# AMARKANTAK TRADERS LIMITED

(Formerly Known As Shubh Poultries Limited)
CIN: L01222CH1996PLC010845

REGUS HARMONY, LEVEL 4, TOWER A, GODREJ ETERNIA, PLOT NO. 70, INDUSTRIAL AREA 1, CHANDIGARH – 160 022

Website:-www.amarkantaktraders.com E-mail Id:-shubhpoultries@gmail.com Phone: 98333 05292

16 September, 2019

To, Metropolitan Stock Exchange of India Limited Vibgyor Towers, 4<sup>th</sup> Floor, Plot No. C-62, Opp. Trident Hotel, Bandra Kurla Complex, Bandra-East, Mumbai – 400098

#### Ref: AMARKANTAK

Dear Sir/Madam,

# Sub: Submission of Annual Report for FY 2018-2019

With reference to above, please find copy of Annual Report for Financial Year 2018-2019 in compliance in with Regulation 34 of SEBI (Listing obligation and Disclosure Requirement) Regulations, 2015.

Kindly take the same on your records and acknowledge the receipt thereof.

Thanking you.

Yours faithfully,

EXILIM ZIMMENT

For Amarkantak Traders Limited

Hariram Phulchand Rajbha

Managing Director DIN: 06922000

Encl.: As Above

Amarkantak Traders Limited	{CIN: L01222CH1996PLC010845}
Annual Report 2018 -2019	

#### **COMPANY INFORMATION**

#### **BOARD OF DIRECTOR**

Hariram Phulchand Rajbhar : Managing Director & Compliance Officer Namdev Pandurang Parsekar : Non- Executive Independent Director

Laxman Hari Patil : Non- Executive Independent Director

Rajesh Vinayak Dudhwadkar : Non- Executive Non- Independent Director

Prema Bhoja Kunder : Non- Executive Independent Director

#### **BOARD COMMITEES:**

Audit Committee Auditor:

Namdev Pandurang : Chairman M/s. Tejas Nadkarni & Associates,

Parsekar Chartered Accountants

Hariram Phulchand : Member

Prema Bhoja Kunder : Member Laxman Hari Patil : Member

Investor Grievance

Laxman Hari Patil : Chairman Namdev Pandurang : Member

Parsekar

Hariram Phulchand : Member

Rajbhar

**Remuneration Committee** 

Laxman Hari Patil : Member Lev Prema Bhoja Kunder : Member Plo Namdev Pandurang : Chairman Cha

Parsekar

Rajbhar

Committee

**Compliance Officer at Corporate Office:** 

Mr. Hariram Phulchand Rajbhar 8, Plot No. 144, Majestic Shopping Centre, Jaganath Shankar Seth Marg, Ambewadi, Girgaon, Mumbai – 400004

Tel: 022-69424444

Email: shubhpoultries@gmail.com

**Registered Office:** 

Level 4, Tower A, Godrej Eternia, Plot No. 70, Industrial Area 1, Chandigarh – 160002

Tel: 0172-4347638

Email: shubhpoultries@gmail.com

Listed at:

Metropolitan Stock Exchange Of India Limited **NOTICE OF ANNUAL GENERAL MEETING** 

NOTICE is hereby given that the Annual General Meeting of the Members of

**Amarkantak Traders Limited** will be held on Friday, 27th September, 2019 at 11.00 A.M. at the Registered Office of the Company at **Level 4**, **Tower A**, **Godrej** 

Eternia, Plot Number 70, Industrial Area 1, Chandigarh- 160002 IN, to transact

the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as

at 31st March, 2019 and the Statements of Profit & Loss for the year ended on that date together with the reports of Board of Directors and Auditors

thereon.

2. To appoint a Director in place of Mr. Prema Bhoja Kunder, Director (DIN-

07019594) who retires by rotation and being eligible, offers himself for

reappointment.

3. To Reappoint M/s. Tejas Nadkarni & Associates, Chartered Accountant,

Mumbai, (FRN No. 135197W), who will be appointed in the Annual General

Meeting in the year 2019 for a block of 5 year until the conclusion of the

Annual General Meeting to be held in 2024 and fix his remuneration.

For & on behalf of the Board of Director of

**Amarkantak Traders Limited** 

Date: 14/08/2019

Place: Chandigarh

Hariram Phulchand Rajbhar

**Managing Director** 

DIN: 06922000

#### **NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
  - Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
- 2. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2019 to 27th September, 2019 (both days inclusive). The book closure dates have been fixed in consultation with the Stock Exchanges.
- 3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
- 4. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.

# 5. Voting through Electronic means:

Pursuant to Section 108 of the Companies Act, 2013, read with the Rule 20 and Rule 21 of Companies (Management and Administration) Rules, 2014 in pursuance with the directions issued by SEBI vide Circular No. CIR/CFD/DIL/6/2012 dated 13<sup>th</sup> July, 2014, the Company is pleased to provide the facility to Members to exercise their right

at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL)

# A. The instructions for members for voting electronically are as under:-

- (i) The remote e-voting period begins on 24th September, 2019 (11.00 a.m.) and ends on 26th September, 2019 (5.00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th September, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website <u>www.evotingindia.com</u>
- (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.
- (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 <a href="https://www.evotingindia.com">www.evotingindia.com</a> and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If Demat account holder has forgotten his/ her existing password then enter the User ID and the image verification code and click on 'Forgot Password' and enter the details as prompted by the system
- (viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	Members who have not updated their PAN with the Company/ their Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.

	In case the folio 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 folio number 100 then enter RA00000100 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said
Details	demat account or folio.
	Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x)Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for evoting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for 'AMARKANTAK TRADERS LIMITED'.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire resolution details.

- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) Note for Non-Individual Shareholders & Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <a href="www.evotingindia.com">www.evotingindia.com</a> and register themselves as Corporate and Custodians respectively.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>
- After receiving the login details they should create compliance user using the admin login and password. The Compliance user would be able to link the depository account(s) / folio numbers on which they wish to vote.
- The list of accounts should be mailed to <a href="helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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 <a href="https://www.evotingindia.com">www.evotingindia.com</a> under help section or write an email to <a href="https://helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>.
  - B. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 20<sup>th</sup> September, 2019.
  - C. A copy of this notice has been/ shall be placed on the website of the Company and the website of CDSL.

- D. Mr. Chirag Jain, Practicing Company Secretary (Membership No. 30850) has been appointed as the Scrutinizer to scrutinize the voting and remote evoting process in a fair and transparent manner.
- E. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make not later than three days of conclusion of the meeting, 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 who shall countersign the same.

- In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, a Ballot Form is sent along with this Notice. A member desiring to exercise vote by Ballot shall complete the said Ballot Form with assent (for) or dissent (against) and send it to CS Chirag Jain, Scrutinizer, having office address at 10, Krishna Cottage, Dattapada Phatak, Borivali-No: East, Mumbai-400066, Tel. 9892846438, E-mail: chiragkchhabra@gmail.com so as to reach him on or before 26th September, 2019 by 5.00 p.m. Any Ballot Form received after the said date and time shall be treated as if the reply from the Members has not been received.
- G. The facility for voting through ballot shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting/ ballot shall be able to exercise their voting right at the meeting.
- H. The members who have casted their votes by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- I. The Results shall be declared on or after the Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's Website <a href="www.amarkantaktraders.com">www.amarkantaktraders.com</a> within 48 (Forty Eight) hours of conclusion of the annual general meeting and will be communicated to BSE Limited, who are required to place them on their website. The same shall also be placed on the website of CDSL.

- 6. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection at the AGM.
- 7. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participant(s), with whom they maintain their demat accounts; will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change in bank particulars. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate to their Depository Participants immediately.
- 8. Corporate members intending to send their authorized representative to attend the meeting pursuant to the section 113 of the Companies Act, 2013 are requested to send to the company a certified true copy of the relevant board resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the meeting.
- 9. Securities and Exchange Board of India ("SEBI") has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, the Company/ Skyline has stopped accepting any fresh lodgment of
  - transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialisation.
- 10. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to Skyline Financial Services Private Limited, Mumbai, Registrar and Share Transfer agent of the Company.
- 11. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
- 12. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

# For & on behalf of the Board of Director of Amarkantak Traders Limited

Date: 14/08/2019

Place: Chandigarh

Hariram Phulchand Rajbhar

Managing Director

DIN: 06922000

#### **Annexure to the Notice**

# **Explanatory Statement under Section 102(1) of the Companies Act, 2013:**

Notes on directors seeking appointment/re-appointment as required under SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 entered into with Stock Exchanges:

# ITEM NO. 2

# **Details of Director seeking reappointment at Annual General Meeting:**

Name	Mr. Prema Bhoja Kunder
Date of birth	07/01/1964
Qualification	S.S.C
Director of the Company since	18/03/2014
Directorship in other public limited companies	Nil
Membership of Committees of other public limited companies	Nil
No. of Shares held in the Company	Nil

For & on behalf of the Board of Director of

**Amarkantak Traders Limited** 

Date: 14/08/2019

Place: Chandigarh Hariram Phulchand Rajbhar

**Managing Director** 

DIN: 06922000

#### DIRECTOR'S REPORT

Your Directors are pleased to present their Annual Report on the Business and operations of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2019.

#### **Financial Results**

The financial performance of your Company for the year ended March 31, 2019 is summarized below:

(Rupees in Lacs)

Particulars	2018-19	2017-18
Sales	15.44	40.76
Other Income	-	-
Total Income	15.44	40.76
Total Expenses	15.10	39.89
Profit/(Loss)	0.34	0.87
(-) Finance Cost	-	-
Profit/(Loss)Before Tax	0.34	0.87
Tax		
(-) Current Tax	0.09	0.22
(+) Deferred Tax	-	-
Net Profit After Tax	0.25	0.65

# **Business Performance and Segment Reporting**

The Company is carrying on trading activities on a modest scale. The turnover of the Company has decreased to Rs. 15.44 Lacs (previous year Rs.40.76), however the profitability of the Company has declined on account of increase in cost/taxes; new players in the market & it has made a modest profit of Rs. 0.25 Lacs (previous year profit was Rs. 0.65 Lacs).

# **Management Discussion and Analysis Report:**

To avoid duplication between the Directors Report and the Management Discussion and Analysis Report for the year, we present below a composite summary of performance of the various business & functions of the Company.

# **Industry Overview:**

The trend in slowdown in global growth continued during the year. India was the fastest growing large economy with a stable currency that performed better than the most emerging market currencies. If the industry players manage to restructure their operations as per the new realities, success will not be very hard to find now. The Company diversified its activities into trading activities of textiles, electronics, commodities and consumer goods. The Company was into trading activities in textiles products before the aforementioned amendment.

#### **Business Overview:**

The present business activities of the Company are trading in textiles products. The Company has changed its main object & diversified into trading activities in textiles; electronics; mobiles & its accessories; commodities & consumer goods. The management is confident of new business activities and it intends to raise further capital for its new business activities. Initially, these activities will be carried in and around Mumbai.

# **Adequacy of Internal Control:**

The Company has robust 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.

# **Human Resource Development:**

The Company recognizes the importance of Human Resource as a key asset instrumental in its growth. The Company believes in acquisition, retention and betterment of talented team players. With the philosophy of inclusive growth, the Company has redefined its performance management system. The new system focuses on progression of individual employees together with organizational goals. Under the new system increased thrust will be on job rotation and multi-skilling.

### Manpower:

The company recognizes the importance of human value and ensures that proper encouragement both moral and financial is extended to employees to motivate them.

### **Segment-Wise Performance:**

The Company is into single reportable segment only.

#### **Compliance:**

The Compliance function of the Company is responsible for independently ensuring that operating and business units comply with regulatory and internal guidelines. The Compliance Department of the Company is continued to play a pivotal role in ensuring implementation of compliance functions in accordance with the directives issued by regulators, the Company's Board of Directors and the Company's Compliance Policy. The Audit Committee of the Board reviews the performance of the Compliance Department and the status of compliance with regulatory/internal guidelines on a periodic basis.

New Instructions/Guidelines issued by the regulatory authorities were disseminated across the Company to ensure that the business and functional units operate within the boundaries set by regulators and that compliance risks are suitably monitored and mitigated in course of their activities and processes.

### **Cautionary Statement:**

Investors are cautioned that this discussion contains statements that involve risks and uncertainties. Words like anticipate, believe, estimate intend, will, expect and other similar expressions are intended to identify "Forward Looking Statements". The company assumes no responsibility to amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events. Actual results could differ materially from those expressed or implied.

#### Dividend:

The Board of Directors does not recommend any Dividend for the year under review

# **Subsidiary Companies:**

The Company does not have any subsidiary Company.

# **Share Capital:**

The Company has not changed its capital structure during 2018-19.

#### **Reserves:**

Rs 0.25 lacs have been transferred to the Profit & Loss account.

#### **Acceptance of Fixed Deposits:**

The Company has not accepted any Fixed Deposits from general public within the purview of Section 73, of the Companies Act, 2013, read with the Companies (Acceptance of Deposit) Rule, 2014, during the year under review.

#### **Particulars of Contract or Arrangement with Related Party:**

There is no transaction with Related Party which requires disclosure under Section 134(3) (h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014. There being no material related party transactions as defined under Regulation 23 of the SEBI (LODR) Regulations, 2015, there are no details to be disclosed in Form AOC – 2 in that regard.

The policy on materiality of related party transactions and also on dealing with related party transactions as approved by the Board may be accessed on the Company website. All related party transactions which were entered into during the year were on arm's length basis and were in the ordinary course of business

and did not attract provisions of section 188 of the Companies Act, 2013 and were also not material related party transactions under Regulation 23 of the SEBI (LODR) Regulations, 2015. There are no materials transactions entered into with related parties, during the period under review, which may have had any potential conflict with the interests of the Company. Pursuant to Regulation 26(5) of the SEBI (LODR) Regulations, 2015, senior personnel made periodical disclosures to the Board relating to all material financial and commercial transactions, where they had or were deemed to have had personal interest that might have been in potential conflict with the interest of the Company & same was nil.

# Loans, Investment and Guarantees by the Company:

There is no loan given, investment made, guarantee given or security provided by the Company to any entity under Section 186 of the Companies Act, 2013. Particulars of Investment made/loan given under section 186 of the Companies Act, 2013 are provided in the financial statement.

#### **Internal Financial Controls:**

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observations has been received from the Auditor of the Company for inefficiency or inadequacy of such controls.

# Disclosures under Section 134(3) (I) of the Companies Act, 2013:

No material changes and commitments which could affect the Company financial position have occurred between the end of the financial year of the Company and the date of this report, except as disclosed elsewhere in this report.

#### **Directors:**

There is no change in the composition of the Board of Directors of the Company during the year under review.

Mr. Prema Bhoja Kunder, Director, retires by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for reappointment.

### **Directors Remuneration Policy**

The Board on the recommendation of the Nomination and Remuneration Committee has framed a Remuneration policy, providing criteria for determining qualifications, positive attributes, independence of a Director and a policy on remuneration for Directors, key managerial personnel and other employees. The detailed Remuneration policy is placed on the Company's website.

#### FINANCIAL STATEMENT

The audited financial statement of the Company prepared in accordance with relevant Accounting Standards (AS) issued by the Institute of Chartered Accountants of India forms part of this Annual Report. The Compliance Officer will make these documents available upon receipt of a request from any member of the Company interested in obtaining the same. These documents will also be available for inspection at the Registered Office of your Company during working hours up to the date of the Annual General Meeting.

# **Declarations by Independent Director:**

Pursuant to the provisions of Sub-Section (7) of Section 149 of the Companies Act 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfill the criteria of independence as specified in Section 149(6) of the Companies Act 2013.

#### **Auditors:**

M/s. Agarwal Desai & Shah, Chartered Accountant, Mumbai have tendered their resignation from the position of Statutory Auditor of the Company due to pre-occupation, resulting into a casual vacancy in the office of Statutory Auditor of the company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Causal vacancy caused by the resignation of auditors can only be filled up by the Company in general meeting. Board proposes that M/s. Tejas Nandkarni & Associates, Chartered Accountants (Firm Reg. 135197W), Mumbai be appointed for the financial year 2018-2019 as the Statutory Auditor of the Company to fill the casual vacancy in the extra ordinary general meeting held on 24th May, 2019, caused by the resignation of M/s. Agarwal Desai & Shah, Chartered Accountants, Mumbai.

M/s. Tejas Nandkarni & Associates, Chartered Accountants (Firm Reg. 135197W), Mumbai, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

#### **Auditors Report:**

The observations and comments furnished by the Auditors in their report read together with the notes to Accounts are self- explanatory and hence do not call for any further comments under Section 134 of the Companies Act, 2013.

# **Directors Responsibility Statement:**

1. In accordance with the requirement of Section 134 of the Companies Act, 2013, the Board of Directors of the Company confirms:

- 2. In the preparation of the annual accounts for the financial year ended 31st March, 2019 the applicable accounting standards have been followed along with proper explanation relating to material departures.
- 3. That 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 the year ended 31st March, 2019.
- 4. That the Directors have taken sufficient and proper care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting material fraud and other irregularities.
- 5. That the Directors have prepared the Annual Accounts on a going concern basis.
- 6. There are no material changes & commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate & the date of the report.
- 7. There are proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- 8. That the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- 9. Based on the framework of internal financial controls and compliance systems established and maintained by 2013 the Company, work performed by the internal, statutory and secretarial auditors and external consultants, including audit of internal financial controls over financial reporting by the statutory auditors, and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2018-19.

# Annual Evaluation by the Board of Its Own Performance, Its Committees and Individual Directors:

The Board of Directors of the Company has initiated and put in place evaluation of its own performance, its committees and individual Directors. The result of the evaluation is satisfactory and adequate and meets the requirement of the Company. Information on the manner in which the annual evaluation has been made by the Board of its own performance and that of its Committee and individual Directors is given below.

# **Risk Management:**

During the year, Management of the Company evaluated the existing Risk Management Policy of the Company to make it more focused in identifying and prioritizing the risks, role of various executives in monitoring & mitigation of risk and reporting process. Its aim is to enhance shareholders value and provide an optimum risk-reward tradeoff. The Risk Management Policy has been reviewed and found adequate to the requirements of the Company, and approved by the Board. The Management evaluated various risks and that there is no element of risk identified that may threaten the existence of the Company.

# **Secretarial Audit Report**

A Secretarial Audit Report for the year ended 31st March, 2019 in prescribed form duly audited by the Practicing Company Secretary CS Chirag Jain, Mumbai is annexed herewith and forming part of the report.

# **Extract of Annual Return**

Pursuant to Section 134(3)(a) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules 2014, the extract of annual return is annexed herewith and forming part of the report. (Annexure – I)

# **Corporate Governance**

The report on Corporate Governance as required by, SEBI (LODR), Regulations, 2015 is not applicable to the Company as its paid-up capital is below the threshold limit specified by it. However, report on Corporate Governance as required by the Companies Act, 2013 is given below to the extent it is applicable and the Company has complied with all the statutory and regulatory requirements as stipulated in the applicable laws.

All Board members and Senior Management personnel have affirmed compliance with the Code of Conduct for the year 2018-19. A declaration to this effect signed by the Managing Director of the Company is contained in this Annual Report. The Managing Director have certified to the Board with regard to the financial statements and other matters as required under Regulation 17(8) of the SEBI (LODR), Regulations, 2015.

# **BOARD OF DIRECTORS**

The Company is managed by well- qualified professionals. All directors are suitably qualified, experienced and competent. The members of the Board of Directors are persons with considerable experience and expertise in Audit, Accounts, Finance, Administration and Marketing. The Company is benefitted by the experience and skills of the Board of Directors. The Independent Directors have made disclosures to the Board confirming that there are no material, financial and/or commercial transactions between them and the company which could have potential conflict of interest with the company at large. The Company has a Code of Conduct for

Directors and Senior Management personnel. The code is available on the official website of the http://shubhpoultriesltd.com/

#### **CODE OF CONDUCT**

Regulations 17(5) of the SEBI (LODR) Regulations, 2015, requires listed Companies to lay down a Code of Conduct for its Directors and Senior Management, incorporating duties of a Directors as laid down in the Companies Act, 2013. The Board has adopted a Code of Conduct for all Directors and Senior Management of the Company and the same has been placed on Company's website.

#### MAXIMUM TENURE OF INDEPENDENT DIRECTORS

The maximum tenure of Independent Directors is in accordance with the Companies Act, 2013 and Regulation 25(2) of the SEBI (LODR) Regulations, 2015.

#### FORMAL LETTER OF APPOINTMENT TO INDEPENDENT DIRECTORS

The Company issues a formal letter of appointment to Independent Directors in the manner as provided in the Companies Act, 2013. As per Regulation 46(2) of the SEBI (LODR) Regulation, 2015, the terms and conditions of appointment of Independent Directors are placed on the Company's website.

# DIRECTORS' INTEREST IN THE COMPANY

Sometime, the Company does enter into contracts with companies in which some of the Directors of the Company are interested as director or member. However, these contracts are in the ordinary course of the Company's business without giving any specific weight age to them. Directors regularly make full disclosures to the Board of Directors regarding the nature of their interest in the companies in which they are directors or members. Full particulars of contracts entered with companies in which directors are directly or indirectly concerned or interested are entered in the Register of Contracts maintained under Section 189 of the Companies Act, 2013 and the same is placed in every Board Meeting for the noting of the Directors.

# RESPONSIBILITIES & FUNCTIONS OF BOARD OF DIRECTORS

The Board of Directors of the listed entity shall have the following responsibilities:

- (i) Disclosure of information:
  - (1) Members of Board of Directors and key managerial personnel shall disclose to the Board of directors whether they, directly, indirectly, or on behalf of third parties, have a Material interest in any transaction or matter directly affecting the listed entity.
  - (2) The Board of Directors and senior management shall conduct themselves so as to meet the expectations of operational transparency to

stakeholders while at the same time maintaining confidentiality of information in order to foster a culture of good decision-making.

# (ii) Key functions of the Board of Director

- (1) Reviewing and guiding corporate strategy, major plans of action, risk policy, annual budgets and business plans, setting performance objectives, monitoring implementation and corporate performance, and overseeing major capital expenditures, acquisitions and divestments.
- (2) Monitoring the effectiveness of the listed entity's governance practices and making changes as needed.
- (3) Selecting, compensating, monitoring and, when necessary, replacing key managerial Personnel and overseeing succession planning.
- (4) Aligning key managerial personnel and remuneration of board of directors with the longer term interests of the listed entity and its shareholders.
- (5) Ensuring a transparent nomination process to the board of directors with the diversity of thought, experience, knowledge, perspective and gender in the board of Directors.
- (6) Monitoring and managing potential conflicts of interest of management, members of the Board of Directors and shareholders, including misuse of corporate assets and abuse in related party transactions.
- (7) Ensuring the integrity of the listed entity's accounting and financial reporting systems, including the independent audit, and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational control, and compliance with the law and relevant standards.
- (8) Overseeing the process of disclosure and communications.
- (9) Monitoring and reviewing Board of Director's evaluation framework.

# (iii) Other responsibilities:

- 1. The Board of Directors shall provide strategic guidance to the listed entity, ensure effective monitoring of the management and shall be accountable to the listed entity and the shareholders.
- 2. The Board of Directors shall set a corporate culture and the values by which executives throughout a group shall behave.
- 3. Members of the Board of Directors shall act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the listed entity and the shareholders.

- 4. The Board of Directors shall encourage continuing directors training to ensure that the members of Board of Directors are kept up-to-date.
- 5. Where decisions of the Board of Directors may affect different shareholder groups differently, the Board of Directors shall treat all shareholders fairly.
- 6. The Board of Directors shall maintain high ethical standards and shall take into account the interests of stakeholders.
- 7. The Board of Directors shall exercise objective independent judgment on corporate affairs.
- 8. The Board of Directors shall consider assigning a sufficient number of non-executive members of the Board of Directors capable of exercising independent judgment to tasks where there is a potential for conflict of interest.
- 9. The Board of Directors shall ensure that, while rightly encouraging positive thinking, these do not result in over-optimism that either leads to significant risks not being recognized or exposes the listed entity to excessive risk.
- 10. The Board of Directors shall have ability to 'step back' to assist executive management by challenging the assumptions underlying: strategy, strategic initiatives (such as acquisitions), risk appetite, exposures and the key areas of the listed entity's focus.
- 11. When committees of the Board of Directors are established, their mandate, composition and working procedures shall be well defined and disclosed by the Board of Directors.
- 12. Members of the Board of Directors shall be able to commit themselves effectively to their responsibilities.
- 13. In order to fulfill their responsibilities, members of the Board of Directors shall have access to accurate, relevant and timely information.
- 14. The Board of Directors and senior management shall facilitate the independent Directors to perform their role effectively as a member of the Board of Directors and also a member of a committee of Board of Directors.

#### PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations, 2015, the Board has carried out an annual evaluation of its own

performance, and that of its Committees and individual directors. Manner in which such formal annual evaluation was made by the Board is given below:

- Performance evaluation criteria for Board, Committees of the Board and Directors were approved by the Board at its meeting. The criteria are placed on the Company's website <a href="http://shubhpoultriesltd.com/">http://shubhpoultriesltd.com/</a>
- The report of performance evaluation so arrived at was then noted and discussed by the Nomination and Remuneration Committee and Board at their meetings held.

Under law, as per the report of performance evaluation, the Board shall determine, inter alia, whether to continue the term of appointment of the independent director. During the year under review, there was no occasion to decide on the continuance of the term of appointment of any of the independent directors and hence, the question of taking a decision on their re-appointment did not arise.

#### **DETAILS OF REMUNERATION TO DIRECTORS**

The Company has no stock option plans for the directors and hence, it does not form part of the remuneration package payable to any executive and/or non-executive director. During the year under review, none of the directors was paid any performance-linked incentive. In 2018-19, the Company did not advance any loans to any of the non-executive directors, and/or Managing Director. Details of remuneration paid/payable to directors during 2018-19 are provided in an annexure to the Directors' Report in section VI (B) of Form MGT-9, i.e. extract of the Annual Return.

#### COMPLIANCES REGARDING INSIDER TRADING

The Company had in place a 'Code of Conduct for Prevention of Insider Trading and Corporate Disclosure Practices', in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended. These regulations have been substituted by SEBI with a new set of Regulations, which have come into effect from 15 May 2015. The said codes are being adhered to the Code referred to in (a) above is placed on the Company's website <a href="http://shubhpoultriesltd.com/">http://shubhpoultriesltd.com/</a>

#### FAMILIARIZATION OF INDEPENDENT DIRECTORS

The details of familiarization program for Independent Directors have been disclosed on website of the Company. In addition to the extensive induction and training provided as part of the familiarization program, the Independent Directors are also taken through various business and functional sessions in the Board meetings including the Board meetings to discuss strategy. The details of Directors' induction and familiarization are available on the Company's website.

# **❖** COMPOSITION OF BOARD

The Board of Directors of the Company is composed of committed persons with considerable experience in various fields. The Board is properly constituted as per Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As on the date of this report, the **Board Strength consists of in all 5 directors. Out of them, 3 are non-executive Independent directors, 1 is Non-Executive Non-Independent Director and 1 is Managing Director.** All Independent Non-Executive Directors comply with the legal requirements of being "Independent".

Further none of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which he is a Director. Also necessary disclosures regarding Committee positions in other public Companies have been made to the Company by the Directors at regular intervals. The number of Directorships, Committee Membership/Chairmanship of all Directors is within respective limits prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **❖** MEETINGS OF THE BOARD OF DIRECTORS

The Board meets at regular intervals to discuss and decide on Company/business policy and strategy apart from the other Board business. The Board meetings are pre-scheduled & Agenda is circulated well in advance to facilitate the Directors to ensure meaningful participation in the meetings. However in case of special and urgent business need the Committee of Board of Directors met at a short notice and its minutes is noted and confirmed in the subsequent Board meeting. The Agenda for the Board/Committee meetings cover items set out as per guidelines in Listing Regulations & it includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

Meetings of the Board of Director during the Financial Year 2018-19, Five Board Meetings were held on the following dates:

- **1.** 23<sup>rd</sup> April, 2018
- **2.** 30<sup>th</sup> May, 2018
- 3. 14<sup>th</sup> August, 2018
- **4.** 14<sup>th</sup> November, 2018
- **5.** 14<sup>th</sup> February, 2018

# Details of the Board of Directors and External Directorships

Particulars of the Board's Composition, Directors' Attendance at Board Meetings and at the previous Annual General Meeting, number of other Directorships and Board-Committee memberships held as on 31st March 2019, are given below:

Sr.	Name of the	Attenda	Attenda	No. of	Number of other
No.	Director,	nce of	nce at	other	<b>Board Committee</b>
	Designation and	Board	previou	Directors	positions (@)

	Category	Meeting	s AGM	hips	As	As
		S			Chairman	Member
1	Namdev	5	Yes	None	None	None
	Pandurang					
	Parsekar					
2	Hariram	5	Yes	None	None	None
	Phulchand Rajbhar					
3	Laxman Hari Patil	5	Yes	None	None	None
4	Rajesh Vinayak	5	Yes	None	None	None
	Dudhwadkar					
5	Prema Bhoja	5	Yes	None	None	None
	Kunder					

#### *Notes:*

- (\*) includes directorships held in public limited Companies only.
  (Directorships held in Private Companies, Foreign Companies and Companies registered under Section 8 of the Companies Act, 2013 are excluded.)
- (@) includes only positions held in Audit Committee and Shareholders'/
  Investor Grievance Committee of the Board of Directors

#### **COMMITTEES OF THE BOARD**

The Board Committee plays a crucial role in the governance structure of the Company and has been constituted to deal with specific areas/activities which concern the Company and need a closer review. The Board Committee are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The Chairman of the respective Committee informs the Board about the summary of the discussions held in the Committee meetings.

The Board has constituted following Committees of Directors:

- Audit Committee,
- Nomination and Remuneration Committee, and
- Stakeholder's Relationship Committee,

# **Audit Committee**

The Audit Committee consists of three Independent Directors and the Managing Director. All members of the Audit Committee are financially literate and they have accounting or related financial management expertise. The primary purpose of the Audit Committee is to assist the Board of Directors (the "Board") of AMARKANTAK TRADERS LIMITED, (the "Company") in fulfilling its oversight responsibilities with respect to;

- (a) The accounting and financial reporting processes of the Company, including the integrity of the audited financial results and other financial information provided by the Company to its stockholders, the public, any stock exchange and others,
- (b) The Company's compliances with legal and regulatory requirements,
- (c) The Company's independent auditors' qualification and independence,
- (d) The audit of the Company's financial statements, and the performance of the Company's internal audit function and its Independent Auditors.

#### Terms of Reference:

The role and terms of reference of Audit Committee covers areas mentioned under Listing Regulations and Companies Act, 2013, besides other terms as may be referred by the Board of Directors. All the Members of Audit Committee are qualified and having insight to interpret and understand financial statements. The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process and, inter alia, performs the following functions;

- 1. Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible;
- 2. To review and examine with management the quarterly financial results before submission to the Board;
- 3. To review and examine with the management the annual financial statement and Auditor Report thereon before submission to the Board for approval, with particular reference to matters to be included in the directors responsibility statement to be included in the board report; changes, if any, in accounting policies and practices and reasons for the same; major accounting entries involving estimates based on the exercise of judgment by management; significant adjustments made in the financial statements arising out of audit findings; compliance with listing and other legal requirements relating to financial statements; disclosure of any related part transactions; modified opinion in the draft audit report;
- 4. To review management discussion and analysis of financial condition and results of operations;
- 5. To recommend the appointment, remuneration and terms of appointment of Statutory Auditors of the Company and approval for payment of any other services rendered by the Auditors;
- 6. To review with management the annual financial statements as well as investments made by the unlisted subsidiary companies;

- 7. To approve or any subsequent modification/disclosure of any Related Party Transactions in accordance with the Related Party Transaction Policy of the Company;
- 8. To approve the appointment of Chief Financial Officer after assessing the qualifications, experience and background of the candidate;
- 9. To review and monitor the Auditor independence and performance, and effectiveness of audit process;
- 10. To review the performance of statutory and internal auditors, adequacy of the Internal Control System;
- 11. To discuss with statutory auditors before the audit commences about the nature & scope of audit as well as post-audit discussion to ascertain any area of concern.
- 12. To recommend appointment, removal, remunerations and terms of appointment of Internal Auditor of the Company;
- 13. To scrutinize inter-corporate loans and investments made by the Company;
- 14. To review the adequacy of the Internal Audit function, including the structure of internal audit department, staffing and seniority of the official heading the department, reporting structure coverage & frequency of internal audit, discussing with Internal Auditor any significant finding and reviewing the progress of corrective actions on such issues;
- 15. To evaluate internal financial controls and risk management systems;
- 16. To do the valuation of undertakings or assets of the Company, wherever it is necessary.
- 17. To review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- 18. To review the functioning of the Whistle blower mechanism.
- 19. To review the Company's financial and risk management policies.
- 20. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, creditors & shareholders (in case of non-payment of declared dividends).
- 21. To review the statement of uses/application of funds raised through an issue (public issue; rights issue, preferential issue, etc), the statement of funds utilized for purposes other than those stated in the offer

document/prospectus/notice and making appropriate recommendations to the Board to take steps in the matter.

- 22. To carry out any other function as mentioned in the terms of reference of the audit committee.
- 23. To review management letters/ letters of internal control weakness issued by the Statutory Auditors.
- 24. To review Statement of deviations in terms of Regulation 32(1) & 32(7); including report of monitoring agency, if applicable.

The periodic review ensures that all areas within the scope of the Committee are reviewed.

#### Constitution of the Committee:

The Constitution of the Audit Committee is in conformity with the Listing Regulations. The Chairman of the Audit Committee is an Independent Director and is financially literate and has accounting related financial management expertise.

The Composition of the Committee, together with the details of the attendance of each member as at 31st March, 2019 is given below:

# Meetings of the Committee:

The Committee met Four times during the financial year 2018-19 on i.e. 30<sup>th</sup> May, 2018, 14<sup>th</sup> August, 2018, 14<sup>th</sup> November, 2018 & 14<sup>th</sup> February, 2019.

#### **Constitution of the Committee:**

The Composition of the Committee, together with the details of the attendance of each member as at 31st March, 2019 is given below:

Sr. No	Name of the Director	Designati on	Meetin gs Attend ed	Category
1.	Namdev Pandurang Parsekar	Chairma n	4	Non- Executive Independent Director
2.	Prema Bhoja Kunder	Member	4	Non-Executive Independent Director
3.	Hariram Phulchand Rajbhar	Member	4	Managing Director
4.	Laxman Hari Patil	Member	4	Non-Executive Independent Director

# **Stakeholders Relationship Committee**

#### Terms of the Committee:

- 1. To consider and resolve the grievances of shareholders of the Company with respect to transfer of shares, non-receipt of annual report, non-receipt of dividends, transmission, split, consolidation of share certificates and matters related thereto.
- 2. To ensure expeditious share transfer process.
- 3. To evaluate performance and service standards of the Registrar and Share Transfer Agent of the Company.
- 4. To provide guidance and make recommendations to improve investors service level to the Investors.
- 5. Attending to complaints of Investor routed by SEBI/Stock Exchanges/ RBI.

# Responsibilities of Compliance Officer

The compliance officer of the listed entity shall be responsible for-

- (a) Ensuring conformity with the regulatory provisions applicable to the listed entity in letter and spirit.
- (b) Co-ordination with and reporting to the Board, recognized stock Exchange and depositories with respect to compliance with rules, regulations and other directives of these authorities in manner as specified from time to time.
- (c) Ensuring that the correct procedures have been followed that would result in the correctness, Authenticity and comprehensiveness of the information, statements and reports filed by the listed entity under these regulations.
- (d) Monitoring email address of grievance redressal division as designated by the listed entity for the purpose of registering complaints by investors.

# **Composition:**

The present Committee comprises of namely, Laxman Hari Patil, Independent Director as a Chairman, Hariram Phulchand Rajbhar (Managing Director) & Namdev Pandurang Parsekar (Independent Director) as a Member of Investors (Shareholders) Grievance Committee.

#### ROLE OF NOMINATION AND REMUNERATION COMMITTEE

# Terms of the Committee

The Committee was renamed as Nomination & Remuneration Committee and the terms of reference of the said committee has been revised in order to align with the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015 as amended from time to time. However, none of the Directors has been given any remuneration during the year under review. The Committee has devised a policy on Board Diversity. The objective of the policy is to ensure that the Board comprises adequate number of members with diverse experience and skills, such that it best serves the governance and strategic needs of the Company.

No Stock option has been allotted to any of the Directors during the financial year 2018-2019. The terms of reference of Committee broadly includes identifying & selection of candidates for appointment as Directors/Independent Director based on certain laid down criteria; performing all such functions as are required to be performed by the Committee with regard to such matters as specified under SEBI (LODR) Regulations, 2015 and requirements of section 178 of the Companies Act, 2013. It formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration for the Directors, key managerial personnel and other employees. While reviewing the Company's remuneration policies and deciding on the remuneration, the Board and the Committee considers the performance of the Company, the current trends in the industry, the qualifications of the appointee, their experience, past performance, responsibilities shouldered by them, the statutory provisions and other relevant factors.

The Committee also ensures that the level & composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully. The Committee also ensures that the relationship of remuneration to performance is clear and meets appropriate performance benchmark. The Committee also ensures that the remuneration to directors, key managerial personnel & senior management involves a balance between fixed & incentive pay reflecting short & long term performance objectives appropriate to the working of the Company & its goals.

Role of committees shall, inter-alia, include the following:

- 1. To determine/recommend the criteria for determining appointment, qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to remunerations of directors, Key Managerial personal and other employees.
- 2. To formulate the criteria for evaluation of performance of independent directors and the board of directors.
- 3. To devise a policy on desired age and diversity of board of directors.
- 4. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.
- 5. To review and determine all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonus, stock options, etc.

# **Present Composition**

Name of the Member	Category	Chairman/ Member
Laxman Hari Patil	Non-Executive Non-	Member

	Independent Director	
Prema Bhoja Kunder	Non-Executive Non- Independent Director	Member
Namdev Pandurang Parsekar	Non- Executive Independent Director	Chairman

#### **Disclosures:**

- ❖ During the financial year 2018-19, there was no materially significant Related Party Transaction, with the Directors, or the Management, their relatives etc. having potential conflict with the interests of the Company at large. Further as a matter of policy, all the transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in the Annual Report of the Company on a regular basis.
- ❖ There was no related party transaction during the year, i.e. transactions of the Company of material nature, with its promoters, Directors or the management that may have potential conflict with the interests of Company at large.
- ❖ The Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.
- ❖ The Company has adopted the Code of Ethics and Business principles for the members of Board and senior management personnel.
- Trading ("the Code") in accordance with the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and its subsequent amendment. The code expressly lays down the guidelines and the procedure to be followed and disclosures to be made, while dealing with shares of the Company and cautioning them on the consequences of non-compliance thereof. Further, we affirm that no personnel have been denied access to the Audit Committee. Employees can report to the Management concerned regarding unethical behavior, act or suspected fraud or violation of the Company's Code of Conduct Policy.
- ❖ The Company is in compliance with all mandatory requirements of Listing Regulations.
- ❖ The Company has ensured that the person who is being appointed as an Independent Director has the requisite qualifications and experience which would be of use to the Company and which in the opinion of the Company would enable him to contribute effectively to the Company in his capacity as an Independent Director.

### Risk Management

- ❖ The Company has a Risk Management Policy which has been adopted by the Board of Directors, currently, the Company's risk management approach comprises of governance, identification & assessment of risk. The risks have been prioritized through a Companywide exercise. Members of Senior Management have undertaken the ownership and are working on mitigating the same through co-ordination among the various departments, insurance coverage, security policy and personal accident coverage for lives of all employees.
- ❖ The Company has appointed a Risk Officer and also put in place the risk management framework, which helps to identify various risks cutting across its business lines. The risks are identified and are discussed by the representatives from various functions. Risk Officer will make a presentation periodically on risk management to the Board of Directors and the Audit Committee. The Board and the Audit Committee provide oversight and review the risk Management policy periodically.

#### Means of Communication:

The Quarterly, Half-Yearly and Annual Financial Results of the Company are forwarded to respective Stock Exchange, immediately upon its approval by the Board of Directors. The financial statement of the Company is unqualified.

In accordance with the Listing Agreement requirements, data pertaining to Shareholding Pattern, Quarterly Financial Results and Other Details are forwarded to the Stock Exchange. During the year under review, no presentation was made to the institutional investors or analysts. No Dividend has been recommended for the year under review. The Company has paid Listing fees for the year 2018-19 to the Stock Exchange.

#### **Market Share Price Data:**

There has been no trading at all the Stock Exchanges where its securities are listed during the financial year 2018-19.

# **Share Transfer System:**

The Share transfer is processed by the Company, presently and approved by Share Transfer Committee, if the documents are complete in all respects, within 21 days from the date of lodgment. The Company is in process of appointing Share Transfer Agent for Physical & Electronic Connectivity of the securities of the Company. For expeditious processing of share transfers, the Board of Directors of the Company has authorized the Compliance Officer, to decide on various issues like transfers/transmission of securities in physical form, change in status of shareholders and confirmation of dematerialization.

# **SEBI Complaints Redress System (SCORES)**

SEBI vide circular dated 3<sup>rd</sup> June, 2011 introduced SCORES, i.e., SEBI Complaints Redress System the system of processing of investors complaints in a centralized

web based complaints redress portal known as 'SCORES'. The salient features of this system are: centralized database of all Complaints, online upload Action Taken Reports (ATRs) by concerned Companies and online viewing by investors of action taken on the complaints and its current status.

The Company is registered with SEBI under the SCORES system.

#### ISIN No

The Company's Demat International Security Identification Number (ISIN) for its equity shares in CDSL is INE326V01017.

# **Outstanding GDRs/ ADRs:**

The Company has not issued any GDRs/ADRs.

# Reconciliation of Share Capital Audit

A practicing Company Secretary carries out reconciliation of share capital audit, on half-yearly basis to reconcile the total admitted capital in Physical form and total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the total number of shares in physical form.

# **Audit Qualifications**

There are no Audit qualifications in the Company's financial statement for the year under review.

#### Nomination

Individual Shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination form SH-13 ([Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014] can be obtained from the Company's Registrar and Share Transfer Agent. It is also available on Public domain.

# Vigil Mechanism & Whistle Blower Policy

The Company has established a vigil mechanism by adopting a Whistle Blower Policy for Directors and employees to report genuine concerns in the prescribed manner. The Whistle Blower policy/vigil mechanism provides a mechanism for the Directors/employees to report violations, without fear of victimization, any unethical behavior, suspected or actual fraud, violation of the Code of Conduct etc. which are detrimental to the organization's interest. The mechanism protects whistle blower from any kind of discrimination, harassment, victimization or any other unfair employment practice. It provides a mechanism for employees to approach the Chairman of Audit Committee. During the year, no such incidence was reported and no personnel were denied access to the Chairman of the Audit

Committee. The Whistle Blower Policy of the Company is available on its website.

# **Corporate Social Responsibility**

The Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility Committee is not applicable to the Company as the Net Profit of the Company is below the threshold limit prescribed by the Companies Act, 2013.

# **Managing Director's Certificate**

A Certificate from the Managing Director in respect of the Financial Statements forms part of the Annual Report.

# Conservation Of Energy, Technology Absorptions and Foreign Exchange Earnings and Outgo

The information relating to the conservation of energy, technology absorption foreign exchange earnings and outgo under provisions of 134 of the Companies Act, 2013 is not applicable to the Company, considering the nature of its business activities. Further the Company has not earned nor spends foreign exchange during the year under review.

# Significant and Material Orders Passed By the Regulators or Courts

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals, which may impact the going concern status of the Company and its operations in future.

### **Presentation of Financial Statements**

The financial statements of the Company for the year ended 31st March, 2019 have been disclosed as per Schedule III to the Companies Act, 2013.

# **Statutory Disclosures**

A copy of audited financial statements of the said Companies will be made available to the members of the Company, seeking such information at any point of time. A cash flow statement for the year 2018-2019 is attached to the Balance Sheet. Pursuant to the legislation 'Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace Act, 2013' introduced by the Government of India, the Company has a policy on Prevention of Sexual Harassment at workplace. There was no case reported during the year under review under the said policy.

Details as required under the provisions of section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014, are placed on the Company's website, i.e. <a href="http://shubhpoultriesltd.com/">http://shubhpoultriesltd.com/</a> as an Annexure to the Director Report. Details as required under the provisions of section 197 (12) of the Companies Act, 2013 read

with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014, are placed on the Company's website, i.e. <a href="http://shubhpoultriesltd.com/">http://shubhpoultriesltd.com/</a> as an Annexure to the Director Report. A physical copy of the same will be made available to any shareholders on request. A cash flow statement for the year 2018-19 is attached with the Balance-Sheet.

# Acknowledgement

The Directors take this opportunity to thank the Financial Institutions, Banks, Business Associates, Central and State Government authorities, Regulatory authorities, Stock Exchanges and all the various stakeholders for their continued co-operation and support to the Company and look forward to their continued support in future.

The Company thanks all of the employees for their contribution to the Company's performance. The Company applauds all the employees for their superior levels of competence, dedication and commitment to your Company.

By Order of the Board of Directors For Amarkantak Traders Limited

Sd/-Hariram P Rajbhar Managing Director DIN - 06922000 Sd/-Namdev Pandurang Parsekar Director DIN - 05235417

Place: Chandigarh Date: 14th August, 2019

# Form No. MGT-9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2019

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

# I. REGISTRATION AND OTHER DETAILS:

(i)	CIN	L01222CH1996PLC010845
(ii)	Registration Date	31/03/1996
(iii)	Name of the Company	AMARKANTAK TRADERS LIMITED
(iv)	Category / Sub-Category of the Company	Company limited by shares/ Indian Non-Government Company
(v)	Address of the Corporate Office and Contact Details	8, Plot No. 144, Majestic Shopping Center, Jaganath Shankar Sheth Marg, Ambewadi, Girgaon, Mumbai - 400004. Tel. No.: 022-69424444 E-mail id: <a href="mailto:shubhpoultries@gmail.com/">shubhpoultries@gmail.com/</a> Website: <a href="mailto:http://shubhpoultriesltd.com/">http://shubhpoultriesltd.com/</a>
(vi)	Address of the Registered Office and Contact Details	Level 4, Tower A, Godrej Eternia, Plot No. 70, Industrial Area 1, Chandigarh- 160002.  Tel. No.: 0172-4347638 E-mail id: shubhpoultries@gmail.com  Website: http://shubhpoultriesltd.com/
(vii)	Whether listed company Yes / No	Yes
(viii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Skyline Financial Services Private Limited  4A9, Gundecha Onclave, Khairani Road, Sakinaka, Mumbai – 400072. Tel. No: 022- 62215779/28511022  Email ID: subhashdhingreja@skylinerta.com Website: www.skylinerta.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:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1	Wholesale trading in textiles products	46411	100%

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr.	Name and address	CIN/	Holding / Subsidiary /	% of shares	Applicable Section
No.	of the Company	GLN	Associate	held	
			NIL		

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

### (i) Category-wise Share Holding

Category of Shareholders			of the ye .2018	ar		No. of shares held at the end of the year 31.03.2019			
	De ma t	Physica 1	Total	% of Total Shar es	De mat	Physical	Total	% of Total Shar es	Duri ng the year
A. Promoters									
(1) Indian									
(a) Individual/HU F	-	831220	831220	22.04	-	831220	831220	22.04	-
(b) Central Govt.	-	-	-	-	-	-	-	-	-
(c) State Govt. (s)	-	-	-	-	-	-	-	-	-
(d) Bodies Corp.	-	-	-	-	-	-	-	-	-
(e) Banks/FI	-	ı	ľ	-	ı	ı	ı	ı	-
(f) Any Other	-	-	-	-	ı	-	ı	-	-
Sub-	-	831220	831220	22.04	-	831220	831220	22.04	
Total(A)(1):									
(2) Foreign	-	-	-	-					
(a) NRIs/ Individuals	-	-	-	-	-	-	-	-	-

(b) Other-	_ [		_	_	_	_	_	_	_
Individuals									
(c) Bodies	_		_	_	_	_	_	_	_
Corp.									
(d) Banks / FI	_	_	_	_	-	-	-	_	_
(e) Any Other	-	-	_	_	-	-	-	-	_
Sub-	-	-	-	-	-	-	-	-	-
Total(A)(2):									
Total	-	831220	831220	22.04	-	831220	831220	22.04	-
Shareholding									
of Promoter									
(A)=(A)(1)									
+(A)(2)									
B. Public									
Shareholding									
(1) Institutions									
(a) Mutual	-	-	-	-	-	-	-	-	-
Funds									
(b) Banks/FI	-		-	-	-	-	-	-	-
(c) Central	-	-	-	-	-	-	-	-	-
Govt.									
(d) State Govt.	-	-	-	-	-	-	-	-	-
(s)									
(e) Venture	-	-	-	-	-	-	-	-	-
Capital									
Funds									
(f) Insurance	-	-	-	-	-	-	-	-	-
Companies									
(g) FIIs	-	-	-	-	-	_	-	-	-
(h) Foreign	-	-	-	-	-	-	-	-	-
Venture									
Capital									
Funds									
(i) Others	-	-	-	-	-	-	-	-	-
(specify)									
Sub-	-	-	-	-	-	-	-	-	
Total(B)(1):									-

Category of Shareholders			e year 01.04.2018 the year 31.03.2019						% Ch
	De mat	Physical	Total	% of Total Shar es	De mat	Physical	Total	% of Total Shar es	ang e Du rin g the yea r
(2) Non- Institutions									
(a) Bodies Corp.	-	-	-	-	-	-	-	-	-
(i) Indian									
(ii) Oversea									
(b) Individuals									
(i) Individual Sharehold									
ers holding nominal share									
capital up to Rs. 2									
lakh	-	2034760	2034760	53.94	-	2034760	2034760	53.94	-
(ii) Individ ual Sharehold ers									
holding nominal share									
capital in excess of Rs.2 lakh	_	775500	775500	20.56	_	775500	775500	20.56	_
(c) HUF -		775500	775500	20.30	_	775500	775500	20.50	_
resident Indian	-	130500	130500	3.46	ı	130500	130500	3.46	-
Sub- Total(B)(2):	_	2940760	2940760	77.96	-	2940760	2940760	77.96	_
Total Public									
Shareholding $(B)=(B)(1)+(B)($		2040=65	20.40=55			2040755	2040=55		
C. Shares held	-	2940760	2940760	77.96	-	2940760	2940760	77.96	-

by custodian for GDRs & ADRs									
Grand Total									
(A+B+C)	-	3771980	3771980	100	_	3771980	3771980	100	_

### (ii) Shareholding of Promoters

		Shareho beginni 01.04.20	ng of th		Shareholding at the end of the year 31.03.2019			% chan
Sr. No	Shareholder's Name	No. of Shares	% of total share s of the comp any	% of shares Pledge d/ encum bered to total shares	No. of Shares	% of total share s of the comp any	% of shares Pledge d/encu mbere d to total shares	ge in share holdi ng durin g the year
1	Sanjay Mandanlal Chauhan	831220	22.04	-	831220	22.04	-	-
	Total	831220	22.04		831220	22.04	-	_

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

Sr. No		Shareholdin beginning of 01.04.20	the year	Cumulative Shareholding during the year 31.03.2019		
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company	
1.	At the beginning of the year	831220	22.04	831220	22.04	
2.	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus / sweat equity etc.)	NO CI	HANGE DURI	NG THE YEA	ΔR	
3.	At the end of the year	831220	22.04	831220	22.04	

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

Sr.	Top 10	Shareholding at the	Date	Incre	Reas	Cumulative
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No.	shareholders	beginning of the year 01.04.2018		of Tran sacti on	ase/ Decr ease in	on	Shareh during end of t 31.03	at the
		No. of shares at the beginning (01.04.2018)	% of total Shares of the Compa ny		share holdi ng		No. of shares closing (31.3.20 19)	% of total Shares of the Compa ny
1	Alnasir Abdul Aziz Gilani	175000	4.64				175000	4.64
2	Zeenat Alnasir Gilani	175000	4.64				175000	4.64
3	Anisa Alnasir Gilani	175000	4.64				175000	4.64
4	Anees Alnasir Gilani	175000	4.64				175000	4.64
5	Ankush Atmaram Dhuri	27000	0.72				27000	0.72
6	Lalit Sahani	25000	0.66				25000	0.66
7	Urvi Prakash Shah	23500	0.62				23500	0.62
8	Vilas Antu Yadav	18000	0.48				18000	0.48
9	Chetan Suryakant Bhelekar	17500	0.46				17500	0.46
10	Jaywant Ganpat Tamboli	16000	0.42				16000	0.42

## (v) Shareholding of Directors and Key Managerial Personnel:

Sr.	Name	Shareholdin	g at the	Date of	Increase /	Reas	Cum	ulative
No		beginning of the		Transact	Decrease	on	Share	holding
		year 01.04	1.2018	ion	in		durin	g at the
					sharehold		end of	the year
					ing		31.00	3.2019
		No. of	% of				No.	% of
		shares at	total				of	total
		the	Shares				share	Shares
		beginning	of the				s	of the
		(01.04.2018	Comp					Comp
		) / end of	any					any
		the year						
		31.03.2019						
1.								
1.	N.A.	NIL	-	-	-	-	NIL	-

### I) INDEBTEDNESS

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

(Rs. in Lacs)

		1	· · · · · ·	. In Eacs)
	Secured			
	Loans			
	Excluding	Unsecured		Total
Particulars	Deposits	Loans	Deposits	Indebtness
Indebtedness at the beginning				
of the financial year				
i) Principal Amount	NIL	203.88	NIL	203.88
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	203.88	NIL	203.88
Change in Indebtedness during				
the financial year	NIL	NIL	NIL	NIL
Addition	NIL	0.66	NIL	0.66
Reduction	NIL	NIL	NIL	NIL
Net Change	NIL	0.66	NIL	0.66
Indebtedness at the end of the				
financial year	NIL	NIL	NIL	NIL
i) Principal Amount	NIL	204.54	NIL	204.54
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	204.54	NIL	204.54

## II) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL - NIL

- A. Remuneration to other directors: NIL
- B. Remuneration to Key Managerial Personnel other than MD/Manager/WTD: **NIL**

#### III) Penalties / Punishment / Compounding of Offences:

Туре	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/ NCLT/ COURT]	Appeal made, if any Details	(give
Penalty	NONE					
Punishment	NONE					
Compounding						

## (IV)Other Officers in Default

Type	Section of	Brief	Details of	Authority	Appeal	
	the	Description	Penalty /	[RD/	made, if any	
	Companies		Punishment/	NCLT/	(give	
	Act		Compounding	COURT]	Details)	
			fees imposed			
Penalty						
Punishment	NONE					
Compounding						

#### 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,
Amarkantak Traders Limited
(CIN: L01222CH1996PLC010845)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Amarkantak Traders Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me areas on able basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon based on my verification of the **Amarkantak Traders Limited.** 

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, here by report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2019 has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, except to those mentioned below 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 **Amarkantak Traders Limited** ("the Company") for the **financial year ended on 31**st **March, 2019** according to the provisions of:

- (i) The Companies Act, 2013(the Act) and the rules made there under;
- (ii) The Securities Contracts(Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable**
- (v) The following Regulations and Guidelines prescribed under the Securities and exchange Board of India Act,1992 ('SEBI Act');
- i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)Regulations,2011; **Not Applicable**

- ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,1992; **Not Applicable**
- iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)Regulations, 2009; **Not Applicable**
- iv. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; Not Applicable to the Company during the Audit Period;
- v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable to the Company during the Audit Period;
- vi. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **Not Applicable**
- vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2009; and **Not Applicable to the Company during the Audit Period**;
- viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; Not Applicable to the Company during the Audit Period;

The management has identified and confirmed that apart from Companies Act, 2013; SEBI Act & Income-Tax Act, 1961, no other laws is specifically applicable to the Company.

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited;

During the period under review and as per representations and clarifications provided by the management, I confirm that the Company has complied with the provisions of the Act, Rules,

Regulations, Guidelines, Standards, and Listing Agreement etc. mentioned hereinabove.

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in the Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and

Independent Directors. There was no change in the composition of the Board of Directors during the period under review. Adequate notice is given to all directors to schedule the Board Meetings 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. Since Minutes books is not updated, hence we cannot comment whether majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

#### 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.

- The Company did not have Company Secretary during the year. However the management is taking the necessary steps for regularizing the same.
- The Company has filed certain Forms with ROC with delay fees during the year.

Place: Mumbai Date: 14/08/2019 Sd/Chirag Jain
JCA & Co.
Practicing Company Secretary
Mem No.30850

C P No.: 13687

#### Annexure -A to Secretarial Audit Report dated 14th August, 2019

To,
The Members,
Amarkantak Traders Limited

(CIN: L01222CH1996PLC010845)

Our Secretarial Audit Report dated 14th August, 2019 is to be read with this letter.

- 1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to make a report based on the secretarial records produced for our audit.
- 2 We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our report.
- 3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as it is taken care in the statutory audit.
- 4. We have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
- 5. Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
- 6. This 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.

Place: Mumbai Date: 14/08/2019 Sd/-Chirag Jain JCA & Co. Practicing Company Secretary Mem No.30850

C P No.: 13687

#### **CERTIFICATE ON FINANCIAL STATEMENTS**

To,
The Members,
AMARKANTAK TRADERS LIMITED,

- I, Hariram P Rajbhar, Managing Director of Amarkantak Traders Limited hereby certify that:
- 1. We have reviewed the financial statements and the cash flow statements for the **financial year 2018-19** and to the best of my knowledge and belief:
  - a. These statements do not contain any materially untrue statement that might be misleading with respect to the statements made.
  - b. These financial statements and other financial information included in this report present a true and fair view of the Company's affairs for the period presented in this report and are in compliance with current accounting standards, applicable laws and regulations and full explanations has been given for any material departure in compliance of Accounting Standards.
- 2. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.
- 3. We are responsible for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting.
- 4. We have disclosed to the Company's Auditor and Audit Committee of the Company, all significant deficiencies in the design or operation of the internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify the deficiencies.
- 5. We have indicated to the Auditors and the Audit Committee:
  - a. Significant changes in accounting policies made during the year and that the same have been disclosed suitably in the notes to the financial statements; and
  - b. That there were no Instances of significant fraud that involves management or other employees who have a significant role in the Company's internal control system over financial reporting.

6. We further declare that all Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct for the current Financial Year.

> For & on behalf of the Board of Director of **Amarkantak Traders Limited**

Date: 14/08/2019 Place: Chandigarh

> Sd/-Sd/-Hariram Rajbhar Namdev Parsekar

Managing Director DIN: 06922000 Director

DIN: 05235417

#### **Independent Auditor's Report**

Report on the Audit of the Standalone Financial Statements

#### **Opinion**

We have audited the accompanying standalone financial statements of Amarkantak Traders Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2019, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone 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 standalone 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

#### **Key Audit Matters**

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

Sr.	Key Audit Matter	Auditor's Response
No.		

1

#### IT Systems

The reliability and security of IT Systems play a key role in the financial reporting process of the company. The Company's key financial accounting and reporting processes are automated, whereby any gaps in the IT control environment could result in a material misstatement of the financial accounting and reporting records

Therefore, the assessment of the general IT controls and the application controls specific to the accounting and preparation of financial information is considered to be a key audit matter.

Our audit procedures assisted by our IT specialists, included:

General IT Controls: We tested the governance and other controls operating over IT environment of the Company, Including system access and management. We considered the controls over access rights granted to applications relevant to financial accounting and reporting systems.

Application Control:- We tested the design and operating effectiveness of automated controls critical to financial accounting and controls.

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

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Report on Corporate Governance, Shareholder information and Report of the Board of Directors & Management Discussion and Analysis, but does not include the consolidated financial statements, 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.

Management's Responsibility for the Standalone Financial Statements

• The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in

equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our

opinion on whether the Company has adequate internal financial controls 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

#### Report on Other Legal and Regulatory Requirements

- 1. As required by section 143(3) of the Act, based on our audit we report that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) in our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act.
  - e) on the basis of the 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.
  - f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
    - In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements in accordance with the generally accepted accounting practice.

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- 2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For TEJAS NADKARNI & ASSOCIATES Chartered Accountants F R No.: 135197W

Sd/-

TEJAS NADKARNI Proprietor M No.: 122993

Place: Mumbai Date: May 30, 2019

			(Rs.in Lacs)
	Notes	As at 31st March, 2019	As at 31st March, 2018
ASSETS		,	,
Non-Current Assets		-	-
Property, Plant and Equipment		-	-
capital work-in-progress		_	-
Goodwill		_	-
Other Intangible Assets		_	_
Intangible Assets under Development		_	_
Financial Assets			
(i) Investments			
(ii) Loans			
Deffered Tax Assets (net)			
Other Non-current Assets			
Total Non-Current Assets		_	_
Current Assets		-	-
Inventories			
Financial Assets			
(i) Investments		442.00	125.24
(ii) Trade Receivables	1	112.88	126.34
(iii) Cash & Bank Balance	2	0.16	1.59
(iv) Loans	3	562.66	562.38
(v) Others Financial Assets			
Other Current Assets	4	6.96	6.73
Total Current Assets		682.66	697.04
Total Assets		682.66	697.04
EQUITY & LIABILITIES			
Equity			
Equity Share Capital	5	377.20	377.20
Other Equity	6	80.42	80.17
Equity Attributable to shareholders		457.62	457.37
Non - Controlling Interest			
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
(i) Borrowings		_	-
(ii) Other Finanacial Liabilities		_	-
Deferred Payment Liabilites		_	-
Deferred Tax Liabilities (net)		-	-
Long Term Provision		_	
Total Non-current Liabilities		_	-
Current Liabilities			
Financial Liabilities			
(i) Borrowings	7	204.54	203.88
(ii) Trade Payables	8	3.11	18.50
(iii) Other Finanacial Liabilities		5.11	10.50
Other Current Liabilities	9	17.39	17.29
Short Term Provisions	9	17.59	17.29
Total Current Liabilities		225.04	239.67
Total	l	682.66	697.04
Significant Accounting Policies See accompanying Notes to the Financial Statements	1 to 15		
As per our report of even date	2 10 13		
To post our report or even date			

For TEJAS NADKARNI & ASSOCIATES **Chartered Accountants** 

Firm Regd. No. 135197W

For and on behalf of the Board Amarkantak Traders Limited

SD/-Tejas Nadkarni Proprietor

SD/-Hariram P. Rajbhar **Managing Director** 

SD/-Namdev P.Parsekar

Director

M.No. 122993

Place : Chandigarh Place : Mumbai Date: May 30 2019 Date: May 30 2019

#### **AMARKANTAK TRADERS LIMITED**

Profit and Loss statement for the year ended 31st March, 2019

				(Rs.in Lacs)
	Particulars	Note	2018-19	2017-18
ı.	Revenue from operations	10	15.44	40.76
II.	Other Income	11	-	-
11.	Other income	11	-	-
III.	Total Revenue (I +II)		15.44	40.76
IV.	Expenses:			
	Cost of materials consumed		-	-
	Purchase of Stock in Trade	12	11.11	33.54
	Changes in inventories of finished goods and Stock-in- Trade		-	-
	Employee benefits expense	13	2.40	4.23
	Finance costs		-	0.01
	Depreciation and amortization expense		-	-
	Other expenses	14	1.59	2.11
	Total Expenses		15.10	39.89
٧.	Profit before tax (III - IV)		0.34	0.87
VI.	Tax expense:			
	(1) Current tax/ Provision for Tax		0.09	0.22
	(2) Short Excess Provision of Earlier years		-	-
	(3) Deferred tax		-	-
VII.	Profit/(Loss) for the year (VII - VIII)		0.25	0.65
VIII	Other Comprehensive Income			
	i. Items that will not be reclassified to Profit or Loss		_	-
	ii.Income tax relating to items that will not be reclassified to Profit or Loss		_	-
	iii. Items that will be reclassified to Profit or Loss		_	_
	v.Income tax relating to items that will be reclassified to Profit or Loss		_	_
	Total Other Comprehensive Income for the Year (Net of Tax)		-	-
IX	Total Comprehensive Income for the Year		0.25	0.65
X	Earning per equity share:		0.20	
	(1) Basic		0.01	0.02
	(2) Diluted		0.01	0.02
Signific	ant Accounting Policies	<u> </u>	•	
-	ompanying Notes to the Financial Statements	1 to 15		
	our report of even date			
For TEJ	AS NADKARNI & ASSOCIATES	For and or	behalf of the Board	
Chartered Accountants		Amarkant	ak Traders Limited	

Firm Regd. No. 135197W

SD/-SD/-SD/-

Tejas Nadkarni Hariram P. Rajbhar Namdev P.Parsekar Proprietor Director **Managing Director** 

M.No. 122993

Place : Mumbai Place : Chandigarh Date: May 30 2019 Date: May 30 2019

Statement of Change in Equity for the year ended March 31 2	2019
as follows	

Rs. In lacs

Particulars	Equity Share Capital	·		Reserves & Surplus Other Comprehensive Income		Total Equity attributable to equity holders of
		Securitie	Retained	Equity	Other	the Company
		S	Earnings	instrument	Items of	
		Premiu		through	Other CI	
		m		other CI		
Balance as at April 01 2018	377.20	-	80.17	-	=	457.37
Changes in Equity for the year	=	-	-	-	=	
March 31, 2019						-
Profit for the year	-	=	0.25	-	-	0.25
Balance as at March 31 2019	377.20	=	80.42	-	=	457.62

Statement of Change in Equity for the year ended March 31 2018

as follows						Rs. In lacs
Particulars	articulars Equity Reserves & Surplus		Other Comprehensive		Total Equity	
	Share	Securitie	Retained	Equity	Other	attributable to
	Capital	S	Earnings	instrument	Items of	equity holders of
		Premiu		through	Other CI	the Company
		m		other CI		
Balance as at April 01 2018	377.20	-	79.52	-	-	456.72
Changes in Equity for the year	-	-	-	-	-	
March 31, 2019						-
Profit for the year	-	-	0.65	-	-	0.65
Balance as at March 31 2019	377.20	-	80.17	-	=	457.37

As per our report of even date For TEJAS NADKARNI & ASSOCIATES

Chartered Accountants Firm Regd. No. 135197W

For and on behalf of the Board Amarkantak Traders Limited

SD/-

SD/-

Tejas Nadkarni Hariram P. Rajbhar Namdev P.Parsekar

Proprietor Managing Director Director

M.No. 122993

Place : Mumbai Place : Chandigarh

Date: May 30 2019 Date: May 30 2019

#### AMARKANTAK TRADERS LIMITED

#### CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

	2018-2019	(Rs.in Lacs) 2017-2018
A.CASH FLOW FROM OPERATING ACTIVITIES	2010 2013	2017 2010
PROFIT/(LOSS) BEFORE INTEREST, TAX AND EXTRAORDINARY ITEMS	0.34	0.87
Adjustments for		
Depreciation		
Interest Income	-	
Finance Costs	-	
	0.34	0.87
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		
Adjustments for increase/decrease in :		
(a) Trade Receivables/Borrowings	13.46	257.99
(b) Inventories	-	-
(c) Other Current Assets	(0.23)	(2.18)
(e) Trade Payables	(15.39)	
(f) Other Current Liabilities	0.10	0.05
(g) Short Term Loans Provisions	-	0.01
CASH GENERATED FROM OPERATIONS	(2.06)	234.49
Provision for Tax	(0.09)	(0.22)
Cash Flow Before Extraordinary Items	-	-
Extraordinary Items	-	-
NET CASH FROM OPERATING ACTIVITES (A)	(1.81)	235.14
B.CASH FLOW FROM INVESTING ACTIVITIES		
Sale of Fixed Assets	-	-
Purchase of Assets	-	-
Change in Deferred Revenue Expenditure	-	-
Purchase of Investment	-	-
NET CASH USED IN INVESTING ACTIVITIES (B)	-	-
C.CASH FLOW FROM FINANCING ACTIVITIES		
Long Torm Loons & Advances Dravided		
Long Term Loans & Advances Provided Proceed from issue of Share Capital		-
Share Application Money		_
Borrowing - Current (Net)	0.38	(235.17)
	-	- (====================================
NET CASH USED IN FINANCING ACITIVITES ( C)	0.38	(235.17)
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(1.43)	(0.03)
Opening Balance of Cash and Cash Equivalents	1.59	1.62
Closing Balance of Cash and Cash Equivalents	0.16	1.59
NET INCREASE/DECREASE IN CASH EQUIVALENTS	(1.43)	(0.03)
As per our report of even date For TEJAS NADKARNI & ASSOCIATES Chartered Accountants	For and on behalf of the Bo Amarkantak Traders Limite	
Firm Regd. No. 135197W		
sp/	cn/	SD/
SD/- Tejas Nadkarni	SD/-	SD/-
rejas Nadkarni Proprietor	Hariram P. Rajbhar Managing Director	Namdev P.Parsekar Director
M.No. 122993	ivialiaging Director	שוופננטו
191.190. 122333		

Place : Mumbai Date : May 30 2019

Place : Chandigarh Date : May 30 2019

#### AMARKANTAK TRADERS LIMITED NOTES FORMING PART OF BALANCE SHEET AND PROFIT AND LOSS STATEMENT ACCOUNT (Rs.in Lacs) As at As at **PARTICULARS** Note 31st March, 2019 31st March, 2018 1 Trade receivables (Unsecured and Considered Good) Outstading for a period exceeding six months Others 112.88 126.34 Total 112.88 126.34 As at As at Note **PARTICULARS** 31st March, 2019 31st March, 2018 Cash and cash equivalents 2 0.08 0.69 Cash on Hand **Bank Balances** 0.90 In Current Accounts 0.08 In Deposits Total 0.16 1.59 As at As at **PARTICULARS** Note 31st March, 2019 31st March, 2018 **Short Term Loans and Advances** 3 562.66 562.38 562.66 562.38 Total As at As at Note **PARTICULARS** 31st March, 2019 31st March, 2018 4 **Other Current Assets** 6.96 6.73 Total 6.96 6.73 As at As at Note **PARTICULARS** 31st March, 2019 31st March, 2018 5 **Share Capital Equity Share Capital Authorised Share capital** 400.00 400.00 (40,00,000 (40,00,000 ) Equity Shares of Rs 10/- each) 5.1 Issued, Subscribed & fully Paid up 377.20 377.20 37,71,980 (37,71,980) Equity Shares of Rs.10/- each during the year Less: Calles in arrears Total 377.20 377.20 Reconciliation of the number of shares; No. of Equity shares issued at the beginning of the period 3,771,980 3,771,980 Add no. of Equity shares issued during the period Less no. of Equity shares bought back during the year No. of Equity shares at the end of the period 3,771,980 3,771,980 5.3 List of Shareholder holding more than 5% of shares Mr. Sanjay Madanlal Chauhan 831,220 (22.04%) 831,220 (22.04%) As at As at Note **PARTICULARS** 31st March, 2019 31st March, 2018 6 **Reserves and Surplus Capital Reserves** Securities Premium Reserves **Profit & Loss account** 79.52 **Opening Balance** 80.17 0.25 0.65 Add: During the Year Less: During the Year 80.42 80.17

Total

80.17

80.42

General reserve

Note	PARTICULARS	As at	As at
		31st March, 2019	31st March, 2018
7	Short-tems borrowings		
	Secured Unsecured loan	204.54	203.88
	Onsecured loan	204.34	203.88
	Total	204.54	203.88
Note	PARTICULARS	As at 31st March, 2019	As at 31st March, 2018
8	Trade Payables	313t Waren, 2013	3130 14101011, 2010
	Sundry Creditors	3.11	18.50
	Total	3.11	18.50
Note	PARTICULARS	As at 31st March, 2019	As at 31st March, 2018
9	Other current liabilities		
	creditors for expenses	0.10	0.07
	Provisions for Tax	17.29	17.22
	Total	17.39	17.29
Note	PARTICULARS	2018-19	2017-18
10	Revenue from Operations	15.44	40.76
	Revenue from - Sale of products As per note A Below Interest Income	15.44	40.76
	interest income		
	Total	15.44	40.76
	PARTICULARS	2018-19	2017-18
	(A):		
	Domestic sales	15.44	40.76
	Export sales	-	-
	Total	15.44	40.76
Note	PARTICULARS	2018-19	2017-18
11	Other Income		
	Dividend income	-	-
	Net gain/ loss on sale of investments/Assets Other non-operating income (net of expenses directly attributable to	-	-
	such income)	-	-
	Total		_
Note	PARTICULARS	2018-19	2017-18
12	Purchase cost of Stock In Trade		
	Purchases	11.11	33.54
	Total	11.11	33.54
Note	PARTICULARS	2018-19	2017-18
13	Employee Benefits Expense	2010 17	2017 10
	Salaries and wages	2.40	4.23
	Directors Sitting Fees / Remuneration	-	-
	Other expenses	-	-
	Total	2.40	4.23

Note	PARTICULARS	2018-19	2017-18
14	Other Expenses		
	Audit Fees	0.10	0.08
	Advertisement Expenses	-	-
	Postate & Telephone Exp.	0.04	0.03
	Printing & Stationery	0.01	0.04
	ROC and Legal Fees	0.01	0.03
	Rent	0.36	0.42
	Repairs and Maintenance	0.06	0.04
	Misc. Expenses	0.07	-
	Travelling Expenses	0.03	0.03
	Vehicles Running Expenses		-
	Professional Charges	0.82	1.35
	Electricity Expenses	0.09	0.09
	Total	1.59	2.11

#### Significant Accounting Policies

#### **a)** Basis of Accounting

The financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting. The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013

#### **b)** Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria are met before revenue is recognized:

- Sales is recognized on dispatch to the customers and recorded net of tradediscounts, rebates, etc.
- Interest income is recognized on a time proportion basis taking in to account theamountoutstandingand the applicable interest rate
- Dividend income is recognized when the company's right to receive dividend is established on the reporting date.

#### c) Investments

Investments that are intended to be held for more than a year, from the date of acquisition are classified as long term investment are carried at cost less any provision for permanent diminution in value. Investments other than long term investments are being current investments are valued at cost or fair market value whichever is lower.

#### d) INVENTORIES

Items of inventories are measured at lower of cost and net realizable value after providing for obsolescence, if any, except in case of by-products which are valued at net realizable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition.

#### e) Assets & Liabilities

The Assets and Liabilities are taken at the book value certified by the Management.

#### **f)** Taxes on Income

Current Tax: Provision for Income Tax is determined in accordance with the provisions of Income TaxAct, 1961.

Deferred Tax Provision: Deferred Tax is recognized on timing differences between the accounting income and the taxable income for the year, and quantified using the tax rates and laws enacted or substantively enacted on the Balance Sheet date

Deferred Tax Assets are recognized and carried forward to the extent that there is a reasonable certaintythat sufficient future taxable income will be available against which such Deferred Tax Assets canrealized.

#### g) Miscellaneous Expenditure

Preliminary expenses / shares issue expenses etc. are not amortize during the year

#### h) Use of Estimates

The Preparation of the Financial statements in conformity with the generally accepted accounting principles require the Management to make estimates and assumptions that affect the reported amount of assets, liabilities, revenue and expenses and disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from the estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

#### i) Segment Reporting

Considering the organization structure, nature of products & risk and return profile based on geographical distribution, the formulation business is considered as a Single Segment.

### j) Related Party Disclosure

Related Parties and their relationship

Key Managerial Personnel

HARIRAM PHULCHAND RAJBHAR -Managing Director

#### **k)** Contingent Liabilities / Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence on non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to the settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent assets are not recognized in the financial statements. However contingent assets are assessed continually and if it is virtually certain that an economic benefit will arise, assets and related income are recognized in the period in which the change occurs.

### 1) Employee Benefits

Provident Fund & Gratuity is not applicable to the Company

**m)** Balances in the accounts of debtors, creditors and contracts and contractors, certain Bank Accounts are taken subject to confirmation and reconciliation and only upon such confirmation and reconciliation, the entries for discounts, claims and writing off sundry balances etc. will be recorded the books.

- n) In the absence of detailed information from Small Scale and Ancillary Undertaking, included under the head Sundry Creditors dues there from are not ascertained as on the date of Balance Sheet.
- o) Previous year's figures have been regrouped / rearranged wherever deemed necessary.

As per our attached report of even date For TEJAS NADKARNI & ASSOCIATES **Chartered Accountants** Firm Regd.No.135197W

For and on behalf of the Board AMARKANTAK TRADERS LIMITED

Sd/-Sd/-

Sd/-

TEJAS NADKARNI (Partner) M. No.122993

Namdev P.Parsekar Hariram P. Rajbhar Managing Director Director

Place: Mumbai Date: May 30, 2019 Place: Mumbai Date: May 30,2019

# Reg. Add: Level 4, Tower A, Godrej Eternia, Plot Number 70, Industrial Area 1, Chandigarh- 160002 IN.

#### ATTENDANCE SLIP ANNUAL GENERAL MEETING - 27th September, 2019 at 11:00 A.M

DP		Ciient ia./	
Id.		Ben. A/c.	
Folio		No. of Shares	
No.			
Compar I/We he	that I am a registered sharehold ny. ereby record my/our presence a ny being held on 27 <sup>th</sup> September,	at the ANNUAL GE	NERAL MEETING of the
Eternia,	Plot Number 70, Industrial Area	1, Chandigarh- 1600	002 IN.
Full Na	me of the Shareholder / Proxy (In	n Block Letter)	Signature

#### FORM NO MGT-11 PROXY FORM

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

Name of the Company: AMARKANTAK TRADERS LIMITED

Name of the Member(s):

Regd. Office: Level 4, Tower A, Godrej Eternia, Plot Number 70, Industrial Area 1, Chandigarh CH 160002 IN

Regis	stered Address :			
E ma	il Id :			
Folio	No / Client ID:			
DP II				
I/W	/e, being the member(s) of	shares of the abo	ve named c	ompany,
	by appoint:			
	ameAddress			
	il ID	Signature		
	iling him/her			
(2) N	ameAddress		• • • • • • • • • • • • • • • • • • • •	•••••
	il IDSią			
	y/our proxy to attend and vote (on a	<u> </u>		
	Annual General Meeting of the Comp			
	a.m. at the Registered Office of the			
	rej Eternia, Plot No. 70, Industrial			d at any
	anne en a tele anno af ine magne a et af annele mag		tad balarur	
adjoi	arnment thereof in respect of such res	solutions as are indica	ted below.	
	-	solutions as are indica		Γ
Res	Ordinary Business	solutions as are indica	For	Against
Res No.	Ordinary Business			Against (Dissent)
Res	Ordinary Business  Adoption of Annual Accounts and	Reports thereon for	For	
Res No.	Ordinary Business	Reports thereon for	For	
Res No.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,	Reports thereon for 2019	For	
Res No.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,  Re-election of Mr. Prema Bhoja Kur	Reports thereon for 2019	For	
Res No.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,	Reports thereon for 2019	For	
Res No.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,  Re-election of Mr. Prema Bhoja Kur	Reports thereon for 2019  nder as a Director of	For	
Res No. 1.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,  Re-election of Mr. Prema Bhoja Kurthe Company.  Appointment of M/s. Tejas Nadi	Reports thereon for 2019  nder as a Director of karni & Associates,	For	
Res No. 1.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,  Re-election of Mr. Prema Bhoja Kurthe Company.  Appointment of M/s. Tejas Nadi Chartered Accountant, Mumbai, as	Reports thereon for 2019  nder as a Director of karni & Associates,	For	
Res No. 1. 2. 3.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,  Re-election of Mr. Prema Bhoja Kurthe Company.  Appointment of M/s. Tejas Nadi Chartered Accountant, Mumbai, as of the Company.	Reports thereon for 2019  Inder as a Director of karni & Associates, a Statutory Auditors	For	
Res No. 1. 2. 3.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,  Re-election of Mr. Prema Bhoja Kurthe Company.  Appointment of M/s. Tejas Nadi Chartered Accountant, Mumbai, as	Reports thereon for 2019  Inder as a Director of karni & Associates, a Statutory Auditors	For	
Res No. 1. 2. 3.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,  Re-election of Mr. Prema Bhoja Kurthe Company.  Appointment of M/s. Tejas Nadi Chartered Accountant, Mumbai, as of the Company.	Reports thereon for 2019  Inder as a Director of karni & Associates, a Statutory Auditors	For	
Res No. 1.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,  Re-election of Mr. Prema Bhoja Kurthe Company.  Appointment of M/s. Tejas Nadi Chartered Accountant, Mumbai, as of the Company.	Reports thereon for 2019  Inder as a Director of Example Associates, a Statutory Auditors	For	Affix Revenue
Res No. 1. 2. Signa	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March,  Re-election of Mr. Prema Bhoja Kurthe Company.  Appointment of M/s. Tejas Nadi Chartered Accountant, Mumbai, as of the Company.	Reports thereon for 2019  Inder as a Director of Example Associates, a Statutory Auditors	For	Affix Revenue Stamp
Res No. 1. 2. 3.	Ordinary Business  Adoption of Annual Accounts and the financial year ended 31st March, Re-election of Mr. Prema Bhoja Kurthe Company.  Appointment of M/s. Tejas Nadi Chartered Accountant, Mumbai, as of the Company.  ed this day of	Reports thereon for 2019  Inder as a Director of Example Associates, a Statutory Auditors	For	Affix Revenue

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

If Undelivered, please return to:-Skyline Financial Services Pvt. Ltd. 4A9, Gundecha Onclave, Khairani Road, Sakinaka, Mumbai- 400072.