

Date: 05.09.2022

To,  
**BSE LIMITED**  
25TH FLOOR, P J TOWERS,  
DALAL STREET,  
MUMBAI-400001, MH

**Scrip Code: 532829**

**SUB: NOTICE OF ANNUAL GENERAL MEETING (“AGM”), INTEGRATED ANNUAL REPORT FOR FINANCIAL YEAR 2021-22 AND INTIMATION OF BOOK CLOSURE FOR THE AGM.**

Dear Sir/ Madam,

As required under Regulation 30 and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Annual Report of the Company for the financial year 2021-2022 along with the Notice convening the 28<sup>th</sup> Annual General Meeting scheduled to be held on Thursday, September 29, 2022 at 10:30 am IST in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and SEBI.

The copy of the 28<sup>th</sup> Annual Report along with the Notice of the 28<sup>th</sup> AGM dated Thursday, September 29, 2022 being sent to the shareholders of the Company by email whose email addresses are registered with the Company/ Depository participant(s) and the same is available on the website of the Company at [www.leharfootwears.com](http://www.leharfootwears.com). We request you to take the above on record as compliance with relevant regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) and disseminate to the stakeholders.

Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer books will remain closed from Friday, September 23, 2022 to



**LEHAR FOOTWEARS LIMITED**

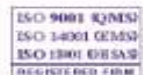
(Formerly known as Lawreshwar Polymers Limited)

A-243(A), Road No.6, V.K.I. Area, Jaipur (INDIA)

Phone : +91-141-4157777, Fax No. +91-141-4157766

W- [www.leharfootwear.com](http://www.leharfootwear.com), E-[info@leharfootwear.com](mailto:info@leharfootwear.com)

CIN No. : L19201RJ1994PLC008196



**IWE LR Evawave STUDENT PU BLISS + OKTHO RELAX**  
Caring of Your Feet

Thursday, September 29, 2022 (both days inclusive) for the purpose of the AGM.

Kindly take the same on your record.

Thanking You,

Yours faithfully,  
*for* **Lehar Footwears Limited**

**RITIKA PODDAR**  
**COMPANY SECRETARY AND COMPLIANCE OFFICER**  
**ICSI MEMBERSHIP NO. A65615**

Encl: As above



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ISO 9001 QMS  
ISO 14001 EMS  
ISO 18001 OHSAS  
REGISTERED FIRM

**Lehar**<sup>®</sup>  
**FOOTWEAR**  
NATIONAL AWARD WINNER COMPANY

**Session-2021-22**

# Annual Report





Shri Rajkumar Agarwal Managing Director Lawreshar Polymers Limited,  
Receiving National Award from Hon. President of India



Shri Naresh Agarwal Executive Director Lawreshar Polymers Limited,  
Receiving National Award from Hon. President of India



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## **CORPORATE INFORMATION**

### **Executive Director**

Mr. Ramesh Chand Agarwal  
(Chairman)

Mr. Raj Kumar Agarwal  
(Managing Director)

Mr. Naresh Kumar Agarwal  
(Whole Time Director)

### **Non-Executive Director**

Mr. Radhey Shyam Gemini  
(Independent Director)

Mr. Sunil Agarwal  
(Independent Director)

Ms. Preeti Goyal  
(Independent Director)

### **Key Managerial Personnel**

Mr. Rakesh Kumar Soni  
(Chief Financial Officer)

Mr. Sanjay Kumar Agarwal  
(Chief Executive Officer)

Ms. Ritika Poddar  
(Company Secretary)

### **Statutory Auditor**

M/s Ravi Sharma & Co.  
(Chartered Accountants)

### **Internal Auditor**

M/s Garg Vipin & Co.  
(Chartered Accountants)

### **Secretarial Auditor**

M/s Naredi Vinod And Associates  
(Practicing Company Secretaries)

### **Bankers**

HDFC Bank Limited

### **Registrar & Share Transfer Agent**

Bigshare Service Private Limited  
(E-3 Ansa Industrial, Estatesaki Vihar Road Sakinaka Mumbai -400072 MH)

### **REGISTERED OFFICE**

A-243 (A), Road No. 6, V. K. I. Area, Jaipur-302013 RJ

### **Contact Information**

CIN : L19201RJ1994PLC008196  
E Mail ID : info@leharfootwear.com  
              : csc@leharfootwear.com  
Website : www.leharfootwear.com  
Contact : 0141-4157777 (30 Lines)  
              Fax : 0141-4157766

### **FACTORY & WORKS**

UNIT 1. A-243 (A), Road No. 6, V. K. I. Area, Jaipur-302013 RJ

UNIT 2. G-685, Road No. 9F2, V. K. I. Area, Jaipur-302013 RJ

UNIT 3. F-263, Road No.13, V. K. I. Area, Jaipur-302013 RJ

UNIT 4. SD-41, Kaladera Industrial Area, Tehsil Chomu, District Jaipur RJ

UNIT 5. Khasra No. 658,683, Laxminarayanpura, Akherapura, Harmada,  
Teh-Aamer, Jaipur-302013 RJ



## **FROM THE DESK OF THE CHAIRMAN**

Dear Stakeholder,

As Charles Dickens said, "It was the best of times, it was the worst of times"; the pandemic tested us all severely. From the last couple of years, the COVID-19 pandemic had already caused massive disruptions worldwide across every aspect of human life. This led to an adverse economic, political and social impact on people, society, communities and countries.

Being a global organisation, we continue to focus on the needs of our valued customers to deliver best-in-class quality products globally. Our team is well-positioned to ensure delight of our valued customers by meeting their needs. The Company is on its path to Explore and seize the rising opportunities, to Emerge stronger globally and deliver value with Enhanced performance year after year.

But in these challenges our company has shown remarkable resilience and adaptability towards Company's vision- to be a responsible business entity towards society and the environment. First and foremost, we would like to thank you for what you have done already to weather this crisis and to get our company prepared to cope with this situation. Your commitment makes all the difference.

I would also like to share that our employees have shown remarkable resilience, loyalty and tenacity in ensuring that our customers are not impacted, despite significant personal challenges and faith of shareholders and members in our company it was remarkable.

We would also like to reassure you that as a company we are resilient. Over the course of 28 years, we have seen – and mastered – many challenging moments. We are convinced that we will overcome this one too.

We would also like to congratulate you all as our company completes 28 years of success in the footwear industry. We have been going through a major transformation over the past years and it is not easy to assess the transformation impact from one single year's results, but when looking back, it becomes clear just how much has changed. Our teams feel engaged and empowered to always do better and push our shared ambitions to greater heights. Our transformation journey will continue to build from what we have been achieving.

The future full of uncertainties is not something that any of us can claim to predict. We continue to take steps towards manufacturing excellence across our production units. We have been improving productivity and reducing manufacturing cost year on year, with the help of world class manufacturing concepts. Last year was no exception, wherein we were

able to manage our manufacturing expenses extremely well, while maintaining our high standards of quality and manpower engagement.

In the year ahead, the business environment will continue to remain challenging and competitive intensity is likely to remain high. With our purpose driven products, passionate employees and your continued support, I am confident that we will continue to deliver growth that is consistent, competitive, profitable and responsible.

As we move ahead, you can be assured that we shall work diligently to take this Company to greater heights. I would also like to thank all of you, our stakeholders, some of whom have been with us for many years, are an integral part of our journey, in empowering our people and our company to be more. If we can execute our strategies, and do the things we must learn to do, the year, and the years, ahead of us could be deeply rewarding, and I look forward to a great journey ahead, together.

I look forward to sharing with you more milestones in this journey in the coming years. On behalf of the Board of Directors of Lehar Footwears, I want to thank you for your continued trust, confidence, and support.

With Gratitude & Stay Healthy

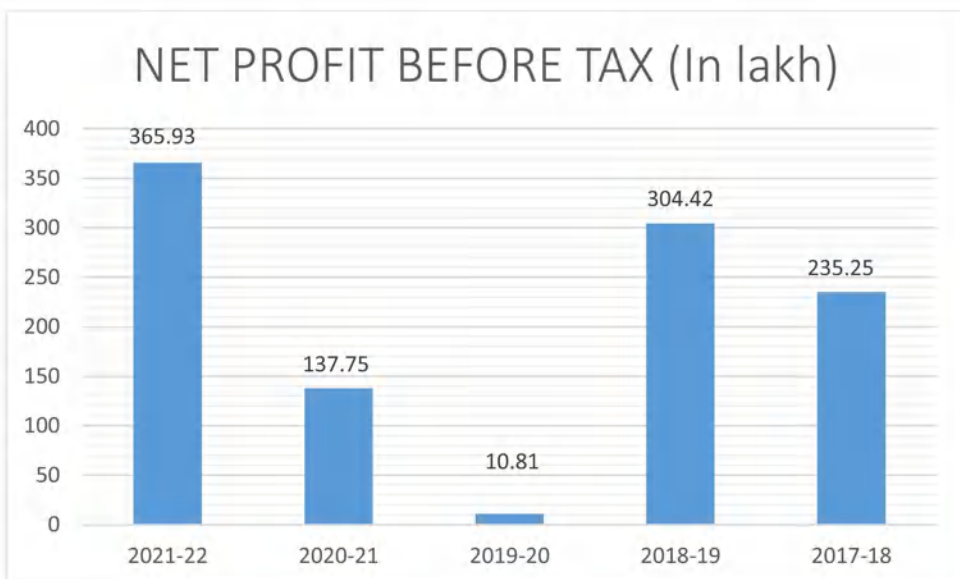
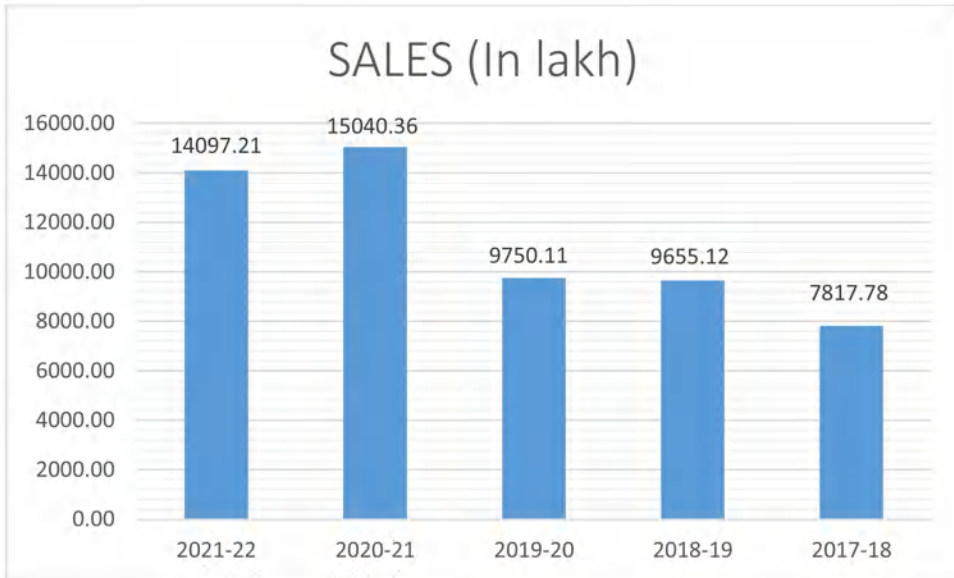
**Ramesh Chand Agarwal**  
Chairman

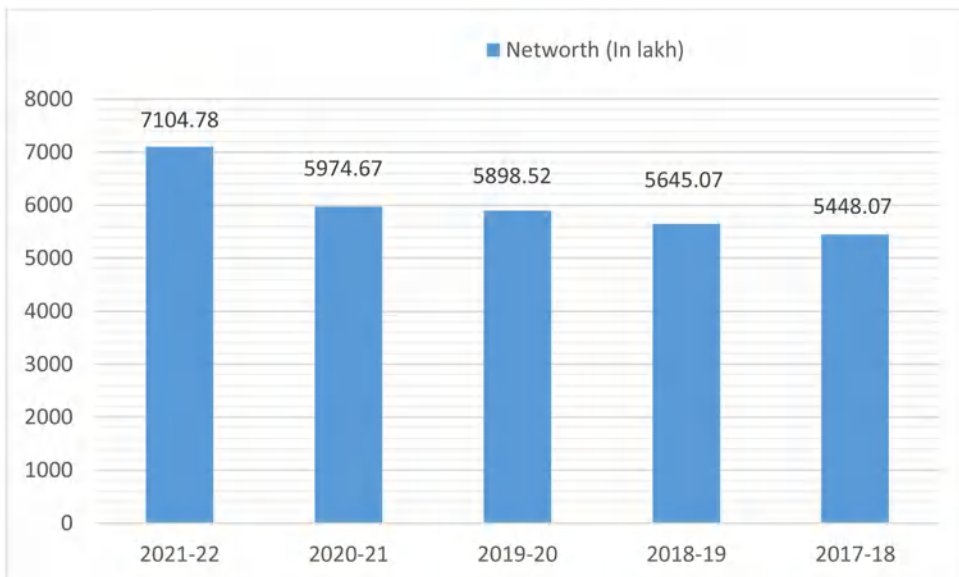
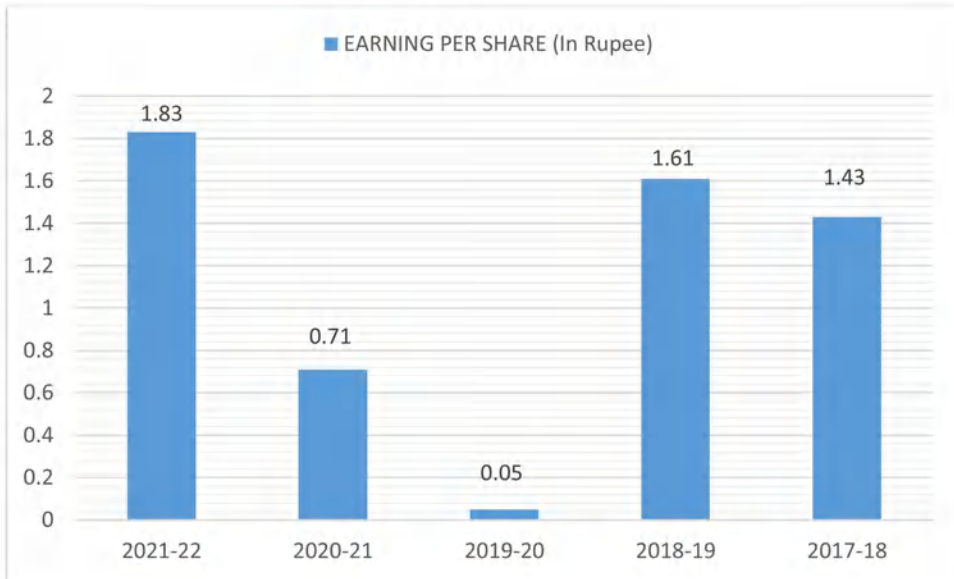


## **HIGHLIGHTS OF OPERATIONS OF LAST FIVE YEARS**

(Rs. in lakh)

Particulars	2021-22	2020-21	2019-20	2018-19	2017-2018
Sales	14097.21	15040.36	9750.11	9655.12	7817.78
Discount	350.07	328.02	276.69	259.00	362.89
Discounted Sale	13747.14	14712.34	9473.42	9396.12	7454.89
Revenue	13747.14	14712.34	9473.42	9396.12	7454.89
Profit before Tax	365.93	137.75	10.81	304.42	235.25
Finance cost	389.15	390.56	508.24	477.54	453.16
Depreciation	330.08	373.2	376.44	298.41	287.82
Tax	115.38	40.11	4.22	83.96	39.87
Net profit	250.55	97.64	6.59	220.46	195.38
EBDIT	1085.16	901.51	895.49	1080.37	976.23
Equity Share capital	1367.88	1367.88	1367.88	1367.88	1367.88
Reserve & Surplus	5736.9	4606.79	4530.64	4278.19	4080.19
Revaluation Reserve	2556.83	1653.21	1653.21	1653.21	1653.21
Net worth	7104.78	5974.67	5898.52	5646.07	5448.07
Fixed Asset (Tangible & Intangible)	6772.68	5827.91	5686.94	5474.22	5262.91
Fixed Asset (Capital Work in Progress)	10.35	0	1.65	0.00	112.20
Total Assets	16640.05	14003.47	14498.55	13042.73	13256.92
Current Assets	9712.53	7928.82	8398.6	7458.33	7779.26
Non-Current Assets	6927.52	6074.65	6099.95	5584.40	5477.66
Total Liabilities	9535.27	8028.8	8600.03	7396.66	7808.85
Current Liabilities	7199.23	5772.46	6804.38	5950.11	6299.45
Non-Current Liabilities	2336.04	2256.34	1795.65	1446.55	1509.40
Borrowing- Long Term	1441.16	1399.41	938.43	809.16	897.31
Borrowing- Short Term	4312.49	1324.06	2972.69	2855.20	3061.64
Borrowing- Current Maturities	507.73	417.39	214.38	346.14	347.38
Secured Borrowing	5606.39	3140.86	4100.61	3661.58	3918.97
Unsecured Borrowing	147.26	0	24.89	348.92	387.36
Capital employed	9440.82	8231.01	7694.17	7092.62	6957.47
EPS- Basic & Diluted (In Rs)	1.83	0.71	0.05	1.61	1.43
Book Value per share (in Rs)	51.94	43.67	43.12	41.28	39.83
ROCE (%)	2.65%	1.19%	0.09%	3.11%	2.81%
Current Ratio	1.35	1.37	1.23	1.25	1.23





## **REWRITING HISTORY**

Success doesn't come from what you do occasionally. It comes from what you do consistently. The road to success is not easy to navigate but with hard work, drive and passion, it is possible to achieve your success. Here's a trail of our incredible journey as a brand "Lehar".

**March,1994:** Company was founded in the Year 1994 in the name of Lawreshwar Polymers Private Limited and company started business of manufacturing of Footwears under the brand name of "Lehar" Footwear.

**May,1996:** Our company was converted from Private Limited company to Public Limited company from "Lawreshwar Polymers Private Limited" to as "Lawreshwar Polymers Limited".

**March,2007:** Our company became the first footwear manufacturing company of Rajasthan whose securities was listed on the Bombay Stock Exchange on the main board on 19-03-2007.

**September, 2007:** Installed the PU Pouring Machine for manufacturing PU Sole Footwear with the Annual Capacity of 6.00 Lac pairs per annum & start the commercial production. Further, the Company has also installed the fully automatic computerized EVA injected Moulding Machine with the Annual Capacity of 6.00 Lac pairs per annual & start the commercial production with effect from September 29, 2007.

**November, 2007:** On the occasion of Resurgent Rajasthan Partnership Summit held at Jaipur, Signed Letter of Intent with the Government of Rajasthan for setting up of EVA Footwear, PU Footwear, Sports Footwear, Leather Footwear, Sports Goods and Apparels at Jaipur.

**April, 2008:** The Company was awarded a Rate Contract from Government of India for supply of Shoe Canvas Rubber Sole for Defense.

**November, 2013:** The Company acquired a Factory Land & Building measuring about 14325.00 Sq. Mtrs. situated at Kaledera, Jaipur for expansion of manufacture of footwears of latest technology and to meet the rising demand of its customers.

**May, 2015:** The Company inaugurated a new plant at SP-41D, RIICO Ind. Area Kaladera, Tehsil - Chomu Distt- Jaipur (Raj.) on for further expansion of the Company and to meet rising demand of customers.



**June, 2018 -:** Company was awarded a Rate contract for the supply of school shoes from Government of Uttar Pradesh and since then company is regularly supplying School shoes for various state governments such as: Government of Uttar Pradesh, Government of West Bengal, Government of Andhra Pradesh and Government of Tamil Nadu.

**October, 2019:** As the company was known in the market as Lehar Footwear so company has changed its name from Lawreshwar Polymers Limited to Lehar Footwears Limited from 10<sup>th</sup> Oct, 2019.

**NOTICE**

Notice is hereby given that the Twenty Eight Annual General Meeting (AGM) of the members of Lehar Footwears Limited ("the Company") will be held on Thursday, September 29, 2022 at 10.30 A.M. at Registered Office at A-243 (A) Road No. 6, V.K.I. Area, Jaipur- 302013 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 March 31, 2022 together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Naresh Kumar Agarwal (DIN: 00106649), who retires by rotation and being eligible, offers himself for reappointment.
3. Appointment of Statutory Auditors of the Company

**To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:**  
"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, pursuant to recommendation of the Audit Committee and the Board of Directors M/s A. Bafna & Co. Chartered Accountants (Firm Registration No. 003660C), Jaipur be and is hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting ("AGM") till the conclusion of the thirty three AGM to be held in the year 2027, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors."

**RESOLVED FURTHER THAT** the Board of Directors of the Company, (including its committees thereof), be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.

**SPECIAL BUSINESS**

4. Increase in authorized share capital and alternation in Clause No. V of the Memorandum of Association of the company

**To consider and, if thought fit, to pass the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to Section 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the provisions of the Memorandum and Articles of Association of the Company, the Authorised Share Capital of the Company be and is hereby increased from Rs. 15,00,00,000/- (Rupees Fifteen Crore) divided into 1,50,00,000 (One Crore and Fifty Lakh) Equity Shares of Rs. 10/- each to Rs. 20,00,00,000/- (Rupees Twenty Crore) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- each ranking pari passu with the existing Equity Shares and Clause No. V of the Memorandum of Association be altered accordingly.

**RESOLVED FURTHER THAT** Clause No. V of the Memorandum of Association of the Company be altered and substituted as under:

V. The Authorised Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- each.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee constituted by the Board or any person(s) authorized by the Board in this regard) be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to filing of necessary forms/ documents with the appropriate authorities and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto.”

5. Appointment of Mr. Sandeep Kumar Jain (DIN: 01116047) as an Independent Directors of the Company

**To consider and, if thought fit, to pass the following resolution as a Special Resolution:**

“RESOLVED THAT in accordance with the provisions of sections 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 (herein after referred to as the ‘Act’), the rules made there under read with Schedule IV to the Act and Regulation 16 (1) (b), 17 (1C), 25 (2A) and 25(8) including such other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Article of Association and pursuant to the recommendation of Nomination & Remuneration Committee and the Board of Directors and been eligible, for appointment, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member signifying his intention to propose Mr. Sandeep Kumar Jain’s candidature for the office of the Director, be and is hereby appointed as a Non-Executive, Independent Director of the Company, not liable



to retire by rotation, for a period of 5 (five) consecutive years with effect from September 29, 2022 to September 28, 2027.”

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

6. Appointment of Mr. Saral Sudhir Saraf (DIN: 08216764) as an Independent Directors of the Company

**To consider and, if thought fit, to pass the following resolution as a Special Resolution:**

“**RESOLVED THAT** in accordance with the provisions of sections 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 (herein after referred to as the ‘Act’), the rules made there under read with Schedule IV to the Act and Regulation 16 (1) (b), 17 (1C), 25 (2A) and 25(8) including such other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Article of Association and pursuant to the recommendation of Nomination & Remuneration Committee and the Board of Directors and been eligible, for appointment, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member signifying his intention to propose Mr. Saral Sudhir Saraf’s candidature for the office of the Director, be and is hereby appointed as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) consecutive years with effect from September 29, 2022 to September 28, 2027.”

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

7. Appointment of Mr. Pramod Kumar Agarwal (DIN: 00108167) as director of the company

**To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:**

**RESOLVED THAT** pursuant to the provisions of Section 152 and Section 160 and other applicable provisions, if any, of the Companies Act 2013, (‘Act’) including such other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any modification or re-enactment thereof) and Articles of Association of the Company, Mr. Pramod Kumar Agarwal (DIN: 00108167) in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, and who is eligible for appointment and has consented to act as a Director, be and is hereby appointed as a director of the Company.



RESOLVED FURTHER THAT Director(s) of the company be and is hereby authorised on behalf of the board to sign and submit E-form DIR-12 with the registrar of companies along with necessary documents and attachments and to do all necessary acts, matter, writings and things as may be necessary and expedient to give effect to the aforesaid resolution.”

**BY THE ORDER OF THE BOARD**  
*for Lehar Footwears Limited*

Sd/-  
RITIKA PODDAR  
COMPANY SECRETARY AND COMPLIANCE OFFICER  
ICSI MEMBERSHIP NO. A65615

Dated: 10.08.2022

Place: Jaipur

## **NOTES**

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 and such proxy/ proxies need not be a member of the company. **The instrument appointing the proxy/ proxies should be deposited at the registered office of the company, duly completed and signed, not less than forty-eight (48) hours before commencement of the AGM i.e., by 10:30 A.M. on Tuesday, September 27, 2022.**

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A member holding more than ten percent (10%), 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 another person or shareholder.

Proxies submitted on behalf of Companies, Societies, Partnership Firms, etc. must be supported by appropriate resolution / authority, as applicable.

2. Information or details pertaining to the Directors proposed to be appointed or re-appointed pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by The Institute of Company Secretaries of India are provided in **Annexure A** of this Notice.
3. The Company has notified closure of Register of Members and Share Transfer Books from Friday, September 23, 2022 to Thursday, September 29, 2022 (both days inclusive) for the purpose of the Annual General Meeting.
4. The Securities and Exchange Board 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Bigshare Services Private Limited.

Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend (if declared). The Company or its Registrar and Transfer Agent, Bigshare Services Private Limited ("Bigshare") cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.

5. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to intimate any change in their address or bank mandates immediately to the company or Bigshare.

6. Members are requested to produce the enclosed attendance slip/e-voting form, duly signed as per the specimen signature recorded with the Company, for admission to the meeting hall. Members holding shares in dematerialised form are requested to bring their DP-ID and Client-ID numbers for easier identification for attendance at the meeting.
7. All documents referred to in the Notice and Explanatory Statement are available for inspection at the registered office of the Company during the business hours between 10:30 A.M to 6:00 P.M on all working days of the Company upto the date of the Annual General Meeting of the Company
8. Members desirous of getting any information on the accounts or operations of the Company are requested to forward their queries to the Company at least Ten (10) working days prior to the meeting, so that the required information can be made available at the meeting.
9. Members are requested to immediately notify any change in their address either to the Company or its Registrar & Share Transfer Agent. In case the shares are held in dematerialised form, this information should be sent by the Members to their respective depository participants. Members are requested to quote their folio numbers / DP-ID and Client-ID numbers in their correspondence with the Company.
10. In case of change in residential status of Non-Resident Indian Shareholders, the same should be immediately informed to the Registrar & Share Transfer Agent of the Company along with particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank.
11. Members are requested to furnish or update their e-mail IDs with the Registrar for sending the soft copies of the Annual Report of the Company as required vide circular no. 17/2011 dated April 21, 2011 and circular no. 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs and to avail remote e-voting facility in respect of the resolutions which would be passed at the General Meetings of the Company.
12. As a matter of economy, copies of the Annual Report will not be distributed at the venue of the Annual General Meeting. Members are, therefore, requested to bring their copy of the Annual Report to the meeting.
13. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
14. Corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
15. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
16. Pursuant to the prohibition imposed vide Secretarial Standard on General Meetings (SS-2) issued by the ICSI and the MCA circular, no gifts/coupons shall be distributed at the Meeting.



17. Members may also note that the notice of 28<sup>th</sup> Annual General Meeting and Annual Report for the year 2021-22 is also available on the website of the company [www.leharfootwear.com](http://www.leharfootwear.com) for their download.
18. The route map to the venue of the Meeting is <https://maps.app.goo.gl/4uFvUrG83bbs1ac98> for easy location.
19. E- VOTING:
  - I. Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 28<sup>th</sup> Annual General meeting (AGM) by electronic means.
  - II. The facility for voting through ballot paper shall also be made available at the AGM and members attending the meeting who have not casted their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
  - III. The members who have casted 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.
  - IV. The remote e-voting period commences on Monday, September 26, 2022 (09:00 am) and ends on Wednesday, September 28, 2022 (5:00 pm).

The Board of Directors has appointed Vinod Kumar Naredi, Prop. of M/s. Naredi Vinod & Associates (Membership No. FCS: 11876 CP NO. 7994), Practising Company Secretary as the scrutinizer for e-voting, to unblock the votes in favour or against, if any, and to report forthwith to the Chairman. The scrutinizer shall be responsible to conduct e-voting in fair and transparent manner.

Any person who become member of the company after dispatch of Notice of the meeting and holding share as on cut-off date may obtain ID Password by following the procedure mention in the instructions for members for voting electronically as given below.

Members attending the meeting who have not casted their vote by remote e-voting shall be able to exercise their right at the meeting and that the members who have casted their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. Voting by Members present at the Meeting shall be done by ballot or polling paper.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at under help section or write and email to



[helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). Or company secretary, Lehar Footwears Limited A-243 (A) Road No. 6 VKI Area, Jaipur, 302013 email: [csc@leharfootwear.com](mailto:csc@leharfootwear.com)

**The instructions for members for voting electronically are as under:-**

1. The voting period begins on Monday, September 26, 2022 (09:00 am) and ends on Wednesday, September 28, 2022 (5:00 pm). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday, September 22, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
3. Click on Shareholders
4. Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
5. Next enter the Image Verification as displayed and Click on Login.
6. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
7. If you are a first time user then follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.</p> <p>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL</p>

	letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Date of Birth	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction 4.

8. After entering these details appropriately, click on "SUBMIT" tab.
9. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
10. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
11. Click on the EVSN for Lehar Footwears Limited.
12. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
13. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
14. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
15. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
16. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

17. If D-mat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
18. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
19. Note for Non - Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
20. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**In case of members receiving the physical copy:**

- (A) Please follow all steps as mentioned above to cast vote.
- (B) The voting period begins on Monday, September 26, 2022 (09:00 am) and ends on Wednesday, September 28, 2022 (5:00 pm). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Thursday, September 22, 2022, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).



ANNEXURE A

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

This explanatory statement is in terms of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), however, the same is strictly not required as per Section 102 of the Act.

**Item No. 3: – Appointment of M/s A. Bafna & Co. Chartered Accountants (Firm Registration No. 003660C), as statutory auditors of the Company**

M/s Ravi Sharma & Co., Chartered Accountants (ICAI Firm Registration Number 015143C), were appointed as statutory auditors of the Company at the 23<sup>rd</sup> AGM held on September 28, 2017 to hold office from the conclusion of the said meeting till the conclusion of the 28<sup>th</sup> AGM to be held in the year 2022. In terms of the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, M/s A. Bafna & Co. Chartered Accountants (Firm Registration No. 003660C), is eligible for appointment for a period of five years. Based on the recommendations of the audit committee, the Board of Directors, at its meeting held on August 10, 2022, approved the appointment of firm as the statutory auditors of the Company to hold office for a term of five consecutive years from the conclusion of the ensuing AGM until the conclusion of the AGM to be held in the year 2027. The appointment is subject to approval of the shareholders of the Company. The proposed remuneration to be paid to M/s A. Bafna & Co. Chartered Accountants (Firm Registration No. 003660C) for audit services for the financial year ending March 31, 2023, is 8.78 Lakhs (Rupees Eight Lakh and Seventy-Eight Thousand) plus applicable taxes and out-of-pocket expenses. Besides the audit services, the Company would also obtain certifications from the statutory auditors under various statutory regulations and certifications required by clients, banks, statutory authorities, audit related services and other permissible non-audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the audit committee.

The Board of Directors and the audit committee shall approve revisions to the remuneration of the statutory auditors for the remaining part of the tenure.

The Board of Directors, in consultation with the audit committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the statutory auditors.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in passing the proposed Resolution.



The Board recommends the resolution set forth in item no. 3 for the approval of members.

**Item No. 4: - Increase in authorized share capital and alternation in Clause No. V of the Memorandum of Association of the company**

The Company anticipates that it would be requiring additional funds for the operational requirements of the Company. With a view to accommodate the same, it is considered necessary to increase the Authorised Share Capital of the Company from Rs. 15,00,00,000/- (Rupees Fifteen Crore) divided into 1,50,00,000 (One Crore and Fifty Lakh) Equity Shares of Rs. 10/- each to Rs. 20,00,00,000/- (Rupees Twenty Crore) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- each.

As a consequence of increase of Authorised Share Capital of the Company, the existing Authorised Share Capital Clause in Memorandum of Association of the Company be altered accordingly. The proposed increase of Authorised Share Capital requires the approval of members u/s 13 and 61 of the Companies Act, 2013.

A copy of the existing Memorandum and Articles of Association of the Company along with the proposed draft amendments are available for inspection at the Registered Office of the Company on all working days between 11:00 a.m. and 1:00 p.m.

The Board of Directors recommend the resolution set forth in item no. 4 for the approval of members of the Company as a Special Resolution.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in the above resolution.

**Item No. 5: - Appointment of Mr. Sandeep Kumar Jain as an Independent Directors of the Company**

Pursuant to regulation 17(1C) and 25(2A) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 including amendments thereunder, with effect from 1<sup>st</sup> January 2022, the approval of members is required to be obtained for appointment of a director at the next general meeting or within a period of 3 months from the date of appointment, whichever is earlier, by way of a special resolution.

Mr. Sandeep Kumar Jain is proposed to be appointed as an Independent Director for first term of 5 (five) consecutive years with effect from 29<sup>th</sup> September 2022, pursuant to Section 149, 150, 152 (including other applicable provisions if any) of the Companies Act, 2013 and Rules thereof including amendments thereunder, SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, including amendments thereunder and based on the recommendation of

Nomination and Remuneration Committee. The Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 and Rules thereof including amendments thereunder, proposing the candidature of Mr. Sandeep Kumar Jain for the office of Director of the Company.

Mr. Sandeep Kumar Jain is not disqualified from being appointed as director in terms of Section 164 of the Companies Act, 2013 and Rules thereof including amendments thereunder and has given his consent to act as director. The Company has also received declaration from Mr. Sandeep Kumar Jain that he meets with the criteria of independence as prescribed under subsection (6) of Section 149 of the Companies Act, 2013 and Rules thereof including amendments thereunder and Regulation 16 (1)(b) and 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including amendments thereunder.

Pursuant to amendment to Schedule II, Part D Para A(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 effective from 1<sup>st</sup> January 2022, for every appointment of an Independent Director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director.

The Board is of the opinion that Mr. Sandeep Kumar Jain the conditions specified in the said Act and the Rules made thereunder and also possess appropriate balance of skills, requisite expertise and experience (including the proficiency) and knowledge and he is a person of high integrity and repute so as to enable the Board to discharge its functions and duties effectively. In the opinion of the Board of Directors, Mr. Sandeep Kumar Jain is independent of the management of the Company and fulfils the conditions specified in the Act, and the rules made thereunder for appointment as an Independent Director.

Additional Details and Brief Profile of the Director, Mr. Sandeep Kumar Jain whose appointment as Independent Director is proposed at Item No. 5, is provided in the "Annexure" to the Notice pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

As mandated by the Ministry of Corporate Affairs, he has completed his registration on the data bank of Independent Directors created by MCA and Indian Institute of Corporate Affairs.

Except Mr. Sandeep Kumar Jain, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise in this resolution.



Based on the recommendation of the Nomination and Remuneration Committee the Board of Directors recommends the special resolution set out in item no. 5 of the notice for the approval of members of the Company.

**Item No. 6: - Appointment of Mr. Saral Sudhir Saraf as an Independent Directors of the Company**

Pursuant to regulation 17(1C) and 25(2A) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 including amendments thereunder, with effect from 1<sup>st</sup> January 2022, the approval of members is required to be obtained for appointment of a director at the next general meeting or within a period of 3 months from the date of appointment, whichever is earlier, by way of a special resolution.

Mr. Saral Sudhir Saraf is proposed to be appointed as an Independent Director for first term of 5 (five) consecutive years with effect from 29<sup>th</sup> September 2022, pursuant to Section 149, 150, 152 (including other applicable provisions if any) of the Companies Act, 2013 and Rules thereof including amendments thereunder, SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, including amendments thereunder and based on the recommendation of Nomination and Remuneration Committee. The Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 and Rules thereof including amendments thereunder, proposing the candidature of Mr. Saral Sudhir Saraf for the office of Director of the Company.

Mr. Saral Sudhir Saraf is not disqualified from being appointed as director in terms of Section 164 of the Companies Act, 2013 and Rules thereof including amendments thereunder and has given his consent to act as director. The Company has also received declaration from Mr. Saral Sudhir Saraf that he meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Rules thereof including amendments thereunder and Regulation 16 (1)(b) and 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including amendments thereunder.

Pursuant to amendment to Schedule II, Part D Para A(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 effective from 1<sup>st</sup> January 2022, for every appointment of an Independent Director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director.

Additional Details and Brief Profile of the Director, Mr. Saral Sudhir Saraf whose appointment as Independent Director is proposed at Item No. 6, is provided in the "Annexure" to the Notice pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 and the Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board is of the opinion that Mr. Saral Sudhir Saraf fulfills the conditions specified in the said Act and the Rules made thereunder and also possess appropriate balance of skills, requisite expertise and experience (including the proficiency) and knowledge and he is a person of high integrity and repute so as to enable the Board to discharge its functions and duties effectively. In the opinion of the Board of Directors, Mr. Saral Sudhir Saraf is independent of the management of the Company and fulfils the conditions specified in the Act, and the rules made thereunder for appointment as an Independent Director.

As mandated by the Ministry of Corporate Affairs, he will be complete his registration on the data bank of Independent Directors created by MCA and Indian Institute of Corporate Affairs before the appointment as an independent director in the ensuing annual general meeting and will provide his certificate after registration.

Except Mr. Saral Sudhir Saraf and her relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise in this resolution.

Based on the recommendation of the Nomination and Remuneration Committee the Board of Directors recommends the special resolution set out in item no. 6 of the notice for the approval of members of the Company.

**Item No. 7: - Appointment of Mr. Pramod Kumar Agarwal (DIN: 00108167) as director of the company**

The Company has received the notice from one of the members of the company to propose the appointment of Mr. Pramod Kumar Agarwal (DIN: 00108167) as a director on the Board of directors of the company in accordance with the provisions of section 160 of the Companies Act, 2013.

The Company has received from Mr. Pramod Kumar Agarwal, a consent in writing to act as Director in form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under subsection (2) of Section 164 of the Companies Act, 2013.

Mr. Pramod Agarwal is a commerce graduate and looking after marketing team of the company. He has been involved in business from the year 1995. Pramod Kumar Agarwal has experience of 32 years in the field of Finance, Accounts & Marketing has always been of immense value for the growth of the company.



None of the Directors or Key Managerial Personnel except Mr. Ramesh Kumar Agarwal, Mr. Raj Kumar Agarwal and Mr. Mr. Naresh Kumar Agarwal are concerned or interested, financial or otherwise, in the aforesaid resolution.

Your directors recommend Resolution at Item No. 7 as an Ordinary Resolution for approval of the members.

**BY THE ORDER OF THE BOARD**  
*for* **Lehar Footwears Limited**

.....  
**RITIKA PODDAR**  
**COMPANY SECRETARY AND COMPLIANCE OFFICER**  
**ICSI MEMBERSHIP NO. A65615**

**Dated:** 10.08.2022  
**Place:** Jaipur

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING**

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India]

<b>Name</b>	<b>Mr. Naresh Kumar Agarwal</b>	<b>Mr. Sandeep Kumar Jain</b>	<b>Mr. Saral Sudhir Saraf</b>	<b>Mr. Pramod Kumar Agarwal</b>
Designation	Executive Director	Non Executive Independent Director	Non Executive Independent Director	Executive Director
DIN	00106649	01116047	08216764	00108167
Age & DOB	51 Years & January 01, 1971	44 Years & November 09, 1977	34 Years & December 25, 1987	53 Years & January 01, 1969
Qualifications	B. Com	1. He is a Graduate in Commerce from Commerce College, Jaipur, University of Rajasthan. 2. He has passed Intermediate Exam of Institute of Chartered Accountants of India 3. He has passed O Level Certificate in Computer Software, issued by DOEACC, Government of India. 4. He is a Fellow Member of ICSI and having experience of about 20 years as a Practicing	B. Com	B. Com

		<p>Company Secretary</p> <p>5. He is a Registered Valuer (Securities or Financial Assets)</p> <p>6. He is an Insolvency Professional</p>		
Brief profile	<p>Naresh Kumar Agarwal has a vast experience of 30 years in Footwear Industry. His expertise in the field of Finance, Accounts &amp; Marketing has always been of immense value for the growth of the Company. He is well aware of each and every aspect of business and controlling them all well.</p>	<p>Mr. Sandeep Kumar Jain is a Fellow member of the Institute of Company Secretaries of India (ICSI) and having experience of about 20 years as a Practicing Company Secretary. He is well exposed in dealing with various regulatory authorities like Registrar of Companies, Official Liquidator, Regional Director, Ministry of Corporate Affairs, Company Law Board, Stock Exchanges, Reserve Bank of India, Securities and Exchange Board of India and other</p>	<p>Mr. Saral Sudhir Saraf has working experience in various industries like Steel Manufacturing &amp; Processing, Music &amp; Entertainment, Garment Manufacturing &amp; Exports, etc. and he is Currently working in a Startup called The Yarn Bazaar as VP Sales.</p>	<p>Pramod Kumar Agarwal has experience of 32 years in the field of Finance, Accounts &amp; Marketing has always been of immense value for the growth of the company.</p>

		Government Authorities.		
Date of original Appointment	March 03, 1994	NA	NA	NA
In case of independent director, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	NA	He has experience of handling matters related to accounting, taxation, internal audits, secretarial audit, due diligence, listing/de-listing of shares, corporate governance, amalgamation, merger, demerger of companies, drafting of petitions, agreement and other legal documents.	He has experience in Finance, Accounts & Marketing and many more field.	NA
Nature of expertise in specific functional area	He played an instrumental role in establishing production of the Company.	He has overall experience of 20 years as practicing Company Secretary.	He has experience more than 10 years in the various field like: Accounts Sales, manufacturing etc.	He is a commerce graduate and looking after marketing team of the company.
Disclosure of relationship between other directors & KMP's	Son of Mr. Ramesh Chand Agarwal	NA	NA	Son of Mr. Ramesh Chand Agarwal



	Relative of Mr. Raj Kumar Agarwal			Brother of Mr. Raj Kumar Agarwal and Relative of Naresh Kumar Agarwal
Number of meetings of the Board attended during the year 2021-22.	17	NA	NA	NA
Directorship held in Other public company as on March 31, 2022	M/s JMR Mobilink Limited	M/s Shree Rajasthan Syntex LTD	Nil	Nil
Chairmanship/ Membership of committees of other Public Companies as on March 31, 2022	Nil	Member in Nomination and remuneration committee of M/s Shree Rajasthan Syntex LTD	Nil	Nil
Shareholding in the company as on March 31, 2022	Equity Shares 1268566	NA	NA	Equity Shares 1113632
Name of other Directors Interested in the Resolution	Mr. Ramesh Chand Agarwal and Mr. Raj Kumar Agarwal	NA	NA	Mr. Ramesh Chand Agarwal, Mr. Raj Kumar Agarwal and Mr. Naresh Kumar Agarwal

ATTENDANCE SLIP

**LEHAR FOOTWEARS LIMITED**

(Formerly known as Lawreshwar Polymers Limited)  
A-243(A) ROAD NO. 06, V K I AREA, JAIPUR -302013 (RAJ.)

(Please fill this attendance slip and hand it over at the entrance of the meeting hall)

I hereby record my presence at the 28<sup>th</sup> Annual General Meeting of the company to be held at A-243(A) Road No. 06, V K I Area, Jaipur- 302013(RAJ.) on Thursday, September 29, 2022 at 10:30 A.M.

Folio No. # \_\_\_\_\_

DP ID\* \_\_\_\_\_

No. of Shares held \_\_\_\_\_

CLIENT ID\* \_\_\_\_\_

Member's / Proxy's name (in Block Letter)

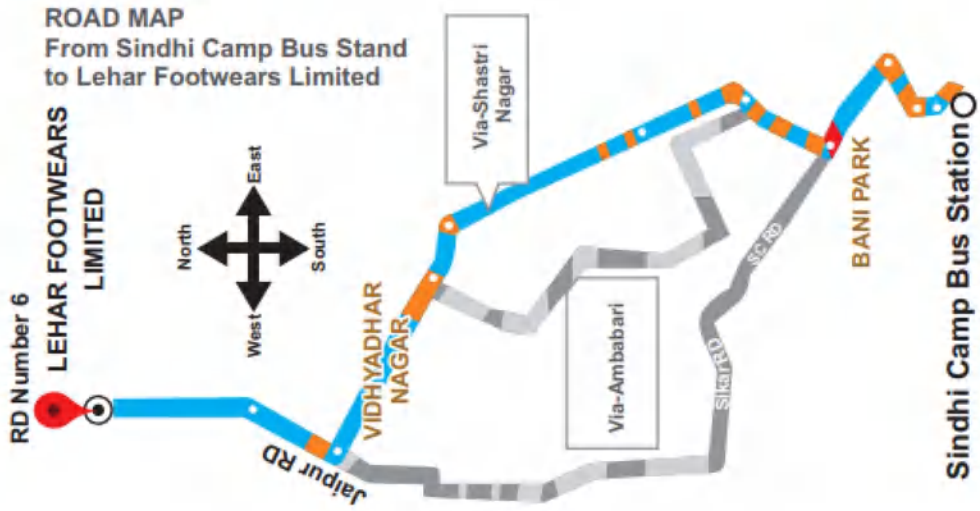
# Applicable for shares held in Physical Form

\* Applicable for shares held in Dematerialized Form

PLEASE BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING

VENUE: A-243 (A) ROAD NO.6, V.K.I. AREA JAIPUR-302013 RJ

ROUTE MAP



**Form No. MGT-11**

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

Name of the company: LEHAR FOOTWEARS LIMITED

(formerly known as Lawreshwar Polymers Limited)

CIN: L19201RJ1994PLC008196

Registered office: Registered Office: A-243(A) ROAD NO. 06, V K I AREA, JAIPUR-302013 RJ

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

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

1. Name: .....

Address:

E-mail Id:

Signature.....or failing him

2. Name: .....

Address:

E-mail Id:

Signature.....or failing him

3. Name: .....

Address:

E-mail Id:

Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on Thursday, September 29, 2022 at 10:30 A.M at A-243(A), Road No. 06, V.K.I. Area, Jaipur 302013 Rajasthan and at any adjournment thereof in respect of such resolutions as are indicated below:

**Ordinary Business**

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Naresh Kumar Agarwal (DIN: 00106649), who retires by rotation and being eligible, offers himself for reappointment.
3. Appointment of Statutory Auditors of the Company



**Special Business**

4. Increase in authorized share capital and alternation in Clause No. V of the Memorandum of Association of the company.
5. Appointment of Mr. Sandeep Kumar Jain (DIN: 01116047) as an Independent Directors of the Company.
6. Appointment of Mr. Saral Sudhir Saraf (DIN: 08216764) as an Independent Directors of the Company.
7. Appointment of Mr. Pramod Kumar Agarwal (DIN: 00108167) as director of the company.

Signed this..... day of..... 2022

Signature of shareholder

Signature of Proxy holder(s)

AFFIX RS. ONE  
REVENUE STAMP

**Note: 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.**

## **BOARDS' REPORT**

Dear Members,

Your directors are pleased to present 28<sup>th</sup> Annual Report of the Company on the business and operations of the Company and the Audited Accounts for the Financial Year ended 31<sup>st</sup> March 2022.

### **FINANCIAL SUMMARY**

Particulars	(Rupees in Lakh)	
	2021-22 (Audited)	2020-21 (Audited)
Revenue from Operations	13,747.14	14,712.34
Other Income	134.89	74.48
<b>Total Income from Operations</b>	<b>13,882.03</b>	<b>14,786.82</b>
Net Profit before Exceptional Items and Tax	365.93	137.75
Exceptional Items	-	-
Profit Before Tax	365.93	137.75
Tax Expenses	115.38	40.11
Profit After Tax	250.55	97.64
Other comprehensive income (Net of Tax)	918.18	18.73
<b>Total Comprehensive Income for the year</b>	<b>1,168.72</b>	<b>116.37</b>
Earnings Per Equity Share	<b>1.83</b>	<b>0.71</b>

### **PERFORMANCE HIGHLIGHTS**

The audited standalone financial statements of the Company as on March 31, 2022, prepared in accordance with the relevant applicable Ind AS and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and provisions of the Companies Act, 2013, forms part of this Annual Report. The key aspects of the Company's ('or Lehar Footwears Limited') performance during the FY 2021-22 is as follows:

### **RESULT OF OPERATIONS AND STATE OF COMPANIES AFFAIRS**

During the year under review, your Company's income from operations is **Rs. 13,747.14 Lakh** as compared to **Rs. 14,712.34 Lakh** during the previous year. The Company has incurred a Profit After Tax for the period of **Rs. 250.55 Lakh** as compared to the profit of **Rs. 97.64 Lakh** in the previous year.

### **CHANGE IN NATURE OF BUSINESS, IF ANY**

During the year, there is no change in the nature of the business of the Company.

## SHARE CAPITAL

There was no change in the Company's share capital during the year under review.

## AUTHORISED SHARE CAPITAL

At end of the Financial Year, 31<sup>st</sup> March, 2022 Authorised Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crore) comprising of 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of 10/- (Rupees Ten).

## ISSUED CAPITAL

At end of the Financial Year, 31<sup>st</sup> March, 2022 Issued Share Capital of the Company is Rs. 13,67,87,990/- (Rupees Thirteen Crore Sixty-Seven Lakh Eighty-Seven Thousand Nine Hundred Ninety only) comprising of 1,36,78,799 (One Crore Thirty Six Lakh Seventy Eight Thousand Seven Hundred Ninety Nine) Equity Shares of 10/- each.

## PAID UP CAPITAL

At end of the Financial Year, 31<sup>st</sup> March, 2022 Paid up Capital of the Company is Rs. 13,67,87,990/- (Rupees Thirteen Crore Sixty Seven Lakh Eighty seven Thousand Nine Hundred Ninety only) comprising of 1,36,78,799 (One Crore Thirty Six Lakh Seventy Eight Thousand Seven Hundred Ninety Nine) Equity Shares of 10/- each.

## DIVIDEND AND RESERVES

In order to conserve resources and to meet financial requirements to implement its future plans, your directors have not recommended any dividend for the financial year under review.

During the year under review, no amount from profit was transferred to General Reserve.

## MATERIAL CHANGES EFFECTING FINANCIAL POSITIONS OF THE COMPANY

No material changes and commitments have occurred after the close of the financial year till the date of this Report, which affect the financial position of the Company.

## INVESTOR EDUCATION AND PROTECTION FUND

There is no such amount lying with the company and remained unclaimed which is required to be transferred to the Investor Education and Protection Fund of the Central Government.

## RISK MANAGEMENT

The Board of Directors is overall responsible for identifying, evaluating and managing all significant risks faced by the Company. The Risk Management Policy approved by the Board acts as an overarching statement of intent and establishes the guiding principles by which key risks are managed across the Organization. The Board monitors and reviews the implementation of various aspects of the Risk Management policy and Company's



management of key risks, including strategic and operational risks, as well as the guidelines, policies and processes for monitoring and mitigating such risks under the aegis of the overall Business Risk Management Framework. The Company follows well established and detailed risk assessment and minimization procedures, which are periodically reviewed by the Board. The Company's Business Risk Management Framework helps in identifying risks and opportunities that may have a bearing on the organization's objectives, assessing them in terms of likelihood and magnitude of impact and determining a response strategy.

At present the company has not identified any element of risk which may threaten the existence of the company.

### **DIVIDEND DISTRIBUTION POLICY**

The Dividend Distribution Policy, in terms of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") is not applicable to our company.

### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

Our Company has an effective internal control and risk-mitigation system, which are constantly assessed and strengthened with new/revised standard operating procedures. The Company's internal control system is commensurate with its size, scale and complexities of its operations. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides bench marking controls with best practices in the industry.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the Internal Control Systems and suggests improvements to strengthen the same. The Company has a robust Management Information System which is an integral part of the control mechanism.

The Audit Committee of the Board of Directors and the Statutory Auditors are periodically apprised of the internal audit findings and corrective actions taken. Significant audit observations and corrective actions taken by the management are presented to the Audit Committee of the Board.

To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee.

### **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

#### **Directors**

#### *Retire by rotation*

Mr. Naresh Kumar Agrawal (DIN- 00106649), Director retires by rotation and being eligible, offers himself for re-appointment, in accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company. A Resolution seeking shareholders' approval for his re-appointment along with other required details forms part of the Notice.

## Independent Directors

The Company has received the necessary declarations from each of the Independent Directors of the Company under Section 149(7) of the Act and Regulation 25 of the Listing Regulations, confirming that they meet with the criteria of independence as laid down in Section 149(6) of the Act, along with Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

None of the Directors disqualifies for appointment/reappointment under Section 164 of the Companies Act, 2013.

## Key Managerial Personnel

### Re-appointment

- Mr. Raj Kumar Agarwal (DIN: 00127215) has re-appointed as Managing Director of the Company w.e.f. 01<sup>st</sup> December, 2021 in the Annual General Meeting held on 28.09.2021 for the five years.
- During the period Ms. Sneha Sharma resigned from the post of the Company Secretary of the Company w.e.f. 12.06.2021 and in the place of her, Ms. Priya Gandhi has appointed as Company Secretary of the Company w.e.f. 14.06.2021. Further, Ms. Priya Gandhi has resigned from the post of Company Secretary w.e.f. 11.11.2021.
- Mr. Raj Kumar Agarwal (DIN: 00127215) has appointed in place of company secretary as a compliance officer of the company w.e.f. 12.11.2021 and resigned from the post w.e.f. 31.03.2022.

### After the closure of financial year

The Company has appointed Ms. Madhuri Sain as Company Secretary of the Company w.e.f. 01.04.2022 and resign from the post of Company Secretary w.e.f. 30.06.2022.

After that Ms. Ritika Poddar has appointed as Company Secretary cum Compliance Officer of the Company w.e.f. 01.07.2022.

There has been no change other than above in the Directors and the Key Managerial Personnel during the financial year 2021-22.

## PRESENT BOARD STRUCTURE OF THE COMPANY AT THE TIME OF SIGNING BOARD REPORT

*Ramesh Chand Agrawal*  
*Naresh Kumar Agarwal*  
*Raj Kumar Agarwal*  
*Sunil Agarwal*  
*Preeti Goyal*  
*Radhey Shyam Gemini*  
*Rakesh Kumar Soni*  
*Sanjay Kumar Agarwal*  
*Ritika Poddar*

*Chairman*  
*Executive Director*  
*Managing Director*  
*Non-Executive Independent Director*  
*Non-Executive Independent Director*  
*Non-Executive Independent Director*  
*Chief Financial Officer (CFO)*  
*Chief Executive Officer (CEO)*  
*Company Secretary*



## **BOARD MEETINGS**

The Board met Seventeen times during Financial Year, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two consecutive meetings was within the period prescribed by the Companies Act, 2013, SEBI(LODR) 2015 and Secretarial Standard-1 (SS-1).

## **BOARD EVALUATION**

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual Directors pursuant to the provisions of the Act and the Corporate Governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015. The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning etc. The performance evaluation of the Executive Directors and Non-Executive Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

## **COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The criteria for Directors' appointment have been set up by the Nomination and Remuneration Committee, which includes criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Sub section (3) of Section 178 of Companies Act, 2013 ("the Act"). The policy on remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report.

## **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has a vigil mechanism named Vigil Mechanism / Whistle Blower Policy in conformation with Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, to report concerns about unethical behaviour and to deal with instances of fraud and mismanagement, if any. The same has also been displayed on the website of the Company.

## **HUMAN RESOURCE MANAGEMENT, HEALTH AND SAFETY**

During the year, the Company had cordial relations with workers, staff and officers. The shop floor management is done through personal touch, using various motivational tools and meeting their training needs requirements. The company has taken initiative for safety of employees and implemented regular safety audit, imparted machine safety training, wearing protective equipment, etc. The Company believes in empowering its employees through greater knowledge, team spirit and developing greater sense of responsibility.

## **DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**



The Company has in place a policy on Gender Equality, Gender Protection, Prevention of Sexual Harassment and Redressal System in line with the requirements of the Sexual Harassment of Women at Workplace Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Company has also constituted an internal committee to consider and address sexual harassment complaints in accordance with the Sexual Harassment of women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No complaints pertaining to sexual harassment were received and/ or disposed off during FY 2021-22.

### **PARTICULARS OF EMPLOYEES**

The information required pursuant to Section 197 read with Rule 5 (1) (i) of the Companies (Appointment and Remuneration) Rules, 2014 in respect of ratio of remuneration of each director to the median remuneration of the employees of the Company for the Financial Year, will be made available for inspection at its registered office of the Company during the working hours for a period of twenty one days before the date of Annual General Meeting of the company pursuant to Section 136 of the Companies Act, 2013 and members, if any interested in obtaining the details thereof, shall make specific request to the Company Secretary cum Compliance officer of the Company in this regard.

### **COMMITMENT TO QUALITY AND ENVIRONMENT**

Your Company recognizes quality and productivity as a pre-requisite for its operations and has implemented ISO 9001 and ISO 14001. Continuous efforts to preserve the environment are pursued.

### **CORPORATE SOCIAL RESPONSIBILITIES (CSR)**

As per Provisions of Section 135 of the Company Act 2013, and rules made there under, the CSR is not applicable on your company for the Financial Year 2021-22.

### **COMMITTEES OF THE BOARD**

As on March 31, 2022, the Board had following committees:

- **Audit committee,**
- **Nomination and Remuneration Committee, and**
- **Stakeholders Relationship Committee.**

All committees were mixture of executive and non-executive directors and Chairperson of every committee was an independent director. During the year, all recommendations made by the committees were approved by the Board. A detailed note on the composition of the Board and its committees is provided in the corporate governance report.

## AUDITORS AND AUDIT REPORT

### **Statutory Auditor**

M/s Ravi Sharma & Co., Chartered Accountants (Firm Registration No. 015143C), Jaipur, the statutory auditors of the Company, will hold office till the conclusion of the twenty-eight Annual General Meeting of the Company.

The Board has recommended the appointment of M/s A. Bafna & Co. Chartered Accountants (Firm Registration No. 003660C), Jaipur, as the statutory auditors of the Company, in the board meeting held 10.08.2022 for a term of five consecutive years, from the conclusion of the twenty-eight Annual General Meeting scheduled to be held in the year 2022 till the conclusion of the thirty-three Annual General Meeting to be held in the year 2027, for approval of shareholders of the Company, based on the recommendation of the Audit Committee.

There are no qualifications, adverse remarks reservations or disclaimer made by M/s Ravi Sharma & Co., Statutory Auditors, in their report for the financial year ended March 31, 2022. The notes to the Accounts referred to in the Auditor's Report are self-explanatory and therefore do not call for any further explanation and comments.

### **Secretarial Auditor**

The Board has appointed M/s Naredi Vinod & Associates, Practicing Company Secretaries, to conduct the Secretarial Audit for the financial year 2021-22. The Secretarial Audit Report for the financial year ended March 31, 2022 is attached as *Annexure-A* to this Board's Report. The Secretarial Audit Report does not contain any qualification or reservation or adverse remark or disclaimer.

### **Internal Auditor**

The Board has appointed M/s Garg Vipin & Company, Chartered accountants, to conduct the Internal Audit for the financial year 2021-22. The Internal Audit Report for the financial year ended March 31, 2022 has submitted by auditor to Board of the Company. The Internal Audit Report does not contain any qualification or reservation or adverse remark or disclaimer.

The Audit Committee of the Board of Directors, Statutory Auditors and the Key Managerial Personnel are periodically apprised of the internal audit findings and corrective actions taken. Audit plays a key role in providing assurance to the Board of Directors. Significant audit observations and corrective actions taken by the management are presented to the Audit Committee of the Board. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee.

### **Cost Records and Cost Audit**

Provisions of Section 148 of the Companies Act, 2013 regarding maintenance of cost records and audit thereof is not applicable to your Company.

Company is engaged in manufacture of products under category of product code 64 i.e., Footwear which is not falling under table of regulated sectors or non-regulated sectors as



per the notification issued by the Ministry of Corporate Affairs dated 14.07.2016, therefore it is exempt from maintaining any cost records and exempt from requirement of audit of cost records.

### **REPORTING OF FRAUDS BY AUDITORS**

During the year under review, none of the auditors have reported any instances of fraud committed against the Company as required to be reported under Section 143 (12) of the Act.

### **LOANS AND INVESTMENTS BY THE COMPANY**

The particulars of loans, guarantees and investments of the company as per Section 186 of the Act by the Company, have been disclosed in the financial statements of the company.

### **DEPOSITS**

During the financial year under review, your Company has neither invited nor accepted or renewed any fixed deposit from public, shareholders or employees and no amount of principal or interest on deposits from public is outstanding as at the Balance Sheet date in terms of provisions of section 73 to 76 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

### **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any Subsidiary, Joint venture or Associate Company as on March 31, 2022.

### **RELATED PARTY TRANSACTIONS**

The related party transactions entered into during the year under review were on arm's length basis, in the ordinary course of business and in compliance with the Policy on Related Party Transactions of the Company. During the year, the Company has not entered into any contracts / arrangements / transactions with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. The provisions of Section 188 of the Companies Act, 2013 and/or Regulation 23 of the SEBI (LODR) Regulations, 2015 were duly complied. The Related Party Transactions are placed before the Audit Committee and the Board for their approval on half yearly basis.

All transactions with related parties during the year were on arm's length basis and in the ordinary course of business. The related party transaction Policy as approved by the Board and necessary action is taken by the company. All transactions with related parties during the year were on arm's length basis and in the ordinary course of business. The disclosure of Related Party Transactions has been reported in Form no. AOC-2 is set out in *Annexure-B* to this report.

The details of transactions / contracts/ arrangements entered by the Company with Related parties during the financial year are set out in the Notes to the Financial Statement.



## CONSERVATION OF ENERGY, TECHNOLOGY, FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, regarding conservation of energy, technology absorption, foreign exchange earnings and outgo, are given in *Annexure-C* and forms an integral part of this Report.

## ANNUAL RETURN

As required under Section 92(3) read with section 134(3) (a) of the Companies Act 2013 read with rule 12 of the Companies (Management and Administration) Rules, 2014 including amendments thereunder, the Annual Return filed with the Ministry of Corporate Affairs (MCA) for the Financial Year 2020-21 is available on the [www.leharfootwears.com](http://www.leharfootwears.com) and the Annual Return for Financial Year 2021-22 will be made available on the website of the Company once it is filed with the MCA.

## LISTING

The equity shares of our Company are listed with the BSE Limited.

## DEMATERIALIZATION OF SHARES

The shares of your Company are being traded in electronic form and the Company has established connectivity with both the depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). In view of the numerous advantages offered by the Depository system, Members are requested to avail the facility of dematerialization of shares with either of the Depositories as aforesaid. As on March 31, 2022, 99.99% of the share capital stands dematerialized.

## CORPORATE GOVERNANCE

Pursuant to Regulation 34 read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, report on the Corporate Governance along with a certificate from Practicing Company Secretary is annexed to this Annual Report.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In Compliance with Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, a separate section on Management Discussion and Analysis as approved by the Board of Directors, forms part of this Annual Report.

## BUSINESS RESPONSIBILITY REPORT

As the Company is not among top 500 or 1000 Companies by turnover on Stock Exchanges, the disclosure of Report under of Regulation 34(2) of the Listing Regulations is not applicable to the Company for the year under review.

### CAUTIONARY STATEMENT

Statements in this report, describing the Company's objectives, expectations and/or anticipations may be forward looking within the meaning of applicable Securities Law and Regulations. Actual results may differ materially from those stated in the statement. Important factors that could influence the Company's operations include global and domestic supply and demand conditions affecting selling prices of finished goods, availability of inputs and their prices, changes in the Government policies, regulations, tax laws, economic developments within the country and outside and other factors such as litigation and industrial relations. The Company assumes no responsibility in respect of the forward-looking statements, which may undergo changes in future on the basis of subsequent developments, information or events.

### DIRECTORS RESPONSIBILITY STATEMENT

To the best of knowledge and belief and according to the information and explanation obtained by them, in terms of section 134(3) (c) your directors confirm that:

- a) in the preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent so as to give a true & fair view of the state of affairs of the Company as at March 31, 2022;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the Annual Accounts have been prepared on a going concern basis;
- e) internal financial controls have been laid down to be followed by the company and such internal financial controls are adequate and were operating effectively;
- f) proper system has been devised to ensure compliance with the provision of all applicable law and that such system was adequate and operating effectively.

### INTERNAL FINANCIAL CONTROL

The Company has adequate system of internal control/ Internal Finance Control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The report on Internal Financial Control forms part of Independent Audit report.

### PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.



All Directors on the Board and the designated employees have confirmed compliance with the Code.

**SIGNIFICANT AND MATERIAL ORDER PASSED BY THE REGULATOR OR COURT**

There are no significant and material order passed by the Regulators/ court that would impact the going concern status of the company and its future operations.

**THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC, 2016) DURING THE YEAR ALONG WITH STATUS AT THE END OF THE FINANCIAL YEAR**

The Company has not made any application nor any proceeding is pending against the company under IBC, 2016.

**THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS ALONG WITH REASONS THEREOF**

Since the Company has not entered into any One Time Settlement with Banks or Financial Institutions, furnishing details in this regard, is not applicable.

**PAYMENT OF LISTING FEE**

Your company has paid the Annual listing fee of BSE Limited for the Financial Year 2022-23.

**STATUTORY COMPLIANCE**

The Company has complied with all the statutory requirements. The Company ensures compliance of the Companies Act, 2013; SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and various statutory authorities on quarterly basis in the Board Meeting.

**COMPLIANCE OF SECRETARIAL STANDARDS**

The Company has complied with the Secretarial Standard 1(SS-1) relating to the meetings of the Board of Directors and Secretarial Standard 2 (SS-2) relating to the General meetings issued by the Institute of Company Secretarial of India and approved by the Central Government.



APPRECIATION

The Directors are thankful towards the Company's employees, customers, vendors, investors and academic partners for their hard work, dedication and commitment towards Company's operations, performance and their continuous support. The Directors also give their gratitude to the Government of India, Governments of various states in India, Governments of various countries and concerned Government departments and agencies for their co-operation.

The Directors have immense respect for every person who risked his life and safety to fight this pandemic COVID 19 and provide a remarkable support to the company.

**BY THE ORDER OF THE BOARD**  
*for Lehar Footwears Limited*

Sd/-  
(RAMESH CHAND AGARWAL)  
CHAIRMAN  
DIN: 00108287

Date: 10.08.2022  
Place: Jaipur

**SECRETARIAL AUDIT REPORT**

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2022

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

To,  
The Members,  
Lehar Footwears Limited  
A-243(A) Road No. 06, V.K.I.Area,  
Jaipur (Rajasthan).

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Lehar Footwears Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification the 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31<sup>st</sup>March, 2022** 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **Lehar Footwears Limited** ("the Company") for the financial year ended on **31<sup>st</sup>March, 2022** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under by the Depositories with regard to dematerialization / rematerialization of securities and reconciliation of records of dematerialized securities with all securities issued by the Company;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and

External Commercial Borrowings; **(Not applicable to the Company during the Audit Period)**

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
1. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable as there was no reportable event during the period under review)**
  2. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 which came into effect from 15 May 2015; **(Not applicable as there was no reportable event during the period under review)**
  3. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  4. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable as there was no reportable event during the period under review)**
  5. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable as there was no reportable event during the period under review)**
  6. 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;
  7. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable as there was no reportable event during the period under review)**
  8. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable as there was no reportable event during the period under review)**
  9. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
  10. The Environment (Protection) Act, 1986
  11. The EPF & Misc. Provisions Act, 1952;

We 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 and Uniform listing Agreement entered into by the Company with Bombay Stock Exchange;

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



**We further report that**

1. 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.
2. During the period under review Ms. Sneha Sharma resigned from the post of the Company Secretary of the Company w.e.f 12/06/2021. The Company further appointed Ms. Priya Gandhi as Company Secretary of the Company w.e.f 14/06/2021. Ms. Priya Gandhi resigned from the post of the Company Secretary of the Company w.e.f 11/11/2021.

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.

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

**FOR NAREDI VINOD AND ASSOCIATES  
COMPANY SECRETARIES**

**Date: 27/05/2022**  
**Place: Jaipur**  
**UDIN number: F011876D000406688**

**Sd/-**  
**(VINOD KUMAR NAREDI)**  
**Prop.**  
**FCS 11876**  
**CP No. 7994**

This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

**Annexure A**

To,  
The Members,  
Lehar Footwears Limited  
A-243(A) Road No. 06, V.K.I. AREA,  
Jaipur 302013 (Rajasthan).

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We 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. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we 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, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Place: Jaipur**

**Date: 27/05/2022**

**UDIN number: F011876D000406688**

**FOR NAREDI VINOD AND ASSOCIATES  
COMPANY SECRETARIES**

**SD/-  
(VINOD KUMAR NAREDI)  
Prop.  
FCS 11876  
CP No. 7994**

**Annexure –B to the Board’s Report**

**FORM NO. 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 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-**

- A. Name(s) of the related party and nature of relationship- Nil
- B. Nature of contracts/arrangements/transactions- Nil
- C. Duration of the contracts/arrangements/transactions- Nil
- D. Salient terms of the contracts or arrangements or transactions including the value, if any- Nil
- E. Justification for entering into such contracts or arrangements or transactions- Nil
- F. Date of approval by the Board- Nil
- G. Amount paid as advances, if any: - Nil
- H. Date on which the special resolution was passed in general meeting as required under first proviso to section 188- Nil

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

<b>Details</b>	<b>Related Party</b>		
<b>Name(s) of the related party and nature of relationship</b>	Lawreshwar Footwear and Proprietorship Concern of Son of Chairman	Lawreshwar Footcare Pvt. Ltd and Directors are Shareholders	P.K. Shoe Co. and Proprietorship Concern of Brother of Chairman
<b>Nature of contracts/arrangements/transactions</b>	Lease	Lease	Sale of goods
<b>Duration of the contracts/arrangements/transactions</b>	As per terms and conditions decided by both	As per terms and conditions decided by both	As per terms and conditions decided by both
<b>Salient terms of the contracts or arrangements or transactions including the value, if any</b>	Rs. 9.29 (in Lakh)	Rs. 24.00 (in Lakh)	Rs. 11.65 (in Lakh)
<b>Date(s) of approval by the Board, if any:</b>	03.04.2021	03.04.2021	03.04.2021
<b>Amount paid as advances, if any</b>	NA	NA	NA



During the financial year 2021-22, no 'Material' contracts or arrangements or transactions were entered into with any related party of the Company, as per Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Related Party Policy of the Company.

By the order of the Board  
*for* **Lehar Footwears Limited**

Sd/-  
**Ramesh Chand Agarwal**  
Chairman  
DIN: 00108287

**Date:** 10.08.2022  
**Place:** Jaipur

**Annexure –C to the Board’s Report**

Information Under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ended March 31, 2022.

**A. CONSERVATION OF ENERGY**

The steps taken or impact on conservation of energy	Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilisation and maximum possible savings of energy is achieved. As the impact of measures taken for conservation and optimum utilisation of energy are not quantitative, its impact on cost cannot be stated accurately.
The steps taken by the company for utilising alternate sources of energy	Company has installed solar power plant in its premises situated at SP-41D, RIICO Industrial Area, Kaladera, Tehsil Chomu, District Jaipur of 600KW.
The capital investment on energy conservation equipments	No specific investment has been made by the company during the year on the purchase of energy conservation equipment.

**B. TECHNOLOGY ABSORPTION**

**Efforts in brief, made towards Technology absorption, adaptation and innovation:**

The Technology used for manufacturing of products of the Company is fully absorbed and new innovations in process control, product development, cost reduction and quality improvements are being made on continuous basis.

**Benefits derived as a result of the above Efforts:**

Improvement in overall productivity, quality of the products and reduced process scrap and cost.

**In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished:**

Technology Imported	- No technology has been imported by the Company.
Year of Import	- N.A
Has technology been fully absorbed	- N.A
If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action	- N.A

**The expenditure incurred on Research and Development**

Company has not incurred any expenditure on Research and Development.

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

- a) Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and export plans: NIL.
- b) Total foreign exchange used and earned:
- |         |                    |
|---------|--------------------|
| Used :  | \$ 10,94,271.85    |
| Earned: | USD: \$ 74,5562.44 |
|         | Euro: 8,659.33     |

By the order of the Board  
*for* **Lehar Footwears Limited**

Sd/-  
**Ramesh Chand Agarwal**  
Chairman  
DIN: 00108287

**Date:** 10.08.2022

**Place:** Jaipur



## **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

### **INDUSTRY STRUCTURE AND DEVELOPMENT**

Over the recent years, Indian footwear industry has seen a change in perception from basic consumption to a fashion and style consumption, thanks to an increase in disposable income, growing fashion consciousness and increase in discretionary spending. This has helped the Indian footwear industry too, which is now the second largest producer and third largest consumer of footweares in the world. The Indian footwear industry has witnessed a metamorphosis growth with the advent of new retail brands in the market. The industry has grown by leaps & bounds in the last decade with the introduction of new technology and inflow of investments. Your Company is predominantly engaged in the manufacturing of Light Weight Hawaii Chappals, Canvas Shoes, PVC Shoes, Synthetic Leather Chappals, Fancy Chappals and also engaged in manufacturing of EVA Injected Footwear. Your Company's brand name 'LEHAR' has built up a better image over the other brands available in the local market. The major demand in non-leather footwear sector is of PU Chappals because it is the cheapest footwear available in India. The PU Chappals have captured 75% of demand in rural areas, because in rural areas people use this product as multipurpose footwear.

### **OPPORTUNITIES**

India is attracting various established fashion brands of the world as well as retailers who are re-orienting their focus on the domestic footwear market, which has led to a significant increase in the market of retail outlets nationwide. Footwear industry has growth potential to be a \$80 Billion industry by 2030, which means a CAGR of approximately, 20% in the next 15 years with great potential for exports and a huge domestic market.

The footwear industry has tremendous potential to create 20 lakh new jobs at the grass root level primarily for weaker section of society. Women, SC/ST, poor and needy in next 5 years, meeting the agenda of the Central Government in job creation.

The identified challenges and threats before the Indian Footwear and Leather Industry are India's competitiveness cheap and under invoiced imports, inadequate infrastructure, largest unorganised sector in comparison to organised, multiplicity of tax indication and trade regulation, lack of branding, capacity inadequacy, lack of skilled labour & labour wages, environmental issues and inadequate investment.

The industry operates in a complex regulatory environment and fully abides by law and regulations of the country it operates in. Any change in the laws and regulations governing the leather and footwear industry may affect the business and financial performance of the industry.

### **SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE**

The Company is engaged in the business of manufacturing of Footwear, so the Management considers “Footwear” as the only business segment of the Company.

### **INDUSTRY OUTLOOK**

There is still lot of potential for growth in the turnover of the Company because the demand of Company’s products in the market is fast increasing. The Company is specially developing an innovative and different type of product as per requirement of the market. There is a strong Demand of Eva & PU product in the market hence management has planned to expand its production capacity to cater the increased demand.

### **RISK AND CONCERN**

Your Company continuously ascertains risks and concerns in the Footwear Industry affecting its present operations, future performances and business environment. In order to overcome such risks and concerns your Company adopts preventive measures as considered expedient and necessary.

### **MARKET RISK**

The Company has quoted and/or unquoted investments which are exposed to fluctuations in stock prices. LFL continuously monitors market exposure in equity and, in appropriate cases, also uses various derivative instruments as a hedging mechanism to limit volatility.

### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company has an adequate system of internal controls comprising authorization levels, supervision, checks and balances and procedures through documented policy guidelines and manuals, which provide that all transactions are authorized, recorded and reported correctly and compliance with policies and statutes are ensured. The operational managers exercise their control over business processes through



operational systems, procedural manual and financial limits of authority manual, which are reviewed and updated on an ongoing basis to improve the systems and efficiency of operations. The company places prime importance on an effective internal audit system. The internal control system is supplemented by internal audit, regular review by the management and well-documented policies. The Company has an independent internal audit system to monitor the entire operations and services. The top management and Audit Committee of the Board review the findings of the Internal Auditor and takes remedial actions accordingly.

### DISCUSSIONS ON FINANCIAL PERFORMANCE VIS-À-VIS OPERATIONAL PERFORMANCE

During this Year (2021-22), the company has made net profit of **Rs. 250.55 Lakh** and last year (2020-21) net profit was **Rs. 97.64 Lakh**. This Year turnover of your company stands at **Rs. 13,747.14 Lakh** as against last year turnover **Rs. 14,712.34 Lakh**.

### MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED

The Company always believes that its growth is closely linked with the growth and overall development of its employees. The Company is committed to upgrade the skill of its employees and to create an environment where excellence is recognized and rewarded. The target is to place right people at right position and to enhance the efficiency, working speed, competency and time management skill of its employees. The Company's endeavour is to create an environment where people can use all of their capabilities in promoting the business of the Company. Number of people employed, as at March 31, 2022 is 695 on roll including contractors.

### CAUTIONARY STATEMENT

The report may contain certain statements that the Company believes are, or may be considered to be "forward looking statements" that describe our objectives, plans or goals. All these forward looking statements are subject to certain risks and uncertainties, including but limited to, Government action, economic development, risks inherent in the Company's growth strategy and other factors that could cause the actual results to differ materially from those contemplated by the relevant forward looking statements.



**BY THE ORDER OF THE BOARD**  
*for Lehar Footwears Limited*

Sd/-  
(RAMESH CHAND AGARWAL)  
CHAIRMAN  
DIN: 00108287

Date: 10.08.2022

Place: Jaipur

## **REPORT ON CORPORATE GOVERNANCE**

### **CORPORATE GOVERNANCE**

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2022, in terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (The "Listing Regulations").

The Company recognizes that the enhancement of corporate governance is one of the most important aspects in terms of achieving the Company's goal of enhancing corporate value by deepening societal trust. Strong corporate governance founded on values is the bedrock of the sustained performance at the Company and fuels the Company's vision to achieve the respect of stakeholders.

The Corporate Governance standards established (and updated from time to time) by the Board of the Company provide a structure within which directors and the Management can effectively pursue the Company's objectives for the benefit of its stakeholders.

### **COMPANY'S CORPORATE GOVERNANCE PHILOSOPHY**

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. Corporate Governance is an integral part of Company's philosophy. Corporate Governance is the application of best management practices, compliance of laws and adherence to ethical standards to achieve the Company's objective of enhancing shareholders and stakeholders' value. The Company's philosophy on the 'Code of Governance' is based on compliance of applicable provisions and requires exchange of relevant information and appropriate disclosures to each group of stakeholders, connected with the area of common interest/stake between the Company and the Stakeholder. Apart from complying with the statutory requirements, effective systems and practices towards improving transparency and internal controls have been institutionalized. The Company firmly believes that corporate governance standards should go beyond the law and must satisfy the spirit of law and not just the letter of the law. This is a way of life at Lehar Footwears Limited and is driven relentlessly across the organization.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

The details of 'Lehar Footwear' board structure and the various committees that constitute the governance structure of the organization are covered in detail in this report.

### COMPOSITION OF BOARD OF DIRECTORS

As on March 31, 2022, the Company has Six Directors. Out of the Six Directors, three (i.e. 50 percent) are Non-Executive Directors Independent Directors including woman director. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 and 152 of the Act.

As on March 31, 2022, the Composition of Board of Directors is as follows:

COMPOSITION OF BOARD AND DIRECTORSHIP/ COMMITTEE MEMBERSHIPS THERE OF AS ON MARCH 31, 2022							
S. No.	Name of Directors	DIN	Category	No. of Directorship (s) held in other Public Limited Companies (including this) *	No. of Committee(s) position held in other Companies (including this) *		Directorship in other listed entity (Category of Directorship)
					Chairman	Member	
1	Mr. Ramesh Chand Agarwal	00108287	Chairman, Executive Director	2	-	-	NIL
2	Mr. Raj Kumar Agarwal	00127215	Managing Director	1	-	-	NIL
3	Mr. Naresh Kumar Agarwal	00106649	Executive Director	2	-	1	NIL
4	Mr. Radhey Shyam Gemini	00108706	Non-Executive Independent Director	3	-	2	NIL
5	Mrs. Preeti Goyal	07109775	Non-Executive Independent Director	1	3	-	NIL
6	Mr. Sunil Agarwal	02587959	Non-Executive Independent Director	1	-	3	NIL

\*Excludes directorships in (1) Private Limited Companies (2) Section 8 Companies (3) Companies incorporated outside India and (4) Alternate Directorships.

None of the Directors are related to the other Directors except Mr. Ramesh Chand Agarwal, Mr. Raj Kumar Agarwal and Mr. Naresh Kumar Agarwal.



Mr. Naresh Kumar Agarwal is the son of Mr. Ramesh Chand Agarwal and Mr. Raj Kumar Agarwal is younger brother of Mr. Ramesh Chand Agarwal.

**NUMBER OF BOARD MEETING AND ATTENDANCE OF DIRECTORS**

During the year under review, Seventeen Board Meetings were held on April 03, 2021; April 08, 2021; May 27, 2021; June 14, 2021; June 21, 2021; June 25, 2021; August 11, 2021; August 24, 2021; October 27, 2021; November 02, 2021; December 18, 2021; January 08, 2022; January 31, 2022; February 07, 2022; February 09, 2022; March 02, 2022 and March 14, 2022 and the time gap between two meetings did not exceed 120 days. All statutory and other important items / information were placed before the Board for approval / review.

The composition and category of the Board of Directors are as follows:

<b>DIRECTORS' ATTENDANCE RECORD FOR THE YEAR ENDED MARCH 31, 2022</b>						
S. No.	Name of Directors	DIN	Designation of Director	No. of Board Meetings held during the year	No. of Board Meetings attended	Attended the last AGM held on 28.09.2021
1	Mr. Ramesh Chand Agarwal	00108287	Chairman	17	17	Yes
2	Mr. Raj Kumar Agarwal	00127215	Managing Director	17	17	Yes
3	Mr. Naresh Kumar Agarwal	00106649	Wholetime Director	17	17	Yes
4	Mr. Radhey Shyam Gemini	00108706	Independent Director	17	11	Yes
5	Mrs. Preeti Goyal	07109775	Independent Director	17	17	Yes
6	Mr. Sunil Agarwal	02587959	Independent Director	17	11	Yes

The Board is primarily responsible for the overall direction of the Company's activities. All the Directors have a good understanding of important business aspects.

**NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON- EXECUTIVE DIRECTORS - NIL**

**INFORMATION SUPPLIED TO THE BOARD AMONG OTHERS**

The day to day business is conducted by the officers and the managers of the Company under the control & supervision of Managing Director / Executive Director of the Company. The Board generally meets every quarter to review and discuss the performance of the Company, its future plans, strategies and other pertinent issues relating to the Company. The Board performs the following specific functions in addition to its other functions:

- Review, monitor and approve major financial and business strategies and corporate actions.
- Assess critical risks facing the Company, review options for their mitigation.
- Provide counsel on the selection, evaluation, development and compensation of senior management.

The Board has complete access to all the relevant information of the Company. The quantum and quality of information supplied by the management to the Board goes well beyond the minimum requirement stipulated under Companies Act, 2013, Secretarial Standard on the meetings of the Board issued by Institute of Company Secretaries of India and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Directors may seek necessary clarification from the management on any information provided to them and also have the right to seek external legal advice as may be required for the performance of their duties.

**SKILLS/EXPERTISE COMPETENCE OF BOARD OF DIRECTORS**

S. No.	Skills / Expertise / Competencies identified by the board of directors as required in the context of the business and sector(s) to function effectively		Status of availability with the Board
1	Understanding of Business/Industry	Experience and knowledge of Manufacturing and Recycling associated businesses	P
2	Strategy and strategic planning	Ability to think strategically and identify and critically assess strategic opportunities and threats and develop effective strategies in the context of the strategic objectives of the Company's policies and priorities.	P
3	Critical and innovative thoughts	The ability to critically analyse the information and develop innovative approaches and solutions to the problems.	P
4	Financial Understanding	Ability to analyse and understand the key financial statements, assess financial viability of the projects and efficient use of resources.	P
5	Market Understanding	Understanding of market scenario related to the business segment in which company is working.	P
6	Risk and compliance oversight	Ability to identify key risks to the organization in a wide range of areas including legal and regulatory compliance and monitor risk and compliance management frameworks.	P

Name of Director	Areas of Expertise					
	Understanding of Business/ Industry	Strategy and strategic planning	Critical and innovative thoughts	Financial Understanding	Market Understanding	Risk and compliance oversight
Mr. Ramesh Chand Agarwal	✓	✓	✓	✓	✓	✓
Mr. Raj Kumar Agarwal	✓	✓	✓	✓	✓	✓
Mr. Naresh Kumar Agarwal	✓	✓	✓	✓	✓	✓
Mr. Radhey Shyam Gemini	✓	✓	✓	✓	✓	✓
Mrs. Preeti Goyal	✓	✓	✓	✓	✓	✓
Mr. Sunil Agarwal	✓	✓	✓	✓	✓	✓

#### **SEPARATE MEETING OF INDEPENDENT DIRECTORS**

As stipulated by the Code for Independent Directors under Schedule IV of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, a separate meeting of the Independent Directors of the Company was held on 14.03.2022 to review the performance of Non-independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties. The Independent Directors found the performance of Non-Independent Directors (including Chairman) and the Board as well as flow of information between the Management and the Board to be satisfactory. All independent directors were present in the meeting.

#### **INDUCTION & TRAINING OF BOARD MEMBERS (FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS)**

Letter of Appointment(s) are issued to Independent Directors setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Director is taken through a formal induction program including the presentation from the Chairman, Managing Director, CEO & Executive Director on the Company's manufacturing, marketing, finance and other important aspects and information is available at [www.leharfootwear.com](http://www.leharfootwear.com).



## EVALUATION OF THE BOARD'S PERFORMANCE

The Board has a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board based on the criteria laid down by Nomination and Remuneration Committee which included attendance, contribution at the meetings and otherwise, independent judgement, safeguarding of minority shareholders interest, adherence to Code of Conduct and Business ethics, monitoring of regulatory compliance, risk assessment and review of Internal Control Systems etc.

## COMMITTEE OF THE BOARD

The Board of Directors has constituted Board Committees to deal with specific areas and activities which concern the Company and needs a closer review. The Board Committees are formed with approval of the Board and function under their respective defined roles. These Board Committees play an important role in the overall management of day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals, takes necessary steps to perform its duties entrusted by the Board. To ensure good governance, the minutes of the Committee meetings are placed before the Board for its review.

The Board has constituted the following Committees:

### AUDIT COMMITTEE

Your Company has a duly constituted Audit Committee and its composition meets the requirement of Section 177 of Companies Act, 2013 and Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The audit Committee of the Company comprised Two Non-Executive Director and One Executive Director and out of them Two are Independent Director and Chairperson of the Committee is Independent Director. All members of the Committee are financially literate and have accounting or related financial management expertise as mandated by Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

5 (Five) Audit Committee meetings were held on April 01, 2021; June 25, 2021; August 11, 2021; November 02, 2021 and February 07, 2022 during the financial year and the gap between the two meetings did not exceed one hundred and twenty days. The Chairman of the Audit Committee attended the last 27<sup>th</sup> AGM held on September 28, 2021.

### TERMS OF REFERENCE

1. Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure correct, sufficient and credible financial information.
2. Recommending to the Board appointment, remuneration and terms of appointment of auditors of the listed entity.
3. Approving payment to statutory auditors for any other services rendered by them.

4. Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - i) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
  - ii) Changes, if any, in accounting policies and practices and reasons for the same;
  - iii) Major accounting entries involving estimates based on the exercise of judgement by the management;
  - iv) Significant adjustments made in financial statements arising out of audit findings;
  - v) Compliance with listing and other legal requirements relating to financial statements;
  - vi) Disclosure of any related party transactions; and
  - vii) Qualifications in draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval
6. Monitoring and reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process
8. Approval or any subsequent modification of transactions of the Company with related parties
9. Scrutiny of inter-corporate loans and investments
10. Valuation of undertakings or assets of the Company, wherever it is necessary
11. Evaluation of internal financial controls and risk management systems
12. Reviewing, with the management, the performance of statutory auditors and internal auditors, adequacy of internal control systems
13. Formulating the scope, functioning, periodicity and methodology for conducting the internal audit
14. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit
15. Discussion with internal auditors of any significant findings and follow-up thereon
16. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board
17. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern
18. To look into the reasons for substantial defaults, if any, in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors
19. To review the functioning of the Vigil Mechanism and Whistle Blower mechanism and Approval of appointment of the CFO (i.e., the whole time Finance Director or any other person heading

- the finance function or discharging that function) after assessing qualifications, experience and background, etc. of the candidate
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
  21. Reviewing financial statements, in particular the investments made by the Company's unlisted subsidiaries
  22. Reviewing the following information:
    - i) The Management Discussion and Analysis of financial condition and results of operations;
    - ii) Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
    - iii) Management letters/letters of internal control weaknesses issued by the statutory auditors;
    - iv) Internal audit reports relating to internal control weaknesses; and
    - v) Reviewing the appointment, removal and terms of remuneration of the Chief internal auditor/internal auditor(s)

The Audit Committee has the following powers:

- I. To investigate any activity within its terms of reference.
- II. To seek information from any employee.
- III. To obtain outside legal or other professional advice.
- IV. To secure attendance of outsiders with relevant expertise, if it considers necessary.

At the invitation of the committee, the Statutory Auditor attended the Audit Committee Meetings to answer and clarify the queries raised at the committee meetings.

## COMPOSITION & MEETINGS

ATTENDANCE RECORD OF AUDIT COMMITTEE FOR THE YEAR ENDED MARCH 31, 2022				
Name of Directors	Position	Status	No. of meeting held during the Financial Year	No. of meeting attended during the Financial Year
Mrs. Preeti Goyal	Independent Non-Executive Director	Chairperson	5	5
Mr. Naresh Kumar Agarwal	Whole-time Director	Member	5	5
Mr. Sunil Agarwal	Independent Non-Executive Director	Member	5	5



## NOMINATION AND REMUNERATION COMMITTEE

The Company has a duly constituted Nomination & Remuneration Committee, which amongst others is responsible for identifying and recommending persons who are qualified to become directors or appointed as part of senior management of the Company and laying down remuneration policy.

### TERMS OF REFERENCE

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal
2. To carry out evaluation of every Director's performance
3. To formulate the criteria for determining qualifications, positive attributes and independence of a director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees
4. To formulate the criteria for evaluation of Independent Directors and the Board
5. To devise a policy on Board diversity
6. To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria
7. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable
8. To perform such other functions as may be necessary or appropriate for the performance of its duties.

The Committee met two times on 14.06.2021 and 25.06.2021 during the year 2021-22. The Composition and attendance of the members at the Committee meetings were as follows:

### COMPOSITION & MEETING

ATTENDANCE RECORD OF NOMINATION AND REMUNERATION COMMITTEE FOR THE YEAR ENDED MARCH 31, 2022					
Name of Directors	Position	Status	No. of meeting held during the Financial Year	No. of meeting attended during the Financial Year	
Mrs. Preeti Goyal	Independent Non-Executive Director	Chairperson	2	2	
Mr. Radhey Shyam Gemini	Independent Non-Executive Director	Member	2	2	
Mr. Sunil Agarwal	Independent Non-Executive Director	Member	2	2	

## PERFORMANCE EVALUATION CRITERIA

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of Directors which are as under-

### AREAS OF EVALUATION

- Fulfilment of responsibilities as a director as per the Companies Act, 2013, SEBI Listing Regulations, 2015 and applicable Company policies and practices.
- In case of the concerned Director being Independent Director, Executive Director, Chairperson of the Board or Chairperson or Member of the Committees with reference to such status and role.
- Board and/or Committee meetings attended.
- General Meetings attended.

### REMUNERATION TO DIRECTORS

(A) There was no pecuniary relationship or transaction between the Non-Executive Directors and the company during the financial year 2021-22.

(B) The Non-executive Directors does not have any other material pecuniary relationship or transactions with the Company during the year. Company does not pay any Remuneration to the Non-Executive Directors

- The Non-executive Directors did not have any other material pecuniary relationship or transactions with the Company during the year.
- No Remunerations was paid to the Non-Executive Directors during the Financial Year 2021-22.
- No Sitting fees were paid to the Non-Executive Directors for attending Board Meetings or Committee Meetings during the Financial Year 2021-22.
- No commission has been paid to any Director.
- Severance Fees: NIL
- Number of Equity Shares held by Non-Executive Directors: NIL
- An Independent Director shall not be entitled to any stock option of the Company
- The appointment is subject to termination by giving one month notice in writing on either side.

(C) **DETAILS OF THE REMUNERATION PAID TO DIRECTORS FOR THE YEAR ENDED ON MARCH, 31 2022**

### EXECUTIVE DIRECTORS

The details of the remuneration paid during the year 2021-22 to the Managing/Executive Director(s) are as follows:

DIRECTORS' REMUNERATION FOR THE YEAR ENDED MARCH 31, 2022						
Name of Director	Relationship with directors	Business Relations with the company	Remuneration paid during 2021-22 (Amount In lakh)			
			All element of remuneration package i.e. salary, benefit,	Fixed components and performance linked	Service contract, Notice Period,	Stock options details, if any

				bonuses, pensions etc.	incentives along with performance criteria	severan ce fee	
Mr. Raj Kumar Agarwal	Relative Ramesh Chand Agarwal & Naresh Kumar Agarwal	of	Managing Director	29.06	-	-	-
Mr. Naresh Kumar Agarwal	Relative Ramesh Chand Agarwal & Raj Kumar Agarwal	of	Executive Director	29.09	-	-	-
Mr. Ramesh Chand Agarwal	Relative Raj Kumar Agarwal & Naresh Kumar Agarwal	of	Chairman	29.06	-	-	-

- The appointment is subject to termination by giving one month notice in writing on either side.
- The Company does not have at present any scheme for grant of Stock Options to its Directors or Employees.

### STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee is responsible amongst others to resolve the grievances of the security holders of the Company. In addition, the Committee approves matters pertaining to allotment/ rematerialisation / transfer of shares etc. as and when required.

### COMPOSITION & MEETING.

The Committee met once on 14.03.2022 during the year 2021-22. The Composition and attendance of the members at the Committee meetings were as follows:

ATTENDANCE RECORD OF STAKEHOLDERS' GRIEVANCE COMMITTEE FOR THE YEAR ENDED MARCH 31, 2022					
Name of Directors	Position	Status	No. of meeting held during the Financial Year	No. of meeting attended during the Financial Year	
Mrs. Preeti Goyal	Independent Non-Executive Director	Chairperson	1	1	



Mr. Radhey Shyam Gemini	Independent Non-Executive Director	Member	1	1
Mr. Sunil Agarwal	Independent Non-Executive Director	Member	1	1

Ms. Sneha Sharma company secretary, appointed as compliance officer of the company and she was resigned from the post w.e.f. 12.06.2021.

Further, The Board has appointed Ms. Priya Gandhi company secretary, as the compliance officer of the company w.e.f.14.06.2021 and resigned the post w.e.f. 11.11.2021 during the year.

Furthermore, The Board has appointed Mr. Raj Kumar Agarwal Managing Director, in place of company secretary as a compliance officer of the company.

All the appointment made by the company are as required under the SEBI Listing Regulations.

**QUERIES AND COMPLAINTS RECEIVED DURING THE FINANCIAL YEAR ENDED MARCH 31, 2022**

Nature of Query/ Complaint	No. of Queries/ Complaints		
	Received	Attended	Pending
Received from security holders for non- receipt of balance sheet/dividends/shares in demat suspense account etc	Nil	Nil	Nil
Received from regulatory bodies such as Ministry of Corporate Affairs, Securities and Exchange Board of India and Stock Exchanges	Nil	Nil	Nil

**RISK MANAGEMENT COMMITTEE**

The Board of Directors has framed a Risk Management Policy for identification, assessment, monitoring, mitigation and reporting of risks and minimization procedures. The provision of the formation of Risk Management Committee is applicable only to 1000 listed companies by market capitalization.

**GENERAL BODY MEETINGS**

Details of Annual General Meetings held during last three years, are as follows:

LOCATION AND TIME OF ANNUAL GENERAL MEETINGS				
Financial Year	Venue	Date	Time	Special Resolution Passed for
2020-21	A-243 A Road No 6, V. K. I. Area, Jaipur- 302013 RJ.	September 28, 2021	10.30 A.M	1. Re-Appointment of Mr. Raj Kumar Agarwal as Managing Director of The Company 2. Revision of Remuneration Payable to Executive Directors
2019-20	A-243 A Road No 6, V. K. I. Area, Jaipur- 302013 RJ.	December 30, 2020	10.30 A.M	1. Re-appointment of Mrs. Preeti Goyal as an Independent Director of the company.

2018-19	A-243 A Road No 6, V. K. I. Area, Jaipur- 302013 RJ.	September 30, 2019	10.30 A.M	<ol style="list-style-type: none"> <li>1. Appointment of Independent Director U/s 149,150 and 152</li> <li>2. Appointment of Whole-Time Director U/s 196, 197 and 203 of the Companies Act, 2013.</li> <li>3. Approval of Name Change of the Company.</li> <li>4. Adoption of new set of Articles of Associations as per the Companies Act, 2013.</li> <li>5. Adoption of new set of Memorandum of Associations as per the Companies Act, 2013.</li> </ol>
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No special resolution requiring postal ballot is being proposed at the ensuing Annual General Meeting.

#### **EXTRAORDINARY GENERAL MEETING**

The company has not held Extraordinary General Meeting during the F.Y. 2021-22.

#### **POSTAL BALLOT**

During the year pursuant the provision of the section 110 of the company's act, 2013, read with Companies (Management and Administration) Rules, 2014, no resolution has been passed through Postal Ballot in the Company.

#### **MEANS OF COMMUNICATION**

The Company interacts with its investors through multiple forms of corporate and financial communications such as annual reports, result announcements. Quarterly results are usually published in English and Hindi daily newspapers, viz., Financial Express, Nafa Nuksaan and Business Remedies. These results are also made available on the website of the Company [www.leharfootwear.com](http://www.leharfootwear.com) and also posted at the online portal of BSE. The Company's website doesn't display official news releases and presentations made to the Institutional Investors or to the Analysts. No presentation has been made to Institutional Investors / Analysts by the Company. The Management Discussion and Analysis (MD&A) forms part of the Annual Report.

#### **GENERAL SHAREHOLDERS INFORMATION**

<b>28<sup>th</sup> Annual General Meeting Day, Date and Time</b>	Thursday, September 29, 2022 at 10.30 A.M.
Venue	A-243 (A) Road No: 6 V.K.I. Area, Jaipur 302013
Financial Year	The Financial Year of the Company starts from April 1 of every year to March 31 of the next year
Book Closure	Friday, September 23, 2022 to Thursday, September 29, 2022

Dividend	No Dividend has been recommended by the Board of Directors for the year under review. The Company has not declared any dividend so far hence there is not any unpaid / unclaimed dividends.
Listing on Stock Exchange(s)	BSE Limited (BSE) Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001.
Stock Code (BSE)	532829
ISIN No.	INE976H01018
Depository Connectivity	NSDL and CDSL
Annual Listing Fees and Custodial Fees	The listing fees and custodial fees for the Financial Year 2022-23 have been paid by the Company within the stipulated time.
Registrar and share Transfer Agent	Bigshare Services Pvt. Ltd. E-3 Ansa Industrial, Estatesaki Vihar Road Sakinaka Mumbai - 400072 MH

## **DISCLOSURES**

1. There were no transactions of material nature with related parties during the year that had potential conflict with the interest of the Company at large.
2. The Company has announced Whistle Blower policy. All the personnel of the company have the access to the Audit Committee.
3. The company has framed Related Party Transaction Policy.
4. During the financial year ended March 31, 2022 the company did not engage in commodity hedging activities.
5. The Company is in compliance with corporate governance requirements as specified in Regulations 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
6. Certificate from a Company Secretary in Practice confirming that the directors are not debarred or disqualified by SEBI/MCA or any statutory authority is published as an annexure to this Report.
7. All the recommendations of the committees are accepted by the Board.

## **COMPLIANCE WITH SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

### **Mandatory Requirements**

The Company is fully compliant with the applicable mandatory requirements under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### **Discretionary Requirements**

#### **A. The Board**

Since the Company does not have a Non-Executive Chairman, it does not maintain such office.

#### **B. Shareholder Rights**



Yearly financial results are forwarded to the Stock Exchanges and uploaded on the website of the Company like quarterly results.

#### **C. Modified opinion(s) in audit report**

During the year under review, there was no audit qualification in the Auditors' Report on the Company's financial statements.

#### **D. Separate posts of chairperson and chief executive officer**

The post of the Chairman of the Company and the CEO are held by different persons.

#### **E. Reporting of internal auditor**

The Chief Internal Auditor of the Company attends the meeting of the Audit Committee on regular basis. Internal audit findings are reported directly to the Audit Committee.

#### **CODE OF CONDUCT**

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviours of any form and the Board has laid down the directives to counter such acts. The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behaviour from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

Declaration by Chief Executive officer regarding compliance by board members and senior management personnel with the company's code of conduct is appended at the end of this report.

#### **DISCLOSURE OF ACCOUNTING TREATMENT**

The Company has followed the treatment laid down in the Accounting Standards prescribed by the Institute of Chartered Accountants of India, in the preparation of financial statements. There are no audit qualifications in the Company's financial statements for the year under review.

#### **DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT**

- (a) Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year-1/400
- (b) Number of shareholders who approached listed entity for transfer of shares from suspense account during the year-Nil

- (c) Number of shareholders to whom shares were transferred from suspense account during the year- Nil
- (d) Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year- 1/400
- (e) That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

### MARKET PRICE DATA (BSE)\*

Details of high and low price and the number of shares traded during each month in the last financial year on BSE Limited are as under:

Month	Volume (Nos.)	High Price	Low Price
Apr-21	3,82,097	31.90	24.85
May-21	1,14,694	28.60	25.00
Jun-21	3,65,678	35.45	24.90
Jul-21	5,25,243	42.85	34.05
Aug-21	3,60,697	48.90	37.50
Sep-21	3,98,468	46.40	37.00
Oct-21	2,20,507	43.05	32.55
Nov-21	2,91,817	41.75	32.15
Dec-21	7,36,959	56.90	36.50
Jan-22	3,96,988	51.05	40.00
Feb-22	3,19,501	47.00	30.45
Mar-22	4,09,106	40.00	32.05

\*Source: [www.bseindia.com](http://www.bseindia.com)

### SHAREHOLDING PATTERN AS ON MARCH 31, 2022

Particulars	No. of Shares held	% of shareholding
Promoters	9290198	67.9168
Financial Institutions, Banks and Mutual Funds	0	0.00
Trusts / Clearing Members	4022	0.0294
Corporate Bodies other than promoters	811811	5.9348
Indian Public	3559300	26.0206
NRIs / OCBs	13068	0.0955
Unclaimed or Suspense or Escrow Account	400	0.0029
<b>Total</b>	<b>13678799</b>	<b>100.0000</b>

### INVESTORS' SERVICE AND SHARE TRANSFER SYSTEM

Bigshare Services Pvt. Ltd. is the registrar and transfer agent of the Company. All share transfers and related operations are conducted by registrar and transfer agent of the Company, which is registered with Securities and Exchange Board of India. The Company has a Stakeholders' Relationship Committee for redressing the complaints/queries of shareholders and investors.

SEBI has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, RTA is not accepting any fresh lodgement of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialisation. However, members are not barred from holding shares in physical form.

Transfers in electronic form are much simpler and quicker as the transfers directly processed by NSDL/ CDSL, as the case may be, with no requirement of any separate communication to be made to the Company.

### RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

Pursuant to Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018, a Practicing Company Secretary shall carry out a Secretarial Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's shares are listed. The audit confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and total number of shares in physical form.

### DISTRIBUTION OF SHAREHOLDING (IN RUPEES) AS ON MARCH 31, 2022

Shareholding of Nominal (Rs.)	Number of shareholders	% of Total Holders	Total Holding	% of Total
001-500	3494	79.4452	557856	4.0783
501-1000	400	9.0950	341153	2.4940
1001-2000	249	5.6617	348152	2.5452
2001-3000	71	1.6144	178032	1.3015
3001-4000	28	0.6367	99460	0.7271
4001-5000	36	0.8186	170045	1.2431
5001-10000	47	1.0687	369667	2.7025
10001 & above	73	1.6598	11614434	84.9083
	<b>4398</b>	<b>100.0000</b>	<b>13678799</b>	<b>100.0000</b>

### DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Company's shares are currently traded only in dematerialized form at The Bombay Stock Exchange Limited to facilitate trading in dematerialised form, the Company has tied up arrangements with both the present depositories' viz. National Securities Depository Ltd. (NSDL) & Central Depository Services (India) Ltd. (CDSL). Shareholders can open Demat Account with any Depository participant registered with any of these depositories. As on March 31, 2022 about 99.99% of the Company's shares were held in dematerialized form.



### OUTSTANDING GDRS /ADRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS

There were no outstanding GDRs / ADRs/Warrants or any convertible instruments.

### CERTIFICATION OF CORPORATE GOVERNANCE REPORT

Certificate from Practising Company Secretaries on Corporate Governance, as required by Regulation 34 of SEBI (LODR), Regulations, 2015, is incorporated in this Annual Report.

### CEO / CFO CERTIFICATION

The Certificate required under Regulation 17(8) of the SEBI (LODR) Regulations, 2015, duly signed by the Chief Executive Officer and Chief Financial Officer of the Company was placed before the Board of Directors of the Company at its Meeting held on 10.08.2022. The Certificate also forms part of this Report.

### FEES TO STATUTORY AUDITOR

Total fees for all services paid by the listed entity, on a consolidated basis, to the statutory auditor and all entities in the network firm/ network entity of which the statutory auditor is a part was Rs. 7.99 lakhs /- plus taxes for the year under review.

### PLANT LOCATION

The Company has the following manufacturing and operating divisions

UNIT1.	A-243 (A), Road No. 6, V. K. I. Area, Jaipur - 302013
UNIT2.	G-685, Road No. 9F2, V. K. I. Area, Jaipur - 302013
UNIT3.	F-263, Road No.13, V. K. I. Area, Jaipur - 302013
UNIT4.	SP-41D, Kaladera Industrial Area, Tehsil Chomu, District Jaipur
UNIT5.	Khasra No. 658,683, Laxminarayanpura, Akherapura, Harmada Teh-Aamer, Jaipur-302013 RJ

### ADDRESS FOR CORRESPONDENCE FOR SHARE TRANSFER AND RELATED MATTERS

For any assistance regarding dematerialization of Shares, Transfer / Transmission of shares, change of address or any other query relating to shares, the investors may please contact with the Registrar & Share Transfer Agent of the Company at the following address:

#### BIG SHARE SERVICES PVT LTD

E-3 Ansa Industrial, Estatesaki Vihar Road Sakinaka

Mumbai -400072 MH

Ph.91-22-4043 0200 Fax No: 91-22-2847 5207

E-mail: [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

For any other query the investors may please contact to:

Company Secretary

Lehar Footwears Limited

A-243(A) Road No.6 V.K.I.Area,

Jaipur - 302013 (Rajasthan)

Tel No: 91-141-415 7777

E-mail: [csc@leharfootwear.com](mailto:csc@leharfootwear.com)  
[info@leharfootwear.com](mailto:info@leharfootwear.com)

By the order of the Board  
*for* **Lehar Footwears Limited**

**Sd/-**

**Ramesh Chand Agarwal**

Chairman

DIN: 00108287

**Date:** 10.08.2022

**Place:** Jaipur

CEO / CFO CERTIFICATION

To  
The Board of Directors  
**Lehar Footwears Limited**

We, Sanjay Kumar Agarwal, Chief Executive Officer and Rakesh Kumar Soni, Chief Financial Officer of Lehar Footwears Limited, to the best of our knowledge and belief, certify that:

1. We have reviewed Financial Statements and Cash Flow Statements for the Financial Year ended March 31, 2022.
2. To the best of our knowledge and information:
  - i. These statements do not contain any untrue statement or omit any material fact or contain statements that might be misleading.
  - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
5. We have indicated to auditors and the audit committee:
  - a. Significant Changes in internal control over financial reporting during the year, if any.
  - b. Significant changes in accounting policies during the year, if any and same have been disclosed in the notes to the financial statements.
  - c. Any instances of significant fraud of which we are aware, that involve the management or other employees who have a significant role in the company's internal control system.
6. We affirm that we have not denied any personnel access to the audit committee of the Company (in respect of matters involving alleged misconduct) and we have provided protection to whistle blowers from unfair termination and other unfair or prejudicial employment practices.
7. We further declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct and Ethics for the year covered by this report.

For **Lehar Footwears Limited**

SD/-  
**Sanjay Kumar Agarwal**  
Chief Executive Officer

SD/-  
**Rakesh Kumar Soni**  
Chief Financial Officer

Place: Jaipur

Date: 10.08.2022



CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT

To,  
The Members of  
**Lehar Footwears Limited**

Dear Sir/Madam,

**Sub: Declaration by the Chief Executive Officer under Regulation 34(3) read with Schedule V (D) of SEBI (LODR) Regulations, 2015**

I, Mr. Sanjay Kumar Agarwal, Chief Executive Officer of the Company do and hereby acknowledge and confirm that during the financial year 2021-22, to the best of my knowledge and belief, the Board of Directors and senior management have not violated any of the provisions of the Code of Conduct as applicable to the Executive Directors and Members of Senior Management of the Company or any policies or legal/ regulatory requirement of the Company, directly or indirectly applicable to the job or responsibility.

By the order of the Board  
*for* **Lehar Footwears Limited**

Sd/-  
**Sanjay Kumar Agarwal**  
Chief Executive Officer

Place: Jaipur  
Date: 10.08.2022

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

**[Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

To,  
The Members,  
Lehar Footwears Limited  
A-243(A) Road No. 06, V.K.I. AREA,  
Jaipur 302013 (Rajasthan).

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Lehar Footwears Limited (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

DIN	Name	Begin date
00106649	Naresh Kumar Agarwal	31/03/1994
00108287	Ramesh Chand Agarwal	11/05/2009
00127215	Raj Kumar Agarwal	31/03/1994
07109775	Preeti Goyal	26/03/2015

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**PLACE: JAIPUR**

**DATE: 23/08/2022**

**UDIN NUMBER: F011876D000830551**

**FOR NAREDI VINOD AND ASSOCIATES  
COMPANY SECRETARIES**

**SD/-  
(VINOD KUMAR NAREDI)**

**PROP.  
FCS: 11876  
CP NO. 7994**

**CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF  
CORPORATE GOVERNANCE**

To  
The Members of  
Lehar Footwears Limited.

1. We have examined the compliance of conditions of Corporate Governance by Lehar Footwears Limited for the year ended on 31<sup>st</sup> March, 2022 as stipulated in SEBI (LODR) regulation, 2015
2. The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of the opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI (LODR) regulation, 2015.
4. We state that no investor grievance is pending for a period exceeding one month against the company as per the records maintained by the shareholders / Investor's grievance committee.
5. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

PLACE: JAIPUR  
DATE: 27/05/2022  
UDIN NUMBER: F011876D000406776

FOR NAREDI VINOD AND ASSOCIATES  
COMPANY SECRETARIES

SD/-  
(VINOD KUMAR NAREDI)  
PROP.  
FCS 11876  
CP NO. 7994



**RAVI SHARMA & CO**  
**Chartered Accountants**



3580, JOHRI BAZAR, MSB KA RASTA 4TH  
CROSSING, JAIPUR RAJASTHAN 302003  
Ph. 9351258175

## **Independent Auditor's Report**

To  
The Members of  
Lehar Footwears Limited  
(Formerly known as Lawreshwar Polymers Limited)

### **Report on the Audit of the Standalone Financial Statements**

#### **Opinion**

We have audited the Standalone Financial Statements of **Lehar Footwears Limited (formerly known as Lawreshwar Polymers Limited)** ("the Company"), which comprise the balance sheet as at 31st March 2022, and the statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financials Statements")

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 Companies Act, 2013 ("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, 2022, and its profit (including other comprehensive income), changes in equity 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.

**RAVI SHARMA & CO**  
**Chartered Accountants**



3580, JOHRI BAZAR, MSB KA RASTA 4TH  
 CROSSING, JAIPUR RAJASTHAN 302003  
 Ph. 9351258175

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

<b>Key Audit Matter</b>	<b>Auditor's Response</b>
<b>Revenue recognition:</b>	
Revenue is one of the key profit drivers. Cut-off is the key assertion insofar as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year.	Our audit procedures with regard to revenue recognition included testing controls, around dispatches / deliveries, inventory reconciliations and substantive testing for cut-offs and analytical review procedures.
<b>Discounts and Incentives:</b>	
Discounts and incentives to dealers / customers are administered through various schemes including incentives. These are material items of business cost. The calculation of the amount of expense to be recognized is both voluminous, complex and involves significant judgement. There is a risk that such expense for discounts and incentives may be inaccurately recognized.	Our audit procedures included assessment of the design and implementation of controls, in addition to testing the effectiveness of key controls in respect of recognition of the expenses for such discounts and incentives. We have considered each significant type of discount recognized and assessed the appropriateness of the judgement applied while recognizing the expenses including the methodology and inputs used in calculating the amount and in some cases, re-performed the calculation. Our audit procedures also included verification of appropriate authorization, analytical review and actual charge for the year and review of historical trends in respect

**Information other than the Financial Statements and Auditor's Report thereon**

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements

**RAVI SHARMA & CO**  
**Chartered Accountants**



3580, JOHRI BAZAR, MSB KA RASTA 4TH  
CROSSING, JAIPUR RAJASTHAN 302003  
Ph. 9351258175

and our auditor's report thereon. These reports are expected to be made available to us after the date of this audit report.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

**Responsibilities of Management and Those Charged with Governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making 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, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the company's financial reporting process.



**RAVI SHARMA & CO**  
**Chartered Accountants**



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CROSSING, JAIPUR RAJASTHAN 302003  
Ph. 9351258175

**Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements 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 Company'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 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 Company to cease to continue as a going concern.

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- 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance 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 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.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **Annexure I** statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. 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.

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- d) In our opinion, the aforesaid 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, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to adequacy of Internal Financial Controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in **Annexure II**. Our report expresses an Unmodified Opinion on the adequacy and operating effectiveness of the company internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) 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 – Refer Note No. 38 to the 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.
- iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") refer note no.44.5, with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by



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or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”) refer note no.44.5, with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11 (e) as provided under (A) and (B) above contain any material misstatement.

v. The company has not paid any dividend during the year hence the reporting under this clause is not applicable.

**For Ravi Sharma & Co.**  
**Chartered Accountants**  
**FRN: 015143C**

**SD/-**  
**(C.A. Paras Bhatia)**  
**Partner**  
**Membership No. 418196**

**UDIN: 22418196AJXCLK8866**

**Place: Jaipur**  
**Date: 30<sup>th</sup> May, 2022**

**RAVI SHARMA & CO**  
**Chartered Accountants**



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### **Annexure I to the Independent Auditors' Report**

The Annexure referred to in our Independent Auditors' Report to the members of the Lehar Footwears Limited (formerly known as Lawreshwar Polymers Limited) on the standalone financial statements for the year ended 31 March 2022, we report that:

1. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
  - a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.  
(B) The Company has maintained proper records showing full particulars of Intangible assets.
  - b) According to the information and explanation given to us and on the basis of our examination of records of the company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, Plant & Equipment are verified at least once in three year. Pursuant to this program, Property, Plant and Equipment were physically verified by the Management during the year. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - c) According to the information and explanation given to us and on the basis of our examination of records of the company, the title deed of the immovable properties (Other than properties where the company is a lessee & the lease agreement is dully executed in favour of the lessee) disclosed in the financial statements are held in the name of the company as at the balance sheet date.
  - d) During the year under review the company has revalued its entire class of asset consisting of land as per the revaluation model consistently followed by the company and such revaluation is based on the report from a registered valuer, the details of the revaluation are as under:-

<b>Particulars</b>	<b>Amount Before Current Revaluation</b>	<b>Amount after current revaluation</b>	<b>Net Increase</b>
Land	2390.22	3555.71	1165.49

- e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder

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2. (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency together with coverage & procedure of verification are reasonable, further the management has not found discrepancies of more than 10% or more in the aggregate for each class of inventory.  
  
(b) According to the information and explanation given to us and on the basis of our examination of records of the company, the company has been sanctioned working capital limits in excess of five crores, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the company with such bank or financial institutions are generally in agreement with the books of accounts of the company and no material deviations were observed.
3. The Company has not made investment in any other company during the year and has not provided or stood guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships or any other parties and hence reporting under Para (iii) of the Order is not applicable:
4. 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 securities.
5. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
6. According to the information & explanation given to us , maintenance of Cost records is not mandatory for the company hence this clause is not applicable.
7. In respect of statutory dues:
  - a) In our opinion, the Company has been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they become payable.
  - b) There are no statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes



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8. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
9. (a) According to the records of the company examined by us and as per the information and explanations given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any financial institution or banks or lender.  
(b) According to the records of the company examined by us and as per the information and explanations given to us, The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.  
(c) According to the records of the company examined by us and as per the information and explanations given to us, term loans availed by the company have been used for the purpose for which they were raised.  
(d) According to the records of the company examined by us and as per the information and explanations given to us, on an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.  
(e) According to the records of the company examined by us and as per the information and explanations given to us, on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associate companies.  
(f) According to the records of the company examined by us and as per the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies. Hence, the requirement to report on clause (ix) (f) of the Order is not applicable to the Company.
10. (a) The Company has not raised money(s) by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.  
(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable
11. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

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(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

12. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
13. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. (a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.  
(b) We have considered the internal audit reports of the company issued till date, for the period under audit.
15. In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors, and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
16. (a) According to information & explanation given to us, the Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934  
(b) According to information & explanation given to The company has not conducted any NBFC business during the year, hence, reporting under clause 3(xvi)(b) of the Order is not applicable.  
(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.  
(d) The group does not have more than one CIC.
17. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
18. There has been no resignation of the statutory auditors of the Company during the year.
19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that

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Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither, give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

20. According to information and explanation given to us and based on our examination of the records of the company, the provisions of Section 135 related to Corporate Social Responsibility (CSR) are not applicable to the company hence clause 3 (xx) (a) and 3 (xx)(b) of the order are not applicable.
21. The reporting under clause 3(xxi) is not applicable in respect of audit of financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**For Ravi Sharma & Co.**  
**Chartered Accountants**  
**FRN: 015143C**

**SD/-**  
**(C.A. Paras Bhatia)**  
**Partner**  
**Membership No. 418196**

**UDIN: 22418196AJXCLK8866**

**Place: Jaipur**  
**Date: 30th May, 2022**



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**Chartered Accountants**



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## ANNEXURE II TO THE INDEPENDENT AUDITOR'S REPORT

### **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 Lehar Footwears Limited (formerly known as Lawreshwar Polymers Limited) (hereinafter referred to as "the Company") as of March 31, 2022 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 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. 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,

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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

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operating effectively as at March 31, 2022, 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.

**For Ravi Sharma & Co.**  
**Chartered Accountants**  
FRN: 015143C

**(C.A. Paras Bhatia)**  
**Partner**  
**Membership No. 418196**

**UDIN: 22418196AJXCLK8866**

**Place: Jaipur**  
**Date: 30<sup>th</sup> May, 2022**



### Lehar Footwears Limited

(formerly known as Lawreshwar Polymers Limited)

REGD OFFICE: A-243(A), ROAD NO.6, V.K.I.AREA, JAIPUR 302013, PHONE:0141-4157777

Website: www.leharfootwear.com, E-mail: info@leharfootwear.com, CIN: L19201RJ1994PLC008196

#### Balance Sheet as at 31st March 2022

S. No.	Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
I	<b>ASSETS</b>			
(1)	<b>Non-current assets</b>			
	(a) Property, Plant & Equipment	3	6,749.72	5,642.47
	(b) Capital work-in-progress	4	10.35	-
	(c) Intangible Asset	5	3.06	6.12
	(d) Right to Use	6	19.90	179.31
	(e) Financial Assets			
	(i) Other Financial Assets	8	25.80	25.90
	(f) Other non-current assets	9	118.69	220.84
	<b>Total Non-current Asset</b>		<b>6,927.52</b>	<b>6,074.64</b>
(2)	<b>Current assets</b>			
	(a) Inventories	10	4,479.47	3,446.49
	(b) Financial Assets			
	(i) Trade Receivable	11	3,995.13	3,414.88
	(ii) Cash and Cash Equivalents	12	290.31	33.71
	(iii) Bank Balances other than above	13	169.40	96.46
	(iv) Loans & Advances	7	2.60	3.08
	(v) Other Financial Asset	8	108.55	34.50
	(c) Other current assets	9	667.07	839.26
	<b>Total Current Asset</b>		<b>9,712.53</b>	<b>7,868.38</b>
	<b>Total Assets</b>		<b>16,640.05</b>	<b>13,943.02</b>
II.	<b>EQUITY AND LIABILITIES</b>			
(1)	<b>EQUITY</b>			
	(a) Equity Share capital	14	1,367.88	1,367.88
	(b) Other Equity	15	5,736.90	4,606.78
	<b>Total Equity</b>		<b>7,104.78</b>	<b>5,974.66</b>
(2)	<b>Non-current liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	16	1,441.16	1,399.41
	(ii) Lease Liabilities	17	15.54	155.50
	(b) Provisions	18	10.86	18.90
	(c) Deferred tax liabilities (Net)	19	868.48	622.09
	<b>Total Non-current Liabilities</b>		<b>2,336.04</b>	<b>2,195.90</b>
(3)	<b>Current liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	20	4,312.49	1,741.45
	(ii) Lease Liabilities	17	8.04	39.39
	(iii) Trade Payables			
	Total outstanding dues of Micro Small and Medium Enterprises	21	95.08	121.57
	Total outstanding dues of other than Micro Small and Medium Enterprises	21	2,402.83	3,496.44
	(iv) Other Financial Liabilities	22	89.54	204.70
	(b) Provisions	18	159.80	74.44
	(c) Other current liabilities	23	131.45	94.47
	<b>Total Current Liabilities</b>		<b>7,199.23</b>	<b>5,772.46</b>
	<b>Total Liabilities</b>		<b>9,535.27</b>	<b>7,968.36</b>
	<b>Total Equity and Liabilities</b>		<b>16,640.05</b>	<b>13,943.02</b>

Notes forming part of Financial Statements

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As per our Report of even date

For Ravi Sharma & Co.  
Chartered Accountants  
(FRN 015143C)

SD/-  
(Paras Bhatia)  
Partner  
M.No. 418196  
Date: 30th May 2022  
Place: Jaipur

For and on behalf of Board of Directors  
LEHAR FOOTWEARS LIMITED

SD/-  
Raj Kumar Agarwal  
(Managing Director)  
DIN: 00127215

SD/-  
Naresh Kumar Agarwal  
(Executive Director)  
DIN: 00106649

SD/-  
Rakesh Kumar Soni  
(Chief Financial Officer)

### Lehar Footwears Limited

(formerly known as Lawreshwar Polymers Limited)

REGD OFFICE: A-243(A), ROAD NO.6, V.K.I. AREA, JAIPUR 302013, PHONE:0141-4157777

Website: www.leharfootwear.com, E-mail: info@leharfootwear.com, CIN: L19201RJ1994PLC008196

#### Statement of Profit & Loss for the year ended on 31st March 2022

S. No.	Particulars	Note No.	Year ended 31 March 2022	Year ended 31 March 2021
I.	Revenue from operations	24	13,747.14	14,712.34
II.	Other income	25	134.89	74.48
III.	<b>Total Revenue (I + II)</b>		<b>13,882.03</b>	<b>14,786.82</b>
IV.	<b>Expenses:</b>			
	Cost of Materials Consumed	26	8,354.68	7,188.42
	Purchases of Stock-in-Trade		2,154.71	2,622.72
	Changes in inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	27	(889.84)	722.23
	Employee Benefits Expense	28	805.57	739.01
	Finance costs	29	389.15	390.56
	Depreciation and amortization expense	30	330.08	373.20
	Other expenses	31	2,371.75	2,612.93
	<b>Total expenses</b>		<b>13,516.10</b>	<b>14,649.07</b>
V.	Profit before exceptional items and tax (III-IV)		<b>365.93</b>	<b>137.75</b>
VI.	Exceptional items		-	-
VII.	<b>Profit before tax (V- VI)</b>		<b>365.93</b>	<b>137.75</b>
VIII.	Tax expense:			
	(1) Current tax	32	131.65	14.39
	(2) Deferred tax	32	(16.27)	25.72
	<b>Total Tax Expenses</b>		<b>115.38</b>	<b>40.11</b>
IX.	<b>Profit (Loss) for the period</b>		<b>250.55</b>	<b>97.64</b>
	<b>Other Comprehensive Income</b>			
(a)	(i) Items that will not be reclassified subsequently to profit or loss			
	Remeasurement of Defined Employee Benefit Plans		15.35	14.65
	Revaluation of Land		1,165.49	-
	(ii) Income tax relating to items that will not be reclassified subsequently to profit or loss		(262.67)	(4.08)
(b)	(i) Items that will be reclassified subsequently to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified subsequently to profit or loss		-	-
	<b>Total Other Comprehensive income</b>		<b>918.18</b>	<b>18.73</b>
	<b>Total Comprehensive Income for the year</b>		<b>1,168.72</b>	<b>116.37</b>
X.	Earnings per equity share:			
	(1) Basic	33	1.83	0.71
	(2) Diluted	33	1.83	0.71

Notes forming part of Financial Statements

1 & 48

As per our Report of even date

For Ravi Sharma & Co.  
Chartered Accountants  
(FRN 015143C)

For and on behalf of Board of Directors

LEHAR FOOTWEARS LIMITED

SD/-

Raj Kumar Agarwal  
(Managing Director)

DIN: 00127215

SD/-

Naresh Kumar Agarwal  
(Executive Director)

DIN: 00106649

SD/-

(CA Paras Bhatia)

Partner

M.No. 418196

Date: 30th May 2022

Place: Jaipur

SD/-

Rakesh Kumar Soni  
(Chief Financial Officer)

## Lehar Footwears Limited

(formerly known as Lawreshwar Polymers Limited)

REGD OFFICE: A-243(A), ROAD NO.6, V.K.I.AREA, JAIPUR 302013, PHONE:0141-4157777

Website: www.leharfootwear.com, E-mail: info@leharfootwear.com, CIN: L19201RJ1994PLC008196

### Cash Flow Statement for the year ended 31st March 2022

	Particulars	Year ended 31 March 2022	Year ended 31 March 2021
A.	<b>Cash flow from Operating Activities</b>		
	<b>Profit before income tax</b>	<b>365.93</b>	<b>137.75</b>
	Adjustment for		
	Depreciation and amortisation expenses	330.08	373.20
	Finance Costs	389.15	390.56
	Adjustment on Sale / Discard of Asset	(10.61)	(0.20)
	IDLS Subsidy Income	(36.14)	(40.22)
	Acturial Gain/Loss	12.89	14.65
	Interest Income	(5.62)	(3.65)
	<b>Change in operating assets and liabilities</b>		
	(Increase)/Decrease in inventories	(1,032.98)	692.52
	(Increase)/Decrease in trade receivables	(580.25)	(124.24)
	(Increase)/Decrease in financial assets	(73.45)	166.41
	(Increase)/Decrease in current assets	172.19	(300.73)
	Increase/(Decrease) Provisions	(14.94)	9.65
	Increase/(Decrease) other current liabilities	(1,198.28)	404.37
	<b>Cash generated from operations</b>	<b>(1,682.03)</b>	<b>1,720.07</b>
	Income Tax paid	(39.38)	(14.46)
	<b>Net cash flow from operating activities</b>	<b>(1,721.43)</b>	<b>1,705.60</b>
B.	<b>Cash flow from Investing Activities</b>		
	Purchase for property, plant and equipments	(286.20)	(515.33)
	Sale of Property , Plant and Equipements	12.66	3.00
	Advance Paid for Capital Goods	102.15	166.22
	Interest Income	5.62	3.65
	<b>Net cash flow from investing activities</b>	<b>(165.78)</b>	<b>(342.46)</b>
C.	<b>Cash flow from financing activities</b>		
	Increase in Short Term Borrowings	2,480.68	(1,648.62)
	Increase in Long Term Borrowings	132.08	664.00
	Finance Costs	(386.56)	(370.10)
	Interest Liability on Lease	(2.58)	(20.46)
	Payment of Principal portion of Lease Liability	(6.87)	(39.39)
	<b>Net cash flow from financing activities</b>	<b>2,216.75</b>	<b>(1,414.57)</b>
	<b>Net increase / ( decrease) in cash and cash equivalents</b>	<b>329.54</b>	<b>(51.40)</b>
	<b>Cash and cash equivalents at the beginning of the year</b>	<b>130.16</b>	<b>181.56</b>
	<b>Cash and cash equivalents at the end of the year</b>	<b>459.70</b>	<b>130.16</b>

As per our Report of even date

For Ravi Sharma & Co.  
Chartered Accountants  
(FRN 015143C)

For and on behalf of Board of Directors  
LEHAR FOOTWEARS LIMITED

SD/-  
(CA Paras Bhatia)  
Partner  
M.No. 418196  
Date: 30th May 2022  
Place: Jaipur

SD/ SD/-  
Raj Kumar Agarwal Naresh Kumar Agarwal  
(Managing Director) (Executive Director)  
DIN: 00127215 DIN: 00106649

SD/-  
Rakesh Kumar Soni  
(Chief Financial Officer)



## Lehar Footwears Limited

### Notes forming part of the Standalone Financial Statements for the year ended 31st March 2022

#### 1 Corporate Information

"Lehar Footwears Limited" formerly known as "Lawreshwar Polymers Limited" (the company) is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange in India. The company is engaged in manufacturing and selling of a reputed brand "LEHAR" footwear in domestic and overseas market.

The Board of Directors approved the Financial Statements for the year ended March 31, 2022 and authorised for issue on May 30, 2022.

#### 2 Significant accounting policies

The following are the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

##### 2.1 Basis of Preparation

These financial statements have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period and land has been carried at revalued amount, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

##### 2.2 Functional and Presentation Currency

The financial statements are prepared in Indian Rupees ("INR") which is the Company's presentation currency and the functional currency for its operations. All financial information presented in INR has been rounded to the nearest lakhs with two decimal places unless stated otherwise.

##### 2.3 Use of Estimates and judgments

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the year.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Significant judgments and estimates relating to carrying value of assets and liabilities include useful lives of Property, plant and equipment, impairment of Property, plant and equipment, investments, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

##### 2.4 Classification of Assets and Liabilities as Current and Non Current

All Assets and Liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of product & activities of the Company and their realization in cash and cash equivalent, the Company has determined its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

## 2.5 Recognition of Revenue and Expenditure

Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

### Sale of Goods

Revenue from sale of products is recognized when the control on the goods have been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e., when the material is shipped to the customer or on delivery to the customer, as may be specified in the contract.

### Interest

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the effective interest rate method. Interest income is included under the head "Other Income" in statement of profit and loss.

### Export Incentive

Duty drawback is recognized on the accrual basis whereas MEIS credit income is recognized on receipt basis.

### Expenses

All expenses are charged in statement of profit and loss as and when they are incurred.

## 2.6 Property, Plant & Equipment

Property, plant and equipment (except land) are stated at cost comprising of purchase price and any initial directly attributable cost of bringing the asset to its working condition for its intended use, less accumulated depreciation (other than land) and impairment loss, if any. The Land has been carried at revalued amount and revaluation is carried out at reasonable period.

Depreciation is provided for property, plant and equipment on a straight line method so as to expenses the cost less residual value over their useful lives assets as prescribed in Schedule II of the Companies Act, 2013 except Dies & Moulds. The useful life of Dies & Moulds has been assessed as per the technical assessment of the management. The estimated useful lives and residual value are reviewed at the end of each reporting period, with the effect of any change in estimate accounted for on a prospective basis.

Depreciation is not recorded on capital work-in progress until construction and installation is completed and the asset is for intended use.

## 2.7 Intangible assets

Intangible assets purchased are measured at cost as of the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Intangible assets consist of software licenses which are amortised over license period which equates the useful life on a straight line basis over the period of its economic useful life.

## 2.8 Inventory

Inventories consists of Raw Material, Work In Progress, Finished Goods, Stores & Spares and Packing Materials.

Inventories are valued at the lower of cost or net realisable value. Cost is determined on weighted average basis.



**Raw materials, Stores & Spares & Packing material:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition on the weighted average basis.

**Finished goods and work in progress:** Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity on a weighted average basis. Cost of finished goods includes other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

## 2.9 Employee benefits

### a) Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

### b) Defined Contribution Plan

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits.

### c) Defined Benefit Plan

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling and the return on plan assets (excluding interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Past service cost, both vested and unvested, is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

### d) Compensated absences

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date.

## 2.10 Income Tax

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

### Current tax

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961.

Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.



#### **Deferred Tax**

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

#### **Presentation of current and deferred tax:**

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

## **2.11 Lease**

### **Finance Lease**

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such leases are capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

### **Operating Lease**

Effective 1 April 2019, the company has adopted Ind AS 116 - Leases using a modified retrospective approach. Accordingly, on initial application of Ind AS 116, in respect of leases previously classified as operating leases, lease liability is measured at the present value of remaining lease payments discounted using the incremental borrowing rate at the date of initial application and the right-of-use asset has been measured at the amount equal to lease liability, adjusted for any prepaid or accrued lease payments recognised in the balance sheet immediately before the date of initial application.

## **2.12 Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Contingent Liability is disclosed in case of a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation or where no reliable estimate is possible. Contingent liabilities are not recognised in financial statements but are disclosed in notes.

Contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent assets are not recognised in financial statements and are disclosed in notes when it is virtually certain that economic benefits will inflow to the Company.

## **2.13 Foreign Currency Transactions**

Transactions in foreign currency are recorded at exchange rates prevailing at the date of transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss of the year.

Monetary assets and liabilities denominated in foreign currencies which are outstanding, as at the reporting date are translated at the closing exchange rates and the resultant exchange differences are recognised in the statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recognised using the exchange rate at date of initial transactions, are not retranslated.

In respect of forward contracts, the premium or discount on these contracts is recognized as income or expenditure over the period of the contract. Any profit or loss arising on the cancellation or the renewal of such contracts is recognized as income or expense for the year.

## **2.14 Impairment**

### **Non-financial assets**

The carrying amount of non- financial assets other than inventories are assessed at each reporting date to ascertain whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated. An impairment loss is recognised as an expenses in the Statement of Profit and Loss, for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. Value in use is ascertained through discounting of estimated future cash flows using a discount rate that reflects the current market assessments of the time value of money and the risk specific to the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels into cash generating units for which there are separately identifiable cash flows.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment had been recognised.

### **Financial assets**

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. In determining the allowances for doubtful trade receivables, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix.



### 2.15 Government Grant

Government grants are recognised when there is a reasonable assurance that the grant will be received and all attached conditions will be complied with. Government grants relating to an expense item is recognised in the statement of profit and loss over the period necessary to match them with costs that they are intended to compensate are expensed. Government grants relating to asset is recognised as income in equal amounts over the useful life of the asset.

### 2.16 Earning Per Share (EPS)

Basic earnings per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit/(loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. The Company did not have any potentially dilutive securities in any of the years presented.

### 2.17 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

### 2.18 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset, until such time as the assets are substantially ready for the intended use or sale. Interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. The borrowing costs other than attributable to qualifying assets are recognised in the profit or loss in the period in which they incurred.

### 2.19 Financial Instruments

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial asset or financial liabilities, as appropriate, on initial recognition. Transactions costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in Statement of Profit and loss.

#### Financial assets

All regular way purchases or sale of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sale of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place. All recognised financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

#### Classification of Financial Assets

##### (i) Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

##### (ii) Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.



(iii) Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories is subsequently fair valued through profit or loss.

(iv) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest rate method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(v) Equity instrument

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

c) Derecognition

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

d) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## 2.20 Insurance Claim

Insurance Claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

## 2.21 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The company consider footwear and accessories as its single segment in which company operates.

## 2.22 Fair Value Measurement

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

## Lehar Footweares Limited

(formerly known as Lawreshwar Polymers Limited)

REGD OFFICE: A-243(A), ROAD NO.6, V.K.I.AREA, JAIPUR 302013, PHONE:0141-4157777

Website: www.leharfootwear.com, E-mail: info@leharfootwear.com, CIN: L19201RJ1994PLC008196

### Statement of Changes in Equity

#### A Equity Share Capital

Particular	Note	As at 31-03-2022	As at 31-03-2021
Balance as at the Beginning of the Period		1368	1368
Changes in Equity Share Capital due to Prior Period errors			
<b>Restated Balance as at the beginning of the Period</b>			
Changes in equity share capital during the year	10	-	0
<b>Balance as at the end of the Period</b>		<b>1368</b>	<b>1368</b>

#### B Other Equity

Particular	Reserve & Surplus				Items of Other Comprehensive		TOTAL
	Security Premium Reserve	General Reserve	Retained Earning	Deferred Income	Revaluation Surplus	Remeasurement of net defined benefit Plans	
Balance as at 1 April 2020	660.53	100.15	1,808.00	317.67	1,653.21	(8.93)	4,530.63
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-
<b>Restated balance as the beginning of the period</b>	<b>660.53</b>	<b>100.15</b>	<b>1,808.00</b>	<b>317.67</b>	<b>1,653.21</b>	<b>(8.93)</b>	<b>4,530.63</b>
Transfer to retained earnings	-	-	97.64	-	-	-	97.64
Deferred Income recognition during the period	-	-	-	(40.22)	-	-	(40.22)
Total Comprehensive income for the year	-	-	-	-	-	18.73	18.73
<b>Balance as at 31 March 2021</b>	<b>660.53</b>	<b>100.15</b>	<b>1,905.64</b>	<b>277.45</b>	<b>1,653.21</b>	<b>9.80</b>	<b>4,606.78</b>
Balance as at 1 April 2021	660.53	100.15	1,905.64	277.45	1,653.21	9.80	4,606.78
Changes in accounting policy or prior period errors	-	-	-	-	-	(2.46)	(2.46)
<b>Restated balance as the beginning of the period</b>	<b>660.53</b>	<b>100.15</b>	<b>1,905.64</b>	<b>277.45</b>	<b>1,653.21</b>	<b>7.34</b>	<b>4,604.32</b>
Transfer to retained earnings	-	-	250.55	-	-	-	250.55
Revaluation Reserve Created During the Year	-	-	-	-	1,165.49	-	1,165.49
Deferred Income recognition during the period	-	-	-	(36.14)	-	-	(36.14)
Remeasurement of Defined Benefit Plans Made during the year	-	-	-	-	-	15.35	15.35
Amount transfer from Deferred Tax Liability to Revaluation Reserve	-	-	-	-	(261.87)	-	(261.87)
Amount transfer from Deferred Tax Liability on Remeasurement of Defined Benefit Plans	-	-	-	-	-	(0.80)	(0.80)
<b>Balance as at 31 March 2022</b>	<b>660.53</b>	<b>100.15</b>	<b>2,156.19</b>	<b>241.31</b>	<b>2,556.83</b>	<b>21.89</b>	<b>5,736.90</b>

As per our Report of even date

For Ravi Sharma & Co.  
Chartered Accountants  
(FRN 015143C)

For and on behalf of Board of Directors  
LEHAR FOOTWEARS LIMITED

SD/-	SD/-
Raj Kumar Agarwal	Naresh Kumar Agarwal
(Managing Director)	(Executive Director)
DIN: 00127215	DIN: 00106649

SD/-  
(CA Paras Bhatia)  
Partner  
M.No. 418196  
Date: 30th May 2022  
Place: Jaipur

SD/-  
Rakesh Kumar Soni  
(Chief Financial Officer)

### Lehar Footwears Limited

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2022

#### Note 3 - PROPERTY, PLANT & EQUIPMENTS

Following are the changes in the carrying value of property, plant and equipment for the Year Ended March 31, 2022

Particulars	Tangible Assets								
	Land	Building (Free Hold)	Road	Plant & Machinery	Dies & Moulds and Misc. Fixed Assets	Furniture & Fixtures	Vehicles	Office Equipments	Total
<b>Gross Carrying value as at April 1, 2021</b>	<b>2,390.22</b>	<b>1,899.15</b>	<b>15.11</b>	<b>1,504.52</b>	<b>1,601.63</b>	<b>22.93</b>	<b>287.51</b>	<b>85.89</b>	<b>7,806.96</b>
Additions during the year	-	29.26	-	39.87	120.44	1.92	80.65	3.71	275.85
Disposals / Deletion during the year	-	-	-	-	0.44	-	36.17	-	36.61
Addition / Deletion due to Revaluation	1,165.49	-	-	-	-	-	-	-	1,165.49
<b>Gross Carrying value as at March 31, 2022</b>	<b>3,555.71</b>	<b>1,928.41</b>	<b>15.11</b>	<b>1,544.39</b>	<b>1,721.63</b>	<b>24.85</b>	<b>331.99</b>	<b>89.60</b>	<b>9,211.69</b>
<b>Accumulated depreciation as at April 1, 2021</b>	<b>-</b>	<b>356.64</b>	<b>2.84</b>	<b>462.86</b>	<b>1,047.06</b>	<b>10.74</b>	<b>214.74</b>	<b>69.61</b>	<b>2,164.49</b>
Depreciation	-	80.33	1.43	98.31	124.49	1.69	21.16	4.64	332.05
Accumulated depreciation on deletions	-	-	-	-	0.21	-	34.36	-	34.57
<b>Accumulated depreciation as at March 31, 2022</b>	<b>-</b>	<b>436.97</b>	<b>4.27</b>	<b>561.17</b>	<b>1,171.34</b>	<b>12.43</b>	<b>201.54</b>	<b>74.25</b>	<b>2,461.97</b>
<b>Carrying Value as at March 31, 2022</b>	<b>3,555.71</b>	<b>1,491.44</b>	<b>10.84</b>	<b>983.22</b>	<b>550.29</b>	<b>12.42</b>	<b>130.45</b>	<b>15.35</b>	<b>6,749.72</b>
<b>Gross Carrying value as at April 1, 2020</b>	<b>2,379.10</b>	<b>1,787.65</b>	<b>15.11</b>	<b>1,224.89</b>	<b>1,499.54</b>	<b>20.50</b>	<b>287.51</b>	<b>83.76</b>	<b>7,298.06</b>
Additions	11.12	111.50	-	279.63	105.09	2.43	-	7.20	516.97
Disposals / Deletion during the year	-	-	-	-	3.00	-	-	5.07	8.07
Addition / Deletion due to Revaluation	-	-	-	-	-	-	-	-	-
<b>Gross Carrying value as at March 31, 2021</b>	<b>2,390.22</b>	<b>1,899.15</b>	<b>15.11</b>	<b>1,504.52</b>	<b>1,601.63</b>	<b>22.93</b>	<b>287.51</b>	<b>85.89</b>	<b>7,806.96</b>
<b>Accumulated depreciation as at April 1, 2020</b>	<b>-</b>	<b>280.66</b>	<b>1.41</b>	<b>367.62</b>	<b>926.31</b>	<b>9.29</b>	<b>190.30</b>	<b>67.23</b>	<b>1,842.82</b>
Depreciation	-	75.98	1.43	95.24	121.20	1.45	24.44	7.20	326.94
Accumulated depreciation on deletions	-	-	-	-	0.45	-	-	4.82	5.27
<b>Accumulated depreciation as at March 31, 2021</b>	<b>-</b>	<b>356.64</b>	<b>2.84</b>	<b>462.86</b>	<b>1,047.06</b>	<b>10.74</b>	<b>214.74</b>	<b>69.61</b>	<b>2,164.49</b>
<b>Carrying Value as at March 31, 2021</b>	<b>2,390.22</b>	<b>1,542.51</b>	<b>12.27</b>	<b>1,041.66</b>	<b>554.57</b>	<b>12.19</b>	<b>72.77</b>	<b>16.28</b>	<b>5,642.47</b>

(a) The revised useful life, as assessed by Management, are in line with those specified in Part C of Schedule II of the Companies Act, 2013 for all classes of assets other than Dies and Moulds. The useful life of Dies and Moulds has been assessed as per the assessment of the management which has 6 years of useful life. Management believes that the assessed useful life of the assets reflect the periods over which these assets are expected to be used.

(b) The company has adopted Revaluation Model for entire class of Land assets and cost model for other class of assets and consequently the value of Land is higher by Rs 1800 Lakh due to revaluation done in the financial year 2016-17 and Rs. 1165.49 Lakh in financial year 2021-22.



### Lehar Footwears Limited

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2022

#### Note 4 -Capital Work-in-Progress

Particular	As at 31st March 2022		As at 31st March 2021	
	Property, Plant and Equipment	Intangible Asset Under Development	Property, Plant and Equipment	Intangible Asset Under Development
Gross Carrying value as at the beginning of the period	-	-	1.65	-
Additions (Subsequent Expenditure)	20.95	10.35	350.79	-
Capitalized during the Year	20.95	-	352.44	-
<b>Carrying Value as at the end of the period</b>	<b>-</b>	<b>10.35</b>	<b>-</b>	<b>-</b>

Capital Work-in-progress ageing schedule for the year ended March 31,2022 and March 31,2021

Particular	Amount in CWIP for a Period of				
	Less than 1 Year	1-2 Year	2-3 Year	More than 3 year	Total
<b>Property, Plant and Equipment</b>					
<b>March 31,2022</b>					
Projects in Progress	-	-	-	-	-
Projects Temporarily suspended	-	-	-	-	-
<b>March 31,2021</b>					
Projects in Progress	-	-	-	-	-
Projects Temporarily suspended	-	-	-	-	-
Particular	Amount in CWIP for a Period of				
	Less than 1 Year	1-2 Year	2-3 Year	More than 3 year	Total
<b>Intangible Asset Under Development</b>					
<b>March 31,2022</b>					
Projects in Progress	10.35	-	-	-	10.35
Projects Temporarily suspended	-	-	-	-	-
<b>March 31,2021</b>					
Projects in Progress	-	-	-	-	-
Projects Temporarily suspended	-	-	-	-	-

#### Note-5 Intangible Asset

Particular	As at 31-03-2022	As at 31-03-2021
	Software	Software
Gross Carrying value as at the beginning of the period	6.12	6.12
Additions during the year	-	-
Disposals / Deletion during the year	-	-
<b>Gross Carrying value as at the end of the period</b>	<b>6.12</b>	<b>6.12</b>
Accumulated depreciation as at the beginning of the period	-	-
Depreciation	3.06	-
Accumulated depreciation on deletions	-	-
<b>Accumulated depreciation as at the end of the period</b>	<b>3.06</b>	<b>-</b>
<b>Carrying Value as at the end of the period</b>	<b>3.06</b>	<b>6.12</b>

#### Note-6 Right to Use

Particular	As at 31-03-2022	As at 31-03-2021
	Lease Bulding	Lease Bulding
Gross Carrying value as at the beginning of the period	271.83	271.83
Additions during the year	-	-
Deletion during the year	229.55	-
<b>Gross Carrying value as at the end of the period</b>	<b>42.28</b>	<b>271.83</b>
Accumulated depreciation as at the beginning of the period	92.52	46.26
Depreciation	7.46	46.26
Accumulated depreciation on deletions	77.61	-
<b>Accumulated depreciation as at the end of the period</b>	<b>22.38</b>	<b>92.52</b>
<b>Carrying Value as at the end of the period</b>	<b>19.90</b>	<b>179.31</b>

### Note-7 Financial Asset :Loans & Advances

Particular	Long Term		Short Term	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
<b>Unsecured considered goods</b>				
Loans to Employees	-	-	2.60	3.08
<b>Total</b>	-	-	<b>2.60</b>	<b>3.08</b>

### Note-8 Financial Asset : Other Financial Asset

Particular	Long Term		Short Term	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
Security Deposits	25.80	25.90	42.20	-
Duty Drawback Receivable	-	-	3.51	1.52
IGST Refundable on Export	-	-	43.70	27.72
Guaranteed Emergency Credit Line Loan Receivable	-	-	0.92	-
MEIS Credit Receivable	-	-	11.68	1.48
RODTEP Credit Receivable	-	-	2.13	-
Accrued Interest	-	-	1.87	1.41
Insurance Policies for Compensated Absence	-	-	2.54	2.37
<b>Total</b>	<b>25.80</b>	<b>25.90</b>	<b>108.55</b>	<b>34.50</b>

### Note-9 Other Asset

Particular	Long Term		Short Term	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
GST Input Tax Credit and Electronic Cash Ledger Balance	-	-	429.84	609.18
Advance to Suppliers & Other Parties	118.69	220.84	78.71	105.35
Advance Income Tax & TDS Receivable	-	-	119.64	104.72
Advance Custom Duty Paid	-	-	22.26	-
Prepaid Expenses	-	-	14.12	17.50
TDS Refundable from Financial Institutions	-	-	2.50	2.51
<b>Total</b>	<b>118.69</b>	<b>220.84</b>	<b>667.07</b>	<b>839.26</b>

### Note-10 Inventories

Particular	As at 31-03-2022	As at 31-03-2021
<b>(Valued at lower of cost and net realizable value)</b>		
Raw materials	895.47	821.51
Stock in Transit	109.64	-
Work-in-progress;	1,924.05	1,208.88
Finished goods;	1,318.94	1,161.36
Packing Material	64.83	142.08
Stock-in-trade (in respect of goods acquired for trading)	76.74	59.65
Stores and spares;	88.74	52.85
Diesel/Pet Cock	1.06	0.16
<b>Total</b>	<b>4,479.47</b>	<b>3,446.49</b>

### Note-11 Trade Receivable

Particular	As at 31-03-2022	As at 31-03-2021
<b>Unsecured, considered good unless stated otherwise</b>		
Undisputed Trade Receivables	4,040.69	3,395.35
Undisputed Trade Receivables which have significant increase in credit risk	-	-
Undisputed Trade Receivables- Credit Impaired	-	-
Less : Provision for Doubtful Debts	116.12	50.04
<b>Total Undisputed Trade Receivables</b>	<b>3,924.57</b>	<b>3,345.31</b>
Disputed Trade Receivables	81.43	79.97
Disputed Trade Receivables which have significant increase in credit risk	-	-
Disputed Trade Receivables- Credit Impaired	-	-
Less : Provision for Doubtful Debts	10.87	10.40
<b>Total Disputed Trade Receivables</b>	<b>70.56</b>	<b>69.57</b>
<b>Total Trade Receivables</b>	<b>3,995.13</b>	<b>3,414.88</b>
<b>Trade Receivables related to:</b>		
Related Parties	3.40	-
Others	4,118.72	3,475.32
Less : Provision for Doubtful Debts	126.99	60.44
<b>Total</b>	<b>3,995.13</b>	<b>3,414.88</b>

### Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2022

Additional information on Trade Receivable	Outstanding for following periods from due date of payment as on Balance Sheet Date						
	As on 31st March 2022	Not Due	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years
Undisputed Trade Receivables		2,065.84	1,021.49	235.66	283.07	231.97	202.66
Undisputed Trade Receivables which have significant increase in credit risk		-	-	-	-	-	-
Undisputed Trade Receivables- Credit Impaired		-	-	-	-	-	-
Disputed Trade Receivables		16.13	10.87	0.01	1.00	25.89	27.53
Disputed Trade Receivables which have significant increase in credit risk		-	-	-	-	-	-
Disputed Trade Receivables- Credit Impaired		-	-	-	-	-	-
<b>Total</b>		<b>2,081.97</b>	<b>1,032.36</b>	<b>235.67</b>	<b>284.07</b>	<b>257.86</b>	<b>230.19</b>
Total Undisputed Trade Receivables							4,040.69
Total Disputed Trade Receivables							81.43
Total Trade Receivables							4,122.12
Less : Provision for Doubtful Debts							126.99
<b>Net Trade Receivable</b>							<b>3,995.13</b>
As on 31st March 2021	Not Due	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivables		1,924.00	599.01	124.17	267.50	241.24	239.43
Undisputed Trade Receivables which have significant increase in credit risk		-	-	-	-	-	-
Undisputed Trade Receivables- Credit Impaired		-	-	-	-	-	-
Disputed Trade Receivables		7.58	4.63	3.16	37.07	22.49	5.04
Disputed Trade Receivables which have significant increase in credit risk		-	-	-	-	-	-
Disputed Trade Receivables- Credit Impaired		-	-	-	-	-	-
<b>Total</b>		<b>1,931.58</b>	<b>603.64</b>	<b>127.33</b>	<b>304.57</b>	<b>263.73</b>	<b>244.46</b>
Total Undisputed Trade Receivables							3,395.35
Total Disputed Trade Receivables							79.97
Total Trade Receivables							3,475.32
Less : Provision for Doubtful Debts							60.44
<b>Net Trade Receivable</b>							<b>3,414.88</b>

### Note-12 Cash & Cash Equivalent

Particular	As at 31-03-2022	As at 31-03-2021
<b>Cash and Cash Equivalents</b>		
Balances with banks	264.59	5.60
Cash on Hand	25.72	28.11
<b>Total</b>	<b>290.31</b>	<b>33.71</b>

### Note-13 Bank Balances other than above

Particular	As at 31-03-2022	As at 31-03-2021
As margin money / under lien	169.40	96.46
In term Deposit with original maturity more than 3 months but less than 12 months	-	-
<b>Total</b>	<b>169.40</b>	<b>96.46</b>

### Note-14 Equity Share Capital

Particular	As at 31-03-2022	As at 31-03-2021
<b>Authorised</b>		
15000000 Equity Shares of Rs. 10 each (Previous year 15000000 Equity Shares of Rs. 10 each)	1,500.00	1,500.00
<b>Issued, Subscribed &amp; Paid-up</b>		
(1,36,78,799 Equity Shares of Rs. 10/-each, fully paid up) (Previous year 1,36,78,799 Equity Shares of Rs. 10/-each, fully paid up)	1,367.88	1,367.88
<b>Total</b>	<b>1,367.88</b>	<b>1,367.88</b>

### Note 14.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares	As at 31-03-2022		As at 31-03-2021	
	Number	Amount	Number	Amount
At the beginning of the period	13,678,799	1,367.88	13,678,799	1,367.88



Issued during the period	-	-	-	-
Bought back during the period	-	-	-	-
<b>Outstanding at the end of the period</b>	<b>13,678,799</b>	<b>1,367.88</b>	<b>13,678,799</b>	<b>1,367.88</b>

#### Note 14.2 Terms/ Rights attached to Equity Shares

The company has only one class of Equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

#### Note 14.3 Details of Shareholders holding more than 5% equity shares in the Company

Shareholder	As at 31-03-2022		As at 31-03-2021	
	Number	% Holding	Number	% Holding
Naresh Kumar Agarwal	1268566	9.27	1268566	9.27
Raj Kumar Agarwal	1492618	10.91	1492618	10.91
Santra Devi Agarwal	1137813	8.32	1137813	8.32
Pramod Kumar Agarwal	1113632	8.14	1113632	8.14
Ramesh Chand Agarwal	2019170	14.76	2019170	14.76
<b>Total</b>	<b>7031799</b>	<b>51.40</b>	<b>7031799</b>	<b>51.40</b>

#### Note 14.4 Details of Shares held by promoters in the Company

Promoter Name	As at 31-03-2022			As at 31-03-2021		
	No of Shares Held	% of Holding of Total Share	% Change During the Year	No of Shares Held	% of Holding of Total Share	% Change During the Year
Mohan Lal Agarwal HUF	140000	1.02%	0.00%	140000	1.02%	0.00%
Raj Kumar Agarwal HUF	67600	0.49%	0.00%	67600	0.49%	0.00%
Ramesh Chand Agarwal	140000	1.02%	0.00%	140000	1.02%	0.00%
Pramod Kumar Agarwal	1113632	8.14%	0.00%	1113632	8.14%	0.00%
Megha Agarwal	185655	1.36%	0.00%	185655	1.36%	0.00%
Santra Devi Agarwal	1137813	8.32%	0.00%	1137813	8.32%	0.00%
Sushila Devi Agarwal	140000	1.02%	0.00%	140000	1.02%	0.00%
Ramesh Chand Agarwal	2019170	14.76%	0.00%	2019170	14.76%	0.00%
Manisha Agarwal	63625	0.47%	0.00%	63625	0.47%	0.00%
Sanjay Kumar Agarwal	350722	2.56%	0.03%	345722	2.53%	0.39%
Lalita Devi Agarwal	50000	0.37%	0.00%	50000	0.37%	0.00%
Naresh Kumar Agarwal	1268566	9.27%	0.00%	1268566	9.27%	0.11%
Naveen Kumar Agarwal	670960	4.91%	0.00%	670960	4.91%	0.00%
Raj Kumar Agarwal	1492618	10.91%	0.00%	1492618	10.91%	0.00%
Pankaj Agarwal	151365	1.11%	0.09%	139169	1.02%	0.20%
Prateek Agarwal	29722	0.22%	0.00%	29722	0.22%	0.08%
Lawreshwar Footcare Private Limited	268750	1.96%	0.00%	268750	1.96%	0.00%
<b>Total</b>	<b>9290198</b>	<b>67.92%</b>	<b>0.12%</b>	<b>9273002</b>	<b>67.79%</b>	<b>0.78%</b>

#### Note-16 Long Term Borrowings

Particular	Non Current Portion		Current Maturities	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
Term Loan-HDFC 84229932*	161.45	220.79	58.69	53.23
Term Loan-HDFC 84229948*	201.96	251.29	48.60	43.64
Term Loan-HDFC 84139705*	-	64.74	64.46	135.88
Term Loan-HDFC 84229943*	19.42	71.52	51.87	47.84
Term Loan-HDFC 84390346*	105.83	137.20	31.37	29.40
GECL HDFC Term Loan-8888876*	414.13	651.68	236.61	92.94
GECL HDFC Term Loan-452557707*	335.00	-	-	-
Deferred Vehicle Loans from various banks	56.11	2.19	16.13	14.46
Other Intercorporate Loan	147.26	-	-	-
<b>Total</b>	<b>1,441.16</b>	<b>1,399.41</b>	<b>507.73</b>	<b>417.39</b>
<b>The above amount includes</b>				
Secured borrowings	1,293.90	1,399.41	507.73	417.39
Unsecured Borrowings				
From Related Parties	147.26	-	-	-
From Others	-	-	-	-
Amount Disclosed under Current Maturity of Long term Borrowing Under Note No.20	-	-	(507.73)	(417.39)
Short Term Borrowings	-	-	-	-
<b>Total</b>	<b>1,441.16</b>	<b>1,399.41</b>	<b>-</b>	<b>-</b>

### Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2022

\* All the loans from HDFC Bank Limited are secured against hypothecation of Raw Material, Finished Goods, Stock in Process, Store & Spares, Packing Material and book debts, mortgage over fixed assets of the Company & mortgage of certain fixed assets of the related parties and personal guarantees of Directors and other related parties and residual charge over the immovable property of the company which are mortgaged for the term loans from HDFC Bank Limited carrying interest rate of @ 6.80%. Details of immovable asset which are mortgaged are as follows :-

- (i) A-243(A), Road No.6, V.K.I. Area, Jaipur-302013
- (ii) SP-41D, RIICO Industrial Area, Kaladera, Tehsil Chomu, District Jaipur-303801
- (iii) E-20A, Kaushalya Path, Basant Marg, Bani Park, Jaipur-302016
- (iv) G-1-685, Road No.9F2, V.K.I. Area, Jaipur-302013 (Owned in the name of Lawreshwar Footwears prop concern of Mr. Naveen Kumar Agarwal who is related party.)

(I) Term Loan-HDFC 84229932 is financed for Rs. 314.80 lakhs which is repayable in 69 equal monthly installment of Rs. 5,98,772 including interest started from Jan. 2020.

(II) Term Loan-HDFC 84229948 is financed for Rs. 336.54 lakhs which is repayable in 82 equal monthly installment of Rs. 5,34,497 including interest started from Jan. 2020.

(III) Term Loan-HDFC 84139705 is financed for Rs. 318.48 lakhs which is repayable in 33 equal monthly installment of Rs. 12,18,747 including interest started from Jan. 2020.

(IV) Term Loan-HDFC 84229943 is financed for Rs. 159.51 lakhs which is repayable in 44 equal monthly installment of Rs. 4,59,334 including interest started from Jan. 2020.

(V) Term Loan-HDFC 84390346 is financed for Rs. 184.00 lakhs which is repayable in 72 equal monthly installment of Rs. 3,28,048 including interest starting from Apr. 2020.

(VI) GECL TERM LOAN HDFC-8888876\* is financed for Rs. 745.56 Lakhs which is repayable in 36 equal monthly installment of Rs. 23,17,459 including interest starting from Nov. 2021.

(VII) GECL TERM LOAN HDFC-452557707\* is financed for Rs. 335.00 Lakhs which is repayable in 36 equal monthly installment of Rs. 10,41,290 including interest starting from March 2024.

(VIII) Deferred Vehicle Loans are secured against hypothecation of respective vehicles carrying interest rate in the range of @ 8.50% to 13%.

### Note-17 Lease Liability

Particular	Long Term		Short Term	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
Lease Liability	15.54	155.50	8.04	39.39
<b>Total</b>	<b>15.54</b>	<b>155.50</b>	<b>8.04</b>	<b>39.39</b>

Lease liability represent the operating lease which has been classified as per the Ind AS 116 related to property taken on lease situated at : G-1-685, Road No.9F2, V.K.I. Area, Jaipur-302013.

### Note-18 Provisions

Particular	Long Term		Short Term	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
(a) Provision for Employees Benefit				
(i) Provision for Gratuity	10.86	18.90	4.42	2.17
(ii) Provision for Compensated Absence	-	-	1.36	17.21
(iii) Provision for Bonus	-	-	31.59	25.68
(b) Provision for Income Tax	-	-	118.25	25.98
(c) Provision for Expenses	-	-	4.19	3.40
<b>Total</b>	<b>10.86</b>	<b>18.90</b>	<b>159.81</b>	<b>74.44</b>

The company has taken partly gratuity policy against which premium has been paid to LIC, and partly made provision for gratuity on actuarial valuation basis.

### Note-19 Deferred Tax Liability (Net)

Particular	As at 31-03-2022	As at 31-03-2021
<b>Deferred Tax Liability</b>		
Related to Fixed Assets	279.77	273.11
Related to Revaluation of Land	629.37	375.68
<b>Deferred Tax Assets</b>		
Related to Employee Benefit Expenses	5.33	9.89
Related to Expected Credit Loss	35.33	16.81
<b>Total</b>	<b>868.48</b>	<b>622.09</b>

### Note-20 Short-term Borrowings

Particular	As at 31-03-2022	As at 31-03-2021

### Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2022

Cash Credit from HDFC Bank Ltd. (Secured)*	3,619.00	484.92
Current Maturities of Long Term Borrowing	507.73	417.39
HDFC Invoice Discounting	92.28	632.75
ICICI Bank Invoice Discounting	93.48	-
HDFC PO Funding	-	206.39
<b>Total</b>	<b>4,312.49</b>	<b>1,741.45</b>

\*Cash Credit Limit from HDFC Bank Ltd. is secured against hypothecation of Raw Material, Finished Goods, Stock in Process, Store & Spares, Packing Material and bank debts, mortgage over fixed assets of the Company & mortgage of certain fixed assets of the related parties and personal guarantees of Directors and other related parties and residual charge over the immovable property of the company which are mortgaged for the term loans from HDFC Bank Limited carrying interest rate of @ 6.80%.

ICICI Bank invoice discounting facility is a non fund bases facility of Rs.150 million for the purchase bill discounting and Rs.60 million against the Sales Bill Discounting which is sublimit of Rs.150 million which is secured against the LC facility sanctioned by the HDFC Bank.

### Note-21 Trade Payable

Particular	As at 31-03-2022	As at 31-03-2021
<b>Trade Payable Due to Micro and Small Enterprises (MSME)</b>		
Sundry Creditors for Raw Material and Packing Material	92.89	118.35
Sundry Creditors for Consumable Store and Traded Goods	-	-
Sundry Creditors for Expenses	2.19	3.22
<b>Total Due to Micro and Small Enterprises (MSME)</b>	<b>95.08</b>	<b>121.57</b>
<b>Trade Payable Due to others</b>		
Sundry Creditors for Raw Material and Packing Material	1,982.54	2,210.82
Sundry Creditors for Consumable Store and Traded Goods	201.31	1,032.64
Sundry Creditors for Expenses	218.98	252.98
<b>Total Due to others</b>	<b>2,402.83</b>	<b>3,496.44</b>
<b>Total Trade Payables</b>	<b>2,497.91</b>	<b>3,618.01</b>

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management

### Micro and Small Enterprises

Particular	As at 31-03-2022	As at 31-03-2021
<b>Dues Remaining unpaid</b>		
The Principal amount remaining unpaid to any supplier as at the end of the year	92.06	118.04
Interest due on the above amount	13.21	12.66
Amount of Interest accrued and remaining unpaid at the end of the year	3.02	3.52

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management.

Additional information on Trade Payables	Outstanding for following periods from due date of payment as on Balance Sheet Date					
	Unbilled Dues	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years
<b>As on 31st March 2022</b>						
(i) MSME		42.17	52.91	-	-	-
(ii) Others	69.73	1,475.66	848.26	5.79	1.10	2.29
(iii) Disputed Dues : MSME		-	-	-	-	-
(iv) Disputed Dues : Others		-	-	-	-	-
<b>Total</b>	<b>69.73</b>	<b>1,517.83</b>	<b>901.17</b>	<b>5.79</b>	<b>1.10</b>	<b>2.29</b>
		<b>Grand Total</b>				<b>2,497.91</b>
<b>As on 31st March 2021</b>						
(i) MSME		107.95	13.61	-	-	-
(ii) Others	73.19	2,891.76	520.25	10.17	1.07	-
(iii) Disputed Dues : MSME		-	-	-	-	-
(iv) Disputed Dues : Others		-	-	-	-	-
<b>Total</b>	<b>73.19</b>	<b>2,999.71</b>	<b>533.87</b>	<b>10.17</b>	<b>1.07</b>	<b>-</b>
		<b>Grand Total</b>				<b>3,618.01</b>

### Note-22 Financial Liability - Other

Particular	As at 31-03-2022	As at 31-03-2021
Trade Payable for Capital Goods	51.16	107.50
Other Current Financial Liability	38.37	97.20
<b>Total</b>	<b>89.53</b>	<b>204.70</b>

### Note-23 Other Current Liability

Particular	As at 31-03-2022	As at 31-03-2021
Advances from customers	113.82	73.61
Statutory Liabilities	17.63	20.86



### Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2022

Total	131.45	94.47
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#### Note-24 Revenue From Operation

Particular	Year ended 31 March 2022	Year ended 31 March 2021
Sale of products		
Finished Goods & Traded Goods	13,279.74	13,753.33
Export Sales	692.40	1,179.09
Other Operating Revenue	125.07	107.94
<b>Revenue from Operation (Gross)</b>	<b>14,097.21</b>	<b>15,040.36</b>
Less: Discount	350.07	328.02
<b>Revenue from Operation (Net)</b>	<b>13,747.14</b>	<b>14,712.34</b>

#### Note-25 Other Income

Particular	Year ended 31 March 2022	Year ended 31 March 2021
Interest Income on		
Bank Deposits	4.28	3.23
Other Interest	1.34	3.65
Exchange Fluctuation Gain	8.23	19.33
Discount Received	18.83	7.43
Subsidy from FDDI	36.14	40.22
Profit on Sale of Fixed Assets	10.61	0.45
Miscellaneous Income	55.46	0.17
<b>Total</b>	<b>134.89</b>	<b>74.48</b>

#### Note-26 Cost of Material Consumed

Particular	Year ended 31 March 2022	Year ended 31 March 2021
Raw Materials Consumed		
Opening Stock	821.51	810.28
ADD: Purchases	7,543.33	6,546.97
	8,364.84	7,357.25
Less: Closing Stock	895.47	821.51
<b>Total [A]</b>	<b>7,469.37</b>	<b>6,535.74</b>
Packing Materials Consumed		
Opening Stock	142.08	82.60
ADD: Purchases	808.06	712.16
	950.14	794.76
Less: Closing Stock	64.83	142.08
<b>Total [B]</b>	<b>885.31</b>	<b>652.68</b>
<b>Cost of Material Consumed Total [A+B]</b>	<b>8,354.68</b>	<b>7,188.42</b>

#### Note-27 Changes in inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

Particular	Year ended 31 March 2022	Year ended 31 March 2021
Opening Stock		
Finished Goods	1,161.36	1,336.66
Work-in-Progress	1,208.88	1,778.17
Stock-in-Trade	59.65	37.29
<b>Total [I]</b>	<b>2,429.89</b>	<b>3,152.12</b>
Closing Stock		
Finished Goods	1,318.94	1,161.36
Work-in-Progress	1,924.05	1,208.88
Stock-in-Trade	76.74	59.65
<b>Total [II]</b>	<b>3,319.73</b>	<b>2,429.89</b>
<b>Change in inventories Total [I-II]</b>	<b>(889.84)</b>	<b>722.23</b>

#### Note-28 Employee Benefits Expense

Particular	Year ended 31 March 2022	Year ended 31 March 2021
Salaries, Wages and Bonus	760.68	679.77
Contribution to Provident and Other Funds	36.61	47.35
Staff Welfare Expenses	8.28	11.89

Total	805.57	739.01
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### Note-29 Finance Cost

Particular	Year ended 31 March 2022	Year ended 31 March 2021
Bank Charges	26.07	17.17
Interest on Term Loan	125.07	123.37
Interest to Bank & others	238.01	250.02
<b>Total</b>	<b>389.15</b>	<b>390.56</b>

### Note-30 Depreciation and Amortisation Expenses

Particular	Year ended 31 March 2022	Year ended 31 March 2021
Depreciation	330.08	373.20
<b>Total</b>	<b>330.08</b>	<b>373.20</b>

### Note-31 Other Expenses

Particular	Year ended 31 March 2022	Year ended 31 March 2021
<b>Manufacturing Expenses</b>		
Cartage	30.65	38.76
Consumable stores	109.16	124.66
Diesel / Pet Cock consumption	6.12	0.73
Job Charges	1,129.24	1,360.18
Power & Electricity	238.52	266.48
Repairs & Maintenance ( P & M)	74.53	76.91
Work Shed Rent	35.48	-
Designing Expenses	1.00	0.05
<b>TOTAL [A]</b>	<b>1,624.70</b>	<b>1,867.77</b>
<b>Administrative &amp; Other Expenses</b>		
Annual Listing Fees	3.90	3.90
Conveyance, Vehicle Running Expense	45.41	37.28
Demand Expenses	41.09	-
Directors Remuneration	72.00	61.43
Donation	5.33	7.23
Electricity and Water Expenses	12.03	12.13
Festival Expenses	7.77	6.74
General Expenses	15.86	22.06
Insurance Expenses	17.71	18.40
Interest on TDS	1.87	0.66
Interest on GST	31.33	2.30
Interest to MSME Entities	13.21	12.66
Loss on Sale of Asset	-	0.25
Late Fee GST	0.01	0.04
Legal and Professional Fees	46.46	21.81
Loss on Insurance Claim	-	35.74
Membership fees & Subscription Fees	2.21	1.31
Payment to Auditors (Refer details below)	8.12	7.45
Penalty & Fine	0.24	0.02
Late Delivery Charges	-	3.10
Communication Expenses	8.29	9.07
Printing & Stationery	6.63	5.14
Repairs & Maintenance	27.63	17.90
Security Charges	24.79	20.55
Software and Website Expenses	1.32	3.51
Sundry Balances written off	-	14.41
Travelling Expenses	76.67	44.40
<b>TOTAL [B]</b>	<b>469.88</b>	<b>369.49</b>
<b>SELLING &amp; DISTRIBUTION EXPENSES</b>		
Advertisement and Sales Promotion Expense	24.20	46.72
Commission on Sales	30.60	51.95
Freight Outward	65.58	167.29
Bad Debts	82.64	56.65
Expected Credit Loss	66.55	17.20
Tender and Technical Testing Fees	7.60	35.86
<b>TOTAL [C]</b>	<b>277.17</b>	<b>375.67</b>

GRAND TOTAL [A+B+C]	2,371.75	2,612.93
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### Note-31.1 Payment to Statutory Auditor

Particular	Year ended 31 March 2022	Year ended 31 March 2021
Audit Fees	7.99	7.26
Reimbursement of Expenses	0.13	0.19
<b>Total</b>	<b>8.12</b>	<b>7.45</b>

### Note-32 Income Tax Recognised in Statement of Profit or Loss

Particular	Year ended 31 March 2022	Year ended 31 March 2021
<b>Current Tax</b>		
In respect of Current year		
Regular Tax	118.25	11.81
In respect of earlier year	13.40	2.58
<b>Total Current tax</b>	<b>131.65</b>	<b>14.39</b>
<b>Deferred Tax</b>	<b>(16.27)</b>	<b>25.72</b>

A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Profit before income taxes	365.93	137.75
Enacted tax rate in India	27.82%	26.00%
Computed expected tax expenses	101.80	35.82
Effect of Allowances for tax purpose	(103.26)	(131.94)
Effect of Non deductible expenses	119.71	107.93
Others	13.40	2.58
<b>Tax expense recognised in Statement of Profit and Loss</b>	<b>131.65</b>	<b>14.39</b>

The movement of deferred tax assets and liabilities during the year ended March 31, 2021

Particular	As at 1 April, 2021	(Credit)/ Charge in statement of Profit and Loss	(Credit) / Charge in Other Comprehensive Income	As at 31st March, 2022
<b>Deferred Tax Assets/ (Liabilities)</b>				
Depreciation	(273.11)	(6.66)	-	(279.77)
Gratuity & Compensated Absence	9.89	(3.76)	(0.80)	5.33
Expected Credit Loss	16.81	18.51	-	35.33
Revaluation of Land	(375.68)	8.18	(261.87)	(629.37)
<b>Total</b>	<b>(622.09)</b>	<b>16.27</b>	<b>(262.67)</b>	<b>(868.48)</b>

### Note-33 Earning Per Share

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Profit after tax	250.55	97.64
Weighted average no. of Equity Share Outstanding	13678799	13678799
Nominal value of Ordinary share(INR)	10	10
Basic & diluted earning per share in rupees	1.83	0.71

### Note-34 Lease

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>As Lessee:-</b>		
<b>Disclosure in respect of premises taken on operating lease by the company :</b>		
The company has entered into operating lease for its warehouses which are renewable on a periodic basis and cancelled at the company's option		
(a) Lease payment done during the year	9.45	59.85
(b) Future Lease payments:	-	-
Not later than 1 year	9.92	59.85
Later than 1 year but not later than 5 years	16.87	179.79
More than 5 years	-	-

### Note-35 Employee Benefit



**(A) Defined Contribution Plan:-**

The Company operates defined contribution retirement benefit plans for all qualifying employees. Contributions are made to registered provident fund and Employee state insurance administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

Particulars	Year ended	Year ended
	31 March 2022	31 March 2021
Contribution to provident fund and other fund recognised in Statement of Profit and Loss	20.34	23.59

**(B) Defined Benefit Plan:-**

**Gratuity**

In accordance with the provisions of Payment of Gratuity Act, 1972, the company has defined benefit plan which provides for gratuity payment. The plan provides a lump sum gratuity payment to eligible employees at retirement or termination of their employment. The amounts are based on the respective employee's last drawn salary and the year of payment with the company. The gratuity plan is a partially funded plan.

These plans typically expose the Company to actuarial risks such as: Investment, Interest rate, longevity and salary risk:

**Investment risk:** The present value of the defined benefit obligation is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

**Interest risk:** A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

**Longevity risk:** The present value of the defined benefit obligation is calculated by reference to the best estimate of the mortality of plan participants during their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

**Salary escalation risk:** The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

No other post-retirement benefits are provided to the employees.

The actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at March 31, 2022 by a certified actuary of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

**Compensated Absence**

Compensated absence liability recognised at the year end is Rs. 1.36 Lakhs (Previous Year Rs. 17.21 Lakhs). The above is based on actuarial valuation report. The report considers assumptions with respect to discount rates, salary escalation, retirement age, mortality, rate of leaving service, leave availment pattern, disability and other relevant factors. the method used is Projected unit Credit Method.

**Assumptions:**

The principal assumptions used for the purposes of the actuarial valuations are given below:

Particulars	Compensated Absence		Gratuity	
	Year ended	Year ended	Year ended	Year ended
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
Discount Rate	7.25%	7.00%	7.25%	7.00%
Future Salary growth rate	5.00%	5.00%	5.00%	5.00%
Rate of Return on Plan Assets	7.35%	7.05%	7.35%	7.05%
Mortality table used	IALM 2012-14	IALM 2012-14	IALM 2012-14	IALM 2012-14

**Projected Benefit Obligation**

Particulars	Compensated Absence		Gratuity	
	Year ended	Year ended	Year ended	Year ended
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
Projected benefit Obligation at beginning of the year	17.21	18.24	35.96	35.82
Interest Cost	1.25	1.28	2.61	2.51
Current Service Cost	0.08	8.22	11.55	9.46
Actuarial (Gain)/Loss	(16.44)	(3.72)	1.32	(11.17)
Benefits paid	(0.74)	(6.81)	(2.35)	(0.66)
<b>Projected benefit Obligation at end of the year</b>	<b>1.36</b>	<b>17.21</b>	<b>49.09</b>	<b>35.96</b>

**Amount recognised in the Balance Sheet:**

Particulars	Compensated Absence		Gratuity	
	Year ended	Year ended	Year ended	Year ended
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
<b>Amount recognised in the Balance Sheet:</b>				
Projected benefit Obligation at end of the year	1.36	17.21	49.09	35.96

Fair Value of Plan Assets as at year end	2.54	2.37	33.81	14.90
Net (Asset)/Liability recognized in the Balance Sheet	(1.18)	14.84	15.28	21.06

**Cost of the defined benefit plan for the year:**

Particulars	Compensated Absence		Gratuity	
	Year ended 31 March 2022	Year ended 31 March 2021	Year ended 31 March 2022	Year ended 31 March 2021
Current Service Cost	0.08	8.22	11.55	9.46
Interest Cost	1.25	1.28	2.61	2.51
Expected Return on plan Asset	(0.17)	(0.41)	(1.08)	(0.90)
<b>Components of defined benefit cost recognised in the Statement of Profit &amp; Loss</b>	<b>1.16</b>	<b>9.09</b>	<b>13.08</b>	<b>11.07</b>

**Remeasurement on the net defined benefit liability:**

Particulars	Compensated Absence		Gratuity	
	Year ended 31 March 2022	Year ended 31 March 2021	Year ended 31 March 2022	Year ended 31 March 2021
Actuarial (gain)/loss arising from changes in demographic assumptions	N.A.	N.A.	N.A.	N.A.
Actuarial (gain)/loss arising from changes in financial assumptions	(0.06)	-	0.98	0.66
Experience Adjustment (gain)/ loss for Plan Liabilities	(17.11)	(4.68)	0.34	(11.83)
Components of defined benefit costs recognised in Other Comprehensive Income	(17.17)	(4.68)	1.32	(11.17)
<b>Total cost of the defined benefit plan for the year</b>	<b>(16.01)</b>	<b>4.41</b>	<b>14.40</b>	<b>(0.10)</b>

**Experience Adjustment**

Particulars	Compensated Absence		Gratuity	
	Year ended 31 March 2022	Year ended 31 March 2021	Year ended 31 March 2022	Year ended 31 March 2021
Present value of defined benefit obligation	1.36	17.21	49.09	35.96
Fair Value of plan assets	2.54	2.37	33.81	14.90
Balance Sheet (Liability)/ Asset	(1.18)	14.84	15.28	21.06
P&L (Income)/ expenses	1.16	9.09	13.08	11.07
Experience adjustment on plan liabilities (gain)/ loss	(17.11)	(4.68)	0.34	(11.83)
Experience adjustment on plan assets gain/ (loss)	0.00	(0.26)	0.01	0.02

**Sensitivity analysis in respect of the actuarial assumptions used in calculation of defined benefit obligation are given below:**

Particulars	Compensated Absence		Gratuity	
	Year ended 31 March 2022	Year ended 31 March 2021	Year ended 31 March 2022	Year ended 31 March 2021
Discount rate - 1% increase	1.28	15.70	45.50	33.16
Discount rate - 1% decrease	1.46	18.97	53.22	39.20
Salary Growth rate - 1% increase	1.46	18.99	53.27	39.23
Salary Growth rate - 1% decrease	1.28	15.66	45.39	33.09
Withdrawal rate - 1% increase	1.38	17.48	49.25	36.01
Withdrawal rate - 1% decrease	1.35	16.90	48.85	35.87

**Note-36 Capital Management**

The capital structure of the Company consists of net debt and total equity of the Company. The Company manages its capital to ensure that the Company will be able to continue as going concern while maximising the return to stakeholders through an optimum mix of debt and equity within the overall capital structure. The Company's risk management committee reviews the capital structure of the Company considering the cost of capital and the risks associated with each class of capital.

Particular	Year ended	Year ended
	31 March 2022	31 March 2021
Borrowings ( Long Term and Short Term including Current Maturity of Long Term borrowing)	5,753.65	3,140.86
Other Payable (Current and non-current, excluding current maturity of long term borrowing)	2,889.56	4,010.51
Less : Cash and Cash Equivalents	(459.73)	(130.17)
Net Debt	8,183.47	7,021.20
Equity Share Capital	1,367.88	1,367.88
Other Equity	3,180.07	2,953.57
Total Capital	4,547.95	4,321.45
Capital and Net Debt	12,731.42	11,342.65
Gearing Ratio	1.80	1.62

### Note-37 Related Party Disclosures

The Company has made the following transactions with related parties as defined under the provisions of Indian Accounting Standard-24 issued by the Institute of Chartered Accountants of India.

List of related parties with whom transaction have taken place during the year along with the nature and volume of transaction is given below from 01.04.2021 to 31.03.2022

Particulars	Relation
<b>Directors &amp; Key managerial persons &amp; their associate concerns</b>	
Ramesh Chand Agarwal	Chairman of the company
Raj Kumar Agarwal	MD of the company
Naresh Kumar Agarwal	Executive Director of the company
Sanjay Kumar Agarwal	Chief Executive Officer of the Company
Rakesh Kumar Soni	Chief Financial Officer
Priya Gandhi	Company Secretary cum Compliance Officer
Sneha Sharma	Company Secretary cum Compliance Officer
Radhey Shyam Jemini	Independent Director
Sunil Agarwal	Independent Director
Preeti Goyal	Independent Director
<b>Relatives</b>	<b>Relations with Directors</b>
Megha Agarwal	Wife of Executive Director
Megha Lodha	Daughter in law of Managing Director
Naveen Agarwal	Son of Chairman
Pramod Agarwal	Brother of Chairman of the company
Pankaj Agarwal	Son of Managing Director
Shailly Agarwal	Daughter in law of Managing Director
Prateek Agarwal	Nephew of Chairman of the company
Lakshita Agarwal	Daughter of Executive Director
Jai Shree Agarwal	Daughter in law of Chairman
Manav Agarwal	Grandson of Chairman
<b>Enterprises owned/controlled by</b>	<b>Relations with Directors</b>
JMR Mobilink Limited	19% shares of this company held by the company
Lawreshwar Footcare Pvt. Ltd.	Directors are shareholders of this company
Lawreshwar Footwear	Proprietorship concern of Chairman's son
Jai Narayan Mohan Lal & Sons	Proprietorship concern of Chairman's Brother
Krishan Kripa Creation	Chairman is partner in firm
Raj Shoe Palace	Proprietorship concern of MD
P.K. Shoe Co.	Proprietorship concern of Chairman's Brother
Ramesh Footwear	Proprietorship concern of Chairman
Naveen Footwear	Proprietorship concern of Chairman's son
N.K. Footwear	Proprietorship concern of EDs HUF
R.K. Boothouse	Proprietorship concern of MDs HUF
M.L. Boot House	Proprietorship concern of Chairman's Father's HUF
S. D. Footwear	Proprietorship concern of Mother of Chairman

### Transaction with key management persons

Nature of transaction	2021-22	2020-21
<b>Remuneration</b>	128.12	105.79
Out of the above items, transactions in excess of 10% of the total related party transactions are as under:		
Ramesh Chand Agarwal	29.06	25.10
Raj Kumar Agarwal	29.06	25.10
Naresh Kumar Agarwal	29.09	25.10
Sanjay Kumar Agarwal	18.76	15.01
Rakesh Kumar Soni	20.85	14.19

### Transaction with relatives

Nature of transaction	2021-22	2020-21
<b>Salary</b>	106.08	69.98
Out of the above items, transactions in excess of 10% of the total related party transactions are as under:		
Pankaj Agarwal	15.29	11.92
Pramod Agarwal	24.29	20.76
Prateek Agarwal	12.22	7.82

### Enterprises owned & controlled by the Directors and their relatives



Nature of transaction	2021-22	2020-21
Rent Paid	33.29	59.85
Donation	5.02	3.58
Sales	11.65	26.33
Loan Received	578.50	-
Loan Repaid	436.25	-
Interest Paid	5.56	-

Out of the above items, transactions in excess of 10% of the total related party transactions are as under:

Particulars	2021-22	2020-21
<b>Rent Paid</b>		
Lawreshwar Footwear	9.29	9.45
Lawreshwar Footcare Pvt. Ltd.	24.00	50.40
<b>Donation</b>		
Jai Narayan Mohan Lal Charitable Trust	0.90	2.33
Lawreshwar Mahadev Mandir Trut	4.12	1.25
<b>Sales</b>		
P.K. Shoe Co.	11.65	6.82
S.D. Footwear	-	7.71
Ramesh Footwear	-	2.24
R.K. Boothouse	-	9.55
<b>Loan Received</b>		
Lawreshwar Footcare Pvt. Ltd.	578.50	-
<b>Loan Repaid</b>		
Lawreshwar Footcare Pvt. Ltd.	436.25	-
<b>Interest Paid</b>		
Lawreshwar Footcare Pvt. Ltd.	5.56	-

### Note-38 Contingent Liabilities and Commitments

Particulars	2021-22	2020-21
<b>Contingent Liabilities</b>		
Claims against the company / disputed liabilities not acknowledged as debts	-	32.00
Bank Guarantee	278.51	270.53
<b>Commitments</b>		
Estimated amount of contracts remaining to be executed on capital account and not provided for in relation to the plant and machinery and for the installation of solar power plant	Nil	Nil

### Note 39: Financial Instrument : Fair Value Measurement

Particulars	31-Mar-22		31-Mar-21	
	Amortised cost	Carrying value	Amortised cost	Carrying value
<b>Financial Assets</b>				
(i) Trade receivables	3,995.13	3,995.13	3,414.88	3,414.88
(ii) Loans	2.60	2.60	3.08	3.08
(iii) Others	134.34	134.34	60.40	60.40
(iv) Cash & cash equivalents	459.73	459.73	130.17	130.17
<b>Total</b>	<b>4,591.80</b>	<b>4,591.80</b>	<b>3,608.53</b>	<b>3,608.53</b>
<b>Financial Liabilities</b>				
(i) Borrowings	5,753.65	5,753.65	3,140.86	3,140.86
(ii) Trade payables	2,497.91	2,497.91	3,618.02	3,618.02
(iii) Other financial liabilities	113.11	113.11	399.59	399.59
<b>Total</b>	<b>8,364.67</b>	<b>8,364.67</b>	<b>7,158.47</b>	<b>7,158.47</b>

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following methods and assumptions were used to estimate the fair values:

- 1) Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- 2) Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. Risk of other factors for the company is considered to be insignificant in valuation.

### Note 40: Financial Instruments : Risk Management

Financial risk management policy and objectives

The key objective of the Company's financial risk management is to ensure that it maintains a stable capital structure with the focus on total equity to uphold investor, creditor, and customer confidence and to ensure future development of its business. The Company is focused on maintaining a strong equity base to ensure independence, security, as well as financial flexibility for potential future borrowings, if required without impacting the risk profile of the Company.

Company's principal financial liabilities, comprise Borrowings from Banks, trade and other payables. The main purpose of these financial liabilities is to finance Company's operations and plant expansion. Company's principal financial assets include investments, trade and other receivables, deposits with banks and cash and cash equivalents, that derive directly from its operations.

Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board oversees the management of these risks. The Company's Board is supported by senior management team that advises on financial risks and the appropriate financial risk governance framework for the Company. The senior management provides assurance to the Company's Board that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

#### i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk interest rate risk, currency risk and price risk. Financial instruments affected by market risk include investments in equity shares, security deposits, trade and other receivables, deposits with banks and financial liabilities.

The sensitivity analysis in the following sections relate to the position as at 31 March 2022 and 31 March 2021. The sensitivity of the relevant income statement item is the effect of the assumed changes in respective market risks.

#### a) Foreign currency risk

Foreign currency risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate. The company is exposed to foreign exchange risk arising from foreign currency transactions primarily to EURO & USD. Company do not enter into any derivative instrument in order to hedge its foreign currency risks.

#### Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change by 5% in USD exchange rates, with all other variables held constant.

Financial Exposure	2021-22	2020-21
<b>Financial Asset</b>		
Trade Receivable		
USD Converted in Rupees	466.39	406.39
<b>Financial liabilities:</b>		
Trade Payables		
USD Converted in Rupees	-	270.24
<b>Net exposure</b>	<b>466.39</b>	<b>136.15</b>

#### Sensitivity Analysis

Currency	Amount in INR		5% increase		5% decrease	
	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
USD Converted in Rupees	466.39	136.15	489.71	142.96	443.07	129.34

#### b) Interest rate risk

Interest rate risk is the risk that changes in market interest rates will lead to change in interest income and expense for the Company. In order to optimize the Company's position with regards to interest income & expense and to manage the interest risk, the Company performs comprehensive interest risk management by balancing the proportion of fix & variable rate financial instruments.

Particulars	As at 31-03-2022	As at 31-03-2021
<b>Fixed rate instruments</b>		
Fixed deposit with Banks	169.40	96.46
<b>Borrowings</b>		
Vehicle Loans	72.24	16.65
Inter Corporate Loans	147.26	-
<b>Variable rate instruments</b>		
<b>Borrowings</b>		
Term Loan (HDFC)	1,729.38	1,800.14
Cash Credit HDFC	3,804.76	1,324.05

#### Sensitivity analysis:

A change in 50 basis point in interest rate at the reporting date would have increase/(decrease) Profit or Loss by the amount shown below.

This analysis assumes that all other variables, remain constant.

Particulars	As at 31-03-2022		As at 31-03-2021	
	Increase	Decrease	Increase	Decrease

Interest rate - increase/decrease by 50	27.67	(27.67)	15.62	(15.62)
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### c) Commodity Risk

Commodity risk is defined as the possibility of financial loss as a result of fluctuation in price of Raw Material/Finished Goods and change in demand of the product and market in which the company operates. The Company is exposed to the movement in price of key raw materials in domestic and international markets. The Company has in place policies to manage exposure to fluctuations in the prices of the key raw materials used in operations. The company forecast annual business plan and execute on monthly business plan. Raw material procurement is aligned to its monthly/annual business plan and inventory position is monitored in accordance with future price trend.

### ii) Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company is exposed to credit risk mainly from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks.

#### a) Trade Receivables

Credit risk on trade receivables is managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company has no concentration of risk as customer base is widely distributed both economically and geographically.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company does not hold collateral as security. The Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors such as financial condition, ageing of outstanding and the Company's historical experience for customers.

#### b) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Company monitors rating, credit spreads and financial strength of its counter parties. Company monitors ratings, credit spread and financial strength of its counter parties. Based on ongoing assessment Company adjust its exposure to various counterparties. Company's maximum exposure to credit risk for the components of balance sheet is the carrying amount as disclosed in Note 39.

#### Credit risk exposure

The following table shows the maximum exposure to the credit risk at the reporting date :

Particulars	As at 31-03-2022		As at 31-03-2021	
	Non Current	Current	Non Current	Current
Loans	-	2.60	-	3.08
Trade Receivables	-	3,995.13	-	3,414.88
Cash Equivalents	-	459.71	-	130.17
Other financials assets	25.80	108.55	25.90	34.50
<b>Total</b>	<b>25.80</b>	<b>4,565.99</b>	<b>25.90</b>	<b>3,582.63</b>

### iii) Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash flow obligations without incurring unacceptable losses. Company's objective is to, at all time maintain optimum levels of liquidity to meet its cash requirements. Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including overdraft, debt from banks at optimised cost and cash flow from operations.

The table summarises the maturity profile of Company's financial liabilities based on contractual undiscounted payments .

Particulars	As at 31-03-2022			As at 31-03-2021		
	Within 1 year	>1 years	Total	Within 1 year	>1 years	Total
Borrowings including interest	685.87	1,441.82	2,127.69	686.53	1,635.65	2,322.18
Other liabilities	99.46	16.87	116.33	244.08	-	244.08
Trade and other payable	2,497.91	-	2,497.91	3,618.01	-	3,618.01

#### Note-41

The Spread of COVID-19 has impacted business around the globe. In India, Governments in certain states have imposed various restrictions with the increase in number of COVID -19 cases during the months of March, April and May 2021. The company has considered various internal and external information available up to the date of approval of these financial statements in assessing the impact of COVID-19 pandemic on the financial results for the year ended March 31, 2022.

On the basis of assessment done by the company and based on the internal/external sources of information and application of reasonable estimates, the company has concluded that it does not foresee any significant incremental risk to the recoverability of its Trade Receivables, Inventories and Other Financial Assets or, in meeting its financial obligations over the foreseeable future and hence no material adjustments are required in the financial results.

Since the situation is continuously evolving, the impact assessed in future may be different from the estimates made as at the date of approval of these financial results. The company will continue to closely monitor any material changes to future economic conditions due to uncertainties linked to COVID-19, which may impact above assessment.



#### Note 42 Code on Social Security

The Code on Social Security, 2020 ('code') relating to employee benefits, during employment and post-employment, received Presidential assent on September 28, 2020. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders. The Company will assess the impact on its financial statements in the period in which the related rules to determine the financial impact are notified and the Code becomes effective.

#### Note-43

The MCA vide notification dated March 24, 2021 has amended schedule III to the Companies Act, 2013 in respect of certain disclosures. Amendments are applicable from April 01, 2021. The Company has incorporated the changes as per the said amendment in the standalone financial statements and has also changed comparative numbers wherever it is applicable.

#### Note-44 Disclosures as per amendments in Schedule III of Companies Act, 2013 with notification issued on 24th March 2021:

**44.1 Details of Benami property held (Para a(ii)(XIII)(Y)(vi))**- No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

**44.2 Relationship with struck off Companies (Para a(ii)(XIII)(Y)(ix))**-There are no transactions (Including Investment in Securities / Shares held by Struck off company & Other Outstanding balances) with companies struck off u/s 248 of the Companies Act 2013, or section 560 of the Companies Act, 1956.

**44.3 Registration of charges and satisfaction with Registrar of Companies (Para a(ii)(XIII)(Y)(x))**-There are no charges or satisfaction of charges which are yet to be registered with Registrar of Companies beyond the statutory period.

**44.4 Details of Crypto Currency or Virtual Currency (Para a(iii)(xi))**- The company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

**44.5 Utilization of Borrowed funds and share premium (Para a(ii)(XIII)(Y)(xiv))** - No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**44.6 Undisclosed income (Para a(iii)(ix))**- Company has not surrendered or disclosed any transaction which was not recorded in the books of accounts as income during the year in the tax assessment under the Income Tax Act.

**44.7 Compliance with number of layers of companies (Para a(ii)(XIII)(Y)(xi))** - The company has not made violation of requirements related to number of layers of companies as prescribed under clause 87 of Section 2 read with Companies (Restriction of number of Layers) Rules 2017.

**44.8 Willful Defaulter (Para a(ii)(XIII)(Y)(viii))**- The company has not been declared as willful defaulter by any bank or financial institutions or other lenders.

**44.9 Title deeds of Immovable Property not held in name of the Company (Para a(ii)(XIII)(Y)(i))**- There are no immovable properties owned by the company whose title deeds are not held in its name.

**44.10 Loan & Advance made to promoters, directors, KMPs and other related parties (Para a(ii)(XIII)(Y)(iii))**- The Company has not provided any loans and advance to the parties covered under this clause

**44.11 Compliance with approved Scheme(s) of Arrangements (Para a(ii)(XIII)(Y)(xiii))** - Not Applicable

#### Note-45

The company consider footwear and accessories as its single segment in which company operates.

#### Note-46

The provision of Section 135 related to Corporate Social Responsibility(CSR) is not applicable to the company.

#### Note-47

The previous year figures have been regrouped, rearranged and reclassified wherever necessary.

#### Note-48 Important Financial Ratio

Particulars	Numerator	Denominator	2021-22	2020-21	% Variance	Explanation
Current Ratio	Current Assets	Current Liabilities	1.35	1.36	-1.03%	As the variance is not more than +/- 25% hence, no explanation required.
Debt-Equity Ratio	Total Debt	Shareholder's Equity	1.27	0.73	74.06%	As the company has made the payment to creditors from unutilized CC limit
Debt Service Coverage Ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses + Interest	Debt service = Interest & Lease Payments + Principal Repayments	1.07	1.07	0.33%	As the variance is not more than +/- 25% hence, no explanation required.

Return on Equity Ratio	Net Profits after taxes – Preference Dividend (if Any)	Average Shareholder's Equity	5.65%	2.28%	147.85%	Due to increase in the profitability of the company.
Inventory Turnover Ratio	Cost of goods sold	Average Inventory	2.88	3.27	-12.01%	As the variance is not more than +/- 25% hence, no explanation required.
Trade Receivable Turnover Ratio	Net credit sales	Average Trade Receivable	3.70	4.41	-16.12%	As the variance is not more than +/- 25% hence, no explanation required.
Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases purchase return	Average Trade Payables	3.49	2.89	20.78%	As the variance is not more than +/- 25% hence, no explanation required.
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	5.59	7.16	-21.95%	As the variance is not more than +/- 25% hence, no explanation required.
Net Profit Ratio	Net Profit	Net sales = Total sales - sales return	1.82%	0.66%	174.62%	Due to increase in the profitability of the company.
Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	8.02%	6.61%	21.34%	As the variance is not more than +/- 25% hence, no explanation required.
Return on Investment	Interest (Finance Income)	Investment	Nil	Nil	Nil	N.A.

As per our Report of even date  
For Ravi Sharma & Co.  
Chartered Accountants  
(FRN 015143C)

For and on behalf of Board of Directors  
LEHAR FOOTWEARS LIMITED

SD/-  
(CA Paras Bhatia)  
Partner  
M.No. 418196  
Date: 30th May 2022  
Place: Jaipur

SD/-  
Raj Kumar Agarwal  
(Managing Director)  
DIN: 00127215

SD/-  
Naresh Kumar Agarwal  
(Executive Director)  
DIN: 00106649

SD/-  
Rakesh Kumar Soni  
(Chief Financial Officer)

### Note-15 Other Equity

Particular	Reserve & Surplus				Items of Other Comprehensive		TOTAL
	Security Premium Reserve	General Reserve	Retained Earning	Deferred Income	Revaluation Surplus	Remeasurement of net defined benefit Plans	
<b>Balance as at 1 April 2020</b>	660.53	100.15	1,808.00	317.67	1,653.21	(8.93)	<b>4,530.63</b>
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-
<b>Restated balance as the beginning of the period</b>	660.53	100.15	1,808.00	317.67	1,653.21	(8.93)	<b>4,530.63</b>
Transfer to retained earnings	-	-	97.64	-	-	-	97.64
Deferred Income recognition during the period	-	-	-	(40.22)	-	-	(40.22)
Total Comprehensive income for the year	-	-	-	-	-	18.73	18.73
<b>Balance as at 31 March 2021</b>	<b>660.53</b>	<b>100.15</b>	<b>1,905.64</b>	<b>277.45</b>	<b>1,653.21</b>	<b>9.80</b>	<b>4,606.78</b>
<b>Balance as at 1 April 2021</b>	660.53	100.15	1,905.64	277.45	1,653.21	9.80	<b>4,606.78</b>
Changes in accounting policy or prior period errors	-	-	-	-	-	(2.46)	(2.46)
<b>Restated balance as the beginning of the period</b>	660.53	100.15	1,905.64	277.45	1,653.21	7.34	<b>4,604.32</b>
Transfer to retained earnings	-	-	250.55	-	-	-	250.55
Revaluation Reserve Created During the Year	-	-	-	-	1,165.49	-	1,165.49
Deferred Income recognition during the period	-	-	-	(36.14)	-	-	(36.14)
Remeasurement of Defined Benefit Plans Made during the year	-	-	-	-	-	15.35	15.35
Amount transfer from Deferred Tax Liability to Revaluation Reserve	-	-	-	-	(261.87)	-	(261.87)
Amount transfer from Deferred Tax Liability on Remeasurement of Defined Benefit Plans	-	-	-	-	-	(0.80)	(0.80)
<b>Balance as at 31 March 2022</b>	<b>660.53</b>	<b>100.15</b>	<b>2,156.19</b>	<b>241.31</b>	<b>2,556.83</b>	<b>21.89</b>	<b>5,736.90</b>

#### Description and nature of other equity:-

**Security premium account :** The security premium account is created on issue of share at premium.

**Revaluation surplus:** The revaluation surplus is created out of the revaluation of land owned by the company.

**General Reserve:** The general reserve comprises of transfer of profits from retained earnings for appropriate purposes. The reserve can be distributed/ utilised by the company in

**Profit and Loss Account:** It represents the surplus amount available in profit and loss as retained earnings. The reserve can be distributed/ utilised by the company in accordance with

**Deferred Income :** It represent the capital receipt of government grant from FDDI against the investment of Plant and machinery.



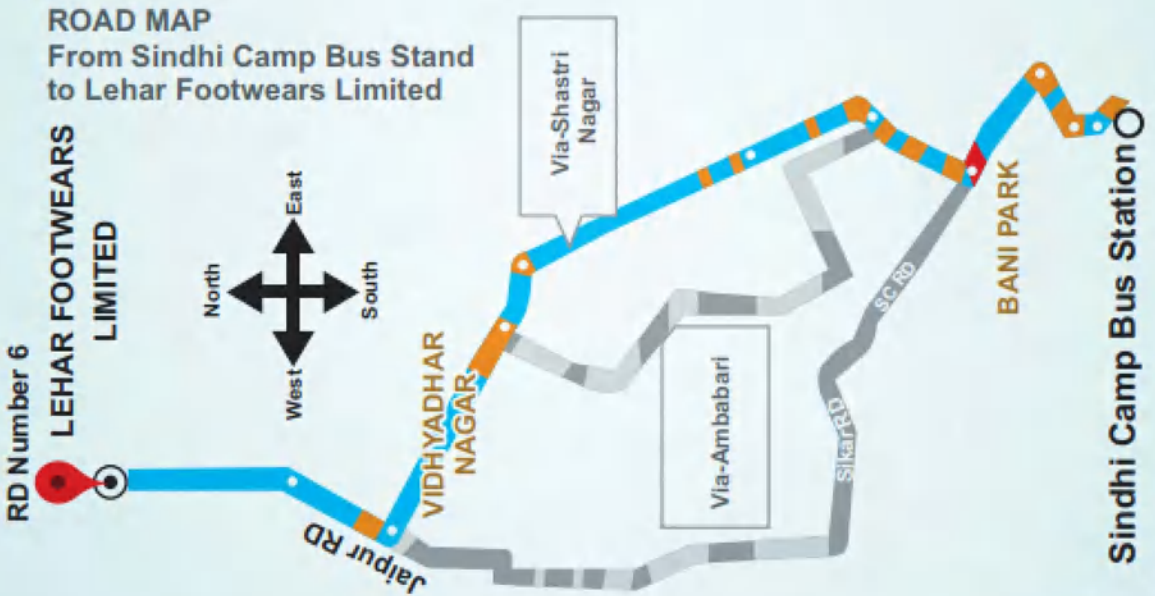


# Lehar®

## FOOTWEAR

NATIONAL AWARD WINNER COMPANY

चलती चले लहर हर कदम हर सफर



**LEHAR FOOTWEARS LIMITED.**

Reg. off. : A-243 (A), Road No. 6, V.K.I. Area, Jaipur | Tel. : +91-141-4157777 (30 Lines )

**iSTUDENT** **LHR** **IWAE** **COBBLER** **PU BLISS**

[www.leharfootwear.com](http://www.leharfootwear.com)