



Reg. Off.: 19/22 & 27/30, Madhu Estate, Pandurang Budhkar Marg, Worli, Mumbai 400 013. Corporate Identity Number: L17110MH1987PLC045575

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FORM DPT – 1

CIRCULAR OR CIRCULAR IN THE FORM OF ADVERTISEMENT INVITING DEPOSITING

[Pursuant to section 73 (2) (a) and section 76 and rule 4(1) and 4 (2) of the Companies (Acceptance of Deposits) Rules, 2014]

The circular or circular in the form of advertisement shall contain the following:

1. GENERAL INFORMATION

(a) Name of the Company :- DAMODAR INDUSTRIES LIMITED (b) Date of incorporation of the company :- 11th December, 1987

(c) The business carried on by the Company & its Subsidiaries with details of branches or units, if any :- The Company is engaged in the business of manufacturing and processing of Cotton yarn and Fancy yarn.

The Company has its Head office at Mumbai and factory at Silvassa.
OFFICE: The Company has office at:-

Mumbai :- 19/22 & 27/30, Madhu Estate, Pandurang Budhkar Marg, Worli, Mumbai- 400013 WORKS :- The Company's manufacturing units are situated at:-
Dadra (U. T.) :- Survey No. 265/10/1, 2, 3, Demni Road, Dadra Village, Silvassa – 396 230 Daman (U. T.) :- Plot No. 165/67/68, Dabhel Ind. Co.-Op. Soc., Dabhel, Nani Daman – 396210
Amravati :- T-26, Add. Textile Park (MDC Amravati), Amravati, Maharashtra- 444605

The Company has no subsidiaries.

(d) Brief particulars of the managements of the company, The company is managed by the Managing Director and Whole-Time Director's, subject to the supervision, direction and control of the board of Directors.

(e) Name, Occupation and Addresses of the Directors:

| Sl.No. | Name of Director | Address | DIN | Occupation |
|--------|--|--|----------|------------|
| (I) | Shri Arun Kumar Biyani (Chairman) | 1702, Sumer Trinity Tower-1, New Prabhadevi Road, Mumbai – 400 025 | 00016519 | Business |
| (ii) | Shri Ajay D. Biyani (Managing Director) | 1704, B-2, 17th Floor, Sumer Trinity, New Prabhadevi Road, Mumbai – 400 025 | 00014896 | Business |
| (iii) | Shri Anil D. Biyani (Executive Director) | 1804, B-2, 18th Floor, Sumer Trinity, New Prabhadevi Road, Mumbai – 400 025 | 00016554 | Business |
| (iv) | Shri Ketan K. Patel (Director) | Block No.5, Matru Ashish Chs, VP Road, Near Jain Santoshi Mata Mandir, Ansheri (W), Mumbai – 400 058 | 08607454 | Consultant |
| (V) | Shri Pankaj Srivastava (Director) | F3/19, Vasant Vihar-1, Kusum Pur, South West Delhi New Delhi-110057 | 06716582 | Consultant |
| (vi) | Smt. Mamta A Biyani (Director) | 604-B, Jeevan Vihar, Manav Mandir Road, Malabar Hill, Mumbai-400 006 | 01850136 | Business |

(f) Management's perception of risk factors:-

The deposit accepted by the company are unsecured and rank pari passu with other unsecured liabilities of the company.

(g) Details of default, including the amount involved, duration of default and present Status, in repayment of -

i) statutory dues :- NONE

ii) debentures and interest thereon :- NONE

iii) loan from any bank or financial institution and interest thereon :- NONE

2. PARTICULARS OF THE DEPOSIT SCHEME

a. Date of passing of Board Resolution:- July 31, 2020

b. Date of passing of resolution in the General Meeting:- September 18, 2020

c. Type of deposits:- UNSECURED DEPOSITS

d. (f) Amount which the company can raise by way of Deposits as per the Act and the rules made their under

| | |
|--|-------------------|
| Deposits Shareholders under Rule 3(4)(a) | Rs. 981.26 Lakhs |
| Other Deposits under Rule 3(4)(b) | Rs. 2453.17 Lakhs |
| Total | Rs. 3434.43 Lakhs |

(ii) The Aggregate of Deposit actually held on the last day of the immediately preceding financial year and on the date of issue of the circular or advertisement:

(a) As on March 31, 2020:- Rs. 2969.41 Lakhs

(b) As on March 10, 2021: Rs. 2602.07 Lakhs. (Date of Board Meeting in which this circular was approved)

(iii) Amount of Deposits repayable within the next Twelve months:- R s. 438.96 Lakhs

e. Terms of raising of deposits: Duration, Rate of interest, mode of payment and repayment;

SCHEME Quarterly Interest Payable

| Period (Months) | Minimum deposit * | Rate of Interest (p.a.) | Rate of Interest (p.a.) Senior Citizen / Employee of the Company/Shareholders |
|-----------------|-------------------|-------------------------|---|
| 12 | 20,000 | 8.50% | 9.00% |
| 24 | 20,000 | 9.00% | 9.50% |
| 36 | 20,000 | 9.50% | 10.00% |

*Additional amount acceptable in multiples of Rs. 1,000. The deposits shall also be subject to the terms and conditions as per the Application Form. Mode of Payment and Repayment :- Cheque / Demand Draft/RTGS/NEFT

f. Proposed time schedule mentioning the date of opening of the Scheme and the time period for which the circular or advertisement is valid;

Date of opening of the Scheme: - 12/03/2021.

The circular issued under this scheme is valid until the date of next AGM or until the expiry of the six months from the date of closure of Financial Year 2020-21 which is earlier

g. Reasons or objects of raising the deposits:- To meet the business requirements of the company

h. Credit rating obtained: Name of the Credit Rating Agencies Rating obtained:- CRISIL LIMITED.

Rating :- FB + / Stable Meaning of the rating obtained:- Stable

Date on which rating was obtained:- 08/03/2021

i. Short particulars of the charge created or to be created for securing such deposits, if any:- N.A.

j. Any financial or other material interest of the directors, promoters or key managerial personnel in such deposits and the effect of such interest in so far as it is different from the interests of other persons:-

3. DETAILS OF ANY OUTSTANDING DEPOSITS

a. Amount Outstanding : Rs. 2969.41 Lakhs (As on 31st March 2020)

b. Date of acceptance : Various Dates

c. Total amount accepted : Rs. 1632.38 Lakhs (During Financial Year 2019-20)

d. Rate of interest : 8.50%, 9.00% and 9.50% and 0.50% Extra for Senior Citizen, Shareholders and Employees of the Company

Total number of depositors : 642

f. Default, if any, in repayment of deposits and payment of interest thereon, if any, including number of depositors, amount and duration of default involved: None

g. Any waiver by the depositors, of interest accrued on deposits: No.

4. FINANCIAL POSITION OF THE COMPANY

a. Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of circular or advertisement:

| Year | Profit Before Tax (Rs in Lakhs) | Profit After Tax (Rs in Lakhs) |
|---------|---------------------------------|--------------------------------|
| 2017-18 | 1770.13 | 1171.17 |
| 2018-19 | 1232.34 | 836.55 |
| 2019-20 | (1116.48) | (693.99) |

b. Dividends declared by the company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid or interest paid).

| Year | Dividend on Equity Share% | Interest Coverage Ratio % |
|---------|---------------------------|---------------------------|
| 2017-18 | 30 | 2.61 |
| 2018-19 | 15 | 1.88 |
| 2019-20 | 0 | 0.67 |

c. A summary of the financial position of the company as in the three audited balance sheets immediately preceding the date of issue of circular or advertisement;

| (Rs. in Lakhs) | | | | (Rs. in Lakhs) | | | |
|--|------------------|------------------|------------------|--|------------------|------------------|------------------|
| EQUITY & LIABILITIES | As at 31.03.2020 | As at 31.03.2019 | As at 31.03.2018 | ASSETS | As at 31.03.2020 | As at 31.03.2019 | As at 31.03.2018 |
| Equity: | | | | Non Current Assets: | | | |
| Equity Share Capital | 1165.00 | 1112.58 | 1112.58 | Property, Plant and Equipment | 26207.53 | 25030.89 | 10562.70 |
| Other equity | 8647.68 | 9899.3 | 9439.62 | Capital Work-in-Progress | 152.12 | 1151.69 | 832.44 |
| Non-Current Liabilities: | | | | Intangible assets | 77.21 | 101.19 | 75.95 |
| Financial Liabilities | | | | Intangible Assets Under Development | | - | 20.00 |
| (I) Borrowings | 20249.70 | 19092.71 | 6216.73 | Financial Assets | | | |
| (ii) Other Financial Liabilities | - | - | - | (i) Other Non - Current Financial Assets | 164.53 | 124.30 | 74.44 |
| Provisions | - | - | - | Other Non- Current | 74.56 | 74.10 | |
| Deferred Tax Liabilities (net) | 44.077 | 752.35 | 610.66 | Current Assets: | | | |
| Other Non- Current Liabilities | - | - | 30.18 | Inventories | 10176.36 | 7502.62 | 4994.82 |
| Current Liabilities: | | | | Financial Assets | | | |
| Financial Liabilities | | | | (i) Investments | - | 0.04 | 0.04 |
| (I) Borrowings | 13644.311 | 13045.38 | 10048.73 | (ii) Trade Receivables | 9847.36 | 8434.38 | 9373.66 |
| (ii) Trade Payables | 3702.42 | 2222.51 | 1042.55 | (iii) Cash and Cash Equivalents | 41.43 | 183.35 | 425.98 |
| (iii) Other Financial Liabilities | 2271.50 | 1074.45 | 842.70 | (iv) Bank Balance Other Than Cash & Cash Equivalents | 31.47 | 34.08 | 25.83 |
| Other Current Liabilities & Provisions | 301.84 | 254.53 | 194.15 | (v) Loans | 36.36 | 34.87 | 49.54 |
| TOTAL EQUITY AND LIABILITIES | 50026.52 | 47453.81 | 29537.90 | (vi) Other Current Financial Assets | 48.92 | 337.77 | 112.08 |
| | | | | Current Tax Assets (Net) | 192.27 | 130.48 | 67.49 |
| | | | | Other Current Assets | 2976.40 | 4314.05 | 2922.93 |
| | | | | TOTAL ASSETS | 50026.52 | 47453.81 | 29537.90 |

d. Audited Cash Flow Statement for the three years immediately preceding the date of issue of circular or advertisement

| Particulars | 2020 | 2019 | 2018 |
|-------------------------------------|-----------|------------|-----------|
| Cash From Operating Activities | 2556.58 | 1023.46 | 1839.82 |
| Cash Flow From Investing Activities | (1766.74) | (15535.63) | (6969.67) |
| Cash Flow From Financing Activities | (1032.90) | 14301.24 | 5142.78 |

e. Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company: The Company adopted Indian Accounting Standard (IND AS) notified by Ministry of corporate Affairs w.e.f 01.04.2017.

5. A DECLARATION BY THE DIRECTORS THAT-

- the company has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act or payment of interest on such deposit. and where a default had occurred, the company made good the default and a period of five years had lapsed since the date of making good the default;
- the board of directors have satisfied themselves fully with respect to the affairs and prospects of the company and that they are of the opinion that having regard to the estimated future financial position of the company, the company will be able to meet its liabilities as and when they become due and that the company will not become insolvent within a period of one year from the date of issue of the circular or advertisement;
- the company has complied with the provisions of the Act and the rules made there under;
- the compliance with the Act and the rules does not imply that repayment of deposits is guaranteed by the Central Government;
- the deposits accepted by the company before the commencement of the Act have been repaid. or will be repaid along with interest as per due dates and until they are repaid, they shall be treated as unsecured and ranking pari passu with other unsecured liabilities).
- In case of any adverse change in credit rating, depositors will be given a chance to withdraw deposits without any penalty.
- the deposits shall be used only for the purposes indicated in the Circular or circular in the form of advertisement;
- the deposits accepted by the company (other than the secured deposits, if any, aggregate amount of which to be indicated) are unsecured and rank pari passu with other unsecured liabilities of the company.

6. DISCLAIMER -

It is to be distinctly understood that filing of circular or circular in the Form of advertisement with the Registrar should not in any way be deemed or construed that the same has been cleared or approved by the Registrar or Central Government. The Registrar or Central Government does not take any responsibility either for the financial soundness of any deposit scheme for which the deposit is being accepted or invited or for the correctness of the statements made or opinions expressed in the circular or circular in the Form of advertisement. The depositors should exercise due diligence before investing in the deposits schemes.

This Circular is issued on the authority and in the name of the Board of Directors of the Company, the text hereof has been approved by the Board of Directors at its meeting held on 10th March, 2021, and a copy thereof, signed by a majority of the Directors of the Company, has been filed with the Registrar of Companies, Maharashtra.

For Damodar Industries Limited

Sd/-

Arunkumar Biyani
(Chairman)

Place : Mumbai

Date : 10.03.2021

To,

The Board of Directors

DAMODAR INDUSTRIES LIMITED,

19/22 & 27/30 MADHU ESTATE, PANDURANG BUDHKAR MARG, WORLI, MUMBAI

Ref: Certificate annexed to Form DPT-1 pursuant to Rule 4 of the Companies (Acceptance of Deposits) Rules, 2014, as amended.

1. This certificate is issued on the request of Damodar Industries Limited, CIN-L17110MH1987PLC045575) (the "Company"), having Registered office 19/22 & 27/30, Madhu Estate, Pandurang Budhkar Marg, Worli, Mumbai – 400 13 has request us to issue a certificate in compliance of the Second proviso to Rule 4 of Companies (Acceptance of Deposits) Rules 2014 as amended (the "Rules").

2. As per the provisions of Rule 4 of the Rules, every Company intending to invite deposit from its members is required to issue a circular to all its members in Form DPT-1 attached with a certificate of the statutory auditor of the Company, stating that the Company has not committed default in the repayment of deposits or in the payment of interest on such deposits accepted either before or after the commencement of the Companies Act, 2013 (the "Act"). Further, in case a Company had committed a default in the repayment of deposits accepted either before or after the commencement of the Act or in the payment of interest on such deposits, a certificate of the statutory auditor of the Company is required to be attached to the Form DPT-1, stating that the Company had made good the default and a period of five years has lapsed since the date of making good the default as the case may be.

Management's Responsibility

3. The Management is responsible for the adherence with the relevant provisions of the Act read with the relevant Rules relating to the acceptance of deposits by the Company and particularly with respect to ensuring that there are no defaults in the repayment of deposits and payment of interest on such deposits accepted either before or after the commencement of the Act. This responsibility includes the design, implementation and maintenance of internal control relevant to the compliance of the second proviso to Rule 4 of the Rules

Auditor's Responsibility

3. Pursuant to the requirements of the second proviso to Rule 4 of the Rules, our responsibility is to certify that the Company has not committed default in the repayment of deposits or in the payment of interest on such deposits accepted either before or after the commencement of the Act. Further, it is our responsibility to certify that, in case a Company had committed a default in the repayment of deposits accepted either before or after the commencement of

4. the Act or in the payment of interest on such deposits, the Company had made good the default and a period of five years has lapsed since the date of making good the default as the case may be.

5. The above assurance is based on our verification of the unmodified Audit Reports, which stated the compliance with the provisions of the Companies Act, 2013 and the related Rules, as applicable, with respect to the acceptance of deposits. The said provisions of the Companies Act, 2013 and the related Rules, as applicable, give reference to the compliance certification provided by the Company that it has not defaulted in the repayment of deposits accepted whether before or after the commencement of the Act or payment of interest on such deposits.

6. We have relied on the above mentioned reports of the erstwhile auditors as regards:

a. examination of the Balance Sheet of the Company as at March 31, 2020 for each of the financial and the Statement of Profit and Loss for the years ended March 31, 2020.

b. the Balance Sheets and the Statements of Profit & Loss being in agreement with the books of account maintained by the Company;

c. obtaining all the information and explanations which were necessary for the purpose of the audit; d. proper books of accounts have been kept by the Company so far as appears from their examination of those books;

7. With respect to the financial year ended March 31, 2020, we have examined the books of account and other relevant records and documents maintained by the Company, the information and explanations provided to us by the Management and the audited financial statements of the Company for the year ended March 31, 2020, on which we have issued an unmodified opinion vide our report dated July 31, 2020. Our audit of these financial statements was conducted in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

8. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India and Standards on Auditing specified under Section 143(10) of the Act which includes the concept of test check and materiality. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

9. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Service Engagements.

Opinion

10. Based on our examination as above, and according to the information, explanations and representations provided to us by the Management of the Company, we hereby certify that the Company has not committed default in the repayment of deposits or in the payment of interest on such deposits accepted either before or after the commencement of the Act. Restriction on Use 11. This certificate has been issued at the request of the Company solely for the purpose of submission of our certificate along with the Form DPT-1 with Registrar of Companies pursuant to Rule 4 of the Companies (Acceptance of Deposits) Rules, 2014, as amended, and should not be used by any other person or for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For Swati Kanse & Co.
Chartered Accountants
Firm Registration No : 132689W
Sd/-
(Swati Kanse)
Proprietor

Place : Mumbai

Date : 10.03.2021

Membership No: 130690
UDIN : 21130690AAAAAP8194