rani Challayesteru	- Member

AUDITORS:-

Statutory Auditor of the Company

M/s. Tejas Nadkarni & Associates.
Chartered Accountants
Shop No. 4, Lilac Garden CHS, 90 Feet
Road, Near Ganesh Chowk, Kandivali
(West) Mumbai - 400 067
(ICAI Registration No. FRN 135197W)

Secretarial Auditor of the Company

M/s. JCA & Co.
Practicing Company Secretaries
Gala No. 112, Gauri Commercial
Complex, Near Bank of Baroda,
Navghar, Vasai East – 401208
(ICSI Certificate of Practice No. 13687)



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Internal Auditor

M/s. Mohan Sharma & Associates,
Cost Accountants
Village Post, Saipura, Jamaramgarh,
Jaipur – 302 027
(ICAI Registration No. FRN 003198)

Investor correspondence

25/25A, 2ndFloor, 327, Nawab Building,
D. N. Road, Fort, Mumbai, Maharashtra,
400001

Email: investors@empowerindia.in
Phone: +91 9702003139

Registrar & share transfer agent: -

Purva Shareregistry (India) Pvt Ltd
#9, Shiv Shakti Industrial Estate,
Ground Floor, J. R. Boricha Marg,
Lower Parel (E), Mumbai-400 011
Website: www.purvashare.com
Email: support@purvashare.com
Phone: 022- 2301 2517/ 8261

Registered Office

Empower India Limited
25/25A, 2nd Floor, 327, Nawab
Building, D. N. Road, Fort, Mumbai –
400001
CIN: L51900MH1981PLC023931
Email: info@empowerindia.in
Phone: 022- 22045055, 22045044
www.empowerindia.in

Bankers

Bank of Baroda
Bank of India
Dena Bank
Dhanlaxmi Bank
ING Vysya Bank
Oriental Bank of Commerce
Punjab National bank
Yes Bank



Notice

NOTICE IS HEREBY GIVEN THAT THE 39TH ANNUAL GENERAL MEETING OF THE MEMBERS OF EMPOWER INDIA LIMITED WILL BE HELD ON THURSDAY, SEPTEMBER 30, 2021 AT 09.30 A.M. AT SAMMELAN HALL, A101, SAMARTH COMPLEX, JAWAHAR NAGAR, GOREGAON (WEST), MUMBAI – 400 104 TO TRANSACT THE FOLLOWING BUSINESS:-

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon; and
 - b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors.

2. To re-appoint **Mr. Pankaj Mishra** (DIN: 07999390), who retires by rotation and being eligible, offers himself for re-appointment:

“RESOLVED THAT pursuant to the provisions of section 152 of the Companies Act, 2013, **Mr. Pankaj Mishra (DIN: 07999390)**, who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby reappointed as director of the company, liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors for the time being be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

**By Order of the Board
For Empower India Limited**

Sd/-
Zulfeqar Khan
Managing Director
DIN: 00020477

Sd/-
Rajgopalan Iyengar
Director
DIN: 00016496

Date: September 06, 2021 | Place: Mumbai

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“THE MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other member. The instrument appointing the proxy, in order to be effective, should be deposited at the registered office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.

Corporate Members intending to send their representative to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

2. The Register of Members and Share Transfer Books of the Company will remain closed from **September 24, 2021** to **September 30, 2021** (both days inclusive).
3. The additional details of the Directors in respect of Item no. 2 pursuant to Regulation 36(3) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 are annexed hereto.
4. Members holding shares in DEMAT form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to **M/s. Purva Shareregistry (India) Private Limited /** Secretarial Department of the Company immediately.
5. To support the ‘Green Initiative’, the Members who have not registered their e-mail addresses are requested to register the same with Depositories/Company. Members holding shares in Demat/Physical form are requested to notify any change in address, bank mandates, if any, and their E-mail ID for dispatch of Annual Reports and all other information, correspondences to the Company’s Registrar and Share Transfer Agent.
6. Pursuant to section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, the company is pleased to provide the facility to members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The members, whose names appear in the Register of Members/list of Beneficial Owners as on **September 23, 2021** are entitled to vote on the resolutions set forth in this Notice. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence on **September 27, 2021 at 9.00 a.m.** and will end on **September 29, 2021 at 5.00 p.m.** The Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM. The Company has appointed **Mrs. Neelam Ahire**, (Membership No. 44679), Practicing Company Secretary, (COP. No. 18915), to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The members desiring to vote through remote e-voting are requested to refer the detailed procedure given hereinafter.
7. Members seeking any information or clarifications on the Annual Report are requested to send their queries in writing to the Company at least one week prior to the Meeting to enable the Company to compile the information and provide replies at the Meeting.

PROCESS AND MANNER FOR REMOTE E-VOTING ARE AS UNDER:**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

The remote e-voting period begins on September 27, 2021 at 09:00 A.M. and ends on September 29, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 23, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2021.

How do I vote electronically using NSDL e-Voting system?





The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

	<p style="text-align: center;">NSDL Mobile App is available on</p> <p style="text-align: center;">  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</p>

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

B) Login Method for e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can 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.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.
3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
4. Upon confirmation, the message “Vote cast successfully” will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csneelamahire@gmail.co.in with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Sagar Gudhate at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/ company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to info@empowerindia.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to info@empowerindia.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account

maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

8. DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE THIRTY-EIGHT ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36 OF THE SECURITIES EXCHANGE BOARD OF INDIA (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015 AND SECRETARIAL STANDARDS ISSUED BY ICSI

Name of the Director	Pankaj Mishra
DIN	07999390
Date of Birth	August 08, 1979
Date of Appointment	November 22, 2017
Expertise in Specific Functional Areas	Business Management and consultancy
Directorships held in other Public Limited companies#	None
Number of shares held in the Company	NIL
Inter se Relationship with the Board	None

#excluding private, foreign companies and Section 8 Companies

**By Order of the Board
For Empower India Limited**

Sd/-
Zulfeqar Khan
Managing Director
DIN: 00020477

Sd/-
Rajgopalan Iyengar
Director
DIN: 00016496

Date: September 06, 2021 | Place: Mumbai

BOARD'S REPORT

Dear Members,

The Directors of the Company have pleasure in presenting the Thirty Ninth Annual Report on the business and operations of the Company together with the audited financial statements for the financial year March 31, 2021 on the standalone as well as consolidated basis.

FINANCIAL HIGHLIGHTS (STANDALONE & CONSOLIDATED):

In Lakhs.

Particulars	Standalone		Consolidated	
	2021	2020	2021	2020
Total Income	-	-	-	5.59
Less: Total Expenses excluding Depreciation and tax	10.23	35.17	10.25	35.20
Profit before Depreciation & Tax	(10.23)	(35.17)	(10.25)	(29.61)
Less: Depreciation	-	-	-	-
Less: Exceptional Items	(383.90)	1415.77	(754.30)	1312.97
Profit/(Loss)before Tax	(849.14)	(1450.94)	(764.55)	(1342.58)
Less: Tax				
i. Current Tax	-	-	-	-
ii. Deferred Tax	-	-	-	-
Profit/(Loss)after tax	(849.14)	(1450.94)	(764.55)	(1342.58)

- *Figures are rounded off to the nearest decimal*

RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS:

During financial year ended March 31, 2021 the Company has reported Standalone and Consolidated loss before Depreciation & Tax of Rs. 10.23 lakhs and Rs. 10.25 lakhs respectively.

Please refer to the Management Discussion and Analysis section which forms a part of this Annual Report for details of the performance and operations review and the Company's strategies for growth.

FINANCIAL STATEMENTS:

The audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2021 has been prepared in accordance with provisions of the Companies Act, 2013 Regulation 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the Indian Accounting Standards (Ind AS).

Further, a statement containing the salient features of the financial statement of our subsidiaries in the prescribed format AOC-1 is appended as '**Annexure II**' to the *Board's report*.

The Company has adopted a Policy for determining Material Subsidiaries in terms of Regulation 16(1)(c) of the Listing Regulations. The Policy, as approved by the Board, is uploaded on the Company's website.

DIVIDEND:

On account of losses incurred during the financial year ended March 31, 2021 the Board of Directors of the company have not recommended dividend.

RESERVES:

The Company does not propose to transfer any amount to the General Reserve out of the amount available for appropriations.

SHARE CAPITAL:

During the year under review, The Company has not issued equity shares with differential voting rights or sweat equity shares. The Company has not offered any shares under Employee Stock Option Scheme. The Company has not bought back any of its securities during the Financial Year under review. The Company has not issued any debentures, bonds or any other non-convertible securities or warrants during the financial year under review.

During the financial year under review no changes took place in the share capital of the Company.

Authorized Share Capital:

The Authorized Share Capital of the Company as at March 31, 2021 is Rs. 1,25,00,00,000/- divided into 1,25,00,00,000 Equity Shares of Re. 1/- each.

Issued & Subscribed Share Capital:

The Issued & Subscribed Capital of the Company as at March 31, 2021 is Rs. 1,16,37,98,560/- divided into 1,16,37,98,560 Equity Shares of Re. 1/- each.

AUDITORS AND THEIR REPORTS:**Statutory Auditor:**

M/s. Tejas Nadkarni & Associates, Chartered Accountant, were appointed as Statutory Auditors of the Company by the members of the company on the 37th Annual General Meeting of the company held on September 30, 2019 to conduct Audit and hold office for financial year 2019-20 to financial year 2021-22.

There is no qualification, reservation or adverse mark made by the Statutory Auditor in its report. The said report also forms a part of this Annual Report.

Secretarial Auditor:

A Secretarial Audit Report for the year ended March 31, 2021 in prescribed form, duly audited by a Practising Company Secretary **M/s. JCA & Co.**, is annexed as '**Annexure I**' herewith and forming part of the report.

There is no qualification, reservation or adverse mark made by the Secretarial Auditor in its report.

Internal Auditor:

M/s. Mohan Sharma & Associates, Cost Accountants performs the duties of internal auditors of the Company for the financial year 2020-21 and their reports as reviewed by the audit committee from time to time.

The previous Internal Auditor has not reported any qualification, reservation or adverse opinion during the period under review.

DEPOSITS:

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under

review. Hence, the requirement of providing details relating to deposits as also of deposits which are not in compliance with Chapter V of the Act is not applicable.

CHANGE IN NATURE OF BUSINESS, IF ANY:

There is no change in the nature of the business of the Company during the year under review.

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

During the period under review there were no significant and material orders passed by the Regulators or Courts or Tribunals which impacts the going concern Status and company's operations in future.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN END OF FINANCIAL YEAR AND DATE OF THIS REPORT

There is no material change and commitment affecting the financial position of the Company which has occurred between end of the Financial Year under review and the date of this Report.

MANAGEMENT'S DISCUSSION AND ANALYSIS AND CORPORATE GOVERNANCE REPORT:

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 form part of the Annual Report.

PERFORMANCE OF SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

Performance of Subsidiaries along with Company's performance already provided above under the heading "STATE OF COMPANY'S AFFAIRS".

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

DIRECTORS:

In accordance with the provisions of Section 152 of the Act read with Article 91 of the Articles of Association of the Company, Mr. Zulfeqar Khan will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-election. Your Board has recommended his re-election.

The details of the changes in Board Composition including appointment and resignation held during the year are elaborately described in the section Report on Corporate Governance and forming part of this report.

KEY MANAGERIAL PERSONNEL:

In terms of Section 203 of the Act, the following are the Key Managerial Personnel (KMP) of the Company:

Mr. Zulfeqar Mohammad Khan, Managing Director
Mr. Rajgopalan Iyengar, Chief Financial Officer
Mrs. Prachi Jain, Company Secretary and Compliance officer.

NUMBER OF MEETINGS OF BOARD OF DIRECTORS:

The Board of Directors met Eleven (11) times during the financial year. The provisions of Companies Act, 2013, Secretarial Standard – 1 issued by the Institute of Company Secretaries of India (ICSI) and Regulation 17(2) of SEBI

(Listing Obligations & Disclosure Requirements) Regulations, 2015 were adhered to while considering the periodicity and time gap between two meetings.

DETAILS OF COMMITTEES OF DIRECTORS:

Composition of Audit Committee of Directors, Nomination and Remuneration Committee of Directors, Stakeholders' Relationship Committee of Directors and Risk Management Committee of Directors, number of meetings held of each Committee of Directors during the financial year 2020-21 and meetings attended by each member of the Committee as required under the Companies Act, 2013, are provided in Corporate Governance Report forming part of Annual Report. The recommendations of the Audit Committee, as and when made to the Board, have been accepted by it.

DECLARATION BY INDEPENDENT DIRECTORS:

Pursuant to Section 149(7) of the Companies Act, 2013, Independent Directors of the Company have made a declaration confirming the compliance of the conditions of the independence stipulated in Section 149(6) of the said Act.

ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

A formal evaluation of the performance of the Board, its Committees, the Chairman and the individual Directors was carried out for the year 2020-21. Led by the Nomination & Remuneration Committee, the evaluation was done using individual questionnaires covering amongst others vision, strategy & role clarity of the Board, Board dynamics & processes, contribution towards development of the strategy, risk management, budgetary controls, receipt of regular inputs and information, functioning, performance & structure of Board Committees, ethics & values, skill set, knowledge & expertise of Directors, leadership etc.

As part of the evaluation process, the performance of non-independent Directors, the Chairman and the Board was done by the independent Directors. The performance evaluation of the respective Committees and that of independent and non-independent Directors was done by the Board excluding the Director being evaluated. The Directors expressed satisfaction with the evaluation process.

COMPLIANCE OF SECRETARIAL STANDARDS:

Your Company has complied with the applicable Secretarial Standards.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

All Related Party Transactions that were entered into during the financial year were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and the Listing Regulations. There were no materially significant Related Party Transactions made by the Company during the year that would have required Shareholder approval under the Listing Regulations.

All Related Party Transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are repetitive in nature, whenever required. A statement of all Related Party Transactions is placed before the Audit Committee for its review on a quarterly basis, specifying the nature, value and terms and conditions of the transactions.

Further, the details of the related party transactions as required under Section 134(3)(h) r/w Rule 8 (2) of the Companies (Accounts) Rules, 2014 and under Regulations 34(3) & 53(f) of Para A of Schedule V of SEBI (LODR) Regulations, 2015 is attached as '*Annexure III*'. As all the transactions with related parties have been conducted at an

arms' length basis and are in the ordinary course of business, there are no transactions to be reported in **Form AOC-2** and as such do not form part of this report.

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

Particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are set out in a separate statement attached hereto and forming part of the report. ('**Annexure IV**')

EXTRACT OF THE ANNUAL RETURN:

Extract of annual return as at March 31, 2021 in the prescribed format under the Companies Act, 2013 (MGT-9) is available on the website of the Company and same can be accessed at <https://empowerindia.in/en-in/wp-content/uploads/files/Updates/MGT-9%20-%20FY%202020-21.pdf>

Further, in addition the extract of the Annual Return is annexed herewith and forming part of the report. ('**Annexure V**')

SAFETY, HEALTH, ENVIRONMENT AND SUSTAINABILITY:

The Company gives foremost importance to Safety, Health and Environment and strives relentlessly on cultivating and improving safe work culture, health awareness, ecological balance and environment protection.

DETAILS OF LOANS, GUARANTEES AND INVESTMENTS U/S 186 OF THE ACT:

Details of loans, guarantee or investments made by your Company under Section 186 of the Companies Act, 2013 during the financial year 2020-21 is appended in the notes to the Financial Statements that form part of this Annual Report.

INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Company believes that internal control is a prerequisite of the principle of Governance and that freedom should be exercised within a framework of checks and balances. The Company has a well-established internal control framework, which is designed to continuously assess the adequacy, effectiveness and efficiency of financial and operational controls. The management is committed to ensure an effective internal control environment, commensurate with the size and complexity of the business, which provides an assurance on compliance with internal policies, applicable laws, regulations and protection of resources and assets.

PARTICULARS OF EMPLOYEES:

The information required under Section 197(12) of the Act read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is attached as '**Annexure VI**' to the Board's Report.

The information required under Rule 5(2) and (3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in the Annexure forming part of the Report.

CORPORATE GOVERNANCE:

Your Company reaffirms its commitment to Corporate Governance and is fully compliant with the requirements relating to Corporate Governance. A report on Corporate Governance pursuant to Schedule V of SEBI (Listing

Obligations and Disclosure Requirements) Regulations, 2015 form part of the Annual Report and annexed as **Annexure – VII**. A Certificate of the Managing Director and CFO of the Company in terms of Listing Regulations, inter alia, confirming the correctness of the financial statements and cash flow statements, adequacy of the internal control measures and reporting of matters to the Audit Committee, is also annexed as **Annexure- VIII**.

REGULATORY ACTIONS:

No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The provisions for corporate social responsibility (“CSR”) under the Companies Act, 2013, are not applicable to the company for the current financial year.

DIRECTORS’ RESPONSIBILITY STATEMENT:

In terms affairs of the Company at the end of the financial year as on March 31, 2021 and of the profit of the Company for that period;

- ❖ The directors had taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- ❖ The directors had prepared the annual accounts on a going concern basis; and
- ❖ The directors have 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 have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

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

Pursuant to section 134(3) of the Companies Act, 2013, there was no frauds reported by the Statutory Auditor of the Company under section 143(12) of the Companies Act, 2013.

DISCLOSURES RELATED TO POLICIES:

Policy on Nomination and Remuneration

Policy on Directors’ appointment and remuneration is to follow the criteria as laid down under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Emphasis is given to persons from diverse fields or professions. The Remuneration Policy is uploaded on the Company website with the link as <https://empowerindia.in/en-in/wp-content/uploads/files/Policies/Nomination-Remuneration-Policy.pdf>

Risk Management Policy

Your Company has developed and implemented a Risk Management Policy, including identification of element of risk and its severity, that may impact the existence of the Company. A dedicated Risk Management Committee of Senior Executives has been appointed by the Company, to evaluate the risk and mitigation plan and monitor them. Based on their evaluation, there is no element of risk identified by the Management that may, in the opinion of the Board, threaten the existence of the Company.

Pursuant to the requirement of Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted a sub-committee of Directors to oversee the Enterprise Risk Management framework

The Risk Management Committee periodically reviews the framework and high risks and opportunities which are emerging or where impact is substantially changing.

There are no risks, which in the opinion of the Board threaten the existence of the Company. However, the risks that may pose a concern are set out in the Management Discussion and Analysis which forms a part of this Annual Report.

The Risk Management Policy is uploaded on the Company website with the link as www.empowerindia.in.

Material Subsidiary Policy

Pursuant to the provisions of the Listing Regulations, the Company has adopted a Policy for determining Material Subsidiaries which lays down the criteria for identifying material subsidiaries of the Company.

The Policy for determining Material Subsidiaries was reviewed and revised to align it with the changes in applicable law.

The same may be accessed on the website of the Company at www.empowerindia.in.

Vigil Mechanism

In order to ensure that the activities of the company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behaviour, the company has adopted a vigil mechanism policy; there is direct access to approach Mrs. Rani Challayesteru, Chairman of the Audit Committee. The said policy is uploaded on the Company's website and can be viewed at Company website with the link as www.empowerindia.in.

Policy Against Sexual Harassment

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('POSH Act') and Rules made thereunder, your Company has constituted Internal Complaints Committees. During the year under review, the Company has not received any complaints of sexual harassment from any employees of the Company.

The Company has framed a policy on Sexual Harassment of Women at workplace which commits to provide a workplace that is free from all forms of discrimination, including sexual harassment. The Policy can be viewed at Company website with the link as www.empowerindia.in.

HUMAN RESOURCE:

Your Company considers People at its most valuable asset. It continues to focus on progressive employee relations policies, creating an inclusive work culture and a strong talent pipeline.

Your Company is focused on building a high-performance culture with a growth mindset where employees are engaged and empowered to be the best they can be.

The Company has well documented and updated policies in place to prevent any kind of discrimination and harassment, including sexual harassment. The Whistle Blower Policy plays an important role as a watchdog.

The Company has established a vigil mechanism for Directors and employees to report their genuine concerns, details of which have been given in the Corporate Governance Report. During the year, there have been no complaints alleging child labour, forced labour, involuntary labour and discriminatory employment.

ACKNOWLEDGEMENTS:

Your directors place on record their appreciation of the customers, bankers, Government of India, Registrar and Share Transfer Agent, vendors for the support extended. Your directors also wish to place on record their appreciation of the contribution made by employees at all levels without whom the growth of the company is unattainable. Your directors seek and look forward to the same support during future years of growth.

**By Order of the Board
For Empower India Limited**

Sd/-
Zulfeqar Khan
Managing Director
DIN: 00020477

Sd/-
Rajgopalan Iyengar
Director
DIN: 00016496

Date: September 06, 2021 | Place: Mumbai

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
For the Financial Year ended March 31, 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,
Empower India Limited
25/25A, II Floor, Nawab Building, 327,
D. N. Road, Fort, Mumbai - 400 001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by **Empower India Limited** (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 our verification of books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, and authorized representatives during the conduct of Secretarial Audit, the explanations and clarifications given to us and representations made by the management and considering the relaxations granted by the related government departments warranted due the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended **March 31, 2021**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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

- I. The Companies Act, 2013 ("**the Act**") and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowings
- V. The following Regulations (as amended from time to time) and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:-
 - 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 as the Company has not issued any shares during the financial year under review;**
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Regulations, 1999 - **Not applicable as the Company has not issued any shares to its Employees during the financial year under review;**
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not applicable as the Company has not issued any debt securities;**
 - f. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 - **Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review;**

- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not applicable as the Company has not delisted /propose to delist its equity shares from stock exchange during the financial year under review;**
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not applicable as the Company has not bought back or proposed to buyback any of its securities during the financial year under review;**

VI. I, in consultation with the Company came to a conclusion that no specific laws were directly applicable with regard to business activities of the Company during the period under review.

I have also examined the compliance by the Company of the following statutory provisions/standards/regulations:

- a) The Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 b) The Secretarial Standards issued by The Institute of Company Secretaries of India.
 c) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited.

During the period under review and as per the explanations and representations made by the management and subject to clarifications given to us, the listed entity has complied with the provisions of Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as specified below:-

Sr. No.	Compliance Requirement (regulations / circulars /guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Reg 6(1) of SEBI (LODR) Regulations, 2015	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	The company have taken necessary steps and appointed a Whole time Company Secretary and Compliance Officer with effect from 17th March 2021 whereby complying with the provision of Reg 6(1) of SEBI (LODR) Regulations, 2015.

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 and a Woman Director. The changes in the composition of the Board of Directors that took place during the year under review are carried out in compliance with the provisions of the Act and SEBI (LODR) Regulations, 2015.

Adequate Notice is given to all Directors to schedule the Board Meetings. Agenda and detailed Notes on Agenda are 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.

The compliance by the Company of the applicable financial laws, like Direct and Indirect Tax laws, has not been reviewed in this audit since the same have been subject to review by Statutory Auditors and other designated professionals.

Majority decision is carried through, while the dissenting members' views are captured as and when required are 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 as also represented by management.

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

- i. Public / Rights / Debentures / Sweat Equity.
- ii. Buy-Back of Securities.
- iii. Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013.
- iv. Merger / Amalgamation / reconstruction, etc.
- v. Foreign Technical Collaborations.

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

Note:

I have conducted online verification and examination of records, as facilitated by the company and their representatives, due to COVID 19 Pandemic and subsequent lockdown situation, for the purpose of issuing this Report/Certificate

For JCA & Co.
Company Secretaries

Sd/-

CS. Chirag Jain
Partner
Membership No. F11127
CP No. 13687

UDIN: F011127C000900213

Date: September 04, 2021 | Place: Mumbai

'Annexure A'

To,
The Members,
Empower India Limited
25 /25A, II Floor, Nawab Building, 327,
D.N. Road, Fort, Mumbai - 400 001

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

1. Maintenance of Secretarial record is the responsibility of the management of the company. My responsibility is to express as opinion on these secretarial records based on my audit.
2. I have followed the audit practice and process as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done on test check 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 representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test check 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 JCA & Co.
Company Secretaries

Sd/-

CS. Chirag Jain
Partner
Membership No. F11127
CP No. 13687

UDIN: F011127C000900213

Date: September 04, 2021 | Place: Mumbai

Annexure II

Form AOC-1

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

**Statement containing salient features of the financial statement of subsidiaries/associate
companies/joint ventures**

PART A – Subsidiary Companies

In Rupees

Sr. No.	Particulars	Company 1	Company 2	Company 3
1.	Name of the subsidiary	Empower Bollywood Pvt Ltd	Empower TradEX Pvt Ltd	Empower E-Ventures LLP
2.	The date since when subsidiary was acquired	16.05.2015	01.01.2016	12.09.2016
3.	Reporting period for the subsidiary concerned	31.03.2021	31.03.2021	31.03.2021
4.	Share capital	3500000	1000000	1000000
5.	Reserves & surplus	3967551	(8000)	(8000)
6.	Total assets	7469051	1050000	1050000
7.	Total Liabilities	7469051	1050000	1050000
8.	Investments	-	-	-
9.	Turnover	-	-	-
10.	Profit/(Loss) before taxation	(1500)	(1500)	(1500)
11.	Provision for taxation	-	-	-
12.	Profit after taxation	8458300	(1500)	(1500)
13.	Proposed Dividend	-	-	-
14.	% of shareholding	52	60	51

Notes:

- The above subsidiaries are non-operational.
- Reporting period of the above subsidiaries is the same as that of the Company.
- As there are no foreign subsidiaries, the Reporting currency and Exchange rate disclosure is not applicable.

By Order of the Board

For Empower India Limited

Sd/- _____

Zulfeqar Khan
Managing Director
DIN: 00020477

Sd/- _____

Rajgopalan Iyengar
Director
DIN: 00016496

Date: September 06, 2021 | Place: Mumbai

AOC-2**DETAILS OF RELATED PARTY TRANSACTIONS**

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

1. **Details of contracts or arrangements or transactions not at arm's length basis:** All related party transactions entered during the year were in ordinary course of business and on arm's length basis and the same have been disclosed under Notes to Financial Statements.
2. **Details of material contracts or arrangements or transactions at arm's length basis:** No material related party transactions arising from contracts/ arrangements with related parties referred to in the Section 188(1) of the Companies Act, 2013 were entered during the year by the Company. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

By Order of the Board
For Empower India Limited

Sd/- _____
Zulfeqar Khan
Managing Director
DIN: 00020477

Sd/- _____
Rajgopalan Iyengar
Director
DIN: 00016496

Date: September 06, 2021 | Place: Mumbai

Annexure IV

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**A Conservation of Energy :**

1	The steps taken or impact on conservation of energy	The Company is engaged in the continuous process of energy conservation through improved operational and maintenance practices. Your Company requires energy for its operations and the Company is making all efforts to conserve energy by monitoring energy costs and periodically reviews of the consumption of energy. It also takes appropriate steps to reduce the consumption through efficiency in usage and timely maintenance/ installation/ up gradation of energy saving devices.
2	The steps taken by your Company for utilizing alternate sources of energy	
3	The capital Investment on energy conservation equipments	

B Technology Absorption :

1	The efforts made towards technology absorption	Your Company uses latest technology and equipments into the business.
2	The benefits derived like product improvement, cost reduction, product development or import substitution	Further, your Company is not engaged in any manufacturing activities.
3	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- a. the details of technology imported; b. the year of import; c. whether the technology been fully absorbed; d. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	
4	The expenditure incurred on Research and development	
C Foreign Exchange Earnings and Outgo		There have been no dealings in forex in the financial year under consideration.

By Order of the Board

For Empower India Limited

Sd/- _____

Zulfeqar Khan
Managing Director
DIN: 00020477

Sd/- _____

Rajgopalan Iyengar
Director
DIN: 00016496

Date: September 06, 2021 | Place: Mumbai

Annexure V

Form No. MGT-9

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

EXTRACT OF ANNUAL RETURN
As on the financial year ended March 31, 2021

I. REGISTRATION AND OTHER DETAILS:

Sr. No.	Particulars	Details
i.	CIN	L51900MH1981PLC023931
ii.	Registration Date	February 20, 1981
iii.	Name of The Company	Empower India Limited
iv.	Category/Sub-Category	Company limited by shares
v.	Address of the Registered Office and Contact Details	25/25A, 2 nd Floor, Nawab Building, 327, DN Road, Fort, Mumbai- 400001 Phone: 022-2204 5055 Help desk No.: 9702003139 Email: info@empowerindia.in / investors@empowerindia.in
vi.	Whether Listed	Yes
vii.	Name, Address and Contact Details of The Registrar and Share Transfer Agent	Purva Sharegistry (India) Private Limited Add: Unit no. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai - 400011 Phone: 022-23016761 Email: support@purvashare.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Sr. No.	Name And Description of Main Product/Services	NIC Code of the Product/Service	% to the total Turnover of The Company
	NIL		

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and address of the Company	CIN/GLN/ LLPIN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	Name: Empower Bollywood Pvt Ltd Address: 327 Nawab Building, Office No. 28A, 2nd Floor, DN Road, Fort Mumbai -400 001	U72900MH2015PTC264523	Subsidiary	52	2(87)
2.	Name: Empower TradEX Pvt Ltd Address: 327 Nawab Building, Office No. 28A, 2nd Floor, DN Road, Fort Mumbai -400 001	U74120MH2016PTC271624	Subsidiary	60	2(87)
3.	Name: Empower E- Ventures LLP Address: 26, Floor 2 nd , Plot No.327, Nawab Building, DN Road, Hutatma Chowk, Fort, Mumbai – 400 001	AAH-3794	Subsidiary	51	2(87)

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 year				No of Shares held at the end of year				% Change
	30/03/2020				31/03/2021				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individuals/ HUF	174781787	0	174781787	15.02	174781787	0	174781787	15.02	0.00
(b) Central Govt	0	0	0	0	0	0	0	0	0
(c) State Govt(s)	0	0	0	0	0	0	0	0	0
(d) Bodies Corp.	0	0	0	0	0	0	0	0	0
(e) Banks / FI	0	0	0	0	0	0	0	0	0
(f) Any Other....									
* Directors	0	0	0	0	0	0	0	0	0
* Directors Relatives	0	0	0	0	0	0	0	0	0
* Person Acting in Concern	0	0	0	0	0	0	0	0	0
Sub Total (A)(1):	174781787	0	174781787	15.02	174781787	0	174781787	15.02	0.00
(2) Foreign									
(a) NRI Individuals	0	0	0	0	0	0	0	0	0
(b) Other Individuals	0	0	0	0	0	0	0	0	0
(c) Bodies Corp.	0	0	0	0	0	0	0	0	0
(d) Banks / FI	0	0	0	0	0	0	0	0	0
(e) Any Other....	0	0	0	0	0	0	0	0	0
Sub Total (A)(2):	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	174781787	0	174781787	15.02	174781787	0	174781787	15.02	0.00
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	0	0	0	0	0	0	0	0	0
(b) Banks FI	0	0	0	0	0	0	0	0	0
(c) Central Govt	0	0	0	0	0	0	0	0	0
(d) State Govt(s)	0	0	0	0	0	0	0	0	0
(e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
(f) Insurance Companies	0	0	0	0	0	0	0	0	0
(g) FIs	0	0	0	0	0	0	0	0	0
(h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(i) Others (specify)									
* U.T.I.	0	0	0	0	0	0	0	0	0
* Financial Institutions	0	0	0	0	0	0	0	0	0
* I.D.B.I.	0	0	0	0	0	0	0	0	0
* I.C.I.C.I.	0	0	0	0	0	0	0	0	0
* Government Companies	0	0	0	0	0	0	0	0	0
* State Financial Corporation	0	0	0	0	0	0	0	0	0
* Qualified Foreign	0	0	0	0	0	0	0	0	0

Category Of Shareholders	No of Shares held at the beginning of year				No of Shares held at the end of year				% Change
	30/03/2020				31/03/2021				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Investor									
* Any Other	0	0	0	0	0	0	0	0	0
* Otc Dealers (Bodies Corporate)	0	0	0	0	0	0	0	0	0
* Private Sector Banks	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):	0	0	0	0	0	0	0	0	0
(2) Non-Institutions									
(a) Bodies Corp.									
(i) Indian	276431248	78195000	354626248	30.47	264870093	0	264870093	22.76	-7.71
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	76905248	1742	76906990	6.61	86754442	1742	86756184	7.45	0.85
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	132840617	300473185	433313802	37.23	311979699	251973185	563952884	48.46	11.23
(c) Others (specify)									
* Unclaimed Or Suspense or Escrow Account	0	0	0	0	0	0	0	0	0
* IEPF	0	0	0	0	0	0	0	0	0
* LLP	104654815	0	104654815	8.99	46184019	0	46184019	3.97	-5.02
* Foreign Nationals	0	0	0	0	0	0	0	0	0
* Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
* Alternate Investment Fund	0	0	0	0	0	0	0	0	0
* N.R.I.	1815539	0	1815539	0.16	1719739	0	1719739	0.15	-0.01
* Foreign Corporate Bodies	5	0	5	0.00	5	0	5	0.00	0.00
* Trust	0	0	0	0	0	0	0	0	0
* Hindu Undivided Family	16268594	0	16268594	1.40	23811131	0	23811131	2.05	0.65
* Employee	0	0	0	0	0	0	0	0	0
* Clearing Members	1430780	0	1430780	0.12	1722718	0	1722718	0.15	0.03
* Depository Receipts	0	0	0	0	0	0	0	0	0
* Other Directors & Relatives	0	0	0	0	0	0	0	0	0
* Market Makers	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):	610346846	378669927	989016773	84.98	737041846	251974927	989016773	84.98	0.00
Total Public Shareholding (B) = (B)(1)+(B)(2)	610346846	378669927	989016773	84.98	737041846	251974927	989016773	84.98	0.00

Category Of Shareholders	No of Shares held at the beginning of year				No of Shares held at the end of year				% Change
	30/03/2020				31/03/2021				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
C. Total Share held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A + B + C)	785128633	378669927	1163798560	100	911823633	251974927	1163798560	100	0

ii. Shareholding of Promoters

Sr. no.	Share Holder's Name	ShareHolding at the beginning of the year			ShareHolding at the end of the year			% change in share holding during the year
		30/03/2020			31/03/2021			
		No of Shares	% of Total Shares of the Company	% of Shares Pledged / Encumbered to total shares	No. of Shares	% of Total Shares of the company	% of Shares Pledged / Encumbered to total shares	
1	Devang Dinesh Master	165700000	14.24	0.00	165700000	14.24	0.00	0.00
2	Devang Master	9081787	0.78	0.00	9081787	0.78	0.00	0.00

iii. Change in Promoters' Shareholding:

SL No.	ShareHolder's Name	ShareHolding at the beginning of the year		Cumulative ShareHolding at the end of the year		Type
		30/03/2020		31/03/2021		
		No of Shares	% of Total Shares of the Company	No. of Shares	% change in share holding during the year	
1	Devang Dinesh Master	165700000	14.24			
	31-03-2021			165700000	14.24	
2	Devang Master	9081787	0.78			
	31-03-2021			9081787	0.78	

iv. Shareholding Pattern of Top Ten shareholders (other than Directors, Promoters and Holders of GDR's and ADR's)

SL No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year		Type
		31/03/2020		31/03/2021		
		No of Shares	% of Total Shares of the Company	No. of Shares	% change in shareholding during the year	
1	Gilani Infra Private Limited	71972500	6.18			
	21-08-2020	-725581	-0.06	71246919	6.12	Sell
	28-08-2020	-1445768	-0.12	69801151	6.00	Sell
	23-10-2020	-69801151	-6.00	0	0.00	Sell
	31-03-2021			0	0.00	

SL No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year		Type
		31/03/2020		31/03/2021		
		No of Shares	% of Total Shares of the Company	No. of Shares	% change in shareholding during the year	
2	Wellman Tradelinks Pvt Ltd	68195400	5.86			
	10-11-2020	-68195000	-5.86	400	0.00	Sell
	13-11-2020	68195000	5.86	68195400	5.86	Buy
	31-03-2021	-40000000	-3.44	28195400	2.42	Sell
	31-03-2021			28195400	2.42	
3	Shriram Credit Company Limited	67101287	5.77			
	30-06-2020	-600000	-0.05	66501287	5.71	Sell
	03-07-2020	-12601450	-1.08	53899837	4.63	Sell
	10-07-2020	-1042823	-0.09	52857014	4.54	Sell
	14-08-2020	-561806	-0.05	52295208	4.49	Sell
	21-08-2020	-266869	-0.02	52028339	4.47	Sell
	31-03-2021			52028339	4.47	
4	Brij Bala	57750000	4.96			
	31-03-2021			57750000	4.96	
5	Mahesh Singh	57500000	4.94			
	31-03-2021			57500000	4.94	
6	Jeevan Arya	52675000	4.53			
	31-03-2021			52675000	4.53	
7	Neelam Pal	51805685	4.45			
	31-03-2021			51805685	4.45	
8	Manav Kumar	48500000	4.17			
	10-11-2020	-48500000	-4.17	0	0.00	Sell
	13-11-2020	48500000	4.17	48500000	4.17	Buy
	31-03-2021			48500000	4.17	
9	Aprateem Trading Private Limited	41999408	3.61			
	31-03-2021			41999408	3.61	
10	Zuber Trading LLP .	32419309	2.79			
	30-06-2020	-370225	-0.03	32049084	2.75	Sell
	17-07-2020	-2500000	-0.21	29549084	2.54	Sell
	05-03-2021	-7500001	-0.64	22049083	1.89	Sell
	31-03-2021			22049083	1.89	
11	Puran Chand Choudhary	0	0.00			
	05-03-2021	56500000	4.85	56500000	4.85	Buy
	31-03-2021			56500000	4.85	
12	Bhim Chaudhry	0	0.00			
	26-02-2021	2326228	0.20	2326228	0.20	Buy
	05-03-2021	18801151	1.62	21127379	1.82	Buy
	12-03-2021	35000000	3.01	56127379	4.82	Buy

SL No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year		Type
		31/03/2020		31/03/2021		
		No of Shares	% of Total Shares of the Company	No. of Shares	% change in shareholding during the year	
	31-03-2021			56127379	4.82	
13	Shreni Construction Private Limited	0	0.00			
	05-03-2021	7500001	0.64	7500001	0.64	Buy
	31-03-2021	40000000	3.44	47500001	4.08	Buy
	31-03-2021			47500001	4.08	

v. Shareholding of Directors and Key Managerial Personnel:

SL No.	ShareHolder's Name	ShareHolding at the beginning of the year		Cumulative ShareHolding at the end of the year		Type
		30/03/2020		31/03/2021		
		No of Shares	% of Total Shares of the Company	No. of Shares	% change in share holding during the year	
1	Mr. Rajgopalan Iyengar (Chief Financial Officer)	0	0.00			
	31-03-2021			0	0.00	
2	Zulfeqar Mohammad Khan (Managing Director)	0	0.00			
	31-03-2021			0	0.00	
3	Mr. Rajendra Jatav (Company Secretary)	0	0.00			
	31-03-2021			0	0.00	
4	Pankaj Mishra (Non-Executive Director)	0	0.00			
	31-03-2021			0	0.00	
5	Jyoti Chandrajeet Jaiswar (Independent Director)	0	0.00			
	31-03-2021			0	0.00	
6	Rani Challayesteru (Independent Director)	0	0.00			
	31-03-2021			0	0.00	

vi. 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	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year:				
- Addition	-	-	-	-
- Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year:				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

vii. Remuneration Of Directors and Key Managerial Personnel:

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

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
1.	Gross Salary:		
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	Nil	Nil
	b) Value of perquisites u/s 17(2) Income- tax Act, 1961.	Nil	Nil
	c) Profits in lieu of salary under section 17(3) Income – tax Act, 1961	NIL	NL
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission:	NIL	NIL
	- as% of profit		
	- Others, specify...		
5.	Others, please specify	NIL	NIL
6.	Total(A)	NIL	NIL
7.	Ceiling as per the Act	---	---

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of the Director		Amount
1.	<u>Independent Directors</u>			
	-Fee for attending board & committee meetings	NIL	NIL	NIL
	-Commission	NIL	NIL	NIL
	-Others, please specify	NIL	NIL	NIL
2.	Total(1)	NIL	NIL	NIL
3.	<u>Other Non-Executive Directors</u>			

	-Fee for attending board &committee meetings -Commission -Others, please specify	NIL NIL	NIL NIL	NIL NIL
4.	Total(2)			
5.	Total(B)=(1+2)			
6.	Total Managerial Remuneration			
7.	Overall Ceiling as per the Act	---		---

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

Sr. no.	Particulars of Remuneration	KMP		Total
		CEO	CS	
1.	Gross Salary:			
	a)Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961.	NIL	7258	7258
	b)Value of perquisites u/s 17(2) Income– tax Act, 1961.	NIL	NIL	NIL
	c) Profits in lieu of salary under section17(3) Income – tax Act,1961	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL
4.	Commission:- as % of profit	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL
6.	Total	NIL	7258	7258

V. 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
A. Company					
Penalty	The Company faced no penalty or prosecution or punishment under any provisions of Companies Act 2013 or rules made thereunder, during the year under consideration.				
Punishment					
Compounding					
B. Directors					
Penalty	The Directors of your Company faced no penalty or prosecution or punishment under any provisions of Companies Act 2013 or rules made thereunder, during the year under consideration.				
Punishment					
Compounding					
C. Other Officers In Default					
Penalty	None other Officers of your Company faced any penalty or prosecution or punishment under any provisions of Companies Act 2013 or rules made thereunder, during the year under consideration.				
Punishment					
Compounding					

By Order of the Board
For Empower India Limited

Sd/- _____
Zulfeqar Khan
Managing Director
DIN: 00020477

Sd/- _____
Rajgopalan Iyengar
Director
DIN: 00016496

Date: September 06, 2021 | Place: Mumbai

Annexure VI

PARTICULARS OF EMPLOYEES**a) Information as per Rule 5(1) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

1. During the year under review, no remuneration was paid to any Director or Key Managerial Personnel. Therefore, no ratio was calculated with respect to ratio of remuneration of each director to ratio of remuneration of employees of the Company.
2. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary, or Manager, if any, in the financial year: **Not Applicable**
3. The percentage increase in the Median remuneration of the employees in the financial year : **Not Applicable**
4. The number of permanent employees on the rolls of the Company is Seven.
5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: **Not Applicable**
6. It is affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other employees, adopted by the Company.

b) Information pursuant to Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

None of the employees drew remuneration from the Company exceeding the limit as specified in the Rules specified hereunder and thus the information as required was not applicable to be demonstrated.

By Order of the Board
For Empower India Limited

Sd/-
Zulfeqar Khan
Managing Director
DIN: 00020477

Sd/-
Rajgopalan Iyengar
Director
DIN: 00016496

Date: September 06, 2021 | Place: Mumbai

Annexure VII

CERTIFICATE ON CORPORATE GOVERNANCE

[In terms of Regulations 34(3) and Schedule V (E) of SEBI
(Listing Obligation and Disclosure Requirements) Regulations, 2015]

To,

The Members of
Empower India Limited

We have examined the compliance of conditions of Corporate Governance by Empower India Limited for the year ended 31st March, 2021 as stipulated in Regulation 34(3) and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with stock exchanges in India.

The Compliance of condition of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company to ensure Compliance with condition of Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has fully complied with all the mandatory conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations.

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

M/s JCA & Co.
Company Secretary

Sd/-
Chirag Jain
Partner
Membership No. F11127
CP No. 13687

UDIN: F011127C000900171

Date: September 04, 2021 | Place: Mumbai

MANAGING DIRECTOR/CFO CERTIFICATION OF FINANCIAL STATEMENTS

To
The Board of Directors
Empower India Limited

We, **Zulfeqar Khan**, Managing Director and, **Rajgopalan Iyengar**, Chief Financial Officer of **Empower India Limited** ("the Company"), to the best of our knowledge and belief certify that:

- A. We have reviewed the financial statements and the cash flow statement for the Financial Year ended March 31, 2021 and best of our knowledge and belief:
- i. These statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
 - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- B. We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.
- C. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditor and the Audit Committee
- (1) Significant changes in internal control over financial reporting during the year;
 - (2) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements: and
 - (3) Instances of significant frauds of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Mumbai
Date: September 06, 2021

Sd/-
Mohd. Zulfeqar Khan
Managing Director
(DIN: 00020477)

Sd/-
Rajgopalan Iyengar
Chief Financial Officer

CERTIFICATE ON VERIFICATION OF DEBARMENT OR DISQUALIFICATION OF DIRECTORS

Pursuant to Regulation 34 (3) read with Para C (10)(i) of Schedule V of the Securities Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015

To

The Members,
Empower India Limited
25 /25A, II Floor,
Nawab Building, 327
D.N. Road, Fort, Mumbai - 400 001

On the basis of verification of undertakings provided by all the directors appointed on the Board of Directors of Empower India Limited (the Company), on non-applicability of Section 164(1) and Section 164(2) of the Companies Act, 2013, we hereby certify that none of the directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by Ministry of Corporate Affairs , Securities Exchange Board of India or any such statutory authority during the financial year ended March 31, 2021.

M/s JCA & Co.
Company Secretary
Sd/-

Chirag Jain
Partner
Membership No. F11127
CP No. 13687

UDIN: F011127C000900191

Date: September 04, 2021 | Place: Mumbai

The Number of Directorships, Committees Memberships/ Chairmanship of all the Directors is within respective limits prescribed under Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Composition of Board as on the date of this report and their number of other Directorships and Board- Committee memberships held:

Sr. No	Name of Directors	Category	Designation	No. of Directorship in other Companies*	No. of Committee position held @	
					As Chairman	As Member
1	Pankaj Mishra	Non- Executive Director	Chairman	0	0	2
2	Rajgopalan Iyengar	Executive Director	CFO	0	0	0
3	Zulfeqar Khan	Managing Director	Director	0	0	0
4	Rani Challayesteru	Independent Director	Director	0	2	0
5	Jyoti Jaiswar	Independent Director	Director	0	0	2

Notes:

* Includes Directorships held in Public Limited Companies only and Directorships held in Private Companies, Foreign Companies and Companies under Section 8 of the companies Act, 2013 are excluded.

@ Includes only positions held in Audit Committee and Stakeholders Relationship Committee of Board of Directors

b) Disclosures pertaining to directors

The SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018 introduced requirement to disclose separately the names of the listed entities, where the persons are a director, and the category is of directorship. The details of all directors are as below:

Sr. No	Name of the Directors	Name Company in which he/she is director	Type of Directorship
None of the directors of the company are also a director of any other listed companies.			

c) YOUR COMPANY'S BOARD OF DIRECTORS HAVE IDENTIFIED THE FOLLOWING SKILLS / EXPERTISE / COMPETENCIES TO FUNCTION AND DISCHARGE THEIR RESPONSIBILITIES:

- INDUSTRY KNOWLEDGE
- INNOVATION
- FINANCIAL LITERACY
- CORPORATE GOVERNANCE
- HUMAN DEVELOPMENT
- GENERAL MANAGEMENT
- LEGAL AND COMPLIANCE
- RISK MANAGEMENT

d) Function and Procedure of Board:

Board meets regularly to make and review policies. Board's role, functions and responsibility are well defined. All relevant information as required under the Listing Regulation and Companies Act, 2013 as amended from time to time is regularly placed before the Board. Further the Board periodically reviews the compliance reports submitted by the management in respect of all laws applicable to the Company.

e) Meetings of the Board of Directors

During the Financial Year 2020-21, 11 (Eleven) Board Meetings were held on April 21, 2020, July 30, 2020, July 31, 2020, August 31, 2020, September 15, 2020, October 30, 2020, November 11, 2020, November 23, 2020, February 09, 2021, February 16, 2021 and March 17, 2021.

The attendance of the members of the Board at the meetings held during the year and at the last Annual General Meeting (AGM) as on March 31, 2021 is as follows:

Sr. No.	Name of Directors	Place of the Meeting	Number of Board Meetings attended out of Meeting liable to attend	Attendance at previous AGM Dated December 18, 2020
1	Rajgopalan Iyengar	Registered Office of the Company	11/11	Yes
2	Zulfeqar Khan	Registered Office of the Company	11/11	Yes
3	Pankaj Mishra	Registered Office of the Company	11/11	Yes
4	Rani Challayesteru	Registered Office of the Company	11/11	Yes
5	Jyoti Jaiswar	Registered Office of the Company	11/11	Yes

- Mr. Rajgopalan Iyengar, the Executive Director of the Company who had retired by rotation and was reappointed by the members of the company on the 38th Annual General Meeting of the company held on December 18, 2020.

f) Independent Directors:

During the year, a separate meeting of the Independent Directors was held on January 14, 2021, without the presence of Non-Executive Directors / Managing Director / Management to discuss the matter as required/agreed amongst them.

Further familiarisation programmes and the terms & conditions of appointment of the Independent Directors as required under the Companies Act, 2013 & Listing Regulations are updated on the Company's website at www.empowerindia.in

g) Formal Annual Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance and the Directors individually. The performance evaluation of the Board, the Chairman, Managing Director, and the Non-Independent Directors was carried out by the Independent Directors. The performance evaluation of Independent Directors was carried by the entire Board, excluding the Director being evaluated.

h) Relationship between Directors

No Directors of the Company are related inter-se.

i) Shares/ Convertible Instruments held by Non-Executive Directors

None of the directors of the Company hold Shares or Convertible Instruments of the Company.

3. Audit Committee

The Audit Committee acts as a link among the Management, the Statutory Auditors, Internal Auditors, and the Board of Directors to oversee the financial reporting process of the Company. The members of the Committee are eminent professionals with requisite knowledge in financial, accounting and business matters. Minutes of the Audit Committee meetings are circulated to all the Board members.

Constitution of the Committee

The Constitution of the Audit Committee is in conformity with the Listing Regulation. The Chairman of the Audit Committee is an Independent Director.

The Composition of the Committee, as on date is given below:

Sr. No	Name of Director	Designation	Category
1	Rani Challayesteru	Chairman	Independent Director
2	Pankaj Mishra	Member	Non-Executive Director
3	Jyoti Jaiswar	Member	Independent Director

Meetings and Attendance

The Committee met 07 (Seven) times during the Financial Year 2020-21 on April 21, 2020, July 30, 2020, July 31, 2020, September 15, 2020, November 11, 2020, November 23, 2020 and February 09, 2021. The details of the attendance of each member are given below:

Sr. No	Name of Members	No. of Meetings entitled to attend	No. of Meetings Attended
1	Rani Challayesteru	07	07
2	Pankaj Mishra	07	07
3	Jyoti Jaiswar	07	07

Terms of reference:

The role and terms of reference of Audit Committee covers areas mentioned under Listing Regulations and Companies Act, 2013, besides other terms as may be referred by the Board of Directors. All the Members of Audit Committee are qualified and having insight to interpret and understand financial statements. The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process.

The Committee acts as a link between the Management, the Statutory Auditors, the Internal Auditors, the Cost Auditors, Secretarial Auditors, and the Board of Directors. The scope of functioning of the Audit Committee is to review, from time to time, the internal control system & procedures, and its adequacy.

4. Nomination and Remuneration Committee

Constitution of the Committee

The Constitution of the Nomination and Remuneration Committee is in conformity with the Listing Regulation. The Chairman of the Nomination and Remuneration Committee is an Independent Director. All the Directors of the Committee are Non- Executive Directors.

The Composition of the Committee, as on date is given below:

Sr. No	Name of Director	Designation	Category
1	Rani Challayesteru	Chairman	Independent Director
2	Pankaj Mishra	Member	Non-Executive Director
3	Jyoti Jaiswar	Member	Independent Director

Meetings and Attendance

The Committee met twice during the Financial Year 2020-21 on November 23, 2020 and March 17, 2021. The details of the attendance of each member are given below:

Sr. No	Name of Members	No. of Meetings entitled to attend	No. of Meetings Attended
1	Rani Challayesteru	02	02
2	Pankaj Mishra	02	02
3	Jyoti Jaiswar	02	02

Terms of reference:

- To determine/recommend the criteria for determining appointment, qualifications, positive attributes, and independence of a director and recommend to the Board a policy relating to remunerations of directors, Key Managerial personal and other employees.
- To formulate the criteria for evaluation of performance of independent directors and the board of directors.
- To devise a policy on desired age and diversity of board of directors.
- To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.
- To review and determine all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonus, stock options, etc.

The policy is framed by the Nomination and Remuneration Committee and approved by the Board, which includes performance evaluation criteria for Independent Directors is disclosed on the website of the Company at www.empowerindia.in

Performance Evaluation Criteria for Independent Directors:

The Company follows the provisions of the Act and Listing Regulations in relation to Director's appointments, qualifications and independence. Pursuant to Section 178(3) of the Act and Regulation 17(6) of Listing Regulations, the Remuneration Committee is entrusted with responsibility of formulating criteria for determining qualifications, positive attributes, and independence of Independent Directors. This can be viewed at www.empowerindia.in

5. Stakeholder's Relationship Committee

The Constitution of the Stakeholders Relationship Committee is in conformity with the Listing Regulation.

The Composition of the Committee, as on date, is given below:

Sr. No	Name of Director	Designation	Category
1	Rani Challayesteru	Chairman	Independent Director
2	Pankaj Mishra	Member	Non-Executive Director
3	Jyoti Jaiswar	Member	Independent Director

Meetings and Attendance

The Committee met 06 (Six) times during the Financial Year 2020-21 on April 21, 2020, July 30, 2020, September 15, 2020, November 11, 2020, November 23, 2020 and February 09, 2021. The details of the attendance of each member are given below:

Sr. No	Name of Members	No. of Meetings entitled to attend	No. of Meetings Attended
1	Rani Challayesteru	06	06
2	Pankaj Mishra	06	06
3	Jyoti Jaiswar	06	06

Details of Pending Investor Grievances and Compliance Officer:

There were no investor grievances pending for Redressal as the end of the financial year and all the queries from the stakeholders were attended to promptly. Further there were no pending transfers for the year under review.

Further the details of the Compliance Officer designated for handling of the Investor grievances is provided as under:

Name : CS. Prachi Jain *
 Email ID : investors@empowerindia.in

* CS. Prachi Jain was appointed as the Compliance Officer of the Company w.e.f March 17, 2021.

6. Risk Management Committee

The Risk Management Committee of the Company is in compliance with the requirement of Regulation 21 of the Listing Regulations. The primary responsibility of the committee is to frame, implement and monitor the business risk and management framework of the Company.

The Composition of the Committee, as on date, is given below:

Sr. No	Name of Director	Designation	Category
1	Rajgopalan Iyenagar	Chairperson	Executive Director
2	Rani Challayesteru	Member	Independent Director
3	Jyoti Jaiswar	Member	Independent Director

Meetings and Attendance

The Committee met one times during the Financial Year 2020-21 on October 30, 2020. The details of the attendance of each member are given below:

Sr. No	Name of Members	No. of Meetings entitled to attend	No. of Meetings Attended
1	Rajgopalan Iyenagar	01	01
2	Rani Challayesteru	01	01
3	Jyoti Jaiswar	01	01

7. Views of committees not accepted by the Board of Directors:

The SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018 introduced requirement to disclose, along with the reasons thereof, where the Board has not accepted any recommendation of any committee of the Board which is mandatorily required. We hereby confirm that the Board has accepted all the recommendations received from committee of the Board which is mandatorily required and there is no recommendation which has not been accepted by the Board to comment on required to disclose.

REMUNERATION OF DIRECTORS

Pecuniary transaction with non-executive Directors

During the year under review, apart from what approved, there are no pecuniary transactions with any non-executive directors of the Company. The register of contracts is maintained by the Company pursuant to section 189 of the Companies Act, 2013.

Remuneration Policy

The Remuneration Policy of the Company is given in the Report of the Directors and can be accessed at www.empowerindia.in

Disclosure on audit and non-audit services rendered by the auditor:

The SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018 requires to disclose total fees paid to auditors for audit and non-audit services to improve transparency. The Total fees paid to the Statutory Auditor during the FY 2020-21 is Rs. 30,000/- for the purpose of Audit Services.

Criteria for making payment to Non-Executive Directors

Non- Executive Directors of the Company plays a crucial role in the independent functioning of the Board. They bring in an external perspective to decision making and provide leadership and strategic guidance while maintaining objective judgment. They also oversee corporate governance framework of the Company.

As stated earlier, the Remuneration Policy, inter alia, disclosing criteria of making payments to directors, key managerial personnel and employees is placed on www.empowerindia.in

Details of Remuneration to Directors

The Company has no stock option plans for the directors and hence, it does not form part of the remuneration package payable to any executive and/or non-executive director.

In 2020-21, the Company did not advance any loans to any of the non-executive directors, and/or Managing Director. Details of remuneration paid/payable to directors during 2020-21 are provided in an annexure to the Directors' Report Form MGT-9, i.e. extract of the Annual Return.

Disclosures pertaining to disqualification of Directors:

The SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018 introduced requirement to disclose a certificate from a Company Secretary in practice that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as the directors of companies by the Board / MCA or any such statutory authority. In this regard, Company have received certificate from Mr. Chirag Jain, (Membership No. F11127) Partner of M/s. JCA & Co. Practicing Company Secretary, (COP. No. 13687) dated on **September 04, 2021** that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as the directors of companies by the Board/MCA or any such statutory authority.

DETAILS OF GENERAL BODY MEETING

Annual General Meeting

The details off last 3 Annual General Meetings together with the details of the special resolution passed is provided hereunder:

Year	Day, Date and Time	Venue	Special Resolution Passed
2017-18	Saturday, September 29, 2018	Kshatriya Sabhagruh, Opp. Portuguese Church, Charni Road, Mumbai – 400 004.	No Special Resolution was passed at this meeting.
2018-19	Monday, September 30, 2019	Kshatriya Sabhagruh, Opp. Portuguese Church, Charni Road, Mumbai – 400 004.	No Special Resolution was passed at this meeting.
2019-20	Friday, December 18, 2020	Sammelan Hall, A101, Samarth Complex, Jawahar Nagar, Goregaon (West), Mumbai – 400 104	No Special Resolution was passed at this meeting.

PASSING OF SPECIAL RESOLUTION BY POSTAL BALLOT

During the year under review no special resolution was approved through Postal Ballot.

MEANS OF COMMUNICATION

The Quarterly and Half- Yearly Financial Results of the Company are published in leading English and vernacular dailies. Such results are uploaded in the Company's website www.empowerindia.in

Financial Result for the Quarter Ended	Newspaper	
June 30, 2020	Financial Express	The Global Times (Marathi)
September 30, 2020	Financial Express	The Global Times (Marathi)
December 31, 2020	Financial Express	The Global Times (Marathi)
March 31, 2021	Financial Express	The Global Times (Marathi)

In accordance with the Listing Regulations requirements, data pertaining to Shareholding Pattern, Quarterly Financial Results and Other Details are forwarded to the Stock Exchange.

During the year under review, no presentation was made to the institutional investors or analysts.

GENERAL SHAREHOLDER'S INFORMATION

Annual General Meeting : Date - September 30, 2021
 Time - 09.30 a.m.
 Venue - Sannelan Hall, A101, Samarth Complex, Jawahar Nagar, Goregaon (West), Mumbai – 400 104

Financial Year : The accounting year covers the period from April 01, 2021 to March 31, 2022.

Financial Reporting for the quarter ending on:

June 30, 2021 (unaudited) - By August 15, 2021
 September 30, 2021 (unaudited) - By November 15, 2020
 December 31, 2021 (unaudited) - By February 15, 2021
 March 31, 2022 (audited) - By May 30, 2021

Book Closure Date : Book closure commences on September 24, 2021 and ends on September 30, 2021 (both days inclusive).

Listing on Stock Exchange : The Equity shares of the Company are listed on the BSE Limited. Annual Listing Fee for the year 2020-21 has been paid by the Company to BSE.

BOMBAY STOCK EXCHANGE (BSE)

BSE Limited, J Towers, Dalal Street, Mumbai- 4000 001.

Stock Code : 504351
 Stock ID : EMPOWER
 ISIN : INE507F01023

Depositories : (a) **The National Securities Depository Limited**
 4th Floor, Trade World, Kamala Mill Compound Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.

(b) **Central Depository Services (India) Limited**
 Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai 400 013.

Market Price Data and Performance in comparison to broad-based indices viz., BSE Sensex:

(As per records of BSE Limited in respective month of the 2020-21)

Month	Share Price at BSE		BSE Sensex	
	High (Rs.)	Low (Rs.)	High (Rs.)	Low (Rs.)
Apr-20	0.19	0.19	33717.62	27590.95
May-20	0.19	0.19	32424.10	30028.98
Jun-20	0.19	0.19	33228.80	35430.43
Jul-20	0.19	0.19	35414.45	38492.95
Aug-20	0.19	0.15	36939.60	39467.31
Sep-20	0.15	0.15	39302.85	36553.60
Oct-20	0.15	0.15	40794.74	38697.05
Nov-20	0.15	0.15	44523.02	39757.58
Dec-20	0.15	0.15	47751.33	44618.04
Jan-21	0.15	0.15	49792.12	46285.77
Feb-21	0.15	0.15	52154.13	48600.61
Mar-21	0.15	0.15	51444.65	48440.12

SHAREHOLDING PATTERN AS ON MARCH 31, 2021**Summary of Shareholding Pattern as on March 31, 2021**

Sr. No	Description	No. of Shares	% of shareholding
1	Promoter	17,47,81,787	15.02
2	Bodies Corporate	26,48,70,093	22.76
3	Individuals	65,18,03,813	56.01
4	Clearing Members	17,22,718	0.15
5	N.R.I.	6,24,994	0.05
6	Overseas Corporate Bodies	5	0.00
8	Hindu Undivided Family	2,38,11,131	2.05
9	Any Other	4,61,84,019	3.97
		1,163,798,560	100

DISTRIBUTION OF SHAREHOLDING AS AT MARCH 31, 2021

Distribution of Shareholding as on March 31,2021			
Particulars	Number of Shareholders	% of Total	In Rs.
1-5000	6444	62.45	9929128.00
5001-10000	1312	12.71	10942715.00
10001-20000	825	7.99	12642931.00
20001-30000	435	4.22	11180485.00
30001-40000	201	1.95	7104403.00
40001-50000	221	2.14	10622580.00
50001-100000	427	4.14	33026616.00
100001 & above	454	4.40	1068349702.00
Total	10319	100.00	1163798560.00

REGISTRAR AND SHARE TRANSFER AGENT (RTA):

Share transfers, dividend payments and all other investor related matters are attended and processed by our Registrar and Share Transfer Agent (RTA) viz. **M/s Purva Shareregistry (India) Private Limited**

SHARE TRANSFER SYSTEM

The Company's shares being in compulsory DEMAT list, are transferable through the depository system. However, shares in the physical form are processed by the Registrar and Share Transfer Agents. In order to expedite the process, the Board of Directors has delegated the authority to it to approve the share transfer/ transmission and accordingly, it approves the transfer/transmission of shares as and when require. The share transfer process is reviewed and noted by the Board/Committee.

DEMATERIALIZATION OF SHARES AND LIQUIDITY:

The Company's equity shares are available for trading in the depository systems of National Securities Depository Limited and Central Depository Services (India) Limited. As on March 31, 2021, 91,18,23,633 equity shares, constituting 78.35 % of the paid-up equity capital of the Company, stood dematerialized.

Total Number of shares dematerialized as on March 31, 2021

Particulars	No. of Shares	% of Paid up Capital
NSDL	306374692	26.33
CDSL	605448941	52.02
Physical	251974927	21.65
Total	1163798560	100

Outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments:

The Company has not issued any GDRs/ADRs. As at the end of the year there are no outstanding warrants or any convertible instruments which may have an impact on Equity Capital.

Commodity Price risk or foreign exchange risk and hedging activities

A major part of the products of the Company is sourced locally hence there is no Foreign Exchange risk. Since the business operations done in India there are no hedging activities nor there commodity price risk or Foreign Exchange Risk.

Disclosures of Accounting Treatment in preparation of Financial Statement:

The Company has followed the Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI), in preparation of its Financial Statements.

Address of Correspondence

EMPOWER INDIA LIMITED

25/ 25 A, II Floor, Nawab Building, 327 D. N. Road, Fort, Mumbai- 400 001

Email Address: Info@empowerindia.in/ investors@empowerindia.in

Website: www.empowerindia.in

Tel No :- 022- 22045055 , 022-22045044

Email: investors@empowerindia.in

Phone: +91 9702003139

NON-MANDATORY REQUIREMENTS

- The Chairman of the Board being a Non- Executive Director does not maintain a Chairman's office at the company's expenses. The Company reimburses the expenses incurred by the Chairman in the course of performance of his duties.
- The quarterly and half yearly financial performance along with significant events are published in the newspapers and are also posted on the Company's website.
- There is no audit qualification. Every Endeavour is made to make the financial statements without qualification. The Company's financial statement for the year ended March 31, 2021 does not contain any modified audit opinion.
- The Chairman of the Board is a Non-Executive Director and his position is separate from that of the CEO.
- Reports of Internal Auditors are placed before the Audit Committee for its review.

OTHER DISCLOSURES

- During the financial year 2019-20, there was no materially significant Related Party Transaction, with the Directors, or the Management, their relatives etc. having potential conflict with the interests of the Company at large. Further as a matter of policy, all the transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in the Annual Report of the Company on a regular basis. The web link where policy on dealing with related party transactions and can be viewed at [Downloads \(empowerindia.in\)](#)
- The Company is in compliance with all mandatory requirements of Listing Regulations. No penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

- The Company has established a vigil mechanism by adopting a Whistle Blower Policy for Directors and employees to report genuine concerns in the prescribed manner. The Whistle Blower policy/vigil mechanism provides a mechanism for the Directors/employees to report violations, without fear of victimization, any unethical behavior, suspected or actual fraud, violation of the Code of Conduct etc. which are detrimental to the organization's interest. The mechanism protects whistle blower from any kind of discrimination, harassment, victimization or any other unfair employment practice. It provides a mechanism for employees to approach the Chairman of Audit Committee. During the year, no such incidence was reported and no personnel were denied access to the Chairman of the Audit Committee. The Whistle Blower Policy of the Company is available on its website www.empowerindia.in
- The Company has complied with all the applicable requirements of the Listing Regulations.
- The web link where policy for determining 'material' subsidiaries is disclosed and can be viewed at www.empowerindia.in

CODE OF CONDUCT

Regulations 17(5) of the SEBI (LODR) Regulations, 2015, requires listed Companies to lay down a Code of Conduct for its Directors and Senior Management, incorporating duties of a Directors as laid down in the Companies Act, 2013. The Board has adopted a Code of Conduct for all Directors and Senior Management of the Company and the same has been placed on Company's website and can be viewed at www.empowerindia.in

By Order of the Board

For Empower India Limited

Sd/- _____

Zulfeqar Khan
Managing Director
DIN: 00020477

Sd/- _____

Rajgopalan Iyengar
Director
DIN: 00016496

Date: September 06, 2021 | Place: Mumbai

THE DECLARATION BY THE MANAGING DIRECTOR

Compliance with Code of Conduct

To the shareholders,

I hereby confirm that the Company has obtained affirmation from all the members of the Board and senior management personnel that they have complied with the Code of Conduct of the Company in respect of the financial year ended March 31, 2021.

**By Order of the Board
For Empower India Limited**

**Sd/-
Zulfeqar Khan
Managing Director
DIN: 00020477**

Date: September 06, 2021 | Place: Mumbai

MANAGEMENT DISCUSSION AND ANALYSIS REPORT



Indian Economy Overview:

India has emerged as the fastest growing major economy in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships.

With an estimated annual contraction of 8% in GDP, 2020-21 has been the worst year in terms of economic performance in India since 1950-51.

While the Indian economy was losing growth momentum because of the COVID – 19 pandemic, the negative performance in 2020-21 is largely on account of the nationwide lockdown imposed on March 25, 2020 to prevent the spread of Covid-19 pandemic in the country, and continuing restrictions on economic and recreational activities for the rest of the year has severely impacted the economy and business. To be sure, the economy has been recovering with the easing of restrictions. India's GDP re-entered growth territory during the quarter ended December 2020.

With the economic activities gaining momentum post Covid 19 lockdown and rollout of coronavirus vaccines, the Indian economy is likely to do better than the projection of an 8 per cent shrinkage in the current fiscal, says Finance Ministry.

"Positive GDP growth in Q3 of FY21 – for the first time since the onset of the pandemic – adds to the positive sentiments as the economy is set to close the year with activity levels higher than measured in the second advance estimates of GDP," the report said.

The Reserve Bank's industrial outlook survey (IOS) conducted in Q3 of FY21 has also re-affirmed this optimism, with respondents indicating a strengthening of production, order books and employment during the third quarter, driven by easing of lockdowns, re-opening of businesses and improvement in the availability of finance from banks and internal sources.

However, the emergence of a second wave of COVID – 19 pandemic and local lockdowns announced by various state governments from time to time from March 21 will have further adverse impact on the Indian economy in general and on the Company in particular during the FY 22.

Industry Structure and Developments:

Indian Information Technology sector continues to provide thought leadership in various growing and evolving areas across the entire spectrum of the technology ecosystem, with focus on re-skilling and digital transformation. The global sourcing market in India continues to grow at a higher pace compared to the IT-BPM industry.

Indian IT's core competencies and strengths have attracted significant investment from major countries. The computer software and hardware sector in India attracted cumulative foreign direct investment (FDI) inflows worth US\$ 71.05 billion between April 2000 and March 2021. The sector ranked 2nd in FDI inflows, as per the data released by Department for Promotion of Industry and Internal Trade (DPIIT). In FY21, computer software and hardware topped FDI investments, accounting for 44% share of the total FDI inflows of US\$ 81.72 billion.

Indian software product industry is expected to reach US\$ 100 billion by 2025. Indian companies are focusing to invest internationally to expand global footprint and enhance their global delivery centres.

Financial Performance snapshot

In Lakhs.

Particulars	Standalone		Consolidated	
	2021	2020	2021	2020
Total Income	-	-	-	5.59
Less: Total Expenses excluding Depreciation and tax	10.23	35.17	10.25	35.20
Profit before Depreciation & Tax	(10.23)	(35.17)	(10.25)	(29.61)
Less: Depreciation	-	-	-	-
Less: Exceptional Items	(383.90)	1415.77	(754.30)	1312.97
Profit/(Loss)before Tax	(849.14)	(1450.94)	(764.55)	(1342.58)
Less: Tax				
i. Current Tax	-	-	-	-
ii. Deferred Tax	-	-	-	-
Profit/(Loss)after tax	(849.14)	(1450.94)	(764.55)	(1342.58)

During financial year ended March 31, 2021, the Company has reported Standalone and Consolidated loss before Depreciation & Tax of Rs. 10.23 lakhs and Rs. 10.25 lakhs respectively.

The change in the key financial ratios is given as under:

Sr. No.	Particular	% of Change
1	Debtors Turnover Ratio	00.00
2	Inventory Turnover Ratio	00.00
3	Current Ratio	01.91
4	Debt Equity Ratio	00.01

Opportunities:**IT Infrastructure Management Services:**

Through the IT infrastructure management services, we support businesses to overcome IT Infrastructure challenges. Our Managed Service offerings address the complex IT challenges, which most organization experiences while maintaining an ever-expanding dependency on technology inheritance, improving network and application performance. We enable the businesses to upgrade their IT systems in a cost-effective manner.

Risks and Concerns:

The Group's operations and financial results are subject to various risks and uncertainties that could significantly affect investors' judgments. The Company recognizes that every business has its inherent risks and it is required to possess a proactive approach to identify and mitigate them. Your Company has embedded an efficient organizational risk management framework, which regularly scans all possible internal and external environments to identify risks, decide on possible mitigation plans and incorporate them in its strategic plans. Some of the key risks include Disruption and Uncertainty in Business.

People often make the mistake of overlooking things that don't directly impact their business and are therefore unprepared to deal with change. For example, while your business might not be directly affected by a natural disaster, you may still suffer if it affects your suppliers, customers or general location. Due to Covid-19 pandemic, volatile global economic scenario, Restrictions on global mobility, industry risk, foreign currency fluctuation, client concentration, technology risks and financial risk. The processes relating to minimizing of the above risks have already been put in place at different levels of management. The risk mitigation plans are regularly monitored and reviewed by the Management and Audit Committee of your Company.

Outlook

The overall outlook for the Indian Economy and the Technology sector remains positive. The increasing budget for technology spending, up-gradation of IT systems and development of products with Artificial Intelligence is a positive for the IT sector. The IT sector is expected to record a healthy growth rate in future.

Internal Control and Systems and their adequacy:

The Company has put in place adequate systems of internal control commensurate with its size and the nature of its business. These systems provide a reasonable assurance in respect of financial and operational information, compliance with both applicable statutes & corporate policies and safeguarding of the assets of the company.

The company has a rigorous business planning system to set targets and parameters for operations which are reviewed against actual performance to ensure timely initiation or corrective action if required.

Industrial Relations and Human Resources Development:

The human resource philosophy and strategy of your Company have been designed to attract and retain the best talent to create a workplace environment that keeps employees engaged, motivated to encourage innovation. Your Company has fostered a culture that rewards continuous learning, collaboration and development, making it future ready with respect to the challenges posed by ever changing market realities. Employees are your Company's most valuable asset and your Company's processes are designed to empower employees and support creative approaches in order to create enduring value. Your Company maintains a cordial relationship with its employees.

Cautionary Statement:

Statement in this “Management Discussion and Analysis” describing the Company's objectives, projections, estimates, expectations or predictions may be “forward looking statements” within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include Indian demand and supply conditions, finished goods prices, input materials availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which the Company conducts business and other factors such as litigation and labour negotiations. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent development, information or events or otherwise.

**Standalone Financials
(FY 2020-21)**

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS,
EMPOWER INDIA LIMITED

Report on the Standalone Financial Statements

1. We have audited the accompanying (standalone) financial statements of **EMPOWER INDIA LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of changes in equity and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the (Standalone) Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance (including Other Comprehensive Income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

3. Our responsibility is to express an opinion on these (standalone) financial statements based on our audit.
4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments; the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the (standalone) financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid (standalone) financial statements give the information required by the Act in the manner so required and

give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021, and its profit/loss, total Comprehensive Income, the changes in equity and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

9. As required by the Companies (Auditor's Report) Order, 2016 (the Order) issued by the Central Government in terms of Section 143(11) of the Act, we enclose in the "Annexure A" a statement on matters specified in paragraph 3 & 4 of the said order.
10. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - A) The Company has disclosed pending litigations in its Company Auditors Report. However, there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure has been made As per AS-29.
 - B) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - C) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31/03/2021.

For M/s Tejas Nadkarni & Associates
Chartered Accountants
(Firm's Registration No. 135197W)

Sd/-
Tejas Nadkarni
(Proprietor)
(Membership No. 122993)
UDIN: 21122993AAAAEU7776

Place: Mumbai
Date: June 30, 2021

“Annexure A” to the Independent Auditors’ Report

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that: –

1. (a) the company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) As explained to us, all the assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.

(c). the company does not have any immovable property.
2. (i) As explained to us, the inventory has been physically verified at reasonable intervals during the year by the management. In our opinion, the frequency of verification is reasonable.

(ii) There is no discrepancy found on verification between the physical stocks and the book records.
3. As explained to us, the company had not granted any loans, secured or unsecured, to any companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act., or
4. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
5. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
6. It has been explained to us that the maintenance of cost records has not been prescribed under section 148(1) of the Act.
7. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable.

b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute except as follows:

Sr. No.	Statute	Amount of Dispute	Fin Year	Forum were Dispute pending
1	Maharashtra Value Added Tax Act, 2002	2,50,20,086/-	2008-09	D C Sales Tax (Appeal), Mumbai

The status of pending disputes with Income Tax Department is as under:

Sr. No.	Assessment Year	Demand/ refund under Section Code	Date on which demand/ refund is raised	Amount of outstanding demand/Refund	Status of Demand
1	2004-05	143(1)	01-Mar-06	30,847	The Demand is pending
2	2008-09	153A	22-Mar-16	43,15,681	Demand is outstanding and appeal against the said demand is filed ITAT which is still pending.
3	2009-10	153A	22-Mar-16	55,05,161	Demand is outstanding and appeal against the said demand is filed ITAT which is still pending.
4	2010-11	153A	22-Mar-16	81,28,528	Demand is outstanding and appeal against the said demand is filed ITAT which is still pending.
5	2012-13	153A	22-Mar-16	Refund of Rs. 29,14,670 was claimed, whereas the department has raised a demand of Rs. 43,25,543 and the Company has contested and filed appeal against the same.	An appeal against the said demand is filed with ITAT which is still pending.
6	2013-14	153A	22-Mar-16	Refund of Rs. 25,27,880 was claimed whereas the department has raised a demand Rs. 19,39,073 and the Company has contested and filed appeal against the same	An appeal against the said demand is filed with ITAT which is still pending.
7	2014-15	143(2)	23-Mar-16	Refund of Rs. 12,40,610 was claimed whereas the department raised a demand Rs. 75,38,870 and the Company has contested and filed appeal against the same.	An appeal against the said demand is filed with ITAT which is still pending.
8	2017-18	143(3)	27-Dec-19	65,72,884/-	Demand is outstanding and appeal against the said demand is filed CIT (A) which is still pending.
9	2018-19	143(3)	15-Mar-21	29,00,660/-	Demand is outstanding and appeal against the said demand is filed CIT (A) which is still pending.

8. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion, company had not borrowed from financial institution or bank or issued debentures during the year under audit and there were no loan outstanding at the beginning of the year. Therefore, this clause of the CARO is not applicable to company.

9. The company has not raised moneys by way of initial public offer or further public offer(including debt instrument) and term loans
10. Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the course of our audit, that causes the financial statements to be materially misstated.
11. Company has **not paid Managerial** remuneration to its Key Managerial person pursuant of provision of Companies Act 2013.
12. The company is not a Nidhi Company hence this clause is not applicable.
13. Based upon the audit procedures performed and according to the information and explanations given to us, All transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial statements etc. as required by the applicable accounting standards.
14. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
15. The company has not entered into any non-cash transactions with directors or persons connected with him.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For M/s Tejas Nadkarni & Associates
Chartered Accountants
(Firm's Registration No. 135197W)

Sd/-
Tejas Nadkarni
(Proprietor)
(Membership No. 122993)

Place: Mumbai
Date: June 30, 2021

UDIN: 21122993AAAAEU7776

Annexure B to Independent Auditor's Report

Referred to in paragraph 10(f) of the Independent's Auditor's Report of even date to the members of Empower India Limited on the standalone financial statements for the year ended 31st March, 2021.

Report on the Internal Financial Controls under Clause (i) of sub – section 143 of the Act

1. We have audited the internal financial controls over financial reporting of Empower India Limited ("the Company") as of 31st March, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

3. 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 deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those standards and 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 materials respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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

6. 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 controls over financial reporting includes those policies an procedures that,

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

7. 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 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

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

For M/s Tejas Nadkarni & Associates
Chartered Accountants
(Firm's Registration No. 135197W)

Sd/-
Tejas Nadkarni
(Proprietor)
(Membership No. 122993)

Place: Mumbai
Date: June 30, 2021

UDIN: 21122993AAAAEU7776

EMPOWER INDIA LIMITED*(All amounts in INR lakhs, unless otherwise stated)***Standalone Balance Sheet as at March 31, 2021**

Particulars	Note	As at 31 March 2021	As at 31 March 2020
ASSETS			
Non-current assets			
Financial assets			
i) Investments	3	19,675.21	23,046.85
ii) Loans	4	-	-
iii) Other financial assets	5	5,702.16	6,009.40
Other non-current assets	6	157.04	157.04
		25,534.41	29,213.29
Current assets			
Inventories	7	517.36	517.36
Financial assets			
Trade receivable	8	-	-
Cash and cash equivalents	9	5.26	9.93
Loans	10	8.38	16,402.15
Other current assets	11	0.14	-
		531.14	16,929.44
		26,065.55	46,142.73
EQUITY & LIABILITIES			
Equity			
Equity share capital	12	11,637.99	11,637.99
Other equity	13	14,147.50	14,996.64
		25,785.49	26,634.62
LIABILITIES			
Non-current liabilities			
Deferred tax liabilities (Net)	27	2.10	2.10
		2.10	2.10
Current liabilities			
Financial liabilities			
Borrowings	14	-	16,600.00
Trade payables	15	268.02	2,895.18
Other current liabilities	16	8.93	9.81
Provisions	17	1.01	1.01
		277.96	19,506.01
		26,065.55	46,142.73
Corporate information and significant accounting policies	1 & 2	(0.01)	(0.01)

The notes referred to above form an integral part of financial statements

As per our report of even date attached

For Tejas Nadkarni & Associates**Firm Reg.No :135197W****Chartered Accountants**

Sd/-

Tejas Nadkarni**Membership No.122993****(Proprietor)****UDIN: 21122993AAAAEU7776**

Place: Mumbai

Date: June 30, 2021

for and on behalf of the Board of Directors of**EMPOWER INDIA LIMITED**

Sd/-

Zulfeqar Khan

Managing Director

DIN : 00020477

Sd/-

Pankaj Mishra

Chairman

DIN : 07999390

Place: Mumbai

Date: June 30, 2021

Sd/-

Rajgopalan Iyengar

CFO and Director

DIN : 00016496

Sd/-

Prachi Jain

CS & Compliance Officer

EMPOWER INDIA LIMITED*(All amounts in INR lakhs, unless otherwise stated)***Standalone Statement of Profit and Loss for the year ended March 31, 2021**

	Note	For the Year ended 31 March 2021	For the Year ended 31 March 2020
Income			
Revenue from operations	18	-	-
Other income	19	-	-
Total Income		-	-
Expenses			
Purchases of Goods and Services	20	-	-
Changes in inventories of goods	21	-	-
Employee benefit expense	22	3.76	9.27
Finance costs	23	0.02	0.12
Depreciation and amortisation	24	-	-
Other expenses	25	6.45	25.79
Total expenses		10.23	35.17
Profit before tax and exceptional items		(10.23)	(35.17)
Less: Exceptional Items	26	(838.90)	1,415.77
Profit before tax		(849.14)	(1,450.94)
Tax expense:	27		
Income Tax - current year		-	-
Deferred tax charge/ (credit)		-	-
Profit (Loss) for the period from continuing operations		(849.14)	(1,450.94)
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss (net of tax)		-	-
(ii) Items that will be reclassified to profit or loss (net of tax)		-	-
Total Comprehensive Income for the period and Other Comprehensive Income		(849.14)	(1,450.94)
Earning per share (equity shares, par value Rs 1 each)			
Basic	29	(0.0730)	(0.1247)
Corporate information and significant accounting policies	1&2		

The notes are an integral part of these financial statements.

For Tejas Nadkarni & Associates**Firm Reg.No :135197W****Chartered Accountants**

Sd/-

Tejas Nadkarni**Membership No.122993****(Proprietor)****UDIN: 21122993AAAAEU7776**

Place: Mumbai

Date: June 30, 2021

*for and on behalf of the Board of Directors of
EMPOWER INDIA LIMITED*

Sd/-

Zulfeqar Khan

Managing Director

DIN : 00020477

Sd/-

Pankaj Mishra

Chairman

DIN : 07999390

Sd/-

Rajgopalan Iyengar

CFO and Director

DIN : 00016496

Sd/-

Prachi Jain

CS & Compliance

Officer

Place: Mumbai

Date: June 30, 2021

EMPOWER INDIA LIMITED**Standalone Cash Flow Statement for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

Sr. no	Particulars	31-Mar-21		31-Mar-20	
A	Cash flow from operating activities				
	Profit/(Loss) before tax		(849.14)		(1,450.94)
	Adjustments for:				
	Finance cost	-	-	-	-
	Exceptional Items	838.90	-	-	-
	OCI Adjustments	-	-	-	-
			838.90		-
	Operating profits before working capital changes		(10.23)		(1,450.94)
	<u>Adjustments for changes in:</u>				
	(Increase)/ Decrease in Trade receivables	(2,627.16)		(589.30)	
	(Increase)/ Decrease in Inventories	-		3,295.32	
	Increase/ (Decrease) in Trade payables	307.10		0.18	
	(Increase)/ Decrease in other non current asset				
	(Increase)/ Decrease in other current asset				
	Increase/(Decrease) in Current Liabilities and Provision	(0.89)		(1.07)	
			(2,320.95)		2,756.12
	Cash generated from operations		(2,331.18)		1,305.18
	Income Taxes paid		-		-
	Net cash inflow/(outflow) from operating activities		(2,331.18)		1,305.18
B	Cash flow from investing activities				
	Purchase / Sale of Investments	2,532.74		(1,406.73)	
	(Increase)/ Decrease in Loans and Advances	16,393.78		-	
	Interest received	-		-	
	Net cash outflow from investing activities		18,926.51		(1,406.73)
C	Cash Flow from Financing activities				
	Increase/(Decrease) in Short term/ long term borrowings	(16,600.00)		-	
	Interest paid	-		-	
	Net cash inflow/(outflow) from Financing activities		(16,600.00)		-
	Net Increase/(Decrease) in Cash and Cash Equivalents		(4.67)		(101.55)
	Cash and cash equivalents at the beginning of the financial year		9.93		111.49
	Cash and cash equivalents at the end of the financial year		5.26		9.93
	Cash and cash equivalents comprise of:				
	Cash in Hand		3.53		7.97
	Bank Balances (Current Accounts)		1.73		1.97
			5.26		9.93

Notes: The above Cash Flow Statement has been prepared under the 'Indirect Method' set out in Indian Accounting Standard

1 (Ind AS) - 7 on Cash Flows.

2 Prior year comparatives have been reclassified to conform with current year's presentation, where applicable.

3 Figures in brackets represent outflows of cash and cash equivalents

The notes are an integral part of these financial statements.

For Tejas Nadkarni & Associates

Firm Reg.No :135197W

Chartered Accountants

Sd/-

Tejas Nadkarni (Proprietor)

Membership No.122993

UDIN: 21122993AAAAEU7776

Place: Mumbai | Date: June 30, 2021

for and on behalf of the Board of Directors of

EMPOWER INDIA LIMITED

Sd/-

Zulfeqar Khan

Managing Director

DIN : 00020477

Sd/-

Pankaj Mishra

Chairman

DIN : 07999390

Place: Mumbai | Date: June 30, 2021

Sd/-

Rajgopalan Iyengar

CFO and Director

DIN : 00016496

Sd/-

Prachi Jain

CS & Compliance officers

EMPOWER INDIA LIMITED

(All amounts in INR lakhs, unless otherwise stated)

Standalone Statement of Changes in Equity for the year ended March 31, 2021**A. Equity Share Capital**

Particulars	Number	Amount
Balance at the end of the year 31 March 2020	1,16,37,98,560	11,637.99
Changes in equity share capital during the F.Y. 2020-21	-	-
Balance at the end of the year 31 March 2021	1,16,37,98,560	11,637.99

B. Other Equity

Particulars	Reserves & Surplus				Other Comprehensive Income	Total other equity
	Securities premium reserve	Capital Reserve	General Reserve	Retained Earning		
Balance at the end of the reporting period 31 March 2019	27,527.62	193.96	0.25	(5,484.11)	-	22,237.72
Profit for the financial year 2019-20				(1,450.94)	(5,790.14)	(7,241.08)
Balance at the end of the reporting period 31 March 2020	27,527.62	193.96	0.25	(6,935.05)	(5,790.14)	14,996.64
Profit for the financial year 2020-21				(849.14)		(849.14)
Balance at the end of the reporting period 31 March 2021	27,527.62	193.96	0.25	(7,784.19)	(5,790.14)	14,147.50

Corporate information and significant accounting policies

1&2

The notes are an integral part of these financial statements.

For Tejas Nadkarni & Associates

Firm Reg.No :135197W

Chartered Accountants

Sd/-

Tejas Nadkarni

Membership No.122993

(Proprietor)

UDIN: 21U2993AAAAEU7776

Place: Mumbai

Date: June 30, 2021

for and on behalf of the Board of Directors of
EMPOWER INDIA LIMITED

Sd/-

Zulfeqar Khan

MD

DIN : 00020477

Sd/-

Prachi Jain

CS & Compliance Officer

Place: Mumbai

Date: June 30, 2021

Sd/-

Rajgopalan Iyengar

CFO and Director

DIN : 00016496

Sd/-

Pankaj Mishra

Chairman

DIN : 07999390

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2021		As at 31 March 2020	
	Number of shares	Amount	Number of shares	Amount
3 Investments				
Investment in equity instruments (fully paid up)				
Non trade investments (Un-quoted) - Measured at cost				
Emporis Project Ltd.	20,69,235	0.00	20,69,235	0.00
Aadhaar Ventures India Ltd.	6,23,00,000	0.00	6,23,00,000	0.00
Speciality Papers Ltd.	1,79,74,084	68.30	1,79,74,084	68.30
Investment in equity instruments (fully paid up) - in Subsidiary entities - Unquoted, measured at cost				
Empower TradEX Pvt Ltd	60,000	6.00	60,000	6.00
Empower Bollywood Pvt Ltd	3,50,000	0.00	3,50,000	0.00
Less: Provision for diminution in value of investment				
Other trade investments (Un-quoted - measured at fair value through profit and loss)				
Aahvan Agencies Ltd.	45,000	506.25	45,000	506.25
Andura Infracore Pvt Ltd.	50,000	475.00	50,000	475.00
Aspect Developers Pvt Ltd.	8,25,000	825.00	8,25,000	825.00
Bansal Diamonds Pvt. Ltd.	1,47,000	150.00	1,47,000	150.00
Brand Impression Pvt. Ltd.	50,000	197.92	50,000	197.92
Center Dealers Pvt Ltd	70,000	140.00	70,000	140.00
Citygold Education Research Limited	41,700	500.40	41,700	500.40
Dewal Engineering Pvt Ltd	50	0.30	50	0.30
Dhanvarsha Tradelink Pvt Ltd	7,500	0.00	7,500	0.00
DNL ENGINEERS PVT LTD	1,00,000	50.00	1,00,000	50.00
Empire India MultiTrade PL	40,000	202.00	40,000	202.00
Empire ME FZE		0.00		0.00
Ethos Elite Garments Pvt Ltd	5,000	25.00	5,000	25.00
Fern Infrastructure Private Limited	41,700	500.40	41,700	500.40
Focus Infra Realtor Pvt Ltd	9,000	0.00	9,000	0.00
G C B Securities Pvt Ltd	63,500	30.00	63,500	30.00
G L Construction Pvt. Ltd.	46,500	139.50	46,500	139.50
Goyal Gums Pvt Ltd.	1,50,000	120.35	1,50,000	120.35
Greeksoft Inst of Finance Market Pvt Ltd	6,000	0.00	6,000	0.00
Heer Multitrade Pvt. Ltd.	4,00,000	200.00	4,00,000	200.00
Jasmine Steel Trading Ltd	20,250	81.00	20,250	81.00
Jaymala Infrastructure Pvt Ltd.	1,00,000	500.00	1,00,000	500.00
Jhankar Banquets Pvt. Ltd.	25,000	200.00	25,000	200.00
Jharkhand Mega Food Park Pvt.Ltd.	42,98,333	1,289.50	42,98,333	1,289.50
Jhaveri Trading Investment Pvt Ltd.	27,500	275.00	27,500	275.00
J S Motor Finance Ltd	50,000	50.00	50,000	50.00
Jugdumbey Mercantile Pvt Ltd.	10,000	50.00	10,000	50.00
JVS FOODS PVT. LTD.	1,00,000	100.00	1,00,000	100.00
Kalapurna Steel & Engineering P.L.	4,00,000	1,080.00	4,00,000	1,080.00
KPR Chemicals Pvt Ltd	1,28,50,000	1,285.00	1,28,50,000	1,285.00
Lahoti Exports Pvt Ltd.	40,000	17.00	40,000	17.00
Lantech Pharmaceuticals Ltd	1,00,00,000	1,000.00	1,00,00,000	1,000.00
Lunkad Properties Pvt Ltd	1,02,000	255.00	1,02,000	255.00
Mainstream Commosale Pvt Ltd	10,000	0.00	10,000	0.00

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

Malhotra Rubbers Ltd	35,000	105.00	35,000	105.00
Manlife Trading Pvt Ltd.	23,750	95.00	23,750	95.00
Maruthi Plastic Packaging Chennai Pvt Ltd	10,000	101.00	10,000	101.00
Merchant Agrimart India Pvt Ltd	2,00,000	50.00	2,00,000	50.00
Mico Plast Industries Pvt Ltd	40,050	100.50	40,050	100.50
Midway Tradelink Pvt Ltd	15,500	0.00	15,500	0.00
Mimosa Enterprises Pvt Ltd.	50,000	0.00	50,000	0.00
Moneymart Consultants Pvt Ltd.	15,000	30.00	15,000	30.00
More Information Technology P.L.	34,500	42.29	34,500	42.29
Nathella Sampath Jewellery Pvt Ltd	8,37,000	1,464.75	8,37,000	1,464.75
Opal Metpack India Pvt Ltd.	33,500	67.00	33,500	67.00
Osia Realty Pvt Ltd	0	0.00	0	0.00
Par Investment Ltd	0	0.00	0	0.00
Par Investment Ltd	0	0.00	0	0.00
Populace Estate Pvt Ltd	25,00,000	250.00	25,00,000	250.00
Posh Electronics Pvt Ltd	20,000	2.00	20,000	2.00
Pranet Mercantile Pvt. Ltd	4,00,000	200.00	4,00,000	200.00
Prateek Bulls & Bears P. L.	1,00,000	200.00	1,00,000	200.00
Prestige Feed Mills Limited	3,35,000	335.00	3,35,000	335.00
Quality Products Marketing Pvt Ltd	30,000	19.00	30,000	19.00
Rewant Investment Pvt Ltd	0	0.00	0	0.00
Ruia Alloys Trade P.L.	1,20,000	60.00	1,20,000	60.00
Seth Steelage Pvt Ltd.	32,500	130.00	32,500	130.00
S G I Tech Fab Pvt. Ltd.	10,000	20.00	10,000	20.00
Shamaru Construction Pvt Ltd	15,000	30.00	15,000	30.00
Sheil Mercantile Pvt. Ltd.	2,00,000	100.00	2,00,000	100.00
Sheetal Infotech Pvt Ltd	70,000	350.00	70,000	350.00
Shipa Poly Pack Pvt Ltd	60,000	60.00	60,000	60.00
Shree Sidhaabali Ispat Ltd	34,000	85.00	34,000	85.00
Shubham Civil Projects Pvt Ltd.	10,000	26.74	10,000	26.74
Signet Industries Ltd	2,50,000	0.00	2,50,000	0.00
Sinewave Biomass Power Pvt Ltd.	3,00,000	300.00	3,00,000	300.00
Sky Event Management Pvt Ltd	1,00,000	250.00	1,00,000	250.00
Ssk Trading Pvt Ltd.	2,50,000	250.00	2,50,000	250.00
SSV Fabs Industries (India) Pvt. Ltd.	87,500	175.00	87,500	175.00
Subi Intermediate P.L.	25,000	10.00	25,000	10.00
Suman Electric Udyog Pvt. Ltd.	37,500	150.00	37,500	150.00
Star Jewellery Pvt Ltd	11,60,000	290.00	11,60,000	290.00
Vansh Diamonds Pvt Ltd.	80,000	171.43	80,000	171.43
Vimal Papers Pvt. Ltd.	15,000	75.00	15,000	75.00
Visionary Financial Cons Pvt Ltd	50,000	25.68	50,000	25.68
Vision Steel P.L.	8,750	35.00	8,750	35.00
V K Creations Pvt Ltd	5,000	50.00	5,000	50.00
Yes Equities Pvt Ltd	87,500	0.00	87,500	0.00
Aasu Exim Pvt Limited	1,00,000	82.61	1,00,000	82.61
Amirashmi Finstock Pvt Ltd.	50,000	50.00	50,000	50.00
AMS Trading And Invest Pvt. Ltd.	38,750	155.00	38,750	155.00
Arya Re Rolling Mills India Pvt Ltd	6,00,000	180.00	6,00,000	180.00
Blue Peacock Secu. Pvt Ltd	87,500	0.00	87,500	150.00
Dev Chemicals & Pharmaceuticals P.L.	7,500	75.00	7,500	75.00
Fast Finance Pvt Ltd.	3,000	30.00	3,000	30.00

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

Goldenlife Financial Service P.L.	3,000	12.00	3,000	12.00
Keshva Engineering Pvt Ltd.	25,000	12.50	25,000	12.50
Kudos Agroholds Ltd	32,500	130.00	32,500	130.00
Namah Infrastructure Pvt Ltd	2,00,000	118.46	2,00,000	118.46
Sanghavi Realty Pvt. Ltd.	50,000	105.00	50,000	105.00
Shashwat Realty Developers P.L.	1,00,000	32.76	1,00,000	32.76
S P Textworld Pvt. Ltd.	35,000	35.00	35,000	35.00
SSMN Properties P L.	7,500	75.00	7,500	75.00
Task Hadraulik P.L.	21,000	10.50	21,000	10.50
Trade India Agrovet Pvt Ltd	2,00,000	25.71	2,00,000	25.71
VHM Apparels Pvt Ltd	2,00,000	40.00	2,00,000	40.00
Shares Application Money		2,481.36		5,703.00
Total Non-current Investments		19,675.21		23,046.85

Particulars	As at 31 March 2021	As at 31 March 2020
4 Loans		
<i>Secured, considered good</i>		
Loans and advances		-
Total	-	-

Particulars	As at 31 March 2021	As at 31 March 2020
5		
Unsecured, measured at fair value		
Trade advances	5,702.16	6,009.40
Total	5,702.16	6,009.40

Particulars	As at 31 March 2021	As at 31 March 2020
6 Other non-current assets		
Prepaid income tax	103.01	103.01
VAT refundable	54.03	54.03
Total	157.04	157.04

Particulars	As at 31 March 2021	As at 31 March 2020
7		
Inventories, measured at cost or net-realizable value whichever is lower		
Stock-in-trade (in respect of goods acquired for trading)	517.36	517.36
Total	517.36	517.36

Particulars	As at 31 March 2021	As at 31 March 2020
8 Trade receivables, measured at amortized cost		
Un-secured, considered good	-	-
Doubtful.		
Provision for doubtful debts		
Total	-	-

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2021	As at 31 March 2020
9 Cash and cash equivalents		
Cash on hand	3.53	7.97
Balances with banks		
- in current accounts	1.73	1.97
	5.26	9.93

Particulars**Other financial assets****Unsecured, considered good (measured at amortized cost)**

Lease deposit -related party (refer note below)

The Company has entered an operating lease contract for one year having renewal every year and the said deposit carries nil interest and payable on demand.

10 Particulars	As at 31 March 2021	As at 31 March 2020
Loans, Unsecured and considered good measured at realisable value		
Loan to third parties		16,393.76
Deposit given	8.38	8.38
Total	8.38	16,402.14

Particulars**As at
31 March 2021****As at
31 March 2020**

11 Other current financial assets, measured at amortized cost		
Staff advance		-
Other Advances	0.14	
Total	0.14	-

Particulars**Disposal group - held for sale****Assets and liabilities of the disposal group held for sale**

Office Premises 302

Office Premises 304

Office Premises 404

Office Premises 405

Assets held for sale

Capital creditors

Liabilities held for sale

As at reporting date, the disposal group has been stated at cost and comprises the following assets and liabilities. Management believes that the fair value less costs to sell is higher than their carrying value.

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

Particulars	As at 31 March 2021	As at 31 March 2020
12 Equity		
Authorised capital		
125,00,00,000 equity shares of Re. 1/- each	12,500.00	12,500.00
Issued, subscribed and paid-up		
116,37,98,560 (31 March 2018 :116,37,98,560) equity Shares of Rs. 1/- each fully paid up	11,637.99	11,637.99
	11,637.99	11,637.99

Notes:**a) Equity shareholders holding more than 5 percent shares in the Company:**

Name of the shareholder	As at 31 March 2021		As at 31 March 2020	
	No. of shares	%	No. of shares	%
Wellman Tradelinks Private Limited	28195400	2.42	68195400	5.86
Gilani Infra Private Limited	-	-	71,972,500	6.18%
Shriram Credit Company Limited	52028339	4.47	67101287	5.77%

b) Reconciliation of the number of shares outstanding at the beginning and at the end of the year is as given below:

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of shares	Amount (INR lakhs)	No. of shares	Amount (INR lakhs)
Number of equity shares outstanding at the beginning of the year	1,163,798,560	11,637.99	1,163,798,560	11,637.99
Number of equity shares issued during the year				
Number of equity shares outstanding at the end of the year	1,163,798,560	11,637.99	1,163,798,560	11,637.99

Particulars	As at 31 March 2021	As at 31 March 2020
13 Other Equity		
(i) General reserve		
Opening	0.25	0.25
Addition/(Deletion)		
Closing	0.25	0.25
(ii) Share premium reserve		
Opening balance	27,527.62	27,527.62
Addition/(Deletion)		-
Closing	27,527.62	27,527.62

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

(iii) Capital reserve		
Opening balance	193.96	193.96
Addition/(Deletion) due to write off Goodwill during consolidation	0	0
Closing	193.96	193.96
(iv) Retained Earnings		
Surplus/(Deficit) in the statement of profit and loss		
Opening balance	-6,935.05	(5,484.11)
Add: Other changes during the year		
Add: Profit for the year	-849.14	-1,450.94
	(7,784.18)	(6,935.05)
(v) Other Comprehensive Income		
Opening balance		-
Add: Adjusted through OCI	-5,790.14	-5,790.14
Add: Current year adjustment to Profit and Loss Account		0
	(5,790.14)	(5,790.14)
(vi) Non Controlling Interest		
Opening balance	0.00	0.00
Add: Current year adjustment to Profit and Loss Account	0	0.00
	0.00	0.00
	14,147.50	14,996.64

Particulars	As at	As at
	31 March 2021	31 March 2020
14 Borrowings		
Secured loan	-	16,600.00
UnSecured loan	-	0.00
	0.00	16,600.00

Terms of secured loan:

The above loan is secured and carries interest rate of 12% pa and interest payable on quarterly basis. The said loan is repayable on demand.

Particulars	As at	As at
	31 March 2021	31 March 2020
15 Trade payables		
Dues to Micro, Small and Medium Enterprises	-	0.00
Others	268.02	2,895.18
	268.02	2,895.18

The Company has not received any memorandum (as required to be filed by the Supplier with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as on 31st March 20__ as Micro, Small or Medium Enterprises. Consequently the amount paid / payable to these parties during the year as at March 31, 2021: Nil (March 31 2020: Nil)

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

Particulars	As at 31 March 2021	As at 31 March 2020
16 Other current liabilities		
Statutory dues payable *	8.93	9.81
	8.93	9.81

* The provision of all known liabilities is adequate and not in excess of the amount reasonably necessary.

Particulars	As at 31 March 2021	As at 31 March 2020
Provisions - Current		
Expenses	-	0.00
	0.00	0.00

17 Particulars	As at 31 March 2021	As at 31 March 2020
Current Tax Liabilities (Net)		
Provision for Wealth Tax		
Provision for Income Tax	1.01	1.01
	1.01	1.01

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
18 Revenue from operations		
a) Income from trading of IT products and peripherals	-	-
b) Other Operating Income	-	-
	-	-

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
19 Other income		
Interest Received on loans given	-	-
Sundry Balance W/back	-	-
Other Income	-	-
	-	-

Particulars	For the yearended31 March 2021	For the year ended 31 March 2020
20 Purchases of Trading Goods:		
(a) IT Products and peripherals	-	-
(b) Manpower Service	-	-
	-	-

Particulars	For the yearended31 March 2021	For the year ended 31 March 2020
21		
Opening stock	-	517.36
Closing stock	-	517.36
	-	-

Particulars	For the yearended 31 March 2021	For the year ended 31 March 2020
22 Employee benefits expense		
Salary	3.41	8.61
Staff welfare expenses and bonus	0.35	0.66
	3.76	9.27

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
23 Finance cost		
Bank Charges	0.02	0.12
Interest on late payment	-	-
Interest on other loan	-	-
	0.02	0.12
24 Depreciation expense		
Depreciation expense	-	-
	-	-
25 Other expenses		
a) Auditors Remuneration	0.30	0.30
b) Communication Expenses	0.18	0.30
c) Convayance, Vehical& Travelling Charges	0.21	0.24
d) Postage & Courier Charges	0.03	0.05
e) Professional and Other Charges	0.19	3.42
f) Office Expenses	0.08	0.19
g) Computer Expenses	-	0.05
h) Printing and Stationery	0.16	0.20
i) Rates,Rent and Taxes	0.06	0.66
j) Interest on Late Payment of taxes	0.12	0.39
k) Advertising Expenses	-	0.61
l) Repairs & Maintenance Expenses	-	0.06
m) Electricity Charges	0.25	0.49
n) ROC Listing Fees & Filling Fees	4.85	5.33
o) Provident Fund of Employers	-	12.24
p) Agm Meeting	-	0.08
q) Other Expenses	0.03	0.17
r) Sundry Balance W/O	-	-
s) Donation	-	1.00
	6.45	25.79
26 Exceptional Items		
Amount Written off / write back	(838.90)	378.30
Provision for Expected Credit Loss	-	-
Provision for Diminution in value of Investment	-	1,037.47
	(838.90)	1,415.77

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)***27 Income tax**

Income tax expense in the statement of profit and loss consists of:

Statement of profit or loss

	For the year ended	
	March 31, 2021	March 31, 2020
Current income tax:		
In respect of the current period	-	-
Deferred tax		
In respect of the current period	-	-
Income tax expense reported in the statement of profit or loss	-	-
Income tax recognised in other comprehensive income		
- Deferred tax arising on income and expense recognised in other comprehensive income	-	-
Total	-	-

The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

	For the year ended	
	March 31, 2021	March 31, 2019
Profit before tax	(849.14)	(1,450.94)
Enacted income tax rate in India	34.61%	34.61%
Computed expected tax expense	-	-
Effect of:		
Tax (credit) / paid as per book profit		
Expenses disallowed for tax purpose		
Others		
Total income tax expense	-	-

Components of deferred tax assets and liabilities**On account of fixed assets:**

Opening deferred tax liability	2.10	2.10
Movement during the year	-	-
Closing deferred tax liability	2.10	2.10

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)***27 Contingent liabilities and commitments**

Particulars	As at 31 March 2021	As at 31 March 2020
Contingent liabilities		
Income tax demand & disputes pending before appellate authorities (refer note below)	0.00	0.00
Auditors' remuneration excluding applicable tax		

28

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
As auditor		
- Audit Fees	0.30	0.30
	0.30	0.30

29 Earnings per share

The following table sets forth the computation of basic and diluted earnings per share :

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Net profit for the year attributable to equity shareholders	(849.14)	(1,450.94)
Weighted average number of equity shares of Rs 1 each used for calculation of basic earnings per share (adjusted for partly paid shares)	1,163,798,560	1,163,798,560
Earnings per share, basic and diluted*	-0.0730	-0.1247

*The Company has no potentially dilutive equity shares

Related party transaction**30****(i) Names of related parties and description of relationship:****a) Subsidiary**

Empower E Ventures LLP
Empower TradEX Pvt Ltd
Empower Bollywood Pvt Ltd

b) Directors and Key management personnel

Rajgopalan Iyenger-Director and Chief Financial Officer
Zulfeqar Mohammad Khan- Managing Director
Pankaj Mishra-Director
Rani Challayesteru - Director
Jyoti Chandrajeet Jaiswar- Director
Prachi Jain – Company Secretary and Compliance officer

c) Entities controlled or jointly controlled by KMP of the company

Norvin Infrastructure Private Limited
Vaktratunda Ventures Private Limited
Acme Realty Developers Private Limited

Related party transactions:**(ii)**

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Outstanding Balance (payable)		
Norvin Infrastructure Private Limited	-	-
Vaktratunda Ventures Private Limited	-	-
Outstanding Balance (receivable)		
Acme Realty Developers Private Limited	1.23	1.23
	1.23	1.23

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)***31 Financial instruments**

The carrying value and fair value of financial instruments by categories are as below:

Financial assets	Carrying value	
	March 31, 2021	March 31, 2020
Fair value through profit and loss		
Investment in equity shares (*)	19,669.21	23,040.85
Amortised cost		
Loans and advances (^)	-	-
Trade receivable (^)	-	-
Cash and cash equivalents (^)	5.26	9.93
Unsecured Loan given to third party (^)	8.38	16,402.14
Total assets	19,682.86	45,210.94
Financial liabilities		
Amortised cost		
Borrowings (^)	-	16,600.00
Trade and other payables (^)	268.02	2,895.18
Total liabilities	268.02	20,086.49

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

(*) The fair value of these investment in equity shares are calculated based on discounted cash flow approach for unquoted market instruments which are classified as level III fair value hierarchy.

(^) The carrying value of these accounts are considered to be the same as their fair value, due to their short term nature. Accordingly, these are classified as level 3 of fair value hierarchy.

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)***32 Financial risk management**

The Company has exposure to following risks arising from financial instruments-

- credit risk
- market risk
- liquidity risk

(a) Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

(b) Credit risk

Credit risk is the risk that counter party will not meet its obligations under a financial instruments or customer contract leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) from its financing activities including deposits with banks and investment in quoted and un-quoted equity instruments.

i) Trade and other receivables:

Credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored.

The impairment analysis is performed at each reporting date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogeneous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company does not hold collateral as security.

Expected credit loss (ECL) assessment for corporate customers as at 31 March 2020 and 31 March 2021

The Company allocates each exposure to a credit risk grade based on a variety of data that is determined to be predictive of the risk of loss (including but not limited to past payment history, security by way of deposits, external ratings, audited financial statements, management accounts and cash flow projections and available press information about customers) and applying experienced credit judgement.

ii) Other financial assets and deposits with banks:

Credit risk on cash and cash equivalent is limited as (including bank balances, fixed deposits and margin money with banks) the Company generally transacts with banks with high credit ratings assigned by international and domestic credit rating agencies.

(c) Market Risk**Equity price risk**

The Company is exposed to equity price risk from investments in equity securities measured at fair value through profit and loss. The Management monitors the proportion of equity securities in its investment portfolio based on market indices and based on company performance for un-equity instruments. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the Board of Directors. Further, major investments in un-quoted equity instruments are strategic in nature and hence invested for long-term purpose.

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)***Interest rate risk**

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to its short term borrowings in nature of working capital loans, which carry floating interest rates. Accordingly, the Company's risk of changes in interest rates relates primarily to the Company's debt obligations with floating interest rates.

(d) Liquidity Risk

Liquidity is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing the liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that the cash and cash equivalents is sufficient to meet its current requirements. Accordingly no liquidity risk is perceived.

Exposure to liquidity risk

The table below details the Company's remaining contractual maturity for its non-derivative financial liabilities. The contractual cash flows reflect the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Carrying value	Contractual cash flows			
		Total	On demand	< 1 Yr	>1 Yr
31 March 2021					
Borrowings	-	-	-	-	-
Trade and other payables	268.02	268.02		268.02	268.02
Other financial liabilities					
	268.02	268.02	-	268.02	-
31 March 2020					
Borrowings	16,602.01	16,602.01		16,602.01	
Trade and other payables	3,484.48	3,484.48		3,484.48	-
Other financial liabilities					
	3,484.48	3,484.48	-	3,484.48	-

33 Capital management

The Company's objective is to maintain a strong capital base to ensure sustained growth in business and to maximize the shareholders value. The Capital Management focusses to maintain an optimal structure that balances growth and maximizes shareholder value.

The Company's adjusted net debt to equity ratio is analyzed as follows:

Particulars	31 March 2021	31 March 2020
Total equity (A)	25,785.49	26,634.62
Total borrowings (B)	-	16,600.00
Total capital (C)= (A) +(B)	25,785.49	43,234.62
Total loans and borrowings as a percentage of total capital (B/C)	0.00%	38.40%
Total equity as a percentage of total capital (A/C)	100.00%	61.60%

EMPOWER INDIA LIMITED**Notes to the Standalone financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

34 The company has availed the facility from M/s IL & FS Financial Services Ltd during F.Y. 2017-2018 and the same was advanced to Sikar Bikaner Highway Limited and ITNL Road Infrastructure Development Company Limited (a subsidiary of IL & FS Transportation Networks Limited) vide agreement dated 31/03/2018. In June 2018, the problems in IL & FS Group surfaced as a result Sikar Bikaner Highway Limited and ITNL Road Infrastructure Development Company Limited were unable to service its obligations. In light of the above developments the complete transaction was restructured as under:

The obligation of ITNL Road Infrastructure Development Company Limited was taken over IL & FS Transportation Networks Limited vide assignment deed dated 07/09/2018 which was further transferred to Srinagar Sonamarg Tunnelway Limited (a subsidiary of IL & FS Transportation Limited) vide assignment deed dated 22/09/2018.

The insolvency proceedings have been initiated against the IL & FS group. Pursuant to the Order passed by Hon'ble National Company Law Tribunal the IL & FS Group are under moratorium. The claim by IL & FS Financial Services Limited is being contested by the Company before Hon'ble National Company Law Tribunal.

As the claim of IL & FS Financial Services Limited and the company's claim against Sikar Bikaner Highway Limited and Srinagar Sonamarg Tunnelway Limited are dependent upon the outcome of the proceedings before Hon'ble National Company Law Tribunal, the necessary treatment shall be given to the transactions on the outcome of the proceedings.

Consolidated Financials
(FY 2020-21)

INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS,
EMPOWER INDIA LIMITED**

Report on the Consolidated Financial Statements

1. We have audited the accompanying consolidated financial statements of **EMPOWER INDIA LIMITED** ("hereinafter referred to as the Holding Company") and its subsidiaries, together referred to as "the Group" to the attached consolidated financial statements, which comprise of Consolidated Balance Sheet as at 31st March, 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of changes in equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the Consolidated Financial Statements").

Management's Responsibility for the Consolidated Financial Statements

2. The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of changes in equity and the Consolidated Statement of Cash Flows of the group in accordance with accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The Holding company's Board of directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of Consolidated Financial Statements. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

3. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.
4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal financial control relevant to the holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2021, and their consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of changes in equity and the Consolidated Statement of Cash Flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

9. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law maintained by the Holding Company, its subsidiaries including relevant records relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and records of the Holding Company and the reports of the other auditors in respect of entities audited by them.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of changes in equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the books of account maintained by the Holding Company, its subsidiaries including relevant records relating to preparation of the consolidated financial statements as it appears from our examination of those books and records of the Holding Company and the reports of the other auditors in respect of entities audited by them.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the other auditors in respect of entities audited by them, none of the directors of the Group companies is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our Opinion and to the best of our information and according to the explanations given to us:
- A) The consolidated financial statements disclose the impact, of pending litigations as at 31st March, 2019 on the consolidated financial position of the Group.
 - B) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - C) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its Subsidiary Company during the year ended 31st March, 2021.

For M/s Tejas Nadkarni & Associates
Chartered Accountants
(Firm's Registration No. 135197W)

Sd/-
Tejas Nadkarni
(Proprietor)
(Membership No. 122993)

Place: Mumbai
Date: June 30, 2021

UDIN: 21122993AAAAEV5959

Annexure A to Independent Auditor's Report

Referred to in paragraph 10(f) of the Independent's Auditor's Report of even date to the members of Empower India Limited on the consolidated financial statements for the year ended 31st March, 2021.

Report on the Internal Financial Controls under Clause (i) of sub – section 3 of Section 143 of the Act:

1. In conjunction with our audit of the consolidated financial statements of the company as of and for the year ended 31st March, 2021, we have audited the internal financial controls over financial reporting of Empower India Limited (hereinafter referred to as "the Holding Company") and its subsidiaries companies as of 31st March, 2021.

Management's Responsibility for Internal Financial Controls:

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

Auditor's Responsibility:

3. Our responsibility is to express an opinion on the Group'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 deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those standards and 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 materials respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained and the reports of the other auditors in respect of entities audited by them, 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:

6. 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 controls over financial reporting includes those policies and procedures that,

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

Inherent Limitations of Internal Financial Controls over Financial Reporting:

7. 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 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:

8. In our opinion, the Holding Company, its subsidiaries companies, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India, as it appears from our examination of the books and records of the Holding Company and reports of the other auditors in respect of the other auditors in respect of entities audited by them.

**For M/s Tejas Nadkarni & Associates
Chartered Accountants
(Firm's Registration No. 135197W)**

**Sd/-
Tejas Nadkarni
(Proprietor)
(Membership No. 122993)**

**Place: Mumbai
Date: June 30, 2021**

UDIN: 21122993AAAAEV5959

EMPOWER INDIA LIMITED*(All amounts in INR lakhs, unless otherwise stated)***Consolidated Balance Sheet as at March 31, 2021**

Particulars	Note	As at 31 March 2021	As at 31 March 2020
ASSETS			
Non-current assets			
Financial assets			
i) Investments	3	19,669.21	23,040.85
ii) Loans	4	-	-
iii) Other financial assets	5	5,703.95	6,011.19
Other non-current assets	6	157.04	157.04
		25,530.20	29,209.08
Current assets			
Inventories	7	517.36	517.36
Financial assets			
Trade receivable	8	-	-
Cash and cash equivalents	9	6.76	11.45
Loans	10	8.38	16,402.14
Other current assets	11	20.14	-
		552.64	16,930.95
		26,082.84	46,140.03
EQUITY & LIABILITIES			
Equity			
Equity share capital	12	11,637.99	11,637.99
Other equity	13	14,236.02	15,065.99
		25,874.01	26,703.98
LIABILITIES			
Non-current liabilities			
Deferred tax liabilities (Net)	27	2.10	2.10
		2.10	2.10
Current liabilities			
Financial liabilities			
Borrowings	14	1.00	16,600.00
Trade payables	15	195.79	2,823.13
Other current liabilities	16	8.93	9.81
Provisions	17	1.01	1.01
		206.73	19,433.95
		26,082.84	46,140.03
		0.01	(0.00)
Corporate information and significant accounting policies	1 & 2		

The notes referred to above form an integral part of financial statements

As per our report of even date attached

For Tejas Nadkarni & Associates**Firm Reg.No :135197W****Chartered Accountants****Sd/-****Tejas Nadkarni****Membership No.122993****(Proprietor)****UDIN:21122993AAAAEV5959**

Place: Mumbai

Date: June 30, 2021

*for and on behalf of the Board of Directors of***EMPOWER INDIA LIMITED****Sd/-****Zulfeqar Khan**

Managing Director

DIN : 00020477

Sd/-**Pankaj Mishra**

Chairman

DIN : 07999390

Place: Mumbai

Date: June 30, 2021

Sd/-**Rajgopalan Iyengar**

CFO and Director

DIN : 00016496

Sd/-**Prachi Jain**

CS & Compliance Officer

EMPOWER INDIA LIMITED*(All amounts in INR lakhs, unless otherwise stated)***Consolidated Statement of Profit and Loss for the year ended March 31, 2021**

	Note	For the Year ended 31 March 2021	For the Year ended 31 March 2020
Income			
Revenue from operations	18	-	5.59
Other income	19	-	-
Total Income		-	5.59
Expenses			
Purchases of Goods and Services	20	-	-
Changes in inventories of goods	21	-	-
Employee benefit expense	22	3.76	9.27
Finance costs	23	0.02	0.12
Depreciation and amortisation	24	-	-
Other expenses	25	6.47	25.82
Total expenses		10.25	35.20
Profit before tax and exceptional items		(10.25)	(29.61)
Less: Exceptional Items	26	(754.30)	1,312.97
Profit before tax		(764.55)	(1,342.58)
Tax expense:	27		
Income Tax - current year		-	-
Deferred tax charge/ (credit)		-	-
Profit (Loss) for the period from continuing operations		(764.55)	(1,342.58)
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss (net of tax)		-	-
(ii) Items that will be reclassified to profit or loss (net of tax)		-	-
Total Comprehensive Income for the period and Other Comprehensive Income		(764.55)	(1,342.58)
Earning per share (equity shares, par value Rs 1 each)			
Basic	29	(0.0657)	(0.1154)

Corporate information and significant accounting policies

1&2

The notes are an integral part of these financial statements

For Tejas Nadkarni & Associates**Firm Reg.No :135197W****Chartered Accountants****Sd/-****Tejas Nadkarni****Membership No.122993****(Proprietor)****UDIN:21122993AAAAEV5959**

Place: Mumbai

Date: June 30, 2021

for and on behalf of the Board of Directors**EMPOWER INDIA LIMITED****Sd/-****Zulfeqar Khan**

Managing Director

DIN : 00020477

Sd/-**Pankaj Mishra**

Chairman

DIN : 07999390

Sd/-**Ragopalan Iyengar**

CFO and Director

DIN : 00016496

Sd/-**Prachi Jain**

CS & Compliance Officer

Place: Mumbai

Date: June 30, 2021

EMPOWER INDIA LIMITED**Consolidated Cash Flow Statement for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

Sr.no	Particulars	31-Mar-21		31-Mar-20	
A	Cash flow from operating activities				
	Profit/(Loss) before tax		(764.55)		(1,342.58)
	Adjustments for:				
	Finance cost	-	-	-	-
	Exceptional Items	754.30	-	-	-
	Adjustment for Non Controlling Stake / Goodwill	(65.41)	-	(4.23)	-
			688.89		(4.23)
	Operating profits before working capital changes		(75.65)		(1,346.81)
	Adjustments for changes in:				
	(Increase)/ Decrease in Trade receivables	-	-	50.99	-
	(Increase)/ Decrease in Inventories	-	-	-	-
	Increase/ (Decrease) in Trade payables	(2,542.74)	-	(589.93)	-
	(Increase)/ Decrease in other non current asset	-	-	3,271.03	-
	(Increase)/ Decrease in other current asset	287.10	-	25.96	-
	Increase/(Decrease) in Current Liabilities and Provision	(0.89)	-	(1.26)	-
			(2,256.53)		2,756.78
	Cash generated from operations		(2,332.18)		1,409.97
	Income Taxes paid		-		-
	Net cash inflow/(outflow) from operating activities		(2,332.18)		1,409.97
B	Cash flow from investing activities				
	Purchase / Sale of Investments	2,532.74	-	(1,507.51)	-
	(Increase)/ Decrease in Loans and Advances	16,393.76	-	-	-
	Interest received	-	-	-	-
	Net cash outflow from investing activities		18,926.49		(1,507.51)
C	Cash Flow from Financing activities				
	Increase/(Decrease) in Short term/ long term borrowings	(16,599.00)	-	(4.04)	-
	Interest paid	-	-	4.23	-
	Net cash inflow/(outflow) from Financing activities		(16,599.00)		0.19
	Net Increase/(Decrease) in Cash and Cash Equivalents		(4.69)		(97.35)
	Cash and cash equivalents at the beginning of the financial year		11.45		113.03
	Cash and cash equivalents at the end of the financial year		6.76		15.68
	Cash and cash equivalents comprise of:				
	Cash in Hand		4.81		9.26
	Bank Balances (Current Accounts)		1.95		2.19
			6.76		11.45

Notes The above Cash Flow Statement has been prepared under the 'Indirect Method' set out in Indian Accounting Standard

1 (Ind AS) - 7 on Cash Flows.

2 Prior year comparatives have been reclassified to conform with current year's presentation, where applicable.

3 Figures in brackets represent outflows of cash and cash equivalents

The notes are an integral part of these financial statements.

For Tejas Nadkarni & Associates

Firm Reg.No :135197W

Chartered Accountants

Sd/-

Tejas Nadkarni

Membership No.122993

(Proprietor)

UDIN: 21122993AAAAEV5959

Place: Mumbai

Date: June 30, 2021

for and on behalf of the Board of Directors of

EMPOWER INDIA LIMITED

Sd/-

Zulfeqar Khan

Managing Director

DIN : 00020477

Sd/-

Pankaj Mishra

Chairman

DIN : 07999390

Sd/-

Rajgopalan Iyengar

CFO and Director

DIN : 00016496

Sd/-

Prachi Jain

CS & Compliance Officer

Place: Mumbai

Date: June 30, 2021

EMPOWER INDIA LIMITED

(All amounts in INR lakhs, unless otherwise stated)

Consolidated Statement of Changes in Equity for the year ended March 31, 2021**A. Equity Share Capital**

Particulars	Number	Amount
Balance at the end of the year 31 March 2020	1,163,798,560	11,637.99
Changes in equity share capital during the F.Y. 2020-21	-	-
Balance at the end of the year 31 March 2021	1,163,798,560	11,637.99

B. Other Equity

Particulars	Reserves & Surplus				Other Comprehensive Income	Total other equity
	Securities premium reserve	Capital Reserve	General Reserve	Retained Earning		
Balance at the end of the reporting period 31 March 2019	27,527.62	193.96	0.25	(5,522.33)	-	22,199.50
Profit for the financial year 2019-20				(1,342.58)	(5,790.14)	(7132.72)
Balance at the end of the reporting period 31 March 2020	27,527.62	193.96	0.25	(6,864.91)	(5,790.14)	15,066.77
Profit for the financial year 2020-21				(764.55)		(764.55)
Balance at the end of the reporting period 31 March 2021	27,527.62	193.96	0.25	(7,629.47)	(5,790.14)	14,302.22

Corporate information and significant accounting policies

1&2

The notes are an integral part of these financial statements.

For Tejas Nadkarni & Associates
Firm Reg.No :135197W
Chartered Accountants

for and on behalf of the Board of Directors of
EMPOWER INDIA LIMITED

Sd/-
Tejas Nadkarni
Membership No.122993
(Proprietor)

UDIN:21122993AAAAEV5959

Place: Mumbai
Date: June 30, 2021

Sd/-
Zulfeqar Khan
MD
DIN : 00020477

Sd/-
Prachi jain
CS & Compliance Officer
Place: Mumbai
Date: June 30, 2021

Sd/-
Rajgopalan Iyengar
CFO and Director
DIN : 00016496

Sd/-
Pankaj Mishra
Chairman
DIN : 07999390

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2021		As at 31 March 2020	
	Number of shares	Amount	Number of shares	Amount
3 Investments				
Investment in equity instruments (fully paid up)				
Non trade investments (Un-quoted) - Measured at cost				
Emporis Project Ltd.	2,069,235	0.00	2,069,235	0.00
Aadhaar Ventures India Ltd.	62,300,000	0.00	62,300,000	0.00
Speciality Papers Ltd.	17,974,084	68.30	17,974,084	68.30
Investment in equity instruments (fully paid up) - in Subsidiary entities - Unquoted, measured at cost				
Empower TradEX Pvt Ltd	60,000	0.00	60,000	0.00
Empower Bollywood Pvt Ltd	350,000	0.00	350,000	0.00
Less: Provision for diminution in value of investment				
Other trade investments (Un-quoted - measured at fair value through profit and loss)				
Aahvan Agencies Ltd.	45,000	506.25	45,000	506.25
Andura Infracore Pvt Ltd.	50,000	475.00	50,000	475.00
Aspect Developers Pvt Ltd.	825,000	825.00	825,000	825.00
Bansal Diamonds Pvt. Ltd.	147,000	150.00	147,000	150.00
Brand Impression Pvt. Ltd.	50,000	197.92	50,000	197.92
Center Dealers Pvt Ltd	70,000	140.00	70,000	140.00
Citygold Education Research Limited	41,700	500.40	41,700	500.40
Dewal Engineering Pvt Ltd	50	0.30	50	0.30
Dhanvarsha Tradelink Pvt Ltd	7,500	0.00	7,500	0.00
DNL ENGINEERS PVT LTD	100,000	50.00	100,000	50.00
Empire India MultiTrade PL	40,000	202.00	40,000	202.00
Empire ME FZE		0.00		0.00
Ethos Elite Garments Pvt Ltd	5,000	25.00	5,000	25.00
Fern Infrastructure Private Limited	41,700	500.40	41,700	500.40
Focus Infra Realtor Pvt Ltd	9,000	0.00	9,000	0.00
G C B Securities Pvt Ltd	63,500	30.00	63,500	30.00
G L Construction Pvt. Ltd.	46,500	139.50	46,500	139.50
Goyal Gums Pvt Ltd.	150,000	120.35	150,000	120.35
Greeksoft Inst of Finance Market Pvt Ltd	6,000	0.00	6,000	0.00
Heer Multitrade Pvt. Ltd.	400,000	200.00	400,000	200.00
Jasmine Steel Trading Ltd	20,250	81.00	20,250	81.00
Jaymala Infrastructure Pvt Ltd.	100,000	500.00	100,000	500.00
Jhankar Banquets Pvt. Ltd.	25,000	200.00	25,000	200.00
Jharkhand Mega Food Park Pvt.Ltd.	4,298,333	1,289.50	4,298,333	1,289.50
Jhaveri Trading Investment Pvt Ltd.	27,500	275.00	27,500	275.00
J S Motor Finance Ltd	50,000	50.00	50,000	50.00
Jugdumbey Mercantile Pvt Ltd.	10,000	50.00	10,000	50.00
JVS FOODS PVT. LTD.	100,000	100.00	100,000	100.00
Kalapurna Steel & Engineering P.L.	400,000	1,080.00	400,000	1,080.00
KPR Chemicals Pvt Ltd	12,850,000	1,285.00	12,850,000	1,285.00
Lahoti Exports Pvt Ltd.	40,000	17.00	40,000	17.00
Lantech Pharmaceuticals Ltd	10,000,000	1,000.00	10,000,000	1,000.00
Lunkad Properties Pvt Ltd	102,000	255.00	102,000	255.00
Mainstream Commosale Pvt Ltd	10,000	0.00	10,000	0.00
Malhotra Rubbers Ltd	35,000	105.00	35,000	105.00
Manlife Trading Pvt Ltd.	23,750	95.00	23,750	95.00
Maruthi Plastic Packaging Chennai Pvt Ltd	10,000	101.00	10,000	101.00
Merchant Agrimart India Pvt Ltd	200,000	50.00	200,000	50.00

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

Mico Plast Industries Pvt Ltd	40,050	100.50	40,050	100.50
Midway Tradelink Pvt Ltd	15,500	0.00	15,500	0.00
Mimosa Enterprises Pvt Ltd.	50,000	0.00	50,000	0.00
Money mart Consultants Pvt Ltd.	15,000	30.00	15,000	30.00
More Information Technology P.L.	34,500	42.29	34,500	42.29
Nathella Sampath Jewellery Pvt Ltd	837,000	1,464.75	837,000	1,464.75
Opal Metpack India Pvt Ltd.	33,500	67.00	33,500	67.00
Osia Realty Pvt Ltd	0	0.00	0	0.00
Par Investment Ltd	0	0.00	0	0.00
Par Investment Ltd	0	0.00	0	0.00
Populace Estate Pvt Ltd	2,500,000	250.00	2,500,000	250.00
Posh Electronics Pvt Ltd	20,000	2.00	20,000	2.00
Pranet Mercantile Pvt. Ltd	400,000	200.00	400,000	200.00
Prateek Bulls & Bears P. L.	100,000	200.00	100,000	200.00
Prestige Feed Mills Limited	335,000	335.00	335,000	335.00
Quality Products Marketing Pvt Ltd	30,000	19.00	30,000	19.00
Rewant Investment Pvt Ltd	0	0.00	0	0.00
Ruia Alloys Trade P.L.	120,000	60.00	120,000	60.00
Seth Steelage Pvt Ltd.	32,500	130.00	32,500	130.00
S G I Tech Fab Pvt. Ltd.	10,000	20.00	10,000	20.00
Shamaru Construction Pvt Ltd	15,000	30.00	15,000	30.00
Sheil Mercantile Pvt. Ltd.	200,000	100.00	200,000	100.00
Sheetal Infotech Pvt Ltd	70,000	350.00	70,000	350.00
Shipa Poly Pack Pvt Ltd	60,000	60.00	60,000	60.00
Shree Sidhaabali Ispat Ltd	34,000	85.00	34,000	85.00
Shubham Civil Projects Pvt Ltd.	10,000	26.74	10,000	26.74
Signet Industries Ltd	250,000	0.00	250,000	0.00
Sinewave Biomass Power Pvt Ltd.	300,000	300.00	300,000	300.00
Sky Event Management Pvt Ltd	100,000	250.00	100,000	250.00
Ssk Trading Pvt Ltd.	250,000	250.00	250,000	250.00
SSV Fabs Industries (India) Pvt. Ltd.	87,500	175.00	87,500	175.00
Subi Intermediate P.L.	25,000	10.00	25,000	10.00
Suman Electric Udyog Pvt. Ltd.	37,500	150.00	37,500	150.00
Star Jewellery Pvt Ltd	11,60,000	290.00	11,60,000	290.00
Vansh Diamonds Pvt Ltd.	80,000	171.43	80,000	171.43
Vimal Papers Pvt. Ltd.	15,000	75.00	15,000	75.00
Visionary Financial Cons Pvt Ltd	50,000	25.68	50,000	25.68
Vision Steel P.L.	8,750	35.00	8,750	35.00
V K Creations Pvt Ltd	5,000	50.00	5,000	50.00
Yes Equities Pvt Ltd	87,500	0.00	87,500	0.00
Aasu Exim Pvt Limited	100,000	82.61	100,000	82.61
Amirashmi Finstock Pvt Ltd.	50,000	50.00	50,000	50.00
AMS Trading And Invest Pvt. Ltd.	38,750	155.00	38,750	155.00
Arya Re Rolling Mills India Pvt Ltd	600,000	180.00	600,000	180.00
Blue Peacock Secu. Pvt Ltd	87,500	0.00	87,500	150.00
Dev Chemicals & Pharmaceuticals P.L.	7,500	75.00	7,500	75.00
Fast Finance Pvt Ltd.	3,000	30.00	3,000	30.00
Goldenlife Financial Service P.L.	3,000	12.00	3,000	12.00
Keshva Engineering Pvt Ltd.	25,000	12.50	25,000	12.50
Kudos Agroholts Ltd	32,500	130.00	32,500	130.00
Namah Infrastructure Pvt Ltd	200,000	118.46	200,000	118.46
Sanghavi Realty Pvt. Ltd.	50,000	105.00	50,000	105.00
Shashwat Realty Developers P.L.	100,000	32.76	100,000	32.76
S P Textworld Pvt. Ltd.	35,000	35.00	35,000	35.00

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

SSMN Properties P L.	7,500	75.00	7,500	75.00
Task Hadraulik P.L.	21,000	10.50	21,000	10.50
Trade India Agrovat Pvt Ltd	200,000	25.71	200,000	25.71
VHM Apparels Pvt Ltd	200,000	40.00	200,000	40.00
Shares Application Money		<u>2,481.36</u>		<u>5,703.00</u>
Total Non-current Investments		<u>19,669.21</u>		<u>23,040.85</u>

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2021	As at 31 March 2020
4 Loans		
<i>Secured, considered good</i>		
Loans and advances	-	-
	-	-
5 Particulars	As at 31 March 2021	As at 31 March 2020
Unsecured, measured at fair value		
Trade advances	5,703.95	6,011.19
	5,703.95	6,011.19
Particulars	As at 31 March 2021	As at 31 March 2020
6 Other non-current assets		
Prepaid income tax	103.01	103.01
VAT refundable	54.03	54.03
Total	157.04	157.04
Particulars	As at 31 March 2021	As at 31 March 2020
7 Inventories, measured at cost or net-realizable value which ever is lower		
Stock-in-trade (in respect of goods acquired for trading)	517.36	517.36
	517.36	517.36
Particulars	As at 31 March 2021	As at 31 March 2020
8 Trade receivables, measured at amortized cost		
Un-secured, considered good	-	-
Doubtful, Provision for doubtful debts	-	-
	-	-
Particulars	As at 31 March 2021	As at 31 March 2020
9 Cash and cash equivalents		
Cash on hand	4.81	9.26
Balances with banks		
- in current accounts	1.95	2.19
	6.76	11.45
Particulars		
Other financial assets		
Unsecured, considered good (measured at amortized cost)		
Lease deposit -related party (refer note below)		
The Company has entered an operating lease contract for one year having renewal every year and the said deposit carries nil interest and payable on demand.		
10 Particulars	As at 31 March 2021	As at 31 March 2020
Loans, Unsecured and considered good measured at realisable value		
Loan to third parties	-	16,393.76
Deposit given	8.38	8.38
	8.38	16,402.14

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021**

(All amounts in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2021	As at 31 March 2020
11 Other current financial assets, measured at amortized cost		
Staff advance		-
Other Advances	20.14	
Total	20.14	-

Particulars**Disposal group - held for sale****Assets and liabilities of the disposal group held for sale**

Office Premises 302

Office Premises 304

Office Premises 404

Office Premises 405

Assets held for sale

Capital creditors

Liabilities held for sale

As at reporting date, the disposal group has been stated at cost and comprises the following assets and liabilities. Management believes that the fair value less costs to sell is higher than their carrying value.

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

Particulars	As at 31 March 2021	As at 31 March 2020
12 Equity		
Authorised capital		
125,00,00,000 equity shares of Re. 1/- each	12,500.00	12,500.00
Issued, subscribed and paid-up		
116,37,98,560 (31 March 2018 :116,37,98,560,) equity Shares of Rs. 1/- each fully paid up	11,637.99	11,637.99
	11,637.99	11,637.99

Notes:**a) Equity shareholders holding more than 5 percent shares in the Company:**

Name of the shareholder	As at 31 March 2021		As at 31 March 2020	
	No. of shares	%	No. of shares	%
Wellman Tradelinks Private Limited	28195400	2.42	68195400	5.86
Gilani Infra Private Limited	-	-	71,972,500	6.18%
Shriram Credit Company Limited	52028339	4.47	67101287	5.77%

b) Reconciliation of the number of shares outstanding at the beginning and at the end of the year is as given below:

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of shares	Amount (INR lakhs)	No. of shares	Amount (INR lakhs)
Number of equity shares outstanding at the beginning of the year	1,163,798,560	11,637.99	1,163,798,560	11,637.99
Number of equity shares issued during the year				
Number of equity shares outstanding at the end of the year	1,163,798,560	11,637.99	1,163,798,560	11,637.99

Particulars	As at 31 March 2021	As at 31 March 2020
13 Other Equity		
(i) General reserve		
Opening	0.25	0.25
Addition/(Deletion)		
Closing	0.25	0.25
(ii) Share premium reserve		
Opening balance	27,527.62	27,527.62
Addition/(Deletion)		-
Closing	27,527.62	27,527.62

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

(iii) Capital reserve		
Opening balance	193.96	193.96
Addition/(Deletion) due to write off Goodwill during consolidation	-65.41	0
Closing	128.55	193.96
(iv) Retained Earnings		
Surplus/(Deficit) in the statement of profit & loss		
Opening balance	-6,864.92	(5,522.33)
Add: Other changes during the year		
Add: Profit for the year	-764.55	-1,342.59
	(7,629.47)	(6,864.92)
(v) Other Comprehensive Income		
Opening balance	-	-
Add: Adjusted through OCI	-5,790.14	-5,790.14
Add: Current year adjustment to Profit and Loss Account		0
	(5,790.14)	(5,790.14)
(vi) Non Controlling Interest		
Opening balance	-0.78	3.45
Add: Current year adjustment to Profit and Loss Account	0	-4.23
	-0.78	-0.78
	14,236.02	15,065.99

Particulars	As at 31 March 2021	As at 31 March 2020
14 Borrowings		
Secured loan	-	16,600.00
UnSecured loan	1.00	0.00
	1.00	16,600.00

Terms of secured loan:

The above loan is secured and carries interest rate of 12% pa and interest payable on quarterly basis. The said loan is repayable on demand.

Particulars	As at 31 March 2021	As at 31 March 2020
15 Trade payables		
Dues to Micro, Small and Medium Enterprises	-	0.00
Others	195.79	2,823.13
	195.79	2,823.13

The Company has not received any memorandum (as required to be filed by the Supplier with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as on 31st March 20__ as Micro, Small or Medium Enterprises. Consequently, the amount paid / payable to these parties during the year as at March 31, 2021: Nil (March 31 2020: Nil)

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

Particulars	As at 31 March 2021	As at 31 March 2020
16 Other current liabilities		
Statutory dues payable *	8.93	9.81
	8.93	9.81

* The provision of all known liabilities is adequate and not in excess of the amount reasonably necessary.

Particulars	As at 31 March 2021	As at 31 March 2020
Provisions - Current		
Expenses	-	0.00
	0.00	0.00

Particulars	As at 31 March 2021	As at 31 March 2020
17 Current Tax Liabilities (Net)		
Provision for Wealth Tax		
Provision for Income Tax	1.01	1.01
	1.01	1.01

Particulars	As at 31 March 2021	As at 31 March 2020
18 Revenue from operations		
a) Income from trading of IT products and peripherals	-	-
b) Other Operating Income	-	1.36
c) Adjustment for Non Controlling Interest	-	4.23
	-	5.59

Particulars	As at 31 March 2021	As at 31 March 2020
-------------	------------------------	------------------------

Particulars	As at 31 March 2021	As at 31 March 2020
19 Other income		
Interest Received on loans given	-	-
Sundry Balance W/back	-	-
Other Income	-	-

Particulars	As at 31 March 2021	As at 31 March 2020
20 Purchases of Trading Goods:		
(a) IT Products and peripherals		
(b) Manpower Service		

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

21 Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Opening stock		517.36
Closing stock	-	517.36
Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
22 Employee benefits expense		
Salary	3.41	8.61
Staff welfare expenses and bonus	0.35	0.66
	3.76	9.27
Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
23 Finance cost		
Bank Charges	0.02	0.12
Interest on late payment	-	-
Interest on other loan	-	-
	0.02	0.12
Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
24 Depreciation expense		
Depreciation expense	-	-
Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
25 Other expenses		
a) Auditors Remuneration	0.30	0.33
b) Communication Expenses	0.18	0.30
c) Conveyance, Vehical & Travelling Charges	0.21	0.24
d) Postage & Courier Charges	0.03	0.05
e) Professional and Other Charges	0.19	3.42
f) Office Expenses	0.08	0.19
g) Computer Expenses	-	0.05
h) Printing and Stationery	0.16	0.20
i) Rates,Rent and Taxes	0.06	0.66
j) Interest on Late Payment of taxes	0.12	0.39
k) Advertising Expenses	-	0.61
l) Repairs & Maintenance Expenses	-	0.06
m) Electricity Charges	0.25	0.49
n) ROC Listing Fees & Filling Fees	4.85	5.33
o) Provident Fund of Employers	-	12.24
p) Agm Meeting	-	0.08
q) Other Expenses	0.05	0.17
r) Sundry Balance W/O	-	-
s) Donation	-	1.00
	6.47	25.82
Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
26 Exceptional Items		
Amount Written off / write back	(754.30)	378.30
Provision for Expected Credit Loss	-	-
Provision for Diminution in value of Investment	-	934.67
	(754.30)	1,312.97
27 Income tax		
Income tax expense in the statement of profit and loss consists of:		

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)***Statement of profit or loss**

	For the year ended	
	March 31, 2021	March 31, 2020

Current income tax:

In respect of the current period

- -

Deferred tax

In respect of the current period

- -

Income tax expense reported in the statement of profit or loss

- -

Income tax recognised in other comprehensive income

- Deferred tax arising on income and expense recognised in other comprehensive income

- -

Total

- -

The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

	For the year ended	
	March 31, 2021	March 31, 2019

Profit before tax

(764.55) (1,342.58)

Enacted income tax rate in India

34.61% 34.61%

Computed expected tax expense

- -

Effect of:

Tax (credit) / paid as per book profit

Expenses disallowed for tax purpose

Others

Total income tax expense

- -

Components of deferred tax assets and liabilities**On account of fixed assets:**

Opening deferred tax liability

2.10 2.10

Movement during the year

- -

Closing deferred tax liability

2.10 2.10

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)***31 Financial instruments**

The carrying value and fair value of financial instruments by categories are as below:

	Carrying value	
	March 31, 2021	March 31, 2020
Financial assets		
Fair value through profit and loss		
Investment in equity shares (*)	19,669.21	23,040.85
Amortized cost		
Loans and advances (^)	-	-
Trade receivable (^)	-	-
Cash and cash equivalents (^)	6.76	11.45
Unsecured Loan given to third party (^)	8.38	16,402.14
Total assets	19,684.36	45,210.94
Financial liabilities		
Amortised cost		
Borrowings (^)	1.00	16,600.00
Trade and other payables (^)	195.79	2,823.13
Total liabilities	196.79	20,086.49

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

(*) The fair value of these investment in equity shares are calculated based on discounted cash flow approach for un-quoted market instruments which are classified as level III fair value hierarchy.

(^) The carrying value of these accounts are considered to be the same as their fair value, due to their short term nature. Accordingly, these are classified as level 3 of fair value hierarchy.

32 Financial risk management

The Company has exposure to following risks arising from financial instruments-

- credit risk
- market risk
- liquidity risk

(a) Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

(b) Credit risk

Credit risk is the risk that counter party will not meet its obligations under a financial instruments or customer contract leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) from its financing activities including deposits with banks and investment in quoted and un-quoted equity instruments.

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)***i) Trade and other receivables:**

Credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored.

The impairment analysis is performed at each reporting date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogeneous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company does not hold collateral as security.

Expected credit loss (ECL) assessment for corporate customers as at 31 March 2019 and 31 March 2021

The Company allocates each exposure to a credit risk grade based on a variety of data that is determined to be predictive of the risk of loss (including but not limited to past payment history, security by way of deposits, external ratings, audited financial statements, management accounts and cash flow projections and available press information about customers) and applying experienced credit judgement.

ii) Other financial assets and deposits with banks:

Credit risk on cash and cash equivalent is limited as (including bank balances, fixed deposits and margin money with banks) the Company generally transacts with banks with high credit ratings assigned by international and domestic credit rating agencies.

(c) Market Risk**Equity price risk**

The Company is exposed to equity price risk from investments in equity securities measured at fair value through profit and loss. The Management monitors the proportion of equity securities in its investment portfolio based on market indices and based on company performance for un-equity instruments. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the Board of Directors. Further, major investments in un-quoted equity instruments are strategic in nature and hence invested for long-term purpose.

Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to its short term borrowings in nature of working capital loans, which carry floating interest rates. Accordingly, the Company's risk of changes in interest rates relates primarily to the Company's debt obligations with floating interest rates.

(d) Liquidity Risk

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that the cash and cash equivalents is sufficient to meet its current requirements. Accordingly no liquidity risk is perceived.

Exposure to liquidity risk

The table below details the Company's remaining contractual maturity for its non-derivative financial liabilities. The contractual cash flows reflect the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

EMPOWER INDIA LIMITED**Notes to the Consolidated financial statements for the year ended March 31, 2021***(All amounts in INR lakhs, unless otherwise stated)*

Particulars	Carrying value	Contractual cash flows			
		Total	On demand	< 1 Yr	>1 Yr
31 March 2021					
Borrowings	1.00	1.00		1.00	
Trade and other payables	195.79	195.79		195.79	-
Other financial liabilities					
	195.79	195.79	-	195.79	-
31 March 2020					
Borrowings	16,602.01	16,602.01		16,602.01	
Trade and other payables	3,484.48	3,484.48		3,484.48	-
Other financial liabilities					
	3,484.48	3,484.48	-	3,484.48	-

33 Capital management

The Company's objective is to maintain a strong capital base to ensure sustained growth in business and to maximise the shareholders value. The Capital Management focusses to maintain an optimal structure that balances growth and maximizes shareholder value.

The Company's adjusted net debt to equity ratio is analysed as follows:

Particulars	31 March 2021	31 March 2020
Total equity (A)	25,874.01	26,703.98
Total borrowings (B)	1.00	16,600.00
Total capital (C)= (A) +(B)	25,875.01	43,303.98

Total loans and borrowings as a percentage of total capital (B/C)

0.00%

38.33%

Total equity as a percentage of total capital (A/C)

100.00%

61.67%

- 34** The company has availed the facility from M/s IL & FS Financial Services Ltd during F.Y. 2017-2018 and the same was advanced to Sikar Bikaner Highway Limited and ITNL Road Infrastructure Development Company Limited (a subsidiary of IL & FS Transportation Networks Limited) vide agreement dated 31/03/2018. In June 2018, the problems in IL & FS Group surfaced as a result Sikar Bikaner Highway Limited and ITNL Road Infrastructure Development Company Limited were unable to service its obligations. In light of the above developments the complete transaction was restructured as under:

The obligation of ITNL Road Infrastructure Development Company Limited was taken over IL & FS Transportation Networks Limited vide assignment deed dated 07/09/2018 which was further transferred to Srinagar Sonamarg Tunnelway Limited (a subsidiary of IL & FS Transportation Limited) vide assignment deed dated 22/09/2018.

The insolvency proceedings have been initiated against the IL & FS group. Pursuant to the Order passed by Hon'ble National Company Law Tribunal the IL & FS Group are under moratorium. The claim by IL & FS Financial Services Limited is being contested by the Company before Hon'ble National Company Law Tribunal.

As the claim of IL & FS Financial Services Limited and the company's claim against Sikar Bikaner Highway Limited and Srinagar Sonamarg Tunnelway Limited are dependent upon the outcome of the proceedings before Hon'ble National Company Law Tribunal, the necessary treatment shall be given to the transactions on the outcome of the proceedings.

ATTENDANCE SLIP

EMPOWER INDIA LIMITED
(CIN: L51900MH1981PLC023931)Regd. Off.: 25/25A, 2ndFloor, Nawab Building, 327, D.N. Road, Fort, Mumbai- 400001.Phone: 022-22045055, 22045044, Email: info@empowerindia.in;Web: www.empowerindia.in

DP ID No.*:	Folio. No.:
Client ID No.*:	No. of Shares held:

*Applicable for investors holding shares in electronic form

Name and address of the Shareholder(s)/Proxy holder:

I / We hereby record my/our presence at the 39thAnnual General Meeting of the Company to be held on Thursday, September 30, 2021 at 09.30 a.m. at Sammelan Hall, A101, Samarth Complex, Jawahar Nagar, Goregaon (West), Mumbai – 400 104.

Member's / Proxy's
Signature**Note:**

(Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand over at the entrance of the Meeting Hall)

PROXY FORM
EMPOWER INDIA LIMITED

(CIN: L51900MH1981PLC023931)

Regd. Off.: 25/25A, 2nd Floor, Nawab Building, 327, D.N. Road, Fort, Mumbai- 400001.

Phone: 022- 22045055, 22045044,

Email: info@empowerindia.in; Web: www.empowerindia.in

Name of the Member(s):		
Registered Address:		
Folio No./Client Id:		DP Id :

I/We, being the member(s) of _____ shares of Empower India Limited, hereby appoint:

1. Name _____ Address _____
Email Id:- _____ Signature _____ or failing him;
2. Name _____ Address _____
Email Id:- _____ Signature _____ or failing him;
3. Name _____ Address _____
Email Id:- _____ Signature _____ or failing him;

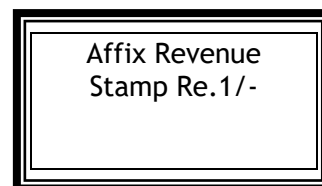
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual General Meeting of the Company, to be held on Thursday, September 30, 2021, at 09.30 a.m. Sammelan Hall, A101, Samarth Complex, Jawahar Nagar, Goregaon (West), Mumbai – 400 104, and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	List of Resolutions	For	Against
ORDINARY BUSINESS:			
1	To receive, consider and adopt the audited Standalone as well as Consolidated financial statements for the Financial Year ended March 31, 2021 and the Reports of the Directors and Auditors thereon.		
2	To re-appoint Mr. Pankaj Mishra (DIN: 07999390), who retires by rotation and being eligible, offers himself for re-appointment.		

Signed this _____ day of _____, 2021

Signature of Shareholder(s) _____

Signature of Proxy holder(s) _____



Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and notes, please refer to the Notice of the 39th Annual General Meeting.
3. Put a 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Book Post:

Empower India Limited

25/25A, II Floor, 327, Nawab Blg., D. N.

Road, Opp. Thomas Cook, Mumbai – 400 001