

JAIN VANIJYA UDYOG LIMITED

ANNUAL REPORT 2018-19

CONTENTS

◉ COMPANY INFORMATION.....	02
◉ BOARD'S REPORT.....	05
◉ MANAGEMENT DISCUSSION AND ANALYSIS REPORT.....	21
◉ MD CERTIFICATES ON FINANCIALS.....	22
◉ INDEPENDENT AUDITOR'S REPORT.....	24
◉ FINANCIALS.....	35
◉ NOTICE.....	45

COMPANY INFORMATION

❑ **CSE SCRIP CODE:-** 020086

❑ **CIN:-** L51909WB1984PLC038212

❑ **BOARD OF DIRECTORS:**

✓ RAHUL SONI	MANAGING DIRECTOR
✓ HARSH VARDHAN MAHIPAL	NON-EXECUTIVE INDEPENDENT DIRECTOR
✓ MANJU SONI	EXECUTIVE DIRECTOR
✓ VIJAY LALTAPRASAD YADAV	EXECUTIVE DIRECTOR

❑ **KEY MANAGERIAL PERSONNEL:-**

✓ MANJU SONI	CHIEF FINANCIAL OFFICER
--------------	-------------------------

COMPANY INFORMATION

AUDITORS

STATUTORY AUDITORS

M/S S DALMIA & CO.

CHARTERED ACCOUNTANTS

BLOCK 6, FLAT 1A, REGENT GARDEN, GHOSH
PARA, SOLO FOOT RAASTA, KRISHNAPUR,
KOLKATA-700102

FIRM REGISTRATION NO. 329297E

SECRETARIAL AUDITOR

MS PRIYANKA DHANUKA

PRACTICING COMPANY SECRETARY

227/4, MANIKTALA MAIN ROAD,
PITALPARA GALI, KANKURGACHI, 3RD
FLOOR, KOLKATA-700056

C.P. NO. 15862

INTERNAL AUDITOR

M/S RINKU JAIN & CO.

CHARTERED ACCOUNTANT

P-888, BLOCK A, LAKE TOWN, 4TH FLOOR,
KOLKATA-700089

COMPANY INFORMATION

❑ **REGISTRAR & SHARE TRANSFER AGENT:-**

ABS CONSULTANT PRIVATE LIMITED

ADDRESS: 99, STEPHEN HOUSE, 6TH FLOOR, 4, B.B.D. BAGH (EAST), KOLKATA-700001

EMAIL: ABSCONSULTANT99@GMAIL.COM

PHONE: (033) 2230 1043, 2243 0153

❑ **BANKERS:-**

HDFC BANK

KOTAK 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 2018-19

Dear Members,

The Directors have pleasure in presenting their 35th Annual Report on the business and operations of the Company together with the audited financial statements for the financial year ended March 31st, 2019.

1. Financial Performance of the Company

(Rs in'000)

Particulars	2018-19	2017-18
Revenue from Operations	25,573.32	37,355.84
Other Income	5,992.01	(226.32)
Total Income	31,565.33	37,129.52
<u>Less:</u> Expenditure	31,140.80	35,927.78
Depreciation	533.38	695.42
Total Expenses	31,674.18	36,623.20
Profit/ (Loss) before tax	(108.85)	506.31
<u>Less:</u> Current Tax	2.18	182.71
Deferred Tax	(34.64)	(55.01)
Provision for standard assets	12.84	12.50
Profit/(Loss) for the year	(89.22)	366.11
Earnings per share (of Rs. 10/- each)		
a) Basic	(0.03)	0.11
b) Diluted	(0.03)	0.11

2. Dividend

The board decided not to recommend any payment of dividend for the financial year 2018-19.

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 proposed not to transfer any amount to 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, Ms. Priyanka Dhanuka was appointed as the Secretarial Auditors of the Company to carry out the secretarial audit for the year ending 31st March, 2019. 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

M/S Rinku Jain & Company, 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, 2019 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. Vikash Kumar Sharma, Company Secretary was appointed with effect from 12th November, 2018.
2. Mr. Arnav Gupta resigned from the post of independent director with effect from 23rd June, 2018.

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

Mr. Harsh Vardhan Mahipal and Mr. Arnav Gupta, 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 25th May, 2018.

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, 2018, 5 (Five) Meetings of the Board of Directors of the Company was held on the following dates:

- i) 25/05/2018
- ii) 04/07/2018
- iii) 13/08/2018
- iv) 12/11/2018 and
- v) 12/02/2019

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.

Audit Committee:

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, 2019 the committee consisted of 3 members Harsh Vardhan Mahipal, Rahul Soni and Manju Soni.

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 2018-19.

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.

BSE Listing

The Company has applied for listing of its equity shares at BSE Ltd. The Company has received in principle approval from BSE vide letter dated 6th April, 2016 however, the final approval is still awaited.

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.

35. 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.

36. 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.

39. 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.

38. 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 the Board of Directors

**Sd/-
Rahul Soni
Managing Director
(DIN: 03123082)**

**Sd/-
Manju Soni
Director & CFO
(DIN: 00470873)**

**Place: Kolkata
Date: 24/05/2019**

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2019

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-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	205,750	205,750	6.33%	-	205,750	205,750	6.33%	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)	-	205,750	205,750	6.33%	-	205,750	205,750	6.33%	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)	-	205,750	205,750	6.33%	-	205,750	205,750	6.33%	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) FIs	-	-	-	-	-	-	-	-	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	2250000	-	2250000	69.25%	1950000	-	1950000	60.02%	-9.23%
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	600,000	11,000	611,000	18.81%	900,000	11,000	911,000	28.04%	9.23%
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):-	3,000,000	43,250	3,043,250	93.67%	3,000,000	43,250	3,043,250	93.67%	0.00%
Total Public (B)	3,000,000	43,250	3,043,250	93.67%	3,000,000	43,250	3,043,250	93.67%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	3,000,000	249,000	3,249,000	100.00%	3,000,000	249,000	3,249,000	100.00%	0.00%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year 31/03/2018			Shareholding at the end of the year 31/03/2019			% 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	22950	0.71%	0.00%	22950	0.71%	0.00%	0.00%
2	Aditya Jajodia	41000	1.26%	0.00%	41000	1.26%	0.00%	0.00%
3	Devendra Prasad Jajodia	36000	1.11%	0.00%	36000	1.11%	0.00%	0.00%
4	Gourav Jajodia	5000	0.15%	0.00%	5000	0.15%	0.00%	0.00%
5	Kanchan Jajodia	10500	0.32%	0.00%	10500	0.32%	0.00%	0.00%
6	Rajiv Jajodia	46650	1.44%	0.00%	46650	1.44%	0.00%	0.00%
7	Rina Jajodia	8250	0.25%	0.00%	8250	0.25%	0.00%	0.00%
8	Sangeeta Jajodia	15400	0.47%	0.00%	15400	0.47%	0.00%	0.00%
9	Sanjiv Jajodia	15000	0.46%	0.00%	15000	0.46%	0.00%	0.00%
10	Seema Jajodia	5000	0.15%	0.00%	5000	0.15%	0.00%	0.00%
TOTAL		205750	6.33%	0.00%	205750	6.33%	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	205750	6.33%	205,750	6.33%
	Changes during the year	There was no change in the promoter shareholding during the year.			
	At the end of the year	-	-	205750	6.33%

(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 31/03/2018		Cumulative Shareholding during the year 31/03/2019	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Bumpur Power Pvt Ltd						
	At the beginning of the year	1/4/2018		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	9.23%	300,000	9.23%
2	Durgapur Construction Pvt. Ltd						
	At the beginning of the year	1/4/2018		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	9.23%	300,000	9.23%
3	Glaze Construction (P) Ltd						
	At the beginning of the year	1/4/2018		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	9.23%	300,000	9.23%
4	GoodHoop Tie Up Pvt Ltd						
	At the beginning of the year	1/4/2018		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	9.23%	300,000	9.23%
5	Hora Dealcomm Pvt Ltd						
	At the beginning of the year	1/4/2018		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	9.23%	300,000	9.23%
6	Pushpdant Barter (P) Ltd						
	At the beginning of the year	1/4/2018		300,000	9.23%	-	0.00%
	Changes during the year			Transfer			
	At the end of the year	31/03/2019		-	0.00%	-	0.00%
7	Dikshit Kumar Choudhary						
	At the beginning of the year	1/4/2018		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	9.23%	300,000	9.23%
8	DKC Trading Pvt Ltd						
	At the beginning of the year	1/4/2018		300,000	9.23%	-	9.23%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	9.23%	300,000	9.23%
9	Alankita Soni						
	At the beginning of the year	1/4/2018		150,000	4.62%	-	4.62%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	4.62%	150,000	4.62%

10	Surya Prakash Soni						
	At the beginning of the year	1/4/2018		150,000	4.62%	-	4.62%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	4.62%	150,000	4.62%

11	Avni Merchants Pvt Ltd						
	At the beginning of the year	1/4/2018		150,000	4.62%	-	4.62%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		150,000	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	Rahul Soni, Managing Director						
	At the beginning of the year	1/4/2018		150,000	4.62%	-	0.00%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	0.00%	150,000	4.62%
2	Manju Soni, Executive Director						
	At the beginning of the year	1/4/2018		150,000	4.62%	-	0.00%
	Changes during the year			There was no change during the year			
	At the end of the year	31/03/2019		-	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	There was no remuneration paid to the Managing Director, Whole-time Director and/or Manager.	
	Designation		
1	Gross salary		
	(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/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount (Rs)
		Name		Vikash Sharma	
		Designation	CEO	CFO	CS
1	Gross salary	Nil	Nil		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			225,000	225,000
	(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	Nil	Nil	-	-
3	Sweat Equity			-	-
	Commission			-	-
4	- as % of profit			-	-
	- others, specify			-	-
5	Others, please specify			-	-
	Total			225,000	225,000

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 Board of Directors					

Date: 24/05/2019

Place: Kolkata

sd/-

Rahul Soni
Managing Director
(DIN: 03123082)

sd/-

Manju Soni
Director & Chief Financial Officer
(DIN: 00470873)

Form No. MR-3
Secretarial Audit Report

(For the Financial year ended 31st March, 2019)

[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, 2019, 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, 2019 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 subject to the observations noted against each legislations:

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

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 Priyanka Dhanuka
Practicing Company Secretary**

**Place: Kolkata
Date: 24.05.2019**

**Sd/-
Mem No. 40915
CP No: 15862**

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 Priyanka Dhanuka
Practicing Company Secretary**

**Place: Kolkata
Date: 24.05.2019**

**Sd/-
Mem No. 40915
CP No: 15862**

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 the Board of Directors

Sd/- RAHUL SONI
Managing Director
(DIN: 03123082)

Sd/- MANJU SONI
Director & CFO
(DIN: 00470873)

Place: Kolkata
Date: 24/05/2019

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

May 24, 2019

**Jain VanijyaUdyogLimited,
98, Christopher Road, Flat- 1, B-5
Vrindavan Garden,
Kolkata- 700046**

We, Rahul Soni, Managing Director (MD) and Manju Soni, 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, 2019 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, 2019, 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.

Sd/-
Rahul Soni
Managing Director (MD)

Sd/-
ManjuSoni
Chief Financial Officer (CFO)

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, 2019.

Sd/-
Rahul Soni
Managing Director (MD)

Sd/-
ManjuSoni
Chief Financial Officer (CFO)

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 accompanying standalone financial statements of **Jain Vanijya Udyog Limited** ("the Company"), which comprise the balance sheet as at March 31, 2019, the statement of Profit and Loss and the 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 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31st March 2019, the profit 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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, but does not include the standalone financial statements and our auditor's report thereon.

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

Responsibilities of Management 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, the financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of 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 for the Audit of the Financial Statements

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.

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

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

Report on Other Legal and Regulatory Requirements

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:

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.

- a. 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;
- b. The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
- c. In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.
- d. On the basis of written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

- e. 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”.
- f. 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.

Place: Kolkata
Date: 24/05/2019

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

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

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 has been conducted by the management at reasonable intervals as required under clause 3(ii) of the Order.
- 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 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 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.

Place: Kolkata
Date: 24/05/2019

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

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

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 2019, 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 31.03.2019.
- (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 made provision on Standard Assets @0.25% for the current financial year.
- (f) The Company has incurred loss and therefore not transferred 20% of the profit earned during the year to special reserve fund.

Place: Kolkata
Date: 24/05/2019

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

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

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, 2019 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, 2019, based on Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Kolkata
Date: 24/05/2019

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

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

JAIN VANIJYA UDYOG LIMITED

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

CIN: L51909WB1984PLC038212

BALANCE SHEET AS AT 31ST MARCH, 2019

Amount in Rs. ('000)

Particulars	Note No	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
a) Share Capital	1	32,490.00	32,490.00
b) Reserves and Surplus	2	(80.51)	(3.86)
(2) Non Current Liabilities			
a) Long term borrowings	3	-	8,285.11
b) Deferred Tax Liability (Net)		4.60	39.22
(3) Current Liabilities			
a) Trade Payables		-	-
(i) total outstanding dues of micro enterprises and small enterprises; and		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises.	4	-	2.40
b) Other current liabilities	5	292.64	228.50
c) Short term provision	6	27.52	195.21
Total		32,734.24	41,236.57
II. ASSETS			
(1) Non-current assets			
a) Property, Plant and Equipment	7	2,331.24	2,864.52
b) Non current investment	8	0.03	18,000.00
(2) Current assets			
a) Inventories	9	16,832.43	2,648.86
b) Trade Recievables	10	2,975.39	10,553.05
c) Cash & Bank Balances	11	408.20	442.77
d) Short Term Loans & Advances	12	10,186.95	6,727.37
Total		32,734.24	41,236.57

Significant Accounting Policies & Notes to Accounts

20

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
FRN No:329297E

sd/-
(Proprietor)
Shashi Kant Damia
Membership no.-062797

Place:- Kolkata
Dated :- 24th May,2019

For JAIN VANIJYA UDYOG LIMITED

sd/-
Rahul Soni
Managing Director
DIN:03123082

sd/-
Vikash Kr Sharma
Company Secretary

sd/-
Manju Soni
Director & Chief Financial Officer
DIN:00470873

JAIN VANIJYA UDYOG LIMITED

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

CIN: L51909WB1984PLC038212

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2019

Amount in Rs. ('000)

Particulars	Note No	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. Revenue from operations	13	25,573.32	37,355.84
II. Other Income	14	5,992.01	(226.32)
III. Total Revenue(I+II)		31,565.33	37,129.52
IV. Expenses:			
Purchases	15	41,381.09	33,224.06
Change In Inventories	16	(14,183.57)	1,309.46
Employees Benefit Expenses	17	3,179.78	255.61
Depreciation & Ammortisation Expenses	18	533.38	695.42
Others expenses	19	763.50	1,138.66
V. Total Expenses		31,674.18	36,623.20
VI. Profit before tax (III-V)		(108.85)	506.31
VII. Tax expense:			
Current tax		2.18	182.71
Deferred Tax		(34.62)	(55.01)
VIII Provision for Standard Assets		12.84	12.50
		(19.60)	140.20
VIII. Profit/(Loss) for the period (VI-VII)		(89.25)	366.11
IX. Earning per equity share:			
(1) Basic		(0.03)	0.11
(2) Diluted		(0.03)	0.11

Significant Accounting Policies & Notes to Accounts

20

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

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

For JAIN VANIJYA UDYOG LIMITED

sd/-
(Proprietor)
Shashi Kant Damia
Membership no.-062797

Place:- Kolkata
Dated :- 24th May,2019

sd/-
Rahul Soni
Managing Director
DIN:03123082

sd/-
Vikash Kr Sharma
Company Secretary

sd/-
Manju Soni
Director & Chief Financial Officer
DIN:00470873

JAIN VANIJYA UDYOG LIMITED

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

CIN: L51909WB1984PLC038212

CASH FLOW STATEMENT ANNEXURE TO BALANCE SHEET FOR THE YEAR ENDED ON 31.03.2019

		Amount in Rs ('000)	
Particulars	31st March, 2019	31st March, 2018	
A. CASH FLOW FROM OPERATION ACTIVITIES			
Net Profit/(Loss) before tax	(108.85)	506.31	
Adjustment for :			
(a) Depreciation	533.38	695.42	
(b) Income Tax Paid	-	36.35	
(c) Assets Written off	-	-	
OPERATING PROFIT BEFORE WORKING CAPITAL	424.53	1,238.07	
CHANGES			
Adjustment for :			
(a) Trade and Other Receivables	7,577.66	20,754.03	
(b) Current Loans and Advances	(3,459.58)	(2,563.12)	
(c) Inventory	(14,183.57)	1,309.46	
(d) Trade Payables	(2.40)	(30.50)	
(e) Long term borrowings	(8,285.11)	(1,072.95)	
(f) Other Current Liabilities	64.14	(1,097.93)	
CASH GENERATED FROM OPERATION	(17,864.33)	18,537.07	
CASH FLOW BEFORE EXTRAORDINARY ITEMS			
Extraordinary Items Prior Period			
(a) Prior period Expenses/Income	-	-	
(b) Income Tax/Deferred Tax	182.71	356.73	
© Prov for standard assets	(12.50)	-	
NET CASH FLOW FROM OPERATING ACTIVITIES	(18,034.54)	18,180.35	
B. CASH FLOW FROM INVESTING ACTIVITIES			
(a) Purchase of Fixed Assets	-	-	
(b) Purchase/Sale of Investments	17,999.97	(18,000.00)	
NET CASH FLOW IN INVESTING ACTIVITIES	17,999.97	(18,000.00)	
C. CASH FLOW FROM FINANCING ACTIVITIES			
(a) Share Application Money Received	-	-	
NET CASH FLOW IN FINANCING ACTIVITIES	-	-	
Net Increase (Decrease) in Cash (A + B + C)	(34.57)	180.35	
Opening Balance of Cash & Cash Equivalents	442.77	262.42	
Closing Balance of Cash & Cash Equivalents	408.20	442.77	

AUDITOR'S REPORT

We have checked the attached cash flow statement of Jain Vanijya Udyog Limited for the year ended 31st March, 2019 from the books and records maintained by the company in the ordinary course of business and have subject to comparative figures for the year ended 31st March, 2018.

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

sd/-
(Proprietor)
Shashi Kant Damia
Membership no.-062797

Place:- Kolkata
Dated :- 24th May,2019

For JAIN VANIJYA UDYOG LIMITED

sd/-
Rahul Soni
Managing Director
DIN:03123082

sd/-
Vikash Kr Sharma
Company Secretary

sd/-
Manju Soni
Director & Chief Financial Officer
DIN:00470873

JAIN VANIJYA UDYOG LIMITED

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

CIN: L51909WB1984PLC038212

Notes forming part of the financial statements

NOTE NO-1

SHARE CAPITAL

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

(i) Reconciliation of number of shares	As at 31st March, 2019		As at 31st March, 2018	
	Number of shares	Amount (Rs.)	Number of shares	Amount (Rs.)
Equity Shares				
Opening balance	3,249,000	32,490,000	3,249,000	32,490,000
Issued during the year	-	-	-	-
Closing Balance	3,249,000	32,490,000	3,249,000	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 the end of current reporting period		Figures as at the end of previous reporting period	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Durgapur Construction Pvt Ltd	300000	9.23%	300000	9.23%
Bumpur Power Pvt Ltd	300000	9.23%	300000	9.23%
Pushpdant Barter Pvt Ltd	-	-	300000	9.23%
Goodhope Tie Up Pvt Ltd	300000	9.23%	300000	9.23%
Hora Dealcomm Pvt Ltd	300000	9.23%	300000	9.23%
Glaze Construction (P) Ltd	300000	9.23%	300000	9.23%
Dikshit Kumar Choudhary	300000	9.23%	-	-
DKC Trading Pvt Ltd	300000	9.23%	300000	9.23%
Total	2100000	64.61%	2100000	64.61%

(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, 2019		As at 31st March, 2018	
	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	-	-	-	-

JAIN VANIJYA UDYOG LIMITED

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

CIN: L51909WB1984PLC038212

Amount in Rs. ('000)

Particulars	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
NOTE NO - 2		
<u>RESERVE & SURPLUS</u>		
General Reserve		
Balance as per financial statements	4.00	4.00
Add: Additions during the year	-	-
Closing Balance	4.00	4.00
Statutory Reserve		
Balance as per financial statements	500.13	426.91
Add: Additions during the year	-	73.22
Closing Balance	500.13	500.13
Surplus in the Statement of Profit & Loss		
Balance as per last financial statements	(507.99)	(800.88)
Add: Excess Provision for Income Tax for AY 2018-19	12.60	-
Less: MAT Credit Adjusted	-	-
Add: Net Profit for the year	(89.25)	366.11
	(584.64)	(434.77)
Less : Transferred to Statutory Reserve	-	73.22
	(584.64)	(507.99)
TOTAL	(80.51)	(3.86)
NOTE NO - 3		
<u>LONG TERM BORROWINGS</u>		
-Secured loans (Car Loan with HDFC Bank)	-	285.11
-Unsecured loans	-	8,000.00
		8,285.11
NOTE NO - 4		
<u>TRADE PAYABLES</u>		
Sundry Creditors	-	2.40
	-	2.40
NOTE NO - 5		
<u>OTHER CURRENT LIABILITIES</u>		
Unexpired Option Premium	256.88	-
Liability for Expenses	-	208.50
TDS Payable	35.76	20.00
	292.64	228.50
NOTE NO - 6		
<u>SHORT TERM PROVISION</u>		
Provision for Income Tax	2.18	182.71
Provision for standard assets	25.34	12.50
	27.52	195.21
NOTE NO - 7		
<u>PROPERTY, PLANT AND EQUIPMENT</u>		
(Separate sheet attached)		
NOTE NO - 8		
<u>NON CURRENT INVESTMENT (At Cost)</u>		
Investments in Mutual Funds	0.03	18,000.00
	0.03	18,000.00

JAIN VANIJYA UDYOG LIMITED

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

CIN: L51909WB1984PLC038212

Note-7

(i) Tangible Assets

Depreciation As Per Books

Amount in Rs. ('000)

Sl. No.	NAME OF ASSETS	Year	AS AT 01.04.2018	GROSS BLOCK			DEPRECIATION				NET BLOCK	
				ADD DURING THE YEAR		AS AT 31.03.2019	UPTO 01.04.2018	FOR THE YEAR	ADJUSTMENT	UPTO 31.03.2019	AS AT 31.03.2019	AS AT 31.03.2018
				Rs.	P.							
1	Computer	3	745.00	-	-	745.00	707.75	14.90	-	722.65	22.35	37.25
2	Car	2	4,350.41	-	-	4,350.41	1,549.83	516.61	-	2,066.44	2,283.97	2,800.58
3	Air Conditioner	1	29.50	-	-	29.50	2.81	1.87	-	4.68	24.82	26.69
	Total		5,124.91	-	-	5,124.91	2,260.39	533.38	-	2,793.77	2,331.24	2,864.52

Depreciation allowed as per IT Act

Amount in Rs. ('000)

	NAME OF		AS AT	PURCHASES	PURCHASES	AS AT	DEPRECIATION	NET VALUE
	ASSETS	%	01.04.2018	before 30/09	after 30/09	31.03.2019		31.03.2019
			Rs. P.	Rs. P.	Rs. P.	Rs. P.	Rs. P.	
1	CAR	15%	2,671.69	-	-	2,671.69	400.75	2,270.94
2	Car	40%	40.53	-	-	40.53	16.21	24.32
3	Air Conditioner	15%	21.31	-	-	21.31	3.20	18.12
	Total		2,733.54	-	-	2,733.54	416.97	2,313.37

JAIN VANIJYA UDYOG LIMITED

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

CIN: L51909WB1984PLC038212

Amount in Rs. ('000)

Particulars	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
NOTE NO - 9		
<u>INVENTORIES (At Cost or Net Realizable value whichever is lower)</u>		
(As per inventories taken, valued and certified by the management)		
Stock in Trade	16,832.43	2,648.86
	16,832.43	2,648.86
NOTE NO - 10		
<u>TRADE RECIEVABLES</u>		
Sundry Debtors (Unsecured Considered Good)	2,975.39	10,553.05
(The balance is outstanding for less than 6 months)		
	2,975.39	10,553.05
NOTE NO - 11		
<u>CASH & BANK BALANCES</u>		
<u>Cash & Cash Equivalents</u>		
Cash Balance in hand (As certified by the management)	392.02	131.81
Balance with Schedule Banks	16.18	310.96
	408.20	442.77
NOTE NO - 12		
<u>SHORT TERM LOANS & ADVANCES</u>		
(unsecured , Considered Good)		
(Receivable in cash or in kind or value to be received)		
TDS	52.02	2.01
Advance against Rent	-	15.00
Margin Account	-	2.00
Other Loans & Advances (Other than related party)	10,134.93	5,000.00
Unexpired Option Premium	-	1,708.35
	10,186.95	6,727.37
NOTE NO - 13		
<u>REVENUE FROM OPERATIONS</u>		
Income from Commodities	-	-
Sales	25,179.60	37,355.84
Interest on Loan	134.93	-
Professional Fees	24.65	-
Profit from sale of MF	234.14	-
	25,573.32	37,355.84
NOTE NO - 14		
<u>OTHER INCOME</u>		
Interest Received on Religare FD	485.54	7.80
Interest received from Motilal Fdr Margin	-	12.33
Interest received from Anadrathi Fd	9.97	-
Dividend Received	-	133.40
Profit from future and options	5,496.49	(382.23)
Misc Income	-	2.38
	5,992.01	(226.32)
NOTE NO-15		
<u>PURCHASES</u>		
Purchase of stock in Trade	41,381.09	33,224.06
	41,381.09	33,224.06
NOTE NO - 16		
<u>CHANGES IN INVENTORIES</u>		
Opening Stock	2,648.86	3,958.32
Less : Closing Stock	16,832.43	2,648.86
	(14,183.57)	1,309.46

JAIN VANIJYA UDYOG LIMITED

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

CIN: L51909WB1984PLC038212

NOTE NO - 17			
<u>EMPLOYEE BENEFIT EXPENSES</u>			
Salaries & Bonus	3,145.89	255.61	
Staff Welfare Expenses	33.89		
	3,179.78	255.61	
NOTE NO - 18			
<u>DEPRECIATION & AMMORTISATION EXPENSES</u>			
Depreciation	533.38	695.42	
	533.38	695.42	
NOTE NO - 19			
<u>OTHERS EXPENSES</u>			
Advertising Expenses	5.72	9.26	
Audit Fees	20.65	28.50	
Bank Charges	1.18	0.12	
Car Insurance	-	76.16	
Car Servicing	387.66	60.47	
Demat Charges	-	2.37	
Delayed Payment Charges	0.07	-	
Depository Fees	10.62	15.87	
Filing Fees	5.40	4.20	
General Expenses	46.08	9.36	
Interest on Car Loan	4.69	86.25	
Interest on TDS	0.90	0.29	
Income Tax	-	36.35	
Office Maintenance	-	52.08	
Penalty	-	6.44	
Printing & Stationery	11.81	5.76	
Postage & Courier	-	3.86	
Professional & Consultancy Fees	61.50	295.61	
Rent	15.00	150.00	
Share Dealing Expenses	136.71	212.84	
Travelling & Conveyance	47.52	73.95	
Website Expenses	8.00	-	
Misc Expenses	-	8.92	
	763.50	1,138.66	

JAIN VANIJYA UDYOG LIMITED

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

Note 20: 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.

➤ **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

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

For and on behalf of Board of Directors

Sd/-
Rahul Soni
Managing Director
Din: 03123082

Sd/-
Manju Soni
Director & CFO
Din: 00470873

Sd/-
Vikash Kr Sharma
Company Secretary

Place: Kolkata
Date: 24/05/2019

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 35th Annual General Meeting of the members of Jain Vanijya Udyog Limited will be held at registered office of the Company at **98, Christopher Road, Flat-1, B-5, Vrindavan Garden, Kolkata-700046** on Saturday, 28th September, 2019 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, 2019, 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. Manju Soni (DIN: 00470873) who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

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

“RESOLVED THAT in accordance with applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof), 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 (including any statutory modification(s) or reenactment for the time being in force), Mr. Vijay Laltaprasad Yadav (DIN: 02904370), who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on 07.08.2019, pursuant to the Articles of Association of the Company and Section 161 (1) of the Companies Act, 2013, and who holds office upto the date of this Annual General Meeting and in respect of whom a written Notice pursuant to Section 160 of the Companies Act, 2013, has been received from a member signifying his intention to propose Mr. Vijay Laltaprasad Yadav as a candidate for the office of Director of the Company, be and is hereby appointed as an Executive, Non – Independent Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation.”

Place: Kolkata
Dated: 03.09.2019

By Order of the Board of Directors

Sd/-
Rahul Soni
Managing Director
(DIN:[03123082](#))

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. The Member /Proxies should bring the Attendance Slip Sent herewith duly filled for attending the Meeting.
2. 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)
3. 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.
4. 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.
5. 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.

6. Electronic copy of the notice of the 35th 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.
7. 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.
8. 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.
9. 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.
10. 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
11. 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 22nd September, 2019 (Sunday) to 28thSeptember, 2019 (Saturday) (both days inclusive).
12. 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.
13. Dematerialisation of Shareholding: The Securities and Exchange Board of India (SEBI) vide Circular No. SEBI/ LAD-NRO/GN/2018/24 dated June 08, 2018, notified the SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018, whereby amending Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, stating that except in the case of transmission or transposition of securities, requests for the transfer of listed securities shall not be processed unless the securities are held in the dematerialized form with a depository w.e.f. December 05, 2018. SEBI thereafter extended the deadline and the aforesaid requirement of transfer of securities only in Demat form has come into force from April 01, 2019. Accordingly, Members holding share in physical form are requested to dematerialise their shareholding at the earliest to avoid inconvenience.
14. 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.
15. 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.
16. 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.

17. **Voting through Electronic Means**

I. In compliance with Section 108 of the Companies Act, 2013 and the rules framed thereunder, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Central Depository Services (India) Limited. The facility for voting through ballot paper will also be made available at the Annual General Meeting (AGM) and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.

II. 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.

III. The process and manner for remote e-voting are as under:

- (i) The remote e-voting period commences on 25th September, 2019 (9:00 am) and ends on 27th September, 2019 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2019 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are

	<p>requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</p> <ul style="list-style-type: none"> • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. **Jain Vanijya Udyog Limited** on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user which 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 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.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 1800 200 5533.
- (xx) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
18. 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 27th September, 2019 upto 5:00 pm without which the vote shall not be treated as valid.
19. 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 21st September, 2019. A person who is not a member as on cut off date should treat this notice for information purpose only.
20. 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 9th August, 2019.

21. The shareholders shall have one vote per equity share held by them as on the cut-off date of 21st September, 2019. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
22. 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 21st September, 2019 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
23. 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. 21st September, 2019 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.
24. M/S. BA & Associates (Practicing Company Secretaries) (Membership No. ACS -36489) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, which shall countersign the same and declare the result of the voting forthwith.
25. 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. The same will be communicated to the listed stock exchanges viz. The Calcutta Stock Exchange Limited.

Place: Kolkata
Dated: 03.09.2019

By Order of the Board of Directors

Sd/-
Rahul Soni
Managing Director
(DIN: [03123082](#))

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

Mr. Vijay Laltaprasad Yadav (DIN: 02904370) was appointed as an additional director by the board of directors of the Company w-e-f 7th August, 2019. Pursuant to the provisions of Section 161 (1) of the Companies Act, 2013 Mr. Vijay Laltaprasad Yadav will hold office upto the date of ensuing AGM.

The Board considers it advantageous and in the interest of the Company to have Mr. Vijay Laltaprasad Yadav on Board. The matter is being placed before the Members for their consideration and approval.

None of the Directors, Key Managerial Personnel or their relatives are interested in the above said resolution.

Place: Kolkata
Dated: 03.09.2019

By Order of the Board of Directors

**Sd/-
Rahul Soni
Managing Director
(DIN:[03123082](#))**

Details of Director Proposed to be appointed/re-appointed at the Annual General Meeting

Name of Director	Mrs. Manju Soni
Age	51 years
Date of Appointment on the Board	13/12/2014
Expertise in specific field	She is a commerce graduate and is having enriched experience in framing risk management policies
Names of other Companies in which he/she holds Directorships	<ul style="list-style-type: none"> • Shree Vihar Housing & Developers Private Limited
Chairman/ Member of the committee(s) of the Board of Directors of the Company	<ul style="list-style-type: none"> • Audit Committee- Member • Nomination and Remuneration Committee- Member • Stakeholders Relationship Committee- Member
Chairman/ Member of the committee(s) of the Board of Directors of other Companies in which he/she is a Director	Nil
Shareholding in the Company	150,000 (4.62%) Equity Shares

Name of Director	Mr. Vijay Laltaprasad Yadav
Age	43 years
Date of Appointment on the Board	07/08/2019
Expertise in specific field	He is having enriched experience of over 15 years in Finance Marketing and Business Advisory Services.
Names of other Companies in which he/she holds Directorships	<ul style="list-style-type: none"> • Royal Fantasy Constructions Private Limited • Dreamax Developers Private Limited • Ambashree Heights Private Limited
Chairman/ Member of the committee(s) of the Board of Directors of the Company	NIL
Chairman/ Member of the committee(s) of the Board of Directors of other Companies in which he/she is a Director	NIL
Shareholding in the Company	NIL

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 35 th Annual General Meeting of the Company to be held on Saturday, 28th September, 2019 at 11.30 A.M at its registered office at 98,ChristopherRoad,Flat-1,B-5 VrindavanGarden,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/Proxyholders 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

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

Remote e-Voting Start On	Remote e-Voting End On
25th September, 2019 at 9:00 A.M. (IST)	27th September, 2019 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 _____

Email Id _____ Signature _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the Company, to be held on Saturday, 28th September, 2019 at 11.30 A.M at its registered office at 98, Christopher Road, Flat-1, B-5 Vrindavan Garden, Kolkata-700046 West Bengal and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional	
		For	Against
1.	To adopt the audited Balance Sheet of the Company as at March 31, 2019, 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. Manju Soni, who retires by rotation and being eligible, offers herself for re-appointment.		
3.	To approve the appointment of Vijay Laltaprasad Yadav (DIN: 02904370) as executive Director.		

Signed thisday of2019

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

