



P. N. GUPTA
CHARTERED ACCOUNTANT

OFFICE
GS-7, Priyanka Palace,
Congress Nagar,
Nagpur-440 012
Tel. : 2453465 / 8788663582,
capngupta@gmail.com

RESIDENCE
Flat No. 201,
Bhupendra Palace,
Dhantoli, Nagpur-440 012
Tel. : 9823370209

INDEPENDENT AUDITORS' REPORT

To,
The Members of:
DIFFUSION SUPER CONDITIONING SERVICES PRIVATE LIMITED
NAGPUR

Report on the Financial Statements

We have audited the accompanying financial statements of **DIFFUSION SUPER CONDITIONING SERVICES PRIVATE LIMITED**, which comprise the Balance Sheet as at 31st March 2022 and the Statement of Profit & Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity 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 the Companies (Indian Accounting Standards) 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 judgements 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

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.

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.

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 standalone Ind AS financial statements, whether





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due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS 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 standalone Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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, 2022, and its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A", statement on the matters specified in the paragraphs 3 and 4 of the Order to the extent applicable.

As required by Section 143 (3) of the Act, we report that:

- we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
- in our opinion, proper books of account, as required by law, have been kept by the Company, so far as appears from our examination of those books;
- the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred as above.
- On the basis of written representations received from the directors as on 31st March 2022, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2022, from being appointed as a director in terms of section 164(2) of the Act.


P. N. GUPTA
Chartered Accountant

Place: Nagpur

Date:-15/09/2022
UDIN:- 22044161ATNBUI8743



Proprietor
(Mem. No. 044161)



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STATEMENT REFERRED TO IN PARAGRAPH ABOVE OF MY REPORT OF EVEN DATE

1. a) A) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of information available.
B) The Company is not having any intangible assets as on the date.
b) According to the information and explanations given to me, the fixed assets have been physically verified by the management during the year in a phased periodical manner which, in my opinion, is reasonable, having regard to the size of the Company and nature of the assets. No material discrepancies were noticed on such verification.
c) The title deeds of all the immovable properties held by the company are in the name of the company.
d) The Company has not revalued its property, Plant and Equipment (Including right to use) or intangible assets during the year ended 31st March 2022
e) There are no proceedings initiated or are pending against the company for holding any Benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
2. a) As explained, the inventories have been physically verified by the management at reasonable intervals during the year. In my opinion, the frequency of such verification is reasonable having regard to the size of the Company and the nature of its business.
b) The Company has not been sanctioned, any time during the year, working capital limits in excess of five crores, in aggregate, from banks or financial institutions on the basis of security of current assets.
3. The Company has not made any investments, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year and accordingly, the requirement to report on clause 3(iii) is not applicable to the Company.
4. In our opinion & according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.
5. The company has not accepted any public deposits.
6. The company is not required to maintain Cost Records as per the provisions of companies Act. 2013.
7. a) According to the information and explanations given to us, there are no undisputed statutory dues payable in respect of Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Sales-Tax, Wealth Tax, Custom Duty, Excise





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- Duty, Cess and GST which are outstanding as at 31.03.2022 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us and the records of the company examined by us, there are no outstanding dues of Income Tax, Sales Tax, GST, Custom Duty, Excise Duty, Service Tax or Value Added Tax that have not been deposited on account of any disputes.
8. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company
9. a) According to the information and explanations given to me the company has not defaulted in repayment of dues to a financial institution or bank.
- b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority
- c) During the year the company has not applied for any term loan.
- d) According to the information and explanations given to me, no funds raised on long-term basis have been used for short term investment and vice versa
- e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company and hence not reported upon
- f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
10. a) The company has not raised any money by way of public issue
- b) The company has not made any preferential allotment or private placement of shares or convertible debentures during the year under audit.
11. a) According to the information and explanations given to me, no fraud on or by the Company has been noticed or reported during the year.
- b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.



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Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

- c) The Company is not required to make and does not have Whistle Blower Policy. Accordingly, the requirement to report on clause 3(xi)(c) is not applicable to the Company
12. The Company is not a Nidhi Company, Hence the requirement of items (xii) of paragraph 4 is not applicable to the company.
- a) According to the information and explanations given to us and based on our examination of the records of the company, the transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Financial Statements, as required by the applicable accounting standards
13. a) The company is having internal Audit system which is commensurate with the size of Company and the nature of its business
- b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
14. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
15. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the requirement to report on clause 3(xvi) is not applicable to the Company.
16. The Company has not incurred cash losses in the current year , the brought forward cash loss for preceding year is Rs. 11,71,571 (net of non-cash items) .
17. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
18. On the basis of the financial ratios disclosed in No 26(xvii), to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet



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Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due

19. a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act.
- b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act.
20. According to the information and explanations given to me, there not have been any qualifications or adverse remarks from the respective auditors during the year.

PN Gupta
P N GUPTA
Chartered Accountant

Place: Nagpur

Date: 15/09/2022

UDIN: - 22044161ATNBUI8743

Proprietor
(Mem. No.044161)



DIFFUSION SUPER CONDITIONING SERVICES PVT. LTD.
BALANCE SHEET AS AT 31ST MARCH, 2022

Particulars	Note No.	As at	
		31.03.2022	31.03.2021
		In Rs.	In Rs.
I. EQUITY AND LIABILITIES			
1) Shareholders Funds			
a) Share Capital	2	3,800	3,800
b) Reserve & Surplus	3	67,995	65,831
c) Money Received against Share Warrants		71,795	69,631
2) Share Application Money Pending Allotment		-	-
3) Non Current Liabilities			
a) Long Term Borrowings	4	-	-
b) Deferred Tax Liabilities (Net)	5	0,359	0,294
c) Other Long Term Liabilities		-	-
d) Long Term Provisions		0,359	0,294
4) Current Liabilities			
b) Trade Payables	6	209,278	0,081
d) Short Term Provisions	7	3,264	0,910
c) Other Current Liabilities	8	0,905	0,075
Total		285,601	70,992
II. ASSETS			
1) Non Current Assets			
a) Fixed Assets			
i) Tangible Assets	9	0,063	0,085
ii) Intangible Assets		-	-
iii) Capital Work in Progress		-	-
iv) Intangible Assets under Development		0,063	0,085
b) Non Current Investments	10	17,667	38,079
c) Deferred Tax Assets (Net)		-	-
d) Long Term Loans & Advances		-	-
e) Other Non Current Assets		17,667	38,079
2) Current Assets			
a) Current Investments		-	-
b) Inventories		53,944	-
c) Trade Receivables	11	162,341	9,931
d) Cash and Cash Equivalents	12	40,642	20,268
e) Short Term Loans and Advances	13	10,945	2,629
Total		285,601	70,992
Significant Accounting Policies	1		
Other Notes on Accounts	20-21		

For and on behalf of Board of Directors

Prashant Garg
PRASHANT GARG
 DIRECTOR
 DIN-00049106
 Place: Nagpur
 Date: 15/09/2022

Chitra Garg
CHITRA GARG
 DIRECTOR
 DIN-01784644

As per our Report of even date attached.

For P. N. GUPTA
 CHARTERED ACCOUNTANTS
P. N. Gupta
P. N. GUPTA
 PROPRIETOR
 M. No. 44161

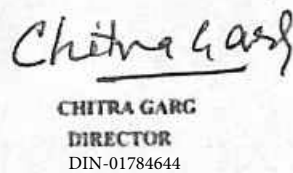



DIFFUSION SUPER CONDITIONING SERVICES PVT. LTD.
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2022

Particulars	Note No.	As at 31.03.2022 in Rs.	As at 31.03.2021 in Rs.
1 Revenue from Operations (Gross)	14	139.941	6.963
Less: Excise Duty/Service Tax Recovered on Sales			
Revenue from Operations (Net)		139.941	6.963
2 Other Income	15	3.034	1.533
3 Total Revenue (1+2)		142.975	8.496
4 Expenses			
Cost of Material Consumed	16	134.332	4.886
Employee Benefits Expense	17	4.460	0.750
Depreciation and Amortization Expenses	9	0.022	0.042
Other Expenses	18	1.367	1.828
Total Expenses		140.181	7.506
5 Profit/(Loss) before Tax (3-4)		2.794	0.990
6 Tax Expense			
Current Tax		0.566	0.183
Income Tax of Earlier years		-	-
Deferred Tax Liability / (Credit)		0.06459	0.075
		0.630	0.257
7 Profit/(Loss) for the year (5 - 6)		2.163	0.733
8 Earnings Per Share (Rs.)			
a) Basic	19	0.001	19.280
b) Diluted		0.001	19.280
Significant Accounting Policies	1		
Other Notes on Accounts	20-21		

For and on behalf of Board of Directors


PRASHANT GARG
 DIRECTOR
 DIN-00049106


CHITRA GARG
 DIRECTOR
 DIN-01784644

For P. N. GUPTA
 CHARTERED ACCOUNTANTS

P. N. GUPTA
 PROPRIETOR
 M. No. 44161

Place: Nagpur

Date : 15/09/2022



DIFFUSION SUPER CONDITIONING SERVICES PVT. LTD.					
CASH FLOW STATEMENT FOR THE PERIOD ENDED 31st MARCH 2022					
PARTICULARS	AS At March 31, 2022		AS At March 31, 2021		
	₹	₹	₹	₹	
A. CASH FLOW FROM OPERATING ACTIVITIES:					
Net Profit before tax		2.79		0.99	
Adjustments for :					
Bad Debts Written off		-		-	
Write Back					
Depreciation		0.02		0.04	
Dividend on Investments		-		-	
Interest and Finance Charges		-		-	
Interest Income		(1.00)		(1.44)	
Loss / (Surplus) on Sale of Fixed Assets / Investments (Net)		(2.03)		(0.10)	
Inter Company Stock Reserve		-		-	
CSR		-		-	
Operating Profit before Working Capital changes		(0.21)		(0.50)	
Adjustment for :					
Inventories		(53.94)			
Trade Receivables		-152.41		4.76	
Current Liabilities		0.83		0.01	
Short Term Loans & Advances		(8.32)		0.87	
Short Term Provisions		2.35		(0.95)	
Other Current Assets				0.03	
Trade Payables		209.20			
Cash generated from Operations		(2.50)		4.21	
Direct Taxes Paid		(0.57)		(0.18)	
Net Cash Flow from Operating Activities (A)		(3.07)		4.03	
B. CASH FLOW FROM INVESTING ACTIVITIES:					
Inflow / (Outflow) on account of :					
Dividend on Investments		-		-	
Profit/(loss) on sale of Investments		2.03		-	
Interest Income		1.00		1.44	
(Purchases) / Sales of Fixed Assets (Net)		-		-	
(Purchases) Capital WIP		-		-	
(Purchases) / Sales of Investments (Net)		20.41		2.14	
Net Cash Flow from Investing Activities (B)		23.44		3.58	
C. CASH FLOW FROM FINANCING ACTIVITIES:					
Proceeds / (Repayment) from/of Secured Loans		-		(5.91)	
Interest and Finance Charges		-		-	
Dividend paid (including tax on dividend)		-		-	
Net Cash Flow from Financing Activities (C)		-		(5.91)	
D. FOREIGN EXCHANGE TRANSLATION RESERVE					
Net Increase / (Decrease) in Cash and Cash Equivalents [A+B+C+D]		20.37		1.70	
Cash and Cash Equivalents as at the beginning of the year	20.27		18.58		
Cash and Cash Equivalents as at the end of the year	40.64		20.27		
		20.37		1.69	

As per our report of even date
For CA P.N. GUPTA
Chartered Accountant

P.N. Gupta

Proprietor P.N. GUPTA
Membership Number: 044161
Place: Nagpur
Date: 15/09/2022



For and on behalf of the Board of Directors of
DIFFUSION SUPER CONDITIONING SERVICES PVT

Prashant Garg
PRASHANT GARG
Director
DIN-00049106

Place: Nagpur
Date: 15/09/2022

Chitra Garg
CHITRA GARG
Director
DIN-01784644

DIFFUSION SUPER CONDITIONING SERVICES PVT. LTD.
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022.

NOTE 1

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES :

1.01 Basis of Preparation of Financial Statements

The Financial Statements are prepared under the historic cost convention in accordance with generally accepted accounting principles in India and the provisions of the Companies Act, 2013 (to the extent notified) and Companies Act, 1956 (to the extent applicable).

1.02 Use of Estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/materialised.

1.03 Revenue Recognition :

Revenue is recognized when the significant risk and rewards of ownership of the goods have passed to the buyer. Sales are recorded at invoice value, net of Goods and Receivable Tax (GST), returns and trade discounts. Revenue is recognized on accrual basis except in case of significant uncertainties. Export incentives are recognized on accrual basis in the year of export. The Job work revenue are recorded net of service tax on accrual basis. Interest and Rent Income are accounted on accrual basis.

1.04 Fixed Assets and Depreciation

- a) Fixed assets are stated at cost of acquisition or construction less accumulated depreciation.
- b) Depreciation on tangible fixed assets is provided on Written Down Value Method over the Life specified in the Schedule II to the Companies Act, 2013.

1.05 Intangibel Assets

Intangible assets are stated at cost of acquisition less accumulated depreciation. Software are amortised over period of six years.

1.06 Other Accounting Policies

These are consistent with the generally accepted accounting practices.



DIFFUSION SUPER CONDITIONING SERVICES PVT. LTD.
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

NOTE 2
SHARE CAPITAL

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Authorised		
5,000 (5,000) Equity Shares of Rs.100/- each.	5,00,000.00	5,00,000.00
	5,00,000.00	5,00,000.00
Issued, Subscribed and Paid up		
3,800 (3,800) Equity Shares of Rs.100/- each, fully paid up.	3,80,000.00	3,80,000.00
TOTAL	3,80,000.00	3,80,000.00

2.01 Reconciliation of the number of Equity Shares outstanding at beginning and at the end of the year

PARTICULARS	As at 31.03.2022		As at 31.03.2021	
	No. of Shares	Amount	No. of Shares	Amount
		In Rs.		In Rs.
Shares outstanding at the beginning	3,800	3.80	3,800.00	3.80
Shares outstanding at the end of th	3,800	3.80	3,800.00	3.80

2.02 Details of Shareholders holding more than 5% shares

Name of Shareholder	As at 31.03.2022		As at 31.03.2021	
	No of Shares held	Percentage to Capital	No of Shares held	Percentage to Capital
i Diffusion Engineers Ltd.	3760	0.99	3,760.00	0.99

2.03 Rights of Equity Shareholders

The Company has only one class of equity shares having a face value of Rs. 10/- per share. Each shareholder is

NOTE 3
RESERVES AND SURPLUS

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Balance as per last Balance Sheet	65.83	65.04
Add : Prior Period item	-	0.06
Add : Profit for the year	2.16	0.73
TOTAL	67.99	65.83



NOTE 4
TRADE PAYABLES

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Trade Payables - Micro, Small and Medium Enterprises		
MAA Bamleshwari Enterprises	0.05	0.05
Spoton Logistics Pvt Ltd	0.00	0.00
Diffusion Engineers Limited	209.20	-
TCI Freight	0.03	0.03
TOTAL	209.28	0.08

Total amount payable to related party.

Trade Payables ageing schedule: As at 31st March,2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	0.08	0
(ii) Others	209	-	-	-	209
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

NOTE 5
SHORT TERM BORROWINGS

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
A. Syndicate Bank Overdraft	-	-
TOTAL	-	-

NOTE 6
DEFERRED TAX LIABILITIES/ ASSETS (NET)

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
A. Deferred Tax Liabilities	0.36	0.29
TOTAL	0.36	0.29
Net Deferred Tax (Liability) / Asset	0.36	0.29

NOTE 7
SHORT TERM PROVISIONS

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
CST	0.00	0.00
Provision for Income Tax	0.26	0.23
Commission payable to Directors	3.00	0.68
Duties and Taxes	-	-
Current tax	-	-
TOTAL	3.26	0.91



NOTE 8
OTHER CURRENT LIABILITIES

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
TDS Payable	0.75	-
Audit Fees Payable	0.16	0.08
other	-	-
TOTAL	0.91	0.08

* Mainly includes Provision for Expenses

NOTE 10
NON CURRENT INVESTMENTS

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
National Saving Certificate	0.13	0.13
Investment in Nowelco Industries Pvt Ltd	15.00	15.00
Fmklm Templetion family	2.54	22.95
TOTAL	17.67	38.08

NOTE 11
INVENTORY
(Unsecured, considered good and subject to confirmation)

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Closing Stock	53.94	-
TOTAL	53.94	-

NOTE 12
TRADE RECEIVABLE
(Unsecured, considered good and subject to confirmation)

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Other Receivables - considered good	-	4.34
Diffusion Engineers Ltd	0.07	0.07
S. P. Agro Industries	0.14	0.14
Mahalaxmi Trading Co Ltd	5.30	5.30
R. B. Technocraft & Reclaimer	0.03	0.03
Tirth Agency, Valsad	156.75	-
Humboldt Wedag India Pvt. Ltd.	0.05	0.05
Vibhabharti Construction	-	-
TOTAL	162.34	9.93



Trade Receivables ageing schedule: As at 31st March,2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	5.59	6
(ii) Others	157	-	-	-	157
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

**NOTE 12
CASH AND BANK BALANCES**

PARTICULARS	As at	
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Cash and Cash Equivalents		
In Fixed Deposit Accounts	20.38	19.48
Bank Balance	20.25	0.74
Cash on hand	0.01	0.05
TOTAL	40.64	20.27

**NOTE 13
SHORT TERM LOANS AND ADVANCES
(Unsecured, Considered Good)**

PARTICULARS	As at	
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Balances with Government Authorities		
Advance income tax	0.62	0.53
Advance TDS deposited	0.23	0.23
TDS Receivable	0.77	0.77
MVAT Receivable	-	0.48
Service tax credit receivable	-	0.39
GST Receivable	9.32	0.23
TOTAL	10.94	2.63

**NOTE 14
REVENUE FROM OPERATIONS**

PARTICULARS	As at	
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Sale of Products	139.94	6.96
TOTAL	139.94	6.96



NOTE 15
OTHER INCOME

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Interest Income	1.00	0.38
Write off	-	-
Profit on Sales of Investment	2.03	0.10
FD Interest	-	1.05
TOTAL	3.03	1.53

NOTE 16
COST OF MATERIALS CONSUMED

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Purchases	188.28	4.89
Less Closing Stock	-53.94	-
	134.33	4.89
MATERIAL CONSUMED	134.33	4.89

NOTE 17
EMPLOYEE BENEFIT EXPENSES

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
Salaries & Commission	0.71	-
Wages	3.75	0.75
Commission to Directors	-	-
TOTAL	4.46	0.75



NOTE 18
OTHER EXPENSES

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
A. FINANCE EXPENSES		
Bank Charges	0.01	0.00
Interest Paid	-	-
	0.01	493.00
B. ADMINISTRATIVE EXPENSES	In Rs.	In Rs.
Travelling & Conveyance		
Legal and Professional Charges	0.14	0.25
Payments to Auditors	0.08	0.07
Freight On Raw Material	0.22	0.25
Receivable written off	0.86	1.13
Professional Tax Paid	0.05	0.05
Income Tax Paid	-	0.03
Late on GST	0.00	0.06
Short & Excess Admin Exp	0.00	-
	1.36	1.82
C. MANUFACTURING EXPENSES		
Job work expenses	-	-
	1.37	494.82
TOTAL	1.37	494.82

PARTICULARS	As at	As at
	31.03.2022	31.03.2021
	In Rs.	In Rs.
- Audit Fees	0.00	0.07
TOTAL	0.00	0.07



DIFFUSION SUPER CONDITIONING SERVICES PVT. LTD.
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 9
FIXED ASSETS

Particulars	GROSS BLOCK								(Rs.in lacs)	
	As at	addition	Deduction	As at	Upto	For the	Deduction/	Upto	NET BLOCK	
	01.04.2021	Adjustmen	Adjustmen	31.03.2022	31.03.2021	Year	Adjustment	31.03.2022	As at	As at
									31.03.2022	31.03.2021
a) Tangible Assets										
Owned										
Plant & Equipment	4	-	-	4	4	0.00957	-	4	0	0
Furniture & Fixture	0	-	-	0	0	-	-	0	-	-
Sub-total	4	-	-	4	4	0.010	-	4	0	0
b) Intangible Assets :										
Softwares	1	-	-	1	1	0.01274	-	1	0	0
Sub-total	1	-	-	1	1	0.013	-	1	0	0
Total	4	-	-	4	4	0.02231	-	4	0	0
Previous Year	4	-	-	4	4	0.042	-	4	0	-



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 20 Related Party Disclosures :

A. List of Related Parties :
(As certified by the Company)

I. Key Management Personnel

Mr. Prashant Garg
Mrs. Chitra Garg

II. Holding Company

Diffusion Engineering Ltd

III. Fellow Subsidiaries

Nowelco Industries Ltd

B. Transactions with Related Parties :

(In Rs.)

Nature of transaction	Fellow Subsidiaries	Holding Company	Total
TRADE RECEIVABLE As On 31.03.2021 Diffusion Engineering Ltd		4.34 (9.10)	4.34 (9.10)
EXPENSES Purchases		5.09 (16.98)	5.09 (16.98)

NOTE 20.1 Figure in brackets represent Previous Year Figures

NOTE 21 Previous Year's figures have been reworked / regrouped / rearranged / reclassified wherever necessary to make them comparable with the current year.

For and on behalf of Board of Directors

As per our Report of even date attached.

Prashant Garg *Chitra Garg*
PRASHANT GARG CHITRA GARG
DIRECTOR DIRECTOR
DIN-00049106 DIN-01784644

For P. N. GUPTA
CHARTERED ACCOUNTANTS

P.N. Gupta
P. N. GUPTA
PROPRIETOR
M. No. 44161

Place: Nagpur
Date : 15/09/2021





P. N. GUPTA
CHARTERED ACCOUNTANT

OFFICE
GS-7, Priyanka Palace,
Congress Nagar,
Nagpur-440 012.
Tel. : 2453465 / 8788663582.
capngupta@gmail.com

RESIDENCE
Flat No. 201,
Bhupendra Palace,
Dhantoli, Nagpur-440 012
Tel. : 9823370209

DIFFUSION SUPER CONDITIONING SERVICES PRIVATE LIMITED

NOTES OF SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS FORMING PART OF STATEMENTS OF ACCOUNTS AS ON 31.03.2022

A. SIGNIFICANT ACCOUNTING POLICIES:

1. **BASIS OF ACCOUNTING:**

The Company follows the mercantile system of accounting. The accounts are prepared on historical cost basis, as a going concern, and are consistent with generally accepted accounting principles.

Significant items of Income & Expenditure are accounted for on accrual basis unless otherwise specifically stated.

Some other revenue expenses, the benefit from which is to accrue over an enduring length of time, are treated as Deferred Revenue Expenditure and appropriate portion thereof has been charged to Profit & Loss Account.

2. **REVENUE RECOGNITION:**

Revenue from the sale of goods are recognized upon passage of title to the customers which generally coincides with their delivery.

3. **FIXED ASSETS & DEPRECIATION:**

Fixed Assets are stated at cost net of CENVAT / Value Added Tax, rebates, less accumulated depreciation except Land & Site Development which is stated at cost.

Depreciation is provided on Written Down Value Method under Schedule II of Companies Act, 2013.

4. **INVENTORIES:**

Inventories are valued as follows: -

a) Finished Goods	-	At Cost
b) Raw Material & Packing Material	-	At Cost

5. **PROVISION FOR CURRENT AND DEFERRED TAX**

Provision for current tax is not made by the company during the year. Deferred tax resulting from "timing differences" between taxable and accounting income is accounted for using the tax rates that are enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable / virtual certainty that the asset will be realized in future.

6. **MISCELLANEOUS EXPENDITURE:**

All Expenditure, the benefit of which is spread over a number of years, are grouped here and are not amortized over a period due to the loss incurred during the year.

7. **CONTINGENT LIABILITIES:**

Contingent Liabilities are generally not provided for in the books of account. It was informed that the company does not foresee any contingent liability.

8. **GRANTS/SUBSIDIES:**

Capital Investment subsidy received under the Central/State Investment incentive scheme is





P. N. GUPTA
CHARTERED ACCOUNTANT

OFFICE
GS-7, Priyanka Palace,
Congress Nagar,
Nagpur-440 012
Tel. : 2453465 / 8788663582,
capngupta@gmail.com

RESIDENCE
Flat No. 201,
Bhupendra Palace,
Dhantoli, Nagpur-440 012
Tel. 9823370209

credited to Capital Investment Subsidy A/c under Reserve and Surplus and treated as part of shareholders funds.

B. NOTES ON ACCOUNTS:

9. There is no unsecured loan during the current financial Year.
10. Cash in hand as on 31.03.2022 could not be physically verified hence I have relied on the certificate from the management of the Company in this matter.
11. As per information and explanation given to me, there are no prior period items and change in accounting policies which affects the Balance Sheet and Profit & Loss Account materially.
12. On the basis of information available, the company does not owe sum exceeding Rs. 1.00 Lacs or interest as on 31st March 2022 for more than 30 days to any Small-Scale Industrial Undertaking. Since, the status of the suppliers cannot be exactly ascertained reporting in this regard is made on oral information received.
13. In the opinion of the board, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business and provision for all known liabilities is made in the accounts.
14. As explained to me, no provision for gratuity is made in the accounts as none of the employees have completed the qualifying period of service.
15. Balances of all the Sundry Debtors, Sundry Creditors are subject to Confirmation.
16. The closing stock has been valued as taken and certified by the management.
The valuation of finished goods is made at cost
17. Managerial Remuneration was paid during the year.
18. a) Previous year figures have been regrouped / rearranged wherever considered necessary.
b) Figures in brackets, as shown above, indicate previous year figures.

Signature to Notes '1' to '18'

As per my Report of even date attached


P N GUPTA
Chartered Accountant

Place: Nagpur

Date :-15/09/2022
UDIN:-22044161ATNBUI8743

Proprietor
(Mem. No. 044161)





DIFFUSION SUPER-CONDITIONING SERVICES PVT. LTD.

Regd. Off. : T-5 & 6, M.I.D.C., Hingna, NAGPUR - 440 016 (India)
Phone : +91 - 7104 - 232084, 234727, 320431, Fax : +91 - 7104 - 232085
E-mail : info@diffusionengineers.com, web site : www.diffusionengineers.com

NOTICE IS HEREBY GIVEN THAT THE 32nd ANNUAL GENERAL MEETING OF DIFFUSION SUPER CONDITIONING SERVICES PRIVATE LIMITED (CIN - U51503MH1990PTC124545) WILL BE HELD AT SHORTER NOTICE ON FRIDAY ON 30TH SEPTEMBER, 2022 AT THE REGISTERED OFFICE OF THE COMPANY AT T-5/6, MIDC, HINGANAIND AREA, NAGPUR AT 01.00 P.M TO TRANSACT THE FOLLOWING BUSINESS:-

To transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2022 and Balance Sheet as at that date together with the Reports of the Board of Directors and Auditors thereon.

**By order of the Board,
Diffusion Super Conditioning Services Private Limited**

PRASHANT GARG

Digitally signed by PRASHANT GARG
DN: c=IN, o=Personal,
2.5.4.20=f88e9c1d3c3b79e8d25d3dd
8fc8622bd6d99e9d588eac378b431
f984c6117c, postalCode=440025,
st=Maharashtra,
serialNumber=s8d3f890aa3ca5fcb2f
7c5a35dd9b7, cn=PRASHANT GARG
Date: 2022.09.15 16:06:58 +05'30'

**Prashant Garg
Director
DIN - 00049106**

**Date: -15th September, 2022.
Place: Nagpur.**

Notes:-

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his/her behalf and a proxy need not be a member of the Company.

**DIRECTOR'S REPORT**

Dear Members,

Your Directors are please to present the *31th Annual Report* together with the audited financial statement for the year ended *31st March, 2022*.

1. FINANCIAL HIGHLIGHTS

During the year under review, performance of your company as under:

(Rupees in Lakhs)

Particulars	Year ended 31 st March, 2022	Year ended 31 st March, 2021
Turnover	139.941	6.963
Profit/ (Loss) before taxation	2.794	0.990
Less: Tax Expenses	0.630	0.257
Profit/ (Loss) after taxation	2.163	0.733
Add: Balance B/F from the previous year	65.83	65.04
Balance Profit/ (Loss) C/F to the next year	67.99	65.83

2. REVIEW OF BUSINESS OPERATIONS

The turnover during the year is 139.941 Lakhs as compared with previous year of 6.963 Lakhs, the company earned net profit of 2.163 Lakhs

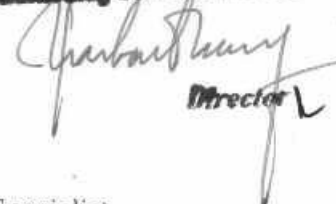
3. DIVIDEND

Your director's has not recommended any dividend on equity shares for the year under review.

4. AMOUNT TRANSFERRED TO RESERVES

The Board of the company do not wish to transfer any amount to Reserves.

Diffusion Super Conditioning Services Pvt. Ltd


Director

5. NUMBER OF BOARD MEETING & ATTENDANCE

Four Board Meetings were held during the financial year 2021 - 2022:

Sr. No	Date of meeting	Total No. of Directors on the date of meeting	No. of Directors attended	% of attendance
1.	05/07/2021	2	2	100
2	07/09/2021	2	2	100
3	17/12/2021	3	3	100
4	30/03/2022	3	3	100

6. CORPORATE GOVERNANCE

The company has been following best Corporate Governance practice, the management strives to protect the interest of all stakeholders in most transparent and fair manner.

7. DIRECTORS

Appointment

- Mrs Neelu Prashant Garg (DIN - 08337637) appointed as a director of the company w.e.f. 25th September 2021

8. EXTRACT OF ANNUAL RETURN

Since the Company doesn't have its website, we have not uploaded the 'Extract of Annual Return'.

9. HOLDING COMPANY

The company is a subsidiary company of Diffusion Engineers Limited (CIN-U99999MH2000PLC124154)

10. PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 186

There were no transactions related to loans, guarantees and investments under Section 186 of the Companies Act, 2013.

11. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions that were entered into during the financial year were on arm's length basis and were in ordinary course of business.

All related party transactions as required under Accounting Standard-18 are reported in *Note No. 20* of the financial statement

12. AUDITORS

At the Annual General Meeting held on 14th September 2019, M/s. P. N. Gupta, Chartered Accountants, Nagpur (Membership No 44161) was appointed as statutory auditors of the company for a period of five consecutive years. As per the provisions of Section 139 of the Companies Act, 2013, they have confirmed that they are not disqualified from continuing as Auditors of the company.

The auditor's report along with notes & schedules is a part of Annual Report. There has no qualifications, reservations or adverse remarks or disclaimer given by the Auditors in their report.

13. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

There were no cases reported during the year under review, hence no disclosure is required under the Act.

14. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

The requirements of Section 135 of the Companies Act, 2013 are not applicable to the company and hence no CSR Committee has formed.

15. RISK MANAGEMENT POLICY

Risk management is the process of identification, assessment and prioritization of risk followed by co-ordinated efforts to minimize, monitor and control the probability and impact of unfortunate events or to maximize the realization of opportunities. The company has been constantly assessing various risk factors and it has adequate risk review system.

16. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

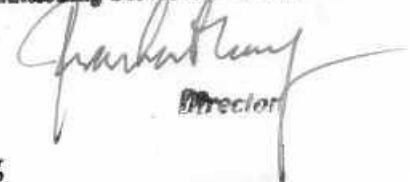
- a) in the preparation of the annual accounts for the financial year ended 31st March, 2022, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and 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 as at 31st March, 2022 and of the profit / loss of the Company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) 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.

17. ACKNOWLEDGMENT

Your Directors place on record their gratitude to government authorities, Bankers and all stakeholders for the assistance, co - operation and encouragement they extended to the Company. Your directors also wish to place on records their sincere thanks and appreciation to Employees at all levels for continuing support and unstinting efforts in ensuring an excellent all around operational performance.

For and on behalf of the Board of Directors of
Diffusion Super Conditioning Services Limited

Diffusion Super Conditioning Services Pvt. Ltd



Director

Place : Nagpur
Date : 15/09/2022

Prashant Garg
(DIN -00049106)
Director
3, Pawanbhoomi, Somalwada,
Wardha Road, Nagpur - 440 025