

NOTICE TO THE SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT THE TWENTY EIGHTH ANNUAL GENERAL MEETING OF THE MEMBERS OF ABS MARINE SERVICES PRIVATE LIMITED WILL BE HELD ON MONDAY, 29TH DAY OF NOVEMBER 2021 AT 10 A.M AT THE REGISTERED OFFICE OF THE COMPANY TO TRANSACT THE FOLLOWING BUSINESS:


ORDINARY BUSINESS

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 and the report of Auditors thereon and in this regard, pass the following resolutions as **Ordinary Resolutions**:

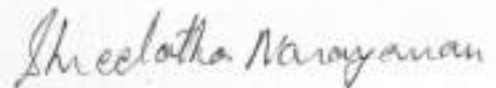
(a) **"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

(b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."

By Order of the Board



P B NARAYANAN
DIN: 00205686



SHREELATHA NARAYANAN
DIN: 00337226

PLACE : Chennai
DATE : 01.11.2021

NOTE:

1. 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. As per Section 105 of the Companies Act, 2013 and Rule 19, Sub-Rule (2) of the Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights.
2. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

ABS MARINE SERVICES PRIVATE LIMITED

NO. 3, ANUGRAHA FOUNDATION, NO: 15, VALLIAMMAL ROAD, VEPERY, CHENNAI - 600007

CIN: U71120TN1992PTC023705

BOARDS REPORT FOR THE FINANCIAL YEAR 2020-2021

To the Members,

Your Directors have pleasure in presenting the Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March 2021.

1. FINANCIAL HIGHLIGHTS:

The Company's financial performance for the year under review along with previous year's figures are given hereunder:

PARTICULARS	YEAR ENDED 31.03.2021 (INR)	YEAR ENDED 31.03.2020 (INR)
Gross Income	73,74,06,200	80,62,03,472
Total Expense	70,30,13,532	71,79,69,670
Profit Before exceptional and extraordinary items and tax	3,43,92,668	8,82,33,802
Prior Period items	-	-
Profit Before Tax	3,43,92,668	8,82,33,802
Less : Tax Expense		
Current Tax	42,38,866	1,94,23,723
Deferred Tax	46,61,964	8,21,964
Profit after Taxation	2,54,91,838	6,79,88,115
Basic and Diluted Earnings Per Share (In Rs.)	2,550	6,799

2. COMPANY'S AFFAIRS AND FUTURE OUTLOOK:

During the year under review ended on 31st March, 2021, your Company has earned a profit of Rs. 2,54,91,838/- against the profit of Rs. 6,79,88,115/- for the corresponding period ended 31st March 2020. The Earnings per share (basic) were at Rs. 2,550 against Rs. 6,799 for the previous year.

3. AMOUNT PROPOSED TO BE CARRIED TO RESERVES:

The company has transferred the profit of Rs. 2,54,91,838 towards reserves and surplus. The balance in the reserves and surplus account as on March 31, 2021 is Rs. 88,48,12,255.

4. DIVIDEND:

No Dividend was declared for the current financial year.

5. CHANGES IN SHARE CAPITAL, IF ANY:

During the financial year 2020-21, there was no change in the share capital of the Company.

6. DISCLOSURE REGARDING ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS:

No Shares with Differential rights were issued during this financial year.

7. DISCLOSURE REGARDING ISSUE OF EMPLOYEE STOCK OPTIONS:

No Employee Stock Options were issued during this financial year.

8. DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES:

No Sweat Equity Shares were issued in the financial year.

9. EXTRACT OF ANNUAL RETURN (FORM MGT-9):

The extract of Annual Return in Form MGT-9 pursuant to the provisions of Section 92(3) read with Sub-rule (1) of rule 12 of the Companies (Management and administration) Rules, 2014 is maintained by the company.

10. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW:

The Company had 5 Board meetings during the financial year under review.

QUARTER	DATE OF THE MEETING
1 st April 2020 to 30 th June 2020	24-06-2020
1 st July 2020 to 30 th September 2020	06-07-2020
1 st October 2020 to 31 st December 2020	14-11-2020
1 st January 2021 to 31 st March 2021	20-1-2021; 10-03-2021; 18-03-2021

Attendance of the Directors at the Board meeting is given below: -

S.No.	Name of Director	Attendance Particulars	
		No. of Meetings during 2020-21	
		Held	Attended
1.	Mr. P.B. Narayanan	5	5
2.	Ms. Shreelatha Narayanan	5	5

11. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The Company has made investment in its subsidiary company to the amount of Rs. 23,63,75,357.

The company has given corporate guarantee for loan taken by Epsom Shipping India Pvt Ltd. The amount outstanding in this regard is Rs. 64,20,93,297.

The Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of Guarantees given and Investments made.

12. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

The particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 are enclosed as **Annexure-2** in Form AOC-2.

13. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relate on the date of this report.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The provisions of Section 134(m) of the Companies Act, 2013 do not apply to our Company. The foreign exchange inflow during the year was Rs. 26,99,02,247 and Outflow of Rs. 10,79,14,120 during the year under review.

15. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company has two wholly owned subsidiaries namely ABS Marine Singapore Pte Ltd and a Subsidiary Company namely EPSOM Shipping India Private Limited. The Company is engaged in Joint Venture with Seachart Shipping Private Limited.

16. PRESCRIBED DETAILS OF DEPOSITS COVERED UNDER CHAPTER V:

The company has not accepted any deposits from the public within the meaning of the provisions of Section 73 to 76 of the Companies Act, 2013 and the rules relating to such provisions.

17. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:

The Company is in the process of formulating the Risk Management Policy. The same will be implemented in the next financial year.

18. VIGIL MECHANISM:

The Company has adopted its vigil mechanism/ whistle blower policy to encourage an open communication in all its interaction between its employees, consultants, customers and all the people with whom the company comes into contact. The policy is designed in such a way that it shall help the person making protected disclosure to the Competent Authority or to the Chairman of the Audit Committee in exceptional cases against any instance of wrongdoing and malpractices within the company.

19. DETAILS OF CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL:

There was no change in the Directors and Key Managerial Personnel during the year.

20. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

During the financial year 2020-21 the company has not received any material orders passed by regulatory or courts or tribunal.

21. STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has adequate internal control systems commensurate with the nature of its business and size and complexity of its operations. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations and that all assets and resources are acquired economically used efficiently and adequately protected.

22. CORPORATE SOCIAL RESPONSIBILITY:

While the provisions of the companies act on CSR do not apply to the company, The Company believes in doing business in a manner that is socially responsible to customers and the society in general.

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

Your company believes in providing a safe and harassment free workplace for every individual and endeavour to create and provide an environment that is free from discrimination and harassment including sexual harassment.

During the year under review, your company has not received any complaints pertaining to sexual harassment.

24. STATUTORY AUDITORS:

M/s N C Rajagopal & Co., Chartered Accountants, Chennai (FRN: 003398S) are the statutory Auditors of the company.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

25. COST AUDITOR AND COST AUDIT REPORT:

Your company does not come under the ambit of section 148 of the companies act, 2013. Hence the appointment of cost auditor and cost audit report does not apply to the company.

26. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to section 134(3) (c) of the Companies Act 2013, the Directors, based on the representations received from the operating management after due inquiry, confirm that:

- a) In the preparation of the annual accounts for the financial year ended 31st March, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) They have, in the selection of the accounting policies, consulted the Statutory Auditors and have applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2021 and of the profit of the Company for that period;
- c) The directors had taken proper and sufficient care to the best of their knowledge and ability for the 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 fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis;
- e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

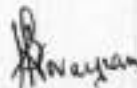
27. VOLUNTARY REVISION OF FINANCIAL STATEMENTS:

The Company has not revised its financial statements or Board's Report for any of the three preceding financial years.

28. ACKNOWLEDGEMENT:

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

By Order of the Board



P B NARAYANAN
DIN: 00205686



SHREELATHA NARAYANAN
DIN: 00337226

PLACE : Chennai

DATE : 01.11.2021

FORM NO. AOC-2

Disclosure of particulars of contracts/arrangements entered into 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 under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis **NIL**

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts / arrangements/transactions
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any
- (e) Justification for entering into such contracts or arrangements or transactions
- (f) Date(s) of approval by the Board
- (g) Amount paid as advances, if any:
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis

- (a) Name(s) of the related party and nature of relationship:

Sl. No.	Name(s) of the related party	Nature of relationship
1	P.B.Narayanan	Director
2	Shreelatha Narayanan	Director
3	Epsom Shipping India Private Limited	Subsidiary Company
4	Aqua Omega Services Pvt Ltd	Enterprise in which KMP having significant influence
5	ABS Marine Singapore Pte Ltd	Wholly Owned Subsidiary
6	Seachart Shipping Pvt Ltd	Joint Venture Company

- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts / arrangements/transactions

(d) Salient terms of the contracts or arrangements or transactions including the value, if any:

Sl. No.	Name(s) of the related party	Nature of contract	Amount (in Rs.)
1	P.B.Narayanan	Remuneration	75,00,000
		Rent Paid	1,80,000
2	Shreelatha Narayanan	Remuneration	22,00,000
		Rent Paid	1,80,000
3	Epsom Shipping India Private Limited	Investment in subsidiaries	23,63,75,357
		Corporate Guarantee Given	55,10,95,535
		Reimbursement of expenses	4,65,65,981
		Rent Received	7,20,000
4	ABS Marine Singapore Pte Ltd	Investment held	35,29,000
		Reimbursement of expenses	1,11,383
5	Seachart Shipping Pvt Ltd	Investment	6,12,000

(e) Date(s) of approval, if any

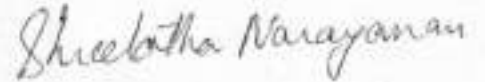
(f) Amount paid as advances, if any

By Order of the Board



P B NARAYANAN

DIN: 00205686



SHREELATHA NARAYANAN

DIN: 00337226

PLACE : Chennai

DATE : 01.11.2021



Partners:

G.N. GOPALARATHNAM, B.Sc., F.C.A., DISA
V. ANANTHARAMAN, B.Com., F.C.A.
M.V. RENGARAJAN, N.D.COM., F.C.A.
SUMITHRA RAVICHANDRAN, B.Sc., F.C.A.

V. CHANDRASEKARAN, B.Com., F.C.A.
N. SUNDAR, B.Sc., F.C.A., DISA
N.C. VIJAYKUMAR, B.Com., F.C.A., DISA
ARJUN .S, B.Com., F.C.A.

Ref :

Date :

INDEPENDENT AUDITOR'S REPORT

To the Members of ABS Marine Services Private Limited

Report on the Audit of the Consolidated Financial Statements

1. Opinion

We have audited the Consolidated Financial Statements of **ABS MARINE SERVICES PRIVATE LIMITED** (hereinafter referred to as the "Holding Company"), and its subsidiaries and Joint Venture Company (collectively referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31st March 2021, and the Consolidated Statement of Profit and Loss, Consolidated Cash Flow Statement, Notes to Consolidated Financial Statements and 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 Consolidated Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and consolidated profit, and its cash flows for the year ended on that date.

2. 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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI, and we have fulfilled our other ethical responsibilities in accordance with 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.



3. Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in Board's report, including Annexure to Board's report, but doesn't include the Consolidated Financial Statements and our Auditor's report thereon. Our Opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with the audit of Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

4. Responsibility of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the group are responsible for assessing the ability of the group 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.



5. Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.



- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance of the Holding Company with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

6. Other Matters

- a) We did not audit the financial statements of One Joint Venture company (Sea Chart Shipping Private Limited), whose financial statements reflect total assets of Rs. 1,66,041 as at 31st March, 2021 and NIL Total Revenue for the year ended on that date, as considered in the Consolidated Financial Statements, These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this Joint Venture and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid Joint Venture, is based solely on the reports of the other auditor.
- b) We did not audit the financial statements of One subsidiary [ABS Marine (Singapore) Pte Limited], whose financial statements reflect total assets of Rs. 3,24,84,300 as at 31st March, 2021 and NIL total Revenue for the year ended on that date as considered in the consolidated financial statements. These financial statements have been unaudited and have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this Subsidiary and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid Subsidiary, is based solely on such unaudited financial statements/financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the group.



7. Report on Other Legal and Regulatory Requirements

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

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the Consolidated Financial Statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept by the Company so far as it appears from our examination of those books.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Cash flow Statement, dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid Consolidated 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 of the Holding Company as on 31st March, 2021, taken on record by the Board of Directors of the Holding Company, none of the directors of the Group Companies incorporated in India is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

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

i. The Consolidated Financial Statements disclose the impact of pending litigation on the Consolidated Financial position of the Group - Refer Note no. 24 to the Financial Statements.



ii. The Company did not have any material foreseeable losses on long-term contracts including derivative contracts.

iii. There were no amounts which were required to be transferred to Investor Education and Protection Fund by the Holding Company, and its subsidiary companies and Joint Venture company incorporated in India.

For N.C. Rajagopal & Co.,
Chartered Accountants
(Firm Reg No. 003398S)




Arjun S
(Partner)

Membership No: 230448
UDIN : 22230448AAAABQ3459

Place: Chennai
Date: 30.11.2021

ANNEXURE - A TO THE AUDITORS' REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (1) 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 ABS Marine Services Private Limited ("the Holding Company") and its subsidiaries and Joint Venture Company as of March 31, 2021 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiaries including the Company which is incorporated outside India and Joint Venture Company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 Group'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 Group's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, 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 consolidated 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 Group'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 Holding Company, its Subsidiaries (one of which is incorporated outside India and is unaudited) and Joint Venture have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.



Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to one Joint Venture Company, which is incorporated in India, is based on the corresponding reports of the auditors of such company incorporated in India.

For N.C. Rajagopal & Co.,
Chartered Accountants
(Firm Reg No: 003398S)




Arjun S
(Partner)

Membership No. 230448
UDIN: 22230448AAAABQ3459

Place: Chennai
Date: 30.11.2021

ABS MARINE SERVICES PRIVATE LIMITED
NO.15,VALLIAMMAL ROAD,VEPERY

CONSOLIDATED BALANCE SHEET AS ON 31ST MARCH, 2021

PARTICULARS	NOTE NO	AS AT 31ST MARCH,2021	AS AT 31ST MARCH,2020
EQUITY & LIABILITIES			
Shareholder's Funds			
Share Capital	1	1,00,000	1,00,000
Reserves & Surplus	2	75,51,88,461	73,61,77,830
Minority Interest		6,81,78,309	6,93,07,401
Non-Current Liabilities			
Long Term Borrowings	3	64,93,63,436	76,47,99,105
Deferred Tax liabilities (Net)	4		
Other Long Term Liabilities	5	75,000	75,000
Long term provision	6	66,97,299	56,90,831
Current Liabilities			
Trade Payables	7	8,70,54,721	11,97,17,559
Other Current Liabilities	8	24,24,21,998	22,79,52,972
Short Term Borrowings	9	1,23,10,361	58,14,084
Short Term Provisions	10	14,49,500	18,18,704
		1,82,28,39,085	1,93,14,53,486
ASSETS			
Property Plant & Equipment		1,19,20,51,897	1,24,61,95,237
Intangible Assets	11	7,46,030	4,63,657
Capital work in progress			14,520
Goodwill on Consolidation		1,40,250	1,40,250
Deferred Tax Asset (Net)	4	2,42,51,943	2,67,71,222
Non Current Investment			
Long-term loans and advances	12	6,42,11,223	9,45,14,970
Branch balances			
Current Assets			
Current Investments	13	12,63,91,093	2,98,00,000
Trade Receivables	14	15,44,95,384	18,55,54,325
Cash and cash equivalents	15	20,75,64,359	30,80,20,056
Short Term Loans and Advances	16	5,28,89,356	3,98,56,217
Other current assets	17	97,550	1,23,031
TOTAL		1,82,28,39,085	1,93,14,53,486

Significant Accounting Policies A
Note Nos. 1-29 form an integral part of the Consolidated Financial Statements

For and on behalf of the board

As per our Report of Even Date
For N.C.Rajagopal & Co.,
Chartered Accountants
Firm Regn No: 0033985



Capt. P.B.Narayanan
Director
DIN: 00205686



Shreelatha Narayanan
Director
DIN: 00337226



Arjun S
Partner
Membership No. 230448



Place: Chennai
Date: 30.11.2021

ABS MARINE SERVICES PRIVATE LIMITED

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

PARTICULARS	NOTE NO	For the year ended 31st March 2021	For the year ended 31st March 2020
INCOME:			
Revenue from Operations	18	88,54,92,884	91,16,43,624
Other Income	19	3,40,52,109	5,51,18,181
Total Revenue		91,95,44,993	96,67,61,805
EXPENSES			
Employee benefits	20	5,34,45,628	5,54,13,192
Finance Cost	21	4,07,20,275	5,30,87,452
Depreciation & Amortization expenses	11	17,93,13,276	16,65,21,426
Other expenses	22	61,80,51,082	70,12,74,141
Total Expenses		89,15,30,261	97,62,96,211
Profit before exceptional and extraordinary items and tax		2,80,14,732	-95,34,406
Exceptional items and Extraordinary items		-	-
Profit Before Tax		2,80,14,732	-95,34,406
Tax Expense			
Current Tax		42,38,866	1,94,23,723
Deferred Tax		25,19,279	(33,74,933)
Tax on earlier years		-	-
Profit after tax for the period		2,12,56,587	(2,55,83,196)
Minority Interest		(5,27,838)	(2,27,51,931)
Share of Profit from associate		-	-
Profit carried to Balance sheet		2,17,84,425	(28,31,265)
Earnings per Equity Share:			
Basic & Diluted	23	2,178.44	(283.13)

Significant Accounting Policies A
 Note Nos. 1-29 form an integral part of the Consolidated Financial Statements

For and on behalf of the board



As per our Report of Even Date
For N.C.Rajagopal & Co.,
 Chartered Accountants
 Firm Regn No: 003398S



Capt. P.B.Narayanan
 Director
 DIN: 00205686



Shreelatha Narayanan
 Director
 DIN: 00337226

Arjun S
 Partner
 Membership No. 230448

Place: Chennai
 Date: 30.11.2021

ABS MARINE SERVICES PRIVATE LIMITED
NO. 15, VALLIAMMAL ROAD, VEPERY, CHENNAI - 600 007

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2021

Particulars	For The Year Ended	For The Year Ended
	31.03.2021	31.03.2020
Profit Before Tax	2,80,14,732	(95,34,406)
Add: Adjustments for		
Depreciation	17,93,13,276	16,65,21,426
Bad Debts Written Off	50,73,553	1,55,25,938
Interest paid	4,07,20,275	5,30,87,452
Less: Adjustments for		
Interest Income	(1,60,40,929)	(99,88,593)
Profit on sale of assets	(31,63,974)	(9,989)
Profit on sale of Investments	(68,17,031)	(1,40,827)
Movement in Foreign Currency Translation Reserve and Other Reserves	(33,75,048)	23,71,042
Dividend Income	(13,93,969)	(11,92,499)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	22,23,30,885	21,66,39,544
ADJUSTMENTS FOR :		
(Increase)/ Decrease in Trade and Other Receivables	2,59,85,388	(2,63,59,806)
(Increase)/ Decrease in Other Current assets	25,481	4,48,378
(Increase)/ Decrease in Short Term Loans & Advances	(1,30,33,138)	1,98,05,007
(Increase)/ Decrease in Long Term Loans and Advances	3,03,03,747	5,05,57,466
Increase / (Decrease) in Trade and Other Payables	(3,26,62,838)	1,97,16,227
Increase / (Decrease) in Long Term Provisions	10,06,468	9,64,486
Increase / (Decrease) in Short Term Borrowings	64,96,277	39,00,429
Increase / (Decrease) in Short Term Provisions	(3,69,204)	75,695
Increase / (Decrease) in Other Current Liabilities	1,44,69,026	5,62,25,049
CASH GENERATED FROM OPERATIONS	25,45,52,092	34,19,72,475
(Taxes paid)/ Refund and Interest Received	(42,38,866)	(1,94,23,723)
NET CASH FLOW FROM OPERATING ACTIVITIES (A)	25,03,13,226	32,25,48,752
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of fixed assets	(12,54,37,790)	(28,41,78,573)
Sale of fixed assets	31,63,974	2,85,101
Sale/ (Purchase) in Investment	(8,97,74,062)	2,72,40,827
Interest Income	1,60,40,929	99,88,593
Dividend Income	13,93,969	11,92,499
NET CASH USED IN INVESTING ACTIVITIES: (B)	(19,46,12,980)	(24,54,71,553)
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Long term borrowings availed / (repaid)	(11,54,35,668)	4,43,64,391
Interest Paid	(4,07,20,275)	(5,30,87,452)
NET CASH FROM FINANCING ACTIVITIES (C)	(15,61,55,943)	(87,23,061)
Net Cash Flows during the year [A+B+C]	(10,04,55,697)	6,83,54,138
Cash and Cash Equivalents as at beginning	30,80,20,056	23,96,65,918
Cash and Cash Equivalents at the end	20,75,64,359	30,80,20,056

For & on behalf of the Board

As per our report of even date

For N.C.Rajagopal & Co.,

Chartered Accountants

Firm Reg No. 0033985



Capt. P.B Narayanan
Director
DIN: 00205686



Shreelatha Narayanan
Director
DIN: 00337226



Arjun S
(Partner)
Membership No. 230448



Place: Chennai
Date: 30.11.2021

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

Note No.	PARTICULARS	AS AT 31ST MARCH 2021	AS AT 31ST MARCH 2020	
1.a	SHAREHOLDERS' FUNDS			
	Share Capital			
	a. Authorised 10,000 Equity Shares of Rs.10/- each (PY: 10,000 Equity Shares of Rs. 10/- each)	1,00,000	1,00,000	
	b. Issued, Subscribed & Paid-Up 10,000 Equity Shares of Rs.10 /- each fully paid up (PY: 10,000 Equity Shares of Rs.10/- each fully paid)	1,00,000	1,00,000	
		1,00,000	1,00,000	
1.b	Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:			
	Particulars	No.	No.	
	Equity Shares at the beginning of the period	10,000	10,000	
Add: Shares Issued during the period	-	-		
Equity Shares at the end of the period	10,000	10,000		
1.c	Terms/Rights attached to Equity shares			
	The company has only one class of equity share having a par value of Rs.10 per share with voting rights.			
1.d				
	During the period of five years immediately preceding the reporting date including the current year, there were no shares allotted for consideration other than cash, issue of bonus shares or shares bought back.			
1.e	Details of shareholders holding more than 5% shares in the company			
	Particulars	AS AT 31ST MARCH 2021		
		No. of shares	% of holding	AS AT 31ST MARCH 2020
	Equity Shares of Rs. 10 each			No. of shares
	Capt. P.B.Narayanan	5000	50	% of holding
Mrs. Shreelatha Narayanan	5000	50	5000	
			50	
	As per the records of the company, including its Register of Shareholders/ members, the above shares represents legal and beneficial ownership of shares			
2	Reserves and Surplus			
	General reserve			
	As per Last Balance Sheet	6,24,91,158	6,24,91,158	
	Add: Transferred from Statement of Profit & Loss	-	-	
		6,24,91,158	6,24,91,158	
	Surplus in Statement of Profit & Loss			
	Balance as at the beginning of the year	64,72,03,604	65,00,34,869	
	Add: Net Profit / (Loss) for the year	2,17,84,425	-28,31,265	
	Less: Transfer to Capital Reserve on Consolidation	-11,17,598	-	
		66,78,70,431	64,72,03,604	
Capital reserve on Consolidation				
Balance as at the beginning of the year	2,19,03,964	2,19,03,964		
Add: Transfer from Surplus in Statement of Profit & Loss	11,17,598			
Add: Transfer from Minority Interest	6,01,255	-		
	2,36,22,816	2,19,03,964		
Foreign Currency Translation reserve	12,04,056	45,79,104		



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

Note No.	PARTICULARS	AS AT 31ST MARCH 2021	AS AT 31ST MARCH 2020
	Total of Reserves & Surplus	75,51,88,461	73,61,77,830
3	Non - Current Liabilities		
	Long term borrowings		
	Secured		
	From Banks*	84,38,95,424	93,25,98,937
	Less: Current maturities (Refer Note No: 8)	-19,45,31,988	(16,77,99,832)
	Total	64,93,63,436	76,47,99,105
	Total	64,93,63,436	76,47,99,105
	<p>*Security Details</p> <p>ABS Marine Services Private Limited</p> <p>DBS: Primarily secured by the mortgage of the vessel " Anokhi " together with the accompanying Deed of Covenants, Assignment of all earnings, rights and benefits whether current or future in favour of the Bank and Joint and several personal guarantee by the Directors Interest rate is 3.5% per annum + 1 month LIBOR Defaults - NIL Corporate Guarantee has been provided by EPSOM SHIPPING INDIA PVT LTD for the entire amount of loan borrowed.</p> <p>IndusInd Bank Ltd: Primarily secured by the mortgage of the vessel "Amelia" , together with the accompanying Deed of Covenants, Assignment of all earnings, rights and benefits whether current or future in favour of the Bank and Personal guarantee by Director Interest rate is 12.5% per annum Defaults - NIL</p> <p>HDFC Bank Ltd: Primarily secured by the mortgage of the vessel "ABS Dhruva & ABS DANIKA" , together with the accompanying Deed of Covenants, Assignment of all earnings, rights and benefits whether current or future with respect to the KPL contract in favour of the Bank and Interest rate is 10% per annum Defaults - NIL</p> <p>Epsom Shipping India Private Limited</p> <hr/> <p>DBS: Primarily secured by the mortgage of the vessel together with the accompanying deed of covenants Assignment of all earnings, rights and benefits whether current or future in favour of the bank Joint and several personal guarantee by all Directors, shareholders & a third party Corporate Guarantee has been provided by ABS Marine Services Private Limited for the entire amount of loan borrowed. Interest rate is 3.5% + 1 month LIBOR Defaults - NIL (PY - NIL)</p>		
4	Deferred Tax Assets/ (Liabilities) (net)		
	Deferred Tax Assets:		
	On account of depreciation	2,23,19,795	2,49,64,265
	On account of disallowances	19,32,148	18,06,957
	Gross deferred tax liability	2,42,51,943	2,67,71,222
	Net Deferred Tax (Liability)/ Asset	2,42,51,943	2,67,71,222
5	Other long term liabilities		
	Others		



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

Note No.	PARTICULARS	AS AT 31ST MARCH 2021	AS AT 31ST MARCH 2020
	Rental Deposit	75,000	75,000
		75,000	75,000
6	Long Term Provisions		
	Provision for Employee Benefits	66,97,299	56,90,831
	TOTAL	66,97,299	56,90,831
7	CURRENT LIABILITIES		
	Trade Payables		
	Micro, Small and Medium Enterprises	-	-
	Others	8,70,54,721	11,97,17,559
	Total	8,70,54,721	11,97,17,559
	As per the information available with the company, there are no outstanding dues that are required to be furnished under section 22 of Micro, Small and Medium Enterprise Development Act, 2006.		
8	Other Current Liabilities		
	Current Maturities of Long-term Debt (Note No. 3)	19,45,31,988	16,77,99,832
	Other Payables	-	-
	Statutory Dues payable*	1,18,30,278	2,62,95,436
	Dues To Related Parties	1,31,53,975	-
	Payable for expenses	2,11,99,784	3,14,68,727
	Interest Accrued but not due on Borrowings	17,05,974	23,88,977
	Total	24,24,21,998	22,79,52,972
	* Represents TDS, Service Tax & Professional Tax		
9	Short Term Borrowings		
	From banks:		
	(a) Loans, cash credit, overdrafts accounts*	1,23,10,361	58,14,084
	TOTAL	1,23,10,361	58,14,084
	* Against Fixed Deposit		
10	Short-term Provisions		
	Provision for Employee Benefits	14,49,500	18,18,704
	Provision for taxation	-	-
	Total	14,49,500	18,18,704
12	Long-term Loans and Advances (Unsecured, considered good)		
	Security Deposit	9,84,125	8,93,205
	Other loans and advances	47,972	48,420
	Advance tax/ Tax deducted at source (Net of Provision)	6,31,79,126	9,35,73,345
	Total	6,42,11,223	9,45,14,970
13	CURRENT ASSETS		
	Current Investments		
	Unquoted		
	Investment in Mutual Funds	12,63,91,093	2,98,00,000
	Total	12,63,91,093	2,98,00,000



ABS MARINE SERVICES PRIVATE LIMITED
Note: 11 - Property Plant & Equipment Schedule for the year ended 31st March 2021

Description of the Assets	Gross Block			Depreciation			Net Block	
	As at 1st April, 2020	Additions	Deletions/ Adjustments	As at 31st March, 2021	For the year	Deletions/ Adjustments	As at 31st March, 2021	As at 31st March 2020
Tangible assets								
Office Equipments	19,94,107	8,33,976		28,28,083	2,84,408		17,88,756	10,39,327
Computers	23,08,074	4,77,061		27,85,135	1,95,360		23,87,184	3,97,951
Buildings	3,87,16,840			3,87,16,840	16,24,381		2,44,51,805	1,42,65,035
Vehicles	1,89,60,873	2,90,565		1,92,51,438	12,43,361		1,62,69,095	39,35,139
Ships	2,24,22,45,660	12,35,29,408		2,36,57,75,068	17,59,04,283		1,19,25,28,320	1,22,56,21,623
Electrical Equipments	76,035			76,035	16,053		30,074	45,961
Furniture	11,32,274			11,32,274	6,505		10,57,742	74,532
	2,30,54,33,863	12,51,31,010		2,43,05,64,873	17,92,74,351		1,23,85,12,976	1,19,20,51,897
Intangible assets								
Software	27,40,056	3,21,300		30,61,356	38,925		23,15,326	7,46,030
	27,40,056	3,21,300		30,61,356	38,925		23,15,326	4,63,657
Assets Under Development	14,520		14,520					14,520
	2,30,81,88,439	12,54,52,310	14,520	2,43,36,26,229	17,93,13,276		1,24,08,28,302	1,19,27,97,927
Previous Year	2,02,80,54,393	28,59,02,773	57,68,727	2,30,81,88,439	16,65,21,426	37,69,414	1,06,15,15,026	1,12,92,91,381



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

Note No.	PARTICULARS	AS AT 31ST MARCH 2021	AS AT 31ST MARCH 2020
14	Trade Receivables (Unsecured, considered good)		
	(a) Outstanding for a period exceeding six months from the date they are due for payment	3,84,09,498	3,10,82,579
	(b) Others	11,60,85,886	15,44,71,746
	Total	15,44,95,384	18,55,54,325
15	Cash and Cash Equivalents		
	Balances with Banks - in current account	4,88,01,443	10,29,95,112
	Cash on Hand	18,89,702	21,13,311
	Fixed Deposits with less than 12 months maturity*	15,68,73,214	20,29,11,633
	Total	20,75,64,359	30,80,20,056
	* Held as Margin Money towards Bank Guarantee		
16	Short-term Loans and Advances (Unsecured, considered good)		
	Security Deposits	60,10,922	55,58,762
	Prepaid Expenses	27,66,900	44,53,166
	Balance with government authorities	1,59,18,018	30,04,450
	Loans to Employee (Refer Note No. 11)	22,56,592	9,76,877
	Advance to Suppliers	2,34,53,023	1,86,05,224
	Advance to Masters	9,34,015	3,47,774
	Reimbursement receivable	15,42,133	15,42,133
	Other Short term loans & advances	7,753	53,67,832
	Total	5,28,89,356	3,98,56,217
17	Other Current Assets		
	Interest Accured on Fixed Deposits	97,550	1,23,031
	Total	97,550	1,23,031
18	INCOME		
	Revenue from Operations		
	Sale of Services		
	Charter Hire Charges Received		
	Domestic	43,54,74,789	52,81,22,889
	Export	1,18,87,872	-
	Sub-Total (A)	44,73,62,661	52,81,22,889
	Ship Management Fees		
	Domestic	43,81,30,223	38,35,20,735
	Export	-	-
	Sub-Total (B)	43,81,30,223	38,35,20,735
	Total (A+B)	88,54,92,884	91,16,43,624
19	Other Income		
	Dividend Income	13,93,969	11,92,499
	Profit on sale of Investments	68,17,031	1,40,827



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

Note No.	PARTICULARS	AS AT 31ST MARCH 2021	AS AT 31ST MARCH 2020
	Interest Income	1,60,40,929	99,88,593
	Profit on Sale of Fixed Assets	31,63,974	9,989
	Rent Received	3,82,884	3,64,644
	Miscellaneous Income	13,90,480	4,00,72,239
	Liability written back	46,672	
	Foreign Exchange Fluctuation (Net)	48,16,170	33,49,391
	Total	3,40,52,109	5,51,18,181
20	EXPENSES		
	Employee Benefits		
	Salaries and Wages	5,22,31,974	5,28,94,877
	Contribution to Provident and Other Funds	-5,96,349	4,67,268
	Staff Welfare Expense	13,87,114	11,50,706
	Gratuity	4,22,889	9,00,341
	Total	5,34,45,628	5,54,13,192
21	Finance Cost		
	Interest Expense	4,07,20,275	5,30,87,452
	Total	4,07,20,275	5,30,87,452
22	Other Expenses		
	I. Direct Expenses		
	Travelling and Conveyance	63,39,214	84,69,847
	Charter Hire Charges	4,51,30,161	12,55,53,003
	Crew Welfare Expenses	7,93,183	7,40,855
	Insurance	89,93,141	96,62,685
	Labour Charges	3,01,38,341	3,56,18,826
	Ship Crew Officers Remuneration	32,25,97,020	31,06,42,463
	Seaman's Provident Fund	21,55,238	88,08,273
	Ship Running and Maintenance	9,73,31,302	11,70,50,546
	Stores and Spare Parts	2,88,32,377	61,05,275
	Victualling Expenses	3,58,77,949	3,16,35,082
	Sign On/Off Expenses	3,21,562	98,404
	Total	57,85,09,487	65,43,85,260
	II. Administration expenses		
	Bank Charges	37,74,154	24,23,088
	Bank Guarantee Charges	2,38,020	
	Communication Expenses	13,97,738	7,05,259
	Computer & Vehicle Maintenance	10,59,684	11,26,396
	Power and Fuel	11,17,735	5,61,713
	Printing and Stationery	4,71,063	7,03,234
	Rent	7,62,000	6,74,328
	Repairs & Maintenance	6,25,244	12,57,426
	Insurance	51,61,872	40,84,003
	Rates and Taxes	10,66,382	21,93,238
	Boarding, Lodging and Travelling Expenses	24,93,579	56,22,029
	Donation	13,137	41,162
	Audit Fees	-	-
	- Statutory Audit	8,75,607	7,09,027
	- Tax Audit	1,00,000	1,00,000
	Professional charges	1,47,13,865	1,00,11,031
	Bad Debts Written Off	50,73,553	1,55,25,938
	Miscellaneous Expenses	2,30,962	6,56,635
	Foreign Exchange Fluctuation (Net)	-	-



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

Note No.	PARTICULARS	AS AT 31ST MARCH 2021	AS AT 31ST MARCH 2020
	Business Promotion Exp	3,67,000	4,94,373
	Interest on Delayed Statutory payment	-	-
	Total	3,95,41,595	4,68,88,881
		-	-
	Total	61,80,51,082	70,12,74,141
23	Earnings per Share		
	Net Profit attributable to equity shareholders	2,17,84,425	-28,31,265
	Weighted Average number of shares	10,000	10,000
	Basic & Diluted Earnings per Share	2,178.44	-283.13
	Face Value per share	10	10
24	Contingent Liabilities		
	Customs duty liability that may arise in respect of matters in appeal	1,15,00,000	1,15,00,000
25	Segment Reporting		
	The company is engaged only in shipping business and there are no separate reportable segments		



NOTE NO.26: EMPLOYEE BENEFITS		
METHOD : Projected unit credit method		
TYPE OF PLAN	GRATUITY	GRATUITY
PERIOD OF DISCLOSURE	2020-21	2019-20
I. PRINCIPAL ACTUARIAL ASSUMPTIONS		
(Expressed as weighted averages)		
Salary escalation rate as on	7.00%	7.00%
Discount rate as on	7.04%	6.86%
II. CHANGES IN THE PRESENT VALUE OF		
PVO as at the beginning of the period	97,64,033.00	93,08,617
Interest Cost	6,69,813.00	7,21,027
Current service cost	8,28,063.00	8,48,214
Benefits paid	-	(34,062)
Actuarial loss/(gain) on obligation (balancing figure)	-8,82,537.00	(10,79,763)
PVO as at the end of the period	1,03,79,372.00	97,64,033
PLAN ASSETS		
Fair value of plan assets as at the beginning of the period	27,24,292.00	31,69,217
Expected return on plan assets	1,86,886.00	2,44,610
Contributions	-	-
Benefits paid	-	(34,062)
Actuarial gain/(loss) on plan assets (balancing figure)	5,565.00	-6,55,473
Fair value of plan assets as at the end of the period	29,16,743.00	27,24,292
IV. FAIR VALUE OF PLAN ASSETS		
Fair value of plan assets as at the beginning of the period	27,24,292.00	31,69,217
Actual return on plan assets	1,92,451.00	-4,10,863
Contributions	-	-
Benefits paid	-	(34,062)
Fair value of plan assets as at the end of the period	29,16,743.00	27,24,292
Funded Status Surplus/(Deficit)	-74,62,629.00	-70,39,741
Excess of Actual over estimated return on Plan Assets	5,565	6,55,473
(Actual rate of return = Estimated rate of return as ARD falls on 31 st March)		
V. AMOUNTS RECOGNISED IN THE BALANCE SHEET AND STATEMENT OF PROFIT AND LOSS ACCOUNT		
Present value of the obligation as at end of the Year	10379372	97,64,033
Fair value of plan assets as at end of the Year	2916743	27,24,292
Funded Status Surplus/(Deficit)	-7462629	(70,39,741)
Net Asset/(Liability) recognized in the balance sheet	-7462629	(70,39,741)
VII. EXPENSES RECOGNISED IN THE		
Total service cost	8,28,063	8,48,214
Interest Cost	6,69,813	7,21,027
Expected return on plan assets	-1,86,886	-2,44,610
Net actuarial (gain)/loss recognized in the year	-8,88,101	-4,24,291
Expenses recognized in the statement of profit and loss	4,22,889	9,00,341
VIII. MOVEMENTS IN THE LIABILITY		
Opening net (Liability)/ Asset	-70,39,741	(61,39,399)
Add: Expenses as above	-4,22,889	-9,00,341
Less: Contribution paid	-	-
Closing net (Liability)/Asset	(74,62,629)	(70,39,740)



27 Related Party Transactions

- A. List of Related Parties**
I. Subsidiary Companies
 ABS Marine Singapore Pte Ltd - Wholly Owned Subsidiary
 Epsom Shipping India Private Limited
- II. Joint Venture**
 i. Seachart Shipping Pvt Ltd
- II. Others**
a. Key Management Personnel
 i. Capt.P.B.Narayanan - Director
 ii. Mrs. Shreedatha Narayanan - Director
- b. Enterprises in which Key Management Personnel exercises significant influence**
 i. Aqua Omega Services Pvt Ltd

S.No	Name of the Party	Nature of Relationship	Investment Held	Corporate Guarantee Given to Subsidiary	Reimbursement of Expenses	Office Facilitation charges	Rent Received	Rent Paid	Charter Hire charges/Sale of Lubes	Purchase of Provisions	Managerial Remuneration	Advance Received	Advance Repaid	Amount due from/(due to)
1	P.B.Narayanan Previous Year 2019-20	Director	-	-	-	-	-	1,80,000	1,80,000	-	75,00,000	1,31,84,337	-	-1,31,53,975
2	Shreedatha Narayanan Previous Year 2019-20	Director	-	-	-	-	-	1,80,000	-	-	22,00,000	-	5,44,846	30,362
5	Aqua Omega Services Pvt Ltd Previous Year 2019-20	Enterprise in which KMP having significant influence	-	-	-	-	-	1,80,000	-	-	19,80,000	-	-	-
									54,542	-	-	1,40,00,000	1,00,00,000	(32,50,798)
														(32,50,798)

28 Foreign Exchange Earnings and outgo

	Amount (Rs)	
	As at 31st March 2021	As at 31st March 2020
Total Foreign exchange earned and used	44,73,62,661	35,09,89,714
Total Foreign exchange earned	2,83,93,526	4,77,95,101
- Interest on Loan	5,35,76,657	10,95,08,638
- Charter Hire Charges	1,02,80,532	94,54,093
- Insurance	54,33,499	59,00,297
- Telephone	-	28,37,392
- Stores, Spares & services	-	20,51,47,969
- Ship Purchase	-	1,41,957
- Agency Services	3,13,52,161	3,13,52,161
- Ship repairs and maintenance	1,28,49,353	4,05,270
- Others	-	-




Previous Year Figures

The previous year's figures have been regrouped/reclassified where ever necessary to conform current year's presentation.

For and on behalf of the board




Capt. P.B.Narayanan
Director
DIN: 00205686



Shreelatha Narayanan
Director
DIN: 00337226

As per our Report of Even Date

For N.C.Rajagopal & Co.,
Chartered Accountants
Firm Regn No: 003398S


Arjun S
Partner
Membership No. 230448

Place: Chennai
Date: 30.11.2021

A. Significant Accounting Policies**1. BACKGROUND AND PRINCIPAL ACTIVITIES**

ABS Marine Services Private Limited ('the Company') is a private limited company incorporated in India on 27th October 1992. The company is engaged in ship owning and chartering operations.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared to comply with all material aspects in the Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 referred to in Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and in accordance with the accounting principles generally accepted in India ("Indian GAAP"). The Financial Statements have been consistently applied by the company and are consistent with those used in the previous year.

The company is not a Small and Medium sized company (SMC) as defined in the General instructions in respect of Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006. Accordingly, the company no longer qualifies for the relevant exemption or relaxation in the current accounting period. The relevant Accounting Standards or requirements has been duly complied with.

3. BASIS FOR CONSOLIDATION

The Consolidated financial statements have been prepared on the following basis:

- The financial statements of the Company and its subsidiary companies have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses as per Accounting Standard 21 - "Consolidated Financial Statements" notified by Companies (Accounting Standards) Rules, 2006."
- The company has one foreign subsidiary.
- The difference between the cost of investment in the subsidiaries, and the Group's share of net assets at the time of acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve as applicable
- Minority Interest in the net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separately from liabilities and equity of the Company's shareholders.



- Minority interest in the net assets of consolidated subsidiaries consists of:
 - o The amount of equity attributable to minority at the date on which investment in a subsidiary was made; and
 - o The minority share of movements in equity since the date the parent subsidiary relationship came into existence.
- Minority's share of net profit for the year of consolidated subsidiaries is identified and adjusted against the Profit After Tax of the Group
- The company has invested in one joint venture company with and has adopted the proportional consolidation method, wherein the assets and liabilities of the joint venture are recognized in proportion to the participation of the company in the venture.
- The financial statements of the subsidiaries used in the consolidation are drawn up to the same reporting date as that of the Company i.e. 31st March, 2021.

c) The list of Associate Companies which are included in the Consolidation and the Group's Holding therein are as under:

Name of the Enterprise	Nature of Relationship and % of holding	Country of Incorporation
ABS Marine Singapore Pte Limited	Subsidiary - 100%	Singapore
Epsom Shipping India Private Limited	Subsidiary - 68.94%	India
SeaChart Shipping Private Limited	Joint Venture - 51%	India

4. USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses for the year presented. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from these estimates. Difference between the actual results and estimates are recognised in the period in which the results are known / materialised. Any revision in the accounting estimate is recognised prospectively in the current and future periods.



5. CASH FLOW STATEMENT

Cash flows arising from operating, investing and financing activities are reported on net basis. Cash and cash equivalents comprise of cash on hand, balances with bank and deposits with bank. All highly liquid investments with a remaining maturity of three months or less at the date of purchase and those that are readily convertible to known amounts of cash are considered to be cash equivalents.

6. REVENUE RECOGNITION

Revenue is primarily derived from Ship Operation and Chartering services.

- a) Time charter earnings are recognised on accrual basis.
- b) Accommodation charges are recognised on accrual basis.
- c) Claims receivable on account of Insurance are accounted for to the extent the company is reasonably certain of its ultimate collection.
- d) Interest on Income tax refund is recognised on receipt of refund order.

7. PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

Property, Plant and Equipment are stated at cost of acquisition or construction or such other cost as may be added on account of revaluation, less accumulated depreciation and impairment. The cost of acquisition or construction includes any attributable cost that is required to bring the asset to its working condition for its intended use.

Subsequent expenditures related to an item of Property, Plant and Equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

8. DEPRECIATION / AMORTISATION

Depreciation on Property, Plant and Equipment is provided at written down value method at the rates prescribed in Schedule II of the Companies Act, 2013. Where during any financial year, any addition has been made to any assets or where any asset has been sold, discarded, demolished or destroyed, the depreciation on such asset is calculated on a pro rata basis from the date of such addition or up to the date on which such asset has been sold, discarded, demolished or destroyed. Any additional depreciation arising out of revaluation of assets shall be charged to the statement of Profit & Loss Account in line with the "Application guide on provisions of Schedule II to the Companies Act, 2013" issued by the ICAI.

Individual low cost assets (acquired for less than Rs. 5,000) are depreciated in the year of acquisition.

Intangible assets are amortised over a period of 5 years on a straight line basis, from the date such asset is put into use.



9. FOREIGN EXCHANGE FLUCTUATIONS

Transactions in foreign currency are recorded at the rates prevailing the date of transaction. Foreign currency monetary items are reported using the closing rates, i.e. exchange rate at the Balance Sheet date. Any income or expense on account of exchange difference either on translation or on settlement, are recognized as income or expenses in the period in which they are arise. Exchange differences arising on reporting of long-term foreign currency monetary items at rates different from those at which they were initially recorded during the period relate to the acquisition of a depreciable capital asset, has been added to the cost of the asset and shall be depreciated over the balance useful life of the asset.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of transaction.

10. EMPLOYEE BENEFITS

Short term employee benefits are recognised as expense at the amount in the Statement of Profit and Loss for the year in which the related service is rendered.

Post-Employment Long term Benefits:

Long term benefits are recognised as an expense in the Statement of Profit and Loss for the year in which the employee has rendered the service. The expenses are recognised in the books as per the provisions of The Payment of Gratuity Act, 1972

Any termination benefits are recognised as expenses immediately on the basis of actual expenses.

11. BORROWING COST

Interest and other borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of that asset up to the date on which the asset is ready for its intended use. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Other interest and borrowing cost are debited to the Statement of Profit and Loss.

12. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss after tax for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

13. TAXES ON INCOME

Tax expense comprises current and deferred taxes.

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.



Deferred tax is recognised, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised if there is virtual certainty that there will be sufficient future taxable income available to realise such losses. Other deferred tax assets are recognised if there is reasonable certainty that there will be sufficient future taxable income to realize such assets. Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

14. IMPAIRMENT OF ASSETS

The company assesses at each balance sheet date where there is any indication that an asset maybe impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If the recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs, is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and it is recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost and is accordingly reversed in the profit and loss account.

15. CONTINGENT LIABILITIES AND PROVISIONS

Provisions involving a substantial degree of estimation in measurement are recognised when there is present obligation as a result of past events and it is probable there will be an outflow of resources. Provisions are determined based on management estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimate. Contingent liabilities are not recognised but are disclosed in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements.

