



# Ankur Marketing Limited

CIN : L52110DL1985PLC020054

Regd. Off : D -9, Jungpura Extension, New Delhi, West Delhi DL 110014 IN

**Date: 04.09.2020**

**To,**  
**Listing & Compliance Department**  
**Metropolitan Stock Exchange of India Limited**  
4th Floor, Vibgyor Towers, Plot No. C 62,  
G Block, Opposite Trident Hotel, Bandra  
Kurla Complex, Bandra (E),  
Mumbai-400098

**Ref: Regulation 30 & 34 of the SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015('SEBI Listing Regulations')**

**Sub: Submission of Notice of 35<sup>th</sup> Annual General Meeting and the Annual Report of the company for the financial year 2019-20**

**Symbol: ANKUR**

Pursuant to regulation 30 read with (Para A) of Schedule III and Regulation 34(1)(a) of the SEBI (Listing Obligations and disclosures Requirements), Regulation 2015 (as amended) , please find enclosed the Notice of 35<sup>th</sup> Annual General Meeting of the company scheduled to be held on Saturday, 26<sup>th</sup> September at 3:00pm through Video Conferencing/Other Audio Visual Means("VC/OAVM") Facility and the Annual Report of the Company for Financial Year ended March 31<sup>st</sup> 2020.

The said notice of 35th Annual General Meeting and the Annual Report for the financial year 2019-20 is being sent only through e-mails to the members of the company at their registered email address and the same has also been uploaded on the website of the Company at the [www.ankurmarketing.com](http://www.ankurmarketing.com).

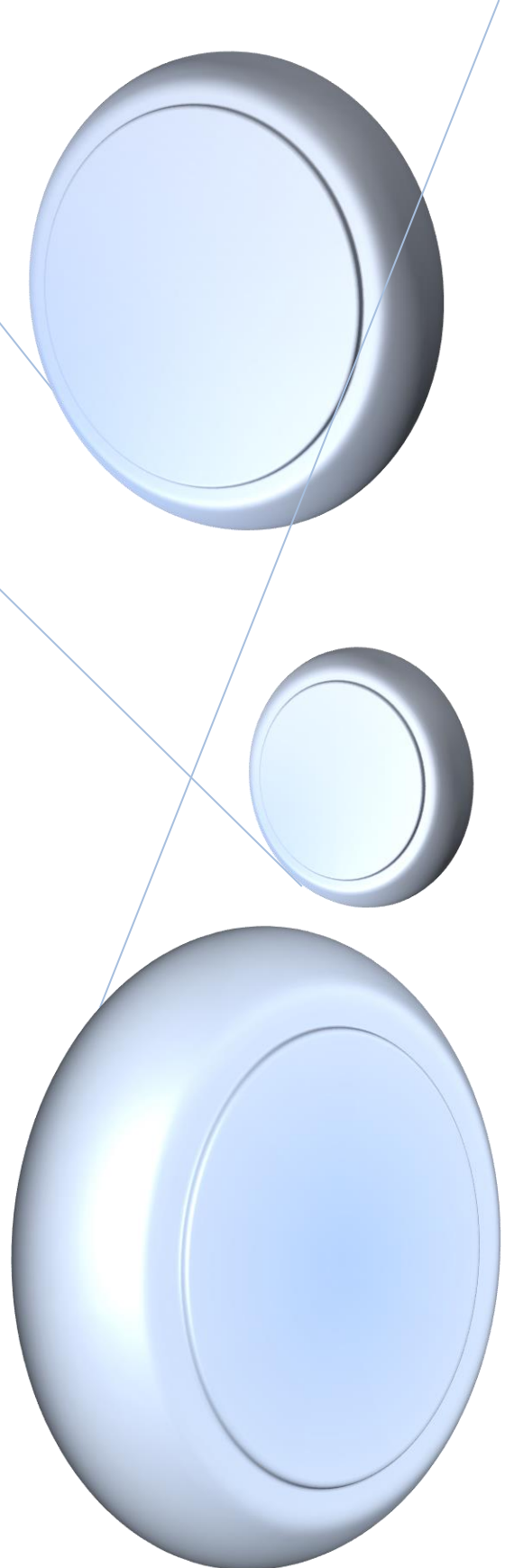
This is for your information and record.

Thanking you,  
Yours faithfully,

**For Ankur Marketing Limited**

  
  
**Divya Singh**  
**Company Secretary**  
**M. No. 43826**

**ANKUR MARKETING LIMITED**  
**35TH ANNUAL REPORT**  
**2019-20**



## **CORPORATE INFORMATION**

### **Board of Directors**

MR. SHYAM SUNDER AGARWAL (MANAGING DIRECTOR)  
MR. SANJIV AGARWAL  
MR. ALOK TIBREWAL  
MRS. USHA TIBREWAL  
MR. VIKASH KUMAR BAID  
MR. MANISH DOOGAR

### **Company Secretary**

MS. DIVYA SINGH

### **Chief Financial Officer**

MR. VIVEK AGARWAL

### **Statutory Auditor**

AGARWAL & ASSOCIATES,  
CHARTERED ACCOUNTANTS  
18, N S ROAD, 3<sup>RD</sup> FLOOR  
KOLKATA-700001

### **Registered Office**

D-9, JUNGPURA EXTENSION  
NEW DELHI, DELHI-110014  
Email: [ankurmarketing85@gmail.com](mailto:ankurmarketing85@gmail.com)  
Website: [www.ankurmarketing.com](http://www.ankurmarketing.com)

### **Corporate Office**

210, RUBY PARK  
KASBA RATHALA  
KOLKATA- 700078

### **Registrar & Share Transfer Agent**

ABS CONSULTANT PVT. LTD.  
99, STEPHEN HOUSE  
4, B. B. D. BAGH (E), KOLKATA – 700 001

### **Secretarial Auditor**

MRS. AYUSHI KHAITAN  
109, D.J ROAD, HINDMOTOR  
BHADRAKALI, 1ST FLOOR,  
HOOGHLY: 712 232

### **Banker**

ICICI BANK, KOLKATA  
INDIAN OVERSEAS BANK, KOLKATA  
HDFC BANK, KOLKATA

## NOTICE OF 35<sup>TH</sup> ANNUAL GERNERAL MEETING

NOTICE is hereby given that the 35<sup>th</sup> Annual General Meeting of the Members of Ankur Marketing Limited (the 'Company') will be held through Video Conferencing, on Tuesday, the 26th day of September, 2020 at 3:00 P.M. in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 20/2020, 14/2020 and 17/2020 dated 5th May, 2020, 8th April, 2020 and 13<sup>th</sup> April, 2020 respectively, to transact the following businesses:-

### **ORDINARY BUSINESS:**

#### **1) ADOPTION OF FINANCIAL STATEMENTS:**

To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors ('the Board') and auditors thereon.

#### **2) RE-APPOINTMENT OF RETIRING DIRECTOR**

To appoint a Director in place of Mr. Alok Tibrewal (DIN-00849280), who retires by rotation, and being eligible, offers himself for re-appointment, the following resolution, as an Ordinary Resolution:

“RESOLVED THAT Mr. Alok Tibrewal (DIN-00849280), director who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a director of the Company.”

### **SPECIAL BUSINESS:**

#### **3) Re-appointment of Shri Vikash Kumar Baid (DIN- 08557092) as Independent Director**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:-

“RESOLVED THAT, in accordance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this Meeting hereby approves the re-appointment of Vikash Kumar Baid (DIN- 08557092) as an Independent Director of the Company for a period of five years with effect from 1st October, 2020, or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines.”

#### **4) Re-appointment of Shri Manish Doogar (DIN- 08557114) as Independent Director**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:-

“RESOLVED THAT, in accordance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this Meeting hereby approves the re-appointment of Manish Doogar (DIN- 08557114) as an Independent Director of the Company for a period of five years with effect from 1st October, 2020, or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines.”

#### **5) Increase in Ceiling of Managerial Remuneration**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 197 of the Companies Act 2013 and other applicable provisions of the Act, if any, including any statutory modifications, amendments or re-enactments thereof, and approval of the members of the company be and is hereby accorded to increase the overall Limit of managerial remuneration payable by the company in respect of any financial year to all the directors of the company including

managing director, whole time director above 11% of net profit of company as mentioned in the provision in Schedule V of the Companies Act, 2013.

**“FURTHER RESOLVED THAT** Alok Tibrewal (DIN-00849280) the director of the company, be and is hereby empowered and authorised to take steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary , proper, expedient or incidental for giving effect to this resolutions and to file necessary E-Forms with Registrar of Companies.”

Place: Kolkata  
Date: 04.09.2020

By order of the Board of Directors  
For ANKUR MARKETING LIMITED

SD/-  
(ALOK TIBREWAL)  
DIRECTOR  
DIN: 00849280

## NOTES:

Explanatory Statement setting out the material facts concerning each item of Special Businesses to be transacted at the General Meeting pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of the Notice. Information on all the Directors proposed to be appointed/re-appointed at the Meeting as required under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 are provided in the Annexure - A to this Notice.

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time on Saturday 26th September 2020 at 3:00pm of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.ankurmarketing.com](http://www.ankurmarketing.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. MSEI Limited at <https://www.msei.in> and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

The remote e-voting period begins on 23rd September, 2020 at 10:00 A.M. and ends on 25th September, 2020 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.

A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical Your User ID is:

a) For Members who hold shares in demat account with NSDL. 8 Character DP ID followed by 8 Digit Client ID

For example if your DP ID is IN300\*\*\* and Client ID is 12\*\*\*\*\* then your user ID is IN300\*\*\*12\*\*\*\*\*.

b) For Members who hold shares in demat account with CDSL. 16 Digit Beneficiary ID

For example if your Beneficiary ID is 12\*\*\*\*\* then your user ID is 12\*\*\*\*\*

c) For Members holding shares in Physical Form. EVEN Number followed by Folio Number registered with the company

For example if folio number is 001\*\*\* and EVEN is 101456 then user ID is 101456001\*\*\*

Your password details are given below:

If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.

How to retrieve your ‘initial password’?

If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:

Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Physical User Reset Password?” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.

Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

Now, you will have to click on “Login” button.

After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.

Select “EVEN” of company for which you wish to cast your vote.

Now you are ready for e-Voting as the Voting page opens.

Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

Upon confirmation, the message “Vote cast successfully” will be displayed.

You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



## General Guidelines for shareholders

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mohata.shrikant@gmail.com with a copy marked to evoting@nsdl.co.in.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request to or contact Mr. Amit Vishal, Senior Manager/Ms. Pallavi Mhatre, Manager, NSDL, Trade World, ‘A’ Wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai – 400013 at telephone no. 022- 24994360/022 24994545 or at E-mail id [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

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 Saturday, the 19th day of September, 2020.

Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Saturday, the 19th day of September, 2020. may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [absconsultant99@gmail.com](mailto:absconsultant99@gmail.com)

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.

A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting or casting vote through e-Voting system during the Meeting.

Pursuant to the provision of Section 108 of the Act read with rules thereof, Mr. Shri Kant Mohata, Practicing Chartered Accountant, has been appointed as the Scrutinizer to scrutinize the Remote e-Voting process and casting vote through the e-Voting system during the Meeting in a fair and transparent manner.

The Scrutinizer shall after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting system and shall make a consolidated Scrutinizer’s Report.

The Results of voting will be declared within 48 hours from the conclusion of AGM. The declared results along with the Scrutinizer’s Report will be available forthwith on the website of the Company [www.ankurmarketing.com](http://www.ankurmarketing.com) and on the website of NSDL. Such results will also be displayed on the

Notice Board at the Registered Office as well as the Corporate Office of the Company and shall be forwarded to the Metropolitan Stock Exchange of India Limited.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [ankurmarketing85@gmail.com](mailto:ankurmarketing85@gmail.com)

In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [ankurmarketing85@gmail.com](mailto:ankurmarketing85@gmail.com)

Alternatively member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

#### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE

#### AGM ARE AS UNDER:-

The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

#### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

Members are encouraged to join the Meeting through Laptops for better experience.

Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at [ankurmarketing85@gmail.com](mailto:ankurmarketing85@gmail.com) latest by 5:00 p.m. (IST) on Friday 25th day of September 2020.

Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [ankurmarketing85@gmail.com](mailto:ankurmarketing85@gmail.com) latest by 5:00 p.m. (IST) on Friday 25th day of September 2020. The same will be replied by the company suitably.

Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.

The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

Members who need assistance before or during the AGM, can contact NSDL on [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) / 1800-222-990 or contact Mr. Amit Vishal, Senior Manager-NSDL at [amitv@nsdl.co.in](mailto:amitv@nsdl.co.in) / 022-24994360 or Ms. Pallavi Mhatre, Manager, NSDL at [pallavid@nsdl.co.in](mailto:pallavid@nsdl.co.in) / 022-24994545.

### **EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF RESOLUTION**

Annexed to the Notice Convening the Thirty Fifth Annual General Meeting to be held on Saturday 26th September, 2020.

#### **Item No. 3**

The Members of the Company on 10<sup>th</sup> September, 2019 approved the appointment of Shri. Vikash Kumar Baid as Additional Independent Directors of the Company till ensuing Annual General Meeting.

The Board of Directors of the Company ('the Board') at the meeting held on 4th September, 2020, on the recommendation of the Nomination & Remuneration Committee ('the Committee'), recommended for the approval of the Members, the re-appointment of Shri Vikash Kumar Baid as Independent Directors of the Company with effect from 1st October, 2020, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015') (SEBI LORD, 2015), as set out in the Resolutions relating to their respective re-appointment.

Consent of the Members by way of Special Resolution is required for re-appointment of Shri Vikash Kumar Baid, in terms of Section 149 of the Act. Further, pursuant to Regulation 17 of the Listing Regulations 2015, consent of the Members by way of Special Resolution is also required for continuation of a Non-Executive Director. The Special Resolutions under Item Nos. 4, once passed, shall also be deemed as your approval under the Listing Regulations 2015, for continuation of Shri Vikash Kumar Baid as Independent Directors

Information required to be provided under the SEBI LODR 2015 regarding the director who is proposed to be appointed/reappointed is as below:

Name of the Director	Vikash Kumar Baid
Age	36 years
Date of Birth	16/07/1984
Qualifications	Graduate
Nature of his expertise in specific functional area	He has more than 7 years of experience in marketing field
Disclosure of relationships between director specific interest	Nil
Name of listed entities in which he holds the directorship and the board committee memberships	Nil
Shareholding in the company	Nil

#### **Item No. 5**

The Members of the Company on 10<sup>th</sup> September, 2019 approved the appointment of Shri. Manish Doogar as Additional Independent Directors of the Company till ensuing Annual General Meeting.

The Board of Directors of the Company ('the Board') at the meeting held on 4th September, 2020, on the recommendation of the Nomination & Remuneration Committee ('the Committee'), recommended for the approval of the Members, the re-appointment of Shri Manish Doogar as Independent Directors of the Company with effect from 1st October, 2020, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015') (SEBI LORD, 2015), as set out in the Resolutions relating to their respective re-appointment.

Consent of the Members by way of Special Resolution is required for re-appointment of Shri Manish Doogar, in terms of Section 149 of the Act. Further, pursuant to Regulation 17 of the Listing Regulations 2015, consent of the Members by way of Special Resolution is also required for continuation of a Non-Executive Director. The Special Resolutions under Item Nos. 4, once passed, shall also be deemed as your approval under the Listing Regulations 2015, for continuation of Shri Manish Doogar as Independent Directors

Information required to be provided under the SEBI LODR 2015 regarding the director who is proposed to be appointed/reappointed is as below:

Name of the Director	Manish Doogar
Age	41 years

Date of Birth	04/01/1979
Qualifications	Graduate
Nature of his expertise in specific functional area	He has been more than 10 years of experience on marketing field and he also has excellence in legal matters.
Disclosure of relationships between director specific inter-se	Nil
Name of listed entities in which he holds the directorship and the board committee memberships	Nil
Shareholding in the company	Nil

The Board recommends these Resolutions for your approval.

#### **Item No. 6**

As per section 197 of the Companies Act 2013 as amended by Companies Amendment Act 2017 which has become effective since September 2018, total managerial remuneration payable by the company to its directors including managing director, whole time director and manager in respect of any financial year may exceed 11% of the net profit of the company calculated as per section 198 of the Companies Act 2013, provided that the same has been approved by the shareholders of the company by way of ordinary resolution\special resolution. The requirement of Central Government approval which was hereto required has been done away with.

Pursuant to recommendation of Nomination and Remuneration Committee, the Board of the Directors of the Company in its meeting on 7<sup>th</sup> July 2020 recommend to increase the overall limit of managerial remuneration payable by the company in respect of any financial year from the matter laid down in section 198 of Companies Act, 2013.

Accordingly the board recommended the Special Resolution set out in item no. 1 for approval of members.

None of the Directors or KMP including their relative is interested in resolution financially or otherwise except to the extent of their shareholding, if any, in the company.

Place: Kolkata

Date: 04.09.2020

## BOARD'S REPORT

### BOARD'S REPORT TO THE MEMBERS

Your Directors are pleased to present their 35th Annual Report on the business and operations of your Company for the year ended 31<sup>st</sup> March, 2020.

<b>Particulars</b>	<b>For the Year Ended on 31.03.2020</b>	<b>For the Year Ended on 31.03.2019</b>
Net Profit/(Loss) Before Tax & Depreciation	1,41,69,507.00	1,13,66,513.86
Less :Depreciations & Amortisation	23,88,167.00	18,75,256.00
Net Profit/(Loss) Before Tax Including Comprehensive Income/(Loss)	1,17,81,340.00	91,50,092.86
<b>TAX EXPENSES</b>		
Less : Current Tax	5,86,406.00	18,26,118.00
Less: Deferred Tax	(3,10,939).00	9,51,161.00
Less : Tax Expenses of Earlier Years	2,821.00	0.00
Less: Mat Credit Entilement	31,23,377.00	(31,23,377.00)
Profit/(Loss) for the Period	83,79,675.00	94,96,190.86
Basic & Diluted Earnings per share:	2.79	3.28

#### **REVIEW OF OPERATIONS:**

During the year under review the Company has achieved an aggregate profit before depreciation, interest and tax of Rs. 141.70 lacs against Rs. 113.67 lacs in the previous year 2018-19.

#### **DIVIDEND:**

The Board believes that it will be prudent for the company to conserve resources in view of future expansion programs in line for the coming year, which will enhance the profitability to a great extent. Hence, your directors are not recommending any dividend for the Financial Year 2019-20.

#### **INSURANCE:**

The working assets of the company are adequately insured as per decision of the management.

#### **INDEPENDENT DIRECTORS:**

Presently, Shri Vikash Kumar Baid\*, Shri Manish Doogar\*& Ms. Ankita Maskara were appointed as additional Independent Directors of the Company w.e.f 10<sup>th</sup> September 2019. Ms Ankita Maskara resigned from the post of directorship wef 11<sup>th</sup> March 2020.

\*Shri Vikash Kumar Baid has been recommended by the board for his appointment in this Annual General Meeting as Non-Executive Independent Director whose presently appointed as Additional Director.

\*Shri Manish Doogar has been recommended by the board for his appointment in this Annual General Meeting as Non-Executive Independent Director whose presently appointed as Additional Director.

## **BOARD EVALUATION:**

The Board considered the independence of each of the above mentioned Directors in terms of section 149 and schedule IV to the Companies Act 2013 and Regulation 25 of SEBI (LODR) Regulation, 2015 and was of the view that the directors fulfill the criteria of independence as mentioned in the above provisions. A structure of questionnaire was prepared after taking into consideration various aspects of Board's functioning. The performance evaluation of Independent Directors was carried out by the Independent directors and the Board of Directors expressed their satisfaction with the evaluation process.

## **STATUTORY AUDITORS:**

M/s. Agarwal & Associates., Chartered Accountants, (FRN No. 323210E), Chartered Accountants hold office till the conclusion of the 38th Annual General Meeting of the Company and eligible for reappointment.

## **AUDITOR'S REPORT:**

The Board has duly examined the Statutory Auditors' Report to the accounts and clarifications, wherever necessary, have been included in the Notes to the Accounts section of the Annual Report.

## **FIXED DEPOSITS:**

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013, and the rules made there under.

## **SHARE CAPITAL:**

During the year 2019-20 there was no further issue of share capital.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

A detailed discussion of the industry structure as well as on the financial and operational performance is contained in the 'Management Discussion and Analysis Report' (Annexure- 1)

## **CORPORATE GOVERNANCE:**

Pursuant to Regulation 27 of SEBI LODR with the Stock Exchanges, Corporate Governance report together with the certification from the company's auditors confirming the compliance of conditions on Corporate Governance is given in (Annexure-2).

Section 134(3) of the Companies Act, 2013 requires the Board report to include several additional contents and disclosures compared to the earlier Law. Most of them have accordingly been made in the Corporate Governance report at the appropriate places that forms an integral part of this report.

## **EXTRACT OF ANNUAL RETURN:**

Annual Return is available on the company's website at [www.ankurmarketing.com](http://www.ankurmarketing.com) as required under Section 92 of the Companies Act, 2013 for the financial year ending 31<sup>st</sup> March, 2020.

## **PARTICULARS OF EMPLOYEES:**

In terms of the provisions of section 197(12) of the Companies Act '2013 read with rule 5(1) to 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and

other particulars of the employees drawing remuneration in excess of the limits set out in the Rules are provided in the Annual Report. However, as per first proviso to section 136(1) of the said Act the Annual report excluding the aforesaid information is being sent to all the members of the Company and others entitled thereto. Any member interested in obtaining such particulars may write to the Company at the registered office of the Company. None of the employees as set out in the said Annexure is related to any Director of the Company.

## **ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:**

### **A. CONSERVATION OF ENERGY:**

(a) Energy conservation measures taken by the company for the financial year 31<sup>st</sup> march 2020.

(b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy: No additional investments for reduction in energy consumption have been made or are proposed to be made presently.

### **B. RESEARCH & DEVELOPMENT (R&D):**

No Research & Development activities have been carried out by the company during the year.

### **C. TECHNOLOGY ABSORPTION:**

The Company always keeps a check on global innovation and techniques to avail the latest technology trends and practices. The Company has not imported any technology or process in the financial year.

### **D. FOREIGN EXCHANGE EARNINGS & OUTGO:**

The Company had no Foreign Exchange earnings and Outgo during the year under review.

### **SOCIAL COMMITMENT:**

Our driving objective is to improve living and working condition of our workforce, their dependents and society as well. There has been a constant endeavor to interact with the employees on a day to day basis and promptly resolve the issues that surface up.

### **ENVIRONMENTAL EFFORTS:**

Company has obtained all the required certificates and License from Environment Control Regulators to check Safe and Environment friendly Operations. The Company is quite alert in providing clean environment on a continuous basis.

**SAFETY:** The Company has adequate system for Safety. In the said year the company has strengthen its fire safety equipment at it units. The year under review continued to be NIL accident year.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;



(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS:**

The Company has given loans, or guarantees and made investments which is covered under the provisions of Section 186 of the Companies Act, 2013. The particulars are given in the notes to Financial Statements.

### **ACKNOWLEDGEMENTS:**

The Board records its sincere appreciation for the valuable support extended by the Company's Bankers, Financial Institutions and the Government Agencies. The Board also wishes to thank all its suppliers / customers / distributors / dealers and all those associated with the Company. The Board further conveys cordial thanks to all the employees for their sincere works and takes this opportunity to thank Shareholders for their continued confidence reposed in the Management of the Company.

By order of the Board of Directors  
For ANKUR MARKETING LIMITED  
Sd/-

(ALOK TIBREWAL)  
DIRECTOR  
DIN: 00849280

Place: Kolkata  
Dated: 07.07.2020

## **ANNEXURE '1' TO DIRECTORS' REPORT**

### **MANAGEMENT DISCUSSION AND ANALYSIS:**

Your Directors have pleasure in presenting the Management Discussion and Analysis Report for the year ended on 31<sup>st</sup> March 2020.

### **FORWARD-LOOKING STATEMENTS:**

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent developments, information or events.

### **OPPORTUNITIES AND THREATS:**

The fundamental growth drivers of the country's economy as well as our company continue to remain strong despite the pressures of slowdown and inflationary conditions prevalent till recently in the nation and also globally.

The threats to the segments in which the company operates are volatility in Exchange rate, pricing pressure arising due to competition from low cost suppliers, technology up-gradation, and severe competition among competitor and newly emerging competitive nations and stricter environment laws. Further, the Indian economy is now integrated with the world economy to a very large extent and therefore vulnerable to the direct impact of such a slowdown; such an impact could adversely affect the Company's performance as well. Therefore, the company has decided to close down the manufacturing activity, concentrate on the trading, and look for other opportunities in the Export market.

### **MANAGEMENT TEAM:**

The existing management has a strong technical and management knowledge and experience in the trading business.

Mr. Shyam Sunder Agarwal (MD), Chairman of the Company is an entrepreneur and is having vast knowledge and expertise in handling various businesses including the business of the Company.

### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. The management is ensuring an effective internal control system to safeguard the assets of the

company. Efforts for continued improvement of internal control system are being consistently made in this regard. The company has cleared secured bank liability against assets.

### **HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS:**

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review. The industrial relations with staff and officers are cordial during the year under review. All issues pertaining to staff matters are resolved in harmonious and cordial manner.

### **CAUTIONARY STATEMENT:**

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws, and other statutes and other incidental factors.

### **FINANCIAL PERFORMANCE REVIEW OF THE COMPANY:**

Despite a challenging business environment and increase in competitive intensity, and impact of blocked funds with customers are seen in its performance. A critical appraisal is made by the Audit Committee before drawing Statement of Accounts and the Board also reviewed the same on each occasion.

- Total income is Rs. 2219.57 lacs.
- Reserve and Surplus – Total accumulated profit as on 31-03-2020 is Rs. 399.49 lacs
- Loan Profile – The Company has taken secured loan of Rs. 54.84 lacs and the unsecured loan stands to Rs. 11.36 lacs.
- Fixed Assets – During the year under review, total additions/ (disposals) to the gross block of assets was Rs. 164.12 lacs.
- Investments – The Company has not made any fresh investment in capital market during the year.
- Cash and Bank Balance – The Company had adequate liquidity of Rs 1.77lacs as cash in hand and in the various Bank Accounts.

### **DISCLOSURE BY THE MANAGEMENT:**

Your Board has received confirmation from its managerial staff that they had no personal interest in any material, financial and commercial transactions of the company except as mentioned elsewhere in the report.

### **INTERNAL CONTROL SYSTEM AND RISK MANAGEMENT:**

The Company has an in-house team in internal audit department and also availed services of external firms of consultants and chartered accountants to help the Company to strengthen the internal audit and risk management functions.

### **CAUTIONARY STATEMENT:**

Statement in this report, particularly those which relate to Management Discussion and Analysis, description of company's objective, estimates and expectations may constitute forward looking statements within the meaning of applicable laws or regulations. Actual results might differ materially from those either. The Company takes no responsibility for any consequence of decisions made based on such statements and holds no obligation to update these in the future.

### **RISK MANAGEMENT:**

The Company has a risk management framework in place under which the management identifies and monitors business risks on a continuous basis and initiates appropriate risk mitigation steps as and when required. The Company periodically place before the Board the risk assessment and minimization procedures being followed by the company and steps taken by it to mitigate those risks through a properly defined framework.

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## ANNEXURE 2

### TO DIRECTORS' REPORT

#### REPORT ON CORPORATE GOVERNANCE:

In accordance with Part C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and Regulation 27 of the Listing Agreement entered into with the Metropolitan Stock Exchange of India Limited (MSEI) and the report on compliance of Corporate Governance at **Ankur Marketing Limited** (“the Company”) is given as under:



#### 1. Company's philosophy on Code of Governance:

The Company's Philosophy on Corporate Governance as adopted by its Board of Directors is to:

- Ensure that the quantity, quality and frequency of financial and managerial information, which the management shares with the Board, fully place the Board Members in control of the Company's affairs.
- Ensure that the Board exercises its fiduciary responsibilities towards shareowners and creditors, thereby ensuring high accountability.
- Ensure that the extent to which the information is disclosed to present and potential investors is maximized.
- Ensure that the decision making is transparent and documentary evidence is traceable through the minutes of the meetings of the Board / Committees thereof.
- Ensure that the Board, the Management, the Employees and all concerned are fully committed to maximizing long-term value to the stakeholders and the Company.
- Ensure that the core values of the company are protected.

## 2. BOARD OF DIRECTORS:

### i. Size and Composition of the Board:

The current policy is to have an appropriate mix of Executive and Independent Directors to maintain the independence of the Board and separate its functions of governance and management. As on March 31, 2020 the company has six Directors with an Executive chairman. 2 are Non-Executive Directors and Independent Directors. There will be further addition of one Independent Non-Executive Director. The composition of the Board is in conformity with Regulation 17(1) of the Listing Regulations and Section 149 of the Companies Act, 2013.

All the Directors have informed the Company periodically about their directorship and membership on the Board Committees of other public limited companies. As per disclosure received from Director(s), none of the Directors on the Board hold membership in more than ten (10) committees or chairmanship in more than five (5) committees across all the public limited companies in which he / she is a Director.

The composition of the Board, category of directorship, the number of meetings held and attended during the year, the directorship/committee positions in other public limited companies as on March 31, 2020 are as follows:

Directors	Category	Attendance at the Board Meeting		Attendance at the Last AGM	No. of other Directorship and Committee Membership/Chairmanship held		
		Held	Attended		Directorship Public/ Private	Committee Membership	Committee Chairmanship
Shri Shyam Sunder Agarwal	Managing Director	9	5	Yes	4 7	2	Nil
Shri Alok Tibrewal	Director	9	1	Yes	3 10	2	1
Shri Sanjiv Agarwal	Director	9	4	Yes	1 8	1	Nil
Smt Usha Tibrewal	Director	9	4	Yes	1 8	2	Nil
Shri Vikash Kumar Baid	Non-Executive Independent Director	4	3	No	1 -	2	0
Shri Manish Doogar	Non-Executive Independent Director	4	3	No	1 -	2	1
Ms. Ankita Maskara	Non-Executive Independent Director	3	1	No	1 -	3	2

**Notes:**

- The Directorship held by Directors as mentioned above, do not include Alternate Directorships and Directorships of Foreign Companies, Section 8 Companies Act 2013.
- Shri Manish Doogar will be regularizing at this Annual General Meeting for the term of five years.
- Shri Vikash Kumar Baid will be regularizing at this Annual General Meeting for the term of five years.
- In accordance with SEBI (LODR) Regulation, Membership/ Chairmanships of only the Audit Committee and Shareholders/ Investors Grievance Committees of all public limited companies have been considered.
- None of the Non-Executive directors have any material pecuniary relationship or transactions with the company other than for holding directorship and receiving sitting fees.
- All the directors who are on various Committees are within the permissible limits of the listing agreement. The Directors have intimated from time to time their membership in the various Committees in other Companies.

**ii. Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the Listing Regulations.**

The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013. All the Independent Directors have confirmed that they meet the criteria as mentioned under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations.

During the year under review no separate meeting of the Independent Directors was held.

**iv. Number of Board Meetings held and the dates on which held:**

The Board of Directors met Eighteen (18) times during the year under review. The maximum time gap between any two consecutive meetings did not exceed one hundred and twenty days. The details of the Board Meetings are as under:

<b>Dates on which the Board Meetings were held</b>	<b>Total Strength of the Board</b>	<b>No. of Directors Present</b>
02.04.2018	6	6
21.05.2018	6	6
15.06.2018	6	6
20.06.2018	6	6
18.07.2018	6	6
07.09.2018	6	6
10.09.2018	6	6
11.09.2018	6	6
29.09.2018	6	6

01.10.2018	6	6
06.10.2018	6	6
10.10.2018	4	3
01.11.2018	4	3
26.11.2018	4	3
26.12.2018	4	4
29.12.2018	4	4
24.01.2019	4	4
28.02.2019	4	4

**Details of equity shares of the Company held by the Directors as on March 31, 2020 are as under:**

<b>Name of Director</b>	<b>Number of Shares</b>
Shri Alok Tibrewal	210011
Shri Shyam Sunder Agarwal	150010
Shri Sanjiv Agarwal	150000
Smt. Usha Tibrewal	210000
Shri Vikash Kumar Baid	0
Shri Manish Doogar	0

### **3. BOARD COMMITTEES**

#### **A. AUDIT COMMITTEE:**

- i. Composition:** The Audit Committee of the Board comprises of two Independent Directors namely Mr. Manish Doogar, Mr. Vikash Kumar Baid, and one Executive Director, Mr. Alok Tibrewal. All the Members of the Audit Committee possess financial / accounting expertise/ exposure. The composition of the Audit Committee meets the requirements of Section 177 of the Companies Act, 2013, Regulation 18 of the Listing Regulations. Mr. Manish Doogar is the Chairman of the Committee.

The Company Secretary act as the secretary to the audit committee

- ii. Terms of reference:** The terms of reference of the Audit Committee are as under:

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing with the management, annual financial statements and auditor's report thereon, before submission to the board for approval, with particular reference to:
  - Matters required being included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of section 134 of the Act.



- 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 party transactions.
  - Modified Opinion(s) in the draft audit report.
- Reviewing with the management, the quarterly Financial Statements before submission to the Board for approval.
  - Reviewing with the management, the statement of uses/application of funds raised through an issue (public issue, right issue, preferential issue, etc..) the statements of funds utilized for purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or right issue, and making appropriate recommendations to the board to take up steps in this matter;
  - Reviewing and monitoring auditor's independence and performance, and effectiveness of audit process;
  - Scrutiny of inter-corporate loans and investments;
  - Valuation of undertakings or assets of the company, wherever it is necessary;
  - Evaluation of internal financial controls and risk management systems;
  - Reviewing with the management, performance of statutory and internal auditor, adequacy of the internal control systems;
  - Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
  - Discussion with internal auditors of any significant findings and follow up there on;
  - Reviewing the findings of any internal investigations by any internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control system of material nature and reporting the matter to the board;
  - Discussion with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of a concern;
  - To look into the reason for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
  - To review the functioning of the Whistle blower mechanism;
  - Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background etc., of the candidate;

- Carrying out any other function as is mentioned in the terms of reference of the audit committee;
- To review the following information:
  - The management discussion and analysis of financial condition and result of operation;
  - Statement of significant related party transactions (as defined by the audit committee), submitted by management;
  - Management letters/ letters of internal control weaknesses issued by the Statutory Auditors;
  - Internal audit reports relating to internal control weaknesses;
  - The appointment, removal and terms of remuneration of Chief Internal Auditor;
  - Statement of deviations:
    - a. Quarterly Statement of deviation(s) including report of monitoring agency, if applicable submitted to stock exchange(s) in terms of Regulation 32(1),
    - b. Annual Statements of Funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of regulation 32(7).
- iii. The Audit Committee invites such of the executives, as it considers appropriate (particularly the head of finance function), representatives of the Statutory Auditors and representatives of the Internal Auditors to be present at its meetings.
- iv. The previous Annual General Meeting of the Company was held on August 11, 2019. Since the company was in process of Listing at MSEI none of the independent directors have attended the previous AGM.
- v. **Number of Audit Committee Meetings held and the dates on which held:** The Audit Committee met two (2) times during the year under review on November 14, 2019, February 13, 2020. The necessary quorum was present for all the meetings. The details of attendance of each Member at the Audit Committee meetings held during the year are as under:
 

**\*\* Company got listing certificate on 20.09.2019. Company is listed on Mropolitan Stock Exchange of India Limited**

Member	Position	No. of meetings	
		Held	Attended
Mr. Manish Doogar	ID/NED	2	2
Mr. Vikash Kumar Baid	ID/NED	2	2
Mr. Alok Tibrewal	ED	2	2

- NED- Non-Executive Director, ID- Independent Director

- The audit committee meetings are held at the registered office and are attended by the Internal Auditors and the Finance head. A representative of the Statutory Auditors is also invited.
- The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company to answer the queries raised by the Shareholders regarding Audit and Accounts.
- The role and terms of reference of the Audit Committee cover the matters specified for Audit Committees under Regulation 25 of the SEBI (LODR) Regulation, 2015 as well as in section 177 of the Companies Act 2013.

## **B. Nomination & Remuneration Committee:**

**i. Composition :** The remuneration Committee consists of the following Directors:

1. Ms. Ankita Maskara, Chairman
2. Mr. Vikash Kumar Baid , Member
3. Mr. Manish Doogar, Member.
4. Mr. Alok Tibrewal

**Terms of reference:** The terms of reference of Nomination and Remuneration Committee are as under:

- Formulation of the Criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the Board of directors;
- Devising a policy on diversity of Board of Directors;
- Identifying persons who are qualified to become directors and who may be appointed in Senior Management I accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal;
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- Administer and supervise Employees Stock Option Schemes including allotment of share arising out of Conversion of Employee Stock Option Scheme(s) or under any other employee compensation scheme.
- Formulate suitable policies and systems for implementation, take appropriate decisions and monitor implementation of the following Regulations:
  - a. SEBI (Prohibition of Insider Trading) Regulations, 2015 and
  - b. SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003.
- Perform such other functions consistent with applicable regulatory requirements.

- ii. **Number of Nomination & Remuneration Committee Meetings held and the dates on which held:** The Remuneration Committee of the Company met one time during the year on 14th November 2019 wherein the members present waived their sitting fees. The attendance of the members of the Remuneration Committee was as follows:

Member	Category	No. of meetings	
		Held	Attended
Smt. Ankita Maskara (Chairman)	ID/NED	1	1
Mr. Vikash Kumar Baid	ID/NED	1	1
Mr. Manish Doogar	ID/NED	1	1
Mr. Alok Tibrewal	Executive Director	1	1

**ID- Independent Director, NED: Non- Executive Director**

- iii. **Performance Evaluation Criteria for Independent Directors:** The Nomination and Remuneration Committee laid down the evaluation criteria for performance evaluation of individual directors including Independent Directors. Following are the major criteria applied for performance evaluation:

- Attendance and Participation
- Pro-active and positive approach with regard to Board and Senior Management particularly the arrangements for management of risk and steps needed to meet the challenges from the competition
- Maintaining Confidentiality.
- Acting in good faith and in the interest of the Company as a whole
- Exercising duties with due diligence and reasonable care
- Openness to ideas, perspectives and opinions and ability to challenge old practices and throwing up new ideas for discussion.
- Capacity to effectively examine financial and other information on operations of the company and the ability to make positive contribution thereon.

iv. **Remuneration to Directors:**

- a. **Executive Directors** - The Company has paid remuneration by way of salary to its Managing Director in terms of the resolutions passed at the General Meetings dated 11-08-2019 and other applicable provisions of the Companies Act, 2013 Details of remuneration paid to Directors during the year 2019-20 are given below:

Director	Remuneration Package (Rs) p.a.
Mr. Shyam Sunder Agarwal	12,00,000/-

- b. **Non-Executive Directors** - During the year sitting fee/commission was paid to Non-Executive Director for attending the meeting of the Board of Directors and for Committees thereof.

The Company does not have an incentive plan which is linked to performance and achievement of the Company's objectives. The Company has no stock option and pension scheme.

**C. Stakeholders' Relationship Committee:**

**i. Composition:** The Stakeholders' Relationship Committee of the Board comprises two Independent Directors' namely Mr. Vikash Kumar Baid, Mr. Manish Doogar and one executive director Mr. Sanjiv Agarwal. The Company Secretary acts as the Secretary to the Stakeholders' Relationship committee

**i. Terms of Reference:** The terms of reference of the Stakeholders' Relationship Committee are as under:

- Look into the redressal of shareholders' and investors' complaints/grievances like transfer of shares, non-receipt of Balance Sheet, non-receipt of declared dividend etc.;
- To review and ensure that the Registrar/Company's Transfer House implements all statutory provisions as above.
- Review the certificate of Practicing Company Secretary regarding timely action of transfer, sub-division, consolidation, renewal exchange or endorsement of calls/allotment monies.
- Oversee the performance of Registrar and Share Transfer Agent and recommend measures for overall improvement in the quality of investor services;
- Ascertain whether the Registrars and Share Transfer Agents (RTA) are sufficiently equipped with the infrastructure facilities such as adequate manpower, computer hardware and software, office space, documents handling facility etc. to serve the shareholders/investors;
- Recommend to the Board, the appointment, reappointment, if required, the replacement or removal of the Registrar and Share Transfer Agent and the fixation of their fees;
- To carry out any other function as required by Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulation, 2015, Companies Act and other Regulations.

**ii. Number of Stakeholders' Relationship Committee Meetings held and the dates on which held:** The Investors'/Shareholders Grievance Committee of the Company met once during the year on 14<sup>th</sup> November 2019. The attendance of the members of the Stakeholders Relationship Committee was as follows:

Member	Category	No. of meetings	
		Held	Attended
Mr. Vikash Kumar Baid (Chairman)	Independent/Non-Executive Director	1	1
Mr. Manish Baid	Independent/Non-Executive Director	1	1
Mr. Sanjiv Agarwal	Independent/Non-Executive Director	1	1

**iii. Name and Designation of Compliance officer:** Ms. Divya Singh is the compliance officer of the Company, complying with the requirements of SEBI Regulations and the Listing requirements with the Stock Exchanges.

iv. **Email id for Investor Grievances:** [ankurmarketing85@gmail.com](mailto:ankurmarketing85@gmail.com)

v. **Details of shareholders' complaints received during the financial year ended March 31, 2020, number not solved to the satisfaction of shareholders and numbers of pending complaints are as follows:**

Received during the year	NIL
Resolved to the satisfaction of complaint	NIL
Pending	NIL
Pending Transfers	NIL

#### 4. GENERAL BODY MEETINGS

i. **Annual General Meeting:** Particulars of last three years Annual General Meetings

Financial year	Date	Time	Venue
2018-19	August 11, 2019	11:30 A.M	"Hyatt Regency Kolkata" JA-1, JA Block, Sector III, Bidhannagar, Kolkata, West Bengal-700098
2017-18	September 29, 2018	11:30 A.M.	210, Ruby Park Kasba Rathtala, Kolkata-700078
2016-17	September 30, 2017	11:00 A.M.	D-9 , Jungpura Extension, West Delhi, Delhi-110014

#### 5. MEANS OF COMMUNICATION:

- **Quarterly Results:**

Quarterly Results are published in leading English dailies and in local vernacular newspaper having wide circulation in Delhi and West Bengal.

- **News Release, Presentation etc.:**

Official news releases, detailed presentations made to media, analysts, institutional investors, etc. are displayed on the Company's website.

- **Website:**

The Company's website [www.ankurmarketing.com](http://www.ankurmarketing.com) carries a separate dedicated section 'Investor Relations' where shareholders information is available. Full Annual Report is also available on the website in a user-friendly and download-able form.

- **Annual Report:**

Annual Report containing, inter-alia, Audited Annual Accounts, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereto. The Management Discussion and Analysis (MD&A) and Corporate Governance Report form part of the Annual Report.

- **Corporate filing with Stock Exchanges:**

All announcements, Quarterly Results, Shareholding Pattern etc. of the Company are also filed with the Stock Exchanges within prescribed timeline.

## **6. GENERAL SHAREHOLDER INFORMATION:**

The Company is registered in the Union Territory of Delhi. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L52110DL1985PLC020054

### **i. 35<sup>th</sup> Annual General Meeting:**

Date : September 26, 2020  
Time : 3:00 P.M.

ii. Financial Year : 2020-21

iii. Financial Calendar : 1<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2021

- (i) First Quarter results : August 14, 2019.(tentative)
- (ii) Second Quarter results : By Mid of November, 2019(tentative)
- (iii) Third Quarter results : By mid of February, 2020 (tentative)
- (iv) Audited Yearly Results : By mid of May, 2020 (tentative)

iv. **Book Closure Date** : September 20, 2020 to September 26, 2020 (both days inclusive)

v. **Dividend payment date:** The Board of Directors has not recommended any dividend for the F.Y. 2019-20.

### **i. Secretarial Audit Calendar (tentative)**

- (i) First Quarter : By end of July, 2019
- (ii) Second Quarter : By end of October, 2019
- (iii) Third Quarter : By end of January, 2020
- (iv) Fourth Quarter : By end of April, 2020

### **vii. Listing of Equity shares in Stock Exchanges and Stock Codes:**

<b>Name of the Stock Exchange</b>	<b>Stock Code</b>
Metropolitan Stock Exchange of India Limited	ANKUR

viii. **Listing fees for 2019-2020:** The annual listing fee for the period 2019-20 has been paid by the Company within the stipulated time.

1. **Demat ISIN for NSDL & CDSL** : INE944E01013

**2) Distribution of Shareholding as on 31<sup>st</sup> March, 2020**

**a) Distribution of equity shares according to size of holding:**

No. of Shares	No. of shareholders	% of Total holders	No. of Shares	% of total Holdings
Between 0-150000	10	52.63%	1256871	41.90%
Between 150001-250000	8	42.11%	1462929	48.76%
Between 250001-350000	1	5.26%	280200	9.34%
<b>TOTAL</b>		<b>100.00</b>	<b>30,00,000</b>	<b>100.00</b>

**c) Top 10 Equity Shareholders of the Company as on March 31, 2020 (Other than Directors, Promoters and Holders of GDRs and ADRs)**

Sr. No.	Name of the Shareholder	No. of Shares Held	Percentage of Total Capital (%)
1.	N.E. Electronics Limited	2,79,321	9.34
2.	Bluemotion Transport Private Limited	1,97,658	6.59
3.	Fastspeed Logistics Private Limited	1,71,750	5.73
4.	Om Dayal Education Private Limited	1,71,750	5.73
5.	Viewlink Merchants Private Limited	1,71,750	5.73
6.	Sarvodaya Cotton Products Private Limited	1,33,500	4.45
7.	Focus Agro Products Limited	1,32,600	4.42
8.	Laffan Software Limited	1,29,900	4.33
9.	Logic Infotech Limited	1,20,600	4.02
10.	Jagadishwar Pharmaceutical Works Limited	1,04,571	3.49



## 2. Dematerialization of Shares & liquidity:

Trading in the Company's shares is permitted only in dematerialized form for all investors as per notifications issued by the SEBI. The Company has established connectivity with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) through the Registrars ABS Consultants Private Limited to enable shareholders to hold their shares in electronic form and to facilitate script less trading.

<b>Particulars</b>	<b>No. of shares</b>	<b>% to Capital</b>
NSDL	1091658	36.39
CDSL	1205271	40.18
Dematerialized(A)	<b>2296929</b>	<b>76.57</b>
Physical (B)	703071	23.43
<b>Total (A+B)</b>	<b>3000000</b>	<b>100.00</b>

## 3. Address for Correspondence:

<b>Office Address:</b>	<b>Ankur Marketing Limited.</b> 210, Ruby Park Kasba Rathala, Kolkata-700078
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## 4. Registrar and Share Transfer Agent:

<b>ABS Consultant Pvt. Ltd.</b>	ABS Consultant Pvt. Ltd. 99, Stephen House 4, B. B. D. Bagh (E), Kolkata – 700001 Email: absconsultant99@gmail.com
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## 5. DISCLOSURES:

### a) Accounting Treatment in Preparation of Financial Statements:

The Company has followed the guidelines of accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.

### b) Related Party Transactions:

Disclosure on materially significant related party transactions i.e. transactions of the company of material nature with its promoters, the Directors or the management, their subsidiaries relatives etc. that may have potential conflict with the interests of the Company at large. None of the transactions with any of the related parties were in conflict with the interests of the Company at large.

### c) Status of Regulatory Compliances:

The Company has complied with all the requirements of the Listing Agreements with Stock Exchanges as well as the regulations and guidelines of SEBI and other statutory authorities. At present there is neither any litigation pending before any Court or Tribunal nor any law has been breached by the Company related to Securities Market during the last three years. Consequently, there are no strictures and penalties imposed on any matter relating to capital markets during the last three years.

**d) Vigil Mechanism/Whistle Blower Policy:**

The Company has established an effective Vigil Mechanism for directors and employees to report genuine concerns. The Vigil Mechanism shall provide for adequate safeguards against victimization of director(s) or employee(s) or any other person who avail the mechanism and also provide for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. Whistle Blower mechanism enables stakeholders, including individual employees and their representative bodies to freely communicate their concerns about illegal or unethical practices.

**e) Compliance with Regulation 27 of SEBI (LODR), Regulation 2015:**

The Company has complied with all the mandatory requirement of regulation 27 of SEBI LODR with stock exchanges. As regards non-mandatory requirements, the extent of compliance has been stated in this report.

**6. PROFILE OF DIRECTOR SEEKING APPOINTMENT/ RE-APPOINTMENT:**

Details of Directors seeking appointment including appointment of Independent Director at the ensuing Annual General Meeting as required under applicable provision of Companies Act and SEBI with Stock Exchanges is given in the Explanatory Statement to the Notice of the ensuing Annual General Meeting as 'Additional information'

**8. CODE OF CONDUCT:**

The Board has framed a code of conduct for all Board members and senior management personnel of the Company focusing transparency, accountability & ethical expression in all acts and deeds. The Company's Code of Conduct is in consonance with the requirements of Regulation 17 of the SEBI (LODR) 2015 with Stock Exchanges. The Code of Conduct is soon to be posted on company's website. A certificate of affirmation in this regard is appended.

**Declaration Under Regulation 34(3) read with Schedule V(D)**

Pursuant to the provisions of Regulation 34(3) read with Schedule V(D) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby declared that all the Board Members and Senior Management Personnel of Ankur Marketing Limited have affirmed compliance with the Code of Conduct for Directors and Senior Management for the year ended March 31, 2020

On behalf of the Board of Directors  
For ANKUR MARKETING LIMITED

(ALOK TIBREWAL)

Director

(DIN:00849280)

Dated: 07.07.2020

Place: Kolkata

**AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE  
CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE  
REQUIREMENTS**

To  
The Members,  
Ankur Marketing Limited  
210, Ruby Park Kasba Rathtala  
Kolkata-700078  
West Bengal

I have examined the compliance of conditions of Corporate Governance by **Ankur Marketing Limited** (the Company) for the year ended on March 31, 2020 as per relevant provisions of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015 (the 'Listing Regulations').

The compliance of conditions of Corporate Governance is the responsibility of the management. My examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

I further state that such compliance is neither an assurance as to future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Place: Kolkata**  
**Date: 27th August, 2020**  
**UDIN: A052589B000623874**

**AYUSHI KHAITAN**  
**Practicing Company Secretary**  
**ACS No. 52589**  
**C P No. 19325**

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2020  
*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies*  
*(Appointment and Remuneration Personnel) Rules, 2014]*

To  
The Members,  
**Ankur Marketing Limited**  
210, Ruby Park Kasba Rathtala  
Kolkata-700078  
West Bengal

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

Based on my verification of the Company books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Ankur Marketing Limited ("the Company") for the financial year ended on 31st March, 2020 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 Byelaws 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
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') or by SEBI, to the extent applicable:
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
  - (d) The Securities and Exchange Board of India (Share based Employee Benefits) Regulation, 2014
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) 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;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

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) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

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.

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

**Date: 26th August, 2020**  
**Place: Kolkata**  
**UDIN: A052589B000619507**

**AYUSHI KHAITAN**  
**Practicing Company Secretary**  
**ACS No. 52589**  
**C P No. 19325**

## **Annexure A**

To,  
The Members,  
**Ankur Marketing Limited**  
210, Ruby Park Kasba Rathtala  
Kolkata-700078  
West Bengal

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to be express on opinion on these secretarial records based on our audit.
2. I 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. I believe that the processes and practices, we followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules, and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Date: 26th August, 2020**  
**Place: Kolkata**  
**UDIN: A052589B000619507**

**AYUSHI KHAITAN**  
**Practicing Company Secretary**  
**ACS No. 52589**  
**C P No. 19325**

**CERTIFICATE ON VERIFICATION OF DEBARMENT OR DISQUALIFICATION OF DIRECTORS**  
**(Pursuant to Regulation 34(3) read with Para C [10(i)] of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To  
The Members,  
Ankur Marketing Limited  
210, Ruby Park Kasba Rathtala  
Kolkata-700078  
West Bengal

This is to certify that on verification of declarations made by the Directors and records maintained by **ANKUR MARKETING LIMITED** (“the Company”), none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the companies by the Securities Exchange Board of India (SEBI) /Ministry of Corporate Affairs or any such Statutory Authority, as per the requirements of point 10 (i) of Part C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

**Date: 26th August, 2020**  
**Place: Kolkata**  
**UDIN: A052589B000619441**

**AYUSHI KHAITAN**  
**Practicing Company Secretary**  
**ACS No. 52589**  
**C P No. 19325**

## INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
**ANKUR MARKETING LIMITED**

### **Report on the Audit of Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying standalone financial statements of **ANKUR MARKETING LIMITED** (“the Company”), which comprise the Balance Sheet as at March 31, 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as the “standalone financial statements”).

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, 2020, the profit and total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

#### **Basis of Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the 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 Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s 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.



Sl No.	Key Audit Matters	Auditor's Response
1	<p><u>Impact of opting for Sec 115BAA:</u></p> <p>The company has adopted provisions of Sec 115BAA of the IT Act, 1961. As a result MAT Credit Entitlement to the tune of Rs. 31,23,377/- is forgone and the same is derecognised in the financial statements.</p>	<p>It's a policy decision approved by Audit Committee and subsequently adopted by the Board.</p>

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include 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 Responsibilities for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these standalone financial statements that give a true and fair view of the Financial Position and Financial Performance including Other Comprehensive Income, Cash Flows and the statement of Changes in Equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Companies (Indian Accounting Standard) Rules, 2015, as amended.

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 responsible for overseeing the company's financial reporting process.

### **Auditor's Responsibilities for the audit of 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 the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure - A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we further 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 appears from our examination of those books.
  - c. The Balance Sheet, Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and 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 read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of written representations received from the directors as on March 31, 2020, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020, from being appointed as a director in terms of section 164(2) of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure-B**".

- 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 excess of the limit specified under provisions of section 197 of the Act. The same has been approved by the members in the Extra-ordinary General Meeting.
- h. In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
- i) The Company does not have any pending litigations which would impact its financial position.
  - ii) The Company did not have any long-term contracts including derivative contracts, as such the question of commenting on any material foreseeable losses thereon does not arise.
  - iii) There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

**For Agarwal & Associates**  
Chartered Accountants  
(Firm Regn No: 323210E)

Place: Kolkata  
Date: 07/07/2020

**(CA. Naresh Agarwal)**  
(Partner)  
(Membership No. 063049)  
UDIN: **20063049AAAAAT6252**

## **Annexure –“A” to Independent Auditor’s Report**

Statement referred to in paragraph 1 under the heading “Report and Other Legal Regulatory Requirements” of Auditor’s Report on even date to the Members of **ANKUR MARKETING LIMITED**.

1. a) The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment.  
  
b) The property, plant and equipment have been physically verified by the management during the year, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.  
  
c) The title deeds of immovable properties are held in the name of the Company.
2. The Company has inventory of equity shares held in physical form.  
  
As explained to us, the inventories of goods were verified at regular intervals by the Management and no material discrepancies were noticed on physical verification of stocks as compared to book records.
3. The Company has maintained complete disclosure in register in respect to transactions with companies, firms or any such parties, during the year, covered in the register maintained u/s 189 of the Act.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
5. The Company has not accepted any deposits, within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under or any other relevant provisions of the Act and the rules framed there under are not applicable.
6. In our opinion, the Company does not require to maintain the cost records as required under section 148(1) of the Act.
7. a) As per records of the Company and according to the information and explanations given to us, the Company is regular in depositing undisputed applicable statutory dues including Provident Fund, ESI, Income-tax, Sales-tax, Service Tax, Custom duty, Excise Duty, VAT, Cess and any other statutory dues with the appropriate authorities and there are no undisputed amount in arrears as on 31st March 2020, for a period of more than six months from the date they became payable.  
  
b) According to the information and explanations given to us, there are no cases of non deposit with the appropriate authorities of disputed dues of Income tax, Sales tax, Service tax, Custom duty, Excise duty, VAT or Cess.
8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of Loans or borrowings to financial institutions, banks. The company has not raised any debentures.

9. According to the information and explanations given to us, the Company has not raised moneys by way of initial public offer, further public offer including debt instruments and term loan during the year. However term loan subsisting as on 31.03.2020 is as per details below:

<b>Nature of Loan</b>	<b>Amount as on 31.03.2020 (Rs.)</b>
HDFC Bank -Vehicle Loan	52,99,238.67/-
ICICI Bank- Machinery Loan	1,84,860/-

10. During the course of our examination of the books of account carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of fraud on or by the Company nor we have been informed of such case by the management.
11. The company during the year has paid managerial remuneration to its directors in excess of the limit specified in section 197 of the Companies Act, 2013. The excess remuneration paid/provided during the year to its director, has been approved by the Members of the Company in the Extra-ordinary General Meeting.
12. The Company is not a Nidhi Company and hence reporting under clause (xii) of Paragraph 3 of the Order is not applicable.
13. In our opinion and according to the information and explanations given to us the Company's transactions with its related party are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and details of related party transactions have been disclosed in the financial statements etc. as required by the applicable Indian accounting standards.
14. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of Paragraph 3 of the Order is not applicable to the Company.
15. In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence reporting under clause (xv) of Paragraph 3 of the Order is not applicable to the Company.
16. In our opinion and according to information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For Agarwal & Associates**  
**Chartered Accountants**  
**(Firm Regn No: 323210E)**

Place: Kolkata  
Date:07.07.2020

(CA. Naresh Agarwal)  
**(Partner)**  
**(Membership No. 063049)**  
**UDIN: 20063049AAAAAT6252**

## **Annexure – “B” to Independent Auditor’s Report**

Statement referred to in paragraph 2(f) under the heading “Report and Other Legal Regulatory Requirements” of Auditor’s Report on even date to the Members of **Ankur Marketing Limited**.

### **REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 (“THE ACT”)**

We have audited the internal financial controls over financial reporting of **ANKUR MARKETING LIMITED** (“the Company”) as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS**

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

#### **AUDITORS’ RESPONSIBILITY**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

## **MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the company's assets that could have a material effect on the financial statements.

## **INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING**

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

## **OPINION**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Agarwal & Associates  
Chartered Accountants  
(Firm Regn No: 323210E)**

(CA. Naresh Agarwal)  
**(Partner)**

**(Membership No. 063049)**

**UDIN: 20063049AAAAAT6252**

Place: Kolkata  
Date: 07.07.2020





**ANKUR MARKETING LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020**

Particulars		Note No.	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
I	<b>Income</b>			
	Revenue from Operations	22	195,043,922.50	91,452,920.00
	Other Income	23	26,912,752.39	21,260,490.30
II	<b>Total Revenue</b>		<b>221,956,674.89</b>	<b>112,713,410.30</b>
III	<b>Expenditure</b>			
	(a) Operating Expenses	24	6,415,714.23	1,259,127.03
	(b) Purchase	25	182,785,210.10	85,558,700.00
	(c) Changes in Inventories	26	2,527,979.25	90,556.25
	(d) Depreciation and Amortisation Expense	3	2,388,167.00	1,875,256.00
	(e) Employee Benefits Expense	27	8,811,687.00	9,140,611.00
	(f) Finance Cost	28	634,819.17	886,367.90
	(g) Other Expenses	29	11,667,717.10	4,592,646.76
IV	<b>Total Expenses</b>		<b>210,175,335.35</b>	<b>103,222,152.44</b>
V	<b>Profit before Exceptional Items and Tax</b>		11,781,339.54	9,491,257.86
	Less: Exceptional Items		-	-
VI	<b>Profit/ (Loss) Before Tax</b>		11,781,339.54	9,491,257.86
VII	<b>Tax Expense :</b>			
	(a) Tax Expense for Current Year		586,406.00	1,826,118.00
	(b) Tax Expense for Earlier Year		2,821.00	-
	(c) Mat Credit Entitlement		3,123,377.00	3,123,377.00
	(d) Deferred Tax		310,939.00	951,161.00
VIII	<b>Profit / (Loss) for the year</b>	(A)	<b>8,379,674.54</b>	<b>9,837,355.86</b>
IX	<b>Other Comprehensive Income</b>			
	i. Items that will not be reclassified to profit or loss-Actuarial (Loss)/Gain	30	494,655.00	341,165.00
	ii. Income tax relating to items that will not be reclassified to profit or loss		124,505.00	-
	iii. Items that will be reclassified to profit or loss		-	-
	iv. Income tax relating to items that will be reclassified to profit or loss		-	-
X	<b>Other Comprehensive Income</b>	(B)	<b>370,150.00</b>	<b>341,165.00</b>
XI	<b>Total Comprehensive Income for the Year</b>	(A+B)	<b>8,749,824.54</b>	<b>9,496,190.86</b>
	<b>Earnings per Equity Share of Face Value of Rs 10 each Basic and Diluted (in Rs)</b>		<b>2.79</b>	<b>3.28</b>
	<b>Significant Accounting Policies</b> See accompanying notes forming part of the financial statements	<b>1 to 32</b>		

In terms of our report attached.

**For Agarwal & Associates**

Chartered Accountants

Firm Registration No.323210E

**For and on behalf of the Board of Directors**

**Director**

**Director**

**Naresh Agarwal**  
**(Partner)**

Membership No.: 063049

Place: Kolkata

Date: 07.07.2020

**ANKUR MARKETING LIMITED**  
**BALANCE SHEET AS AT 31ST MARCH 2020**

Particulars	Note No.	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
<b>A. Assets</b>			
<b>1 Non- Current Assets</b>			
a) Property, Plant & Equipment	3	10,190,711	8,563,185
b) Investment Properties	4	35,450,501.00	35,450,501.00
c) Financial Assets			
i) Investments	5	33,347,330.00	32,852,675.00
ii) Loans	6	1,781,252.77	1,781,252.77
d) Deferred Tax Assets [net]	7	363,101.00	2,571,144.00
e) Other Non- Current Assets	8	450,000.00	450,000.00
<b>Total Non Current Assets</b>		<b>80,856,693.30</b>	<b>81,668,757.60</b>
<b>2 Current Assets</b>			
a) Inventories	9	4,811,910.50	2,283,931.25
b) Financial Assets			
i) Trade Receivables	10	5,740,765.00	6,461,805.00
ii) Cash and Cash Equivalents	11	176,814.34	505,486.34
iii) Loans	12	-	536,980.00
iv) Other Financial Assets	13	338,500.00	338,500.00
c) Other Current Assets	14	10,232,264.10	8,107,443.58
<b>Total Current Assets</b>		<b>21,300,253.94</b>	<b>18,234,146.17</b>
<b>Total Assets</b>		<b>102,156,947.24</b>	<b>99,902,903.77</b>
<b>B. Equity &amp; Liabilities</b>			
<b>1 Equity</b>			
a) Share Capital	15	30,000,000.00	30,000,000.00
b) Other Equity	16	39,948,936.84	31,196,414.30
<b>Total Equity</b>		<b>69,948,936.84</b>	<b>61,196,414.30</b>
<b>2 Liabilities</b>			
a) <b>Non Current Liabilities</b>			
i) Financial Liabilities			
a) Borrowings	17	1,495,093.83	2,832,468.80
ii) Other Liabilities	18	20,500,000.00	20,500,000.00
<b>Total Non Current Liabilities</b>		<b>21,995,093.83</b>	<b>23,332,468.80</b>
b) <b>Current Liabilities</b>			
i) Financial Liabilities			
a) Trade Payables		188,777.00	-
b) Other Financial Liabilities	19	5,124,971.17	10,274,915.67
ii) Other Liabilities	20	2,486,644.40	2,490,467.00
iii) Provisions	21	2,412,524.00	2,608,638.00
<b>Total Current Liabilities</b>		<b>10,212,916.57</b>	<b>15,374,020.67</b>
<b>Total Equity &amp; Liabilities</b>		<b>102,156,947.24</b>	<b>99,902,903.77</b>
<b>Significant Accounting Policies</b> (See Accompanying Notes to the Financial Statements)	<b>1 to 32</b>	-	-

In terms of our report attached.

**For Agarwal & Associates**

Chartered Accountants

Firm Registration No.323210E

**For and on behalf of the Board of Directors**

Director

Director

**Naresh Agarwal**

(Partner)

Membership No.: 063049

Place: Kolkata

Date: 07.07.2020

**ANKUR MARKETING LIMITED**  
**Statement of Change in Equity**  
**For the Year ended 31st March, 2020**

**A. Equity Share Capital**

**Amount in Rs.**

Particulars	Balance at the beginning of the Reporting Year	Changes in equity share capital during the year	Balance at the end of the reporting period
For the Year ended 31st March, 2020	30,000,000.00	-	30,000,000.00
For the Year ended 31st March, 2019	30,000,000.00	-	30,000,000.00

**B. Other Equity**

**Amount in Rs.**

Particulars	Reserve and Surplus		Other Comprehensive Income	Total
	Securities Premium Account	Retained Earnings		
<b>As on 31 March 2019</b>				
Balance at the beginning of the reporting period i.e. 1st April, 2018	-	21,866,133.44	-	21,700,223.44
Profit for the year	-	9,837,355.86	-	9,837,355.86
Other Comprehensive Income for the year		-	-	341,165.00
<b>Balance at the end of the reporting period i.e. 31st March, 2019</b>	-	<b>31,703,489.30</b>	-	<b>31,196,414.30</b>
<b>As on 31 March 2020</b>				
Balance at the beginning of the reporting period i.e. 1st April, 2019	-	31,703,489.30	-	31,196,414.30
Profit for the year		8,382,372.54		8,382,372.54
Other Comprehensive Income for the year (net of tax)		-	-	370,150.00
<b>Balance at the end of the reporting period i.e. 31st March, 2020</b>	-	<b>40,085,861.84</b>	-	<b>39,948,936.84</b>

In terms of our report attached.

**For Agarwal & Associates**

Chartered Accountants

Firm Registration No.323210E

For and on behalf of the Board of Directors

Director

Director

**Naresh Agarwal**

**(Partner)**

Membership No.: 063049

Place:Kolkata

Date:07.07.2020

# ANKUR MARKETING LIMITED

## Notes forming part of the financial statements

### 1 Corporate information

The Company Ankur Marketing Limited was duly incorporated on 5th February, 1985 under Companies Act, 1956 at Union territory of Delhi and is categorized as Company Limited by shares and a Non-Government Company. The certificate pursuant to Section 149 (2A) of the Companies Act, 1956 for commencement of business was given on 15th February, 1985. The Company is primarily engaged in trading activities, secured lease rentals and transportation business.

The registered office of the Company is situated at D-9, Jungpura Extension, New Delhi-110 014. Corporate office of the Company is situated at 210, Ruby Park, Kasba, Rathtalla, Kolkata- 700 078.

The company was earlier listed on Delhi Stock Exchange. However vide SEBI circular CIR/MRD/DSA/14/2012 dated May 30, 2012, it got delisted from exchange. Subsequently the shares of the company have been listed at Metropolitan Stock Exchange w.e.f 20.09.2019 (Approval dt 17.09.2019).

### 2 Significant Accounting Policies

#### 2.1 Statement of Compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time. The financial statements have also been prepared in accordance with the relevant presentation requirements of Companies Act, 2013.

#### 2.2 Basis of accounting and preparation of financial statements

These financial statements have been prepared on historical cost basis, except for certain items which are measured at fair value at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

#### 2.3 Use of estimates

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

#### **Estimation of uncertainties relating to the global health pandemic from COVID-19**

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues and investment. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts. The Company has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements.

#### 2.4 Property, Plant and Equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of Property, plant and equipment recognised as at 1st April, 2015 measured as per the previous Generally Accepted Accounting Principles (GAAP).

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a straight line basis. Land is not depreciated.

## ANKUR MARKETING LIMITED

### Notes forming part of the financial statements

The estimated useful lives of Property, plant and equipment of the Company are as follows:

- a) Vehicles: 6 years
- b) Office Equipment: 3-5 years
- c) DG Set: 10 years

#### 2.5 Investment Property

Investment properties are held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

#### 2.6 Impairment of Non-financial Assets

The Company assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment, called Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use.

Impairment losses recognised in prior years are reversed when there is an indication that the impairment losses recognised no longer exist or have decreased. Such reversals are recognised as an increase in carrying amounts of assets to the extent that it does not exceed the carrying amounts that would have been determined (net of amortization or depreciation) had no impairment loss been recognised in previous years.

#### 2.7 Inventories

Inventories comprising investments in equity instruments are initially recognised at transaction cost and are subsequently measured at Fair Value through Profit & Loss (FVTPL). However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

#### 2.8 Financial Instruments, Financial Assets, Financial Liabilities and Equity Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date when the Company commits to purchase or sell the asset.

##### Financial Assets

##### Recognition:

Financial assets include Investments, Trade Receivables, Security Deposits, Advances given, Cash and Cash equivalents. Such assets are initially recognised at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

##### Classification:

Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

## **ANKUR MARKETING LIMITED**

### **Notes forming part of the financial statements**

#### **ii) Financial Liabilities:**

a) Trade payables and other financial liabilities are initially recognised at the value of the respective contractual obligation and as are payable in short maturity stated at their transaction value.

b) Security deposit taken, being perpetual in nature, is measured at its transaction value.

c) Secured borrowings are recognised at amortised cost.

**iii)** The Company has computed the tax expense for the current financial year as per the amended tax provision under Finance Act 2019 under section 115BAA of the Income Tax Act, 1961. Accordingly, MAT Credit Entitlement as on 31.03.2019 to the tune of Rs. 3,12,33,77- will be lapsed and the same is derecognised in the current financial year.

**iv)** Corporate Guarantee given for credit facility availed by Om Dayal Educational & Research Society having outstanding balance Rs. 32,81,93,641/- (As on 31.03.2019: Rs. 40,55,53,881/-)

Corporate Guarantee given for credit facility availed by Krishna Dayal Education & Research Academy having outstanding balance Rs. 15,00,00,000/- (As on 31.03.2019: Rs. Nil/-)

**v)** As on 31st March, 2020 and 31st March 2019, there are no outstanding dues to Micro, Small and Medium Enterprises. There is no interest due or outstanding on the same.

#### **2.14 Previous year figures**

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

**ANKUR MARKETING LIMITED**

Notes forming part of the financial statements

**Schedule 3: Property, Plant and Equipment**

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2020 are as follows:

Sl. No.	Particulars	Gross block				Depreciation and amortisation				Net Block
		As at April 1, 2019	Additions/ Adjustment	Deductions/ Adjustment	As at Mar 31, 2020	As at April 1, 2019	For the year	Deductions/ Adjustment	As at Mar 31, 2020	As at Mar 31, 2020
		(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
	<b>Tangible Assets</b>									
	<b>Own Assets:</b>									
1	Office and Other Equipment	433,702.00	-	-	433,702.00	163,198.00	137,339.00	-	300,537.00	133,165.00
2	Computers	69,594.92	108,813.56	-	178,408.48	21,414.00	50,941.00	-	72,355.00	106,053.48
3	Vehicles - Bus	10,595,417.00	3,625,272.00	-	14,220,689.00	3,563,411.38	2,056,447.00	-	5,619,858.38	8,600,830.62
4	Mobile Phones	46,383.92	281,607.14	-	327,991.06	5,282.00	18,334.00	-	23,616.00	304,375.06
5	DG Set	1,186,441.00	-	-	1,186,441.00	73,186.00	112,712.00	-	185,898.00	1,000,543.00
6	Air Conditioner	65,234.37	-	-	65,234.37	7,097.00	12,394.00	-	19,491.00	45,743.37
	<b>Total (A)</b>	<b>12,396,773.21</b>	<b>4,015,692.70</b>	<b>-</b>	<b>16,412,465.91</b>	<b>3,833,588.38</b>	<b>2,388,167.00</b>	<b>-</b>	<b>6,221,755.38</b>	<b>10,190,710.53</b>

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2019 are as follows:

Sl. No.	Particulars	Gross block				Depreciation and amortisation				Net Block
		As at April 1, 2018	Additions/ Adjustment	Deductions/ Adjustment	As at Mar 31, 2019	As at April 1, 2018	For the year	Deductions/ Adjustment	As at Mar 31, 2019	As at Mar 31, 2019
		(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
	<b>Tangible Assets</b>									
	<b>Own Assets:</b>									
1	Office and Other Equipment	433,702.00	-	-	433,702.00	25,859.00	137,339.00	-	163,198.00	270,504.00
2	Computers	17,900.00	51,694.92	-	69,594.92	497.00	20,917.00	-	21,414.00	48,180.92
3	Vehicles - Bus	10,595,417.00	-	-	10,595,417.00	1,931,976.38	1,631,435.00	-	3,563,411.38	7,032,005.62
4	Mobile Phones	-	46,383.92	-	46,383.92	-	5,282.00	-	5,282.00	41,101.92
5	DG Set	-	1,186,441.00	-	1,186,441.00	-	73,186.00	-	73,186.00	1,113,255.00
6	Air Conditioner	-	65,234.37	-	65,234.37	-	7,097.00	-	7,097.00	58,137.37
	<b>Total (A)</b>	<b>11,047,019.00</b>	<b>1,349,754.21</b>	<b>-</b>	<b>12,396,773.21</b>	<b>1,958,332.38</b>	<b>1,875,256.00</b>	<b>-</b>	<b>3,833,588.38</b>	<b>8,563,184.83</b>



**ANKUR MARKETING LIMITED**

Notes forming part of the financial statements

**Schedule 4: Investment Properties**

**4.1 :The changes in the carrying value of Investment Properties for the year ended March 31, 2020 are as follows:**

Sl. No.	Particulars	Gross Block			Depreciation and amortisation				Net Block	
		As at April 1, 2019	Additions/ Adjustment	Deductions/ Adjustment	As at Mar 31, 2020	As at April 1, 2019	For the year	Deductions/ Adjustment	As at Mar 31, 2020	As at Mar 31, 2020
		(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
1	Properties- Land & Building	35,450,501.00	-	-	35,450,501.00	-	-	-	-	35,450,501.00
	<b>Total (A)</b>	<b>35,450,501.00</b>	<b>-</b>	<b>-</b>	<b>35,450,501.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>35,450,501.00</b>

**4.2 :The changes in the carrying value of Investment Properties for the year ended March 31, 2019 are as follows:**

Sl. No.	Particulars	Gross Block			Depreciation and amortisation				Net Block	
		As at April 1, 2018	Additions/ Adjustment	Deductions/ Adjustment	As at Mar 31, 2019	As at April 1, 2018	For the year	Deductions/ Adjustment	As at Mar 31, 2019	As at Mar 31, 2019
		(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
1	Properties- Land & Building	35,450,501.00	-	-	35,450,501.00	-	-	-	-	35,450,501.00
	<b>Total (A)</b>	<b>35,450,501.00</b>	<b>-</b>	<b>-</b>	<b>35,450,501.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>35,450,501.00</b>

**ANKUR MARKETING LIMITED**

**Notes forming part of the financial statements**

**Schedule 5: Investments**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
Investment in Equity Instruments		
i) In Group Companies (At fair value through Other Comprehensive Income)		
Fastspeed Logistics Pvt Ltd 3,36,500 Equity Shares of Rs. 10/-, fully paid (PY: 3,36,500 Equity Shares)	10,882,410.00	10,831,935.00
Pansoft Exim Pvt Ltd 98,000 Equity Shares of Rs. 10/-, fully paid (PY: 98,000 Equity Shares)	9,500,120.00	9,177,700.00
OmDayal Education Pvt Ltd 50,000 Equity Shares of Rs. 10/-, fully paid (PY: 50,000 Equity Shares)	3,536,000.00	3,571,000.00
Bluemotion Transport Pvt Ltd 3,33,000 Equity Shares of Rs. 10/-, fully paid (PY: 3,33,000 Equity Shares)	5,088,240.00	5,021,640.00
Broyhills Furniture Pvt. Ltd. 1,61,000 Equity Shares of Rs. 10/-, fully paid (PY: 1,61,000 Equity Shares)	4,340,560.00	4,250,400.00
<b>Total :</b>	<b>33,347,330.00</b>	<b>32,852,675.00</b>

**Schedule 6: Non Current Financial Loans**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
<b>Unsecured and Considered Doubtful</b>		
Loan to Others -(Without Interest)		
SSA Agro Products Pvt. Ltd.	550,000.00	550,000.00
Bombay Talkies Entertainment Ltd.	370,160.00	370,160.00
Dayal Cultural Center & Education Society	861,092.77	861,092.77
<b>Total :</b>	<b>1,781,252.77</b>	<b>1,781,252.77</b>

**Schedule 7: Deferred Tax**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
<b>Deferred Tax Asset</b>		
MAT Credit Entitlement [Refer Note-2.13(iii)]	-	3,123,377.00
	-	3,123,377.00
<b>Deferred Tax Liabilities</b>		
Investments measured at FVOCI	124,505.00	-
Property, Plant and Equipment	238,596.00	552,233.00
	363,101.00	552,233.00
<b>Total :</b>	<b>- 363,101.00</b>	<b>2,571,144.00</b>

**Schedule 8: Other Non Current Assets**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
ST Receivable	450,000.00	450,000.00
<b>Total :</b>	<b>450,000.00</b>	<b>450,000.00</b>

**Schedule 9: Inventories**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
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**ANKUR MARKETING LIMITED**

**Notes forming part of the financial statements**

Trading Shares (At Fair Value through P/L)	4,811,910.50	2,283,931.25
<b>Total :</b>	<b>4,811,910.50</b>	<b>2,283,931.25</b>

**Schedule 10: Trade Receivable**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
<b>Unsecured Considered Good</b>		
Outstanding for a period exceeding 6 months from the date they are due for payment	-	-
Others	5,740,765.00	6,461,805.00
<b>Total :</b>	<b>5,740,765.00</b>	<b>6,461,805.00</b>

**Schedule 11: Cash & Cash Equivalents**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
<b>Cash on hand</b>	97,631.46	198,661.46
<b>Balances with banks</b>		
In Current Accounts	79,182.88	306,824.88
<b>Total :</b>	<b>176,814.34</b>	<b>505,486.34</b>

Cash and Cash equivalents are as per Statement of Cash Flows

**Schedule 12: Loans (Current Assets)**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
<b>Unsecured and Considered Good</b>		
Jagadishwar Pharmaceutical Works Limited	-	536,980.00
<b>Total :</b>	<b>-</b>	<b>536,980.00</b>

**Schedule 13: Other Financial Assets**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
Deposits	303,100.00	303,100.00
Security Deposit with CESC	35,400.00	35,400.00
<b>Total :</b>	<b>338,500.00</b>	<b>338,500.00</b>

**Schedule 13.1: Deposits were given as under:**

	Amount (Rs.)	Amount (Rs.)
Maintenance Deposit for Properties at Unitech Chambers	194,850.00	194,850.00
Sinking Fund Deposits for Properties at Unitech Chambers	108,250.00	108,250.00
<b>Total :</b>	<b>303,100.00</b>	<b>303,100.00</b>

**Schedule 14: Other Current Assets**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
Prepaid Insurance	353,266.00	293,504.00
Balance with Revenue authorities	9,149,616.33	7,734,302.33
GST Input	499,416.90	1,622.00
Advance to Suppliers (Indian Oil Corporation)	78,384.05	45,011.83
Other Receivables-Accrued Interest on CESC Deposits	31,067.82	20,933.42
Other Advances	40,513.00	-
Advance to Employees	80,000.00	12,070.00
<b>Total :</b>	<b>10,232,264.10</b>	<b>8,107,443.58</b>

**Ankur Marketing Limited**

Notes forming part of the financial statements

**Schedule 15: Share Capital**

Particulars	As at 31 March, 2020		As at 31 March, 2019	
	Number of shares	Rs.	Number of shares	Rs.
<b>(a) Authorised</b>				
Equity Shares of Rs.10 each with voting rights	3,000,000	30,000,000	3,000,000	30,000,000
<b>(b) Issued, Subscribed and Paid - up</b>				
Equity Shares of Rs.10 each with voting rights	3,000,000	30,000,000	3,000,000	30,000,000
<b>Total :</b>	<b>3,000,000</b>	<b>30,000,000</b>	<b>3,000,000</b>	<b>30,000,000</b>

**15.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

Particulars	Number of shares	Rs.	Number of shares	Rs.
Opening Balance	3,000,000	30,000,000	3,000,000	30,000,000
Change during the year	-	-	-	-
Closing Balance	3,000,000	30,000,000	3,000,000	30,000,000

**15.2 Details of shares held by each shareholder**

Class of shares / Name of shareholder	As at 31 March, 2020		As at 31 March, 2019	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
<b>Equity Shares with voting rights</b>				
Alok Tibrewal	210,011	7.00	210,011	7.00
Alok Tibrewal (HUF)	180,000	6.00	180,000	6.00
Usha Tibrewal	210,000	7.00	210,000	7.00
Bluemotion Transport Pvt. Ltd.	197,658	6.59	197,658	6.59
Fastspeed Logistics Pvt. Ltd.	171,750	5.73	171,750	5.73
N.E. Electronics Ltd.	279,321	9.31	279,321	9.31
Om Dayal Education Pvt. Ltd.	171,750	5.73	171,750	5.73
Viewlink Merchants Pvt. Ltd.	171,750	5.73	171,750	5.73
	<b>1,592,240</b>	<b>53.07</b>	<b>1,592,240</b>	<b>53.07</b>

**15.3 Ordinary Shares Allotted as fully paid-up Bonus Shares for the period of five years immediately preceding 31st March'2020**

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Number of shares	Number of shares
Bonus Shares issued in 2017-18	1,000,000	10,000,000

**15.4 Rights, Preference and Restriction attached to**

Equity Shares : The Company has one class of equity shares having a par value of Rs.10/- per Share. Each Shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholder are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their shareholding.

**Schedule 16: Other Equity**

Reserves & Surplus	Securities Premium Account	Retained earnings	Other Comprehensive Income	Total
<b>As on 31 March 2019</b>				
Balance at the beginning of the reporting period i.e. 1st April, 2018	-	21,866,133	(165,910)	21,700,223
Profit for the year	-	9,837,356	-	9,837,356
Other Comprehensive Income for the year	-	-	(341,165)	(341,165)
<b>Balance at the end of the reporting period i.e. 31st March, 2019</b>	<b>-</b>	<b>31,703,489</b>	<b>(507,075)</b>	<b>31,196,414</b>

**As on 31 March 2020**

Balance at the beginning of the reporting period i.e. 1st April, 2019	-	31,703,489	507,075.00	31,196,414
Profit for the year	-	8,382,373	-	8,382,373
Other Comprehensive Income for the year	-	-	370,150	370,150
<b>Balance at the end of the reporting period i.e. 31st March, 2020</b>	<b>-</b>	<b>40,085,862</b>	<b>(136,925)</b>	<b>39,948,937</b>

**ANKUR MARKETING LIMITED**

## Notes forming part of the financial statements

**Schedule 17: Borrowings (Non Current)**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
<b>i. Borrowings</b>		
<b>a) Secured Borrowings</b>		
For Vehicles*		
HDFC Bank Vehicle Loan	1,495,093.83	2,647,608.80
For Machinery**		
ICICI Bank	-	184,860.00
<b>Total :</b>	<b>1,495,093.83</b>	<b>2,832,468.80</b>

\*Secured by way of hypothecation of Vehicles- Bus to the extent of Rs.34,50,000/-

\*\*Secured by way of hypothecation of Machinery-DG Set to the extent of Rs. 9,80,000/-

**Schedule 18: Other Non Current liabilities**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
<b>Security Deposits [Interest Free]</b>		
Om Dayal Education & Research Society	20,500,000.00	20,500,000.00
<b>Total :</b>	<b>20,500,000.00</b>	<b>20,500,000.00</b>

**Schedule 19: Other Financial Liabilities**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
<b>i) Borrowings</b>		
<b>a) Secured Borrowings</b>		
i) For Vehicles		
HDFC Bank Vehicle Loan *	3,804,144.84	2,653,517.70
ii) For Machinery		
ICICI Bank **	184,860.00	517,408.00
<b>b) Unsecured Borrowings</b>		
i) Loan from Others		
Online Information Technologies Ltd	-	242,098.00
ii) Temporary Overdraft from Bank		
ICICI Bank (Overdraft due to cheques issued by Company, but not yet presented)	1,135,966.33	6,861,891.97
<b>Total :</b>	<b>5,124,971.17</b>	<b>10,274,915.67</b>

\*Secured by way of hypothecation of Vehicles- Bus to the extent of Rs.1,32,25,000/-

\*\*Secured by way of hypothecation of Machinery-DG Set to the extent of Rs. 9,80,000/-

**ANKUR MARKETING LIMITED**

Notes forming part of the financial statements

**Schedule 20: Other Current Liabilities**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
Audit Fees Payable	33,750.00	47,500.00
Other Payables	18,090.00	63,600.00
Loan from Directors	1,062.00	317,239.00
Taxes Payable		
GST Output	806,828.40	295,868.00
TDS	293,749.00	209,800.00
PF, ESI & P. Tax	12,998.00	6,340.00
Salary to Director	225,000.00	945,000.00
Retainership Fees payable	810,000.00	270,000.00
Salary Payable (Staff)	285,167.00	335,120.00
<b>Total :</b>	<b>2,486,644.40</b>	<b>2,490,467.00</b>

**Schedule 21: Provisions**

Particulars	As at 31 March, 2020 (Rs.)	As at 31 March, 2019 (Rs.)
Provision for Tax AY 2018-19	-	782,520.00
Provision for Tax AY 2019-20	1,826,118.00	1,826,118.00
Provision for Tax AY 2020-21	586,406.00	-
<b>Total :</b>	<b>2,412,524.00</b>	<b>2,608,638.00</b>

**ANKUR MARKETING LIMITED**

Notes forming part of the financial statements

**Schedule 22: Revenue from Operations**

Particulars	For the Year 2019-20 (Rs.)	For the Year 2018-19 (Rs.)
i) Sale of Products		
Sale of Goods *	189,001,672.50	87,133,400.00
Sale of Shares	-	-
ii) Bus Hire Charges	6,042,250.00	4,319,520.00
<b>Total :</b>	<b>195,043,922.50</b>	<b>91,452,920.00</b>

\* Net of sales return

**Schedule 23: Other Income**

Particulars	For the Year 2019-20 (Rs.)	For the Year 2018-19 (Rs.)
i) Rent	26,184,280.00	17,174,280.00
ii) Service Charges	-	3,000,000.00
iii) Interest Received		
Interest on Loan	-	684,826.00
Interest on Security Deposit	13,464.86	12,859.06
Interest on IT Refund	44,932.00	-
iv) Miscellaneous	10,075.53	3,525.24
v) Diesel Generator Rent	660,000.00	385,000.00
<b>Total :</b>	<b>26,912,752.39</b>	<b>21,260,490.30</b>

**Schedule 24: Operating Expenses**

Particulars	For the Year 2019-20 (Rs.)	For the Year 2018-19 (Rs.)
Freight Charges	4,634,328.00	-
Fuel Expenses	1,195,741.06	882,977.03
Vehicle Expenses	585,645.17	376,150.00
<b>Total:</b>	<b>6,415,714.23</b>	<b>1,259,127.03</b>

**Schedule 25: Purchases**

Particulars	For the Year 2019-20 (Rs.)	For the Year 2018-19 (Rs.)
Purchase of Goods	182,785,210.10	85,558,700.00
<b>Total:</b>	<b>182,785,210.10</b>	<b>85,558,700.00</b>

**Schedule 26: Changes in Inventory**

Particulars	For the Year 2019-20 (Rs.)	For the Year 2018-19 (Rs.)
Opening Stock	2,283,931.25	2,193,375.00
Less: Closing Stock (At Fair Value through Profit & Loss)	4,811,910.50	2,283,931.25
<b>Increase / (Decrease) in Stocks</b>	<b>- 2,527,979.25</b>	<b>- 90,556.25</b>

**Schedule 27: Employee Benefits Expenses**

Particulars	For the Year 2019-20 (Rs.)	For the Year 2018-19 (Rs.)
Salary to Staff	3,357,914.00	2,908,917.00
Director's Remuneration	5,400,000.00	6,120,000.00
Staff Welfare Expenses	53,773.00	111,694.00
<b>Total :</b>	<b>8,811,687.00</b>	<b>9,140,611.00</b>

**ANKUR MARKETING LIMITED****Notes forming part of the financial statements****Schedule 28: Finance Cost**

Particulars	For the Year 2019-20 (Rs.)	For the Year 2018-19 (Rs.)
Interest on Loan-Machinery	49,376.00	52,892.00
Interest on Vehicle Loan	585,443.17	564,477.90
Interest on Loan	-	268,998.00
<b>Total :</b>	<b>634,819.17</b>	<b>886,367.90</b>

**Schedule 29: Other Expenses**

Particulars	For the Year 2019-20 (Rs.)	For the Year 2018-19 (Rs.)
Audit Fees	37,500.00	37,500.00
Advertisement Expenses	76,680.00	-
Bank Charges	884.90	3,743.24
Boarding & Lodging Expenses	6,500.00	-
Brokerage	3,500.00	1,760.00
Books & Periodicals	-	8,960.00
Conveyance	43,221.00	23,776.00
Corporation Tax	577,570.00	14,191.00
Donation & Subscription	25,000.00	-
Demat Charges	1,700.17	2,761.17
Director Sitting Fees	41,500.00	-
Electricity	3,101.46	9,620.00
Filing Fees	37,000.00	58,300.00
General Expenses	68,592.23	19,726.16
Insurance Charges	322,281.00	300,232.00
Interest & Penalty	5,472.00	1,852.00
Input GST Reversal	20,456.00	80,474.08
Listing & Other Fees	765,900.00	150,370.36
Maintenance Charges	357,728.00	357,728.00
Postage	4,500.00	3,790.00
Printing & Stationery	16,482.00	27,369.72
Professional & Consultancy Charges	2,614,200.00	2,015,400.00
Profession Tax	2,500.00	2,500.00
Registrar Fees	10,000.00	18,500.00
Repairs & Maintenance on Vehicles	312,803.21	209,238.03
Repairs to Building	2,018,390.99	-
Rates & Taxes	2,150.00	2,150.00
Sales Promotion & Event Expenses	4,141,247.64	996,861.00
Telephone Expenses	89,121.00	122,891.00
Travelling Expenses	61,735.50	122,953.00
<b>Total :</b>	<b>11,667,717.10</b>	<b>4,592,646.76</b>

**29.1 Payment to Auditors**

Particulars	For the Year 2019-20 (Rs.)	For the Year 2018-19 (Rs.)
Statutory Audit Fees	30,000.00	30,000.00
Tax Audit Fees	7,500.00	7,500.00
<b>Total :</b>	<b>37,500.00</b>	<b>37,500.00</b>

**Schedule 30: OCI- Items that will not form part of Profit/Loss**

Particulars	For the Year 2019-20 (Rs.)	For the Year 2018-19 (Rs.)
Change in Fair Value of Investments	494,655.00	- 341,165.00
	<b>494,655.00</b>	<b>- 341,165.00</b>



# ANKUR MARKETING LIMITED

## Notes forming part of the Financial Statements

### Note 31. Disclosures under Accounting Standards

#### Note 31.1 Related party transactions

##### Details of related parties:

Description of relationship	Names of related parties
Key Management Personnel	Alok Tibrewal Sanjiv Agarwal Shyam Sunder Agarwal Usha Tibrewal
Relative of KMP	Sulochana Devi Agarwal Reetu Agarwal Pankaj Bharech
Entities/Companies in which KMP can exercise significant influence	Viewlink Merchants Pvt Ltd Bluemotion Transport Pvt Ltd Fastspeed Logistics Pvt Ltd Om Dayal Education Pvt Ltd Omdayal Opportunities Pvt. Ltd Focus Agro Products Ltd Om Dayal Educational & Research Society Krishnadayal Education & Research Academy

##### Details of related party transactions during the year

Particulars	KMP / Relative of KMP	Entities/Companies in which KMP can exercise significant influence	KMP / Relative of KMP	Entities/Companies in which KMP can exercise significant influence
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
	FY 2019-20		FY 2018-19	
<b>Transactions during the year</b>				
<b>i) Directors Remuneration paid</b>				
Shyam Sunder Agarwal	1,200,000	-	1,200,000	-
Sanjiv Agarwal	1,200,000	-	1,200,000	-
Usha Tibrewal	1,200,000	-	1,200,000	-
Alok Tibrewal	1,800,000	-	1,800,000	-
Sulochana Devi Agarwal	-	-	480,000	-
Reetu Agarwal	-	-	240,000	-
<b>ii) Salary</b>				
Reetu Agarwal	-	-	240,000	-
Sulochana Devi Agarwal	-	-	480,000	-
<b>iii) Retainership Fees Paid</b>				
Pankaj Bharech	1,800,000	-	1,800,000	-
<b>iv) Rent Received</b>				
Viewlink Merchants Pvt Ltd	-	120,000	-	120,000
Bluemotion Transport Pvt Ltd	-	120,000	-	120,000
Fastspeed Logistics Pvt Ltd	-	120,000	-	120,000
Om Dayal Education Pvt Ltd	-	120,000	-	120,000
Om Dayal Educational & Research Society	-	25,664,280	-	16,664,280
Omdayal Opportunities Pvt. Ltd	-	30,000	-	30,000

Particulars	KMP / Relative of KMP	Entities/Companies in which KMP can exercise significant influence	KMP / Relative of KMP	Entities/Companies in which KMP can exercise significant influence
Focus Agro Products Limited		10,000		-
<b>v) DG Renrt Received</b>				
Om Dayal Educational & Research Society	-	660,000	-	385,000
<b>vi) Service Charges Received</b>				
Om Dayal Educational & Research Society	-	-	-	3,000,000
<b>vii) Interest Received</b>				
Om Dayal Educational & Research Society	-	-	-	69,771
Krishnadayal Education & Research Academy	-	-	-	18,410
<b>viii) Loan Given during the year</b>				
Om Dayal Educational & Research Society	-	-	-	3,500,000
Krishnadayal Education & Research Academy	-	-	-	5,100,000
<b>ix) Loan taken back during the year</b>				
Om Dayal Educational & Research Society	-	-	-	3,500,000
Krishnadayal Education & Research Academy	-	-	-	5,200,000
<b>Balance outstanding as on year end</b>		<b>As on 31-03-2020</b>		<b>As on 31-03-2019</b>
<b>i) Deposits Taken</b>				
Om Dayal Educational & Research Society	-	20,500,000	-	20,500,000
<b>ii) Corporate Guarantee Given</b>				
a) Corporate Guarantee given for Om Dayal Educational & Research Society to M/s ICICI Bank Limited	-	739,000,000	-	739,000,000
Outstanding Balance		322,585,464		392,468,156
b) Corporate Guarantee given for Om Dayal Educational & Research Society to M/s 3I Infotech Trusteeship Services Limited	-	58,000,000	-	58,000,000
Outstanding Balance		5,608,177		13,085,725
c) Corporate Guarantee given for Krishnadayal Education & Research Academy to M/s ICICI Bank Limited	-	150,000,000	-	-
Outstanding Balance		150,000,000	-	-

### Note 31.2 Earnings per share (EPS)

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs.	Rs.
Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	8,379,674.54	9,837,355.86
Weighted Average number of equity shares used as denominator for calculating EPS	3,000,000	3,000,000
Basic and diluted EPS	<b>2.79</b>	<b>3.28</b>
Face value per equity share	10.00	10.00

### Note 31.3 Quantitative details of Goods: [Figures in brackets relates to FY 2018-19]

Particulars	Opening	Purchases	Sales	Closing
<b>During FY 2019-20</b>				
School Bags (In Pcs)	-	2,556,959	2,556,959	-
	(-)	(1,049,800)	(1,049,800)	(-)

**ANKUR MARKETING LIMITED**

**Notes forming part of financial statements**

**Note: 32 Financial Instruments**

**32.1 Fair Value measurement Hierarchy**

	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>31 March 2020</b>								
<b>Financial assets</b>								
Non-current investments in - Equity instruments in others		33,347,330		33,347,330			33,347,330	<b>33,347,330</b>
Loan			1,781,253	1,781,253				
	-	<b>33,347,330</b>	<b>1,781,253</b>	<b>35,128,583</b>	-	-	<b>33,347,330</b>	<b>33,347,330</b>
<b>Financial liabilities</b>								
Borrowings			1,495,093.83	1,495,093.83				-
	-	-	<b>1,495,093.83</b>	<b>1,495,093.83</b>	-	-	-	-

	Carrying amount				Fair value			
	FVTPL	FVOCI	Amotised Cost	Total	Level 1	Level 2	Level 3	Total
<b>31 March 2019</b>								
<b>Financial assets</b>								
Non-current investments in - Equity instruments in others		32,852,675		32,852,675			32,852,675	<b>32,852,675</b>
Loan			1,781,253	1,781,253				
		<b>32,852,675</b>	<b>1,781,253</b>	<b>34,633,928</b>	-	-	<b>32,852,675</b>	<b>32,852,675</b>
<b>Financial liabilities</b>								
Borrowings			2,832,468.80	2,832,468.80				-
	-		<b>2,832,469</b>	<b>2,832,469</b>	-	-	-	-

## ANKUR MARKETING LIMITED

### Notes forming part of financial statements

#### 32.2 Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- a) Credit risk ;
- b) Liquidity risk ; and
- c) Market risk

#### Risk management framework

The company's board of directors has overall responsibility for the establishment and oversight of the risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

#### **a) Credit Risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and advances to parties. The Company ensures that sales of services are made to customers with appropriate creditworthiness. The company has a prudent and conservative process for managing its credit risk arising in the course of its business activities.

#### **b) Liquidity Risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions.

#### **c) Market risk**

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. The Company is only exposed to market risk primarily related to the market value of its investments into equity shares and loans and advances given.

#### **Currency Risk**

The Company is not exposed to currency risk since the company deals in only INR and not other currency.

#### **Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

#### **Interest rate sensitivity - fixed rate instruments**

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss for any of these fixed interest bearing financial instruments.