



2021

ANNUAL REPORT



DRA

Urban | Water | Efficiency

CORPORATE INFORMATION

CIN:

L93090MH2009PLC192183

CHAIRMAN & MANAGING DIRECTOR:

Mr. Dinesh Chhaganlal Rathi

INDEPENDENT DIRECTOR:

Mr. Jeetendra Chandrakant Nayak

Mr. Manavendra Jaypal

EXECUTIVE DIRECTOR:

Mrs. Uma Dinesh Rathi

NON- EXECUTIVE DIRECTOR:

Mr. Aditya Dinesh Rathi

Ms. Siddhi Dinesh Rathi

CHIEF FINANCIAL OFFICER:

Mr. Ravindra Ashok Gaikwad

**COMPANY SECRETARY & COMPLIANCE
OFFICER**

Ms. Ankita Navneet Daga

BANKER:

ICICI Bank Limited,
Nagpur

STATUTORY AUDITOR:

Amit Gharlute & Co.

Chartered Accountants, Nagpur

SECRETARIAL AUDITOR:

Kunal Dutt & Associates

Company Secretaries, Nagpur

REGISTERED OFFICE:

Plot No. 58, Ingole Nagar,
Wardha Road, Nagpur- 440005,
Maharashtra, India

Tel No.: 0712-2320240

E-Mail: investors@dra.net.in

Web: www.dra.net.in

REGISTRAR & TRANSFER AGENT:

Bigshare Services Pvt. Ltd

1st Floor, Bharat Tin Works Building, Opp.
Vasant Oasis, Makwana Road, Marol, Andheri
East, Mumbai, Maharashtra 400059

Tel No.: 022 6263 8200

Web: www.bigshareonline.com

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NOTICE

Notice is hereby given that **12th Annual General Meeting** of the members of **M/s. DRA Consultants Limited** will be held on **Thursday, 30th September, 2021** at 10.00 A.M. at the registered office of the Company situated at Plot No. 58, Ingole Nagar, Wardha Road, Nagpur- 440005 MH to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited financial statements of the Company for the Financial Year ended 31st March, 2021, together with Reports of the Board of Directors and the Auditors thereon.
2. To appoint Mr. Dinesh Rathi as, a Director, who retires by rotation and being eligible offer himself for re-appointment.
3. To appoint M/s. K N D & Associates, Chartered Accountants, Nagpur as the Statutory Auditors of the Company.

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modifications, or re - enactments thereof for the time being in force), M/s. K N D & Associates, Chartered Accountants, (ICAI Firm Registration no. 112180W) be and are hereby appointed as the Statutory Auditor of the Company for a term of five consecutive years to hold office from the conclusion of this 12th Annual General Meeting till the conclusion of 17th Annual General Meeting, at such remuneration plus out-of pocket expenses and applicable taxes, as may be fixed by the Board of Directors of the Company.”

Special Business:

4. **To re-appoint Mr. Dinesh Rathi, as Managing Director of the Company.**

To consider and if thought fit, pass, with or without modification(s), the following resolution as a Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and such other approvals, as may be necessary, the consent of the members of the Company be and is hereby accorded to the re-appointment of Mr. Dinesh Rathi (DIN: 01516715), as the Managing Director of the Company on existing terms and conditions for a further period of Five years with effect from 01st October, 2021 to 30th September, 2026, whose office would be liable to retire by rotation, if required.

RESOLVED THAT the terms of re-appointment, remuneration including perquisites payable to Mr. Dinesh Rathi, as Managing Director, shall be as under:

A. Period: 5 years from 01st October, 2021 to 30th September, 2026.

B. Salary: Rs. 150,000/- p.m. inclusive of all perquisites with effect from 01st October, 2021.

C. Overall Remuneration

The aggregate of salary and perquisites in any financial year shall not exceed the limits specified by the provisions of the Companies Act, 2013, read with Schedule V to the said Act as may for the time being, be in force.

D. Minimum Remuneration

In the event of loss or inadequacy of profits, the Executive Director shall be paid the same salary as mentioned in above and he shall also continue to enjoy all the perquisites as mentioned in above.

RESOLVED FURTHER THAT the Board of Directors of the Company including Board delegated Committee(s) thereof be and they are hereby authorized to alter and vary terms and conditions of appointment and/or remuneration subject to the provisions of Section 197 any other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company including Board delegated Committee(s) thereof be and they are hereby authorized to do or cause to be done in the name and at the cost of the Company all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to the aforesaid Resolution.”

5. Appointment of Mr. Anish Narendra Nashine (DIN: 09289733) as a Non-Executive Independent Director

To consider and if thought fit, to pass, with or without modification(s), the following resolution as and Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV to the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Anish Narendra Nashine (DIN : 09289733) a non-executive Director of the Company, who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company to hold office for a term commencing from 30th September, 2021 till the Annual General Meeting held for the calendar year 2026 and shall not be liable to retire by rotation hereinafter in accordance with the provisions of the Companies Act, 2013.”

6. Change in designation of Mr. Aditya Dinesh Rathi (DIN 08012021) from Non-Executive Director to Executive Director of the Company.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Articles of Association of the Company read with Section 152, 196 & 197 of the Companies Act, 2013 and all other applicable (Including any statutory modification or re-enactment thereof for the time being in force) and rules & regulations made there under, approval of the members of the company be and is hereby accorded to the change in designation of Mr. Aditya Dinesh Rathi (DIN 08012021) from Non- Executive Director to Executive Director of the company, liable to retire by rotation, effective from 01st October, 2021, as well as the payment of salary, (hereinafter referred to as "remuneration") of Rs. 30,000/- (Rupees Thirty Thousand only) per month.

"RESOLVED FURTHER THAT the above remuneration to be paid to Mr. Aditya Dinesh Rathi, shall be subject to the overall maximum managerial remuneration ceiling as per the provisions of the Section 197 of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 or such other limits as may be prescribed from time to time."

"RESOLVED FURTHER THAT Mr. Dinesh Rathi , Managing Director of the Company or any Director of the Company be and are hereby jointly and/or severally authorised to file the necessary e-forms with Registrar of Companies, Mumbai Maharashtra and to do all such acts and deeds as may be required to give effect to the above resolution."

Registered Office:

Plot No. 58, Ingole Nagar,
Wardha Road, Nagpur- 440005,
Maharashtra, India

By order of the Board

For DRA CONSULTANTS LIMITED

SD/-

Dinesh Rathi
Managing Director
01516715

Place: Nagpur

Date: 30th August 2021

NOTES

1. The **Register of Members and the Share Transfer Books** of the Company will remain **closed** from **Friday the 24th September 2021 to Thursday the 30th September, 2021** (both days inclusive) in connection with this AGM.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF, SUCH A PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceed fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. Member holding more than 10% of the total share capital of the Company is entitled to appoint a single proxy, who cannot be proxy of any other member.
3. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed, stamped and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf

of companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

During the period beginning 24 hours before the time fixed of the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of the notice in writing is given to the Company.

4. The relevant explanatory statement pursuant to Sec.102 of the Companies Act, 2013 is annexed hereto.
5. Members/proxies should bring the attendance slip duly filled in and signed for attending the meeting.
6. In case of joint holders attending the meeting only such joint holder who is higher in the order of name will be entitled to vote.
7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
8. The Securities and Exchange of India (SEBI) has mandated the submission of Permanent Account Number(PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the RTA.
9. Electronic copy of the Full Version of the notice of this AGM are being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes These members are requested to register their e-mail ids with the DP/RTA/Company. Full version of the Notice of this AGM is also available on the Company's website viz., www.dra.net.in/. Further in view of the CoVID-19 pandemic, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and SEBI vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and had provided relaxations to AGMs of companies thereby dispensing with the requirement of printing and dispatch of annual reports to shareholders.
10. **Electronic Voting(e-Voting)**
Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, the Company is pleased to offer e-voting facility to the members to cast their votes electronically on the Resolution set forth in the Notice convening this AGM. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again. The Company has engaged the services of National Securities Depository Limited (NSDL) for this purpose.

The instructions for shareholders voting electronically are as under:

- The remote e-voting period begins on on **27.09.2021 at 09.00 a.m. and ends on 29.09.2021 at 05.00 p.m.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **record date (cut-off date) i.e. 23.09.2021**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being, **23.09.2021**.
- The shareholders are requested to follow the below mentioned procedure to e-vote:

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

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





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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

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

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

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

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

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID

- (ii) for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

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

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

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

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

General Guidelines for shareholders

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc.

with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to kunaldutt9@gmail.com with a copy marked to evoting@nsdl.co.in.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

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

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@dra.net.in.
- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@dra.net.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
- Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
- Mr. Kunal Dutt, Practicing Company Secretary, (C.P.No.10188) Email id: kunaldutt9@gmail.com Mobile no. 8446459870 has been appointed as the Scrutinizer to scrutinize the e-voting as well as physical ballot process in a fair and transparent manner.
- The Scrutinizer shall within a period of not exceeding three (3) working days from the conclusion of the e- voting period unblock the votes in the presence of atleast two (2) witnesses not in the employment of the company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the company.
- The result shall be declared after remote E-voting and physical ballot after the AGM of the Company and the resolutions will be deemed to be passed on the date of AGM of the Company subject to the receipt of requisite number of votes in favour of the resolution. The results declared along with the Scrutinizer’s Report shall be placed on the Company’s

website www.dra.net.in and on the website of NSDL and communicated to the Stock Exchange.

- Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. 23.09.2021 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 23.09.2021 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
- All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 a.m. to 06.30 p.m.) Monday to Friday, except Holidays, upto and including the date of the Annual General Meeting of the Company.
- Shareholders seeking any information with regard to accounts are requested to write to the Company well in advance so as to enable the Management to reply.
- M/s. Bigshare Services Private Limited, Mumbai are the Registrars & Share Transfer Agents for dealing with electronic form of equity shares of the Company. The ISIN Code allotted to the Company is INR000001385.
- Shareholders/Proxies/Authorised Representatives are requested to affix their signatures at the space provided on the Attendance Slip and surrender the same at the AGM venue.
- Members/Proxies/Authorised Representatives are requested to bring the copy of the AGM Notice.

Registered Office:

Plot No. 58, Ingole Nagar,
Wardha Road, Nagpur- 440005,
Maharashtra, India

**By order of the Board
For DRA CONSULTANTS LIMITED**

SD/-

Dinesh Rathi
Managing Director
01516715

Place: Nagpur

Date: 30th August, 2021

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, ANNEXED TO THE NOTICE.

In conformity with the provisions of Section 102 of the Companies Act, 2013 and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, the following Explanatory Statement and annexure thereto setting out all material facts relating to the Special Businesses mentioned in the accompanying Notice, should be taken as forming part of this Notice.

ITEM NO. 4:

Mr. Dinesh Rath, is the promoter and Managing Director of the company. He has been appointed as the director since 2009 and designated as a Managing Director of the company with effect from July 02, 2016. Mr. Dinesh Rath, is an Engineer and is a member of Institute of Cost Accountant of India. He has guided the Company in growth to emerge as a leading consultant Company. He possesses valuable experience in this Industry of more than 25 years. Taking into consideration the increased business activities of the Company coupled with higher responsibilities cast on Mr. Dinesh Rath, the Board of Directors, on recommendation of the Nomination and Remuneration Committee of the Company, at its meeting has approved the re-appointment of Mr. Dinesh Rath, Managing Director, subject to the approval of shareholders, as set out in the resolution being item no. 4 of the accompanying notice w.e.f. 01st October, 2021, the reappointment of Mr. Dinesh Rath, as Managing Director was on the existing terms and conditions including remuneration as Managing Director of the Company.

Minimum Remuneration: Where in any financial year, during the currency of the tenure of Mr. Dinesh Rath, Managing Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration to him by way of salary, perquisites and allowances as specified in the resolution being item no. 4 of the accompanying notice as minimum remuneration, subject to the limits and conditions as prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time.

Out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which prescribes that in case of no profits or inadequate profits, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section II, subject to the following:-

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.
- (ii) There is no default in repayment of any of its debts or interest payable thereon.

The Nomination and Remuneration Committee at its meeting held on 10th August, 2021 has approved the above remuneration payable to Mr. Dinesh Rath, Managing Director of the Company. Further, the Company has not made any default in repayment of any of its debts or interest payable thereon.

Except the change above, all other terms and conditions of his appointment as Managing Director of the Company as approved by the members of the Company shall remain unchanged.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of Members.

None of the Directors and/or Key Managerial personnel of the company and their relatives, except Mr. Dinesh Rath (Managing Director), Mrs. Uma Rath (Executive Director), Ms. Siddhi Rath (Non-Executive Director), and Mr. Aditya Rath (Non-Executive Director) are in any way concerned or interested in the proposed appointment of Mr. Dinesh Rath as Managing Director of the company.

The Board commends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for the approval by the Members.

ITEM No. 5

The Company has received notice in writing from a member proposing the candidature of Mr. Anish Narendra Nashine (DIN : 09289733) as Independent Director of the Company. The appointment of Mr. Anish Narendra Nashine as Independent Director is for a period of five years commencing from the ensuing Annual General Meeting till the Annual General Meeting held for the calendar year 2026. Mr. Anish Narendra Nashine, has given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, Mr. Anish Narendra Nashine fulfills the conditions specified in the Act and the rules framed thereunder for appointment as Independent Director and he is independent of the management. In compliance with the provisions of section 149 read with Schedule IV of the Companies Act, 2013 the appointment of Mr. Anish Narendra Nashine as Independent Directors is now being placed before the Members for their approval.

All the relevant documents of the appointment of Mr. Anish Narendra Nashine as Independent Director of the Company shall be open for inspection by the Members at the Registered Office of the Company between 10:00 am to 1:00 pm on all working days, (Monday to Friday) except Saturdays, Sundays and holidays upto the date of Annual General Meeting and the same shall be available at the time of Annual General Meeting.

A brief profile of the Independent Director to be appointed is given below:

Mr. Anish Narendra Nashine is a Bachelor of Engineer (Civil) from VNIT, Nagpur having around 25 years' experience in the field of Construction and civil engineering.

None of the Directors and/or Key Managerial personnel of the company and their relatives are in any way concerned or interested in the proposed appointment of Mr. Anish Narendra Nashine as Independent Director of the company.

The Directors recommend the aforesaid resolution for the approval by the members as Ordinary Resolution.

ITEM NO. 6

The members are apprised that Mr. Aditya Rath was appointed as Non-Executive Director of the Company. Over the period he has acquired knowledge and technical skills in various projects including the Technical and Engineering Consultancy Services for Utilities like treatment for cement Plant of CG Cement at Sardeba Palpa Nepal and Pre-Clinkration and post- Clinkration of Jaykay Cem (central) Ltd. Plant at Panna, (MP).

The Nomination & Remuneration Committee and the Board of Directors in its respective meetings held are of the opinion that his active association with the company as an Executive Director would be in the

interest of the company. In this regard, the committee & the Board has proposed to appoint him as Executive Director of the company at a fixed remuneration of Rs. 30000/- (Rupees Thirty Thousand only) per month. The appointment of Mr. Aditya Rathi as such shall take effect from 01st Day of October, 2021 and requires the approval of the Shareholders of the company by way of Special Resolution passed in the general meeting as per the provisions of section 152, 196, 197 and other applicable provisions, if any, of the Companies Act, 2013. Based on the recommendation of the Nomination & Remuneration Committee & the Board, the matter is recommended to the shareholders for their approval for change in designation of Mr. Aditya Rathi from Non-Executive Director to Executive Director of the company at a fixed remuneration of Rs. 30000/- (Rupees Thirty Thousand only) per month.

None of the Directors and/or Key Managerial personnel of the company and their relatives, except Mr. Dinesh Rathi (Managing Director), Mrs. Uma Rathi (Executive Director), Ms. Siddhi Rathi (Non-Executive Director), are in any way concerned or interested in the proposed appointment of Mr. Aditya Rathi as Executive Director of the company.

The Directors recommend the aforesaid resolution for the approval by the members as Special Resolution.

ANNEXURE TO NOTICE

Details of the Director Seeking re-appointment at the 12th Annual general Meeting.

ANNEXURE OF ITEM NO : 02

ANNEXURE TO AGM NOTICE

The Statement of disclosures pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is as under:

Name of the Director	Mr. Dinesh Rathi	Mr. Aditya Rathi	Mr. Anish Narendra Nashine
Date of Birth	26 th January, 1967	02 th April, 1999	10 th May, 1967
Qualification	B.E (Industrial), ICWAI	B.E (Mechanical)	B.E (Civil) VNIT, Nagpur
Brief Resume of the Director	Financial Engineer having more than 25 years of experience in the field of Water supply and Sewerage. He has expertise in the Financial Structuring, reviewing and assessing the PPP project structure, risk and financing options of the project. He has expertise in Establishing project financial management system; Preparing financial management guidelines and operating instructions, preparing financial and accounts manuals, and other related financial documentation; He is also an expert in undertaking financial viability analysis.	B.E (Mechanical) has acquired knowledge and technical skills in various projects including the Technical and Engineering Consultancy Services for Utilities like treatment for cement Plant of CG Cement at Sardeba Palpa Nepal and Pre-Clinkration and post- Clinkration of Jaykay Cem (central) Ltd. Plant at Panna, (MP)	Over 25 years' experience in the fields of Construction and Civil Engineering
Expertise in Specific Functional Area	Developing performance based contracts on different model at water management projects in all cities. Contract management and Performance Monitoring of the contractor. Training,	C++, AutoCAD along with skills and knowledge of designing of compressed air and water supply system of a Cement Plant.	Construction and Civil Engineering

	Project Completion and Progress Report. PPP modality & its implementation. Bid documents on PPP mode. Prevailing models of PPP & its implementation in the project. Bid Evaluation and contract formulation		
Date of 1 st Appointment in the current designation	05.05.2009	12.12.2017	----
Shareholding in the Company (No. of Shares)	7929900	NIL	NIL
Directorships	<ul style="list-style-type: none"> • Dental Imaging Centre Pvt Ltd • RCR Engineering And Investments Pvt Ltd 	RCR Engineering And Investments Pvt Ltd	NIL
Memberships/Chairmanship of Committee of Other Companies	NIL	NIL	NIL
Inter-se relationship between Directors and other KMP's	Mrs. Uma Rathi – Wife Ms. Siddhi Rathi- Daughter Mr. Aditya Rathi-Son	Mr. Dinesh Rathi- Father Mrs. Uma Rathi – Mother Ms. Siddhi Rathi- Sister	NIL
Remuneration Last Drawn	Rs. 11,29,000/-	NIL	NIL

DIRECTORS' REPORT

To,
The Members,

Your Directors are pleased to present the **12th Annual Report** on the business and operations of the Company and the financial results for the year ended 31st March, 2021.

1. FINANCIAL PERFORMANCE (Amount in ₹)

PARTICULARS	2020-21	2019-20
Revenue from operations	151443334.00	204402928.03
Other Income	6534735.72	5751602.00
Total Expenditure	128466171.09	182425293.96
Finance Cost	1556864.61	856931.04
Depreciation	4596707.43	5265657.75
Profit before taxation	23358326.59	21606647.28
Tax Expenses	7211407.08	5084722.65
Net Profit	16146919.52	16521924.63

During the year under the review, Revenue from operations of the Company stood at Rs. 15.14 Crs. as against the turnover from operations of Rs. 20.44 Crs in the previous year. Net profit for the period stood at Rs. 1.61 Crs as against Rs. 1.65 Crs.in the previous year.

KEY PROJECTS:

- Consulting Services for Detailed Engineering Design and Supervision Services (DED) for KANO State Water Board, Kano Nigeria (French Development Agency (AFD) Support to the 3rd National Urban Water Sector Reform Project In Kano State)
- Consultancy for Utilities Engineering - Consultancy Services for Utilities i.e. Cooling and Process Water system, Compressed Air System, Fire Fighting, Drinking Water, Sewerage treatment for cement Plant (Pre-Clinkration and post- Clinkration of Jaykay Cem (central) Ltd. Plant at Panna, (MP)
- Consultancy for Design & Detailed Engineering, Selection of Equipment, Bill of Material, Assistance During and After Commissioning of Water System Engineering, Including Raw Water, Water Treatment, Drinking Water System and Fire Fighting System Covering Underground Coal Mines, etc. For Ultratech Cement - Bicharpur Coal Mines Project
- Consultancy services for preparation of comprehensive water supply and sewerage master plan for 2 Urban Sectors (South B and East A) of Nagpur Metropolitan region.
- Design and project management Consultancy services for capacity enhancement of Ravet pumping station and Nigadi Water Treatment Plant (WTP) by 100 MLD.

- Additional work under AMRUT of Project Management Consultancy for implementation and operation and maintenance of Continuous (24x7) Pressurized Water Supply system in 60% Area of Pimpri-Chinchwad Municipal Corporation.
- Project Management Consultancy for implementation of Continuous (24x7) Pressurized Water Supply system in 60% Area of Pimpri-Chinchwad Municipal Corporation O&M Phase.
- Energy Audit for pumping machineries equipment's instruments and electrical system in sewage Treatment Plant and sewage pump House in PCMC area.
- Consultancy Services for PPP Design and transaction support for interception and diversion works (I&D) and Sewage treatment Plant in Budhana and Muzaffarnagar in Uttar Pradesh.
- Consultancy Services for PPP Design and transaction support for interception and diversion works (I&D) and Sewage treatment Plant in Asansol, Burdwan and Durgapur Municipalities in West Bengal.
- Technical and Engineering Consultancy Services for Utilities i.e Water, Sewerage, Compressed air, cooling Process water system, Firefighting, Fuel Oil System and Power Plant of CG Cement at Sardeba Palpa Nepal.
- Consultancy Services Review and recommendations on utilities drawings of Mangrol L3 and reviews and recommendation on drawings of Nimbahera at JK Cement project.
- Project Management consultancy For Implementation of Continuous (24x7) Pressurized Water Supply system in 60% Area of Pimpri-Chinchwad Municipal Corporation.
- Project Management Services for Sourcing of Water from Andra Dam and Bhama Askhed Dam for Pimpri-Chinchwad City
- Project Management Consultancy Services for ABD Area Water Supply and Sewerage Network System Improvement Work Indore Smart City.
- Project Management Consultancy Services for Water Supply and Sewerage Improvement Works including SCADA for Indore Municipal Corporation under AMRUT Yojana Indore PMC.
- Implementation of 24X7 Water Supply Project for un-interrupted Water Supply and Reduction of Non-Revenue Water / Unaccounted-for Water with Improvement in Level of Services to the Consumers for Nagpur City through PPP.
- Project Management & Construction Supervision for Augmentation to Nagpur City Water Supply, Pench-IV Scheme for Nagpur Municipal Corporation – A Project Sanctioned under Jawaharlal Nehru National Urban Renewal Mission.
- Improvement and Revamping the existing Water Supply System including Water Audit, Consumers Survey, GIS Mapping, Measures to Reduce Non Revenue Water / Unaccounted-for Water, Achievement of Service Level Benchmark and Upgrading the System for Continuous (24X7) Water Supply to the command area of Ahmedabad Municipal Corporation

- Preparation of Detailed Project Report (Pre-Feasibility Report and Transactional Advisory Services) for Funding and O&M of 40 Electric Buses for Nagpur City under DHI FAME Scheme Phase II for Urban Transport System of Nagpur Municipal Corporation, Transport Department.

2. EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS

There are no significant material changes and commitments affecting financial position of the company between 31st March, 2021 and the date of Board's Report.

3. CHANGE IN THE NATURE OF BUSINESS, IF ANY

The company has not changed the nature of business during the financial year under review.

4. DIVIDEND

With a view to conserve the resources of the Company, Your Directors do not propose to recommend any dividend. These retained earnings can be utilized in future for financing expansion programmes and for meeting the fixed or working capital needs of the Company.

5. TRANSFER TO RESERVES

Your Company proposes to transfer Rs. 16146919.52/-to the General Reserve.

6. MEETINGS:

A. BOARD MEETINGS

During the year, Nine Board Meetings were held the details are as mentioned below:

SR. NO.	DATE OF MEETING	TOTAL NO OF DIRECTORS AS ON MEETING	ATTENDANCE
1.	25.06.2020	6	5
2.	30.06.2020	6	5
3.	17.08.2020	6	5
4.	28.08.2020	6	5
5.	12.11.2020	6	5
6.	30.11.2020	6	5
7.	07.12.2020	6	4
8.	13.01.2021	6	5
9.	22.03.2021	6	6

B. COMMITTEE MEETINGS:

• AUDIT COMMITTEE MEETINGS

During the year, Two Audit Committee Meetings were held the details are given as under:

Sr. No.	Date of meeting	Total no of directors as on meeting	Attendance
1	30.06.2020	3	3
2	12.11.2020	3	3

7. COMPOSITION OF COMMITTEES

The composition, terms of reference and other details of all Board level committees have been elaborated below:

A. AUDIT COMMITTEE

BRIEF DESCRIPTION AND TERMS OF REFERENCE

The role and terms of reference of the Audit Committee have been updated to be in line with Section 177 of the Companies Act, 2013 besides other terms as may be referred by the Board of Directors. The said Committee reviews reports of the Statutory Auditors and Internal Auditors periodically to discuss their findings and suggestions, internal control system, scope of audit, observations of the auditors and other related matters and reviews major Accounting policies followed by the Company.

COMPOSITION AND MEETING:

Composition of Audit Committee as on 31stMarch, 2021:

Name of the Director	Status in Committee	Nature of Directorship	Number of Meetings held during the Financial Year 2020-21	
			Held	Attended
Mr. Jeetendra Nayak	Chairman	Independent Director	3	3
Mr. Dinesh Rathi	Member	Chairman and Managing Director	3	3
Mr. Manavendra Jaypal	Member	Independent Director	3	3

B. NOMINATION AND REMUNERATION COMMITTEE

BRIEF DESCRIPTION AND TERMS OF REFERENCE

The objective of Nomination and Remuneration Committee is to assess the remuneration payable to the Managing Director/Whole Time Directors; sitting fee payable to the Non-Executive Directors; remuneration policy covering policies on remuneration payable to the senior executives.

COMPOSITION:

Composition of Nomination and Remuneration Committee as on 31stMarch, 2021

Name of the Director	Status in Committee	Nature of Directorship	Number of Meetings held during the Financial Year 2020-21	
			Held	Attended
Mr. Jeetendra Nayak	Chairman	Independent Director	1	1
Mr. Manavendra Jaypal	Member	Independent Director	1	1
Mr. Aditya Rathi	Member	Non- Executive Director	1	1

During the year, on 22.03.2021, Nomination and Remuneration Committee Meeting was held.

C. NOMINATION AND REMUNERATION POLICY

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The policy also lays down criteria for selection and appointment of Board Members. The details of this policy are given below:-

Criteria and Qualification for Nomination & Appointment

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

- A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient/ satisfactory for the concerned position.
- The Company shall not appoint or continue the employment of any person as Whole time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

Policy on Remuneration

The Company's Remuneration policy considers human resources as its invaluable assets. The Remuneration policy for all the employees are designed in a way to attract talented executives and remunerate them fairly and responsibly, this being a continuous ongoing exercise at each level in the organization.

The Remuneration of Directors should be in accordance with the provisions of the Companies Act, 2013 read with Schedule-V of the companies Act, 2013 as amended from time to time.

- To ensure that the level and components of remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMP and other employees of the quality required to run the Company successfully.
- No director/KMP/other employee are involved in deciding his or her own remuneration.
- The trend prevalent in the similar industry, nature and size of business are kept in view and given due weightage to arrive at a competitive quantum of remuneration.

- It is to be ensured that relationship of remuneration to the performance is clear & meets appropriate performance benchmarks which are unambiguously laid down and communicated.
- Improved performance should be rewarded by increase in remuneration and suitable authority for value addition in future.
- Provisions of all applicable laws with regard to making payment of remuneration to the Board of Directors, KMP and Senior Management, as maybe applicable from time to time, shall be complied.
- Whenever, there is any deviation from the Policy, the justification/reasons should also be indicated/ disclosed adequately.

Managing Director and Executive Directors

The Company remunerates its Managing Director and Executive Director's by way of salary, perquisites and allowances. Remuneration is paid within the limits recommended by the Nomination & Remuneration Committee and the Board and as approved by the shareholders within the stipulated limits of the Companies Act, 2013 and the Rules made thereunder. The remuneration paid to the Managing Director and the Executive Director's is determined keeping in view the industry benchmark and the relative performance of the Company to the industry performance.

Non-executive Directors

Non-executive Directors are presently not paid any remuneration. Your Company has not paid any sitting fees for attending the meeting of the Board and its Committees as per the provisions of the Companies Act, 2013 and the rules made thereunder. The Company, however, reimburses the expenses incurred by the Non -Executive Directors to attend the meetings.

Key Managerial Personnel and other senior employees

The remuneration of KMP and other employees largely consists of basic salary, perquisites, and allowances. Perquisites and retirement benefits are paid according to the Company policy. The components of the total remuneration vary for different grades and are governed by the industry pattern, qualification & experience/merits, performance of each employee. The Company while deciding the remuneration package takes into consideration current employment scenario and remuneration package of the industry and its peer group.

D. STAKEHOLDER'S RELATIONSHIP COMMITTEE

BRIEF DESCRIPTION AND TERMS OF REFERENCE

The Board has delegated the powers to a committee to approve transfer/transmission of shares, considering and resolving the grievances, to oversee the performance of the Registrar & Share Transfer Agent, Oversee the implementation and compliance of the Code of Conduct adopted by the Company for prevention of Insider Trading and to attend all other matters related thereto:

COMPOSITION:

Composition of Stakeholder's Relationship Committee as on 31st March, 2021:

Name of the Director	Status in Committee	Nature of Directorship
Mr. Jeetendra Nayak	Chairman	Independent Director

Name of the Director	Status in Committee	Nature of Directorship
Mr. Manavendra Jaypal	Member	Independent Director
Ms. Aditya Rathi	Member	Non- Executive Director

During the period no meetings were held.

E. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The company has not crossed the threshold limit as prescribed under section 135 of the Companies Act, 2013, hence has not been constituted the Corporate Social Responsibility Committee for the year.

8. DIRECTORS AND KEY MANAGERIAL PERSONS:

A. COMPOSITION OF THE BOARD:

Sr. No.	Name of the Director	Designation	Appointment	Resignation
1.	Mr. Dinesh Chhaganlal Rathi	Managing Director	05.05.2009	----
2.	Mrs. Uma Dinesh Rathi	Executive Director	05.05.2009	----
3.	Ms. Siddhi Dinesh Rathi	Non-Executive Director	25.08.2016	----
4.	Mr. Jeetendra Chandrakant Nayak	Independent Director	25.06.2016	----
5.	Mr. Manavendra Jaypal	Independent Director	16.08.2018	----
6.	Mr. Aditya Dinesh Rathi	Non-Executive Director	12.12.2017	----

-Retirement by Rotation

Pursuant to provisions of the Companies Act, 2013, Mr. Dinesh Rathi (DIN: 01516715) Director will retire at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment.

-Change in designation

On 22.03.2021 Siddhi Rathi's designation changed from Executive Director to Non-Executive Director.

B. COMPOSITION OF KEY MANAGERIAL PERSONNEL

The details of the Key Managerial personnel of the Company are as tabled below:

Sr. No.	Key Managerial personnel	Designation	Appointment	Resignation
1	Ms. Ankita N Daga	Company Secretary	04.07.2016	-----
2	Mr. Ravindra Ashok Gaikwad	Chief Financial Officer	05.03.2020	-----

9. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Company has received declarations from all the Independent Directors of the Company as per the provisions of Section 149 subsection (7) of the Companies Act, 2013, confirming that they meet the criteria of independence as prescribed both under Section 149 sub-section (6) of the Companies Act, 2013 read with the Rule 4 of Companies (Appointment and Qualification of Directors) Rule, 2014 and the SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015.

10. RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Further, enclosing Form AOC-2 in "ANNEXURE I"

11. CHANGES IN SHARE CAPITAL

There was no Change in the Share Capital structure of the Company. The Share Capital structure at March 31, 2021 stood as mentioned below:

PARTICULARS	NO. OF SHARES	SHARE CAPITAL (IN RS.)
Authorised Share Capital	12000000	Rs. 12,00,00,000/-
Paid up Share Capital	10970000	Rs. 109700000/-

12. VIGIL MECHANISM

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior, the Company has adopted a Vigil mechanism/Whistle Blower Policy.

The Vigil (Whistle Blower) Mechanism aims to provide a channel to the Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Code of Conduct policy.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards, the Company encourages its employees who have genuine concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment.

The mechanism provides for adequate safe-guards against victimization of Directors and employees to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.

13. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134 (5) of the Companies Act, 2013, the Directors confirm that:

- a) in the preparation of the annual accounts for the year ended 31st March, 2021 the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 31st March, 2021 and of the loss of the company for that period.
- c) the Directors have 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 have prepared the annual accounts for the period ended 31st March, 2021 on a going concern basis.
- e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Your Company has no subsidiaries, joint ventures and associate companies during the year.

15. EXTRACT OF ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in Form MGT-9 as a part of this Annual Report is in “**ANNEXURE II**”.

16. PARTICULARS OF EMPLOYEES

The details pursuant to Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed as **ANNEXURE – III**.

Further during the year under review, none of the employees were entitled to receive remuneration exceeding the prescribed limit set under Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

17. REGISTRAR AND TRANSFER AGENT

The Board had appointed M/s. Bigshare Services Private Limited as Registrar and Transfer Agent (RTA) at their meeting held on 25th August, 2016. The Company’s Registrar & Share Transfer

Agents, M/s. Bigshare Services Private Limited is fully equipped to carry out the transfers of shares and redress Investor complaints.

18. AUDITORS

A. STATUTORY AUDITORS:

The term of Five years of M/s Amit Gharlute & Co., Chartered Accountants, Nagpur will expire on the conclusion of the 12th Annual General Meeting of the Company. In this regard, the Audit Committee, the Board of Directors of the Company have recommended that M/s. K N D & Associates, Chartered Accountants, (ICAI Firm Registration no. 112180W) may be appointed as the Statutory Auditor of the Company for a term of five consecutive years to hold office from the conclusion of this 12th Annual General Meeting till the conclusion of 17th Annual General Meeting, at such remuneration plus out of pocket expenses and applicable taxes, as may be fixed by the Board of Directors of the Company of the Company.

M/s. K N D & Associates, Chartered Accountants, (ICAI Firm Registration no. 112180W) have conveyed their consent to be appointed as the Statutory Auditor of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under companies Act, 2013 and rules made thereunder. Accordingly Ordinary resolution is submitted to the meeting for consideration and approval of the members. None of the Directors, KMP(s) or their relatives, in any way, concerned or interested in the said resolution.

AUDITOR'S REPORT:

The Report given by the Auditors on the financial statements of the Company is part of the Annual Report. There is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report. However, the Report is self-explanatory and does not require any comments or clarification.

B. SECRETARIAL AUDITOR

The Board has appointed M/s. Kunal Dutt & Associates, Practicing Company Secretaries, to conduct Secretarial Audit of the Company for the financial year ended 31st March, 2021 in compliance with the provisions of Section 204 of the Companies Act, 2013.

The report of the Secretarial Audit Report in Form MR-3 is enclosed as “**ANNEXURE IV**” to this Report.

C. INTERNAL AUDITOR

In accordance with the provisions of Section 138 of the Act and rules made thereunder, the Board of Directors of the Company has appointed M/s D N Tonpe & Co. Chartered Accountant Registration No. 111019W as an Internal Auditor to conduct the Internal Audit of the Company.

The Board has appointed M/s D N Tonpe & Co., Chartered Accountant (FRN: 111019W) as Internal Auditor to conduct the Internal audit of your Company for the financial year 2021-22.

19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Rule 8 of the Companies (Accounts) Rules, 2014 is annexed and marked “ANNEXURE V” and forms part of this Report.

20. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has effective ‘internal financial controls’ that ensure an orderly and efficient conduct of its business, including adherence to Company’s policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information.

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

No significant or material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future during the year under review.

22. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments in the business operations of the Company from the Financial Year ended 31st March, 2021 to the date of signing of the Director's Report.

23. PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:

Your Company has not given any loan or guarantee to any person or body corporate nor invested in anybody corporate during the Financial Year under review pursuant to Section 186 of Companies Act, 2013.

24. RISK MANAGEMENT

The Board has formally adopted steps for framing, implementing and monitoring the risk management plan for the Company by way of Risk Management Policy. The Board is very vigilant in working and also have proper internal control systems to minimize the operational and business risk. Company also encourages Whistle Blower system in the company.

25. FORMAL ANNUAL EVALUATION

Your Company has devised a Policy for selection of Directors, determining independence of Directors and for performance evaluation of Independent Directors, Board, Committees and other individual Directors which include criteria for performance evaluation of the non-executive directors and executive directors.

26. DECLARATION WITH THE COMPLIANCE WITH THE CODE OF CONDUCT BY MEMBERS OF THE BOARD AND SENIOR MANAGEMENT PERSONNEL

The Company has complied with the requirements about code of conduct for Board members and Sr. Management Personnel.

27. MECHANISM FOR BOARD EVALUATION

SEBI (LODR) Regulations, 2015 states that the board shall monitor and review the board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. The Schedule IV of the Companies act, 2013 states that the performance evaluation of the independent directors shall be done by the entire Board of Directors, excluding the Director being evaluated.

The Directors evaluation was broadly based on the parameters such as understanding of the Company's vision and objective, skills, knowledge and experience, participation and attendance in Board/ Committee meetings; governance and contribution to strategy; interpersonal skills etc. The Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as evaluation of the working of its Board Committees. A meeting of the Independent Directors was also held which reviewed the performance of Non-Independent Directors, Chairman and the quality, quantity and time lines of flow of information between the Company management and Board.

28. CORPORATE GOVERNANCE

Since the Company has listed its securities on SME platform of BSE Limited during the year under review, the provisions of Corporate Governance as specified in regulations of SEBI (LODR) Regulation, 2015 are not applicable to the Company for the financial year ended 31st March 2021.

29. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 (SHWWA):

Your Company is committed to providing a work environment that is professional and mature, free from animosity and one that reinforces the value of integrity that includes respect for the individual. The Company has always believed in providing a safe and harassment free workplace for every individual working in the Company's premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. All employees are treated with dignity with a view to maintain a work environment free of sexual harassment whether physical, verbal or psychological. The Policy aims to develop a harmonious and productive working environment free from sexual harassment. The Company also ensures all allegations of sexual harassment are investigated and dealt with effectively and appropriately.

30. SECRETARIAL STANDARDS

Your company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOS referred to in this Report
4. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries as the company has no subsidiaries.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

ACKNOWLEDGMENT

The Board of Directors are pleased to place on record their appreciation of the co-operation and support extended by ICICI Bank Limited, various State and Central Government agencies, Stock Exchange and other Agencies. The Board would like to thank the Company's shareholders, Customers, Service providers for the support and the confidence, which they have reposed in its management. The Board also wishes to place on record its highest appreciation of the valuable services rendered by all the employees of the Company.

**For and on behalf of the Board of Directors
For DRA Consultants Limited**

	Sd/-	Sd/-
	Dinesh Rathi	Uma Rathi
Place: Nagpur	(Managing Director)	(Executive Director)
Date: 30th August, 2021	(DIN: 01516715)	(DIN: 02578611)

INDEPENDENT AUDITOR'S REPORT

To the Members of

DRA Consultants Limited.

Opinion

We have audited the financial statements of DRA Consultants Limited, which comprise the balance sheet as at 31st March 2021, and the statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Management's Responsibility for Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company

and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease Operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("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 paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from the branches not visited by us.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls are applicable to Company as per

Notification issued by MCA under Companies Act, 2013 which specified in **Annexure B** of the Audit Report.

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For AMIT GHARLUTE & CO.
Chartered Accountants

- Sd -

CA. AMIT GHARLUTE
Proprietor

Membership No. 137851

Firm Reg. No.: 133252W

UDIN: 21137851AAAADP7408

Nagpur, 30th June 2021

ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

The Annexure referred to in our Independent Auditors’ Report to the members of the Company on the financial statements for the year ended 31 March 2021, we report that:

- i.
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) As explained to us, fixed assets, according to the practice of the company, The Fixed Assets have been physically verified by the management in a phased manner, designed to, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
 - c) The Title deeds of immovable properties are held in the name of the Company.
- ii. The company does not have inventory; hence clause 4(ii) of the order is not applicable to the company.
- iii. In respect of loans, secured or unsecured Loan granted by the company to Companies ,firms or other relatives covered in Register under Section 189 of the Companies Act ,2013 according to the information and explanations given to us :
 - a) During the year, The Company has not granted any unsecured Loans to parties covered in the register maintained under section 189 the Companies Act, 2013 (‘the Act’).
- iv. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- vii.
 - (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable.
 - b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

- viii.** In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks.
- ix.** Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and Term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- x.** Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- xi.** Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- xii.** In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- xiii.** In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv.** Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- xv.** Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- xvi.** In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon

Nagpur, 30th June 2021

**For AMIT GHARLUTE & CO.
Chartered Accountants**

- Sd -

**CA. AMIT GHARLUTE
Proprietor**

Membership No. 137851

Firm Reg. No.: 133252W

UDIN: 21137851AAAADP7408

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF DRA CONSULTANTS LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of DRA Consultants Limited as of 31-Mar-2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence, we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting

principles. A company's internal financial control over financial reporting includes those policies and procedures that

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31-Mar-2021.

For AMIT GHARLUTE & CO.
Chartered Accountants
 - Sd -

CA. AMIT GHARLUTE
Proprietor
Membership No. 137851
 Firm Reg. No.: 133252W
 UDIN: 21137851AAAADP7408

Nagpur, 30th June 2021

M/S DRA CONSULTANTS LTD., NAGPUR
BALANCE SHEET AS AT 31st MARCH 2021

(AMOUNT IN Rs.)

PARTICULARS		NOTE NO.		31-03-2021	31-03-2020
A. EQUITY AND LIABILITIES					
1	Shareholder's Funds				
	(a) Share Capital	1		109700000.00	109700000.00
	(b) Reserves and Surplus	2		133926871.10	117779951.58
2	Non-Current Liabilities				
	(a) Long-term Borrowings	2A		0.00	97176.50
	(b) Deferred Tax Liabilities (Net)			0.00	0.00
	(c) Other Long Term Liabilities			0.00	0.00
	(d) Long Term Provisions			0.00	0.00
3	Current Liabilities				
	(a) Short Term Borrowings	3		0.00	0.00
	(b) Trade Payables	4		31930300.65	17129170.15
	(c) Other Current Liabilities				0.00
	(d) Short Term Provisions	5		34634338.73	40898060.73
Total :				310191510.48	285604358.96
B. ASSETS					
1	Non-Current Assets				
	(a) Fixed assets				
	(i) Tangible assets	6		74937854.65	9443096.08
	(ii) Intangible assets			-	0.00
	(iii) Capital work-in-progress			-	0.00
	(iv) Intangible assets under development			-	0.00
	(b) Non-current investments	7		88991204.60	118757348.03
	(c) Long term loans and advances	8		12565412.00	8775152.00
	(d) Other non-current assets	9		116800.64	3109405.91
Total (1)				176611271.89	140085002.02
2	Current Assets				
	(a) Current investments			-	0.00
	(b) Inventories			-	0.00
	(c) Trade receivables	10		71810917.15	71891629.48
	(d) Cash and cash equivalents	11		18769999.89	7542157.41
	(e) Short-term loans and advances	12		42999321.55	66085570.05

(f) Other current assets			-	0.00
		Total (2)	133580238.59	145519356.94
		Total (1+2)	310191510.48	285604358.96

The accompanying notes 1 to 20 form an integral part of the Financial Statements

On Behalf of the Board

As Per Our Report of Even Date Attached

- Sd -

Dinesh Rathi

Managing Director

DIN: 01516715

- Sd -

Uma Rathi

Director

DIN:02578611

For Amit Gharlute & Co.

Chartered Accountants

F.R.N. : 133252W

- Sd -

[CA AMIT P. GHARLUTE]

PROPRIETOR

Mem. No. : 137851

UDIN: 21137851AAAADP7408

- Sd -

Ravindra Gaikwad

Chief Financial Officer

- Sd -

Ankita Daga

Company Secretary

Date: 30.06.2021

Place : Nagpur

M/S DRA CONSULTANTS LTD., NAGPUR

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

(AMOUNT IN Rs.)

PARTICULARS		NOTE NO.	31-03-2021	31-03-2020
I	Revenue from operations	13	151443334.00	204402928.03
II	Other Income	14	6534735.72	5751602.00
III	Total Revenue (I +II)		157978069.72	210154530.03
IV	Expenses:			
	Cost of materials consumed		-	-
	Purchase of Stock-in-Trade		-	-
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	-
	Employee benefit Expenses	15	44582571.00	61187627.00
	Financial costs	16	1556864.61	856931.04
	Depreciation and amortization expense		4596707.43	5265657.75
	Other expenses	17	83883600.09	121237666.96
	Total Expenses(IV)		134619743.13	188547882.75
V	Profit before exceptional and extraordinary items and tax	(III - IV)	23358326.59	21606647.28
VI	Exceptional Items		-	-
VII	Profit before extraordinary items and tax	(V - VI)	23358326.59	21606647.28
VIII	Extraordinary Items		-	-
IX	Profit before tax	(VII - VIII)	23358326.59	21606647.28
X	Tax Expense:			
	(1) Current tax		5878824.00	5437961.00
	(2) Deferred tax		1332583.08	(353238.35)
XI	Profit(Loss) from the period from continuing operations	(VII-VIII)	16146919.52	16521924.63
XII	Profit/(Loss) from discontinuing operations		-	-
XIII	Tax expense of discounting operations		-	-
XIV	Profit/(Loss) from Discontinuing operations	(XII - XIII)	-	-
XV	Profit/(Loss) for the period	(XI + XIV)	16146919.52	16521924.63

XVI	Earning per equity share:			
	(1) Basic	18	1.47	1.51
	(2) Diluted		1.47	1.51

The accompanying notes 1 to 20 form an integral part of the Financial Statements

On Behalf of the Board

As Per Our Report of Even Date Attached

- Sd -
Dinesh Rathi
 Managing Director
 DIN: 01516715

- Sd -
Uma Rathi
 Director
 DIN: 02578611

For Amit Gharlute & Co.
Chartered Accountants
F.R.N. : 133252W

- Sd -

- Sd -
Ravindra Gaikwad
 Chief Financial Officer
Date: 30.06.2021

- Sd -
Ankita Daga
 Company Secretary
Place : Nagpur

[CA AMIT P. GHARLUTE]
PROPRIETOR
Mem. No. : 137851
UDIN: 21137851AAAADP7408

M/S DRA CONSULTANTS LTD., NAGPUR
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

NOTE - `1' : SHARE CAPITAL :

SR. NO.	PARTICULARS		AMOUNT AS AT 31/03/2021	AMOUNT AS AT 31/03/2020
	AUTHORISED CAPITAL 12000000 Equity Shares of Rs.10/- each		120000000	120000000
	ISSUED, SUBSCRIBED AND PAID UP CAPITAL 10970000 Equity shares of Rs.10/- each fully paid up		109700000	109700000
		TOTAL :	109700000.00	109700000

NOTE - `1(A)' : RECONCILIATION OF THE EQUITY SHARES OUTSTANDING AT THE BEGINNING AND AT THE END OF THE REPORTING PERIOD:

SR. NO.	PARTICULARS	AS AT 31/03/2021		AS AT 31/03/2020	
		NO.	AMOUNT	NO.	AMOUNT
(i)	Shareholders outstanding at the beginning of the year	10970000	109700000	10970000	109700000
(ii)	Add : Shares issued during the year	0	0.00	0	0.00
(iii)	Less : Shares bought back during the year	0	0.00	0	0.00
(iv)	Shares outstanding at the end of the year	10970000	109700000	10970000	109700000

NOTE - `1(B)' : DETAILS OF SHAREHOLDERS HOLDING MORE THEN 5 PERCENT EQUITY SHARES IN THE COMPANY:

SR. NO.	PARTICULARS	AS AT 31/03/2021		AS AT 31/03/2020	
		NO.	% OF HOLDING	NO.	% OF HOLDING
(i)	Dinesh Chhaganlal Rath	7929900	72.29%	7929900	72.29%

M/S DRA CONSULTANTS LTD., NAGPUR
CASH FLOW STATEMENT AS ON 31st MARCH, 2021

(Amount in Rs.)

	Particulars	As At 31/03/2021	As At 31/03/2020
(A)	<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
	Net Profit/ (Loss) before tax as per Profit & Loss A/c	2,33,58,327	2,16,06,647
	<u>Adjusted For</u>		
	Bad Debt and Other Deduction	27,33,187	73,25,666
	Depreciation	45,96,707	52,65,658
	Direct taxes paid (including TDS) / Refund		
	Pre-operative Expenses written off	-	-
	Preliminary Expenses written off	16,60,022	16,60,022
	Operating profit before working capital changes	2,96,15,056	2,85,32,327
	<u>Adjusted For</u>		
	Increase / (Decrease) in Current Liabilities	26,58,585	(1,25,63,365)
	Increase in Loans & Advances	(37,90,260)	(30,44,150)
	Decrease in current assets	2,31,66,961	1,49,06,971
	<u>Net cash used in Operating Activities</u>	5,16,50,342	2,78,31,784
	-		
(B)	<u>CASH FLOW FROM INVESTING ACTIVITIES :</u>		
	Investment In Equity Shares		
	Decrease in non current Investment	-	
	Investment in fixed asset	7,00,91,466	(27,53,194)
	Sale of Assets		
	(Increase)/Decrease in Fixed Deposit	2,97,66,143	(4,23,44,458)
	<u>Net Cash used in Investing Activities</u>	(4,03,25,323)	(4,50,97,652)
(C)	<u>CASH FLOW FROM FINANCING ACTIVITIES :</u>		
	Secured Loans	(97,177)	(11,14,098)
	Finance expenses incurred during the year		-
	Increase In Share Capital	-	-
	Reduction In Reserve & Surplus	-	(33,560)
	<u>Net Cash generated from Financing Activities</u>	(97,177)	(11,47,658)
	Net Increase/(Decrease) in Cash and Cash Equivalents	1,12,27,842	(1,84,13,526)

	Opening Balance of Cash and Cash Equivalents	75,42,157	2,59,55,683
	Closing Balance of Cash and Cash Equivalents	1,87,70,000	75,42,157
		1,12,27,842	(1,84,13,526)

On Behalf of the Board

- Sd -
Dinesh Rathi
 Managing Director
 DIN: 01516715

- Sd -
Uma Rathi
 Director
 DIN: 02578611

For AMIT GHARLUTE & CO.
Chartered Accountants
F.R.N. : 133252W

- Sd -

- Sd -
Ravindra Gaikwad
 Chief Financial Officer
Date: 30.06.2021

- Sd -
Ankita Daga
 Company Secretary
Place : Nagpur

[CA. AMIT GHARLUTE]
Proprietor
Mem. No. : 137851
UDIN: 21137851AAAADP7408

DRA CONSULTANTS LIMITED. NAGPUR

(A) SIGNIFICANT ACCOUNTING POLICIES

1. Company Overview

The company was incorporated in May 2009 with an objective to provide consultancy services in the field of engineering, infrastructure development, water supply, sewerage, energy saving etc.

The company is engaged in providing consultancy services in energy saving, infrastructure development and water supply projects to its clients, which mainly comprise of the Cement Plants and Municipal Corporations.

2. Basis of preparation

The accompanying financial statements have been prepared under the historical cost convention, in accordance with Indian Generally Accepted Accounting Principles under the historical cost convention on the accrual basis and as per the provisions of the Companies Act, 2013, except where otherwise stated.

3. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the periods in which the results are known/materialize.

4. Fixed Assets

Fixed Assets are stated at cost less accumulated depreciation. Cost includes all expenses incurred to bring the assets to its present location and condition.

5. Depreciation

Depreciation on Fixed Assets is provided as per Schedule II of Companies Act 2013. The estimated life in case of Motor Cars & Vehicles has been taken at 15 years instead of 8 years. The estimated life of 15 years is ascertained on the basis of life of vehicles as taken by Motor Vehicle Department, Maharashtra State.

6. Investment

The Investment in Fixed Deposits of bank is valued at the cost plus interest accrued upto the date of financial statements.

7. Revenue Recognition

Service Contract & Sales

Revenue is recognized on completion of professional contracts or on realisation of the same in part to that extent as per terms and conditions of the Professional Contract.

8. Taxation

Current Income tax expenses comprise taxes on income from operation in India. Income tax payable in India is determined in accordance with provision of the Income tax Act 1961.

9. Retirement Benefits

Company's contribution to Provident Fund is charged to Profit & Loss Account every month. Gratuity is accounted on payment basis.

10. Others

Previous year figures have been regrouped & rearranged where necessary.

Sundry Debtors, Sundry Creditors, Loans & Advances, all other debit & credit account balances are subject to confirmation from parties & reconciliation, if any.

Professional Receipts are shown inclusive of Service Tax and Goods and Service Tax in the Profit & Loss Account.

On Behalf of the Board

- Sd -
Dinesh Rathi
Managing Director
DIN: 01516715

- Sd -
Ravindra Gaikwad
Chief Financial Officer
Date: 30/06/2021

- Sd -
Uma Rathi
Director
DIN: 02578611

- Sd -
Ankita Daga
Company Secretary
Place : Nagpur

As Per Our Report of Even Date Attached For AMIT GHARLUTE & CO.

Chartered Accountants
F.R.N. : 133252W

- Sd -
[CA. AMIT GHARLUTE]
Proprietor
Mem. No. : 137851

M/S DRA CONSULTANTS LTD., NAGPUR

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

SR.NO	PARTICULARS		AMOUNT AS AT 31/03/2021	AMOUNT AS AT 31/03/2020
	NOTE - `2' : RESERVES & SURPLUS :			
(i)	Profit & Loss A/c As per last Balance Sheet Less : Appropriation Add: Profit for the year		117779951.58 16146919.52	101291586.95 -33560.00 16521924.63
		TOTAL	133926871.10	117779951.58
	NON CURRENT LIABILITIES			
	NOTE - `2A' : LONG TERM BORROWINGS :			
(i)	Secured Loans ICICI Ford Car Loan		0.00	97176.50
		TOTAL	0.00	97176.50
	CURRENT LIABILITIES			
	NOTE - `3' : SHORT TERM BORROWINGS :			
(i)	Secured Loans ICICI-OD(2180)		0.00	0.00
		TOTAL	0.00	0.00
	NOTE - `4' : TRADE PAYABLES :			
	Sundry Creditors & Other Credit Balances		31930300.65	17129170.15
		TOTAL	31930300.65	17129170.15
	NOTE - `5' : SHORT TERM PROVISIONS :			
	(a) Provisions			
	Provision for Income Tax		30200039.73	36117939.73
	Salary Payable		3866129.00	4529615.00
	EPF Payable		95087.00	105924.00
	ESIC Payable		16167.00	18107.00
	Profession Tax Payable		22500.00	26475.00

	TDS Payable		434416.00	100000.00
		TOTAL	34634338.73	40898060.73
	NOTE - '7' : NON CURRENT INVESTMENTS :			
	FDR with Banks		60849550.00	89582930.00
	FDR with SBI		0.00	0.00
	Mutual Fund		28066654.60	29099418.03
	Others in Demat A/c.		75000.00	75000.00
	FDR with UBI		0.00	0.00
	FDR ICICI Bank		0.00	0.00
		TOTAL	88991204.60	118757348.03
	NOTE-'8' : LONG TERM LOANS AND ADVANCES :			
	(a) Security Deposit			
	EMD		9576364.00	5786104.00
	Security Deposit (MSEDCL)		5970.00	5970.00
	BSE Deposit		296000.00	296000.00
	Rent Deposit		2452000.00	2452000.00
	VAT Deposit		25000.00	25000.00
	Security Deposit (PCMC Project)		28150.00	28150.00
	Security Deposit (Indore)		80000.00	80000.00
	Security Deposit (Stem)		101928.00	101928.00
		TOTAL	12565412.00	8775152.00
	NOTE - '9' : OTHER NON CURRENT ASSETS			
	(a) Preliminary Expenses			
	(To the extent not written off)		1660022.20	3320044.40
	Incurred during the year		0.00	0.00
	Less : Written off		(1660022.20)	(1660022.20)
	(b) Deferred Tax Asset		116800.64	1449383.71
		TOTAL	116800.64	3109405.91
	NOTE - '10' : TRADE RECEIVABLES :			
	(a) Sundry Debtors & Other Debit Balance		71810917.15	71891629.48
		TOTAL	71810917.15	71891629.48

NOTE - '11' : CASH AND CASH EQUIVALENTS :				
(a) Cash and Bank Balances :				
Cash in Hand		26588.62	412577.49	
Bank Balances :				
ICICI Bank (624205011804)		100000.00	100000.00	
ICICI Bank -488		5025.17	4599.17	
ICICI Bank -596		54501.79	38230.92	
ICICI Bank -517		1522062.43	1416879.15	
ICICI-OD(2180)		15828710.54	3159363.46	
State Bank of India-111		114242.98	1551101.98	
State Bank of India-3959		385882.50	386531.50	
ICICI Bank -012		106496.62	115390.32	
ICICI Bank -014		37822.50	21468.82	
Union Bank of India		329244.24	73640.60	
State Bank of India-Trust		259422.50	262374.00	
	TOTAL	18769999.89	7542157.41	
NOTE - '12' : SHORT TERM LOANS & ADVANCES :				
(a) Loans & Advances to Related Parties				
(b) Others				
TDS		3878643.00	3878643.00	
TDS Receivable F.Y.2018-19		20370198.05	40667379.05	
TCS		32156.00	32156.00	
TDS Receivable F.Y.2019-20		7318302.00	21449392.00	
TDS Receivable A.Y.2020-21		11393022.50	0.00	
Interest Receivable on FDR		0.00	0.00	
Advances to Sub Contractors		0.00	0.00	
Other Advances (Site)		0.00	0.00	
Vidarbha Infotech Pvt. Ltd.		0.00	0.00	
Prashant Ugemuge		0.00	0.00	
Salary Advances		7000.00	58000.00	
	TOTAL	42999321.55	66085570.05	
NOTE - 13' : REVENUE FROM OPERATION :				
Professional Receipts		151443334.00	204402928.03	
	TOTAL	151443334.00	204402928.03	

NOTE - 14' : OTHER INCOME :				
	Interest Received & Accrued		4660428.00	5591142.00
	Misc. Receipts		429000.00	10500.00
	Profit on Redemption of Mutual Fund		656307.72	149960.00
	Interest on IT Refund		789000.00	0.00
		TOTAL	6534735.72	5751602.00
NOTE - `15' : EMPLOYEE BENEFIT EXPENSES :				
	Salary & Bonus		42800569.00	58240283.00
	Remuneration to Directors		1724000.00	2940000.00
	Staff Welfare		58002.00	7344.00
		TOTAL	44582571.00	61187627.00
NOTE - `16' : FINANCE COST :				
	Bank Interest & Charges		137928.40	856931.04
	Loan Processing fees		413000.00	0.00
	Bank Guarantee charges		1005936.21	0.00
		TOTAL	1556864.61	856931.04
NOTE - `17' : OTHER EXPENSES :				
	Advertisement Expenses		14605.00	49843.00
	Audit Fees		170000.00	173000.00
	Bad Debts/Write offs		2733187.20	7325665.55
	Director's Expenses		0.00	0.00
	Deduction By Clients		6757641.25	9973357.50
	Donation		62000.00	301100.00
	Loss on Redemption of Mutual Fund		0.00	3172829.20
	Seminar & Training Expenses		3490407.00	4431722.58
	Electricity Expenses		136751.96	470450.00
	Insurance		879211.29	1434055.00
	Interest On TDS		32285.00	27960.00
	Interest On OD		17686.00	0.00
	Interest On Vehicle Loan		683.50	60222.40
	Legal Expenses		131432.00	345890.00
	Membership & Subscription		70000.00	79680.00

	Office Expenses		761370.81	1506924.64
	Payment to Sub-Contractor		28345134.00	31986961.00
	Postage & Courier		35673.00	54711.00
	Preliminary Expenses W/o		1660022.20	1660022.20
	Printing & Stationery		662236.00	1261051.00
	Professional Charges		16998004.00	33261097.00
	Rent Rate & Taxes		7262000.00	5261049.00
	Repair & Maintenance		1260201.65	872389.00
	GST & Cess		1797601.00	2716417.36
	Site Expenses		5897523.12	7480515.31
	Telephone & Internet Expenses		384735.20	386333.00
	Tender Expenses		313913.78	109273.00
	Tours & Travelling		4009295.13	6835148.22
		TOTAL	83883600.09	121237666.96
	NOTE - `18' : EARNING PER SHARE :			
(i)	Net Profit / (Loss) for calculation of Basic EPS		16146919.52	16521924.63
(ii)	Weighted average number of equity shares in calculating basic EPS		10970000.00	10970000.00
(iii)	Earning per share Basic		1.47	1.51
(iv)	Face Value per Equity share		10.00	10.00
	NOTE - `19' : RELATED PARTY DISCLOSURES :			
1	Dinesh Rathi			
	Remuneration		1129000.00	1440000.00
	Rent		1350000.00	1800000.00
	Purchase of Property		65000000.00	0.00
2	Uma Rathi			
	Remuneration		520000.00	1200000.00
3	DRA CADD Technologies			
	Payment & Advance to Sub Contractors		18000000.00	17227354.00

4	Dinesh Rathi & Associates Professional Payment		450000.00	0.00
5	Siddhi Rathi Training Expenses Remuneration		3482407.00 75000.00	4403722.58 300000.00

Note : Related Parties Transaction Prepared by Management and Relied upon by an Auditors

1	NOTE - '20' : AUDITORS REMUNERATION			
	Auditor Remuneration		31.03.2021	31.03.2020
	Statutory Audit Fees		50000.00	50000.00

M/S DRA CONSULTANTS LTD., NAGPUR

NOTE - 'G' DETAILS OF FIXED ASSETS AS AT 31/03/2021

P A R T I C U L A R S	GROSS BLOCK			DEPRECIATION			NET BLOCK		Rate for opening WDV		
	BALANCE AS ON 01-04-2020	ADDITION DURING THE YEAR	SALE/TRF. DURING THE YEAR	BALANCE AS ON 31/03/2021	UP TO 01-04-2020	DURING THE YEAR	ADJUSTMENT ON SALE/TRF.	TOTAL		BALANCE AS ON 31-03-2021	CLOSING BALANCE 31-03-2020
Office Building	0.00	68970600.00	0	68970600.00	0	975510.49	0	975510.49	67995089.51	0	0.00%
PLANT AND MACHINERY											
a. Car	5760399.00	0.00	0.00	5760399.00	3287629.27	773235.10	0.00	4060864.36	1699534.64	2472769.73	31.27%
b. Site Equipment	6374570.09	46572.00	0.00	6421142.09	4059450.42	604769.13	0.00	4664219.55	1756922.54	2315119.67	25.89%
c. Generator	932784.00	0.00	0.00	932784.00	546739.10	69874.13	0.00	616613.23	316170.77	386044.90	18.10%
d. Computer	7852517.92	355860.00	0.00	8208377.92	7173715.65	493794.45	0.00	7667510.10	540867.82	678802.27	63.16%
e. Office Equipments	5605683.19	92655.00	0.00	5698338.19	4799938.86	383389.60	0.00	5183328.46	515009.73	805744.33	45.07%
f. Air Conditioner	1734762.00	0.00	0.00	1734762.00	1408721.57	146946.42	0.00	1555667.99	179094.01	326040.43	45.07%
g. Bicycle	81920.00	0.00	0.00	81920.00	22543.87	15372.48	0.00	37916.35	44003.65	59376.13	25.89%
h. Refrigerator	20000.00	0.00	0.00	20000.00	9203.93	4865.79	0.00	14069.72	5930.28	10796.07	45.07%
i. Cooler	84205.00	0.00	0.00	84205.00	65826.11	5203.59	0.00	71029.70	13175.30	18378.89	28.31%
j. Solar Equipment	346450.00	0.00	0.00	346450.00	110386.93	42727.42	0.00	153114.34	193335.66	236063.07	18.10%
k. Plotter	136017.00	0.00	0.00	136017.00	36498.30	18012.88	0.00	54511.19	81505.81	99518.70	18.10%
l. Xerox Machine	102936.00	0.00	0.00	102936.00	97960.42	2242.49	0.00	100202.91	2733.09	4975.58	45.07%
m. Software	7607705.00	548818.00	0.00	8156523.00	5740179.34	996977.55	0.00	6737156.89	1419366.11	1867525.66	52.71%
n. mobile	0.00	10999.00	0.00	10999.00	0.00	2912.00	0.00	2912.00	8087.00		63.16%
o. Printer	0.00	65962.00	0.00	65962.00	0.00	18947.47	0.00	18947.47	47014.53		63.16%
FURNITURE AND FIXTURES											
a. Furniture & Fixtures	1667672.00	0.00	0.00	1667672.00	1505731.36	41926.43	0.00	1547657.80	120014.20	161940.64	25.89%
TOTAL :	38307621.20	70091466.00	0.00	108399087.20	28864525.12	4596707.43	0.00	33461232.55	74937854.65	9443096.08	

Additions During the Year (FY 2020-21)

Particulars	Date of Purchase	Amount	Useful Life as per Companies Act		Dep. Rate	Residual Value	No. of Days	Dep. For the year	WDV as on 31/03/21
Building	15/12/2020	68970600.00	60		4.87%		106	9,75,510.49	
Computer	15-09-2020	1,15,000	3		63.16%	5,750.00	198	39,401.26	75,598.74
Computer	11-01-2021	97,000	3		63.16%	4,850.00	80	13,427.92	83,572.08
Computer	09-02-2021	54,870	3		63.16%	2,743.50	51	4,842.31	50,027.69
Computer	12-02-2021	88,990	3		63.16%	4,449.50	48	7,391.45	81,598.55
Total		3,55,860						65,063	2,90,797
Mobile	30-10-2020	10,999	3		63.16%	549.95	153	2,912.00	8,087.00
Office Equipments	18-09-2020	69,999	5		45.07%	3,499.95	195	16,855.44	53,143.56
Office Equipments	01-12-2020	22,656	5		45.07%	1,132.80	121	3,385.18	19,270.82
Total		92,655						20,241	72,414
Printer	17-10-2020	65,962	3		63.16%	3,298.10	166	18,947.47	47,014.53
Site Equipments	07-09-2020	24,072	10		25.89%	1,203.60	206	3,517.37	20,554.63
Site Equipments	05-12-2020	22,500	10		25.89%	1,125.00	117	1,867.27	20,632.73
Total		46,572						5,384.65	41,187.35
Software	21-04-2020	4,42,500	100		2.95%	22,125.00	345	12,343.93	4,30,156.07
Software	08-03-2021	1,06,318	100		2.95%	5,315.90	24	206.32	1,06,111.68
Total		5,48,818						12,550.25	5,36,267.75

ANNEXURE INDEX

Annexure Number	Details of annexure
I	FORM AOC 2 RELATED PARTY TRANSACTIONS
II	ANNUAL RETURN EXTRACTS IN MGT 9
III	PARTICULARS OF EMPLOYEES
IV	SECRETARIAL AUDIT REPORT
V	DETAILS OF CONSERVATION OF ENERGY

“ANNEXURE – I”

FORM AOC - 2

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

Form for disclosure of particulars of contracts/arrangements entered by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions thereto:

1. List of related parties and description of relationship:

Sr. No.	Description of relationship	Names of related parties
1	Associate Concern	DRA CADD Technologies
		Dinesh Rathi & Associates
2	Key Management Personnel	Dinesh Rathi
		Uma Dinesh Rathi
		Siddhi Rathi

2. Transactions made during the year with the related parties:

a. Associate concerns

During the year under consideration, there was no transactions with the associate concern

Sr. No.	Name of the Key Management Personnel	Nature of Transaction	Amount (in Rs.)
1.	DRA CADD Technologies	Payment & Advance to Sub Contractors	Rs. 18000000.00/-
	Dinesh Rathi & Associates	Professional Payment	Rs. 450000.00/-

B. Key Management Personnel

Sr. No.	Name of the Key Management Personnel	Nature of Transaction	Amount (in Rs.)
1.	Dinesh Rathi	Remuneration	Rs. 1129000.00/-
		Rent	Rs. 1350000.00/-
		Purchase of Property *	Rs. 65000000.00/-
2.	Uma Rathi	Remuneration	Rs. 520000.00/-
3.	Siddhi Rathi	Remuneration	Rs. 75000.00/-
		Training Expenses	Rs. 3482407.00/-

*The Shareholders at their meeting held on 20th April, 2020 has approved related party transaction under section 188 of the Companies Act, 2013 and Regulation 23 OF SEBI (LODR) Regulations, 2015 of transfer of immovable property of Mr. Dinesh Rathi, Managing Director to the Company M/s. DRA Consultants Limited for a consideration of Rs. 6.50 Crs.

**For and on behalf of the Board of Directors
For DRA Consultants Limited**

Sd/-

**Dinesh Rathi
(Managing Director)
(DIN: 01516715)**

Sd/-

**Uma Rathi
(Executive Director)
(DIN: 02578611)**

Place: Nagpur

Date: 30th August, 2021

**ANNEXURE-II
FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31.03.2021

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

I. REGISTRATION AND OTHER DETAILS:

- i) **CIN** L93090MH2009PLC192183
- ii) **Registration Date** 05-05-09
- iii) **Name of the Company** DRA CONSULTANTS LIMITED
- iv) **Category / Sub-Category of the Company** Company- Limited by Shares & having Share Capital
- v) **Address of the Registered office and contact details** PLOT NO. 58, INGOLE NAGAR, WARDHA ROAD, NAGPUR MH 440005 IN
Tel. No. 0712-3027575, **Fax:** 0712-3027527 **E-mail:** investors@dra.net.in
- vi) **Whether listed company Yes / No** **Yes:** Shares listed on BSE SME Platform
- vii) **Name, Address and Contact details of Registrar and Transfer Agent, if any** **BIGSHARES SERVICES PRIVATE LIMITED**
Add:E2,ansa Industrial Estate, Sakivihar Road,Sakinaka, Andheri (E), Mumbai-400072. **Tel.:** 022 4043 0200
Fax:022 2847 5207

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main Products/Services	NIC Code of the Product/ Service	% to Total Turnover of the Company
1	Management Consultancy Services	70200	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -NIL

Sr. No.	Name and Address of the Company	CIN/GL N	Holding/Subsidiary/Associate	% of Shares Held	Applicable Section
None					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders		No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	Promoters									
1	Indian									
a)	Individual/Huf	8009998	0	8009998	73.017	8009998	0	8009998	73.017	0.00
b)	Central Govt.	0	0	0	0	0	0	0	0	0.00
c)	State Govt.(s)	0	0	0	0	0	0	0	0	0.00
d)	Bodies Corp.	0	0	0	0	0	0	0	0	0.00
e)	Banks/F.I.	0	0	0	0	0	0	0	0	0.00
f)	Any Others	0	0	0	0	0	0	0	0	0.00
	Sub-Total (A) (1):-	8009998	0	8009998	73.017	8009998	0	8009998	73.017	0.00
2	Foreign									
a)	NRIs- Individuals	0	0	0	0	0	0	0	0	0.00
b)	Other- Individuals	0	0	0	0	0	0	0	0	0.00
c)	Bodies Corp.	0	0	0	0	0	0	0	0	0.00
d)	Banks/F.I.	0	0	0	0	0	0	0	0	0.00
e)	Any Others	0	0	0	0	0	0	0	0	0.00
	Sub-Total (A) (2):-	0	0	0	0	0	0	0	0	0.00
Total Shareholding of Promotor (A)=(A)(1)+(B)(2)		8009998	0	8009998	73.017	8009998	0	8009998	73.02	0.00
B.	Public									
1	Institutions									
a)	Mutual Funds	0	0	0	0	0	0	0	0	0.00
b)	Banks/F.I.	0	0	0	0	0	0	0	0	0.00
c)	Central Govt.	0	0	0	0	0	0	0	0	0.00
d)	State Govt.(s)	0	0	0	0	0	0	0	0	0.00
e)	Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
f)	Insurance Companies	0	0	0	0	0	0	0	0	0.00
g)	FII's	0	0	0	0	0	0	0	0	0.00
h)	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
i)	Others (Specify)	0	0	0	0	0	0	0	0	0.00
	Sub-Total (B)(1):-	0	0	0	0	0	0	0	0	0.00
2	Non-Institutions	0	0	0	0	0	0	0	0	0.00
a)	Bodies Corp.									
i)	Indian	212500	0	212500	1.94	212500	0	212500	1.94	0.00
ii)	Overseas	0	0	0	0	0	0	0	0	0.00
b)	Individuals									
Individual Shareholders holding nominal share capital :										
i)	upto Rs. 2 Lakh	1327501	1	1327502	12.10	1255001	1	1255002	11.44	-0.66
ii)	in excess of Rs. 2 Lakh	1110000	0	1110000	10.12	1245000	0	1245000	11.35	1.23
c)	Others Specify	0	0	0	0.00	0	0	0	0.00	0.00
	HUF	220000	0	220000	2.01	217500	0	217500	1.98	-0.02
	Overseas	0	0	0	0.00	0	0	0	0.00	0.00
	Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
	Clearing Members	60000	0	60000	0.55	0	0	0	0.00	-0.55
	Trusts	0	0	0	0.00	0	0	0	0.00	0.00
	Foreign Bodies - D R	0	0	0	0.00	0	0	0	0.00	0.00
	Non resident	30000	0	30000	0.27	30000	0	30000	0.27	0.27
	Sub-Total(B)(2):-	2960001	1	2960002	26.98	2960001	1	2960002	26.98	0.00

	Total Public Shareholding (B)=(B)(1)+(B)(2)	2960001	1	2960002	26.98	2960001	1	2960002	26.98	0.00
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0.00
	Grand Total (A+B+C)	10969999	1	10970000	100.00	10969999	1	10970000	100.00	0.00

(ii) Shareholding of Promoters:

Sr. No.	Shareholder's Name	Share holding at the beginning of the year			Share holding at the end of the year			% Change in share holding during the year
		No. of Shares of Rs. 100/- each	% of total Shares of the Company	% of Shares Pledged/Encumbered to total Shares	No. of Shares of Rs. 10/- each	% of total Shares of the Company	% of Shares Pledged/Encumbered to total Shares	
1	Mr. Dinesh Chhaganlal Rathi	7929900	72.29	0	7929900	72.29	0	0.00
2	Mrs. Uma Dinesh Rathi	80095	0.73	0	80095	0.73	0	0.00
3	Mrs. Ramkali Chhaganlal Rathi	1	0.00	0	1	0.00	0	0
4	Mrs. Tulsibai Bhagwatdas Bhutda	1	0.00	0	1	0.00	0	0
5	Ms. Siddhi Dinesh Rathi	1	0.00	0	1	0.00	0	0
	TOTAL	8009998	73.02	0	8009998	73.02	0	100

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

Sr.No.	Name of the Promoters	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Shares of the Company	No. of Shares	% of Shares of the Company
1	Mr. Dinesh Chhaganlal Rathi				
	At the beginning of the year	7929900	72.29	7929900	72.29
	No allotment/ transfer/ transmission has taken place				
	At the End of the year	7929900	72.29	7929900	72.29
2	Mrs. Uma Dinesh Rathi				
	At the beginning of the year	80095	0.73	80095	0.73
	No allotment/ transfer/ transmission has taken place	0	0	0	0
	At the End of the year	80095	0.73	80095	0.73
3	Mrs. Ramkali Chhaganlal Rathi				
	At the beginning of the year	1	0	1	0
	No allotment/ transfer/ transmission has taken place	0	0	0	0
	At the End of the year	1	0	1	0
4	Mrs. Tulsibai Bhagwatdas Bhutda				
	At the beginning of the year	1	0	1	0
	No allotment/ transfer/ transmission has taken place	0	0	0	0
	At the End of the year	1	0	1	0
5	Ms. Siddhi Dinesh Rathi				
	At the beginning of the year	1	0	1	0
	No allotment/ transfer/ transmission has taken place	0	0	0	0
	At the End of the year	1	0	1	0

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

Sr.No.	Name of Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Shares of the Company	No. of Shares	% of Shares of the Company
1	KAILASH CHANDRA KABRA Folio No. Client ID : 1201090001536508				
	At the beginning of the year	120000	1.09	120000	1.09
	Transaction during the year (purchase or sale)	30000	0.27	30000	0.27
	At the End of the year	150000	1.37	150000	1.37
2	MADHAVI BHASKAR Folio No. Client ID:1201180000014097				
	At the beginning of the year	35000	0.32	35000	0.32
	Transaction during the year (purchase or sale)	80000	0.73	80000	0.73
	At the End of the year	115000	1.05	115000	1.05
3	SHYAMSUNDER KISANGOPAL LAKHANI Folio No. Client ID:1206590000081225				
	At the beginning of the year	40000	0.36	40000	0.36
	Transaction during the year (purchase or sale)	67500	0.62	67500	0.62
	At the End of the year	107500	0.98	107500	0.98
4	SANJAYKUMAR SARAWAGI Folio No. Client ID : IN30246110012890				
	At the beginning of the year	50000	0.46	62500	0.57
	Transaction during the year (purchase or -sale)	27500	0.25	0	0.00
	At the End of the year	77500	0.71	62500	0.57
5	ARYAN FOOD PRODUCTS PRIVATE LIMITED Folio No. Client ID: IN30051314103089				
	At the beginning of the year	75000	0.68	75000	0.68
	Transaction during the year (purchase or sale)	0	0.00	0	0.00
	At the End of the year	75000	0.68	75000	0.68
6	USHA GUPTA Folio No. Client ID : 1203230002586383				
	At the beginning of the year	62500	0.57	62500	0.57
	Transaction during the year (purchase or sale)	0	0.00	0	0.00
	At the End of the year	62500	0.57	62500	0.57
7	PADMA AJEETBHAI BHANDARI Folio No. Client ID : IN30160410042983				
	At the beginning of the year	57500	0.52	57500	0.52
	Transaction during the year	0	0.00	0	0.00
	At the End of the year	57500	0.52	57500	0.52
8	ARPANA MANISH TAORI Folio No. Client ID : 1201350000096911				
	At the beginning of the year	52500	0.48	52500	0.48
	Transaction during the year (purchase or sale)	0	0	0	0
	At the End of the year	52500	0.48	52500	0.48
9	PANTOMATH FINANCE PRIVATE LIMITED Folio No. Client ID : IN30160412361058				
	At the beginning of the year	0	0	0	0
	Transaction during the year (purchase or sale)	50000	0.45	50000	0.45
	At the End of the year	50000	0.45	50000	0.45
10	PRITTY DEVI SARAWAGI Folio No. Client ID: IN30246110012875				
	At the beginning of the year	67500	0.62	67500	0.62
	Transaction during the year (purchase or sale)	-20000	-0.18	-20000	-0.18
	At the End of the year	47500	0.43	47500	0.43

(v) Shareholding of Directors and Key Managerial Personnel :-

Sr.No.	Name of the Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Shares	No. of Shares	% of Shares
1	Mr. Dinesh Chhaganlal Rathi : Managing Director				
	At the beginning of the year	7920000	72.29	7920000	72.29
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	7920000	72.29	7929900	72.29
2	Mrs. Uma Dinesh Rathi: Executive Director				
	At the beginning of the year	80095	0.73	80095	0.73
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	80095	0.73	80095	0.73
3	Ms. Siddhi Dinesh Rathi: Executive Director				
	At the beginning of the year	1	0	1	0
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	1	0	1	0
4	Mr. Aditya Dinesh Rathi: Non Executive Director				
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	0	0	0	0
5	Mr. Jeetendra Chandrakant Nayak: Independent Director				
	At the beginning of the year	0	0	0	0
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	0	0	0	0
6	Mr. Mahendra Jaypal: Independent Director				
	At the beginning of the year	0	0	0	0
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	0	0	0	0
7	Mr. Ravindra Ashok Gaikwad: Chief Financial Officer				
	At the beginning of the year	0	0	0	0
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	0	0	0	0
8	Ms. Ankita Navneet Daga: Company Secretary & Compliance Officer				
	At the beginning of the year	0	0	0	0
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	0	0	0	0

V. INDEBTEDNESS

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

		Secured loan excluding	Unsecured loan	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year					
i)	Principal Amount	97176.50	0.00	0.00	97176.50
ii)	Interest due but not Paid	0.00	0.00	0.00	0.00
iii)	Interest accrued but not due	0.00	0.00	0.00	0.00
	Total (i+ii+iii)	97176.50	0.00	0.00	97176.50
Change in Indebtedness during the financial year					
	* Addition	0.00	0.00	0.00	0.00
	* Reduction	-97176.50	0.00	0.00	-97176.50
	Net Change	-97176.50	0.00	0.00	-97176.50
Indebtedness at the end of the financial year					
i)	Principal Amount	0.00	0.00	0.00	0.00
ii)	Interest due but not Paid	0.00	0.00	0.00	0.00
iii)	Interest accrued but not due	0.00	0.00	0.00	0.00
	Total (i+ii+iii)	0.00	0.00	0.00	0.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Mr. Dinesh Rathi	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1129000.00	1129000.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	0.00	0.00
2	Stock Option	0.00	0.00
3	Sweat Equity	0.00	0.00
4	Commission	0.00	0.00
	-as % of profit		
	- others, specify...		
5	Others, please specify	0.00	0.00
	Total (A)	1129000.00	1129000.00
	Ceiling as per the Act	10% of net profits of the Company	

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Independent Directors		
3	Independent Directors	jeetendra Nayak	Mahendra Jaypal	
	Date of Appointment	25.06.2016	16.08.2018	
	* Fee for attending board committee meetings	0.00	0.00	
	* Commission	0.00	0.00	
	* Others, please specify	0.00	0.00	
	Total (1)	0.00	0.00	
4	Other Directors	Executive Director		Non-Executive Director
		Uma Rathi	Siddhi Rathi	Aditya Rathi
	* Remuneration	520000.00	75000.00	0.00
	* Commission	0.00	0.00	0.00
	* Others, please specify	0.00	0.00	0.00
	Total (2)	520000.00	75000.00	0.00
	Total (B)=(1+2)	520000.00	75000.00	0.00
	Total Managerial Remuneration	595000.00		
	Overall Ceiling as per the Act	11% of net profits of the Company		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WT

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
1	Gross salary	Ankita Daga	Ravindra Gaikwad	
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	220000.00	286000.00	506000.00
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00	0.00
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0.00	0.00	0.00
2	Stock Option	0.00	0.00	0.00
3	Sweat Equity	0.00	0.00	0.00
4	Commission	0.00	0.00	0.00
	-as % of profit	0.00	0.00	0.00
	- others, specify...	0.00	0.00	0.00
5	Others, please specify	0.00	0.00	0.00
	Total	220000.00	286000.00	506000.00

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

Date:- 30.08.2021

Place:- Nagpur

Sd/-
Mr. Dinesh Rathi
Managing Director
DIN 01516715

Sd/-
Mrs. Uma Rathi
Executive Director
DIN 02578611

ANNEXURE III

PARTICULARS OF EMPLOYEES

Remuneration Paid to Managing Director and Executive Director

Name of the Director & Designation	Remuneration in the F Y.			*Ratio of Remuneration to MRE	Ratio of Remuneration	
	20-21 <in Lakhs	19-20 <in Lakh	% of Increase/decrease from Pre Year		Revenue	Net Profit
Mr. Dinesh Rathi [Managing Director]	11.29	14.40	Decreased by 22%	2.84 times	0.0075 times	0.0699 times
Mr. Uma Dinesh Rathi [Executive Director]	5.20	12.00	Decreased by 57%	1.30 times	0.0034 times	0.0322 times
Ms. Siddhi Dinesh Rathi*	0.75	3.00	Decreased by 75%	0.18	Negligible	Negligible

*Siddhi Dinesh Rathi- designation changed from Executive Director to non- Executive Director on 22nd March, 2021.

*Median Remuneration Employee

Remuneration to other Key Managerial Personnel (KMP)

Name of the Director & Designation	Remuneration in the F Y.			*Ratio of Remuneration to MRE	Ratio of Remuneration	
	20-21 <in Lakhs	19-20 <in Lakh	% of Increase/decrease from Pre Year		Revenue	Net Profit
Mr. Ravindra Ashok* Gaikwad [CFO]	1.86	--	--	0.72 times	Negligible	Negligible
Ms. Ankita Daga [Company Secretary]	2.20	2.20	Constant	0.55 times	Negligible	Negligible

* Ravindra Ashok Gaikwad was appointed CFO on 05.03.2020

Based on annualized salary and rounded off to two decimals

The Median Remuneration of Employees (MRE) was Rs. 33091.00/- p.m

1. In the financial year, there was decrease of 5.45% in the median remuneration employees.
2. There are 123 permanent Employees on the Rolls of the Company as on 31st March, 2021.
3. Variations in the market capitalization of the Company:
 - a. The Market Capitalization as on 31st March, 2021 is Rs. 9.98 Crores
 - b. Price earnings ratio of the Company as on 31st March, 2021 is 6.19 times.
4. Percentage increase or decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer- The closing

price of the company's equity shares on BSE as on 31st March, 2021 is Rs. 9.1/- representing a 17.27% of decrease over the IPO price of Rs. 11/- per share.

5. The key parameters for the variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee.

6. The remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:

- Sharad Mehendale- 16.80Lakhs p.a.

7. It is hereby confirmed that the remuneration is as per the remuneration policy of the Company.

**For and on behalf of the Board of Directors
For DRA Consultants Limited**

Sd/-

Sd/-

**Place : Nagpur
Date : 30th August, 2021**

**Dinesh Rathi
(Managing Director)
(DIN : 01516715)**

**Uma Rathi
(Executive Director)
(DIN : 02578611)**

**ANNEXURE IV
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2021**

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

To,
The Members,
DRA Consultants Limited,
Plot No. 58, Ingole Nagar,
Wardha Road, Nagpur- 440005,
Maharashtra, India

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DRA Consultants Limited** (hereinafter called the “**Company**”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon. Based on my/our verification of books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31st March, 2021**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

A. I, have examined the books, papers, minute books, forms and returns filed and other records maintained by **DRA Consultants Limited** (“The Company”) for the financial year ended **31st March, 2021** according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowing.
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
6. Other Laws applicable specifically to the Company, identified and confirmed by the Company and relied upon by me are as under:
- a) The Micro, Small and Medium Enterprises Development Act, 2006
 - b) The Maharashtra Industrial Policy 2013
 - c) The Competition Act, 2002
 - d) Workmen's Compensation Act, 1923
 - e) Employees' Provident Funds and Miscellaneous Provisions Act, 1952 (EPFMP Act)
 - f) Employees Provident Fund Scheme, 1952
 - g) Employees State Insurance Act, 1948 (the "ESI Act")
 - h) Payment of Wages Act, 1936 ("Wages Act")
 - i) Minimum Wages Act, 1948 ("MWA Act")
 - j) Payment of Bonus Act, 1965
 - k) Maternity Benefit Act, 1961
 - l) Equal Remuneration Act, 1976
 - m) Negotiable Instrument, Act, 1881
 - n) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with **SME Platform-Bombay Stock Exchange** read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent applicable.

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

I further report that-

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

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

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that there were no other specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

FOR KUNAL DUTT & ASSOCIATES

Sd/-

Kunal Dutt

Proprietor

C.P. No: F-8831 **M.No.** 11188

UDIN: F008831C000854236

Date: 30th August, 2021

Place: Nagpur

APPENDIX – I

To,
The Members,
DRA Consultants Limited,
Plot No. 58, Ingole Nagar,
Wardha Road, Nagpur- 440005,
Maharashtra, India

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

Management's Responsibility

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

Auditor's Responsibility

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriate of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of Corporate and Other Applicable Laws, Rules, Regulations, Standard is the responsibility of Management. My examination was limited to the verification of procedures on test basis.

Disclaimer

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

FOR KUNAL DUTT & ASSOCIATES

Sd/-

Kunal Dutt
Proprietor
C.P. No: F-8831
M.No. 11188
Date: 30th August, 2021
Place: Nagpur

ANNEXURE V

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

A. Conservation of Energy

Conservation of energy, research and development, Technology absorption, foreign exchange earnings and outgo (Particulars pursuant to the Companies (Accounts) Rules, 2014)

A. Conservation of Energy

The company has installed solar panel for generation of energy and has also entered into net metering agreement with MAHAHGENCO which results in Conservation of Energy. Further, We have procured various energy saving devices and systems including solar panels, which help in conserving energy. Every effort is made to ensure that energy efficient equipment is used to avoid wastage and conserve energy, as far as possible. Active measures are taken by us towards energy conservation and carbon footprint reduction.

We also undertake continuous education and awareness programs among all employees on energy conservation measures that can be adopted at individual levels, to help conserve power and energy. We continue to strengthen our energy conservation efforts. We have continued to maximize the use of energy efficient flat monitors, energy efficient air-conditioning systems.

B. Technology Absorption

Your Company is engaged in the business of rendering services.

C) Foreign exchange Earnings and Outgo-

Sr. No	Particulars	2020-21	2019-20
(i)	Foreign Exchange earned	Nil	Nil
(ii)	Foreign Exchange outgo- Seminar & Training Expenses	NIL	711238.50/-

**For and on behalf of the Board of Directors
For DRA Consultants Limited**

Sd/-

Sd/-

Place : Nagpur
Date : 30th August, 2021

Dinesh Rath
(Managing Director)
(DIN : 01516715)

Uma Rath
(Executive Director)
(DIN : 02578611)

MANAGEMENT DISCUSSION AND ANALYSIS

ORGANIZATION - PROFILE

DRA Consultants Limited is engaged mainly in the business of engineering consultancy in India. Your Company is known for technical expertise, reliability and more importantly for providing innovative solutions to the most complicated problems. It is an ISO 9001:2015 certified Company. DRA holds expertise in water supply, wastewater treatment and water monitoring, and provides technical, commercial, legal & financial advisory services across sectors including setting up sustainable water and wastewater tariff and bylaws for Urban Local Bodies Boards. The Company is experienced in project management and holds expertise in accomplishing every task from conceptualization of a project to its commissioning, which also includes Preparation of Master Plans, Feasibility Report, Investment planning, Procurements, Bid preparation, Bid process management, execution planning, Quality assurance plan, cost control, Project schedules, Commissioning, Trial Runs, Performance monitoring etc. DRA has experience in Industrial Utilities and Urban Infrastructure Projects. More than 20,000 million INR worth projects have been undertaken by your Company as “Project Management Consultant”.

Your Company also provides wide range of advisory services in Urban and Industrial sector with specialized expertise in 3-R (Reduce - Recycle - Reuse), 3-P (Public - Private - Partnership) & Performance audits apart from other fortes. DRA is a technical service provider in India for conducting Municipal / Industrial / Building Water Audits. The Company has conducted many successful investment grade water audits and energy audits. The water audit project was first in urban sector implemented successfully under National Urban Renewal Mission of Govt. of India. NRW project has been given –National Urban Water Award by President of India. Your Company is uniquely placed in advisory services to urban local bodies across India with successful track record of more than 15 years.

One of the signature projects is the 24x7 water supply scheme undertaken by Nagpur Municipal Corporation under the Jawaharlal Nehru National Urban Renewal Mission. The Company has been appointed as consultants for the project from conceptual stage.

SERVICE SECTOR IN INDIA :

The services sector is not only the dominant sector in India’s Gross Domestic Product (GDP), but has also attracted significant foreign investment flows, contributed significantly to exports as well as provided large-scale employment. India’s services sector covers a wide variety of activities such as trade, hotel and restaurants, transport, storage and communication, financing, insurance, real estate, business services, community, social and personal services, and services associated with construction.

CONSULTANCY SERVICES:

Consultancy services are emerging as one of the fastest growing service segment in India, cutting across different sectors with some overlapping. A large number of consultancy firms and individual consultants are operating in India at various levels across the sectors. Technical

consulting constitutes about two-thirds of the total consulting market, while management consulting constitutes about one-third. Technical consulting in India, which mainly consists of engineering consulting, is much stronger than management consulting in terms of the number of players, consulting capabilities and size of consulting firms.

The Government of India has taken many initiatives to help the consulting industry, including the Marketing Development Assistance and Market Access Initiative schemes; coming out with guidelines on broad policies and procedures for selection, contracting and monitoring of consultants; and initiatives aimed towards capacity development of domestic consultants and sensitization of client organizations. Recent initiatives taken by the government such as Make in India, development of smart cities, skill development, along with the focus on improving industrial policies and procedures, have opened up a plethora of opportunities for consultants. Some of the key areas with enormous potential for Indian consultancy firms include building of urban & transport infrastructure, power generation, renewable energy, electricity transmission & distribution, roads & bridges, water supply & sewerage, IT & telecom, health care and manufacturing.

SWOT ANALYSIS

OPPORTUNITIES AND STRENGTH:

- Experienced Management
- Quality Technical Staff
- Innovative Consulting Services
- Dynamic Sector
- International Projects

WEAKNESSES AND THREATS

- Specialized Manpower requirement
- Delayed payment cycle
- Changes in Government and Tax policies

KEY FINANCIAL RATIOS

Financial performance of the Company has been good despite of an adverse economic environment and your company is doing well on fulfilling its objectives.

During the financial year 2020-21, your Company has achieved total revenue on amounting to Rs.15.14 Crores as compared to Rs. 20.44 Crores in previous financial year and Net Profit after tax (PAT) has reduced from Rs. 1.65 Crores to Rs.1.61 Crores.

Particulars		2020-21		2019-20	
Debtor Turnover Ratio	Revenue From Operations	151443334	2.11	204402928	2.84
	Average Debtors	71810917.15		71891629.48	
Interest Coverage Ratio	EBIT	24915191.2	16.00	22463578.32	26.21
	Interest	1556864.61		856931.04	
Current Ratio	CA	133580238.6	2.01	145519356.9	2.51
	CL	66564639.38		58027230.88	
Debt Equity Ratio	Total Debts	66564639.38	0.61	58124407.38	0.53
	Equity	109700000		109700000	
Operation Profit Margin	EBITDA Excluding Other Incomes	22977162.91	15.17%	21977634.07	10.75%
	Revenue from Operations	151443334		204402928	
Net Profit Margin	PAT	16146919.52	10.66%	16521924.63	8.08%
	Revenue from Operations	151443334		204402928	
Return on Equity	PAT	16146919.52	6.63%	16521924.63	7.26%
	Net Worth	243626871.1		227479951.6	

INTERNAL CONTROLS AND THEIR ADEQUACY

The Company has a robust internal control system and is supervised periodically by competent professional managers. Periodically, the systems are reviewed and aligned to the needs of the growing needs of the Company. Both external and internal auditors, who have access to all records and information about our Company, regularly check company's internal control systems. The Board and the management review the findings and recommendations of the auditors and take corrective actions wherever necessary. The Board considers risk assessment, identification of mitigating actions and internal control procedure to ensures that business risks are identified, managed and regularly reviewed at all levels and that Directors are periodically apprised of the key risks.

HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS

The Company has recorded higher volumes, operation profit and improved on several operational activities primarily because of the commitment, initiatives and high energy demonstrated by the employees at all levels. Human Capital is the most valuable resource of an organization. Development of human capital has always been the thrust area of the Company. Industrial relations are geared at developing and aligning the operatives to the overall vision of the organization. Your Company takes adequate steps for maintaining safety and healthy environment for the workers and the Directors place on record their sincere appreciation for the excellent team work with which the workers and the staff of the Company at all levels contribute for the better performance of the Company. The total number of people employed and persons on contracts basis by the Company as on 31-Mar-2021 was 123.

OPERATIONAL PERFORMANCE

During the year under the review, Revenue from operations of the Company stood at Rs. 15.14 Crs. as against the turnover from operations of Rs. 20.44 Crs in the previous year. Net profit for the period stood at Rs. 1.61 Crs as against Rs. 1.65 Crs.in the previous year.

DISCLAIMER

Statements in this report on Management Discussion and Analysis, describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking, considering the applicable laws and regulations. These statements are based on certain assumptions and expectation of future events. Actual results could, however, differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand-supply conditions, finished goods prices, raw materials costs and availability, fluctuations in exchange rates, changes in Government regulations and tax structure, economic developments within India and the countries with which the Company has business contacts. The Company assumes no responsibility in respect of the forward looking statements herein, which may undergo changes in future on the basis of subsequent developments, information or events

**For and on behalf of the Board of Directors
For DRA Consultants Limited**

Sd/-

**Dinesh Rathi
(Managing Director)
(DIN : 01516715)**

Sd/-

**Uma Rathi
(Executive Director)
(DIN : 02578611)**

**Place: Nagpur
Date: 30th August, 2021**

PROXY FORM

[Pursuant to section 115(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

DRA CONSULTANTS LIMITED

CIN: L93090MH2009PLC192183

Regd Office Add: Plot No. 58, Ingole Nagar, Wardha Road, Nagpur- 440005, MH, India

12th ANNUAL GENERAL MEETING, THURSDAY, 30th SEPTEMBER, 2021 AT 10.00 A.M.:

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client ID: DP ID:

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I/We, being the member (s) of shares of the above named company, hereby appoint:

1. Name:.....Address.....
Email ID.....
 Signature..... or failing him;
2. Name:.....Address.....
Email ID.....
 Signature..... or failing him;
3. Name:.....Address.....
Email ID.....
 Signature..... or failing him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 12th Annual general meeting of the company, to be held on **Thursday the 30th day of September, 2021 At 10 a.m.** at the Registered Office of the Company situated at Nagpur and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional*	
		For	Against
ORDINARY BUSINESS:			
1	Adoption of Financial Statements for the year ended 31st March, 2021.		
2	Re-Appointment of Mr. Dinesh Rathi, who retires by rotation and being eligible, seeks re-appointment.		
3	Appointment Statutory Auditors.		
SPECIAL BUSINESS			
4.	Re-appointment of Dinesh Rathi as Managing Director		
5.	Re-appointment of Mr. Jeetendra Chandrakant Nayak as the independent Director of the Company		
6.	Change in the Designation of Mr. Aditya rathi from Non-Executive to Executive Director		

Signed this..... day of..... 20....

Signature of shareholder.....

Signature of Proxy holder(s).....

Revenue
Stamp of Re. 1/-

NOTES :

- **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
- A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, a Member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
- * It is optional to put a 'Tick' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' Column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

ATTENDANCE SLIP

CIN: L93090MH2009PLC192183

12th ANNUAL GENERAL MEETING, Thursday, 30th September, 2021 AT 10.00 A.M.:

REGISTERED FOLIO NO. /DP ID NO./CLIENT ID NO.:	NO. OF SHARES HELD

I/we certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my/our presence at the 12th Annual General Meeting of the Company, at the registered Office of the Company Plot No. 58, Ingole Nagar, Wardha Road, Nagpur- 440005, MH, India, on Thursday, 30th day of September, 2021 at 10 A.M.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note:

Please fill up the attendance slip and hand it over at the entrance of the meeting hall.
Members are requested to bring their copies of the Annual Report to the meeting.

Form MGT 12

Polling Paper

[Pursuant to section 119(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: DRA Consultants Limited
Registered Office: No. 58, Ingole Nagar, Wardha Road, Nagpur- 440005, MH, India
CIN: L93090MH2009PLC192183

BALLOT PAPER

S No	Particulars	Details
1.	Name of the first named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

No.	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1.	Receive, consider and adopt the Audited financial statements of the Company for the Financial Year ended 31st March, 2021, together with Reports of the Board of Directors and the Auditors thereon.			
2.	Appoint Mr. Dinesh Rathi as, a Director, who retires by rotation and being eligible offer himself for re-appointment			
3.	To appoint M/s. K N D & Associates, Chartered Accountants, Nagpur as the Statutory Auditors of the Company.			
4.	To Re-appointment of Dinesh Rathi as Managing Director of the Company.			
	To Re-appointment of Mr. Jeetendra Chandrakant Nayak as the independent Director of the Company.			

6.	Change in designation of Mr. Aditya Dinesh Rathi (DIN 08012021) from Non-Executive Director to Executive Director of the Company			
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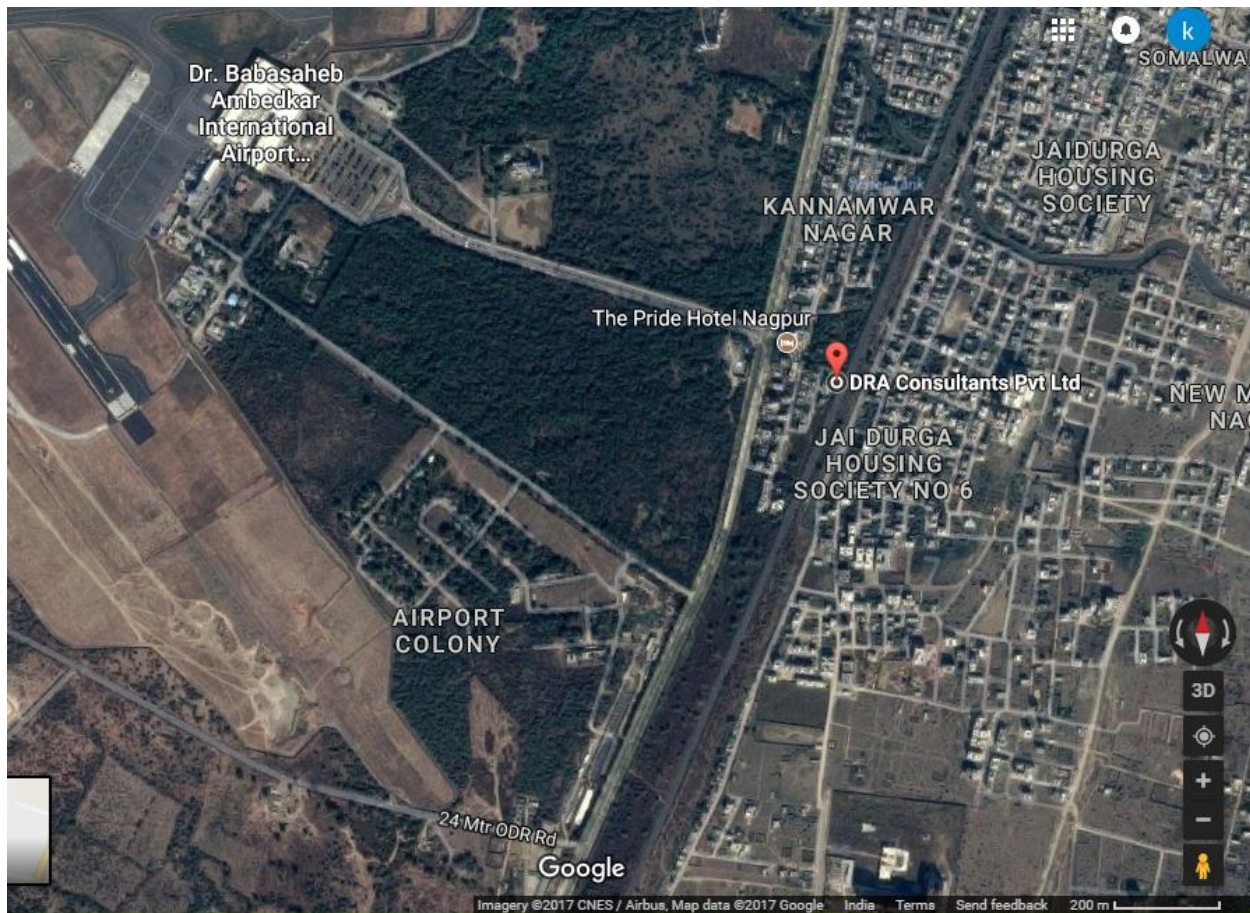
Place: Nagpur
Date: 30.09.2021

Signature of the Shareholder _____

ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING:

Landmark: Nagpur International Airport and Hotel Pride.

Distance of 1.7 Km from Dr. Babasaheb Ambedkar International Airport, Nagpur and Distance of 550 meters from the Pride Hotel, Wardha Road Nagpur.





DRA CONSULTANTS LIMITED

CIN No. L93090MH2009PLC192183

Registered. Office: 58, Ingole Nagar, Opp. Airport, Behind Hotel Pride, Wardha Road, Nagpur-440 005 (M.S.) India.

M : +91-9922954932 | e : dra.nagpur@gmail.com | www.dra.net.in