



UV ASSET RECONSTRUCTION COMPANY LIMITED

ANNUAL REPORT 2019-2020

RESTORING



BACK TO HEALTH



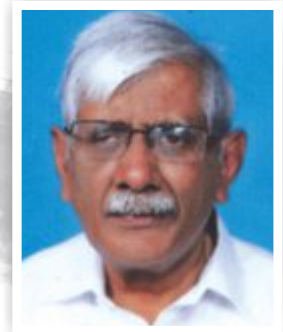
OUR BOARD TEAM



**Justice (Retd.) Prakash
Prabhakar Naolekar**
Chairman



Ms. Shilpi Sharma
Whole Time Director
& Executive Vice Chairperson



Mr. K. K. Gupta
Independent
Director



Mr. Hari Hara Mishra
Professional
Director



Mr. U. S. Paliwal
Independent
Director



Mr. Dhan Raj
Independent
Director



Mr. Kishore Kumar Sansi
Additional (Independent)
Director



Mr. Mayank D. Shah
Nominee Director of
Central Bank of India

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ABOUT UVARCL

UV Asset Reconstruction Company Limited is a Securitisation Company / Reconstruction Company is registered with the Reserve Bank of India.

UVARCL is promoted amongst others, by professionals with equity participation of 6 public sector banks and 2 insurance companies - Central Bank of India, Bank of Maharashtra, Union Bank of India, Bank of India, United Bank of India, Allahabad Bank, United India Insurance Company Limited & National Insurance Company Limited.

UVARCL acquires Non-Performing Assets (NPA's) from various banks and financial institutions. The Company believes in empathetic approach to resolving distress assets by meaningful analysis of the cause of NPA, evaluate possible turnaround options and formulate the best fit strategy under the given circumstances. The company adopts best practices that foster an environment of honesty, transparency & consistency. The company aims to create win-win situation for all its stakeholders.

Our Vision

To be the most trusted & leading ARC in the country with one-stop solution for the needs of distressed assets.

Our Mission

Help distresses assets with best fit solutions under given circumstances leading to value maximization for all stake holders.



CORPORATE INFORMATION

Directors

Justice (Retd.) Prakash Prabhakar Naolekar
Ms. Shilpi Sharma

Mr. Kamal Kishore Gupta
Mr. Uma Shankar Paliwal
Mr. Hari Hara Mishra
Mr. Dhan Raj
Mr. Kishore Kumar Sansi
Mr. Mayank D. Shah

Chairman
Whole Time Director
& Executive Vice Chairperson
Independent Director
Independent Director
Professional Director
Independent Director
Additional (Independent) Director
Nominee Director of Central Bank of India

Senior Executives

Mr. Ritesh Aggarwal
Mr. Nirmal Kumar Mittal
Mr. Sanjay Surana
Mr. Tushar Chaudhary
Mr. Ashwani Kumar Chadha
Ms. Gurpreet Kaur

Chief Financial Officer
Chief Operating Officer
Chief Operating Officer
Chief Investment & Strategy Officer
Legal Head
Vice President & Company Secretary

Other Information

Registrar & Share Transfer Agent
Statutory Auditors

MCS Share Transfer Agent Ltd.
M/s R.K. Mahaseth & Co.
Chartered Accountant

Committees Of Board

Credit Committee
Corporate Social Responsibility Committee
Nomination & Remuneration Committee
Audit Committee

Bankers

Punjab National Bank
Central Bank of India
United Bank of India
IDBI Bank Ltd.



FROM THE DESK OF EXECUTIVE VICE CHAIRPERSON



Dear Shareholders,

The continuous slowdown in economy during 2019-20 impacted the real sectors and your company got impacted as there was slowdown in recovery in accounts, excepting a few cases which your company could exit with good returns. Your company registered a lower profit after tax of Rs. 2.65 crore during 2019-20, as against Rs. 9.45 crore in previous fiscal. However, Asset under Management (AUM) of your company, registered a growth from Rs.1044.23 crore in March 20, as against Rs. 1004.69 crore in March 19.

Your Company is likely to record better performance during the current year. Resolution of some large cases is at various stages of consummation and these are likely to add up substantially to the bottom line of the company during the year. Besides, NPAs of the banking system are set to rise exponentially and assets available for sale to ARC are likely to go up substantially. Your company will be on lookout for right assets at right price.

I take this opportunity to thank you all for continuing to repose confidence in the Company. With support of you all, we shall overcome COVID related severe disruptions and we will bounce back as never before.

Best Wishes

Shilpi Sharma

Whole Time Director & Executive Vice Chairperson



NOTICE

Dear Members,

Notice is hereby given that the 13th Annual General Meeting (AGM) of the Members of the Company will be held on **Monday, the 28th day of September, 2020 at 11:30 AM** at **Corporate Office: 1304/1304A Chiranjeev Tower, 43, Nehru Place, New Delhi-110019** 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 on 31st March, 2020, together with the Reports of the Auditor's and Board of Directors' thereon.
2. To appoint a Director in place of Mr. Hari Hara Mishra (DIN: 07310056) who retires by rotation and being eligible offers himself for re-appointment.

Special Business:

3. **Appointment of Mr. Kishore Kumar Sansi as an Independent Director of the Company.**

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

"Resolved That Mr. Kishore Kumar Sansi (DIN No.07183950) who was appointed by the Board of Directors as an Additional (Independent) Director on the Board of the Company in terms of Section 149, 152, 160 and 161 of the Companies Act 2013 and Article of Association of the Company with effect from July 13, 2020 and who holds office upto the date of this Annual General Meeting of the Company in terms of section 161 of the Companies Act, 2013, be and is hereby appointed pursuant to the provisions of section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder as amended or re-enacted from time to time, read with Schedule IV to the Companies Act, 2013 as an Independent Director of the Company to hold office for the term of four consecutive years from this Annual General Meeting upto the conclusion of 17th Annual General Meeting of the Company to be held in the year 2024, not liable to retire by rotation."

**By the order of the Board of Directors
For UV Asset Reconstruction Company Limited**

Sd/-

**Gurpreet Kaur
Company Secretary
FCS-8237**

**Date: August 31, 2020
Place: New Delhi**



Notes:

- A. The Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed thereto.
- B. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. The proxy form in order to be effective must be deposited with the Company not less than 48 hours before the time fixed for commencement of the meeting.
- C. Members/Proxies attending the meeting are requested to bring duly filed attendance slips sent herewith to attend the meeting.
- D. Queries proposed to be raised at Annual General Meeting may be sent to the Company at its registered office to Ms. Gurpreet Kaur, Company Secretary or by email at gurpreet@uvarcl.com at least seven days prior to the date of AGM to enable the management to compile the relevant information to reply the query in the meeting.
- E. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
- F. Members are requested to notify any change in their address/ mandate/ bank details quoting their Registered Folio immediately to the Company at its Registered Office, to enable the company to address future communication.
- G. All documents referred to in the accompanying Notice and the Explanatory statement shall be open for inspection at the registered office of the Company at all working days except Saturdays between 10:00 A.M. and 1:00 P.M. up to the date of Annual General Meeting.
- H. Members may also note that the Notice of the 13th Annual General Meeting along with the Route Map, Attendance Slip and Proxy Form (in Form MGT-11) for the financial period ended on March 31, 2020 will also be available on the Company's website www.uvarcl.com for their download. The physical copies of the aforesaid documents will also be available at the Company's registered office.
- I. **In view of the COVID-19 pandemic, the company shall be providing the facility to members for participation through video conferencing facility. The link for attending the meeting through video conferencing will be available on request by the member to the Company Secretary of the Company.**

The details of the Company Secretary are as under:

Ms. Gurpreet Kaur
Company Secretary
Email id: gurpreet@uvarcl.com
Phone No: 011-41038918, 011-41055576.

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

RESOLUTION NO. 3

Relevant details of Mr. Kishore Kumar Sansi as required under Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India is provided here under:

Particulars	Mr. Kishore Kumar Sansi
DIN	07183950
Age (years)	63 years
Experience	<p>Mr. Kishore Kumar Sansi held the position of Managing Director & CEO of Vijaya Bank from January' 2015 to August 2017. He also held the position of Executive Director in the Punjab & Sind Bank from August' 2013 to December' 2014 and General Manager in Oriental Bank of Commerce from November' 2010 to August' 2013.</p> <p>He has acquired excellent exposure in the banking sector. He was Government Nominee Director on the Board of United India Insurance Company Limited. Further, he also won National award for 'Excellence in Lending to MSE' by Ministry of MSME, Govt. of India.</p>
Expertise in specific functional area	Banking and Finance
Date of Appointment as Additional Independent Director	July 13, 2020
Shareholding in the Company as on 31st March, 2020	NIL
Other Companies in which he is a Director excluding Directorship in Private and Companies under Section 8 of Companies Act, 2013	<p>One Company:</p> <p>1. UTI Infrastructure Technology And Services Limited</p>
Chairperson/Membership of the Statutory Committee(s) of Board of Directors of other Listed Companies in which he/she is a Director.	-
Inter-se relationships between	NIL
<ul style="list-style-type: none"> ● Directors ● Key Managerial Personnel 	



No. of Board Meetings attended during the Financial Year 2019-20	Not Applicable
Details of remuneration last drawn during the FY 2019-20	Nil
Details of proposed remuneration	Not Applicable

The Board of Directors had appointed Mr. Kishore Kumar Sansi as an Additional (Independent) Director with effect from July 13, 2020.

As per the provisions of section 161(1) of the Companies Act, 2013, he holds the office of Additional (Independent) Director only upto the date of the forthcoming Annual General Meeting of the Company, and is eligible for appointment as an Independent Director.

Keeping in view his vast experience and knowledge, it will be in the interest of the Company that Mr. Kishore Kumar Sansi be appointed as an Independent Director. Mr. Kishore Kumar Sansi is not disqualified from being appointed as Director in terms of Section 164(2) of the Companies Act, 2013 and has given his consent to act as Director.

In the opinion of the Board, Mr. Kishore Kumar Sansi fulfills the conditions specified in the Companies Act, 2013 and the Company (Appointment & Qualification of Directors) Rules, 2014 made thereunder. Accordingly, Board of Directors on the recommendation of its Nomination and Remuneration Committee in terms of Section 178 of the Companies Act, 2013, has also recommended his appointment as an Independent Director effective from the date of ensuing AGM i.e. September 28, 2020 for a period of four years subject to approval of the members i.e. upto conclusion of 17th Annual General Meeting. He is not liable to retire by rotation.

The Board of Directors recommends the resolution at Item No. 3 for approval of the members by way of an Ordinary Resolution.

The appointment of Mr. Kishore Kumar Sansi being recommended by the Nomination & Remuneration Committee of Board of Directors of the Company, hence the candidature from any member and deposit of any amount under section 160 is not required.

Except Mr. Kishore Kumar Sansi, being the appointee, or his relatives, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolutions set out at item No.3.

**By the order of the Board of the Board of Directors
For UV Asset Reconstruction Company Limited**

**Sd/-
Gurpreet Kaur
Company Secretary**

**Date: August 31, 2020
Place: New Delhi**

DIRECTOR'S REPORT

Dear Members,

Your Directors have pleasure in presenting their Thirteenth Annual Report on the business, operations and the accounts of the Company for the Financial Year ended March 31, 2020.

(A) Highlights/Performance of the Company

The company's Financial Performance (standalone basis) is summarized below:

(Amount in Rs. Lakhs)

Particulars	Financial Year Ended On	
	31 st March 2020	31 st March 2019
Revenue from operations	3,094.15	3,600.84
Other Income	19.57	12.08
Total Income	3,113.72	3,612.92
Total Expenditure	2,752.68	2,280.89
Profit before tax	361.04	1,332.03
Provision for tax	95.57	386.67
Profit after tax	265.47	945.36
Transfer to General Reserve	39.82	141.93
Paid-up Share Capital	4,202.50	3,818.75
Reserves and Surplus (excluding Revaluation Reserve)	9,615.11	8,198.38
Net Worth	13,817.61	12,017.13

The Company's Net worth as on March 31, 2020 stood at Rs.13,817.61 Lakh (comprising Rs. 4,202.50 Lakh of Paid up Capital and Rs. 9,615.11 Lakh of Reserves and Surplus) as against Rs.12,017.13 Lakh in the previous year. With Company's strong performance, there is increase in Reserves and Surplus and consequential increase in Net Worth.

During the year under review, the Company acquired financial assets worth Rs.6,200 Lakh and resolved financial assets amounting Rs. 2,370.88 Lakh. The outstanding Financial Assets as on March 2020, was Rs. 1,04,423.75 Lakh compared to Rs. 1,00,469.76 Lakh in the previous year.



IMPACT OF COVID-19

The Country witnessed lockdown being implemented in India in the second fortnight of March, 2020. There were also restrictions of varying extent across larger part of the world, due to the COVID-19 pandemic. This impacted the business operations of the Company significantly. During these extraordinary times of the pandemic, the top-most priority of the Company was to ensure the safety of its employees. The Company has taken several measures to ensure their well-being including leveraging the power of technology to enable them to work from home.

(B) Material changes subsequent to the Balance Sheet

There were no material changes and commitments from the close of the financial year till the signing of the Board's report affecting the financial position of the company.

(C) Industry Scenario

As per Reserve Bank of India's Financial Stability Report released in July 2020, macro stress tests for credit risk indicate that the Gross Non-Performing Asset Ratio of all Scheduled Commercial Banks may increase from 8.5 percent in March, 2020 to 12.5 percent by March, 2021 under the baseline scenario. If the macroeconomic environment worsens further, the ratio may escalate to 14.7 percent under very severe stress, as per the report. The size of the market available for Asset Reconstruction Companies, thus, is likely to go up substantially.

This year is going to be both, an opportunity and a threat for Asset Reconstruction Companies. They play a crucial role in stressed asset resolution and help banks clean up their stressed portfolio. While increased Non Performing Assets are likely to be available for sale, meeting price expectation of the sellers is going to be a challenge. However, considering the changed dynamics, we expect banks to have a more realistic assessment about valuation and expected recoveries making them prepared for higher discount on Non Performing Assets sale. While enabling environment is evolving, capital remains one of the key challenges for the Asset Reconstruction Companies. They have to scale up capacity building, both financially and strategically by alliance with special situation funds, investors and turnaround specialists and those having industry expertise in stressed sectors. The proposed development of a secondary loan market is likely to deepen the market with more players and bring in more liquidity.

(D) Dividend

Company has been paying dividend continuously since Financial Year 2013-14 (except for Financial Year 2016-17). Due to COVID-19 pandemic, company wants to retain profits in the Company and therefore, has not declared dividend on equity shares of the Company this year.

(E) Reserves

The Board in line with earlier years, proposes to transfer 15% of Profit After Tax i.e. Rs. 39.82 Lakh to the General Reserve out of the amount available for appropriation, thereby taking General Reserve at a level of Rs. 387.97 Lakh and balance in Profit & Loss Account to Rs. 1,269.64 Lakh as on 31.03.2020.

(F) **Corporate Governance**

Corporate Governance is about maximizing stakeholders' value legally, ethically and sustainably. Your Directors are enforcing high standards of Corporate Governance in the overall functioning of the Company which, in turn, helps to enhance the overall efficiency of its operations for the benefit of the stakeholders and society as a whole. Director's Report on Corporate Governance is at Annexure-A.

(G) **Share Capital**

(i) **Equity shares**

The Company has only one kind of Shares i.e. Equity shares with same voting rights. As on 31st March 2020, Company's Paid-up Equity Capital is Rs. 42,02,50,000 (Rupees Forty Two Crore Two Lakh Fifty Thousand only) divided into 4,20,25,000 (Four Crore Twenty Lakh Twenty Five Thousand) shares of Rs. 10/- each.

(ii) **Sweat Equity shares**

The Company has not issued any Sweat Equity Shares till date.

(iii) **Issue of further Share Capital - (Preferential Allotment)**

During the Financial Year, the Company has issued / made following allotments of 38,37,500 Shares:

S. No.	Date of Allotment	No. of Shares Allotted	Price per share	Date of Approval of Shareholders
1	15.05.2019	4,50,000	Rs. 10 per share at a premium of Rs. 30/- per share	01.05. 2019
2	01.07.2019	2,50,000	Rs. 10 per share at a premium of Rs. 30/- per share	01.05. 2019
3	02.07.2019	4,37,500	Rs. 10 per share at a premium of Rs. 30/- per share	01.05. 2019
4.	26.07.2019	2,50,000	Rs. 10 per share at a premium of Rs. 30/- per share	01.05. 2019
5.	29.07.2019	5,00,000	Rs. 10 per share at a premium of Rs. 30/- per share	01.05. 2019
6.	24.10.2019	19,50,000	Rs. 10 per share at a premium of Rs. 30/- per share	01.05. 2019



(iv) **Buy back of Shares**

During the year under review, the Company has not made any offer to buy back its shares.

(H) **Directors and Key Managerial Personnel**

(i) **Directors**

Change in Directors

In terms of the provisions of Section 152 of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, Mr. Hari Hara Mishra, Professional Director of the Company is liable to retire by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment. Your Directors recommend his re-appointment.

The Independent Directors of the Company are not liable to retire by rotation.

The appointments/ resignations from the Board of Directors during the year are as follows:

Appointments

- Appointment of Mr. Dhan Raj as an Independent Director on the Board of Directors of the Company for a period of 4 consecutive years w.e.f. conclusion of 12th Annual General Meeting till the conclusion of the 16th Annual General Meeting of the Company to be held in the year 2023.
- Central Bank of India had withdrawn the nomination of Mr. Narender Singh w.e.f. June 7, 2019 and appointed Mr. Mayank Dinesh Shah, GM- Recovery as their Nominee Director w.e.f. November 22, 2019.

Cessation

- Cessation of Directorship– Justice (Retd.) Shafi Sayeed Parkar, Independent Director of the Company has tendered his resignation due to his personal reasons on April 19, 2019.
- Cessation of Directorship – Mr. Narender Singh, Nominee Director of Central Bank of India has tendered his resignation on June 07, 2019, due to change in his nomination by the Central Bank of India.

There has been no change in the circumstances which may affect the status as Independent Director of other Directors during the year.

None of the Directors of the company are disqualified from being appointed as Director as specified under Section 164 of the Companies Act, 2013.

(ii) Independent Directors

The Company has on its Board, eminent Independent Directors who have brought in independent judgments to Board's deliberations. They have played a pivotal role in protecting interest of all stakeholders.

Declaration of independence of Independent Directors, their meeting and performance evaluation.

The Independent Directors have submitted their declarations under section 149(7) of the Companies Act, 2013 at the time of their appointment and also submitting in first Board Meeting of every financial year and/or any change in the same, stating that they meet the criteria of independence as mentioned under Section 149(6) of the Act.

The Company has also issued formal appointment letters to all the Independent Directors in the manner provided under the Companies Act read with rules issued thereunder. The information pertaining to appointment of Directors is posted on the website of the company i.e. www.uvarcl.com.

A separate meeting of Independent Directors was held on January 16, 2020. In this meeting, performance of Non-Independent Directors was evaluated and appreciated.

Evaluation of Independent Directors of the Company has also been carried out by Board of Directors of the Company as per the criterion laid down in the Nomination and Remuneration Policy of the Company and their contribution was appreciated.

The Performance of the Independent Directors of the Company was also evaluated in terms of Schedule-IV of the Companies Act, 2013 by the Board of Directors. The performance of every Independent Director was also evaluated by scoring the evaluation sheets for every Director.

(iii) Performance Evaluation of Directors

The Nomination and Remuneration Policy of the Company empowers the Nomination and Remuneration Committee to formulate a process for effective evaluation of the performance of Individual Directors, Committees of the Board and the Board as a whole.

The evaluation of Board of Directors of the Company has been carried out as per the criterion laid down in the Nomination and Remuneration Policy of the Company.

The Performance of the Board was evaluated by the Nomination and Remuneration Committee of the Board of Directors in terms of the provisions of Section 178 of the Companies Act, 2013. The performance of every Director was also evaluated by scoring the evaluation sheets for every Director.

The evaluation sheets for every Director are in the custody of Company Secretary of the Company.



(iv) Policy on Directors' Appointment & Remuneration

The salient features of the Nomination and Remuneration Policy of the Company are set out in the Corporate Governance Report which forms part of this Annual Report.

The said policy of the Company, inter-alia, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment and re-appointment of Directors on the Board of the Company and persons holding Senior Management positions in the Company, including their remuneration and other matters as provided under Section 178 of the Companies Act, 2013.

The remuneration paid to the Directors, Key Managerial Personnel and Senior Management is in accordance with the Nomination and Remuneration Policy formulated in accordance with Section 178 of the Companies Act, 2013.

The Company's policy on Directors' Appointment and Remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report, which forms part of the Directors' Report.

(v) Key- Managerial Personnel

During the financial year under review, following change took place in Key Managerial Personnel of the Company:

S. No.	Name	Designation	Date of Appointment/ Redesignation
1.	Mr. Ashwani Kumar Chadha	CEO	Redesignated as Legal Head w.e.f. November 25, 2019
2.	Ms. Shilpi Sharma	Whole Time Director and Executive Vice Chairperson	Appointed as Key Managerial Personnel in place of Chief Executive Officer w.e.f. November 25, 2019
3.	Mr. Ritesh Aggarwal	CFO	Appointed as Key Managerial Personnel w.e.f. August 26, 2019
4.	Mr. Nirmal Kumar Mittal	CFO	Redesignated as Chief Operating Officer w.e.f. August 26, 2019.

(I) Meetings

In all, 10 meetings of Directors and its Committees were held during the Financial Year 2019-20 i.e. four Board meetings, two Audit Committee meetings, two Credit Committee meetings and two Nomination and Remuneration Committee meetings.

The details are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

(J) Auditors

M/s R.K. Mahaseth & Co. Chartered Accountants, (Firm Registration No. 022140N), were appointed as Statutory Auditors of the Company at the 10th Annual General Meeting till the

conclusion of the 15th Annual General Meeting.

M/s R.K. Mahaseth & Co. Chartered Accountants have confirmed their eligibility and qualifications required under section 139, 141 and other applicable provisions of the Companies Act, 2013 and rules issued thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Auditor's Report for the Financial Year ended on March 31,2020 on the financial statements of the Company is a part of this Annual Report.

Board's Explanation and Comments on Auditor's Report

There are no explanations and comments given by the Board as the Auditor's Report given by Auditors of the Company is self-explanatory and doesn't contain any qualification, reservation or adverse remarks.

(K) Internal Audit & Controls

The Company is following proper Internal Audit and Control System and has also appointed M/s Dinesh K. Sharma & Chartered Accountants as the Internal Auditors. During the year, the Company continued to implement their suggestions and recommendations to improve the control and compliances. Their scope of work includes review of processes for safeguarding the financial assets of the Company, all cases of asset acquisition and resolution, compliance culture on regulatory guidelines and on Board-approved business policies, MIS framework etc. Internal Auditors' findings are discussed at the highest level i.e. by Whole Time Director of the Company and then Audit Committee of Board of Directors. This also includes Asset-Liability Management which is quite significant tool for Risk Management particularly when cash inflows are highly volatile in our industry and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations as per policies/regulatory guidelines.

(L) Risk Management

The company has a well- defined process in place to ensure appropriate identification and mitigation of risk. The distressed asset business entails taking risks at every stage from pre-acquisition to post acquisition and finally to resolution /recovery from the acquired assets. In order to properly measuring, monitoring and mitigating such risk in business, the Company has formulated its Risk Management Policy and also formed Risk Management Committee to ensure sustainable business growth with stability and monitoring and mitigating the risk. The Company recognizes that risk is inherent in every business activity. Effectively managing these risks is key to achieving strategic objectives and long-term sustainable growth of business. The key risk areas related to the business of the company and Asset Liability Management are periodically and systematically reviewed by the Risk Management Committee (comprises of all senior management) of the company.

(M) Vigil Mechanism

The Company has established the vigil mechanism under sub-section (9) of Section 177 of the Companies Act, 2013 for providing adequate safeguards against victimization of whistle blowers. The company has adopted a Vigil Mechanism Policy to provide a formal



mechanism to its Directors, Employees and Business Associates to voice concerns in a responsible and effective manner regarding susceptible unethical matters involving serious malpractices, abuse or wrongdoing within the organization. Any person can use such mechanism and may even have access to the chairperson of the Audit Committee in appropriate exceptional cases.

(N) **Extracts of Annual Return**

The extracts of Annual Return pursuant to the provisions of the Companies Act, 2013 is furnished in Form MGT-9 (**Annexure -B**) and is appended to this report.

(O) **Policy on Prevention of Sexual Harassment at Work Place**

The Company's Policy on Prevention of Sexual Harassment at Workplace is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention of Sexual Harassment of Women at Workplace Act) and rules framed thereunder. Internal Complaints Committees have also been set up to redress complaints received regarding Sexual Harassment.

The Company is committed to providing a safe and conducive work environment to all of its employees and associates.

During the financial year 2019-20, no complaint of Sexual Harassment was received by the Company.

(P) **Particulars of Contracts or Arrangements with Related Parties**

The particulars of contracts or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 has been disclosed in Form No. AOC-2 as (**Annexure C**) appended to this report.

(Q) **Loans, Guarantees or Investments**

The Company has not granted any loan or extended any guarantee and has not made any investments, to any individual or Corporate u/s 186 of the Companies Act, 2013 during the financial year under review.

(R) **Corporate Social Responsibility**

As part of Company's commitment towards economic, environmental and social well-being of communities, Corporate Social Responsibility (CSR) Committee has been constituted at the Board Level.

During the financial year ended on March 31, 2020, the Company incurred CSR Expenditure of Rs.13.70 lakhs. The CSR initiatives of the Company were under the thrust area of Education, Hunger, Poverty, Malnutrition, Health and Disaster Response. The CSR policy of the Company is available on the website of the Company at :

http://www.uvarcl.com/CORPORATE_SOCIAL_RESPONISIBILITY_POLICY.pdf

The Company's CSR Policy Statement and Annual Report of the CSR Activities undertaken during the financial year ended on March 31, 2020, in accordance with Section 135 of the

Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force is set out as **(Annexure-D)** appended to this report.

Out of the total contribution of CSR Expenditure, company has contributed Rs. 6.85 Lakh towards COVID-19 pandemic related relief activities.

(S) Transfer of Funds to Investor Education and Protection Fund

The Company did not have any funds lying unpaid or unclaimed for a period of seven years or more. Therefore, there were no funds required to be transferred to Investor Education and Protection Fund (IEPF).

(T) Key changes during the Year

(i) **Changes in Nature of Business:** Nil

(ii) **Changes in Subsidiaries, Joint Ventures or Associate Companies:** Not Applicable

(iii) **Details of Order Passed by the Regulators:** Nil

(U) Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(i) **Conservation of Energy & Technology Absorption:** Since the Company is not engaged in any manufacturing activity, issues relating to conservation of energy and technology absorption are not relevant to its functioning.

(ii) **Export Activities:** There was no export activity in the Company during the year under review. The Company is not in the line of exports and therefore not contemplating any export.

(iii) **Foreign Exchange Earnings and Outgo:** During the year under review, there have been no earnings and outgo in foreign exchange.

(V) Directors' Responsibility Statement

In terms of the provisions of Section 134 (5) of the Companies Act, 2013 and same as mentioned elsewhere in this Report, the attached Annual Accounts and the Auditors' Report thereon and to the best of their knowledge and belief, the Directors confirm that:

- in preparation of the Annual Accounts, the applicable accounting standards had been followed;
- the Directors had adopted such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and



fair view of the state of affairs of the Company as on 31st March, 2020 and of the profit or loss of the Company for the year ended on that date;

- the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors had prepared the Annual Accounts on a going concern basis.
- the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws/ regulatory guidelines and that such systems were adequate and operating effectively.

Other Disclosures

- During the year under review, the Company has not accepted any deposit within the meaning of Section 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).
- The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings.
- There are no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future.
- None of the Auditors of the Company have reported any fraud as specified under the second proviso of Section 143(12) of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).
- The Company has not issued Equity Shares with differential rights as to dividend, voting or otherwise.

Acknowledgement

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from the Reserve Bank of India, Government of India and the banks / FIs. The Board also places on record its appreciation for the services of the employees of the Company and also sincerely thanks the Shareholders for their continuous support towards the Company.

**For and behalf of Board of Directors of
UV Asset Reconstruction Company Limited**

Sd/-

(K.K. Gupta)
Director
DIN: 01746444

Sd/-

(Shilpi Sharma)
Whole Time Director
DIN: 01680321

Place: New Delhi
Date: August 31, 2020

Annexure-A to the Board Report

REPORT ON CORPORATE GOVERNANCE

Our Corporate Governance practices are a reflection of our value system encompassing our culture, policies and relationship with our stakeholders. UV Asset Reconstruction Company Limited (UVARCL) aspires to reach the highest standards of Corporate Governance, while emphasizing on transparency, creating a sustainable culture and setting industry leading benchmarks. At UVARCL, our Board exercises its fiduciary responsibilities in the best possible way.

UVARCL has always adopted a robust governance framework which played a critical role in ensuring that we remain true to our culture and values. The goal of the Company is to promote and protect the long-term interest of all stakeholders and to demonstrate that the shareholders are the ultimate beneficiaries of our economic activity, besides meeting compliance standards of the Regulatory Authorities.

The Company has adopted the values of good governance, sustainability and teamwork to create long-term value for its stakeholders. Our Corporate Governance philosophy encompasses several voluntary practices aimed at high standards of business ethics, enhancement in shareholders' value and fulfilling social responsibility.

The end of the year under review saw challenging times for the Company as well as for the world at large due to COVID-19 pandemic. The Regulators including Ministry of Corporate Affairs (MCA) promptly announced many relaxations with respect to the compliance requirements to facilitate companies to conduct smooth operations and cope with the challenging times. The Company appreciates and acknowledges the relaxations and dispensations granted by the MCA. These relaxations are noteworthy and were needed.

GOVERNANCE STRUCTURE

Board and its Composition

As on March 31, 2020, the Board comprised of 7 (Seven) members, 4 (four) of which are Independent Directors constituting 57.14% of the Board strength, 1 (one) is Non- Executive/ Professional Director, 1 (one) Whole Time Director & Executive Vice Chairperson and 1 (one) Nominee Director of Central Bank of India.

The Board of Directors has the ultimate responsibility of ensuring effective management, long term business strategy, general affairs, performance and monitoring the effectiveness of the Company's Corporate Governance practices. The Whole Time Director and Executive Vice Chairperson reports to the Board and is in charge of the management of the affairs of the Company and also acts as link between the Board and the Management.

Committee of Directors

The Board has constituted various Committees of Directors of the Company in line with the best practices in Corporate Governance with an optimum representation of its members and with specific terms of reference in accordance with the Companies Act, 2013. The Company currently has 4 (four) Committees of the Board, namely, Audit Committee, Nomination and Remuneration Committee,



Credit Committee and Corporate Social Responsibility Committee under the chairmanship of the Independent Directors.

Management

The management structure of the Company consists of the Whole Time Director & Executive Vice Chairperson, Chief Financial Officer, Chief Operating Officer, Legal Head and Vice President and Company Secretary.

Company also has 3 (three) Committees at the Executive Level of the Company. All these Committees are headed by Whole Time Director and Executive Vice Chairperson of the Company namely, Executive Committee- Acquisition, Executive Committee- Resolution and Executive Committee. These Committees have been entrusted with requisite powers duly delegated by Board of Directors to carry the operations of the Company.

BOARD OF DIRECTORS

Board Procedures and Flow of Information

In every financial year, Company holds at least four meetings of Board of Directors i.e. one meeting every quarter. Additional meetings are convened whenever necessary. In case of any exigency(ies), resolutions are passed by circulation. The Company also provides video conferencing facility to its Directors to enable their participation so that they can contribute in the decisions at the meetings.

The Board has complete access to all the company-related information. The Company Secretary is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for the consideration. The Agenda for the meetings of the Board and its Committees are circulated in advance so as to ensure that sufficient time is provided to the Directors to prepare for the meetings. The Company also conducts the meeting of the Board/its Committees on shorter notice to the Directors. Such meetings are conducted in emergent circumstances only.

In the era of digitization, with a view to ensure its commitment, the Company also circulates to its Directors, notes for Board/ Committee meetings through electronic platform thereby ensuring high standards of security and confidentiality of Board papers.

The Company adheres to the provisions of the Companies Act, 2013 read with the rules issued thereunder and Secretarial Standards with respect to convening and holding the meetings of the Board of Directors and its Committees.

The meetings of the Board of Directors are generally held in Delhi and if necessary, such other place where the Company operates and also through the video conferencing mode. The Company Secretary attends all the meetings of the Board and its Committees and is, inter alia, responsible for recording the minutes of such meetings. The draft minutes of the Board and its Committees are sent to the members for their comments in accordance with the Secretarial Standards. Thereafter, the minutes are entered in the Minutes Book within 30 (thirty) days of conclusion of the meetings, subsequent to incorporation of the comments, if any, received from Directors.

During the financial year 2019-20, the Board of Directors met four times on 14.06.2019, 26.08.2019, 11.11.2019 and 16.01.2020. The maximum gap between any two consecutive meetings was within the maximum allowed gap of 120 (One hundred twenty) days, as stipulated under the Companies Act, 2013. The necessary quorum was present in all the meetings.

The overall attendance of Directors for the financial year 2019-20 is shown hereunder:

Name	Designation	Numbers of meetings during Financial Year 2019-20		Attendance at the last Annual General Meeting held on September 27, 2019
		Held	Attended	
Justice (Retd.) Prakash Prabhakar Naolekar	Chairman and Non-Executive Director	4	3	No
Ms. Shilpi Sharma	Whole Time Director and Executive Vice Chairperson	4	4	Yes
Mr. K.K Gupta	Independent Director	4	4	Yes
Mr. Uma Shankar Paliwal	Independent Director	4	4	No
Mr. Hari Hara Mishra	Professional Director	4	4	No
Mr. Dhan Raj	Independent Director	4	4	No
Mr. Mayank Dinesh Shah	Nominee Director of Central Bank of India	1	-	-



Audit Committee

The Board has constituted a Committee of Board of Directors named as Audit Committee on 18 December, 2010. As on March 31, 2020, the Audit Committee comprises of three Directors out of which 2 (Two) Directors namely Mr. K.K. Gupta and Mr. Dhan Raj are Non-Executive and Independent Directors and Ms. Shilpi Sharma is Whole Time Director and Executive Vice Chairperson. The Composition of the Audit Committee meets the requirement of Section 177 of the Companies Act, 2013.

During the financial year 2019-20, two meetings were held, on 14.06.2019 and on 16.01.2020

Details of meeting attended by the members are given below:

S. No.	Committee Members	Category	Numbers of meetings during the Financial Year 2019-20	
			Held	Attended
1.	Mr. K.K. Gupta	Chairman	2	2
2.	Ms. Shilpi Sharma	Member	2	2
3.	Mr. Dhan Raj	Member	2	2

Nomination and Remuneration Committee

Pursuant to section 178 of the Companies Act, 2013, the Company has reconstituted its Remuneration Committee as the Nomination and Remuneration Committee. The Committee formulates the criteria for determining qualifications, positive attributes and independence of a Director from time to time. The Committee also carries out evaluation of Directors' performance.

The Nomination and Remuneration Committee is advisory to the Board of Directors regarding remuneration payable to the members of the Board and terms of employment of the senior Executives of the Company. As on March 31, 2020, the Nomination and Remuneration Committee comprises of four Directors out of which 3 Directors namely Mr. Uma Shankar Paliwal, Mr. Dhan Raj and Mr. Hari Hara Mishra are Non- Executive Directors and Ms. Shilpi Sharma is Whole Time Director and Executive Vice Chairperson. The Composition of the Nomination & Remuneration Committee meets the requirement of Section 178 of the Companies Act, 2013.

During the financial year 2019-20, two meetings were held, on 21.08.2019 and on 16.01.2020.

Details of meeting attended by the members are given below:

S. No.	Committee Members	Category	Numbers of meetings during the Financial Year 2019-20	
			Held	Attended
1.	Mr. Uma Shankar Paliwal	Chairman	2	2
2.	Ms. Shilpi Sharma	Member	2	2
3.	Mr. Dhan Raj	Member	2	1
4.	Mr. Hari Hara Mishra	Member	2	2

Nomination and Remuneration Policy

Nomination and Remuneration Policy was approved at the Meeting of Board of Directors held on August 26, 2015. The major terms of the Nomination and Remuneration Policy are:

1. Role and Powers of the Nomination and Remuneration Committee

- (i) To formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- (ii) To identify persons who qualify to become Directors, and who may be appointed in Senior Management in accordance with the criteria laid down in this Policy.
- (iii) To recommend to the Board, the appointment and removal of Directors and Key Managerial Personnel.
- (iv) To recommend to the Board, policy relating to the remuneration of Directors, Key Managerial Personnel and Senior Management.
- (v) To ensure that the level and composition of the remuneration is reasonable and sufficient and the relationship of remuneration to the performance is clear and meets the appropriate performance benchmarks.
- (vi) To formulate criteria for evaluation of Independent Directors and the Board.
- (vii) To carry out evaluation of every Director's performance.
- (viii) To carry out any other function as is mandated by the Board from time to time and /or enforced by the regulatory and statutory notification, as may be applicable.

2. Appointment of Managerial Personnel, Director, Key Managerial Personnel and Senior Management

- (i) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Managerial Personnel, Director, Key Managerial Personnel or Senior Management and recommend to the Board, his /her appointment. A person should possess adequate qualification, expertise and experience for the position, he /she is considered for. The Committee has discretion to decide whether the qualification, expertise and experience possessed by a person are sufficient /satisfactory for the concerned position.
- (ii) Appointment of Independent Directors is also subject to compliance of provisions of section 149 of the Companies Act, 2013, read with Schedule IV and rules thereunder.

3. Remuneration

I. Remuneration Policy for Directors and Key Managerial Personnel

- i. The remuneration / compensation / commission etc. to the Whole-time Directors and Key



Managerial Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the Shareholders of the Company and/ or Central Government, wherever required.

- ii. In the case of Whole-time Director, increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders.
- iii. Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employee for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such person, provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

II. Remuneration to Whole-time / Executive / Managing Director and Key Managerial Personnel

(i) Fixed pay

The Whole-time Director and Key Managerial Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and the quantum of perquisites shall be decided and approved by the Board/ the Person authorized by the Board on the recommendation of the Committee and approved by the Shareholders and/ or Central Government, wherever required.

(ii) Minimum Remuneration

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Companies Act 2013 and if it is not able to comply with such provisions, then with the previous approval of the Central Government.

III. Remuneration to Executive/ Non-Executive Directors/ Independent Directors

- (i) Executive/ Non-Executive Directors/Independent Directors shall be paid a sitting fee which presently is Rs.25,000/- for every meeting of the Board and Rs.7,500/- for every committee thereof attended by them as member.
- (ii) The company has no stock options plan and no payment by way of commission, bonus, pension, incentives etc. shall be made.

Credit Committee

For considering the Asset Acquisition and Resolution cases, Credit Committee was constituted on 29 June, 2011 as required under RBI Guidelines. As on March 31, 2020, Credit Committee comprises of three directors i.e. Mr. Kamal Kishore Gupta, Chairman and Non-Executive Director; Ms. Shilpi

Sharma, Whole Time Director and Executive Vice Chairperson and Mr. Uma Shankar Paliwal, Independent Director. During the financial year 2019-20, 2 (two) meetings were held, on 14.06.2019 and on 11.11.2019.

Details of meetings attended by the members are given below:

S. No.	Committee Members	Category	Number of Meetings during the Financial Year 2019-20	
			Held	Attended
1.	Mr. K.K. Gupta	Chairman	2	2
2	Ms. Shilpi Sharma	Member	2	2
3	Mr. Uma Shankar Paliwal	Member	2	2

Corporate Social Responsibility (CSR) Committee

Pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, every Company having net worth of Rupees Five Hundred Crore or more, or turnover of Rupees One Thousand Crore or more or a net profit of Rupees Five Crore or more during any financial year shall constitute a Corporate Social Responsibility Committee of the Board consisting of three or more Directors, out of which at least one Director shall be an Independent Director.

As on March 31, 2020 Corporate Social Responsibility Committee comprises of three Directors out of which two Directors namely Mr. Uma Shankar Paliwal and Mr. Dhan Raj are Non-Executive and Independent Directors and Ms. Shilpi Sharma is a Whole Time Director.

During the financial year 2019-20, no meeting of Corporate Social Responsibility Committee (CSR) was held.

ANNUAL GENERAL MEETING (AGM)

The 12th Annual General Meeting of the Company was held at Corporate Office: 1304/1304A, Chiranjeev Tower, 43, Nehru Place, New Delhi-110019 on the following date, time and place:

Annual General Meeting	Year	Venue	Day and Date	Time
12 th	2019-20	Corporate Office: 1304/1304A, Chiranjeev Tower, 43, Nehru Place, New Delhi-110019	Friday, September 27, 2019	11:00 AM



EXTRAORDINARY GENERAL MEETING (EGM)

The Company held its 12th and 13th Extraordinary General Meeting (EGM) on the following date, time and place:

EGM	Year	Venue	Day and Date	Time
12 th	2019-20	Corporate Office: 1304/1304A, Chiranjeev Tower, 43, Nehru Place, New Delhi- 110019	Wednesday, May 01, 2019	01:00 PM
13 th	2019-20	Corporate Office: 1304/1304A, Chiranjeev Tower, 43, Nehru Place, New Delhi- 110019	Thursday, February 20, 2020	11:30 AM

For and behalf of Board of Directors of
UV Asset Reconstruction Company Limited

Sd/-

(K.K. Gupta)
Director
DIN: 01746444

Sd/-

(Shilpi Sharma)
Whole Time Director
DIN: 01680321

Place: New Delhi
Date: August 31, 2020

Investor Correspondence

Company Secretary
UV Asset Reconstruction Company Limited
Corporate Office: 1304/1304A, Chiranjeev Tower,
43, Nehru Place, New Delhi-110019
Registered Office: 704, 7th Floor, Deepali Building,
92, Nehru Place, New Delhi-110019
Phone: 011-41038918, Fax: 011-40501824
Email: uvarcl@gmail.com

Annexure-B to the Board Report

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company
(Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U74900DL2007PLC167329
2.	Registration Date	August 23, 2007
3.	Name of the Company	UV Asset Reconstruction Company Limited
4.	Category/Sub-category of the Company	Company Limited by Shares
5.	Address of the Registered office & Contact details	704, 7 th Floor, 92, Deepali Building, Nehru Place, New Delhi-110019 Contact No.: 011-41055576
6.	Whether listed company	No
7.	Name, Address & Contact details of the Registrar & Transfer Agent, if any	MCS Share Transfer Agent Limited F-65 I st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Contact No. : 011-41406148

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Asset Reconstruction	64990	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

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

S. No.	Name and Description of Main products / services	NIC Code of the Product/service	% to total turnover of the company
Not Applicable			

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

A) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	1,35,45,750	-	1,35,45,750	35.47%	1,35,45,750	-	1,35,45,750	32.23%	(3.24)%
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	1,35,45,750	-	1,35,45,750	35.47%	1,35,45,750	-	1,35,45,750	32.23%	(3.24)%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	29,50,000	-	29,50,000	7.72%	29,50,000	-	29,50,000	7.02%	(0.7)%
c) Central Govts	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	2,00,000	-	2,00,000	0.52%	2,00,000	-	2,00,000	0.47%	(0.05)%
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others (specify)	-	-	-	-	-	-	-	-	-

Sub-total (B)(1):-	31,50,000	-	31,50,000	8.24%	31,50,000	-	31,50,000	7.49%	(0.75)%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	-	1,65,00,000	1,65,00,000	43.22%	42,99,250	1,65,00,000	2,07,99,250	49.49%	6.27%
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	1,000	8,000	9,000	0.01%	1,000	5,000	6,000	0.01%	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	9,00,000	40,82,750	49,82,750	13.05%	11,54,000	33,70,000	45,24,000	10.77%	(2.28)%
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	9,01,000	2,05,90,750	2,14,91,750	56.28%	54,54,250	1,98,75,000	2,53,29,250	60.27%	3.99%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	40,51,000	2,05,90,750	2,46,41,750	64.52%	86,04,250	1,98,75,000	2,84,79,250	67.76%	3.24%
C. Shares held by for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1,58,98,500	2,22,89,000	3,81,87,500	100%	2,21,50,000	1,98,75,000	4,20,25,000	100%	NIL

B) Shareholding of Promoter:

S.No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Ms. Shilpi Sharma	1,35,45,750	35.47%	-	1,35,45,750	32.23%	-	(3.24)%

C) Change in Promoter's Shareholding:

There is a decrease in Shareholding of Ms. Shilpi Sharma (Promoter) by reduction of 3.24% during the financial year 2019-20.

D) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	Shareholder's Name	Shareholding		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the Year (01.04.2019 to 31.03.2020)	
		No. of Shares at the Beginning (01.04.2019)/ End of the Year(31.03.2020)	% of total shares of the Company				No. of Shares	% of total Shares of the Company
1.	White Lotus Investments Private Limited	32,50,000	8.51%	01.04.2019	9,25,000	Allotment	32,50,000	8.51%
		41,75,000	9.93%	24.10.2019 31.03.2020			41,75,000	9.93%
2.	Kurral Infrastructure Private Limited	27,50,000	7.20%	01.04.2019	3,75,000 5,00,000 5,50,000	Allotment Allotment Allotment	27,50,000	7.20%
		41,75,000	9.93%	02.07.2019			41,75,000	9.93%
				29.07.2019				
				24.10.2019 31.03.2020				
3.	Anubhav Securities Private Limited	35,00,000	9.17%	01.04.2019	Nil	No Movement during the Year	35,00,000	9.17%
		35,00,000	8.33%	31.03.2020			35,00,000	8.33%
4.	Anubhav Buildtech Limited	35,00,000	9.17%	01.04.2019	Nil	No Movement during the Year	35,00,000	9.17%
		35,00,000	8.33%	31.03.2020			35,00,000	8.33%
5.	Sanmati Trading and Investment Limited	35,00,000	9.17%	01.04.2019	Nil	No Movement during the Year	35,00,000	9.17%
		35,00,000	8.33%	31.03.2020			35,00,000	8.33%
6.	Hawk Capital Private Limited	0	0	01.04.2019	4,50,000 2,50,000 62,500 2,50,000 4,61,750 4,75,000	Allotment Allotment Allotment Allotment Transfer Allotment	0	0
		19,49,250	4.64%	15.05.2019			19,49,250	4.64%
				01.07.2019				
				02.07.2019				
				26.07.2019				
				13.09.2019				
				24.10.2019 31.03.2020				

7.	Central Bank of India	20,00,000	5.24%	01.04.2019	Nil	No Movement during the Year	20,00,000	5.24%
		20,00,000	4.76%	31.03.2020			20,00,000	4.76%
8.	Ms. Rajni Chawla	15,00,000	3.93%	01.04.2019	Nil	No Movement during the Year	15,00,000	3.93%
		15,00,000	3.57%	31.03.2020			15,00,000	3.57%
9.	Mr. S.L. Sharma	14,70,000	3.85%	01.04.2019	Nil	No Movement during the Year	14,70,000	3.85%
		14,70,000	3.50%	31.03.2020			14,70,000	3.50%
10.	Mr. Niranjana Lal Sharma	13,00,000	3.40%	01.04.2019	Nil	No Movement during the Year	13,00,000	3.40%
		13,00,000	3.09%	31.03.2020			13,00,000	3.09%

E) Shareholding of Directors and Key Managerial Personnel:

S. No.	Shareholder's Name	Shareholding		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the Year (01.04.2019 to 31.03.2020)	
		No. Of Shares at the Beginning (01.04.2019)/ end of the year (31.03.2020)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
Shareholding of Directors								
1.	Ms. Shilpi Sharma (Whole Time Director & Executive Vice Chairperson)	1,35,45,750	35.47%	01.04.2019	NIL	No movement during the Year	1,35,45,750	32.23%
		1,35,45,750	32.23%	31.03.2020				
2.	Mr. Kamal Kishore Gupta (Independent Director)	1,000	Negligible	01.04.2019	NIL	No movement during the Year	1,000	Negligible
		1,000		31.03.2020				
Shareholding of Key Managerial Personnel								
NIL								

V. INDEBTEDNESS

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

S.No.	Particulars	Secured Loans excluding deposits	Inter Corporate Deposits	NCD	Total Indebtedness
1.	Indebtedness at the beginning of the Financial Year				
a)	Principal Amount	1,04,77,28,572	43,00,00,000	-	1,47,77,28,572
b)	Interest due but not paid	86,09,491	1,58,40,000	-	2,44,49,491
c)	Interest accrued but not due	-	-	-	-
	Total (a+b+c)	1,05,63,38,063	44,58,40,000	-	1,50,21,78,063
2.	Change in Indebtedness during the Financial Year				
	Addition	-		45,00,00,000	45,00,00,000
	Reduction	(4,61,05,374)	(13,13,73,643)	-	(17,74,79,017)
	Net Change	(4,61,05,374)	(13,13,73,643)	45,00,00,000	27,25,20,983
3.	Indebtedness at the end of the Financial Year				
a)	Principal Amount	99,94,83,137	28,00,00,000	45,00,00,000	172,94,83,137
b)	Interest due but not paid	1,07,49,552	3,44,66,357	-	4,52,15,909
c)	Interest accrued but not due	-	-	-	-
	Total (a+b+c)	101,02,32,689	31,44,66,357	45,00,00,000	177,46,99,046

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S.No.	Particulars of Remuneration	Whole Time Director	Total
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	60,00,000	60,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	6,00,000	6,00,000
	(c) Profits in lieu of salary u/s17(3) Income-tax Act, 1961	-	-
2.	Stock Option	-	-

3.	Sweat Equity	-	-
4.	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5.	Others, please specify (Bonus)	54,00,000	54,00,000
	Total	1,20,00,000	1,20,00,000

B. Remuneration to other Directors

Non Executive & Independent Directors				
Name of Director	Fees for attending Board/ Committee Meetings	Commission	Others	Total
Mr. Prakash Prabhakar Naolekar	75,000	-	-	75,000
Mr. Kamal Kishore Gupta	1,30,000	-	-	1,30,000
Mr. Hari Hara Mishra	1,15,000	-	-	1,15,000
Mr. Uma Shankar Paliwal	1,30,000	-	-	1,30,000
Mr. Dhanraj	1,22,500	-	-	1,22,500
Nominee Director of Central Bank of India				
Mr. Mayank. D Shah	-	-	-	-
Total	5,72,500	-	-	5,72,500

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

S.No.	Particulars of Remuneration	Amount			
		CEO	CFO	CS	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	14,88,333	34,44,580	15,84,000	65,16,913
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2,35,000	1,20,161	-	3,55,161
	(c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- Others specify	-	-	-	-
5.	Others, please specify (Bonus)	-	-	-	-
	Total	17,23,333	35,64,741	15,84,000	68,72,074



VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

There were no penalties/ punishment / Compounding of offences as per Companies Act, 2013.

**For and behalf of Board of Directors of
UV Asset Reconstruction Company Limited**

**Place: New Delhi
Date: August 31, 2020**

**Sd/-
(K.K. Gupta)
Director
DIN: 01746444**

**Sd/-
(Shilpi Sharma)
Whole Time Director
DIN: 01680321**

Annexure-C to the Board Report

FORM AOC-2

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

Details of contracts or arrangements or transactions not at Arm's Length basis.

SL. No.	Particulars	Details
		Transaction 1
a)	Name (s) of the related party & nature of relationship	Mr. Pramod Sharma (Spouse of Ms. Shilpi Sharma, Promoter Director)
b)	Nature of contracts/arrangements/transaction	Appointment of Mr. Pramod Sharma (Spouse of Ms. Shilpi Sharma, Promoter Director) as Corporate Advisor.
c)	Duration of the contracts/arrangements/transaction	NA
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Re-appointment of Mr. Pramod Sharma as a Corporate Advisor of the Company w.e.f September 26, 2016 on a fee of Rs. 3,00,000/- per month with such enhancement / incentives from time to time as may be desirable and justified keeping in view his overall contribution, subject to maximum of Rs. 72 Lakh per annum (including monthly fees)
e)	Justification for entering into such contracts or arrangements or transactions	Mr. Pramod Sharma is an expert in the field of Finance, Marketing and Public Relations (PR). On account of his strong forte in Public Relations and marketing, he is instrumental in garnering good business opportunities thereby contributing in Company's growth.
f)	Date of approval by the Board	August 22, 2016
g)	Amount paid as advances, if any	---
h)	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188	September 26, 2016

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

Details of contracts or arrangements or transactions not at Arm's Length basis.

SL. No.	Particulars	Details
		Transaction 1
a)	Name (s) of the related party & nature of relationship	Ms. Shilpi Sharma (Promoter Director)
b)	Nature of contracts/arrangements/transaction	Appointment to the office of Whole Time Director of the Company
c)	Duration of the contracts/arrangements/transaction	3 years
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	1. Appointment of Ms. Shilpi Sharma is at an all inclusive remuneration of maximum upto Rs. 1.20 crores per annum 2. The period of appointment is for 3 years.
e)	Justification for entering into such contracts or arrangements or transactions	Ms. Shilpi Sharma is a Practicing Company Secretary with more than 23 years vast experience in the field of Secretarial, Corporate Laws, Finance and Corporate Restructuring. Business of Asset Reconstruction involves acquisition of financial assets (NPAs) from banks and resolving them through various options. As a Whole Time Director, Ms. Shilpi Sharma is overall in-charge of Company's operations and is also required to put in place organisation systems and procedures of organisation for smooth conduct of business while contributing in its sustainable growth.
f)	Date of approval by the Board	August 25, 2017
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	September 26, 2017
i)	Date of Approval of Reserve Bank of India	November 24, 2017

FORM AOC-2

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

Details of contracts or arrangements or transactions at Arm's Length basis.

SL. No.	Particulars	Details
		Transaction 1
a)	Name of the related party & nature of relationship	Ms. Shilpi Sharma (Promoter Director)
b)	Nature of Contracts / arrangements / transaction	Lease Agreement
c)	Duration of the contracts/arrangements/transaction	3 years
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Lease Agreement with Ms. Shilpi Sharma for the registered office of the Company at 704, 7 th Floor, 92 Deepali Building, Nehru Place, New Delhi for 3 years i.e. April 1, 2018 to March 31, 2021 @ Rs. 75/- per sq. ft.
e)	Justification for entering into such contracts or arrangements or transactions	Lease agreement with Ms. Shilpi Sharma for the registered office of the Company at 704, 7th Floor, 92 Deepali Building, Nehru Place, New Delhi, for 3 years i.e. 1stApril,2018 to 31st March,2021 @ Rs. 75/- per sq.ft. along with the security deposit of Rs. 4,80,000/-. The transaction is at the prevailing market price and is also on Arm's Length basis, thereby complying with provisions of Section 188 of the Companies Act, 2013.
f)	Date of approval by the Board	March 08, 2018
g)	Amount paid as advances, if any	Security deposit of Rs. 4,80,000/-
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NA

**For and behalf of Board of Directors of
UV Asset Reconstruction Company Limited**

Sd/-

(K.K. Gupta)
Director

DIN: 01746444

Sd/-

(Shilpi Sharma)
Whole Time Director

DIN: 01680321

Place: New Delhi
Date: August 31, 2020



Annexure-D to the Board Report

Corporate Social Responsibility (CSR) activities to Section 135 of the Companies Act, 2013

1. A brief outline of Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to CSR Policy and projects or programs:

The CSR initiatives of the Company intends to strives for economic development and encourages a positive impact through its activities mainly related to (i) Hunger, poverty, malnutrition and health, (ii) Education, (iii) Gender equality and empowerment of women, (iv) Disaster response and others.

Our Corporate Social Responsibility is not limited to philanthropy, but also includes a number of initiatives that leads to social development.

Overview of projects of programs proposed to be undertaken:

i) Education:

The Company believes that education is the key to unlock a better life and is a powerful tool to access opportunities. UVARCL will promote education, including special education and vocational skills and finance needy children especially among children studying in the schools located at slum areas, government schools, schools for differently abled etc. The organisation will also make monetary contributions to academic institutions for establishing endowment funds, furniture, water coolers, fans, books, stationery, establishing laboratories etc. with the objective of assisting students in their studies, making them healthy and providing better amenities.

ii) Hunger, Poverty, Malnutrition and Health:

UVARCL will work with various organisations which are working in medical or health related projects to provide support in schools/ old age homes, orphanages, J.J. clusters etc. across India, by conducting need-based health camps and providing consultation, medicines and medical aid etc. It also aims at organising health check-up camps at different places across India and providing support for cancer treatment, cataract surgeries, etc.

iii) UVARCL will work towards women empowerment activities, income generation, rural community development, and other social welfare programs. It will also work with various non-profit organisations for setting up homes, hostels and day care centres for women and orphans and towards setting up old age homes and other facilities for senior citizens. It will adopt measures for reducing inequalities faced by socially and economically backward groups.

iv) Disaster Response:

UVARCL will work with non- profit organisations for timely relief and rehabilitation of humans affected by natural calamities.

The details of CSR policy are available on the website of the Company at http://www.uvarcl.com/CORPORATE_SOCIAL_RESPONISIBILITY_POLICY.pdf

2. Composition of the CSR Committee

As on March 31, 2020, the CSR Committee comprised of Mr. Uma Shankar Paliwal (Chairman), Ms. Shilpi Sharma and Mr. Dhan Raj

Ms. Gurpreet Kaur acts as a Secretary to the CSR Committee.

S.No.	Particulars	Amount (in Rs.)
3.	Average Net Profit of the Company for last 3 financial years	6,85,23,945
4.	Prescribed CSR Expenditure (2% of this amount as in Sr. No. 3 above)	13,70,479
5.	Details of CSR Spent for the financial year 2018-19:	
	a. Total amount spent for the financial year	13,70,479
	b. Amount unspent, if any:	Nil

Manner in which the amount spent during the financial year is given below:

CSR Projects/ Activities	Sector in which the Project is covered	Project/ Programs coverage	Amount outlay	Amount spent on the Projects or Programs		Cumulative expenditure up to the reporting period	Amount spent direct/ through implementing agency
				Direct Expenditure	Overhead		
Providing education to enhance employability skill	Education						
		Jalandhar, Punjab	1,25,000	1,25,000	0	1,25,000	Implementing Agency
Organisation of food camps, need based health camps for providing the consultation, medicines, medical aids etc.	Hunger, Poverty, Malnutrition and Health						
		Delhi, Uttarakhand	5,60,240	5,60,240	0	5,60,240	Implementing Agency



Disaster Relief & Rehabilitation support to combat COVID-19 pandemic	Disaster Response	Delhi	6,85,239	6,85,239	0	6,85,239	Implementing Agency
		Total	13,70,479	13,70,479	0	13,70,479	Implementing Agency

6. The CSR Committee confirms that the implementation and monitoring of the CSR activities is in compliance with the CSR objectives and CSR policy of the Company.

For and on behalf of the CSR Committee

Sd/-

Shilpi Sharma
Whole Time Director
DIN: 01680321

Sd/-

Uma Shankar Paliwal
Chairman CSR Committee
DIN:06907963

Place: New Delhi
Date: August 31, 2020



R K MAHA SETH & CO.
Chartered Accountants
AG-175, Ground Floor,
Shalimar Bagh, Delhi-110088
Ph. : +91-9990896948/9350236500
Email Id: ca.ramkumar08@gmail.com

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
UV ASSET RECONSTRUCTION COMPANY LIMITED,
NEW DELHI

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **UV ASSET RECONSTRUCTION COMPANY LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2020, and the Statement of Profit and Loss and the Statement of Cash Flows for the year then ended and notes to the financial statements, including summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 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, 2020, and its profit, changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the



context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters

Responsibilities of Management for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance, change in equity and cash flows of the Company in accordance with the principles generally accepted in India including the accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

- (ii) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control systems.
 - (iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - (iv) 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.
 - (v) 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.
- c) Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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 Financial Statements.
- (d) 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.
- (e) 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, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit 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 Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- d) in our opinion, the aforesaid standalone financial statements comply with the principles generally accepted in India including the accounting standards specified under section 133 of the Act. Read with rule 7 of the Companies (Accounts) Rules, 2014:
- e) on the basis of the written representations received from the directors of the Company as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
- f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's 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; and
- 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund by the Company.

For R K Mahaseth & Co.
Chartered Accountants
FRN: 022140N

Sd/-

(Ram Kumar Mahaseth)
Proprietor

M.No.: 511641

UDIN: 20511641AAAAAY8959

Place: New Delhi
Date: July 13, 2020

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of UV Asset Reconstruction Company Limited of even date)

I In respect of the Company's fixed assets:

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us, the records examined by us and based on the examination, there is no immovable properties in the name of the Company as at the balance sheet date.
- ii. The Company is in the financial business and does not have any physical inventories. Accordingly, reporting under clause 3 (ii) of the Order is not applicable to the Company.
 - iii. According to the information and explanations given to us, the Company has not granted unsecured loans to any bodies corporate, covered in the register maintained under section 189 of the Companies Act, 2013, therefore the para is not applicable.
 - iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
 - v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
 - vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
 - vii. According to the information and explanations given to us, in respect of statutory dues:

The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund if any, Employees' State Insurance, Income Tax, Goods and Service Tax, and other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable. There is no disputed tax liability as at March 31, 2020 related to the above taxes.



- viii. In our opinion and according to the explanations given to us, the company has not defaulted in the repayment of dues to Banks/ FI's. There were no overdue balance pending as on 31st March, 2020.
- ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting \ standards.
- xiv. During the year, the Company has made preferential allotment or private placement of shares or fully paid non convertible debentures and requirement of section 42 of the Companies Act, 2013 have been complied with.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For R K Mahaseth & Co.
Chartered Accountants
FRN: 022140N**

Sd/-

**(Ram Kumar Mahaseth)
Proprietor**

M.No.: 511641

UDIN: 20511641AAAAAY8959

**Place: New Delhi
Date: July 13, 2020**

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **UV Asset Reconstruction Company Limited** of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 **UV ASSET RECONSTRUCTION COMPANY LIMITED** ("the Company") as of March 31, 2020 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 Board of Directors of the Company 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, 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, 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 R K Mahaseth & Co.
Chartered Accountants
FRN: 022140N

Sd/-

(Ram Kumar Mahaseth)
Proprietor

M.No.: 511641

UDIN: 20511641AAAAAY8959

Place: New Delhi
Date: July 13, 2020



UV ASSET RECONSTRUCTION COMPANY LIMITED

BALANCE SHEET AS AT 31st MARCH, 2020

(Amount in Rs.)

	Note No.	As at 31st March, 2020	As at 31st March, 2019
I. EQUITY AND LIABILITIES			
1) Shareholder's Funds			
a) Share capital	1	42,02,50,000	38,18,75,000
b) Reserves and surplus	2	96,15,10,568	81,98,38,385
		1,38,17,60,568	1,20,17,13,385
2) Share application money pending allotment		-	-
3) Non Current Liabilities			
a) Long Term Borrowings	3	1,09,05,59,874	76,43,86,231
		1,09,05,59,874	76,43,86,231
4) Current Liabilities			
a) Short Term Borrowings	3	64,96,72,815	72,19,51,832
b) Other Current Liabilities	4	4,74,48,070	4,90,89,587
d) Short-term Provisions	5	99,94,613	5,94,88,477
		70,71,15,497	83,05,29,896
TOTAL		3,17,94,35,940	2,79,66,29,512
II. ASSETS			
1) Non-current assets			
a) Property, Plant and Equipment			
(i) Tangible Assets	6	78,60,278	85,03,301
(ii) Intangible Assets	6	11,86,197	58,688
		90,46,475	85,61,989
b) Non-Current Investment	7	1,42,51,39,750	93,23,72,207
c) Deferred Tax Assets (Net)	8	37,07,336	32,43,597
d) Long-term loans and advances	9	21,53,92,986	67,72,04,637
e) Other non-current assets	10	10,23,44,781	12,64,781
		1,75,56,31,328	1,62,26,47,211
2) Current assets			
a) Current Investment	7	73,56,81,207	70,29,92,000
b) Cash and cash equivalents	11	6,05,73,536	25,14,15,055
c) Short-term loans and advances	9	56,85,74,368	17,42,30,273
d) Other current assets	12	5,89,75,501	4,53,44,973
		1,42,38,04,612	1,17,39,82,301
TOTAL		3,17,94,35,940	2,79,66,29,512

Significant accounting policies

20

Notes to accounts

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For RK Mahaseth & Co.
CHARTERED ACCOUNTANTS
FRN: 022140N

For UV Asset Reconstruction Company Limited

Sd/-
Ram Kumar Mahaseth
Proprietor
M.N. 511641

Sd/-
Shilpi Sharma
Whole Time Director

Sd/-
K. K. Gupta
Director

Place : New Delhi
Date : July 13, 2020

Sd/-
Ritesh Aggarwal
Chief Financial Officer

Sd/-
Gurpreet Kaur
Company Secretary



UV ASSET RECONSTRUCTION COMPANY LIMITED
STATEMENT OF PROFIT & LOSS
FOR THE YEAR ENDED 31st MARCH, 2020

(Amount in Rs.)

	Note No.	For the year ended	
		31st March, 2020	31st March, 2019
I REVENUE			
Revenue from Operations	13	30,94,14,709	36,00,83,786
Other income	14	19,57,068	12,08,380
Total Revenue		31,13,71,777	36,12,92,166
II EXPENSES			
Employee benefits expenses	15	3,53,62,499	2,96,41,054
Finance Cost	16	18,58,01,841	13,00,88,704
Operative Expenses	17	2,23,68,937	4,75,45,347
Administrative and other expenses	18 & 19	3,01,11,866	1,96,86,541
Depreciation /amortisation	6	16,22,724	11,27,428
Total Expenses		27,52,67,867	22,80,89,074
III Profit/(loss) before exceptional and extraordinary items and tax		3,61,03,910	13,32,03,091
IV Prior period adjustments (Net)		-	-
V Profit/(Loss) before tax		3,61,03,910	13,32,03,091
VI Tax Expense			
a) Current taxes		99,94,613	3,64,69,964
b) Previous year tax adjustment		25,852	84,100
c) Deferred taxes		(4,63,739)	21,13,357
VII Profit/(loss) after tax/Profit for the year		2,65,47,184	9,45,35,670
VIII Earnings per share - Basic & Diluted		0.66	2.48
Significant accounting policies	20		
Notes to the accounts	21		

For RK Mahaseth & Co.
 CHARTERED ACCOUNTANTS
 FRN: 022140N

Sd/-
 Ram Kumar Mahaseth
 Proprietor
 M.N. 511641

Place : New Delhi
 Date : July 13, 2020

For UV Asset Reconstruction Company Limited

Sd/-
 Shilpi Sharma
 Whole Time Director

Sd/-
 Ritesh Aggarwal
 Chief Financial Officer

Sd/-
 K. K. Gupta
 Director

Sd/-
 Gurpreet Kaur
 Company Secretary



UV ASSET RECONSTRUCTION COMPANY LIMITED
Cash Flow Statement for the year ended 31st March, 2020

(Amount in Rs.)

	For the year ended	
	31st March, 2020	31st March, 2019
Cash Flow From Operating Activities		
Net Profit/(loss) before tax	3,61,03,910	13,32,03,091
Adjustment for :-		
Depreciation and Amortization	16,22,724	11,27,428
Loss on Sale of Fixed Assets	-	27,709
Loss on Redemption of SRs	-	2,62,89,549
Provision for Diminishing in Value of Investment / NPAs	36,19,240	1,13,72,011
Operating profit/(loss) before working capital changes and Provision for Diminishing in Value of Investment	4,13,45,874	17,20,19,788
Adjustment for changes in working capital:		
Increase/(Decrease) in Short-term Provisions	(4,94,93,864)	2,22,97,084
Increase/(Decrease) in other Current Liabilities	(16,41,517)	(3,93,38,256)
Increase/(Decrease) in other non - current Liabilities	-	(1,23,72,154)
(Increase)/Decrease in Short-term Loans & Advances (Financial Assets)	(39,54,32,085)	15,68,30,298
(Increase)/Decrease in other Current Assets	(1,36,30,528)	(1,63,16,396)
	(41,88,52,120)	28,31,20,364
(Increase)/Decrease in long term Loans & Advances (Financial Assets)	46,18,11,651	7,26,10,453
Net cash flow from/(Used in) Operating Activities	4,29,59,531	35,57,30,817
Income tax paid	(99,94,613)	(3,64,69,964)
Provision for Dividend & Dividend Tax	-	(2,30,18,513)
Adjustment on account of P. Y. Income tax refund due to non deposit of TDS	(25,852)	(84,100)
	3,29,39,065	29,61,58,240
Cash Flow from Investing Activities		
Purchase of Fixed Assets	(21,07,209)	(65,51,156)
Sale of Fixed Assets	-	4,00,000
Investment in UVARCL Trusts	(56,25,00,000)	(87,68,00,000)
Redemption of Security Receipts of UVARCL Trust	3,45,12,000	20,48,85,451
Other non-current Assets	(10,10,80,000)	(3,76,481)
Net cash flow from/(Used in) Investing activities (B)	(63,11,75,209)	(67,84,42,186)
Cash Flow from Financing activities		
Proceeds from issue of Equity Share Capital	3,83,75,000	-
Proceeds from Security Premium on Equity Share Capital	11,51,25,000	-
Issue of Non Convertible Debentures	45,00,00,000	-
Repayment of Borrowings	(19,61,05,374)	-
Proceeds from Long term borrowings	-	59,67,67,162
Net cash flow from/(Used in) Financing activities (C)	40,73,94,626	59,67,67,162
Net Increase/(Decrease) in Cash & Cash Equivalents during the year (A+B+C)	(19,08,41,519)	21,44,83,216
Cash & Cash Equivalent at the beginning of the year	25,14,15,055	3,69,31,839
Cash & Cash Equivalent at the end of the year	6,05,73,536	25,14,15,055
Net Increase/(Decrease) in Cash & Cash Equivalents	(19,08,41,519)	21,44,83,216

For RK Mahaseth & Co.
CHARTERED ACCOUNTANTS
FRN: 022140N

Sd/-
Ram Kumar Mahaseth
Proprietor
M.N. 511641

Place : New Delhi
Date : July 13, 2020

For UV Asset Reconstruction Company Limited

Sd/-
Shilpi Sharma
Whole Time Director

Sd/-
Ritesh Aggarwal
Chief Financial Officer

Sd/-
K. K. Gupta
Director

Sd/-
Gurpreet Kaur
Company Secretary



UV Asset Reconstruction Company Limited
Notes Forming part of the Financial Statements

(Amount in Rs.)

Note No. '1'

SHARE CAPITAL

	As at 31st March, 2020		As at 31st March, 2019	
	Number	Rupees	Number	Rupees
(a) Authorised				
Equity shares of Rs. 10 each	5,00,00,000	50,00,00,000	5,00,00,000	50,00,00,000
(b) Issued, Subscribed and Fully Paid up				
(42025000 (P.Y. 38187500) Equity shares of Rs10. each)	4,20,25,000	42,02,50,000	3,81,87,500	38,18,75,000
TOTAL	4,20,25,000	42,02,50,000	3,81,87,500	38,18,75,000

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year

(Amount in Rs.)

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	Number	Rupees	Number	Rupees
Equity Shares with voting rights				
Shares outstanding at the beginning of the year	3,81,87,500	38,18,75,000	3,81,87,500	38,18,75,000
Shares issued during the year	38,37,500	3,83,75,000	-	-
Shares outstanding at the end of the year	4,20,25,000	42,02,50,000	3,81,87,500	38,18,75,000

(ii) Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of Rs. 10/-, each holder of equity shares is entitled to one vote per share.

During the year ended 31st March 2020, the amount of dividend to equity share holders is NIL (31st March 2019 - Rs. 1,90,93,750/-).

(iii) Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	No. of Shares held	% Holding	No. of Shares held	% Holding
Ms. Shilpi Sharma	1,35,45,750	32.23	1,35,45,750	35.47
Central Bank of India	20,00,000	4.76	20,00,000	5.24
White Lotus Investments Pvt. Ltd.	41,75,000	9.93	32,50,000	8.51
Sanmati Trading and Investment Ltd.	35,00,000	8.33	35,00,000	9.17
Anubhav Buildtech Ltd.	35,00,000	8.33	35,00,000	9.17
Anubhav Securities Pvt. Ltd.	35,00,000	8.33	35,00,000	9.17
Kurral Infrastructure Pvt. Ltd.	41,75,000	9.93	27,50,000	7.20
	3,43,95,750	81.84	3,20,45,750	83.92

Note No.'2'
RESERVES AND SURPLUS

	(Amount in Rs.)	
	As at 31st March, 2020	As at 31st March, 2019
General Reserve Account		
Opening Balance	3,48,14,611	2,06,21,646
Addition during the year	39,82,078	1,41,92,965
	3,87,96,689	3,48,14,611
Share Premium Account		
Opening Balance	68,06,25,000	68,06,25,000
Addition during the year	11,51,25,000	-
	79,57,50,000	68,06,25,000
Profit and Loss Account		
Opening Balance	10,43,98,774	4,70,74,582
Add: Profit/(loss) for the year	2,65,47,184	9,45,35,670
Less : Appropriations		
Transfer to General reserve	39,82,078	1,41,92,965
Proposed Dividend	-	1,90,93,750
Dividend Distribution Tax	-	39,24,763
Total Appropriations	39,82,078	3,72,11,478
	12,69,63,880	10,43,98,774
Total	96,15,10,568	81,98,38,385

Note No. '3'
LONG TERM & SHORT TERM LIABILITIES

	Non Current Liabilities		Current Liabilities	
	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019
Secured Loans:				
- Overdraft facility				
- from Punjab National Bank	30,53,56,716	30,12,45,554	19,98,86,667	25,18,49,877
- from Central Bank of India	15,25,67,566	15,17,69,618	9,98,70,809	10,01,33,881
- from United Bank of India	15,26,35,593	15,13,71,059	9,99,15,339	9,98,70,922
- Car Loan from HDFC Bank	-	-	-	97,152
- Non Convertible Debentures	45,00,00,000	-	-	-
Unsecured Loans:				
- Inter Corporate Deposit	3,00,00,000	16,00,00,000	25,00,00,000	27,00,00,000
TOTAL	1,09,05,59,874	76,43,86,231	64,96,72,815	72,19,51,832

Notes:-

(i) Total Overdraft facility of Rs. 100 Crores has been sanctioned i.e. Rs. 50 Crores from Punjab National Bank, Rs. 25 Crores from Central Bank of India and Rs. 25 Crores from United Bank of India (now Punjab National Bank).

(ii) Rate of Interest of PNB, CBI and UBI is MCLR plus 2.65% i.e. 10.95% p.a. , MCLR plus 3.75% i.e. 12.40% p.a. and MCLR plus 3.65% i.e. 12.50% respectively.

(iii) Overdraft facility from Banks is against 1st parri passu charge by way of hypothecation of entire receivables/claims (NPA's), Investments in Security Receipts and secured against personal Guarantee of Ms. Shilpi Sharma.

(iv) Bifurcation of Secured Loans as Non- current Liabilities and Current Liabilities is as per the nature of Non- current Assets and Current Assets for which the loan was utilized.



Note No.'4'
OTHER LIABILITIES

(Amount in Rs.)

	Non Current Liabilities		Current Liabilities	
	As at		As at	
	31st March, 2020	31st March, 2019	31st March, 2020	31st March, 2019
Statutory dues payables	-	-	1,92,57,684	1,31,86,789
Expenses Payable	-	-	18,64,756	6,95,248
Amount Received for expenses	-	-	22,71,438	43,47,028
Other Amount Payables	-	-	2,40,54,192	3,08,60,522
TOTAL	-	-	4,74,48,070	4,90,89,587

Note No.'5'
SHORT TERM PROVISIONS

	As at	As at
	31st March, 2020	31st March, 2019
(a) Others		
- Provision for Income Tax	99,94,613	3,64,69,964
- Proposed Dividend	-	1,90,93,750
- Provision for Dividend Distribution Tax	-	39,24,763
TOTAL	99,94,613	5,94,88,477

Note No. '7'
NON-CURRENT INVESTMENTS

	Non Current Investment		Current Investment	
	As at		As at	
	31st March, 2020	31st March, 2019	31st March, 2020	31st March, 2019
<u>Investment in special purpose vehicles</u> (Valued at cost unless stated otherwise)				
<u>Unquoted security receipts</u>				
(a) Investment in UVARCL-I TRUST-37,500 (31st March, 2019- 37,500) SRs of Rs. 485.2058 each	-	1,81,95,218	1,81,95,218	-
(b) Investment in UVARCL-III TRUST-6,75,000 (31st March 2019 - 6,75,000) SRs of Rs. 1000/- each	-	-	67,50,00,000	67,50,00,000
(c) Investment in UVARCL-II TRUST-31,250 (31st March 2019- 31,250) SRs of Rs. 1000/- each	3,12,50,000	3,12,50,000	-	-
(d) Investment in UVARCL-IV TRUST- 12,600 (31st March 2019- 12,600) SRs of Rs. 1000/- each	1,26,00,000	1,26,00,000	-	-
(e) Investment in UVARCL-V TRUST- NIL (31st March 2019- 16,740) SRs of Rs. 1000/- each	-	1,67,40,000	-	-

(f) Investment in UVARCL-VI TRUST- 52,590 (31st March 2019- 52,590) SRs of Rs. 1000/- each	5,25,90,000	5,25,90,000	-	-
(g) Investment in UVARCL-VII TRUST- 60,090 (31st March 2019- 60,090) SRs of Rs. 1000/- each	5,54,40,000	6,00,90,000	-	-
(h) Investment in UVARCL-VIII TRUST- 20,250 (31st March 2019 - 20,250) SRs of Rs. 1000/- each	2,02,50,000	2,02,50,000	-	-
(i) Investment in UVARCL-IX TRUST- 29,925 (31st March 2019- 29,925) SRs of Rs. 1000/- each	2,99,25,000	2,99,25,000	-	-
(j) Investment in UVARCL-X TRUST- 24,000 (31st March 2019- 24,000) SRs of Rs. 1000/- each	2,40,00,000	2,40,00,000	-	-
(k) Investment in UVARCL-XII TRUST- 3,78,640 (31st March 2019- 56,796) SRs of Rs. 1000/- each	6,17,96,000	5,67,96,000	-	-
(l) Investment in UVARCL-XIII TRUST- 3,60,000 (31st March, 2019-3,60,000) SRs of Rs. 1000/- each	36,00,00,000	36,00,00,000	-	-
(m) Investment in UVARCL-XIV TRUST- 1,16,178 (31st March, 2019- 1,29,300) SRs of Rs. 1000/- each	6,23,20,000	10,13,08,000	5,38,58,000	2,79,92,000
(n) Investment in UVARCL- XV TRUST 7,17,500 (31st March, 2019- 1,60,000) SRs of Rs. 1000/- each	71,75,00,000	16,00,00,000	-	-
	1,42,76,71,000	94,37,44,218	74,70,53,218	70,29,92,000
Less: Provision for Diminishing in Value of Investment	25,31,250	1,13,72,011	1,13,72,011	-
TOTAL	1,42,51,39,750	93,23,72,207	73,56,81,207	70,29,92,000



Note No. '8'

DEFERRED TAX BALANCES

In compliance with the Accounting Standard relating to "Accounting for Taxes on Income" (AS-22), the Company has recognised deferred tax Asset (Net) arising on account of timing differences. Major components of deferred tax assets arising on account of timing differences are:

	As at 31st March, 2020	As at 31st March, 2019
(Amount in Rs.)		
(a) Deferred Tax Assets		
(i) Provisions for NPAs	2,73,825	-
(ii) Provisions for Diminishing in Value of Investments	34,99,173	33,11,530
(b) Deferred Tax Liabilities		
(i) Depreciation	(65,662)	(67,933)
Deferred Tax Assets (net)	37,07,336	32,43,597

Note No.'9'

Loans & Advances

	Non Current Assets		Current Assets	
	As at 31st March, 2020	31st March, 2019	As at 31st March, 2020	31st March, 2019
Secured, Considered good Financial Asset	21,53,92,986	61,72,04,637	55,87,82,454	17,42,30,273
Total	21,53,92,986	61,72,04,637	55,87,82,454	17,42,30,273
Secured, Considered NPA	-	-	1,08,79,904	-
	21,53,92,986	61,72,04,637	56,96,62,358	17,42,30,273
Less: Provision for NPAs	-	-	10,87,990	-
	21,53,92,986	61,72,04,637	56,85,74,368	17,42,30,273
Add: Advances to Bank for acquisition of NPA Account	-	6,00,00,000	-	-
Total	21,53,92,986	67,72,04,637	56,85,74,368	17,42,30,273

Note No.'10'

Other Non Current Assets

	As at 31st March, 2020	As at 31st March, 2019
(a) Unsecured, considered good		
Security Deposits	23,44,781	12,64,781
Advance given for Performance Guarantee	10,00,00,000	-
TOTAL	10,23,44,781	12,64,781

Note No.'11'
CASH AND CASH EQUIVALENTS
(Amount in Rs.)

	<u>As at 31st March, 2020</u>	<u>As at 31st March, 2019</u>
(a) Cash and cash equivalents		
(i) Balances with banks		
In current accounts	3,44,20,609	22,44,37,012
In Fixed deposit accounts	2,56,17,312	2,67,28,518
	<u>6,00,37,921</u>	<u>25,11,65,530</u>
(ii) Cash in hand	5,35,615	2,49,525
	<u>5,35,615</u>	<u>2,49,525</u>
TOTAL	<u>6,05,73,536</u>	<u>25,14,15,055</u>

Fixed deposit of Rs. 125.00 Lacs is under lien of Central Bank of India, Parliament Street, New Delhi against OD facility availed from them.

Note No. '12'
OTHER CURRENT ASSETS

	<u>As at 31st March, 2020</u>	<u>As at 31st March, 2019</u>
Tax deducted at sources	3,35,31,759	2,72,69,106
Income tax refund recoverable	11,19,329	10,47,429
Amount receivable from Trust	15,44,627	5,46,665
Prepaid Expenses	10,05,190	9,59,773
Advance to Employees	52,000	47,000
Advance Income Tax	-	75,00,000
Amount Recoverable	1,42,65,400	79,75,000
Advance Interest on NCD	74,57,196	-
	<u>5,89,75,501</u>	<u>4,53,44,973</u>
TOTAL	<u>5,89,75,501</u>	<u>4,53,44,973</u>

Note No. '13'
REVENUE FROM OPERATIONS

	<u>For the Year ended on 31st March, 2020</u>	<u>For the Year ended on 31st March, 2019</u>
(a) Interest income on restructuring	10,31,26,047	6,95,35,120
(b) Non- interest income	10,22,56,801	13,27,02,918
(c) Profit on Resolution of Financial Assets	10,40,31,861	15,78,45,748
	<u>30,94,14,709</u>	<u>36,00,83,786</u>
TOTAL	<u>30,94,14,709</u>	<u>36,00,83,786</u>

Note No. '14'
OTHER INCOME

	<u>For the Year ended on 31st March, 2020</u>	<u>For the Year ended on 31st March, 2019</u>
(a) Interest on :		
- Deposits with Banks	19,33,926	11,79,575
(b) Miscellaneous Income	23,142	28,805
	<u>19,57,068</u>	<u>12,08,380</u>
TOTAL	<u>19,57,068</u>	<u>12,08,380</u>



Note No.'15'

EMPLOYEE BENEFIT EXPENSES

(Amount in Rs.)

	For the Year ended on 31st March, 2020	For the Year ended on 31st March, 2019
(a) Salaries, Wages and Allowances	3,23,20,413	2,71,84,409
(b) Contribution to Provident and other fund	9,86,204	6,63,951
(c) Staff Welfare expenses	20,55,882	17,92,694
TOTAL	3,53,62,499	2,96,41,054

Note No.'16'

FINANCE COSTS

	For the Year ended on 31st March, 2020	For the Year ended on 31st March, 2019
(a) Interest expenses on bank borrowings	9,41,46,584	8,26,58,153
(b) Interest expenses on ICDs	2,73,90,538	4,08,27,397
(c) Interest expenses on NCDs	5,60,57,083	-
(d) Interest on Advances	6,35,887	9,44,975
(e) Processing fee and Other charges on OD facility	75,71,749	56,58,179
TOTAL	18,58,01,841	13,00,88,704

Note No.'17'

OPERATIVE EXPENSES

	For the Year ended on 31st March, 2020	For the Year ended on 31st March, 2019
Valuation, Due Diligence & Legal Expenses	17,354	4,84,331
Assignment Deed Registration Charges	-	2,30,600
Travelling Expenses	28,76,408	7,58,351
Legal & Professional Expenses-Direct	1,36,58,590	1,36,34,628
Loss on Redemption of SRs	-	2,62,89,549
Insurance Expenses - Direct	2,61,146	3,35,657
Security Guard Expenses	23,49,748	15,75,763
Publication Charges	57,006	4,78,662
Rates & Taxes-Direct	24,58,864	-
Other Direct Expense	6,89,821	37,57,806
TOTAL	2,23,68,937	4,75,45,347

Note No.'18'

ADMINISTRATIVE AND OTHER EXPENSES

	For the Year ended on 31st March, 2020	For the Year ended on 31st March, 2019
Auditor's fees		
- Statutory Audit	1,10,000	1,10,000
- Internal Audit	1,82,904	1,15,000
- Secretarial Audit	60,000	45,000
Bank Charges	5,903	9,968
Books & periodicals & Newspaper	69,092	79,683
Business Promotion Expenses	19,74,340	20,52,961
Commission & Brokerage	1,80,000	-

(Amount in Rs.)

Note No. 18 continued

Consultancy Expenses	40,56,856	43,16,900
CSR Expenditure	13,70,479	6,78,420
Directors sitting Fees	6,62,370	8,18,448
Donation to Charitable Trust	-	-
Electricity Expenses	6,81,387	6,08,237
Finance Charges		
- Car Loan	1,566	28,793
Insurance expenses	45,093	59,706
Professional Development Expenses	92,493	37,614
Legal & Professional Expenses	44,18,670	63,50,783
Loss on Sale of Fixed Assets	-	27,709
Meeting Expenses	2,84,332	3,00,224
Membership & Subscription	1,23,544	105,508
Repair & Maintenance	6,63,374	6,81,329
Postages, Courier & Stamps	1,30,664	1,02,721
Printing & Stationery	2,73,037	2,91,446
Rates & Taxes	4,23,937	2,74,689
Rent	61,72,586	51,00,798
Software and Website Maintenance Expenses	1,34,447	27,540
Telephone & Communication Expenses	5,44,178	5,02,603
Travelling And Conveyance Expenses	28,34,389	44,66,080
Vehicle Running And Maintenance Expenses	8,80,643	6,90,759
Miscellaneous expenses	1,16,342	1,07,611
TOTAL	2,64,92,626	2,79,90,529

Note No. '19'

PROVISION FOR NPA AND DIMINISHING IN VALUE OF INVESTMENT

	For the Year ended on 31st March, 2020		For the Year ended on 31st March, 2019	
Secured, Considered NPA				
M/s Chandra Proteco Ltd.	2,02,50,000	25,31,250	-	-
M/s Shri Mitra Gyan Siksha Samiti	1,08,79,904	10,87,990	-	-
M/s Lilliput Kidswear Ltd.	-	-	1,81,95,218	1,13,72,011
M/s Jai Mata Agro Industries	-	-	3,70,00,000	(1,85,00,000)
M/s. Jagajanani Textiles Ltd.	-	-	1,17,59,990	(11,75,999)
TOTAL		36,19,240		(83,03,988)

The provision for NPA is as per RBI Circular DNBR.(PD).CC.No. 03./SCRC/26.03.001/2015-2016 dated July 01,2015

UV Asset Reconstruction Company Limited
Notes Forming part of the Financial Statements
Note No. '6'

Property, Plant and Equipment

Movable Assets

DESCRIPTION	GROSS BLOCK		(AT COST)		DEPRECIATION			(Amount in Rs.) NET BLOCK	
	As at 01.04.2019	Additions/ Adjustments during the year	Sales/ Adjustments during the year	As at 31.03.2020	Upto 01.04.2019	Additions during the year	Adjustments during the year	As at 31.03.2020	As at 31.03.2019
<u>Tangible Assets (A)</u>									
Office Equipment	19,69,531	1,24,003	-	20,93,534	6,97,126	3,24,674	-	10,71,734	12,72,405
Data Processing Equipment	11,30,002	1,41,900	-	12,71,902	6,58,453	2,48,063	-	3,65,386	4,71,549
Vehicles	43,74,595	-	-	43,74,595	6,53,818	5,19,483	-	32,01,294	37,20,777
Furniture & Fixture	37,56,874	5,83,336	-	43,40,210	7,18,303	4,00,042	-	32,21,864	30,38,570
TOTAL (A)	1,12,31,002	8,49,239	-	1,20,80,241	27,27,700	14,92,262	-	78,60,278	85,03,301
<u>Intangible Assets (B)</u>									
Software	3,80,285	12,57,970	-	16,38,255	3,21,597	1,30,462	-	11,86,197	58,688
Total (B)	3,80,285	12,57,970	-	16,38,255	3,21,597	1,30,462	-	11,86,197	58,688
TOTAL (A+B)	1,16,11,287	21,07,209	-	1,37,18,496	30,49,297	16,22,724	-	90,46,475	85,61,989
Previous Year	64,95,357	65,51,156	14,35,226	1,16,11,287	29,29,386	11,27,428	10,07,517	85,61,989	35,65,972

UV Asset Reconstruction Company Limited

Note No. -'20'. SIGNIFICANT ACCOUNTING POLICIES

(I) Background:

The Company was incorporated under the Companies Act, 1956 on August 23, 2007, as a public limited company in India and the Registrar of Companies, New Delhi has issued a "Certificate of Commencement of Business" dated 17th September, 2007.

UV Asset Reconstruction Company Limited is registered with Reserve Bank of India as an Asset Reconstruction Company (ARC) to carry on the business of Securitisation and Reconstruction under the provisions of Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI Act) from 17th June, 2011. The Company commenced its Business as an Asset Reconstruction Company w.e.f. 15th July, 2011.

(II) SIGNIFICANT ACCOUNTING POLICIES:

(i) Basis for preparation of financial statements

The financial statements have been prepared under the historical cost convention in accordance with the Generally Accepted Accounting Principles (GAAP) in India, the provisions of the Companies Act, 2013 and applicable accounting standards specified under section 133 of the Companies Act, 2013 ('the 2013 Act'), as applicable and the guidelines/directions issued by the Reserve Bank of India (RBI) from time to time. The financial statements are presented in Indian Rupees rounded off to the nearest rupee. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year, unless disclosed in the Notes to Accounts.

In case of any inconsistency with the AS guidelines and directions given by RBI, the RBI instructions will be followed.

(ii) Property, Plant and Equipment, Intangible Assets and Depreciation/Amortization:

Tangible fixed assets and depreciation

Tangible fixed assets acquired by the Company are reported at acquisition cost, with deductions for accumulated depreciation and impairment losses, if any.

The acquisition cost of Fixed Assets includes the purchase price and expenses, such as delivery and handling costs, installation, directly attributable to bringing the asset in working condition for its intended use.

Depreciation on fixed assets is provided for on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

The residual value of all the assets is retained at 5% of Purchase Price.



UV Asset Reconstruction Company Limited

Intangible assets and Amortization

Intangible assets comprise mostly computer softwares.

Intangible assets are reported at acquisition cost with deductions for accumulated amortization and impairment losses, if any.

Intangible assets are amortised on "Straight Line Method" over their estimated useful lives.

All categories of assets costing up to Rs. 5,000 each are expensed off in the year of purchase.

(iii) Revenue recognition

Revenue of the Company is derived by way of interest charged to the borrowers, consultancy fee, processing fees, Management Fees, Recovery Incentive, Profit on sale of Assets and interest income on Bank deposits etc. As a prudent measure and considering the inbuilt uncertainty in company's line of business, the income (other than interest on Bank deposits and Dividend income) is recognized earned and realized on actual realization basis.

Interest Income on Bank deposits is recognized on accrual basis. All other income is recognized on actual realization.

Dividend income is recognized when the right to receive dividend is established.

In case of any inconsistency with the AS guidelines and directions given by RBI, the RBI instructions will be followed.

In Case of Financial Assets acquired in Trust on 100% SR Basis, Income attributable to trust will be transferred to Company (SR Holder).

(iv) Taxation

Income tax expenses comprise current tax (i.e. the amount of tax for the period determined in accordance with the income tax laws) and deferred tax charge or credit (reflecting the tax effects of timing differences between the accounting income and the taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using tax rates that have been enacted, or substantively enacted, at the Balance Sheet date. Deferred tax assets are recognised and carried forward only to the extent that there is a virtual certainty that the assets can be realised in the future.

(v) Earning Per Share

EPS is calculated by dividing net profit or loss for the period attributable to equity shareholders by weighted average of equity shares outstanding during the period.

(vi) Leases

Operating Lease

Lease payments shall be recognized as an expense on straight line basis or other systematic basis.

(vii) Employee Benefits

Company's contribution to P.F./Pension Plan etc. and ESI are as per prevailing law in this regard.

Gratuity – Contribution is deposited with Life Insurance Corporation of India as per actuarial valuation on the Projected Unit Credit method and on intimation being received from them.

(viii) Cash Flow Statements

Cash flow statement is prepared in accordance with “indirect method” for operating activities and “direct method” for investing and financing activities.

(ix) Operating Cycle

All the liabilities due within one year are "current liabilities" and assets maturing within one year are "current assets".

Note No. – '21'. NOTES TO ACCOUNTS:

(I) Earnings per share :

Particulars	For the year ended 31st March 2020	For the year ended 31st March 2019
Net Profit after Tax (Rs.)	2,65,47,184	9,45,35,670
Weighted average number of equity shares outstanding during the year	4,04,59,426	3,81,87,500
Nominal value of the share (Rs)	10	10
Basic earnings per share (Rs.)	0.66	2.48

(II) Leasing Arrangements:

The Company has entered into operating lease arrangement of office space for registered office for 3 years w.e.f. April, 2015 to March, 2018 and further renewed for 3 years i.e. April, 2018 to March, 2021; Corporate Office-I for 3 years w.e.f. September, 2017 to August, 2020, Corporate office-II for 3 years w.e.f. June, 2018 to May, 2021, Corporate office-III for 3 years w.e.f. October, 2018 to September, 2021 and Mumbai Office of the Company for 5 years w.e.f. August, 2019 to July, 2024.

Lease payments charged during the year to the Profit and Loss Account amounting to Rs.61,72,586/- (previous year Rs. 51,00,798/-).

(III) Related party disclosures

(i) Related parties and nature of related party relationship with whom transactions have taken place during the current and previous period:	
Key Managerial personnel	Ms. Shilpi Sharma, Whole Time Director & Executive Vice Chairperson Mr. A.K. Chadha, CEO (designated as Legal Head w.e.f. 25.11.2019) Mr. N.K. Mittal, CFO (designated as COO w.e.f. 26.08.2019) Mr. Ritesh Aggarwal, CFO (designated as CFO w.e.f. 26.08.2019) Ms. Gurpreet Kaur, Vice President & Company Secretary
Related Parties	Mr. P.J. Vincent (deceased on 18.09.2018) Ms. Shilpi Sharma, Whole Time Director & Executive Vice Chairperson Mr. Pramod Sharma, Corporate Advisor

Transactions with Key Managerial Personnel:

(Amount in Rs.)

Type of Transaction	2019-20					2018-19			
	Key Managerial personnel					Key Managerial personnel			
	Ms. Shilpi Sharma	Mr. A.K. Chadha	Mr. N.K. Mittal	Mr. Ritesh Aggarwal	Ms. Gurpreet Kaur	Ms. Shilpi Sharma	Mr. A.K. Chadha	Mr. N.K. Mittal	Ms. Gurpreet Kaur
Managerial Remuneration	1,20,00,000	26,40,000	17,16,000	48,00,000	15,84,000	84,00,000	28,40,000	18,46,000	17,04,000

Transactions with Related Parties:

(Amount in Rs.)

Type of Transaction	2019-20			2018-19		
	Related Parties			Related Parties		
	Mr. P. J. Vincent	Ms. Shilpi Sharma	Mr. Pramod Sharma	Mr. P. J. Vincent	Ms. Shilpi Sharma	Mr. Pramod Sharma
Managerial Remuneration	-	-	-	-	-	-
Sitting Fees	-	-	-	55,000	-	-
Consultancy Fees /Professional Retainership Charges	-	-	36,00,000	-	-	39,00,000
Rent Paid	-	7,44,000	-	-	7,44,000	-

(IV) There is no disclosure as required by sub-section 4 of section 186 of the Companies Act, 2013 during Financial Year 2019-20.

(V) These financial statements have been prepared in the format prescribed by the Schedule III to the Companies Act, 2013. Previous period figures have been recasted restated to confirm the classification of the current period.

(VI) The Security Receipts issued by the Trusts which are managed by the Company as

managing trustee are being rated by Credit Rating Agencies in accordance with the guidelines issued by Reserve bank of India for credit rating of SRs' of Trusts.

- (VII) (a) Expenditure in Foreign Currency - NIL
- (b) Earning in Foreign Currency - NIL
- (VIII) Contingent Liability as on March 31, 2020.
- (a) Claims against the company not acknowledged as debt - Rs. 3,23,78,400/-
(Stamp duty demand cases pending with Hon'ble High Court, Allahabad for getting this liability quashed)
- (b) Bank Guarantee - Rs. 11,20,00,000/-
- (IX) Expenditure towards Corporate Social Responsibility as per Section 135 of the Companies Act,2013 (read with schedule VII thereof)
- (a) Gross Amount required to be spent by the Company during the year- Rs.13,70,479/-
(Previous Year – Rs. 6,78,420/-)
- (b) Amount spent and paid during the year by way of donations to charitable trusts-
Rs. 13,70,479/- (Previous Year – Rs. 6,78,420/-)

(X) **Additional disclosure**

In compliance of RBI guidelines following additional disclosures are made:

- (i) Names and address of the banks / financial institutions from whom financial assets were acquired and the value at which such assets was acquired from each such banks / financial institutions:

(Amount in Rs.)

Name of the selling bank/ financial institutions	Address of Banks/ FIs Head Offices	Acquisition Price as on 31 st March, 2019	Acquisition during the year	Acquisition Price as on 31 st March, 2020
Sponsors				
Central Bank of India *	Chandermukhi, Nariman Point, Mumbai – 400021	5,70,00,000	Nil	5,70,00,000
Sponsors Total		5,70,00,000	Nil	5,70,00,000
Non-Sponsors				
Punjab National Bank	7, Bhikaji Cama Place, New Delhi	6,42,29,000	Nil	6,42,29,000
IDBI Bank	IDBI Tower, WTC Complex, Cuffe Parade, Mumbai- 400005	30,89,64,000	Nil	30,89,64,000
The administrator of the Specified Undertaking of the Unit Trust of India	UTI Tower, GN Block, Bandra, Kurla Complex, Bandra (East), Mumbai- 400051	61,70,770	Nil	61,70,770
Vijaya Bank	Vijaya Bank, 41/2, Trinity Circle, M. G. Road, Bangalore -560001	4,23,92,143	Nil	4,23,92,143

Indian Overseas Bank	763, Anna Salai, Chennai-600002	1,11,80,000	Nil	1,11,80,000
IFCI Ltd.	61, IFCI Tower, Nehru Place, New Delhi-110019	60,26,30,747	Nil	60,26,30,747
Karnataka Bank	Karnataka Bank Limited, Mahaveera Circle, Kankanady, Mangaluru, Karnataka - 575 002.	95,00,000	Nil	95,00,000
State Bank of India	Corporate Centre, Madam Cama Road, Nariman Point, Mumbai-400021	26,14,13,021	55,75,00,000	81,89,13,021
Bank Of Baroda	Baroda Corporate Centre, Plot No. C -26, G -Block, Bandra Kurla Complex, Bandra (East), Mumbai-400051	12,95,00,000	Nil	12,95,00,000
Union Bank of India	239, Union Bank Bhavan, Vidhan Bhavan Marg, Nariman Point Mumbai-400021	3,89,00,000	Nil	3,89,00,000
Axis Bank	Axis Bank Limited, 'TRISHUL' 3 rd floor, Opp. Samartheshwar Temple, Nr. Law Garden, Ellisbridge, Ahmadabad- 380006	20,50,00,000	Nil	20,50,00,000
Allahabad Bank	N.S. Road, Kolkata-700001	31,14,00,000	Nil	31,14,00,000
State Bank of Patiala	Commercial Branch, Atlanta, 1st Floor, Jamnalal Bajaj Marg, Nariman Point, Mumbai-400021	4,35,50,000	Nil	4,35,50,000
Standard Chartered Bank	Mezzanine & Alternative Solutions Crescenzo, 7 th Floor, C-38/39, G-Block, Behind MCA Club, Bandra Kurla Complex, Bandra (East), Mumbai-400051	19,50,00,000	Nil	19,50,00,000
SIDBI	Ground Floor, Videocon Tower, E-1 Rani Jhansi Road, Jhandewalan Extension, New Delhi-110055.	5,25,00,000	Nil	5,25,00,000
SREI	SREI Infrastructure Finance Limited 'Vishwakarma' 86C, Topsia Road (South) Kolkata-700046	8,31,00,00,000	Nil	8,31,00,00,000
Andhra Bank	Head office, Dr. Pattabhi Bhawan, S-9-11, Saifabad, Hyderabad-500004.	26,00,00,000	Nil	26,00,00,000
United Bank of India	Head office, 11 Hemanta Basu Salani, Kolkata-700001.	1,23,68,00,000	Nil	1,23,68,00,000
TFCI	Tower I, 4 th Floor, NBCC Plaza, Pushp Vihar, Sector-5, Saket, New Delhi-110017.	10,23,14,477	Nil	10,23,14,477

RBL	1st Lane, Shahpuri, Kohlapur-416001, Maharashtra	37,86,40,000	Nil	37,86,40,000
Central Bank of India *	Chandermukhi, Nariman Point, Mumbai – 400021	16,00,00,000	6,25,00,000	22,25,00,000
Non Sponsors Total		1273,00,84,158	62,00,00,000	1335,00,84,158
Grand Total		1278,70,84,158	62,00,00,000	1340,70,84,158

Note: - * Central Bank of India was sponsor at the time of acquisition but now not a sponsor.

Note: Company additionally lent Rs.12,77,03,612/- to borrowers as reconstruction loan up to 31st March, 2020. Thus, the amount of asset acquired and additional exposure till 31st March, 2020 is Rs.1353,47,87,770/-.

(ii) Dispersion of various financial assets industry-wise:

Industry	Acquisition Price as on 31 st March, 2019		Acquisition during the year		Acquisition Price as on 31 st March, 2020	
	Amount	% to total	Amount	% to total	Amount	% to total
Textile	42,41,29,000	3.32%	-	-	42,41,29,000	3.16%
Auto & Ancillary	17,73,16,330	1.39%	-	-	17,73,16,330	1.32%
Consumer Products	38,99,72,143	3.05%	-	-	38,99,72,143	2.91%
Engineering	1,46,63,021	0.11%	-	-	1,46,63,021	0.11%
Animal Husbandry	8,80,00,000	0.69%	-	-	8,80,00,000	0.66%
Food Processing	81,92,40,000	6.41%	-	-	81,92,40,000	6.11%
Oil Extraction	23,65,00,000	1.86%	-	-	23,65,00,000	1.76%
Readymade Garments	26,00,00,000	2.03%	-	-	26,00,00,000	1.94%
Steels	2,88,02,00,000	22.52%	-	-	2,88,02,00,000	21.48%
Infrastructure	4,66,00,00,000	36.44%	-	-	4,66,00,00,000	34.76%
Power	20,90,00,000	1.63%	-	-	20,90,00,000	1.56%
Education	5,52,00,000	0.43%	-	-	5,52,00,000	0.41%
Hospitality	27,40,63,664	2.14%	-	-	27,40,63,664	2.04%
Cold Storage	35,06,00,000	2.74%	-	-	35,06,00,000	2.62%
Industrial Products	13,50,00,000	1.06%	-	-	13,50,00,000	1.01%
Chemicals	19,18,00,000	1.50%	-	-	19,18,00,000	1.43%
Media	1,41,00,00,000	11.03%	-	-	1,41,00,00,000	10.52%
Cement	16,00,00,000	1.25%	55,75,00,000	89.92%	71,75,00,000	5.35%

Packing	-	-	6,25,00,000	10.08%	6,25,00,000	0.47%
Others	5,14,00,000	0.40%	-	-	5,14,00,000	0.38%
Total	1278,70,84,158	100.00%	62,00,00,000	100.00%	1340,70,84,158	100.00%

(iii) A Statement of migration of Financial assets from Standard to Non-Performing Assets:

Particulars	2019-2020	2018-2019
Opening Balance	Nil	Rs. 4,87,59,990/-
Add: migration of Financial assets from Standard to Non-Performing Assets during the year	Rs.1,08,79,904/-	Nil
Less: Non Performing Assets resolved during the year	Nil	Rs. 4,87,59,990/-
Closing Balance	Rs.1,08,79,904/-	Nil

(iv) The accounting policies adopted by the Company in preparation and presentation of the financial statements are in conformity with the applicable prudential norms prescribed by the RBI.

(v) The Details of Related parties, as per Accounting Standard and guidance notes issued by ICAI, has been mentioned under Note No. 21 (III). The total outstanding amount of Rs.35,50,000/- was payable for Managerial Remuneration to related party as on 31st March, 2020. Further nothing is due from any related parties as on 31st March, 2020.

(vi) The capital adequacy ratio (CRAR) as on 31.03.2020 is 44.22%.

(vii) The Value of SRs declined by 12.50% in UVARCL-VIII Trust and Provision for Diminishing in Value of Investment of Rs. 25,31,250/- has been made.

(viii) Additional disclosure as per RBI Notification No. DNBS.PD (SC/RC). 8/CGM (ASR) dated April 21, 2010:

Particulars	Amount in Rs. (Face Value)
Value of financial assets acquired during the financial year either in its own books or in the books of the trust	62,00,00,000
Value of financial assets realized during the financial year	23,70,88,433
Value of financial assets outstanding for realization as at the end of the financial year	1044,23,74,797
Value of Security Receipts redeemed partially during the financial year	4,41,22,000
Value of Security Receipts redeemed fully during the financial year	11,16,00,000
Value of Security Receipts pending for redemption as at the end of the financial year	965,73,19,453

Particulars	Amount in Rs. (Face Value)
Value of Security Receipts which could not be redeemed as a result of non-realization of the financial asset as per the policy formulated by the Asset Reconstruction company under Paragraph 7(6)(ii) or 7(6)(iii)	Nil
Value of land and/or building acquired in ordinary course of business of reconstruction of assets	Nil

For RK Mahaseth & Co.
CHARTERED ACCOUNTANTS
FRN: 022140N

For UV Asset Reconstruction Company Limited

Sd/-
Ram Kumar Mahaseth
Proprietor
M.N. 511641

Place : New Delhi
Date : July 13, 2020

Sd/-
Shilpi Sharma
Whole Time Director

Sd/-
Ritesh Aggarwal
Chief Financial Officer

Sd/-
K. K. Gupta
Director

Sd/-
Gurpreet Kaur
Company Secretary



UV Asset Reconstruction Company Limited

"Restoring NPAs Back to Health"

Regd. Office :704 Deepali Building, 92, Nehru Place, New Delhi-110019

Tel. : +91-11-41055576, 41038818, Fax: 011-40501824 | Email : uvarcl@gmail.com | Website: www.uvarcl.com

CIN (Corporate Identity Number) : U74900DL2007PLC167329

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]

CIN: U74900DL2007PLC167329

Name of the Company: UV Asset Reconstruction Company Limited

Registered Office: 704, Deepali Building, 92 Nehru Place, New Delhi-110019

Name of the Member(s):
Registered Address:
E- Mail Id:
Folio No:

I/ We.....,being the member(s) of UV Asset Reconstruction Company Ltd., holding..... Shares of the above named Company, hereby appoint

1. Name: Email:.....
Address:.....
.....Signature..... Or failing him/her

2. Name: Email:.....
Address:.....
.....Signature..... Or failing him/her

3. Name: Email:.....
Address:.....
.....Signature..... Or failing him/her

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 13th Annual General Meeting of the Company, to be held on **Monday, September 28, 2020 at 11:30 a.m. at UV Asset Reconstruction Company Limited : Corporate Office: 1304/ 1304A, Chiranjeev Tower, 43, Nehru Place, New Delhi-110019** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No:	Resolutions	Optional*	
		For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31 st March, 2020, together with the Reports of the Auditor's and Board of Directors' thereon.		
2.	To appoint a Director in place of Mr. Hari Hara Mishra (DIN: 07310056) who retires by rotation and being eligible offers himself for re-appointment..		
3.	Appointment of Mr. Kishore Kumar Sansi as an Independent Director of the Company.		

Signed this..... day of2020

Affix Revenue Stamp Re.1

Signature of Member

Signature of Proxy holder(s)

NOTE:

1. 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.
2. *It is optional to put a 'X' in the appropriate column against the Resolution indicated in the box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she think appropriate.
3. Please complete all details including details of all member(s) in above box before submission.



UV Asset Reconstruction Company Limited

"Restoring NPAs Back to Health"

Regd. Office :704 Deepali Building, 92, Nehru Place, New Delhi-110019

Tel. : +91-11-41055576, 41038818, Fax: 011-40501824 | Email : uvarcl@gmail.com | Website: www.uvarcl.com

CIN (Corporate Identity Number) : U74900DL2007PLC167329

ATTENDANCE SLIP

Please complete this attendance slip before you come to the meeting and hand it over at the entrance of the meeting hall.

<p>1. Name of the attending member (In Block Letters)</p> <p>2. Folio No.</p> <p>3. Name of Proxy (In Block Letters) (To be filled if the Proxy attends instead of the members)</p>
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No. of Share Held: -

I hereby record my presence at the 13th Annual General Meeting of the Company being held on Monday, September 28, 2020 at 11:30 a.m. at UV Asset Reconstruction Company Limited: Corporate Office: 1304/1304A/1305, Chiranjeev Tower, 43, Nehru Place, New Delhi 110019.

.....
Member's or Proxy's Signature

Registered Office

704, Deepali Building, 92,
Nehru Place, New Delhi-110019
Tel : +91-11-26482050

Corporate Office

1303-1305, 13th Floor,
Chiranjiv Tower-43,
Nehru Place, New Delhi-110019
Tel : +91-11-41055576, 41038818
Fax : +91-11-40501824
e-mail : uvarcl@gmail.com

Mumbai Office

B Wing, 1013, Kanakia Wall Street,
Chakala, Andheri Kurla Road,
Andheri (E), Mumbai-400093
Tel : +91-22-62396078



UV ASSET RECONSTRUCTION
— COMPANY LIMITED —

CIN : U74900DL2007PLC167329
www.uvarcl.com