

JAIN VANIJYA UDYOGLIMITED

ANNUAL REPORT 2020-21

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COMPANY INFORMATION

CSE Scrip Code	020086
CIN	L51909WB1984PLCo38212

BOARD OF DIRECTORS

Ankita Mahansaria	Managing Director
Megha Dalmia	Non-Executive Independent Director
Rekha Agarwal	Non-Executive Independent Director
Alankrita Jain Soni	Non-Executive Director

KEY MANAGERIAL PERSONNEL

Ruchika Soni Ratch	Chief Financial Officer
Vikash Kumar Sharma	Company Secretary

COMPANY INFORMATION

AUDITORS

<u>Statutory Auditors</u>	<u>Secretarial Auditor</u>
M/s S Dalmia & Co.	M/s BA & Associates
Chartered Accountants	Practicing Company Secretary
Block 6, Flat No. 1A, Regent Garden, Ghosh Para, Solo Foot Raasta, Krishnapur, Kolkata-700102	16/1A, Abdul Hamid Street (Previously known as British India Street), 6th Floor, Room No. 6E, Beside Deewars Garage, Kolkata- 700069
Firm Registration No. 329297E	C.P. No. 13549
<u>Internal Auditor</u>	
Mr. Supratim Roy Chowdhury	
Chartered Accountant	
112/1, East Road, Santoshpur, Kolkata-700075	

COMPANY INFORMATION

- Registrar & Share Transfer Agent:-

- ✓ **ABS Consultant Private Limited**

Address: 99, Stephen House, 6th Floor, 4, B.B.D. Bagh (E), Kolkata-700001

Email: absconsultant99@gmail.com

Phone: (033) 2230-1043/0153

- Bankers:-

- ✓ Kotak Bank

- ✓ HDFC Bank

- Registered Address:-

- ✓ 98, Christopher Road, Flat 1, B-5, Vrindavan Garden, Kolkata-700046

- Email Id:- info@jainvanijya.com

JAIN VANIJYA UDYOG LIMITED

98, Christopher Road, Flat - 1,
B-5, Vrindavan Garden, Kolkata - 700 046

Ph. : 033 - 2328 0003
Email id : info@jainvanijya.com
Web : www.jainvanijya.com
CIN : L51909WB1984PLC038212

For the Financial Year 2020-21

Dear Members,

The Directors have pleasure in presenting their 37th Annual Report on the business and operations of the Company together with the audited financial statements for the financial year ended March 31st, 2021.

1. Financial Performance of the Company

(Rs in'000)

Particulars	2020-21	2019-20
Revenue from Operations	30,610.12	20,319.47
Other Income	-	74.50
Total Income	30,610.12	20,393.97
<u>Less: Expenditure</u>	7,423.33	31,693.83
Depreciation	527.42	527.42
Total Expenses	7950.74	32,221.25
Profit/ (Loss) before tax	22,659.38	(11,827.28)
Less: Current Tax	22.58	-
Deferred Tax	3461.43	(1811.06)
Provision for Standard Assets	-	(25.34)
Provision for Statutory Reserves	3835.07	-
Profit/(Loss) for the year	15,340.29	(9,990.88)
Earnings per share (of Rs. 10/- each)		
a) Basic	4.72	(3.08)
b) Diluted	4.72	(3.08)

2. Dividend

The board decided not to recommend any payment of dividend for the financial year 2020-21.

3. Transfer of Unclaimed Dividend to Investor Education and Protection Fund

The provisions of Section 125(5) of the Companies Act, 2013 do not apply on the company as no dividend has been declared during the year.

4. Public Deposits

Being a non-deposit taking Company, the Company has not accepted any deposits from the public within the meaning of the provisions of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.

5. Reserves

The Directors have transferred Rs. 38,35,073/- in Statutory Reserve during the year.

6. Brief description of the Company's working during the year/State of Company's affair

The Company is registered as a Non-Banking Finance Company with Reserve Bank of India and is mainly engaged in Financing and investments as its principal business.

7. Change in the nature of business, if any

The company has not changed its nature of business during the current financial year.

8. Material Changes and Commitments

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

9. Adequacy of Internal Financial Controls with reference to Financial Statements

The Company has in place adequate internal financial controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weakness in the design or operation was observed.

10. Maintenance of cost records

The Company is not required to maintain cost records as per Section 148(1) of the Companies Act, 2013.

11. Details of Subsidiary/Joint Ventures/Associate Companies

The Company does not have any Subsidiary, Joint Venture or an Associate Company.

12. Statutory Auditors

M/s S. Dalmia & Co, Chartered Accountants, (Firm Registration No.:329297E) were appointed as the Auditors of the Company, to hold office until the conclusion of the Annual General Meeting to be held in the year 2022.

13. Auditors' Report

The observations made by the Auditors are self- explanatory and do not require any further clarification. Further, the explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made by the auditor in his report shall be given

14. Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with corresponding Rules framed thereunder, M/s BA & Associates were appointed as the Secretarial Auditors of the Company to carry out the secretarial audit for the year ending 31st March, 2021. There is no qualification, reservation or adverse remark or disclaimer made by the company secretary in the Secretarial Audit Report.

15. Secretarial Audit Report

A Secretarial Audit Report given by the Secretarial Auditors in Form No. MR-3 is annexed with this Report.

There are no qualifications, reservations or adverse remarks made by Secretarial Auditors in their Report.

16. Internal Audit Report

Mr. Supratim Roychowdhury, Chartered Accountants, the internal auditor has submitted his report based on the internal audit conducted during the year.

17. Issue and Allotment of Equity Shares during the Financial Year

The Company has not issued any of its securities with differential rights during the year under review. It has not bought back any of its securities and has neither issued sweat equity or bonus shares nor has provided any stock option scheme to the employee.

18. Extract of the Annual Return

The extract of Annual Return in form no.MGT-9 as required under Section 92 of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, for the financial year ending March 31, 2021 is annexed hereto as Annexure and forms part of this report.

19. Conservation of energy, Technology absorption and Foreign exchange earnings and Outgo

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review. The company does not have any Foreign Exchange transactions during the financial year.

20. Corporate Social Responsibility (CSR)

As the company does not have net worth of rupees five hundred crore or more, or turnover of rupees one thousand crores or more or a net profit of rupees five crore or more during any financial year, the disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable.

21. Directors:

A) Changes in Directors and Key Managerial Personnel

1. Mr. Rahul Soni resigned from the post of Managing Director of the Company w.e.f. 10.03.2021.
2. Mrs. Ankita Mahansaria was appointed as Managing Director of the Company w.e.f. 10.03.2021.
3. Mrs. Megha Dalmia was appointed as Additional Non-Executive Independent Director of the Company w.e.f. 10.03.2021. Her appointment is subject regularization in the ensuing Annual General Meeting.

B) Declaration by an Independent Director(s) and re- appointment

All the Independent Directors of the Company have confirmed that they fulfilled all the conditions of the Independent Directorship as laid down in sub-section (6) of Section 149 of the Companies Act, 2013 and the rules made there under and the same have been noted by the Board. Separate meeting of independent directors was held on 10.03.2021.

C) Formal Annual Evaluation

In compliance with the Schedule IV of the Companies Act 2013, a meeting of the Independent Directors of the company was held to review and evaluate the performance of the Non- Independent Directors and the chairman of the company taking into account the views of the Executive Directors and Non- Executive Directors, assessing the quality, quantity and timeliness of flow of information between the company management and the Board and also to review the overall performance of the Board.

22. Number of meetings of the Board of Directors

During the financial year ended 31st March, 2021, 6 (Six) Meetings of the Board of Directors of the Company was held on the following dates:

- i) 27.06.2020
- ii) 04.09.2020
- iii) 07.11.2020
- iv) 04.12.2020
- v) 25.01.2021 and
- vi) 10.03.2021

The maximum time gap between two board meetings did not exceed 120 days.

23. Committees of the Board

Currently, the Board has three committees: the audit committee, the nomination and remuneration committee, and the stakeholder's relationship committee.

Committees:

The Audit Committee of the Board of Directors meets the criteria laid down under Section 177 of the Companies Act, 2013, read with Regulation 18 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 in the terms of reference to the Audit Committee. As on 31st March, 2021 the committee consisted of 3 members Harsh Vardhan Mahipal, Megha Dalmia and Vijay Lalit Prasad Yadav.

The nomination and remuneration committee and the stakeholder's relationship committee consisted of 3 members Harsh Vardhan Mahipal, Megha Dalmia and Vijay Lalit Prasad Yadav.

24. Details of establishment of vigil mechanism for directors and employees

Pursuant to sub-section (9) & (10) of section 177 of the Companies Act, 2013, read with rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has established a Whistle Blower Policy (Vigil mechanism) for Directors and Employees of the Company to report their genuine concerns or grievances. The Audit Committee as empowered by the Board of Directors to monitor the same and to report to the Board about the complaints in an unbiased manner

25. Particulars of Loans, Guarantees or Investments

The provisions of section 186 in respect to Loans, Guarantees or Investments of the Companies Act, 2013 have been complied with.

26. Particulars of Contracts or Arrangements with Related Parties

The company has no material individual transactions with its related parties which are covered under section 188 of the Companies Act, 2013, which are not in the ordinary course of business and not undertaken on an arm's length basis during the financial year 2020-21.

27. Managerial Remuneration

During the year so the Company has not provided any Managerial Remuneration to the Directors.

28. Order of Court

There was no significant and material order passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

29. Sexual Harassment of Women at Work Place

The Company has in place a policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy. There were nil complaints received during the year under review.

30. Corporate Governance Certificate

The Corporate Governance certificate from the auditor regarding compliance of conditions of corporate governance as stipulated in SEBI LODR Regulations, 2015 of the Listing Agreement has been annexed with the report.

31. Management Discussion & Analysis Reports

The Corporate Governance Report and Management Discussion & Analysis Report have been annexed with the report.

32. Risk management policy

The company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

33. Operational Review

The Company discloses standalone unaudited financial results on a quarterly basis, audited financial results on an annual basis. The Company has complied with all the norms prescribed by the Reserve Bank of India (RBI) including the Fair practices, Anti Money Laundering and Know Your Customer (KYC) guidelines.

34. NBFC Company

The Company is engaged in the Business of Non Banking Financial Institution and it has obtained a certificate of Registration from the Reserve Bank of India. The Company has not accepted any deposit from the public. The Company has complied with Non Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions -2007.

35. Familiarization Programme for Independent Directors

In terms of Reg. 25(7) of the SEBI (LODR) Regulations, 2015 the Company is required to conduct the Familiarization Programme for Independent Directors (IDs) to familiarize them about their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various initiatives.

36. Directors' Responsibility Statement

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

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. the directors have prepared the annual accounts on a going concern basis;
- e. the directors, have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively, and
- f. the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

37. Code for prevention of Insider Trading

On December 31, 2018, Securities and exchange Board of India amended the Prohibition of Insider Trading Regulations, 2015, prescribing various new requirements with effect from April 1, 2019. In line with the amendments, your Company has adopted an amended Code of Conduct to regulate, monitor and report trading by Designated Persons and their Immediate Relatives under the Securities and Exchange Board of India (Prohibition of Insider Trading)

Regulations, 2015. This Code of Conduct also includes code of practices and procedures for fair disclosure of unpublished price sensitive information which has been made available on the Company's website www.jainvanijya.com.

38. Code of Conduct:

The Board has adopted a Policy for code of conduct for all Board members and senior management of the company as their responsibility to understand and follow the Code of Business Conduct. The term senior management means personnel of the company who are members of its core management team excluding Board of Directors. Normally the code of conduct reflects general principles to guide employees in making ethical decisions. This Code outlines fundamental ethical considerations as well as specific considerations that need to be maintained for professional conduct. The Details Code of Conduct is also available at Company's Website at www.jainvanijya.com.

39. Acknowledgements

The Directors would like to express their appreciation of the co-operation and assistance received from the shareholders, bankers and other business constituents during the year under review.

**For and on behalf of
M/s Jain Vanijya Udyog Ltd**

**Sd/-
Ankita Mahansaria
Managing Director
DIN: 09083595**

**Sd/-
Alankrita Jain Soni
Director
DIN: 08285019**

Date: 02/06/2021

Place: Kolkata

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2021

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	L51909WB1984PLC038212
2	Registration Date	27/11/1984
3	Name of the Company	JAIN VANIJYA UDYOG LIMITED
4	Category/ Sub-category of the Company	Company Limited by shares/ Indian Non Government Company
5	Address of the Registered office & contact details	98, CHRISTOPHER ROAD, FLAT-1, B-5, VRINDAVAN GARDEN, KOLKATA-700046, Phone: 033 2328 0003
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s ABS Consultant Pvt. Limited Address: 99, Stephen House, 6th Floor 4, B.B.D. Bag (East), Kolkata-700 001 Phone: (033) 2230 1043, 2243 0153 Email ID: absconsultant99@gmail.com

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	Other financial service activities	649	100.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
N.A					

IV. SHARE HOLDING PATTERN									
(Equity share capital breakup as percentage of total equity)									
(i) Category-wise Share Holding									
Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2020]				No. of Shares held at the end of the year [As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Central Govt	-	-	-	-	-	-	-	-	0.00%
c) State Govt(s)	-	-	-	-	-	-	-	-	0.00%
d) Bodies Corp.	-	-	-	-	-	-	-	-	0.00%
e) Banks / FI	-	-	-	-	-	-	-	-	0.00%
f) Any other	-	-	-	-	-	-	-	-	0.00%
Sub Total (A) (1)	-	-	-	0.00%	-	-	-	0.00%	0.00%
(2) Foreign									
a) NRI Individuals	-	-	-	-	-	-	-	-	0.00%
b) Other Individuals	-	-	-	-	-	-	-	-	0.00%
c) Bodies Corp.	-	-	-	-	-	-	-	-	0.00%
d) Any other	-	-	-	-	-	-	-	-	0.00%
Sub Total (A) (2)	-	-	-	-	-	-	-	-	0.00%
TOTAL (A)	-	-	-	0.00%	-	-	-	0.00%	0.00%

B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	0.00%
b) Banks / FI	-	-	-	-	-	-	-	-	0.00%
c) Central Govt	-	-	-	-	-	-	-	-	0.00%
d) State Govt(s)	-	-	-	-	-	-	-	-	0.00%
e) Venture Capital Funds	-	-	-	-	-	-	-	-	0.00%
f) Insurance Companies	-	-	-	-	-	-	-	-	0.00%
g) FIIIs	-	-	-	-	-	-	-	-	0.00%
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	0.00%
i) Others (specify)	-	-	-	-	-	-	-	-	0.00%
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	0.00%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	2155750	-	2155750	66.35%	2155750	-	2155750	66.35%	0.00%
ii) Overseas	-	-	-	-	-	-	-	-	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	32,250	32,250	0.99%	-	32,250	32,250	0.99%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	900,000	11,000	911,000	28.04%	900,000	11,000	911,000	28.04%	0.00%
c) Others (specify)	-	-	-	-	-	-	-	-	0.00%
Non Resident Indians	-	-	-	-	-	-	-	-	0.00%
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	0.00%
Foreign Nationals	-	-	-	-	-	-	-	-	0.00%
Clearing Members	-	-	-	-	-	-	-	-	0.00%
Trusts	-	-	-	-	-	-	-	-	0.00%
Hindu Undivided Family	150,000	-	150,000	4.62%	150,000	-	150,000	4.62%	0.00%
Sub-total (B)(2):-	3,205,750	43,250	3,249,000	100.00%	3,205,750	43,250	3,249,000	100.00%	0.00%
Total Public (B)	3,205,750	43,250	3,249,000	100.00%	3,205,750	43,250	3,249,000	100.00%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	3,205,750	43,250	3,249,000	100.00%	3,205,750	43,250	3,249,000	100.00%	0.00%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year 31/03/2020			Shareholding at the end of the year 31/03/2021			% 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	Aashish Jajodia	0	0.00%	0.00%	0	0.00%	0.00%	0.00%
2	Aditya Jajodia	0	0.00%	0.00%	0	0.00%	0.00%	0.00%
3	Devendra Prasad Jajodia	0	0.00%	0.00%	0	0.00%	0.00%	0.00%
4	Gourav Jajodia	0	0.00%	0.00%	0	0.00%	0.00%	0.00%
5	Kanchan Jajodia	0	0.00%	0.00%	0	0.00%	0.00%	0.00%
6	Rajiv Jajodia	0	0.00%	0.00%	0	0.00%	0.00%	0.00%
7	Rina Jajodia	0	0.00%	0.00%	0	0.00%	0.00%	0.00%
8	Sangeeta Jajodia	0	0.00%	0.00%	0	0.00%	0.00%	0.00%
9	Sanjiv Jajodia	0	0.00%	0.00%	0	0.00%	0.00%	0.00%
10	Seema Jajodia	0	0.00%	0.00%	0	0.00%	0.00%	0.00%
TOTAL		0	0.00%	0.00%	0	0.00%	0.00%	0.00%

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

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year	0	0.00%	-	0.00%
	Changes during the year				
	At the end of the year	-	-	0	0.00%

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

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year 31/03/2020		Cumulative Shareholding during the year 31/03/2021	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Glaze Construction (P) Ltd						
	At the beginning of the year	4/1/2020		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	3/31/2021		-	9.23%	300,000	9.23%
2	GoodHoop Tie Up Pvt Ltd						
	At the beginning of the year	4/1/2020		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	3/31/2021		-	9.23%	300,000	9.23%
3	Dikshit Kumar Choudhary						
	At the beginning of the year	4/1/2020		600,000	18.47%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	3/31/2021		-	18.47%	600,000	18.47%
4	Hora Dealcomm Pvt Ltd						
	At the beginning of the year	4/1/2020		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	3/31/2021		-	9.23%	300,000	9.23%
5	Shiv Parvati Leasing Ltd						
	At the beginning of the year	4/1/2020		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	3/31/2021		300,000	9.23%	300,000	9.23%
6	Surya Prakash Soni						
	At the beginning of the year	4/1/2020		150,000	4.62%	-	4.62%
	Changes during the year			There was no change during the year			
	At the end of the year	3/31/2021		-	4.62%	150,000	4.62%

7	Avni Merchants Pvt Ltd						
	At the beginning of the year	4/1/2020		150,000	4.62%	-	4.62%
	Changes during the year			There was no change during the year			
	At the end of the year	3/31/2021		150,000	4.62%	150,000	4.62%
8	Rahul Soni						
	At the beginning of the year	4/1/2020		150,000	4.62%	-	4.62%
	Changes during the year			There was no change during the year			
	At the end of the year	3/31/2021		-	4.62%	150,000	4.62%
9	Alankrita Jain Soni						
	At the beginning of the year	4/1/2020		150,000	4.62%	-	4.62%
	Changes during the year			There was no change during the year			
	At the end of the year	3/31/2021		-	4.62%	150,000	4.62%
10	Manju Soni						
	At the beginning of the year	4/1/2020		150,000	4.62%	-	4.62%
	Changes during the year			There was no change during the year			
	At the end of the year	3/31/2021		-	4.62%	150,000	4.62%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares	No. of shares	% of total shares
1	Alankrita Jain Soni					
	At the beginning of the year	4/1/2020	150,000	4.62%	-	0.00%
	Changes during the year		There was no change during the year			
	At the end of the year	3/31/2021	-	0.00%	150,000	4.62%

V. INDEBTEDNESS

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

(Amt. Rs./Lacs)

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

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WT/ Manager	Total Amount (in Rs)
	Name		
	Designation		
1	Gross salary	There was no remuneration paid to the Managing Director, Whole-time Director and/or Manager.	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission		
	- as % of profit		
	- others, specify		
5	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors	Total Amount (Rs/Lac)
1	Independent Directors	There was no remuneration paid to the other Directors i.e Independent Directors and other Non- Executive Directors of the Company.	
	Fee for attending board committee meetings		
	Commission		
	Others, please specify		
	Total (1)		
2	Other Non-Executive Directors		
	Fee for attending board committee meetings		
	Commission		
	Others, please specify		
	Total (2)		
	Total (B)=(1+2)		
	Total Managerial Remuneration		
	Overall Ceiling as per the Act		

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name		Ruchika Soni Ratch	Vikash Sharma	(Rs)
	Designation	CEO	CFO	CS	
1	Gross salary	Nil		216,000	216,000.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		-	-	-
			-	-	-
2	Stock Option		-	-	-
3	Sweat Equity		-	-	-
4	Commission		-	-	-
	- as % of profit		-	-	-
	- others, specify		-	-	-
5	Others, please specify		-	-	-
	Total		-	216,000	216000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
There was no penalty, punishment and compounding of offences with respect to the company, its Directors and other officers.					

For and on behalf of
M/s Jain Vanijya Udyog Ltd

sd/-
Ankita Mahansaria
Managing Director
(DIN: 09083595)

sd/-
Alankrita Jain Soni
Director
(DIN: 08285019)

Date: 02/06/2021
Place: Kolkata

Form No. MR-3
Secretarial Audit Report

(For the Financial year ended 31st March, 2021)

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

To,
The Members,
Jain Vanijya Udyog Limited
98, Christopher Road, Flat-1, B-5
Vrindavan Garden
Kolkata- 700046

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices of **Jain Vanijya Udyog Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period ended on 31st March, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by The Company for the period ended on 31st March, 2021 according to the provisions of (to the extent applicable to the company):

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and 2018- **Not applicable as the Company has not issued any shares during the financial year under review;**
- d. The Securities and Exchange Board of India Employee Stock Option Scheme and Employee Stock Purchase Scheme) Regulations, 1999 - **Not applicable as the Company has not issued any shares to its Employees during the financial year under review.**
- e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993- **Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review.**
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not applicable as the Company has not issued any debt securities;**
- g. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not applicable as the Company has not bought back or proposed to buyback any of its securities during the financial year under review.**

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

The compliance by the Company of the applicable financials laws, like Direct and Indirect Tax laws, has not been reviewed in this audit since the same have been subject to review by Statutory Auditors and other designated professionals.

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

I further report that, the Board of Directors of the Company was not duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors. However, the same was duly complied by the end of the year and changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

As per the minutes of the meetings duly recorded and signed by the Chairman the decisions of the Board were unanimous and no dissenting views have been recorded.

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

I further report that during the Audit Period, the Company has not undertaken any specific events / actions that can have a bearing on the Company's compliance responsibility in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards, etc.

**For BA & Associates
Practicing Company Secretaries**

**Place: Kolkata
Date: 02/06/2021**

**Sd/-
Bijay Agarwal
Mem No. 10323 (F)
CP No: 13549
UDIN: F010323C000407225**

Annexure 'A'

To,
The Members,
Jain Vanijya Udyog Limited
98, Christopher Road, Flat-1, B-5
Vrindavan Garden
Kolkata- 700046

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on audit;
2. I have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion;
3. I have not verified the correctness and appropriateness of financial records and books of account of the Company;
4. Wherever required, I have obtained Management Representation about the compliance of Laws, Rules and Regulations and happening of events etc.;
5. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, Standards etc. is the responsibility of management. My examination was limited to the verification of procedures on test basis;
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For BA & Associates
Practicing Company Secretaries**

**Place: Kolkata
Date: 02/06/2021**

**Sd/-
Bijay Agarwal
Mem No. 10323 (F)
CP No: 13549
UDIN: F010323C000407225**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Business Environment

Industry Overview, Risks and Concerns

Jain Vanijya Udyog Limited is registered as Non Banking Financial Company (NBFC) with Reserve Bank of India and is mainly engaged in financing and investments as its principal business. It also invests in equities through the secondary markets and in debt instruments for varying maturities through mutual funds. In addition Jain Vanijya also looks for investments opportunities where it can acquire a strategic stake into other business.

2. Performance review

The management is pleased to report that company's business plan is progressing as per the management's satisfaction. Details shall be made at the appropriate time.

3. Description of the Company's Internal Control system & their adequacy

The Company has adequate internal control systems in place which are commensurate with the size and nature of the business. The internal controls are aligned with statutory requirements and designed to safeguard the assets of the Company. The internal control systems are complemented by various Management Information System (MIS) reports covering all areas. Increased attention is given to auto generation of MIS reports as against manual reports to take care of possible human errors or alteration of data. The Management reviews and strengthens the controls periodically.

4. Regulatory

The Reserve Bank of India (RBI) has been continually strengthening the supervisory framework from NBFC's in order to ensure sound and healthy functioning and avoid excessive risk taking. In furtherance of these objectives, RBI issued new guidelines during past years.

Know your customer guidance – Anti money laundering Standards, Guidance on classification, monitoring and reporting of frauds and Guidance on Securitisation of Standards Assets .

5. Cautionary Note

Certain statements in "Management Discussions and Analysis" section may be forward looking and are stated as required by law and regulations. Many factors, both external and internal, may affect the actual results which could be different from what the Directors envisage in terms of performance.

For and on behalf of
M/s Jain Vanijya Udyog Ltd

Sd/-
Ankita Mahansaria
Managing Director
DIN: 09083595

Sd/-
Alankrita Jain Soni
Director
DIN: 08285019

Date: 02/06/2021
Place: Kolkata

MD & CFO CERTIFICATION

(Pursuant to Regulation 17(8) read with Regulation 33(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

The Board of Directors

Jain Vanijya Udyog Limited,
98, Christopher Road, Flat- 1, B-5, Vrindavan Garden,
Kolkata- 700046

We, Ankita Mahansaria, Managing Director (MD) and Ruchika Soni Ratch, Chief Financial Officer (CFO) of Jain Vanijya Udyog Limited do hereby certify the following:

- a. We have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2021 and that to the best of our knowledge and belief:
 - i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2021, which is fraudulent, illegal or violative of the Company's Code of Conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d. We hereby indicated to the auditors and the Audit committee,
 - i) significant changes in internal control over financial reporting during the year;
 - ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) that there have been no instances of significant fraud, of which we have become aware and consequently no involvement therein, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of
M/s Jain Vanijya Udyog Ltd

Sd/-

Ankita Mahansaria
Managing Director
DIN: 09083595

Sd/-

Ruchika Soni
CFO

Date: 02/06/2021

Place: Kolkata

Declaration of Compliance with Code of Conduct

We hereby confirm that:

The Company has obtained from all the members of the Board and Senior Management Personnel, affirmation(s) that they have complied with Code of Conduct for Board Members and Senior Management Personnel in respect of the Financial Year ended 31st March, 2021.

**For and on behalf of
M/s Jain Vanijya Udyog Ltd**

Sd/-

**Ankita Mahansaria
Managing Director
DIN: 09083595**

Sd/-

**Ruchika Soni
CFO**

Date: 02/06/2021

Place: Kolkata

INDEPENDENT AUDITOR'S REPORT
To the Members of **Jain Vanijya Udyog Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **Jain Vanijya Udyog Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the State of Affairs of the Company as at March 31, 2021, and Profit/Loss, Changes in Equity and its Cash Flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, 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.

There is no Key Audit Matters Reportable as per SA 701 issued by ICAI.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, Management Discussion and Analysis Report but does not include the standalone financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of our auditor's report.

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

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

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind-AS and other accounting principles generally accepted in India. 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.

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

Auditor's Responsibilities

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.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also

responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 standalone 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.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable and as required by Non-Banking Financial Company Auditors' Report (Reserve Bank) Directions 1998 we give the report in the "Annexure B".

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

- a. We have sought and obtained all the information and explanations which to the best of our Knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet and Statement of Profit and Loss including Other Comprehensive Income Statement of Cash Flow and Statement of Changes of Equity dealt with this report are in agreement with the books of account;
- d. In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with relevant rule made thereunder in the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in “Annexure C”.
- g. With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to best of our information and according to the explanation given to us -
 - i) The company has no pending litigation 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) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.

For S Dalmia & Co.
Chartered Accountants
FRN No: 329297E

Place: Kolkata
Date: 02/06/2021

Sd/-
(Proprietor)
Shashi Kant Dalmia
Membership No: - 062797
UDIN: 21062797AAAAAN9404

Jain Vanijya Udyog Limited
Annexure A to Independent Auditors' Report

(Referred to in paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date)

- 1) In respect of fixed assets of the Company:
 - (a) The company has maintained proper records showing full particulars including the quantitative details and situation of fixed assets.
 - (b) The fixed assets were physically verified by the management during the year and no material discrepancies between the book records and the physical inventory were noticed. In our opinion, the frequency of verification is reasonable.
 - (c) In our opinion and according to the information and explanations given to us, the title deeds of immovable properties are held in the name of the company.
- 2) In respect of its inventories of the Company:

Physical verification of inventory was not conducted by the management as requirement under clause 3(ii) of the Order is not applicable.
- 3) In respect of the loans, secured or unsecured, granted by the Company to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act, if so:
 - (a) In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of such loans are not prejudicial to the company's interest.
 - (b) In our opinion and according to the information and explanations given to us, the parties have repaid the principal amounts and interest as stipulated in schedule of repayment and have also been regular in the payment of interest and repayment of principle to the company.
 - (c) Since the parties are regular in repayment of principal amount and also regular in payment of interest, the provisions of clause 3(iii)(c) with relating to recovery of loan are not applicable.
- 4) In our opinion and according to the information and explanations given to us, the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and security, have been complied with.
- 5) In our opinion and according to the information and explanations given to us, the company has not accepted deposits within the meaning of section 73 to 76 or any other relevant provisions of the Companies Act, 2013, during the year and does not have any unclaimed deposits. Therefore, the provisions of the clause 3(v) of the Order are not applicable to the Company.
- 6) The provision of clause 3(vi) of the order are not applicable to the company as the company is not covered by section 148(1) of the Companies Act, 2013 read with applicable rules made under the Companies (Cost Records and Audit) Rules, 2014.
- 7) According to the information and explanation given to us, in respect of statutory dues:

- (a) The Company has generally been regular in depositing undisputed statutory dues including Income Tax, Goods and Services Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
- (b) There were no undisputed amounts have been paid in respect of Income Tax, Goods and Service Tax.
- 8) As the company does not have any borrowings or loans from any financial institution, bank or governments nor it has issued any debentures as at the balance sheet date, the provisions of Clause 3(viii) of the Order are not applicable to the company.
- 9) According to the information and explanations given to us, the Company did not raise money by way of initial public offer or further public offer (including debt instruments) and term loan during the year, nor does it have any loan amount lying outstanding as at the beginning of the year.
- 10) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud by the company or any material fraud on the Company by its officers/employees has been noticed or reported during the year.
- 11) In our opinion and according to the information and explanations given to us, the company has been paid in accordance with the requisite mandated as per the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- 12) Having regard to the nature of the Company's business/activities during the year, provisions of Clause 3(xii) of the Order relating to Nidhi Company are not applicable to the Company
- 13) In our opinion and according to the information and explanations given to us all transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc as required by applicable accounting standards.
- 14) The company has not made preferential allotment/private placement of shares or fully or partly convertible debentures during the year under review. Therefore, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- 15) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Therefore provision of clause 3(xv) of the order are not applicable to the company.
- 16) In our opinion and according to the information and explanations given to us, the company has obtained registration under section 45-IA of the Reserve Bank of India Act, 1934 and a separate report in Annexure B is enclosed herewith.

For S Dalmia & Co.
Chartered Accountants
FRN No: 329297E

Place: Kolkata
Date: 02/06/2021

Sd/-
(Proprietor)
Shashi Kant Dalmia
Membership No: - 062797
UDIN: 21062797AAAAAN9404

Annexure B to the Audit Report
Relating to Non Banking Financial Company Auditor's Report (Reserve Bank) Directions 1998
of Jain Vanijya Udyog Limited

According to the information and explanation given to us and on the basis of test check carried on by us during the course of the audit of the company for the year ended 31st March 2021, our reports on the matters as specified under para 3A and 3C of Non Banking Financial Company Auditor's Report (Reserve Bank) Directions 1998 is as follows:

- (a) The company is a registered Non Banking Financial Company within the meaning of section 45(1A) of the Reserve Bank of India Act (2 of 1934) and has received certificate of registration having registration no.05.00023.
- (b) The board of directors of company has passed the resolution for non acceptance of any public deposits.
- (c) The company has not accepted any public deposits during the previous year ended on 31.03.2021.
- (d) As reported the company has complied with the prudential norms relating to income recognition, accounting standards and asset classification and provisioning of bad and doubtful debts as applicable to it.
- (e) The Company has not made provision on Standard Assets @0.25% for the current financial year, as it is not applicable.
- (f) The Company has transferred 20% of the profit earned during the year to special reserve fund.

For S Dalmia & Co.
Chartered Accountants
FRN No: 329297E

Place: Kolkata
Date: 02/06/2021

Sd/-
(Proprietor)
Shashi Kant Dalmia
Membership No: - 062797
UDIN: 21062797AAAAAN9404

Jain Vanijya Udyog Limited
Annexure C to Independent Auditors' Report

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

We have audited the internal financial controls over financial reporting of M/s Jain Vanijya Udyog Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, 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 authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanation 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, 2021, based on Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S Dalmia & Co.
Chartered Accountants
FRN No: 329297E

Place: Kolkata
Date: 02/06/2021

Sd/-
(Proprietor)
Shashi Kant Dalmia
Membership No: - 062797
UDIN: 21062797AAAAAN9404

JAIN VANIJYA UDYOG LIMITED

98, CHRISTOPHER ROAD, FLAT-1, B-5, VRINDAVAN GARDEN, KOLKATA - 700046
CIN: L51909WB1984PLC038212

BALANCE SHEET AS AT 31ST MARCH, 2021

Amount ('000)

S/N	Particulars	Note No	As at 31st March, 2021	As at 31st March, 2020
	ASSETS			
I	FINANCIAL ASSETS			
(a)	Cash & Cash Equivalents	1	883.39	749.18
(b)	Receivables			
	(i) Trade Receivables	2	10,128.31	4,298.01
	(ii) Other Receivables		-	-
(c)	Loans	3	75.17	29.00
(d)	Investments	4	33,832.80	15,615.30
II	NON-FINANCIAL ASSETS			
(a)	Property, Plant and Equipment	5	1,276.30	1,803.72
(b)	Deferred tax Assets (Net)		-	1,806.49
(c)	Other Current assets	6	246.59	-
	Total Assets		46,442.55	24,301.69
	LIABILITIES & EQUITY			
I	LIABILITIES			
1	Financial Liabilities			
(a)	Payables			
	(i) Trade Payables			
	(i) total outstanding dues of micro enterprises and small enterprises		-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	7	28.50	22.80
	(II) Other Payables			
	(i) total outstanding dues of micro enterprises and small enterprises		-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(b)	Borrowings (Other than Debt Instruments)	8	-	-
(c)	Other financial liabilities	9	2,735.00	425.70
2	Non-Financial Liabilities			
(a)	Short Term Provisions	10	22.58	-
(b)	Deferred tax liabilities (Net)		1,654.94	-
(c)	Other non-financial liabilities	11	405.36	1,432.38
II	Equity			
(a)	Equity Share capital	12	32,490.00	32,490.00
(b)	Other Equity	13	9,106.17	(10,069.19)
	Total Liabilities & Equity		46,442.55	24,301.69

See accompanying notes to the financial statements

1 to 19

The Notes referred to above form an integral part of the Balance Sheet.
This is the Balance Sheet referred to in our report of even date.

For S Dalmia & Co.
Chartered Accountants
Firm Registration Number- 329297E

For and on behalf of Board of Directors
M/s Jain Vanijya Udyog Ltd

sd/-
Shashi Kant Dalmia
Proprietor
Membership no. - 062797
UDIN: 21062797AAAAAN9404

sd/-
Ankita Mahansaria
Managing Director
DIN: 09083595

sd/-
Alankrita Jain Soni
Director
DIN: 08285019

Place:- Kolkata
Dated: 02/06/2021

sd/-
Vikash Kumar Sharma
Company Secretary

sd/-
Ruchika Soni Ratch
CFO

JAIN VANIJYA UDYOG LIMITED

98, CHRISTOPHER ROAD, FLAT-1, B-5, VRINDAVAN GARDEN, KOLKATA - 700046
CIN: L51909WB1984PLC038212

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

		Amount ('000)		
S/N	Particulars	Note No	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
	Revenue from Operations			
(i)	Interest Income	14	0.24	316.19
(ii)	Dividend Income		661.70	333.24
(iii)	Sale of products		-	8,457.62
(iv)	Others (to be specified)			
	- Profit on F & O		6,769.62	5,125.60
	- Income from Capital Gains		509.53	-
	- Profit/(Loss) due to change in fair value of Investment		22,669.04	(11,419.34)
	- Conversion of Stock to Investment		-	17,506.17
I	Total Revenue from operations		30,610.12	20,319.47
II	Other Income	15	-	74.50
III	Total Income (I+II)		30,610.12	20,393.97
	Expenses			
(i)	Purchases of Stock -in -trade		-	8,271.32
(ii)	Changes in Inventories of finished goods, stock in trade and work in progress	16	-	16,832.43
(iii)	Employee Benefits Expenses	17	6,896.00	5,900.00
(iv)	Depreciation, amortization and impairment	5	527.42	527.42
(v)	Others expenses	18	527.33	690.09
IV	Total Expenses		7,950.74	32,221.25
V	Profit / (loss) before exceptional items and tax (III - IV)		22,659.38	(11,827.28)
VI	Exceptional items		-	-
VII	Profit/(loss) before tax (V - VI)		22,659.38	(11,827.28)
VIII	Tax Expense:			
	(1) Current Tax		22.58	-
	(2) Deferred Tax		3,461.43	(1,811.06)
	(3) Provision for Standard Assets		-	(25.34)
IX	Profit / (loss) for the period from continuing operations(VII-VIII)		19,175.36	(9,990.88)
X	Profit/(loss) from discontinued operations		-	-
XI	Tax Expense of discontinued operations		-	-
XII	Profit/(loss) from discontinued operations(After tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		19,175.36	(9,990.88)
XIV	Appropriation			
	Transfer to Statutory Reserve		3,835.07	-
XV	Profit/(loss) for the period (XIII-XIV)		15,340.29	(9,990.88)
XVI	Other Comprehensive Income			
	(A) (i) Items that will not be reclassified to profit or loss (specify items and amounts)		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	Subtotal (A)		-	-
	(B) (i) Items that will be reclassified to profit or loss (specify items and amounts)		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Subtotal (B)		-	-
	Other Comprehensive Income (A + B)		-	-
XVII	Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit (Loss) and other Comprehensive Income for the period)		15,340.29	(9,990.88)
XVIII	Earnings per equity share (for continuing operations)			
	Basic (Rs.)		4.72	(3.08)
	Diluted (Rs.)		4.72	(3.08)
XIX	Earnings per equity share (for discontinuing operations)			
	Basic (Rs.)		-	-
	Diluted (Rs.)		-	-
XX	Earnings per equity share (for continuing and discontinued operations)			
	Basic (Rs.)		4.72	(3.08)
	Diluted (Rs.)		4.72	(3.08)

See accompanying notes to the financial statements

1 to 19

The Notes referred to above form an integral part of the Statement of Profit and Loss.
This is the Statement of Profit and Loss referred to in our report of even date.

For S Dalmia & Co.
Chartered Accountants
Firm Registration Number- 329297E

For and on behalf of Board of Directors
M/s Jain Vanijya Udyog Ltd

sd/-
Shashi Kant Dalmia
Proprietor
Membership no. – 062797
UDIN: 21062797AAAAAN9404

sd/-
Ankita Mahansaria
Managing Director
DIN: 09083595

sd/-
Alankrita Jain Soni
Director
DIN: 08285019

Place:- Kolkata
Dated: 02/06/2021

sd/-
Vikash Kumar Sharma
Company Secretary

sd/-
Ruchika Soni Ratch
CFO

JAIN VANIJYA UDYOG LIMITED

98, CHRISTOPHER ROAD, FLAT-1, B-5, VRINDAVAN GARDEN, KOLKATA - 700046
CIN: L51909WB1984PLC038212

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2021

Particulars	Amount ('000)	
	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before tax	22,659.38	(11,827.28)
Adjustment for :		
(a) Interest Received	(0.24)	(316.19)
(b) Dividend	(661.70)	(333.24)
(c) Depreciation	527.42	527.42
(d) Adjustment for Fixed Assets	-	0.10
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	22,524.86	(11,949.19)
Adjustment for :		
(a) Trade Receivables	(5,830.30)	(1,322.62)
(b) Other Receivables	-	-
(c) Inventories	-	16,832.43
(d) Other Financial Liabilities	2,309.30	389.94
(e) Other Non-Financial Liabilities	(1,027.02)	1,175.50
(f) Trade Payables	5.70	22.80
CASH GENERATED FROM OPERATING ACTIVITIES	17,982.53	5,148.87
CASH FLOW BEFORE EXTRAORDINARY ITEMS		
Extraordinary Items Prior Period		
(a) Prior period Expenses/Income	-	-
(b) Income Tax/Deferred Tax	-	-
(c) Prepaid Expenses	(246.59)	-
(d) Provision for Standard Assets	-	-
NET CASH FLOW FROM OPERATING ACTIVITIES	17,735.94	5,148.87
B. CASH FLOW FROM INVESTING ACTIVITIES		
(a) (Purchase)/Sale of Property, Plant & Equipments	-	-
(b) (Increase)/Decrease in Investments	(18,217.50)	(15,615.27)
NET CASH FLOW IN INVESTING ACTIVITIES	(18,217.50)	(15,615.27)
C. CASH FLOW FROM FINANCING ACTIVITIES		
(a) Share Application Money Received		
(b) Interest (Paid)/Received	0.24	316.19
(c) Decrease/(Increase) in Loans	(46.17)	10,157.95
(d) Dividend	661.70	333.24
(e) Increase in Borrowings	-	-
NET CASH FLOW IN FINANCING ACTIVITIES	615.77	10,807.37
Net Increase (Decrease) in Cash (A + B + C)	134.22	340.97
Opening Balance of Cash & Cash Equivalents	749.18	408.20
Closing Balance of Cash & Cash Equivalents	883.39	749.18
Components of cash & cash equivalents:		
Cash & cash equivalents at the end of the year		
(a) cash in hand	465.78	284.05
(b) Balances with Bank	417.61	465.13

EXPLANATIONS

- The above Statement of Cash Flows has been prepared under the Indirect Method as set out in the Ind AS 7 'Statement of Cash Flows'.
- Previous year figures have been rearranged/ regrouped wherever necessary to conform to the current year's classification. This is the Cash Flow Statement referred to in our report of even date.

For S Dalmia & Co.
Chartered Accountants
Firm Registration Number- 329297E

For and on behalf of Board of Directors
M/s Jain Vanijya Udyog Ltd

sd/-
Shashi Kant Dalmia
Proprietor
Membership no. – 062797
UDIN: 21062797AAAAAN9404

sd/-
Ankita Mahansaria
Managing Director
DIN: 09083595

sd/-
Alankrita Jain Soni
Director
DIN: 08285019

Place:- Kolkata
Dated: 02/06/2021

sd/-
Vikash Kumar Sharma
Company Secretary

sd/-
Ruchika Soni Ratch
CFO

JAIN VANIJYA UDYOG LIMITED

98, CHRISTOPHER ROAD, FLAT-1, B-5, VRINDAVAN GARDEN, KOLKATA - 700046
CIN: L51909WB1984PLC038212

Notes to Financial Statements		Amount ('000)
Particulars	Figures as at 31.03.2021 (Rs)	Figures as at 31.03.2020 (Rs)
Note No: 1		
Cash & Cash Equivalents		
Cash in hand	465.78	284.05
(As certified by the management)		
Balances with Bank	417.61	465.13
- In Current Account (HDFC Bank and Kotak Mahindra Bank)		
	883.39	749.18
Note No: 2		
Receivables		
(a) Trade Receivables	10,128.31	4,298.01
(Unsecured, Considered Good)		
(Outstanding for less than 6 months)		
(b) Other Receivables	-	-
(Unsecured, Considered Good)		
	10,128.31	4,298.01
Note No: 6		
Other Current assets		
Prepaids expenses	246.59	-
	246.59	-
Note No: 7		
Trade Payables		
(i) Total outstanding dues of micro enterprises and small enterprises		
a) The principal amount and interest due thereon remaining unpaid to any supplier	-	-
b) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small Enterprises Development Act, 2006, along with the amount of payment made to the supplier beyond the appointed day.	-	-
c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
d) The amount of interest accrued and remaining unpaid	-	-
such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
TOTAL	-	-
Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.		
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		
For Services	28.50	22.80
TOTAL	28.50	22.80

JAIN VANIJYA UDYOG LIMITED
98, CHRISTOPHER ROAD, FLAT-1, B-5, VRINDAVAN GARDEN, KOLKATA - 700046
CIN: L51909WB1984PLC038212

Notes to Financial Statements

Note No: 3

Loan

		31.03.2021						31.03.2020					
		At Amortized Cost (1)	At Fair Value			Subtotal (5=2+3+4)	Total (6=1+5)	At Amortized Cost (1)	At Fair Value			Subtotal (5=2+3+4)	Total (6=1+5)
S/N	Particulars		Through Other Comprehensive Income (2)	Through Profit/Loss (3)	Designated at Fair Value Through Profit/Loss (4)				Through Other Comprehensive Income (2)	Through Profit/Loss (3)	Designated at Fair Value Through Profit/Loss (4)		
A													
(i)	Bills Purchased & Discounted	-	-	-	-	-	-	-	-	-	-	-	-
(ii)	Loans Repayable on Demand	-	-	-	-	-	-	-	-	-	-	-	-
(iii)	Term Loans	-	-	-	-	-	-	-	-	-	-	-	-
(iv)	Leasing	-	-	-	-	-	-	-	-	-	-	-	-
(v)	Factoring	-	-	-	-	-	-	-	-	-	-	-	-
(vi)	Others (to be specified)												
	- TDS	-	-	-	75.17	75.17	75.17	-	-	-	29.00	29.00	29.00
	- Advance against Rent	-	-	-	-	-	-	-	-	-	-	-	-
	- Margin Account	-	-	-	-	-	-	-	-	-	-	-	-
	- Unexpired Option Premium	-	-	-	-	-	-	-	-	-	-	-	-
Total (A) - Gross		-	-	-	75.17	75.17	75.17	-	-	-	29.00	29.00	29.00
Less: Impairment Loss Allowance													
B													
(i)	Secured by Tangible Assets	-	-	-	-	-	-	-	-	-	-	-	-
(ii)	Secured by Intangible Assets	-	-	-	-	-	-	-	-	-	-	-	-
(iii)	Covered by Bank/Government Guarantees	-	-	-	-	-	-	-	-	-	-	-	-
(iv)	Unsecured	-	-	-	-	-	-	-	-	-	-	-	-
Total (B) - Gross		-	-	-	-	-	-	-	-	-	-	-	-
C													
I	Loans in India												
(i)	Public Sector	-	-	-	-	-	-	-	-	-	-	-	-
(ii)	Others (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-
Total (C) - Gross		-	-	-	-	-	-	-	-	-	-	-	-
Less: Impairment Loss Allowance		-	-	-	-	-	-	-	-	-	-	-	-
Total (C) (I) - Net		-	-	-	-	-	-	-	-	-	-	-	-
II	Loans in Outside India												
Less: Impairment Loss Allowance		-	-	-	-	-	-	-	-	-	-	-	-
Total (C) (II) - Net		-	-	-	-	-	-	-	-	-	-	-	-
Total (C) (I & II)		-	-	-	-	-	-	-	-	-	-	-	-

JAIN VANIJYA UDYOG LIMITED
98, CHRISTOPHER ROAD, FLAT-1, B-5, VRINDAVAN GARDEN, KOLKATA - 700046
CIN: L51909WB1984PLC038212

Notes to Financial Statements

Note No: 4: Investments

Investments		31.03.2021						31.03.2020					
		At Amortized Cost (1)	At Fair Value			Subtotal (Rs) (5=2+3+4)	Total (Rs) (6=1+5)	At Amortized Cost (1)	At Fair Value			Subtotal (Rs) (5=2+3+4)	Total (Rs) (6=1+5)
			Through Other Comprehensive Income (2)	Through Profit/Loss (3)	Designated at Fair Value Through Profit/Loss (4)				Through Other Comprehensive Income (2)	Through Profit/Loss (3)	Designated at Fair Value Through Profit/Loss (4)		
S/N	Particulars												
(a)	Mutual Funds	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Government Securities	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Other Approved Securities	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Debt Securities	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Equity Instruments	22,583.10	-	-	11,249.70	11,249.70	33,832.80	27,034.64	-	-	-11,419.34	-11,419.34	15,615.30
(f)	Subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-
(g)	Associates	-	-	-	-	-	-	-	-	-	-	-	-
(h)	Joint Ventures	-	-	-	-	-	-	-	-	-	-	-	-
(i)	Others (Specify)	-	-	-	-	-	-	-	-	-	-	-	-
I	Total Gross (A)	22,583.10	-	-	11,249.70	11,249.70	33,832.80	27,034.64	-	-	-11,419.34	-11,419.34	15,615.30
(a)	Investment s outside India	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Investment s in India	-	-	-	-	-	-	-	-	-	-	-	-
II	Total (B)	-	-	-	-	-	-	-	-	-	-	-	-
III	Total (B) to tally with (A)	-	-	-	-	-	-	-	-	-	-	-	-
	Less: Allowance for Impairment	-	-	-	-	-	-	-	-	-	-	-	-
IV	Loss (C)	-	-	-	-	-	-	-	-	-	-	-	-
V	Total Net (A-C)	22,583.10	-	-	11,249.70	11,249.70	33,832.80	27,034.64	-	-	-11,419.34	-11,419.34	15,615.30

JAIN VANIJYA UDYOG LIMITED

98, CHRISTOPHER ROAD, FLAT-1, B-5, VRINDAVAN GARDEN, KOLKATA - 700046

CIN: L51909WB1984PLC038212

Note-5

Property, Plant & Equipments

Depreciation As Per Books

Amount in Rs. ('000)

Sl. No.	NAME OF ASSETS	Year	GROSS BLOCK				DEPRECIATION				NET BLOCK	
			AS AT	ADD DURING	ADJUSTMENT	AS AT	UPTO	FOR THE	ADJUSTMENT	UPTO	AS AT	AS AT
			01.04.2020	THE YEAR		31.03.2021	01.04.2020	YEAR		31.03.2021	31.03.2021	31.03.2020
			Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.
1	Computer	3	745.00	-	-	745.00	731.59	8.94	-	740.53	4.47	13.41
2	Car	2	4,350.41	-	-	4,350.41	2,583.05	516.61	-	3,099.66	1,250.75	1,767.36
3	Air Conditioner	1	29.50	-	-	29.50	6.55	1.87	-	8.42	21.08	22.95
	Total		5,124.91	-	-	5,124.91	3,321.19	527.42	-	3,848.61	1,276.30	1,803.72
	PREVIOUS YEAR		5,124.91	-	-	5,124.91	2,793.77	527.42	-	3,321.19	1,803.72	2,331.24

JAIN VANIYA UDYOG LIMITED

98, CHRISTOPHER ROAD, FLAT-1, B-5
VRINDAVAN GARDEN, KOLKATA - 700046
CIN: L51909WB1984PLC038212

Note-5

Property, Plant & Equipments

Depreciation As Per Books

Amount in Rs. ('000)

SI. No.	NAME OF ASSETS	Year	GROSS BLOCK				DEPRECIATION				NET BLOCK	
			AS AT	ADD DURING	ADJUSTMENT	AS AT	UPTO	FOR THE	ADJUSTMENT	UPTO	AS AT	AS AT
			01.04.2019	THE YEAR		31.03.2020	01.04.2019	YEAR		31.03.2020	31.03.2020	31.03.2019
			Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.
1	Computer	3	745.00	-	-	745.00	722.65	8.94	-	731.59	13.41	22.35
2	Car	2	4,350.41	-	-	4,350.41	2,066.44	516.61	-	2,583.05	1,767.36	2,283.97
3	Air Conditioner	1	29.50	-	-	29.50	4.68	1.87	-	6.55	22.95	24.82
	Total		5,124.91	-	-	5,124.91	2,793.77	527.42	-	3,321.19	1,803.72	2,331.24
	PREVIOUS YEAR		5,124.91	-	-	5,124.91	2,260.39	533.38	-	2,793.77	2,331.24	2,864.52

JAIN VANIJYA UDYOG LIMITED

98, CHRISTOPHER ROAD, FLAT-1, B-5, VRINDAVAN GARDEN, KOLKATA - 700046

CIN: L51909WB1984PLC038212

Notes to Financial Statements

Note No: 8

Borrowings (Other than Debt Instruments)		31.03.2021			31.03.2020		
		Secured/Unsecured			Secured/Unsecured		
S/N	Particulars	At Amortized Cost	At Fair Value Through Profit/Loss	Designated at Fair Value Through Profit/Loss	At Amortized Cost	At Fair Value Through Profit/Loss	Designated at Fair Value Through Profit/Loss
(a)	Term Loans	-	-	-	-	-	-
	(i) From Banks	-	-	-	-	-	-
	(ii) From Other Parties	-	-	-	-	-	-
(b)	Deferred Payment Liabilities	-	-	-	-	-	-
(c)	Loans from related parties	-	-	-	-	-	-
(d)	Finance lease obligations	-	-	-	-	-	-
(e)	Liability component of compound financial instruments	-	-	-	-	-	-
(f)	Loans repayable on demand	-	-	-	-	-	-
	(i) from banks	-	-	-	-	-	-
	(ii) from other parties	-	-	-	-	-	-
(g)	Other loans (specify nature)	-	-	-	-	-	-
I	Total (A)	-	-	-	-	-	-
II	Borrowings in India	-	-	-	-	-	-
III	Borrowings outside India	-	-	-	-	-	-
IV	Total (B) to tally with (A)	-	-	-	-	-	-

JAIN VANIJYA UDYOG LIMITED 98, CHRISTOPHER ROAD,FLAT-1, B-5, VRINDAVAN GARDEN,KOLKATA - 700046 CIN: L51909WB1984PLC038212		
Notes to Financial Statements		Amount ('000)
Particulars	Figures as at 31.03.2021 (Rs)	Figures as at 31.03.2020 (Rs)
Note No: 9 <u>Other Financial Liabilities</u> Other Payables: - Salary Payable - Liability for Expenses - TDS Payable	 2,245.66 15.00 474.34 2,735.00	 340.78 - 84.93 425.70
Note No: 10 <u>Short Term Provisions</u> Provision for Taxation <u>Others:</u> Provision for Standard Asset Opening Balance Add: Changes during the year Closing Balance	 22.58 - - - 22.58	 - 25.34 (25.34) - -
Note No: 11 <u>Other Non-Financial Liabilities</u> Other Payables: - Unexpired Option Premium	 405.36 405.36	 1,432.38 1,432.38

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Notes forming part of the financial statements

NOTE NO- 12

SHARE CAPITAL

Particulars	Figures as at 31.03.2021		Figures as at 31.03.2020	
	Number of shares	Amount ('000)	Number of shares	Amount ('000)
(a) Authorised Equity shares of Rs.10/- each	3,500,000	35,000	3,500,000	35,000
(b) Issued Equity shares of Rs.10/- each fully paid up	3,249,000	32,490	3,249,000	32,490
(c) Subscribed and fully paid up Equity shares of Rs.10/- each with voting rights	3,249,000	32,490	3,249,000	32,490
Total	3,249,000	32,490	3,249,000	32,490

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	31.03.2020			31.03.2021
	Opening Balance	Fresh issue	Bonus, ESOP, Conversion, Buy back	Closing Balance
Equity shares				
- Number of shares	3,249,000	-	-	3,249,000
- Amount (in Rs.)	32,490,000	-	-	32,490,000

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

Class of shares / Name of shareholder	Figures as at 31.03.2021		Figures as at 31.03.2020	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Durgapur Construction Pvt Ltd	300,000	9.23%	300,000	9.23%
Goodhope Tie Up Pvt Ltd	300,000	9.23%	300,000	9.23%
Hora Dealcomm Pvt Ltd	300,000	9.23%	300,000	9.23%
Glaze Construction (P) Ltd	300,000	9.23%	300,000	9.23%
Dikshit Kumar Choudhary	600,000	18.47%	600,000	18.47%
Shiv Parvati Leasing Limited	300,000	9.23%	300,000	9.23%
Total	2,100,000	64.62%	2,100,000	64.62%

(iii) Rights, preferences and restrictions attached to Shares

The Company has only one class of equity shares having a par value of Rs 10 each. Each shareholder is eligible for one vote per share held.

(iv) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Class of shares / Name of shareholder	As at 31st March, 2021		As at 31st March, 2020	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights	-	-	-	-
Equity shares with differential voting rights	-	-	-	-
Compulsorily convertible preference shares	-	-	-	-
Optionally convertible preference shares	-	-	-	-
Redeemable preference shares	-	-	-	-

(v) No shares have been reserved for issue under options and contracts/commitments for the sale of shares.

(vi) No shares have been brought back by the Company during the period of 5 years preceding the date at which the Balance Sheet is prepared.

(vii) No convertible securities have been issued by the Company during the year.

(viii) No calls are unpaid by any director or officer of the Company.

JAIN VANIJYA UDYOG LIMITED

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Notes forming part of the financial statements

Changes in Equity Share Capital

A. Equity Share Capital	Amount
Particulars	('000)
Balance as at March 31, 2020	32,490
Changes in Equity Share Capital	-
Balance as at March 31, 2021	32,490

Note No. 13

B. Other Equity				Amount('000)
Particulars	General Reserve	Statutory Reserve	Retained Earnings	Total Other Equity
Balance as at March 31, 2020	4.00	500.13	(10,573.33)	(10,069.19)
Addition:				
Excess Provision Provided In A.Y. 2019-20	-	-		-
Profit/(Loss) for the year	-	3,835.07	15,340.29	19,175.36
Other Comprehensive Income/(Expense)	-	-	-	-
Total Comprehensive Income for the year	4.00	4,335.20	4,766.96	9,106.17
Transfer In Equity	-	-	-	-
Balance as at March 31, 2021	4.00	4,335.20	4,766.96	9,106.17

Particulars	General Reserve	Statutory Reserve	Retained Earnings	Total Other Equity
Balance as at March 31, 2019	4.00	500.13	(584.64)	(80.51)
Addition:				
Excess Provision Provided In A.Y. 2019-20	-	-	2.20	2.20
Profit/(Loss) for the year	-	-	(9,990.88)	(9,990.88)
Other Comprehensive Income/(Expense)	-	-	-	-
Total Comprehensive Income for the year	4.00	500.13	(10,573.33)	(10,069.19)
Transfer In Equity	-	-	-	-
Balance as at March 31, 2020	4.00	500.13	(10,573.33)	(10,069.19)

JAIN VANIJYA UDYOG LIMITED

98, CHRISTOPHER ROAD, FLAT-1, B-5, VRINDAVAN GARDEN, KOLKATA - 700046
CIN: L51909WB1984PLC038212

Notes to Financial Statements		Amount ('000)
Particulars	Figures as at 31.03.2020 (Rs)	Figures as at 31.03.2020 (Rs)
Note No: 14		
Interest Income		
Interest received from Edelweiss	-	2.38
Interest received from Anadrathi Fd	-	313.81
Interest from Income Tax Refund	0.24	-
	0.24	316.19
Note No: 15		
Other Income		
Reversal of Penalty Charges	-	74.50
	-	74.50
Note No: 16		
Changes in Inventories of Stock in Trade		
Opening Stock	-	16,832.43
Less: Closing Stock	-	-
	-	16,832.43
Note No: 17		
Employee Benefits Expenses		
Salary	6,896.00	5,900.00
	6,896.00	5,900.00
Note No: 18		
Others expenses		
Advertising Expenses	9.88	16.85
Audit Fees	28.50	57.00
Bank Charges	0.27	-
Car Insurance	-	66.71
Car Servicing	82.23	177.68
Depository Fees	29.50	123.90
Filing Fees	8.40	9.00
General Expenses	56.81	67.42
Interest on Car Loan	56.06	-
Interest on TDS	-	0.25
Membership Fees	5.90	-
Printing & Stationery	6.80	8.76
Professional & Consultancy Fees	37.79	69.73
Rent	180.00	-
Share Dealing Expenses	1.91	34.70
Travelling & Conveyance	15.28	50.09
Website Expenses	8.00	8.00
	527.33	690.09

JAIN VANIJYA UDYOG LIMITED

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VRINDAVAN GARDEN, KOLKATA - 700046
CIN: L51909WB1984PLC038212

Note 19: Notes forming part of the financial statements

➤ **Basis of Preparation of financial statements**

The Company maintains its accounts on accrual basis following the historical cost convention in accordance with generally accepted accounting principles ["GAAP"] in India. GAAP comprises mandatory accounting standards as prescribed under section 133 of Companies Act, 2013 (the Act) read with Rule 7 of Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

➤ **Use of estimates**

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known/ materialize.

➤ **Revenue Recognitions**

Revenue in respect of all other income is recognized when a reasonable certainty as to its realization exists.

➤ **Employee Benefits**

All Employees benefits falling due wholly within twelve month of rendering the services are classified as short term employee benefits which include benefits like salary, wages, short term compensated, absences and performance incentives and are recognized as expense in the period in which the employee renders the related services.

➤ **Material events after balance sheet date**

Events which are of material nature after the balance sheet date are accounted for in the accounts.

➤ **Inventories**

Inventories are stated at cost or net realisable value whichever is lower. Cost is determined on First-In-First-Out basis.

Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

‘Cost’ comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventory to the present location and condition.

During the year under review, inventories were converted into investments and accounting treatment has been followed.

➤ **Earnings per share**

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations.

➤ **Fixed Assets & Depreciation**

Fixed Assets are stated at historical cost. Cost for the purpose includes all costs attributable to bringing the specified asset to its present location.

Depreciation on Fixed Assets is charged on Written down value method at the rates and manner as specified under Schedule II to the Companies Act, 2013.

➤ **Cash and Cash equivalents**

Cash and Cash equivalents comprise cash and cash on deposit with banks and corporations. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

➤ **Cash Flow Statements**

Cash Flow Statement has been prepared in accordance with Accounting Standard 3 issued by Institute of Chartered Accountants of India.

Note:"Previous Year's figure has been regrouped rearranged wherever considered necessary".

For S Dalmia & Co
Chartered Accountants
FRN No: 329297E

For and on behalf of Board of Directors

Sd/-

Shashi Kant Dalmia
(Proprietor)
Membership No: - 062797

UDIN: 21062797AAAAAN9404

Sd/-

Ankita Mahansaria
Managing Director
DIN: 09083595

Sd/-

Alankrita Jain Soni
Director
DIN: 08285019

Date: 02/06/2021

Place: Kolkata

Sd/-

Vikash Kr Sharma
Company Secretary

Sd/-

Ruchika Soni Ratch
CFO

JAIN VANIJYA UDYOG LIMITED

Regd. Office: 98, Christopher Road, Flat-1,

B-5, Vrindavan Garden, Kolkata-700 046

Ph: 033-2328 0003

Email id: info@jainvanijya.com, Website: www.jainvanijya.com

CIN: L51909WB1984PLC038212

Notice is hereby given that the 37th Annual General Meeting of the Members of Jain Vanijya Udyog Limited will be held at **98, Christopher Road, Vrindavan Garden, Conference Hall, Kolkata-700046** on Monday, 12th day of July, 2021 at 11.30 A.M to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at March 31, 2021, the Statement of Profit & Loss and the Cash Flow Statements for the year ended on that date and the reports of the Board of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mrs. Alankrita Jain Soni (DIN: 08285019) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. **APPOINTMENT OF MRS. ANKITA MAHANSARIA (DIN: 09083595) AS MANAGING DIRECTOR**

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

"RESOLVED THAT pursuant to the provisions of Section 152, 160, 161 read with Articles of Association of the Company and all other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any modifications, re-enactments and amendments thereof), the consent of the Members be and is hereby accorded for appointment of Mrs. Ankita Mahansaria (DIN: 09083595), who was earlier appointed as an Additional Director and was also designated as Managing Director w.e.f. 10th March, 2021 by the Board and who shall be eligible to hold office up to the date of ensuing Annual General Meeting."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 & 203 and other applicable provisions, if any, of the Companies Act, 2013, ("the Act"), read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and subject to the approval of the Central Government, as may be required and such other permissions, sanction(s)

authorities, the consent of the Members of the Company be and is hereby accorded to appoint Mrs. Ankita Mahansaria (DIN: 09083595) as Managing Director of the Company, who shall not be liable to retire by rotation and designated as 'Managing Director' for a period of 5 (Five) years commencing from 10th March, 2021 on such terms and conditions including remuneration, as set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of her appointment) with the authority to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mrs. Ankita Mahansaria."

"RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to alter, revise and amend the terms and conditions of appointment and remuneration payable to Mrs. Ankita Mahansaria, Managing Director, subject to the overall limits as specified in this resolution and in accordance with the applicable provisions of the Companies Act, 2013 and Schedule V thereto and approval of the Central Government and other appropriate authorities, which may be obtained for the same

"RESOLVED FURTHER THAT any of the Director of the Company, be and is hereby authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

4. REGULARIZATION OF APPOINTMENT OF MRS. MEGHA DALMIA (DIN: 03426379) AS NON-EXECUTIVE INDEPENDENT DIRECTOR

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

"RESOLVED THAT pursuant to Section 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendations of Nomination and Remuneration Committee and approval from the board, Mrs. Megha Dalmia (DIN: 03426379), who was appointed as an Additional Director on 10th March, 2021 and who holds office upto the date of the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Independent Director of the Company who shall hold office for a period of 5 consecutive years and whose office shall not be liable to retire by rotation."

“RESOLVED FURTHER THAT any of the Director of the Company, be and is hereby authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

5. REGULARIZATION OF APPOINTMENT OF MRS. REKHA AGARWAL (DIN: 09178194) AS NON-EXECUTIVE INDEPENDENT DIRECTOR

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

“RESOLVED THAT pursuant to Section 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendations of Nomination and Remuneration Committee and approval from the board, Mrs. Rekha Agarwal (DIN: 09178194), who was appointed as an Additional Director on 2nd June, 2021 and who holds office upto the date of the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Independent Director of the Company who shall hold office for a period of 5 consecutive years and whose office shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT any of the Director of the Company, be and is hereby authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

6. RECLASSIFICATION OF MEMBERS OF THE PROMOTER/PROMOTER GROUP TO THE PUBLIC SHAREHOLDER CATEGORY

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

“RESOLVED THAT pursuant to Regulation 31A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI LODR”**) read with other applicable laws (including any statutory modifications or reenactments thereof for the time being in force), subject to necessary approvals from the SEBI, Stock Exchanges and other appropriate statutory authorities as may be deemed necessary, consent of the Members of the Company be and is hereby accorded for the reclassification of the position all existing promoters (hereinafter individually & jointly referred to as the ‘Applicants’) forming part of the Promoters from ‘Promoter & Promoter Group Category’ to ‘Public Category’ the names of promoters who has placed their application for reclassification are as follows:

S/N	Name of Identified Promoter / Promoter Group to be reclassified as "public shareholder"	Number of shares held
1	Aashish Jajodia	-
2	Aditya Jajodia	-
3	Devendra Prasad Jajodia	-
4	Gourav Jajodia	-
5	Kanchan Jajodia	-
6	Rajiv Jajodia	-
7	Rina Jajodia	-
8	Sangeeta Jajodia	-
9	Sanjiv Jajodia	-
10	Seema Jajodia	-

“RESOLVED FURTHER THAT pursuant to approval of the SEBI/Stock Exchange upon application for reclassification of the aforementioned applicants, the Company shall effect such reclassification in the Statement of Shareholding Pattern from immediate succeeding quarter under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions.”

“RESOLVED FURTHER THAT any of the Directors of the Company or such other person as authorized by the Board, be and is hereby authorized to submit application for reclassification to the SEBI Board, Stock Exchange, where the equity shares of the Company are listed or any other regulatory body, as may be required and to take such steps expedient or desirable to give effect to this resolution and to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard without requiring to secure any further consent or approval of the members of the Company."

Place: Kolkata
Directors
Dated: 02.06.2021

By Order of the Board of

Sd/-
Ankita
Mahansaria
Managing Director
(DIN: 09083595)

NOTES:

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY SO APPOINTED NEED NOT TO BE MEMBER OF THE COMPANY. THE PROXY FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

Pursuant to the provisions of Section 105 of the Companies Act, 2013 and rules framed thereunder, a person can act as a proxy on behalf of a member or members not exceeding 50 (Fifty) and holding in aggregate not more than 10% of the total share capital of the company carrying voting rights. Also, a member holding more than 10% of the total share capital of the company carrying voting rights, may appoint a single person as a proxy provided that such a person shall not act as a proxy for any other member or person.

1. Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), relating to the Special Business to be transacted at this Annual General Meeting ('AGM'), is annexed.
2. The Member /Proxies should bring the Attendance Slip Sent herewith duly filled for attending the Meeting.
3. Members holding shares in physical form are requested to inform the following additional information to the Registrar and Transfer Agents viz., ABS Consultant Pvt. Limited at 99, Stephen House, 6th Floor, 4, B.B.D. Bag (East), Kolkata-700 001
 - a. Email Id
 - b. PAN No
 - c. Unique Identification No.
 - d. Mother's Name
 - e. Occupation
 - f. In case of a minor (Guardian's Name and date of birth of the Member)
 - g. CIN (In case the member is a body corporate)
4. All the registers and relevant documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days except holidays between 11.00AM - 1.00 P.M up to the date of Annual General Meeting.
5. In view of the pandemic Covid-19, we are following all the Social distancing norms for the Members present at the AGM. Following precautions and rules shall be strictly followed by each and every member present at the AGM:
 - a. No entry will be allowed without mask.

- b. For those who will attend the AGM, the Company will set up a screening point at the entrance of the meeting room to measure every attendee's body temperature. The Company reserves the right to deny entry to anyone with a temperature of 37.5 degrees Celsius or higher, anyone showing symptoms of fever, or anyone who has returned from a high-risk country (according to the announcement of the Ministry of Public Health) less than 14 days before the Meeting.
 - c. Planned speeches are limited to a minimum in order to reduce the length of the AGM. The AGM will conclude immediately after the mandatory items of the agenda has been discussed.
 - d. The number of functionaries and employees present at the AGM will be minimum.
 - e. No members of the Nomination Committee, the Board of Directors, representatives for the Auditors, functionaries or employees, who have experienced respiratory problems in combination with a fever during the 14 days immediately preceding the meeting, will attend the AGM. Shareholders and proxies are kindly requested to observe the same behavior.
 - f. No food packets will be allowed from outside.
 - g. Sitting arrangements for the members is done at a distance of 6 feet at the AGM.
6. The Register of Directors and Key Managerial Personnel (KMPs) and their shareholding maintained under Section 170 of Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
7. Members desirous of obtaining any relevant information with regard to the accounts of the Company at the Meeting are requested to send their requests to the Company at least 7 (seven) days before the date of the Meeting, so as to enable the Company to keep the information ready.
8. Electronic copy of the notice of the 37th Annual General Meeting (AGM) inter alia including the process and manner for e-voting along with proxy form and attendance slip will be send to the members whose email-id is registered with the Company/ Depository Participant for communication purposes. However, the members who have not registered their email address shall be furnished with physical copy of the same in the permitted mode.

9. Shareholders are requested to affix their signatures at the space provided on the Attendance Slip and DP ID for easy identification of attendance at the meeting.
10. Shareholders who hold shares in dematerialized form are requested to bring their client ID and DP ID for easy identification of attendance at the meeting.
11. Corporate shareholders intending to send their authorized representatives are requested to serve a duly certified copy of the Boards Resolution authorizing their representatives to attend and vote at the AGM.
12. Shareholders are requested to notify immediately any change in their address to the Company Registrar and Transfer Agents viz., **ABS Consultant Pvt. Limited** at 99, Stephen House, 6th Floor, 4, B.B.D. Bag (East), Kolkata-700 001 Contact No.:(033) 2230 1043,2243 0153, E-Mail: absconsultant99@gmail.com
13. Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books of the Company shall remain closed from 6th July, 2021 (Tuesday) to 12th July (Monday) (both days inclusive).
14. Distribution of Gifts: In conformity with regulatory requirements, the Company will **NOT** be distributing any gift, gift coupons or cash in lieu of gifts at the AGM or in connection therewith.
15. Consolidation of Multiple Folios: Members who hold Shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to write to the Company's Registrar and Share Transfer Agents, ABS Consultant Private Limited, enclosing their Share Certificates to enable the Company to consolidate their holdings into a single folio.
16. New Certificates: Members who have not yet surrendered their old Share Certificate(s) for exchange with new Certificate(s) bearing hologram, logo and barcoding are requested to surrender the same to the Company's Registrar and Share Transfer Agents, ABS Consultant Private Limited.
17. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents.

18. Voting through Electronic Means

- I.** Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/ AGM will be provided by CDSL.
- II.** In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://jainvanijya.com/>. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
- III. Voting at the AGM:** The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The process and manner for remote e-voting are as under:**
 - (i) The voting period begins on 9th July, 2021 at 9.00 am and ends on 11th July, 2021 at 5.00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 5th July, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all

shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below

<u>Type of shareholders</u>	<u>Login Method</u>
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e.

	<p>CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to</p>

securities in demat mode) login through their Depository Participants	NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

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

(v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on "Shareholders" module.
3. Now enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.

5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz info@jainvanijya.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

19. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, through e-mail at agarwalvj18@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 11th July, 2021 up to 5:00 pm without which the vote shall not be treated as valid.
20. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 5th July, 2021. A person who is not a member as on cut-off date should treat this notice for information purpose only.
21. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 4th June, 2021.
22. The shareholders shall have one vote per equity share held by them as on the cut-off date of 5th July, 2021. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
23. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 5th July, 2021 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
24. Investors, who became members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the cut-off date i.e., 5th July, 2021 are requested to send the written / email communication to the Company at info@jainvanijya.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
25. The Company has appointed M/S. BA & Associates (Practicing Company Secretaries) (Membership No. FCS -10323) to act as the Scrutinizer for remote e-voting process in a fair and transparent manner. The Scrutinizer shall immediately after the conclusion of voting

at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, within 48 hours of the conclusion of the AGM, forthwith to the Managing Director.

26. The Results shall be declared at or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.jainvanijya.com and on the website of CDSL www.evotingindia.com and the same shall also be communicated to CSE Limited where the shares of the Company are listed.

Place: Kolkata

Directors

Dated: 02.06.2021

By Order of the Board of

Sd/-

Ankita

Mahansaria

Managing Director

(DIN: 09083595)

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

The following explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force), sets out all material facts relating to the business items of the accompanying Notice.

Item No: 3

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their Meeting held on 10th day of March, 2021 has appointed Mrs. Ankita Mahansaria (DIN: 09083595) as the Managing Director of the Company for a period of 5 years with effect from 10th day of March, 2021 on such terms and conditions as set out below and subject to the approval by the Shareholders of the Company.

Mrs. Ankita Mahansaria, daughter of Purushottam Kejriwal and wife of Mr. Barun Mahansaria is presently residing at Aradhana Apartment, 27 Rafi Ahmed Kidwai Road, Flat- 3C, North 24 Parganas, Kolkata-700055. She has completed her graduation in the field of Commerce & Finance from Calcutta University. She has been Chief Financial Officer of a listed Company and is expertised in the field of Management and Finance. She has been actively involved in various fields particularly administration, planning and management of the Company.

The payment of remuneration has already been approved by the Nomination & Remuneration Committee in their meeting held on 10th day of March, 2021 & subsequently by the Board of Directors in their Board Meeting held on the same date. Therefore, the Board proposes to seek approval of the Shareholders of the Company, approving the payment of remuneration in proportion to the profit of the Company to Mrs. Ankita Mahansaria as detailed here under:

Salary: No fix salary on monthly basis, except lump sum amount to be paid based on the increase of turnover and profitability and further approved from time to time by the Board of Directors and subject to overall limit as prescribed under Schedule V of the Companies Act, 2013.

Perquisite: For such amount as may be decided by the Board of Directors.

Minimum Remuneration: Notwithstanding anything herein contained, where in any financial year during the period of his office as a Managing Director, the Company has no profits or its profits are inadequate, the Company shall not pay any remuneration or may pay such reduced lump sum amount as Board may deem fit by way of salary, allowances, perquisites as laid down in Section II of Part II of Schedule V to the Companies Act, 2013.

Duties and Powers:

The Managing Director shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its associated companies and/ or subsidiaries, including performing duties as assigned to the Managing Director by the Board from time to time by serving on the boards of such associated companies and/ or subsidiaries or any other executive body or any committee of such a company.

The Managing Director shall not exceed the powers so delegated by the Board pursuant to clause (a) above.

The Managing Director undertakes to employ the best of his skill and ability and to make his utmost endeavors to promote the interests and welfare of the Company and to conform to and comply with the policies and regulations of the Company and all such orders and directions as may be given to him from time to time by the Board.

Other Terms and conditions:

The Managing Director shall not be liable to retire by rotation.

This Agreement is subject to termination by either party giving to the other party one (1) month notice in writing at the party's address given above or by making a payment of equivalent salary in lieu thereof.

The Company may terminate this Agreement forthwith by notice in writing to Mrs. Ankita Mahansaria if she shall become bankrupt or make any composition or arrangement with her creditors or if she shall cease to be a Director or shall commit a breach of any of the terms, conditions and stipulations herein contained on her part to be observed and performed.

Mrs. Ankita Mahansaria shall during his term, abide by the provisions of the Company's Code of Conduct and the core policies in spirit and in letter and commit to assure its implementation.

This agreement is subject to the jurisdiction of the Courts of Kolkata. The aforesaid information may be treated as an abstract of terms under the provisions of the Companies Act, 2013. The specified information while seeking approval/ consent of the shareholders as required under Schedule V is listed out herein below:

In compliance with the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Act, read with Schedule V thereto, the terms of appointment and remuneration specified above are now being placed before the Members for their approval.

Except Mrs. Ankita Mahansaria (the appointee), none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in this Resolution.

The above may be treated as a written memorandum setting out the terms of appointment of Mrs. Ankita Mahansaria under Section 190 of the Act.

The Board recommends the resolution set forth in Item No. 3 for the approval of the Members.

Item No: 4

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their Meeting held on 10th day of March, 2021 has appointed Mrs. Megha Dalmia (DIN: 03426379) as the Additional Non-Executive Independent Director of the Company for a period of 5 years with effect from 10th day of March, 2021 who shall be eligible to hold office up to the date of ensuing Annual General Meeting on such terms and conditions as decided by the Board and subject to the approval by the Shareholders of the Company.

Mrs. Megha Dalmia is a Chartered Accountant by profession having vast knowledge in the field of Finance, Management and Administration having experience of more than 10 years. She is neither related to any director nor has any shareholding in the Company. Her office shall not be eligible for retire by rotation. She is further not debarred from holding office of director by virtue of SEBI or any such authority. The Board is of the view that her appointment on the

Board of the Company is desirable and would be beneficial to the Company and hence it recommends the said resolution No 4 for approval by the Members of the Company.

Item No: 5

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their Meeting held on 2nd day of June, 2021 has appointed Mrs. Rekha Agarwal (DIN: 09178194) as the Additional Non-Executive Independent Director of the Company for a period of 5 years with effect from 2nd day of June, 2021 who shall be eligible to hold office up to the date of ensuing Annual General Meeting on such terms and conditions as decided by the Board and subject to the approval by the Shareholders of the Company.

Mrs. Rekha Agarwal is a Company Secretary by profession having vast knowledge in the field of Legal, Finance, Management and Administration having experience of more than 10 years. She is neither related to any director nor has any shareholding in the Company. Her office shall not be eligible for retire by rotation. She is further not debarred from holding office of director by virtue of SEBI or any such authority. The Board is of the view that her appointment on the Board of the Company is desirable and would be beneficial to the Company and hence it recommends the said resolution No 4 for approval by the Members of the Company.

Item No: 6

Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as 'Listing Regulations, 2015'), has provided a regulatory mechanism for re- classification of 'Promoters' as 'Public Shareholders' subject to fulfillment of conditions as provided therein. In this regard, the Company has received application from existing promoter group persons pursuant to Regulation 31A of the Listing Regulations, 2015 for re- classifying them under the Public Category and allow them to exit from the Promoter & Promoter Group category. They have expressed their unwillingness to act as promoters/directors and to disassociate from any decision making process or having any direct or indirect control of the affairs of the Company or any special rights through formal or informal arrangements, subject to approval of the SEBI / Stock Exchanges, as may be required.

Details of Shareholding of Promoters who has made application for reclassification them as Public Shareholder as on the date of their application:

S/N	Name of Identified Promoter / Promoter Group to be reclassified as "public shareholder"	Number of shares held as on 14.01.2021
1	Aashish Jajodia	-
2	Aditya Jajodia	-
3	Devendra Prasad Jajodia	-
4	Gourav Jajodia	-
5	Kanchan Jajodia	-
6	Rajiv Jajodia	-

7	Rina Jajodia	-
8	Sangeeta Jajodia	-
9	Sanjiv Jajodia	-
10	Seema Jajodia	-

Further, persons related to the Promoter Group seeking re-classification shall not vote to approve such reclassification request.

Post approval from the members, further appropriate steps including approval from the Calcutta Stock Exchange Limited will be taken by the Company for the reclassification of Promoter Group

Your Directors, therefore, recommend the resolution for your approval by way of an Ordinary Resolution set out at Item no. 1 of the accompanying Notice.

None of the Directors, Key Managerial Personnel or any of their relative, is in anyway, concerned or interested, financially or otherwise, in the above resolution, except to the extent of their respective shareholding in the Company.

Place: Kolkata

Directors

Dated: 02.06.2021

By Order of the Board of

**Sd/-
Ankita
Mahansaria
Managing Director
(DIN: 09083595)**

Details of Directors seeking appointment at 37th Annual General Meeting
[Pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Director	<u>Ankita Mahansaria</u>	<u>Megha Dalmia</u>	<u>Rekha Agarwal</u>
Director Identification Number (DIN)	09083595	03426379	09178194
Date of Birth	05.08.1989	08.08.1982	07.07.1984
Nationality	Indian	Indian	Indian
Date of Appointment on Board	10.03.2021	10.03.2021	02.06.2021
Expertise in specific functional area	Management & Finance	Finance, Management & Administration	Legal, Finance, Management & Administration
Shareholding in Jain Vanijya Udyog Limited	-	-	-
List of Directorships held in other Listed Companies (excluding foreign, private and Section 8 Companies)	-	-	-
Relationships between the Directors inter-se	-	-	-
Memberships/ Chairmanships of committees of other public companies**	-	-	-

JAIN VANIJYA UDYOG LIMITED

Regd Office: 98,CHRISTOPHER ROAD,FLAT-1,B-5 VRINDAVAN GARDEN,KOLKATA-700046

West Bengal

Tel No: 033-23280003, email:info@jainvanijya.com, Website: www.jainvanijya.com

CIN : L51909WB1984PLC038212

ATTENDANCE SLIP

I/We hereby record my/our presence at the 37 th Annual General Meeting of the Company to be held on Monday, 12th July, 2021 at 11.30 A.M. at 98, Christopher Road, Vrindavan Garden, Conference Hall, Kolkata-700046 West Bengal.	Folio/DP ID & Client ID No.:
	Name :
	Address :
	Joint holders Name :
	Shares

.....

Name of Proxy (in BLOCK LETTERS)

Signature of Shareholder/Proxy Present

Notes: Members/Proxy holders who wish to attend the Annual General Meeting (AGM) must bring their Admission Slips to the AGM and hand over the same duly signed at the entrance. Duplicate Admission Slips will not be issued at the venue.

ELECTRONIC VOTING PARTICULARS

EVSN	USER ID	PAN/Sequence Number
210610001		

The e-Voting facility will be available during the following voting period:

Remote e-Voting Start On	Remote e-Voting End On
9th July, 2021 at 9:00 A.M. (IST)	11th July, 2021 at 5:00 P.M. (IST)

Please read the instructions mentioned in the Notice of the AGM before exercising your vote.

JAIN VANIJYA UDYOG LIMITED

Regd Office: 98,CHRISTOPHER ROAD,FLAT-1,B-5 VRINDAVAN GARDEN,KOLKATA-700046

West Bengal

Tel No: 033-23280003, email:info@jainvanijya.com, Website: www.jainvanijya.com

CIN : L51909WB1984PLC038212

PROXY FORM

MGT-11

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

Name of the shareholder:

Registered address:

E-mail ID:

Folio No. / Client ID:

DP ID:

I / we, being the shareholder(s) of shares of the above-named company, hereby appoint

Name_____Address_____

—

Email Id_____Signature_____or failing him

Name_____Address_____

—

Email Id_____Signature_____ or failing him

Name_____Address_____

—

EmailId_____Signature_____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36th Annual General Meeting of the Company, to be held on Monday, 12th July, 2021 at 11.30 A.M at 98, Christopher Road, Vrindavan Garden, Conference Hall, Kolkata-700046 West Bengal and at any adjournment thereof in respect of such resolutions as are indicated below:

Resol ution No.	Resolutions	Optional	
		For	Against
1.	To receive, consider and adopt the Audited Balance Sheet of the Company as at March 31, 2021, the Statement of Profit & Loss and the Cash Flow Statements for the year ended on that date and the reports of the Board of Directors' and Auditors' thereon.		
2.	To appoint a Director in place of Mrs. Alankrita Jain Soni (DIN: 08285019) who retires by rotation and being eligible, offers himself for re-appointment.		
3.	Appointment of Mrs. Ankita Mahansaria (DIN-09083595) as Managing Director of the Company.		

4.	Appointment of Mrs. Megha Dalmia (DIN-03426379) as Director (Non-Executive, Independent) of the Company		
5	Appointment of Mrs. Rekha Agarwal (DIN-09178194) as Director (Non-Executive, Independent) of the Company		
6	Re-classification of Members of the promoter/promoter group to public shareholder category		

Signed this day of2021

Member's Folio /DP ID& Client ID No.....

Signature of Shareholder(s).....

Signature of Proxy holder (s)

Affix
Revenue
Stamp

Note: 1. This form of Proxy in order to be effective should be duly completed, stamped and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. The Proxy-holder shall prove his identity at the time of attending the Meeting. Proxies are requested to carry photo identification to the venue of the Meeting.

3. When a Member appoints a Proxy and both the Member and Proxy attend the meeting, the Proxy stands automatically revoked.

4. If appointed for more than 50 (fifty) Members, the Proxy shall choose any 50 (fifty) Members and confirm the same to the Company before the commencement of specified period for inspection. In case, the Proxy fails to do so, the Company shall consider only the first 50 (fifty) proxies received as valid.

5. Any alteration or correction made to this Proxy form must be initialled by the signatory/signatories.

6. If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/she thinks fit.

Route Map

