



VISAKA INDUSTRIES LIMITED

CIN : L52520TG1981PLC003072

Regd. Office: Survey No. 315, IDA, Yelumala Village, R.C. Puram Mandal, Sangareddy District – 502 300, Telangana.

Corporate office : “Visaka Towers”, 1-8-303/69/3, S.P. Road, Secunderabad – 500 003.

website : www.visaka.co, Tel : +91 40 27813833, 27813835 , Fax : +91 40 27813837, 27891833, e-mail : vil@visaka.in

PUBLIC DEPOSIT SCHEMES

FORMDPT-1

CIRCULAR OR CIRCULAR IN THE FORM OF ADVERTISEMENT INVITING DEPOSITS [PURSUANT TO SECTION 73 (2) (a) AND SECTION 76 AND RULE 4(1) AND 4(2) OF THE COMPANIES (ACCEPTANCE OF DEPOSITS) RULES, 2014]

The circular or circular in the form of advertisement shall contain the following:
1. GENERAL INFORMATION .

a. Name of the Company:

VISAKA INDUSTRIES LIMITED.
CIN : L52520TG1981PLC003072
Address (Registered Office) : Survey No. 315, Yelumala Village, R. C. Puram Mandal, Sangareddy District, Telangana – 502 300.
Corporate Office : "Visaka Towers" 1-8-303/69/3, S.P. Road, Secunderabad - 500 003.
Website : www.visaka.co
Telephone : +91 40 27813833, 27813835
Fax : +91 40 27813837, 27891833
E-mail : vil@visaka.in

b. Date of incorporation of the Company: 18th June, 1981.

c. Business carried on by the company and its subsidiaries with the details of branches or units, if any:

The Company is engaged in manufacturing and marketing of the following products:

► Fibre Cement Roofing and other Allied Products.

► Synthetic Blended Yarn.

► VNext Boards, Panels and other wall solutions

► Solar Roofing (ATUM)

• **The details of Fibre Cement Roofing units: A.C. Division Unit – I** is located at Survey No. 315, IDA, Yelumala Village, R.C. Puram Mandal, Sangareddy District, Telangana – 502 300.

A.C. Division Unit – II at Survey No.164, Manickanatham Village, Paramati – Velur Taluk, Namakkal District – 637207, Tamil Nadu,

A.C. Division Unit – III at Plot No. 11,12,18 to 31 &30, Changsol Mouza, Bankbunthi, G.P. No. 4, Saiboni Block, Midnapore West, West Bengal – 721 101, **A.C. Division Unit – IV** at Survey No. 90/2A,902B,27/1, G. Nagenahalli Village, Kora Hobli, District & Taluk – Tumkur, Karnataka,

A.C. Division Unit – V at Village Kannawan, P.S: Bacharawan, Tehsil - Maharaj Ganj, Rai Bareli District, Uttar Pradesh with expanded capacity,

A.C. Division Unit - VI at Survey No. 385 & 386, Near Kanchikacharla, Jujuru Village, Veerula Padu Mandal, Krishna District, Andhra Pradesh – 521181, **A.C. Division Unit - VII** at 70/3A & 70/3, Sahajpur Industrial Area, Village – Nandur, Taluk – Daund, Pune, Maharashtra and **A.C. Division Unit - VIII** at Plot No. 1994, 2006, Khata No. 450, Chaka No. 727, Paramanpur Village, Tehsil – Maneswar, Sambalpur District, Odisha – 768200.

• **The Textile Factory** of the Company is located at 39 KM Mile Stone, NH No. 6, Bandra Road, Survey No. 179 & 180, Chiruva Village, Moudha Taluk, Nagpur District, Maharashtra.

• **The VNext Board Division-I** of the Company is located at Survey No. 95 & 96, Gajalapuram Village, Near Miryalguda P.O., Pedadevullapally, Tripuraram Mandal, Nalgonda District – 508 207, Telangana (panels are also manufactured at this unit), **Division-II** at Gatt No. 262, Delwadi Village, Daund Taluq, District Pune, Maharashtra – 412 214, **Division-III** at Mustil Nos. 106, 107 & 115, Jhaswa Village, P.S & Tehsil, Salawas, Jhajjar, Haryana-124 146 & **Division-IV** at S.F No. 169/A3C1, 169/B1, 174/A1, 174/A3, 174/B, Village Venasapatti, Post Ganapathipalayam, Firka and Taluk Udmulpet, Tirupur, Tamil Nadu- 642 122.

• **Solar Roofing (ATUM)** unit of the Company is located at Survey No. 95 & 96, Gajalapuram Village, Near Miryalguda P.O., Pedadevullapally, Tripuraram Mandal, Nalgonda District–508 207.

• **Solar Plant** unit of the Company is located at Survey No. 95 & 96, Gajalapuram Village, Near Miryalguda P.O., Pedadevullapally, Tripuraram Mandal, Nalgonda District–508 207.

Your company, with a view to capitalise on the expertise gained in various applications of its products, incorporated V-Next Solutions Private Limited on 20.03.2020.

Atum Life Private Limited has been incorporated on 30.12.2020.

The Company has no branch Offices.

d. Brief particulars of the management of the company:

Subject to the supervision and control of the Board of Directors, the business and affairs of the Company are being managed by Smt. G. Saroja Vivekanand, Managing Director with the support of Joint Managing Director, Whole-time Directors and other senior management team.

e. Names, addresses, DIN and occupations of the directors:

Sl. No.	Name	Address	DIN	Occupation
1.	Mr. Gusti J Noria Director	H.No. 8-2-325/6&7 Road No. 3, Bajara Hills, Hyderabad - 500034.	00015561	Business
2.	Mr. P. Srikar Reddy Director	306, Raheja Mansion, 13, Million Street, Cooke Town, Bangalore – 560 005.	00001401	Employment
3.	Mr. Gogineni Appender Babu Director	8-2-326/4/A/1, Plot No. 133, Street No. 2 Avenue-7, Road No. 3 Banjara Hills, Hyderabad- 500034.	00034681	Business
4.	Mrs. Vanitha Datla Director	H.No. 8-2-293/82/A Plot No. 170, Road No. 13A, Jubilee Hills Hyderabad-500033.	00480422	Business
5.	Dr. G. Vivekanand Chairman	H.No. 6-3-1238/A, Renuka Enclave, Somajiguda, Hyderabad-500082.	00011684	Business
6.	Smt. G. Saroja Vivekanand Managing Director	H.No. 6-3-1238/A, Renuka Enclave, Somajiguda, Hyderabad-500082.	00012994	Employment
7.	Mr. G. Vamsi Krishna Joint Managing Director	H.No. 6-3-1238/A, Renuka Enclave, Somajiguda, Hyderabad-500082.	03544943	Employment
8.	Mr. J.P. Rao Whole-time Director & COO	12-13-677/84, Plot No. 169, Kimithi Colony, Tarnaka, Hyderabad – 500007	03575950	Employment

f. Management's perception of risk factors:

Fibre Cement Roofing Products: Lack of entry barriers is attracting new entrants into this line of business. Activities of ban asbestos lobby instigated by the manufacturers of substitute products continue to be a matter of concern. Presence of increased alternative products in the market in the recent past is also a concern.

Synthetic Blended Yarn: If the global cotton fibre production expands, it could reduce the demand for synthetic yarn. The 3D manufacturing capability for apparels which is in the nascent stage, if successfully commercialised at affordable price, could pose challenges to the traditional spinning & weaving industry. China's manufacturing facilities are a matter of concern.

VNext Boards & other wall solutions: Import of Cement Board materials from Philippines, Thailand, China and Malaysia is a matter of concern apart from lack of entry barriers. Initial handling of material is comparatively difficult for which necessary steps are initiated like educating the applicators to ensure acceptance. Import of cellulose is a matter of concern. In export front Saudi Arabia and Middle East market are down and alternate markets are being explored.

Solar Roofing (ATUM): High competition from existing rooftop solar conventional solutions. However, owing to unique utility and patented technology of ATUM, there is wide opportunity to create a market segment. The impact of Covid -19 pandemic has been felt across the economy and business segments. Consequent to significant opening up of the economic activity in the country, the demand for the company's products has improved compared to that during the initial phases of Covid-19 including the lock down period. All the business segments of the Company have recovered and resumed to normal. In preparation of these financial results, the Company has taken into account both the current situation and likely future developments.

Apart from the aforesaid specific risks, we also will be affected by general business risks which include, but are not limited to:

- Changes in Government policies with respect to roofing industry;
- Changes in competitors' pricing and other competitive strategies;
- General economic and political changes and changes in law and regulations including with respect to direct / indirect taxes or environmental regulations;
- The market prices and demand for the Company's products;
- The loss of any significant customers or financial health of the customers;
- Our ability to successfully implement our strategy, our growth and expansion plans and technological changes;
- Government and business conditions globally and in India;
- Changes in interest rates, and in exchange rates;
- Changes in raw material, finished goods and energy prices;
- Availability of continued quality power supply.
- Changes in consumer preferences.
- Disaster risks like natural calamity etc.
- Changes in information technology & data integrity etc.

g. Details of default, including the amount involved, duration of default and present status, in repayment of :-

- | | |
|---|--------|
| i) statutory dues | : Nil* |
| ii) debentures and interest thereon | : Nil |
| iii) loan from any bank or financial institution and interest thereon | : Nil. |

* does not include disputed dues.

2. PARTICULARS OF THE DEPOSIT SCHEME:

- | | |
|--|---|
| a. Date of passing of board resolution | : 9th May 2022 |
| b. Date of passing of resolution in the general meeting authorizing the invitation of such deposits; | : 26th June 2014 (Passed under postal ballot process) |
| c. Type of deposits (i.e., whether secured or unsecured) | : Unsecured |

d. Amount which the company can raise by way of deposits as per the Act and the rules made thereunder, and the aggregate of deposits actually held on the last day of the immediately preceding financial year and on the date of issue of the Circular or advertisement and amount of deposit proposed to be raised and amount of deposit repayable within the next twelve months:

(Amount in Rs.Lakhs)					
S. No.	Description	Limits	Deposits held as on 31.03.2022	Deposits held as on 29.04.2022	Amount of Deposits proposed to be raised
A	Deposits from members (10% of the aggregate of the paid up capital and free Reserves).	7323.10	111.42	111.42	1000.00
B	Deposits from public (25% of the aggregate of the paid up capital and free Reserves).	18307.76	1216.18	1204.32	3000.00

e. Terms of raising of deposits : Duration, Rate of interest, mode of payment and repayment:

The Company intends to raise public deposits as per the following schemes:

SCHEME I – NON CUMULATIVE DEPOSITS

Particulars	Monthly Income	Quarterly Income
Minimum Deposit	Rs. 25,000/- & in multiples of Rs.1000/-	Rs. 25,000/- & in multiples of Rs.1000/-
Rate of Interest	9.50% P.A*. Payable Monthly. (*10.00% for Senior Citizens and Physically challenged persons)	9.50% P.A*. Payable Quarterly. (*10.00% for Senior Citizens and Physically challenged persons)
Period of Deposit	12, 24 & 36 months.	12, 24 & 36 months.
Interest payable	Rs. 197.91/- per month* for an investment of Rs. 25,000/- (*Rs. 208.33 per month for an investment of Rs. 25,000/- for Senior Citizens and Physically challenged persons).	Rs. 593.73/- per quarter* for an investment of Rs. 25,000/- (*Rs. 624.99/- per quarter for an investment of Rs. 25,000/ for Senior Citizens and Physically challenged persons).

SCHEME II – CUMULATIVE DEPOSIT (Interest Rate @ 9.50% P.A).

Period of	Amount(Rs.)	on Maturity Rs.		Yield	
		For Others	For Senior Citizens and Physically challenged persons	For Others	For Senior Citizens and Physically challenged persons
12 Months	25,000	27,460	27,595	9.84	10.38
24 Months	25,000	30,164	30,460	10.33	10.92
36 Months	25,000	33,130	33,625	10.84	11.50

f. Proposed time schedule mentioning the date of opening of the Scheme and the time period for which the circular or advertisement is valid: All the schemes are open ended, and this advertisement will be valid until expiry of six months from the date of closure of the financial year 2022-23 or until the date on which the financial statements are laid before the members in annual general meeting to be held for 2022-23 (or due date if the same is not held), whichever is earlier.

g. Reasons or objects of raising the deposits: To meet the short and medium term working capital requirements.

h. Credit rating obtained: Name of the Credit Rating Agencies, Rating obtained, meaning of the rating obtained, and Date on which rating was obtained.

The Public Deposits are rated as CARE AA- (FD) [Double A minus (Fixed Deposit); Outlook: Stable] by CARE rating limited, reaffirmed vide their letter dated September 7th 2021. Instruments with this rating are considered to have the higher degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk.

i. Short particulars of the charge created or to be created for securing such deposits, if any: Not applicable as type of deposits proposed to be accepted are unsecured deposits.

j. Any financial or other material interest of the directors, promoters or key managerial personnel in such deposits and the effect of such interest in so far as it is different from the interests of other persons: The company has accepted deposits from relatives of Promoters, Directors and KMP's subject to same terms and conditions as applicable to other depositors. Thus, there is no effect of such interest in so far as it is different from the interest of other persons. As on 31.03.2022, the outstanding amounts accepted from the said relatives is Rs. 117.69 lakhs

3. DETAILS OF ANY OUTSTANDING DEPOSITS:

The details of outstanding deposits as on 31st March, 2022 on account of the said deposits are as follows:

a	Amount Outstanding (Unmatured)	Rs. 13,27,60,000/-
b	Date of acceptance	Various dates as the schemes are open ended
c	Total amount accepted during the year	Rs. 14,00,02,000/-*
d	Rate of interest	9.50% & 11.00%** (10.00% & 11.50%** for Senior Citizens and Physically Challenged Persons). In case of cumulative deposits the yield will be changing based on the term of the deposit.
e	Total number of depositors	322 (On account of outstanding deposits as on 31.03.2022)
f	Default, if any, in repayment of deposits and payment of interest thereon, if any, including number of depositors, amount and duration of default involved:	NIL
g	Any waiver by the depositors, of interest accrued on deposits	NIL

* including outstanding as at 01.04.2021 of Rs. 13,26,50,000/-

** accepted prior to newspaper publication on 27.07.2020

4. FINANCIAL POSITION OF THE COMPANY:

a. Profits of the company*, before and after making provision for tax, for the three financial years immediately preceding the date of issue of circular or advertisement:

(Amount in Rs.Lakhs)		
Year	Profit before Tax	Profit after Tax
2019 – 2020	5711.66	4929.50
2020 – 2021	14925.71	11064.47
2021 – 2022	16077.00	11852.79

b. Dividends declared by the company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid or interest paid)

Year	Dividend		Interest Coverage Ratio
	%	Amount in Rs. Lakhs	
2019 – 2020	150%	2382.14	6.6
2020 – 2021	50%	824.05	15.8
2021 – 2022	150%	2801.76	18.2

c. A summary of the financial position of the company* as in the three audited balance sheets immediately preceding the date of issue of circular or advertisement;

(Amount in Rs.Lakhs)			
ASSETS	ASAT 31.03.2022	ASAT 31.03.2021	ASAT 31.03.2020
Fixed Assets (Net)	50918.63	40126.55	41478.69
Non-current Investments	242.00	2.00	-
Long Term Loans & Advances	4858.03	4417.35	1505.54
Current Assets	54821.74	50325.57	51367.47
	110840.40	94871.47	94351.70
LIABILITIES	ASAT 31.03.2022	ASAT 31.03.2021	ASAT 31.03.2020
Share Capital	1732.07	1652.07	1592.07
Reserves & Surplus	71498.98	61039.95	48909.42
Non-Current Liabilities	6198.14	8934.43	10012.88
Current Liabilities	31411.21	23245.03	33837.33
	110840.40	94871.47	94351.70

d. Audited Cash Flow Statement for the three years immediately preceding the date of issue of circular or advertisement:

(Amount in Rs.Lakhs)			
Particulars	31st March 2022	31st March 2021	31st March 2020
Cash Flow from Operating Activities:			
Profit before tax	16,077.00	14,925.71	5,711.66
Adjustments for:			
Depreciation and amortisation expense	3761.80	3,999.00	4,096.51
Property, plant and equipment written off	8.61	10.10	9.35
Interest income on financial assets carried at amortized cost	(307.11)	(317.70)	(143.60)
Gain on disposal of property, plant and equipment	(31.76)	(12.67)	(17.40)
Provision for doubtful debts	(7.13)	73.63	100.24
Bad Debts written off	37.66	41.74	38.42
Amortisation of government grants	(384.39)	(385.05)	(294.54)
Finance costs	1,155.51	1,281.39	1,740.84
Remeasurement of defined employee benefit plans	56.13	29.54	(221.89)
Change in operating assets and liabilities			
(Increase) / Decrease in Trade Receivables	(2,924.52)	3,369.10	1,389.13
(Increase) / Decrease in financial assets other than trade receivables	(48.37)	15.81	(30.72)
(Increase) / Decrease in other assets	(3,220.96)	1,041.85	(386.99)
(Increase) / Decrease in Inventories	(4,374.28)	5465.95	(3,148.71)
Increase / (Decrease) in Trade payables	(709.43)	770.27	718.85
Increase / (Decrease) in other financial liabilities	214.91	(106.15)	86.08
Increase / (Decrease) in provisions	263.14	(249.06)	198.92
Increase / (Decrease) in other liabilities	192.53	2,558.43	(811.68)
Cash Generated from Operations	9,759.34	32,511.89	9,034.47
Income taxes paid	(4213.56)	(3,111.03)	(1,631.24)
Net cash inflow / (outflow) from operating activities	5,545.78	29,400.86	7,403.23
Cash flows from investing activities			
Receipt of loan repayment	477.97	-	-
Payments for property plant and equipment	(14,547.78)	(5,430.08)	(3,883.82)
Interest received	254.99	308.55	262.59
Proceeds from sale of property, plant and equipment	40.48	25.87	133.24
Payments for purchase of investments	(2.00)	(2.00)	-
Movement in other bank balances	261.34	(275.09)	58.79
Net cash inflow / (outflow) from investing activities	(17,253.00)	(5,372.75)	(3,429.20)
Cash flow from financing activities			
Proceeds from non current borrowings	-	-	2,125.12
Repayment of non current borrowings	(1,004.74)	(1,099.44)	(1,278.64)
Proceeds/ (repayment) from current borrowings	6,289.00	(13,466.54)	570.92
Repayment of loan to related party	(2,190.00)	(1,852.70)	(484.30)
Receipt of loan from related party	2,076.00	1,716.70	734.30
Dividend paid to company's shareholders (Including corporate dividend tax)	(2,792.05)	(830.96)	(4,181.29)
Proceeds from issue of shares & share warrants	1,446.00	1,928.00	-
Finance cost	(792.33)	(970.94)	(1,495.09)
Net cash inflow / (outflow) from financing activities	3,031.88	(14,575.88)	(4,008.98)
Net increase / (Decrease) in cash and cash equivalents	(8,675.34)	9,452.23	(34.95)
Cash and Cash equivalents at the beginning of the financial Year	11,080.23	1,628.00	1,662.95
Cash and Cash equivalents at the end of the Year	2,404.89	11,080.23	1,628.00

Note: Cash flow statement has been prepared under the indirect method as set out in Ind AS - 7 specified under Section 133 of the Companies Act 2013.

e. Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company: The Company has prepared balance sheet and statement of profit & loss for the year ended 31st March 2022, 31st March 2021 & 31st March 2020 as per Ind AS accounting policies. There is no change in the accounting policies for the current year compared to the previous year.

5. DIRECTORS DECLARE THAT:-

- The company has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act or payment of interest on such deposits.
- The board of directors have satisfied themselves fully with respect to the affairs and prospects of the company and that they are of the opinion that having regard to the estimated future financial position of the company, the company will be able to meet its liabilities as and when they become due and that the company will not become insolvent within a period of one year from the date of issue of the circular or advertisement;
- The company has complied with the provisions of the Act and the rules made thereunder;
- The compliance with the Act and the rules does not imply that repayment of deposits is guaranteed by the Central Government;
- The deposits accepted by the company before the commencement of the Act have been repaid.
- In case of any adverse change in credit rating, depositors will be given a chance to withdraw deposits without any penalty;
- The deposits shall be used only for the purposes indicated in the Circular or circular in the form of advertisement;
- The deposits accepted by the company (other than the secured deposits, if any, aggregate amount of which to be indicated) are unsecured and rank pari passu with other unsecured liabilities of the company.

Place : Secunderabad

Date : 09-05-2022

Dr. G. Vivekanand

Chairman

Gusti J Noria

Director

G. Saroja Vivekanand

Managing Director

Gogineni Appender Babu

Director

G. Vamsi Krishna