

AIRFLOW EQUIPMENTS (INDIA) PRIVATE LIMITED

No. 9, Chelliamman Koil Street, Keelkattalai, Chennai – 600 117

CIN: U29309TN1998PTC041571

Mob: 044 2247 4784

Website: <http://airflow.co.in/>

email: airflow1998@hotmail.com

NOTICE OF THE 23rd ANNUAL GENERAL MEETING TO THE MEMBERS

Notice is hereby given that the 23rd Annual General Meeting of the Members of the Company will be held at Shorter Notice on the 30th September 2022 at 10.00 AM at the Registered Office of the Company to transact the following business as ordinary business:

1. To discuss, approve and adopt the audited accounts for the year ending 31st March 2022.
2. To discuss and adopt the Directors' Report.
3. To appoint Directors, if any who retire by rotation and are eligible for reappointment.
4. Any other matters relating to the affairs of the Company with the permission of the Chair.

Place: Chennai

Date: 19/09/2022

By Order of the Board

D Venkatesan
Director
DIN: 00232210

D Manikandan
Director
DIN: 00232275

NOTE

1. Shorter Notice consent has been received from all the Shareholders of the Company to convene the meeting at a Shorter Notice.
2. A Member entitled to attend and vote at the above Meeting is entitled to appoint a Proxy to attend and vote of himself and the Proxy need not be a Member. Proxies in order to be valid must be received by the Company at its Registered Office not less than 48 hours before the starting of the Meeting.

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BOARD'S REPORT

Your Directors have pleasure in presenting you the 23rd Annual Report of the Company for the financial year ending 31st March 2022.

1. **Financial Summary / Working Results / State of Affairs:** (amounts in Rs.Lakhs)

Particulars	Current Year	Previous Year
Revenue from Operations	13,749.38	12,183.30
Profit before Tax	499.66	353.58
Profit after Tax	219.43	367.34
Earnings Per Share (both Basic EPS and Diluted EPS)	Rs. 4.39	Rs. 7.35

The Company expects good growth prospects in the coming years.

2. **Directors:** The details of Directors as on 31.03.2022 are as under –

S. No.	Name	Date of Birth	Nationality	Date of Appointment	PAN	DIN
1.	D. Venkatesan	12/06/1965	Indian	14/12/1998	ACFPV9969G	00232210
2.	D. Manikandan	12/10/1980	Indian	18/08/2005	AHYPM6189M	00232275

3. **Board Meetings:** During the year under Report, your Board of Directors met 6 times as detailed below and held fruitful discussions relating to the Company's affairs. The Meetings have been held in accordance with the applicable provisions of the Companies Act, 2013, (hereinafter referred to as "the Act").

S No.	Date of Meeting	No of Directors on Date of Meeting	Number of Directors attended
1.	07-05-2021	2	2
2.	14-07-2021	2	2
3.	20-09-2021	2	2
4.	28-11-2021	2	2
5.	12-01-2022	2	2
6.	30-03-2022	2	2

4. **Audit of Accounts:**

- The accounts for the financial year ending on 31/03/2022 have been audited and will be placed before the Members of the Company in the 23rd Annual General Meeting for their comments and approval.
- There is no Qualification, Reservation or Adverse Remark or Disclaimer made in the Auditors' Report.
- There are no frauds reported by the Auditors under Section 143(12) of the Companies Act, 2013.

5. **Directors' Responsibility Statement:** The Directors report that –
- (a) In the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures,
 - (b) The Directors had selected such Accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a True and Fair view of the State of Affairs of the Company at the end of the Financial Year 2021–2022 and of the Profit and Loss of the Company,
 - (c) The Directors had taken proper and sufficient care for the maintenance of adequate Accounting records in accordance with the provisions of this Act for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities,
 - (d) The Directors had prepared the Annual Accounts on a going concern basis,
 - (e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable Laws and that such systems were adequate and operating effectively.
6. **Particulars prescribed u/s 134(3) of the Act 2013:** Your Directors confirm —
- (a) That the Extract of the Annual Return as provided under Section 92(3) of the Act, is annexed to this Report.
 - (b) That the Provisions of Section 149(6) of the Act, relating to Independent Directors is **not applicable** for your Company.
 - (c) That the Provisions of Section 178(1) and 178(3) of the Act, relating to Remuneration Committee is **not applicable** for your Company.
 - (d) That, during the period under Report, your Company has not given any Loans, Guarantees or made Investments, which require reporting under Section 186 of the Act.
 - (e) That the Company does not propose to carry any amount to any Specific Reserve as such.
 - (f) That there are no material changes or commitments affecting the financial position of the Company, which have occurred between the 31st March 2022, i.e. the period to which the Balance Sheet relates, and the date of this Report.
 - (g) That the Company continues its efforts to improve methods for energy conservation and utilization with respect to usage of Purchased Power, improved efficiency and intensified vigil on power wastage.
 - (h) That the Company has not carried out any Research and Development activity in its specific area of activities and hence the prescribed particulars with respect to Research and Development, Technology Absorption, Adaptation and Innovation are not applicable to the Company.
 - (i) That the Company had imported components and has made export sales during the Financial year, the details whereof are provided in the Notes to the Financial statements.
 - (j) That the Provisions of Section 135 of the Companies Act, 2013, relating to Corporate Social Responsibility(CSR) is applicable for your Company during the period under Report whereas the Company has plans to constitute a CSR Committee and adopt a CSR Policy, in accordance with Schedule VII of the Companies Act,2013 in the coming years.
 - (k) The Company is not a Listed Company or a Public Company, and accordingly, the disclosure, as to whether maintenance of Cost Records as specified by the Central Government under Section 148(1) of the Act, is not required.
 - (l) The Company is not a Listed Company or a Public Company, and accordingly, the reporting requirements as to whether the Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable.
7. **Related Party Contracts / Agreements:** A detailed Report on Related Party Transactions during the Financial Year 2021–2022 are annexed to this Report as **Annexure B**.

8. Risk Management:

- (a) Your Company recognizes that the main aim of the Risk Management is to identify, monitor and take precautionary measures in respect of the events that may pose risks for its Business.
- (b) There are no identified Risks that threaten the existence of the Company.

9. Information u/s 134(3)(q) of the Act: Your Directors confirm –

- (a) That there is no change in the nature of your Company's Business.
- (b) That there are no new Directors or Key Managerial Personnel appointed or have resigned during the year under Report.
- (c) That there are no transactions as to Acquisition or Disposal of Subsidiaries, Joint Ventures / Associates during the Year.
- (d) That the Company has not accepted any Deposits under Chapter V of the Act.
- (e) That there are no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.
- (f) That the Company is having adequate Internal Financial Controls with reference to the Financial Statements.

10. Dividends: Having regard to future prospects, investment and development plans and the need to retain sufficient profits in the business, your Directors do not recommend any Dividend for the period under review.

11. Acknowledgements: Your Directors wish to place on record their sincere appreciation for the valuable cooperation and support provided to the Company by Government Authorities, Bankers, Customers, Dealers, Vendors, Service Providers, and Employees at all levels.

<p>Place: Chennai</p> <p>Date: 19/09/2022</p>	<p style="text-align: right;">By Order of the Board</p> <table><tr><td>D Venkatesan Director DIN: 00232210</td><td>D Manikandan Director DIN: 00232275</td></tr></table>	D Venkatesan Director DIN: 00232210	D Manikandan Director DIN: 00232275
D Venkatesan Director DIN: 00232210	D Manikandan Director DIN: 00232275		

As on the Financial Year ended on March 31, 2022

[Pursuant to Sec 92(3) of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014]

1.	CIN	U29309TN1998PTC041571
2.	Registration Date	14/12/1998
3.	Name of the Company	Airflow Equipments (India) Private Limited
4.	Category / Sub-Category of the Company	PRIVATE
5.	Address of the Registered Office & Contact Details	No 9, Chelliamman Koil Street, Keelkattalai, Chennai 600 117
6.	Whether Listed Company	NO
7.	Name, Address & Contact Details of the Registrar & Transfer Agent, if any	NOT APPLICABLE

S. No	Name and Description of Main Products / Services	NIC Code of the Product / Service	% to Total Turnover of the Company
1	Manufacture of Self-propelled railway or tramway coaches	30202	100%

S. No	Name and Description of Main Products / Services	NIC Code of the Product / Service	% to Total Turnover of the Company
1	NOT APPLICABLE		

[illegible]

Sub-Total (B) (1)	–	–	–	–	–	–	–	–	–
2. Non-Institutions		NOT	APPLI	CABLE					
a) Body Corp.									
(i) Indian	–	–	–	–	–	–	–	–	–
(ii) Overseas	–	–	–	–	–	–	–	–	–
b) Individuals									
(i) Individual Share-holders holding Nominal Share Capital upto ` 1 Lakh	–	–	–	–	–	–	–	–	–
(ii) Individual Share-holders holding Nominal Share Capital in excess of ` 1 Lakh	–	–	–	–	–	–	–	–	–
c) Others (Specify)	–	–	–	–	–	–	–	–	–
(i) Non Resident Indians	–	–	–	–	–	–	–	–	–
(ii) Overseas Corp.Bodies	–	–	–	–	–	–	–	–	–
(iii) Foreign Nationals	–	–	–	–	–	–	–	–	–
(iv) Clearing Members	–	–	–	–	–	–	–	–	–
(v) Trusts	–	–	–	–	–	–	–	–	–
(vi) Foreign Bodies – D R	–	–	–	–	–	–	–	–	–
Sub-Total (B) (2)	–	–	–	–	–	–	–	–	–
Total Public Shareholding (B) = (B) (1) + (B) (2)									
C. Shares held by Custodian for GDRs & ADRs		NOT	APPLI	CABLE					
Grand Total (A+B+C)	–	4995000	4995000	100%	–	4995000	4995000	100%	–

B. Shareholding of Promoters

Shareholder's Name	Shareholding at Beginning of the Year			Shareholding at the end of the Year			% Change in Share holding during the year
	No. of. Shares	% of Total Shares of the Company	% of Shares Pledged / encumbered to Total Shares	No. of. Shares	% of Total Shares of the Company	% of Shares Pledged / encumbered to Total Shares	
D Venkatesan	24,97,500	50%	–	24,97,500	50%	–	–
D Manikandan	24,97,500	50%	–	24,97,500	50%	–	–

C. Change in Promoters' Shareholding

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of. Shares	% of Total Shares of the Company	No. of. Shares	% of Total Shares of Company
1. D.Venkatesan				
At the beginning of the year	24,97,500	50%	24,97,500	50%
Add / (Less): Incr./ (Decr.) during the year	–	–	–	–
At the end of the Year	24,97,500	50%	24,97,500	50%
2. D Manikandan				
At the beginning of the year	24,97,500	50%	24,97,500	50%
Add / (Less): Incr./ (Decr.) during the year	–	–	–	–
At the end of the Year	24,97,500	50%	24,97,500	50%

D. Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holder of GDRs and ADRs)

Particulars	Shareholding		Cumulative Shareholding during the year	
	No. of. Shares	% of Total Shares of the Company	No. of. Shares	% of Total Shares of the Co.
–	–	–	–	–

E. Shareholding of Directors and Key Managerial Personnel:

Shareholding of each Directors and each Key Managerial Personnel	Shareholding		Cumulative Shareholding during the year	
	No. of. Shares	% of Total Shares of the Company	No. of. Shares	% of Total Shares of the Company
1. D Venkatesan				
At the beginning of the year	24,97,500	50%	24,97,500	50%
Add / (Less): Incr./ (Decr.) during the year	–	–	–	–
At the end of the Year	24,97,500	50%	24,97,500	50%
2. D Manikandan				
At the beginning of the year	24,97,500	50%	24,97,500	50%
Add / (Less): Incr./ (Decr.) during the year	–	–	–	–
At the end of the Year	24,97,500	50%	24,97,500	50%

V. INDEBTEDNESS

(Note: Both Long Term and Short Term Items are considered here)

Particulars (amounts in Rs.)	Secured Loans excluding Deposits	Unsecured Loans	Depo—sits	Total Indebtedness
Indebtedness at the beginning of the Financial Year				
(i) Principal Amount	57,59,36,073	7,03,30,167	NIL	64,62,66,241
(ii) Interest due but not paid	NIL	NIL	NIL	NIL
(iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	57,59,36,073	7,03,30,167	NIL	64,62,66,241
Change in Indebtedness during the Financial Year				
(i) Addition	9,34,70,456	5,25,21,002	NIL	14,59,91,458
(ii) Reduction	(3,24,00,598)	(5,33,10,368)	NIL	(8,57,10,966)
Net Change	6,10,69,858	(7,89,366)	NIL	6,02,80,492
Indebtedness at the end of the Financial Year				
(i) Principal Amount	63,70,05,931	6,95,40,802	NIL	70,65,46,732
(ii) Interest due but not paid	NIL	NIL	NIL	NIL
(iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	63,70,05,931	6,95,40,802	NIL	70,65,46,732

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole-Time Director and / or Manager**

Particulars of Remuneration	Name of MD/WTD/Manager	Total Amt in Rs.
1. Gross Salary		
(a) Salary as per Provisions contained in Section 17(1) if the Income Tax Act, 1961	D Venkatesan D Manikandan	75,00,000 75,00,000
(b) Value of Perquisites u/s 17(2) of the Income Tax Act, 1961	–	–
(c) Profits in lieu of Salary under Section 17(3) of the Income Tax Act, 1961	–	–
2. Stock Option	–	–
3. Sweat Equity	–	–
4. Commission	–	–
(a) As % of Profit	–	–
(b) Others (Specify)	–	–
5. Others, please Specify (Consultancy)	–	–
Total	–	1,50,00,000
Ceiling as per the Act	–	NA

B. Remuneration to other Directors

Particulars of Remuneration	Name of Directors			Total Amount
1. Independent Directors	–	–	–	–
Fees for attending Board Committee Meetings	–	–	–	–
Commission	–	–	–	–
Others, please Specify	–	–	–	–
Total (1)	–	–	–	–

Particulars of Remuneration	Name of Directors			Total Amount
2. Other Non-Executive Directors	—	—	—	—
Fees for attending Board Committee Meetings	—	—	—	—
Commission	—	—	—	—
Others, please Specify	—	—	—	—
Total (2)	—	—	—	—
Total = (1+2)	—	—	—	—
Total Managerial Remuneration	—	—	—	—
Overall Ceiling as per the Act	—	—	—	—

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

Particulars of Remuneration	Key Managerial Personnel			Total Amount
	CEO	CS	CFO	
1. Gross Salary				
(a) Salary as per Provisions contained in Section 17(1) if the Income Tax Act, 1961	—	—	—	—
(b) Value of Perquisites u/s 17(2) of the Income Tax Act, 1961	—	—	—	—
(c) Profits in lieu of Salary under Section 17(3) of the Income Tax Act, 1961	—	—	—	—
2. Stock Option	—	—	—	—
3. Sweat Equity	—	—	—	—
4. Commission	—	—	—	—
(a) As % of Profit	—	—	—	—
(b) Others (Specify)	—	—	—	—
5. Others, please Specify	—	—	—	—
Total	—	—	—	—
Ceiling as per the Act	—	—	—	—

VII. Penalties / Punishments / Compounding of Offences

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ Court]	Appeal made, if any [Give Details]
A. COMPANY			NOT APPLICABLE		
Penalty					
Punishment					
Compounding					
B. DIRECTORS			NOT APPLICABLE		
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT			NOT APPLICABLE		
Penalty					
Punishment					
Compounding					

Place: Chennai Date: 19/09/2022		By Order of the Board <div style="display: flex; justify-content: space-between;"> <div> D Venkatesan Director DIN: 00232210 </div> <div> D Manikandan Director DIN: 00232275 </div> </div>	
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ANNEXURE B TO DIRECTORS' REPORT

PARTICULARS OF CONTRACTS / ARRANGEMENTS MADE WITH RELATED PARTIES [pursuant to Clause (h) of Section 134(3) of the Companies Act, 2013, and Rule 8(2) of the Companies (Accounts) Rules 2014– AOC 2]

This Form pertains to the disclosure of Particulars of Contracts / Arrangements entered into by the Company with Related Parties referred to in Section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of Contracts and Arrangements or Transactions not at arm's length basis

There were no Contracts and Arrangements or Transactions entered into during the year ended March 31, 2022, which were not at arm's length basis.

2. Details of Contracts and Arrangements or Transactions at arm's length basis

The details of Material Contracts or Arrangements or Transactions at arm's length basis for the year ended March 31, 2022 are as follows

Name of Related Party	Nature of Relationship	Duration of Contract	Salient Terms	Amount (in Rs)
1. D Venkatesan	Director	Continuous	Remuneration	75,00,000
2. D Manikandan	Director	Continuous	Remuneration	75,00,000
3. M/s Airtrec Equipments/Revathi Venkatesan	Relative of Director	Continuous	Salary	12,00,000
4. M/s Airtrec Equipments/Revathi Venkatesan	Relative of Director	Continuous	Rent	6,60,000
5. Nanthini Manikandan	Relative of Director	Continuous	Rent	6,60,000
6. M/s Apex Material Sciences	Concern controlled by Relative of Director	Continuous	Advances to Trade Payables	1,06,86,789
7. Starkeon Engineering pvt ltd	Concern Controlled by Director of Company	Continuous	Service Purchase	1,20,85,913
8. Starkeon Engineering pvt ltd	Concern Controlled by Director of Company	Continuous	Sales	5,02,666
9. INGUS Knowledge Academy Pvt Ltd	Concern Controlled by Director of Company	Continuous	Business Project Advances	-
10. V Sathishkumar	Relative of Director of Company	Continuous	Salary	18,00,000
11. Airflow Energy Solutions Pvt Ltd	Concern Controlled by Director of Company	Continuous	Advances to Trade Payables	25,73,500
12. Apura Energy Private Limited	Concern Controlled by Director of Company	Continuous	Trade Payables	25, 000

Place: Chennai Date: 19/09/2022	By Order of the Board <div style="display: flex; justify-content: space-between;"> <div> D Venkatesan Director DIN: 00232210 </div> <div> D Manikandan Director DIN: 00232275 </div> </div>
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Website: <http://airflow.co.in/>

email: airflow1998@hotmail.com

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2022

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES UNDER ACCOUNTING STANDARDS

1. **AS 1 - DISCLOSURE OF ACCOUNTING POLICIES:**

- (a) The Company generally follows mercantile system of accounting and recognizes significant items of Income & Expenditure on accrual basis.
- (b) The Financial Statements are prepared on historical cost convention and the accounts are prepared as per generally accepted accounting principles, mandatory Accounting Standards issued by The Institute of Chartered Accountants of India (ICAI) and the relevant provisions of the Companies Act, 2013.

2. **AS 2 – ACCOUNTING FOR INVENTORIES:**

- (a) The Company's Closing Stock of Raw Materials is valued at Cost.
- (b) Closing Stock of Finished Goods is valued at Cost or Net Realizable Value whichever is lower
- (c) Cost includes Cost of Conversion and Other Costs incurred in bringing the inventories to their present location and condition. Cost is ascertained on FIFO Method.

3. **AS 3 - CASH FLOW STATEMENT:**

The Cash Flow Statement for the year ended 31.03.2022 has been prepared in accordance with the applicable Accounting Standards.

4. **AS 4- CONTINGENCIES & EVENTS OCCURRING AFTER THE BALANCE SHEET DATE:**

There are no material contingencies and events after the Balance Sheet date that affects the financial position of the Company.

5. **AS 5- NET PROFIT OR LOSS FOR THE YEAR, PRIOR PERIOD ITEMS AND CHANGES IN ACCOUNTING POLICIES:**

During the year under review there was no extraordinary items, prior period items debited or credited in the Profit & Loss Account. Significant Accounting policies applied are consistent with those applied in the previous year.

6. **AS 7- CONSTRUCTION CONTRACTS:**

The Company is not engaged in any construction business covered by this Standard.

7. **AS 9- REVENUE RECOGNITION:**

- (a) Income & Expenditure are accounted on a going concern basis.
- (b) Sales are accounted net of Goods and Service Tax as per the Guidance note issued by the ICAI in this regard.
- (c) Interest on the Bank Deposit is accounted on accrual basis.

8. **AS 10 – PROPERTY PLANT AND EQUIPMENT:**

- (a) All Tangible and Intangible items of Property Plant and Equipment (PPE) are stated in the Balance Sheet at Historical Cost less Depreciation thereof. Historical Cost of PPE includes acquisition and

construction cost, and payments made to Asset Vendor, and directly attributable cost of bringing the asset to its working condition for its intended use.

- (b) Depreciation on PPE provided as per the Useful Lives prescribed under Companies Act, 2013, using WDV Method. In respect of PPE items added during the year if any, Depreciation is charged based on the number of days that PPE Item is in use. No Depreciation is charged on PPE Items not installed till the end of the financial year.

9. **AS 11-ACCOUNTING FOR EFFECTS OF CHANGES IN FOREIGN EXCHANGE RATES:**

- (a) The Company has been complying with the accounting treatment in respect of its foreign currency transactions as specified under Accounting Standard 11, the Effect of Changes in Foreign Exchange Rates.
- (b) Gain arising if any, on Forex transaction has been credited in the Profit & Loss Account.

10. **AS 12- ACCOUNTING FOR GOVERNMENT GRANTS:**

The Company has not received any Government Grants during the Current Financial Year or during Previous Financial Year.

11. **AS 13- ACCOUNTING FOR INVESTMENTS:**

Long Term Investments, if any, are stated at cost. No provision is made for temporary decline in the value of Long-Term Investments. Income from Investments, wherever applicable, is credited to P&L Account.

12. **AS 14- ACCOUNTING FOR AMALGAMATION:**

This standard is not applicable to the company for the year under review and also for the previous year.

13. **AS 15- EMPLOYEE BENEFITS:**

- (a) **Short Term Employee Benefits:** Short-term Employee Benefits, i.e. Salaries, Wages and Remuneration are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss for the year in which the related service is rendered. The breakup of such payments during the year under report are:

Particulars (Amounts in Rs.)	31.03.2022	31.03.2021
A. To KMP (Directors Remuneration) – See AS - 18 below.	1,50,00,000	1,50,00,000
B. To Employees (Wages, Bonus & Contribution for ESI & EPF)	16,46,86,235	13,58,76,502
C. Sub-Total	17,96,86,235	15,08,76,502

(b) **Defined Benefit Plan:**

- **Gratuity:** The Company has no Employee to whom the statutory provision as to payment of Gratuity is applicable. The Company does not have any other Gratuity scheme.
- **Leave Encashment:** The Company has no policy of encashing unavailed leave of the Employees.

- (c) **Defined Contribution Plan:** The Company is covered by the Employees' Provident Fund Scheme, 1952 and the Employee's State Insurance Scheme. Employer Contribution to the Funds have been accounted on accrual basis. Recovery of Contribution from Employees along with Employer's Contribution have been remitted to the respective Funds, within the statutory due dates.

14. **AS 16-BORROWING COSTS:**

Borrowing Costs are capitalized as part of the cost of Qualifying Asset when it is possible that they will result in future economic benefits and the cost can be measured reliably. Other Borrowing Costs are recognized as an Expense in the period in which they are incurred. No Borrowing Cost has been capitalized in the current year or in the previous financial year.

15. **AS 17-SEGMENT REPORTING:**

AS – 17 is not applicable for the Company, since the Company does not have more than one segment.

16. AS 18-RELATED PARTY DISCLOSURES:

(a) List of Related Parties and the nature of relationship with Related Parties (where such control exists) is –

Name of Related Party	Nature of Relationship
D Venkatesan	Director
D Manikandan	Director
AirtrecEquipments/Revathi Venkatesan	Relative of Director of Company
Apex Material Sciences	Concern Controlled by Relative of Director of Company
Nanthini Manikandan	Relative of Director of Company
Sathikumar	Relative of Director of Company
Starkeon Engineering pvt ltd	Concern Controlled by Director of Company
INGUS Knowledge Academy Pvt Ltd	Concern Controlled by Director of Company
Apura Energy Private Limited	Concern Controlled by Director of Company
Airflow Energy Solutions Private Limited	Concern Controlled by Director of Company
Airflow Dafeng Rail Equipments Private Limited	Concern Controlled by Director of Company
Nautone Private Limited	Concern Controlled by Relative of Director of Company

(b) Transactions with related parties (Previous year figures are in brackets) (Amounts in Rs.)

Serial No.	1	2	3	4	5	6	7	8	9	10
Name	D Venkatesan	D Manikandan	Airtrec Equipments /Revathi Venkatesan	Apex Material Sciences	Nanthini Manikandan	Sathishkumar	Starkeon Engineering pvt ltd	INGUS Knowledge Academy Pvt Ltd	Airflow Energy Solutions Private Limited	Apura Energy Private Limited
Nature & Volume Transactions										
a. Directors Remuneration	75,00,000 (L.Y.75,00,000)	75,00,000 (L.Y.75,00,000)	-	-	-	-	-	-		
b. Rent Paid	Nil (LY-12,00,000)	Nil (LY-12,00,000)	6,60,000 (LY-7,20,000)	-	6,60,000 (LY-7,20,000)	-	-	-		
c. Purchase Goods/Service	-	-	-	- (LY 45,86,855)	-	-	1,20,85,913 (LY-78,81,664)	-		
d. Sales	-	-	-	-	-	-	5,02,666 (LY-16,14,465)	-		
e. Salary	-	-	12,00,000 (LY-12,00,000)	-	-	18,00,000 (LY-18,00,000)	-	-		
Amount Payable/ (receivable) on 31.03.2021	NIL (L.Y. 2,82,50,762)		12,35,904 (LY-22,70,904)	(1,06,86,789) (LY- (99,71,830))	26,63,539 (LY-28,19,539)	-	70,52,735 (LY- (1,34,37,422))	-		
Amount written off / written back during the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
Business Project Advances	-	-	-	-	-	-	-	NIL (LY- 2,32,40,833)		
Trade Payables									(25,73,500) (LY- (25,73,500))	25,000 (LY-25,000)

17. **AS 19- LEASES:**

This Standard is not applicable as the Company does not have any material lease agreement in force.

18. **AS 20-EARNINGS PER SHARE:**

EPS is calculated by taking into account the Net Profit after Tax, divided by the number of Equity Shares outstanding as at the Balance Sheet date. The Basic and Diluted EPS for the year is disclosed on the face of the Profit or Loss Account.

Calculation of Earnings Per Share (EPS) [Note: Both Basic and Diluted EPS are the same for both years.]

Basic EPS for FY 2021–2022: Profit Rs 2,19,42,832 divided by 49,95,000 Equity Shares = Rs.4.39	Basic EPS for FY 2020–2021: Profit Rs 3,67,34,160 divided by 49,95,000 Equity Shares = Rs.7.35
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19. **AS 21- CONSOLIDATED FINANCIAL STATEMENTS:**

The Company does not have any Subsidiaries or Parent. Hence& this Accounting Standard does not apply.

20. **AS 22- ACCOUNTING FOR TAXES ON INCOME:**

The Company adopts AS – 22 in Accounting for Taxes on Income. The material items of Deferred Tax (Assets or Liabilities) have been recognized as at the end of the year under Report. Current Tax Expense for the year includes Tax, Cess and Interest thereon. The details of Current and Deferred Tax are as under –

Particulars (Amount in Rs.)	Current Year	Previous Year
1. Current Tax	(1,89,98,623)	(1,09,74,812)
2. Deferred Tax Items –		
(a) Deferred Tax Liability (DTL):		
• (Creation): Depreciation Difference	(91,32,499)	-
• Reversal: Depreciation Difference	-	1,21,67,169
(b) Deferred Tax Assets (DTA)		
• Creation: Audit Fees Originating Timing Difference	1,08,347	1,83,456
• (Reversal): Audit Fees Reversing Timing Difference	-	-

21. **AS 23- ACCOUNTING FOR INVESTMENTS IN ASSOCIATES IN CONSOLIDATED FINANCIAL STATEMENTS:**

This Standard is not applicable to the Company for the year under review.

22. **AS 24- DISCONTINUING OPERATIONS:**

This Standard is not applicable to the Company for the year under review.

23. **AS 25- INTERIM FINANCIAL REPORTING:**

This Standard is not applicable to the Company for the year under review.

24. **AS 26- INTANGIBLE ASSETS:**

During the Current Accounting Year the Company does not have any Intangible Assets.

25. **AS 27- FINANCIAL REPORTING OF INTEREST IN JOINT VENTURES:**

This Accounting Standard is not applicable to the company as the Company has not entered into any Joint Venture.

26. **AS 28- IMPAIRMENT OF ASSETS:**

As on the Balance Sheet date, the Carrying Amount of the Assets, net of Accumulated Depreciation, is not less than the Recoverable Amount of such assets. Hence there is no Impairment Loss on the Assets of the Company.

27. **AS 29-PROVISIONS AND CONTINGENT LIABILITIES:**

There are no Contingent Liabilities for the year. Provisions have been made in the books of accounts wherever applicable, where the outflow of economic resources from the Company is probable and quantifiable.

28. **PREVIOUS YEARS' FIGURES** have been re-grouped and re-aligned wherever appropriate, to facilitate better comparison. Consequent to Schedule III mandatory requirement, figures have been rounded off in Rs.Lakhs and the summations / differences are to be construed accordingly.

29. **AS 30, 31 & 32- FINANCIAL INSTRUMENTS- RECOGNITION AND MEASUREMENT, PRESENTATION AND DISCLOSURE:**

These Standards are not applicable to the Company for the year under review.

30. **OTHER INFORMATION:**

A. Details of Shareholders:

Note: This is also the Shareholding of Promoters & Directors.

No.	Name	Folio No.	No. of Shares held	% Shares	Class of Shares	On 31/03/2022
1.	D Venkatesan	1	24,97,500	50%	Equity Share	Director
2.	D Manikandan	2	24,97,500	50%	Equity Share	Director
	Total		5,00,000	100%		

B. Disclosure under Micro, Medium and Small Enterprises Development Act, 2006 (MSMED Act)

Financial Year ending on	31.03.2022	31.03.2021
1. Principal Amount and Interest due thereon (to be shown separately) remaining unpaid to any Supplier as at the end of the accounting year		
Principal Amount due to Creditors being Micro and Small Enterprises	57,18,171	-
Principal Amount due to Creditors other than Micro and Small Enterprises	41,13,91,366	41,26,97,237
Interest due thereon	NIL	NIL
2. Interest paid by the Company in terms of Section 16 under MSMED Act, along with the amounts of the payment made to the Supplier beyond the appointed day during each accounting year.	NIL	NIL
3. Amount of Interest Due and Payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	NIL	NIL
4. Amount of Interest Accrued and remaining unpaid at the end of each accounting year	NIL	NIL
5. Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the Small Enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of MSMED Act.	NIL	NIL

C. Borrowings Usage for Specified Purpose: The Company has got long-term / short-term Borrowings from Banks and Financial Institutions as on the Balance Sheet date. These amounts of Borrowings from Banks and Financial Institutions have been used for the specific purpose for which it was taken.

31. ADDITIONAL REGULATORY INFORMATION relating to Balance Sheet Items:

- A. **Title Deeds of Immovable Property:** The Company has Immovable Property as on the Balance Sheet date. The Title Deeds of such Immovable Property are held in the name of the Company. There is no item to report under Title Deeds NOT held in the name of the Company.
- B. **Revaluation of PPE:** The Company has not revalued its Property, Plant and Equipment during the current financial year ending on 31st March. Hence, the reporting relating to whether the revaluation is based on the valuation by a Registered Valuer as defined under Rule 2 of the Companies (Registered Valuers and Valuation Rules 2017, does not arise for this Company.
- C. **Advances given to Promoters, etc.:** There are no Loans and Advances in the nature of Loans are granted to Promoters, Directors, KMPs and the Related Parties (as defined under Companies Act, 2013.) either severally or jointly with any other person, that are: (a) repayable on demand or (b) without specifying any terms or period of repayment, during the current financial year or during the previous financial year.
- D. **Capital WIP:** There are no items of Capital–Work–in–Progress (CWIP). Hence, the details pertaining to Ageing Schedule of CWIP does not arise for this Company.
- E. **Intangibles under Development:** There are **no** items of Intangible Assets under development. Hence, the details pertaining to Ageing Schedule of Intangible Assets under development does not arise for this Company.
- F. **No Benami Property:** The Company does **not** have any item in respect of Benami Property held. There are **no** proceedings initiated or pending against the Company under the Benami Transactions (Prohibition) Act, 1988 and the Rules made thereunder.
- A. **Quarterly Statement of Current Assets:** The Company has Bank Working Capital Facilities from Banks or Financial Institutions on the basis of security of Current Assets, and also secured by its Movable and Immovable Properties. The Quarterly Returns or Statements of Current Assets are in agreement with the Books of Accounts of the Company.
- B. **Not Wilful Defaulter:** The Company has **NOT** been declared as a Wilful Defaulter by any Bank of Financial Institutions or Other Lender during the current financial year or during the previous financial year. Hence, the reporting relating to Wilful Defaulter does not arise for this Company.
- C. **Relationship with Struck Off Companies:** The Company does not have any transaction or other relationship with struck–off Companies, to the extent of the knowledge of the Board.
- D. **Charges / Satisfaction:** In respect of Loans closed, the Company is in the process of obtaining No Due Certificates from Lenders and filing the satisfaction of charges with the Registrar of Companies.
- E. **Layers of Companies:** The Company does not have any related layer of Companies. Hence, the reporting as to compliance with Number of Layers prescribed under Clause (87) of Section 2 of the Act read with the Companies (Restriction of number of Layers) Rules, 2017, does not apply to this Company.
- F. **Approved Scheme(s) or Arrangement(s):** The Company has no scheme(s) of arrangements as approved by the competent authority in terms of Sections 230 to 237 of the Companies Act, 2013, that requires reporting and disclosure.
- G. **Usage of Borrowed Funds and Share Premium:** (a) The Company has not advanced or loaned or invested funds (either Borrowed Funds or Share Premium or any other sources or kind of funds) to any other Person (s) or Entity (ies), including Foreign Entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary will : (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or behalf of the Ultimate Beneficiaries.
- (b) The Company has not received any fund from any Person(s) or Entity(ies), including Foreign Entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

32. ADDITIONAL INFORMATION relating to Statement of Profit & Loss Items:

A. Reserves for Specific Liability, etc.: (a) There are no material amounts set aside or proposed to be set aside, to Reserve, but not including Provisions made to meet any Specific Liability, Contingency or Commitment known to exist at the date as to which the Balance Sheet is made up. (b) Also, no material amounts have been withdrawn from any such Reserves.

B. Provisions for Specific Liability, etc.: (a) There are no material amounts set aside to Provisions made for meeting Specific Liabilities, Contingencies or Commitments. (b) Also, no material amounts have been withdrawn from such Provisions, as no longer required.

C. Foreign Currency Payments / Imports / Dividends, etc:

Particulars	This Year	Last Year
Value of Imports calculated on C.I.F basis by the Company during the financial year in respect of –		
I. Raw Materials	12,56,84,393	6,75,15,765
II. Components and Spare Parts		
III. Capital Goods		
Expenditure in Foreign Currency during the financial year on account of Royalty, Know-How, Professional and Consultation Fees, Interest, and other matters	NIL	NIL
Total Value if all imported Raw Materials, Spare Parts and Components consumed during the financial year and the Total Value of all indigenous Raw Materials, Spare Parts and Components similarly consumed and the % of each to the Total Consumption		
Amount remitted during the year in Foreign Currencies on account of Dividends with a specific mention of the Total Number of Non-Resident Shareholders, the Total Number of Shares held by them on which the Dividends were due and the year to which the Dividends related	NIL	NIL

D. Foreign Currency Earnings:

Earnings in Foreign Exchange classified under the following heads –	This Year	Last Year
I. Export of Goods calculated on F.O.B. basis	8,48,563	22,00,000
II. Royalty, Know-How, Professional and Consultation Fees	-	-
III. Interest and Dividend	-	-
IV. Other Income, indicating the nature thereof.	1,82,184	-

E. Undisclosed Income: There is no transaction not recorded in the books of accounts that has been surrendered or disclosed as Income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961). There is no material item of previously unrecorded income and related assets that have been properly recorded in the books of account during the year.

F. Corporate Social Responsibility (CSR): The provisions of Sec.135 of the Act do not apply to the Company, and accordingly the reporting in respect of such matters is not applicable.

G. Crypto / Virtual Currency: The Company has not traded or invested in Crypto Currency or Virtual Currency during the current financial year or preceding financial year.

NOTE 2: SHARE CAPITAL: The details of Share Capital are given below –

A. Authorised, Issued, Subscribed, Called and Paid Up Capital (Amounts in Rs.)

Particulars for the year ending	31.03.2022	31.03.2021
Authorised Capital: 50,00,000 Equity Shares of Rs. 10 each	5,00,00,000	5,00,00,000
Issued, Subscribed & Fully Paid Up: 49,95,000 Equity Shares of Rs.10 each	4,99,50,000	4,99,50,000

B. Reconciliation of Number and Amount of Shares:

Particulars for the year ending	31.03.2022 (Rs.10 per Share)		31.03.2021(Rs.10 per Share)	
	No. of Shares	Amt (Rs.)	No. of Shares	Amt (Rs.)
Opening Balance (at year– beginning)	49,95,000	4,99,50,000	49,95,000	4,99,50,000
Add: Fresh Issue	Nil	Nil	Nil	Nil
Add: Bonus Issue	Nil	Nil	Nil	Nil
Closing Balance (at year–end)	49,95,000	4,99,50,000	49,95,000	4,99,50,000

C. Rights, Preferences and Restrictions attached to Shares:

Classes: The Company has only one Class of Equity Shares of Rs.10 each.

Voting Rights: Every Share carries one vote.

Dividend Rights: Every Share has equal dividend rights as % of Dividend.

Restrictions: No Shares shall be transferred to any person who is not a Member unless such person is approved by the Directors as one whom is desirable in the interests of the Company to admit to Membership.

Other Matters: The Regulations contained in Table F in the First Schedule to the Companies Act, 2013 apply to this Company in so far as they are not inconsistent with any of the provisions contained in the Articles of Association of the Company.

D. Shares held by each Shareholder holding more than 5% Shares

Year ending 31.03.2022			Year ending 31.03.2021		
Name of Shareholder	No. of Shares	%	Name of Shareholder	No. of Shares	%
D.Venkatesan	24,97,500	50%	D.Venkatesan	24,97,500	50%
D.Manikandan	24,97,500	50%	D.Manikandan	24,97,500	50%
Total	49,95,000	100%	Total	49,95,000	100%

E. Additional Information:

- There are no Shares held by any Holding Company or Subsidiary or Associate.
- There are no Shares reserved for issue under Options and Contracts/ Commitments for the sale of Shares/ Disinvestment, etc.
- For the period of 5 years immediately preceding the date as at which the B/Sheet is prepared, there are no items in respect of the following matters –
 - Aggregate Number and Class of Shares allotted as Fully Paid Up pursuant to Contract(s) without payment being received in Cash.
 - Aggregate Number and Class of Shares allotted as fully Paid Up by way of Bonus Shares.
 - Aggregate Number & Class of Shares bought back.
- There are no Securities which are convertible into Equity / Preference Shares of the Company.
- There are no unpaid calls and no Forfeited Shares.

SHORTER NOTICE CONSENT

[pursuant to provisions of Section 101(1) of the Companies Act, 2013]

To

The Board of Directors

Airflow Equipments (India) Private Limited (CIN: U29309TN1998PTC041571)

No. 9, Chelliamman Koil Street,

Keelkattalai, Chennai – 600 117

Subject: Consent to hold the 23rd Annual General Meeting at Shorter Notice

I, **D Venkatesan**, holding 24,97,500 Equity Shares of Rs.10 each in the Company, in my name, hereby give consent pursuant to provisions of Section 101(1) of the Companies Act, 2013 to hold the 23rd Annual General Meeting of the Company scheduled to be held on 30th September 2022, at shorter notice.

Signature:

Name: **D Venkatesan**

Place: Chennai

Date: 19/09/2022

SHORTER NOTICE CONSENT

[pursuant to provisions of Section 101(1) of the Companies Act, 2013]

To

The Board of Directors

Airflow Equipments (India) Private Limited (CIN: U29309TN1998PTC041571)

No. 9, Chelliamman Koil Street,

Keelkattalai, Chennai – 600 117

Subject: Consent to hold the 23rd Annual General Meeting at Shorter Notice

I, **D Manikandan**, holding 24,97,500 Equity Shares of Rs.10 each in the Company, in my name, hereby give consent pursuant to provisions of Section 101(1) of the Companies Act, 2013 to hold the 23rd Annual General Meeting of the Company scheduled to be held on 30th September 2022, at shorter notice.

Signature:

Name: **D Manikandan**

Place: Chennai

Date: 19/09/2022