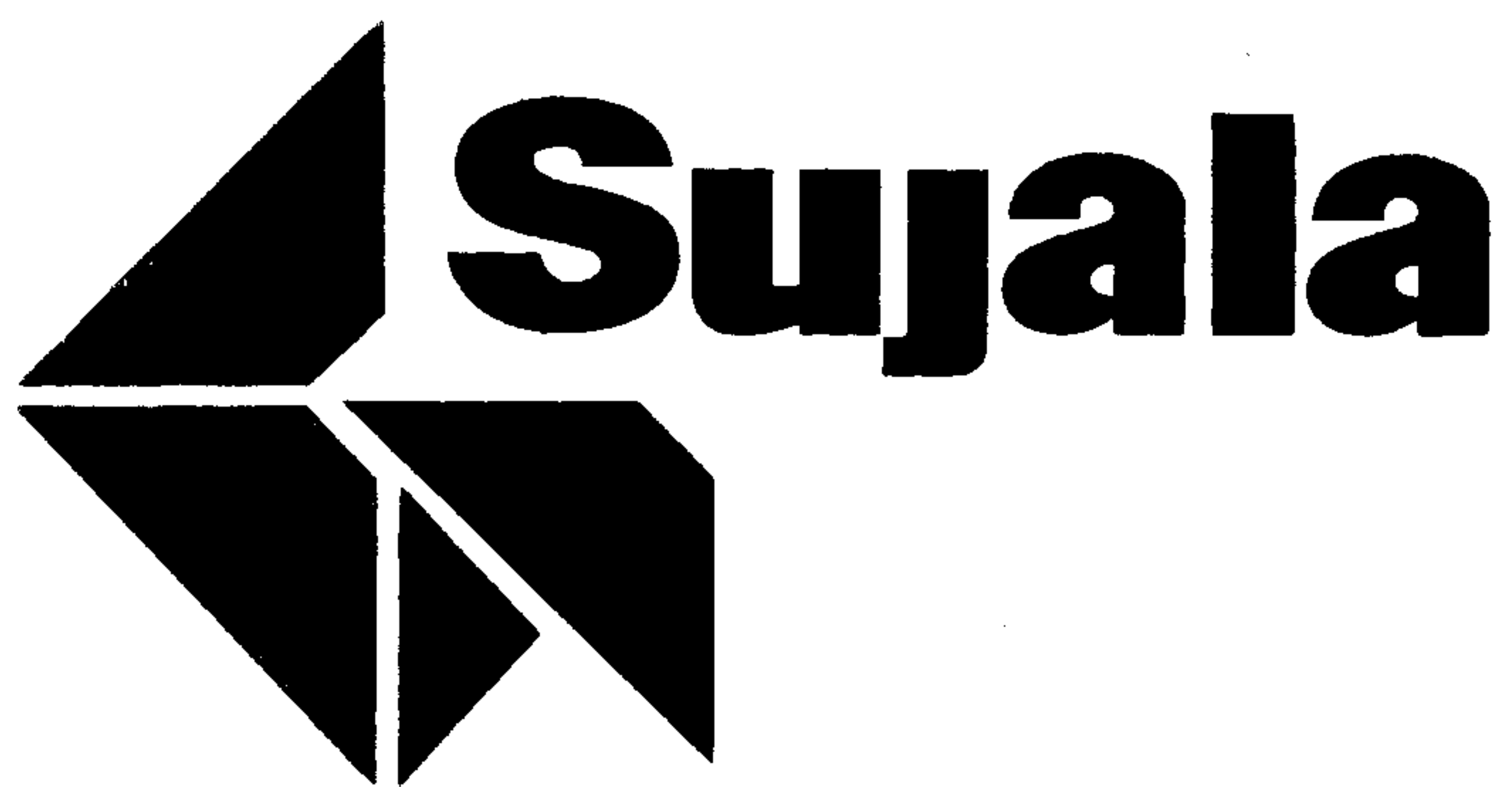


**ANNUAL REPORT**  
**2015 - 2016**



*Sujala Trading & Holdings Ltd.*

CIN-L51109WB1981PLC034381



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## OVERVIEW

The Company was incorporated as Sujala Trading & Holdings Ltd on 18<sup>th</sup> December, 1981 under the Companies Act, 1956 in the State of West Bengal. Sujala Trading & Holdings Ltd obtained Certificate of Commencement of Business pursuant to Section 149(3) of the Companies Act, 1956 from the Registrar of Companies, West Bengal.

The Company was originally incorporated with an object to carry on the business of investment in Shares & Securities etc. and registered with RBI as Non-Banking Financial Company ('NBFC') and also offers most sorts of banking services, such as loans and credit facilities, private funding, trading in stocks and shares, and other obligations. The company is financial intermediaries engaged primarily in the business of delivering credit and trading in stocks and shares. It plays an important role in channelizing the scarce financial resources to capital formation. We supplement the role of banking sector in meeting the increasing financial needs of the corporate sector, delivering credit to the unorganized sector and to small local borrowers. We provide a wide range of services such as, loans and investments and a wide variety of services provided by us. Company is a financial institution carrying on as its main business of the acquisition of securities and providing finance whether by making loans or advances.

## **CHAIRMAN'S MESSAGE**

**Dear Shareholders,**

**It is my pleasure to Chair Sujala Trading & Holdings Ltd. in its 35th year and be a part of the association's historic journey. What began as a small company in the year 1981 is now a phenomenal Organisation that has been nurtured by its Founders, Promoters and Directors.**

**The year 2015-16, therefore, was dedicated to celebrating 35th years of Sujala Trading & Holdings Ltd. We did this by rolling out events across India where we thanked all our stakeholders and partners who have contributed to the success of Sujala. We thank our clients and member for believing on us and providing us withvaluable suggestions that will be incorporated into our planning for 2016-17.**

**As we close, we assure you that we remain firmly committed to delivering enhanced value to all our stakeholders. All of us at Sujala are very excited about the road ahead. We feel confident that we will achieve outstanding results through focus and efficient execution. Our passionate and committed team of Sujala join us in thanking you and we look forward to an exciting year ahead with new milestones and greater achievements.**

**Best Regards,**

**Mr.Subhadeep Mukherjee  
CHAIRMAN**



## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS:**

**Mr. Subhadeep Mukherjee Chairman (Managing Director)**

**Ms. Anjana Gupta Director**

**Mr. Gourav Goel Director**

**Mr. Dhiraj Ram Director**

### **AUDITORS:**

**M/s Maroti & Associates, Chartered Accountants**

**9/12, Lal Bazar Street, Mercantile Building**

**3rd Floor, E-Block, Room No- 02**

**Kolkata-700001**

### **SECRETARIAL AUDITOR**

**Nisha Jhunjunwala Practicing Company Secretary**

### **KEY MANAGERIAL PERSON**

**Punam Singh Company Secretary**

**Ashok Kumar Agrawal Chief Financial Officer**

### **REGISTRAR & TRANSFER AGENTS:**

**ABS Consultant Pvt Ltd,**

**4, B.B.D. Bag (East),**

**99, Stephen House, 6<sup>th</sup> Floor**

**Kolkata-70001**

### **REGISTERED OFFICE:**

**1A, Grant Lane, 2nd Floor, Room No-202,**

**Kolkata-700 012 (West Bengal)**

**LISTED ON: Bombay Stock Exchange, Calcutta Stock Exchange**

**TEL: +91 033 22364330, WEBSITE: [www.sujalagroup.com](http://www.sujalagroup.com)**



## **SUJALA TRADING & HOLDINGS LTD.**

Regd. Off. : 1A, GRANT LANE, 2ND FLOOR. ROOM NO-202, KOLKATA-700 012 (West Bengal)

Phone: (91-033) 2236-4330, E-mail: sujala\_trading@yahoo.com/enquiry @sujalagroup.com,

CIN-L51109WB1981PLC034381 Website-www.sujalagroup.com

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### **NOTICE**

**NOTICE** is hereby given that the 35<sup>th</sup> Annual General Meeting of the Members of M/S SUJALA TRADING & HOLDINGS LTD will be held on Friday, the 30<sup>th</sup> day of September, 2016 at 1A, Grant Lane, 2<sup>nd</sup> Floor, Kolkata-700 012 at 11.30 A.M to conduct the following business:

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#### **ORDINARY BUSINESS:**

##### **Item No-1-Adoption of Financial Statement**

To receive, considered and adopt the Financial Statement of the Company for the Year ended 31<sup>st</sup> March 2016, including audited Balance Sheet as at 31<sup>st</sup> March 2016, the Profit & Loss Account for the year ended 31<sup>st</sup> March 2016 and the Cash flow Statement for the Year ended 31<sup>st</sup> March, 2016 and the Reports of the Board of Directors and Auditors' thereon.

##### **Item No-2-Re-appointment of Director**

To appoint Mr Gaurav Goel (DIN- 06850998) as Director, who retires by rotation and being eligible, offers himself for re-appointment.

##### **Item No-3-Appointment of Statutory Auditors**

To re-appoint Auditors M/s Maroti & Associates, Chartered Accountants (Firm Registration No. 322770E) as the statutory auditor of the Company to hold office from the conclusion of this 35<sup>th</sup> AGM until the conclusion of the 36<sup>th</sup> AGM of the Company and to fix their remuneration.

**By order of the Board**

**For Sujala Trading & Holdings Ltd**

**Punam Singh  
Company Secretary**

**Place: Kolkata**

**Date: 30<sup>th</sup> day of May, 2016**

**NOTES:**

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote, instead of him/her. A proxy need not be a member of the Company. In order to be effective, the instrument appointing proxy must reach the Registered Officer of the Company not less than forty-eight hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the Paid up Capital of the Company carrying voting rights. A member holding more than ten percent of the Paid up Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

Members are requested to notify to the Registrar of the Company, M/s. ABS CONSULTANT PVT LTD, Stephen House, 6<sup>th</sup> Floor, Room No. 99, 4, B.B.D. Bag (East), Kolkata – 700 001, any change in their address.

2. The Register of Members and Equity Share Transfer Registers will remain closed from **24<sup>th</sup> September, 2016 to 30<sup>th</sup> September, 2016 (both days inclusive).**

3. **Voting through electronic means**

I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and clause 35B of the Listing Agreement, Members are provided with the facilities to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system provided by Central Depository Services (India) Ltd. (CDSL).

The notice of the 35<sup>th</sup> Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form is being dispatched to all the Members. The e-Voting particulars are provided at the bottom of the Attendance Slip for the 35<sup>th</sup> Annual General Meeting (AGM):

The e-voting period begins on 27.09.2016 from 9.00 A.M. and ends on 29.09.2016 till 5.00 P.M. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off/entitlement date of 23.09.2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Members also have the option to vote through Ballot Form. However, the duly completed Ballot Form should reach the Scrutinizer at 9/12, Lal Bazar Street, 3<sup>rd</sup> Floor, Room No.2, Kolkata – 700001, not later than 29.09.2016 (5.00 P.M.) (i.e. closing date of E-Voting)

Ballot form received after this date will be treated as invalid. If member casts votes by both modes, then voting done through E-voting shall prevail and Ballot Form shall be treated as invalid.

**Instructions for E-Voting are as under:**

- a. Log on to the e-voting website: [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- b. Click on “Shareholders” tab
- c. Now, select Electronic Voting Sequence No. as mentioned in the Attendance Slip alongwith “SUJALA TRADING & HOLDINGS LTD” from the drop down menu and click on “SUBMIT”.
- d. Now Enter your User ID (as mentioned in the Attendance Slip) :
  - i. For CDSL: 16 digits beneficiary ID,
  - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- e. Next enter the Image Verification as displayed and Click on Login.
- f. If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- g. However, if you are a first time user, please use the e-Voting particular provided in the Attendance Slip and fill up the same in the appropriate boxes:
- h. After entering these details appropriately, click on “SUBMIT” tab.
- i. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field.
- j. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- k. For Members holding shares in physical form, the details in Attendance Slip can be used only for e-voting on the resolutions contained in this Notice.
- l. Click on the relevant EVSN “SUJALA TRADING & HOLDINGS LTD” for which you choose to vote.
- m. On the voting page, you will see “Resolution Description” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- n. Click on the “Resolutions File Link” if you wish to view the entire Resolutions.
- o. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- p. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- q. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- r. If Demat account holder has forgotten the **changed password** then enter the User ID and image verification code click on Forgot Password & enter the details as prompted by the system.
- s. For Non – Individual Shareholders and Custodians:
  - I. Non Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates
    - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
    - After receiving the login details a Compliance user should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
    - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
    - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.



II. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

III. Once the vote on a resolution is cast by the shareholder by electronic means, the shareholder shall not be allowed to change it subsequently or cast his vote by any other means.

IV. If a person became the member of the company after the dispatch of notice, then such member may contact the company for Login ID and other e-voting related details.

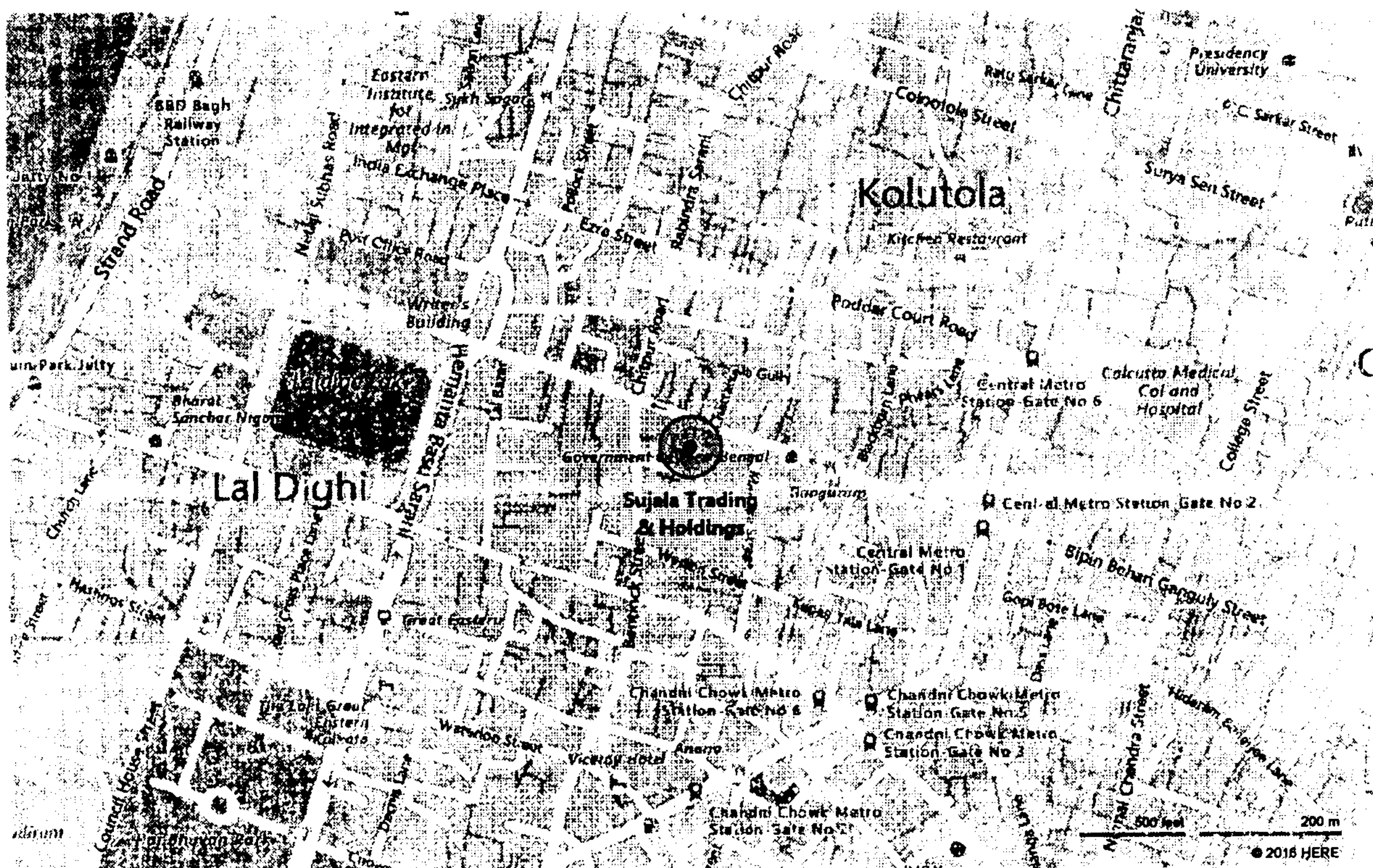
V. The voting rights of shareholders shall be in proportion of their shares of the paid up equity share capital of the Company as on the cut-off/entitlement date of 23.09.2016.

VI. Mr. Rahul Jain, Practicing Chartered Accountant, (Membership No.304099) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

VII. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of AGM unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.

The Results shall be declared after the 35<sup>th</sup> Annual General Meeting (AGM) of the Company. This Notice as well as the Results declared along with the Scrutinizer’s Report shall be communicated to CDSL, Bombay Stock Exchange Limited and The Calcutta Stock Exchange Association Limited on or after 30<sup>th</sup> September 2016.

### Route Map for the venue of 35<sup>th</sup> Annual General Meeting of the Company





**ANNEXURE TO THIS NOTICE**

**Details of Directors Seeking Re-Appointment at the Forthcoming Annual General Meeting in pursuance of SEBI (LODR) Regulations, 2015**

**Mr. GauravGoel**

Mr. GauravGoel is a non-executive Independent Director of the Company. He is a qualified Commerce Graduate and pursuing CA final, having experience in the field of Accounts, Finance and Management. He does not hold by himself or for any person on a beneficial basis, any shares in the Company. The Directorship and Membership of Board Committees of Mr.GauravGoel as on date is as under:

<b>SL.No</b>	<b>Name of the Company</b>	<b>Nature of office</b>
1.	<b>Sujala Trading &amp; Holdings Ltd</b>	<b>Director</b>
	<b>Nomination &amp; Remuneration Committee</b>	<b>Chairman</b>
	<b>Audit Committee</b>	<b>Chairman</b>
	<b>Stakeholders Relationship Committee</b>	<b>Member</b>
	<b>Share Transfer Committee</b>	<b>Chairman</b>

Mr.GauravGoel, Director is not related to any other director of the Company as per Section 2(77) of the Companies Act, 2013.

**By order of the Board  
For Sujala Trading & Holdings Ltd**

**Punam Singh  
Company Secretary**

**Place: Kolkata  
Date: 30<sup>th</sup> day of May, 2016**



## SUJALA TRADING & HOLDINGS LTD.

Regd. Off. : 1A, GRANT LANE, 2ND FLOOR. ROOM NO-202, KOLKATA-700 012 (West Bengal)

Phone: (91-033) 2236-4330, E-mail: sujala\_trading@yahoo.com /enquiry@sujalagroup.com,

CIN-L51109WB1981PLCo34381 Website-www.sujalagroup.com

### DIRECTORS' REPORT TO THE MEMBERS

Your Directors have pleasure in presenting their 35<sup>th</sup> Annual Report together with the Audited Accounts of the Company for the Year ended March 31, 2016.

#### 1. FINANCIAL RESULTS:(Rs.)

Particulars	Standalone Results		Consolidated Results	
	March 31, 2016	March 31, 2015	March 31, 2016	March 31, 2015
Total Income	3,51,21,624	2,24,03,033	3,51,21,624	2,24,03,433
Total Expenses	3,32,34,759	1,92,66,288	3,32,90,776	1,93,79,240
Profit before Depreciation, Finance Cost & Taxation	18,86,865	31,36,745	18,30,848	30,24,143
Less: Depreciation	16,400	-	16,400	-
Less : Finance Cost	3,99,062	19,46,370	3,99,062	19,46,370
Profit before Tax	14,71,403	11,90,375	14,15,386	10,77,823
Less: Current Tax	4,45,853	3,69,200	4,28,543	3,69,200
Less: Deferred Tax	(8,719)	(8,718)	(8,719)	(8,718)
Profit / Loss for the year	10,16,741	8,29,893	9,78,124	7,17,342
Add: Balance brought forward from previous year	(12,19,360)	(18,47,717)	(17,02,001)	(25,70,475)
Less: Transfer to Special Reserve	2,85,000	1,65,979	2,85,000	1,65,979
Income Tax for earlier year	-	-	-	-
Contingent provision for Standard Assets	-	-	-	-
Transitional Provision for Depreciation	-	35,557	-	35,557
Balance carried to Balance sheet	(4,87,619)	(12,19,360)	(10,08,877)	(20,54,669)

The company proposes to transfer an amount of Rs.2,85,000 /- to the Special Reserves. An amount of Rs. 7,31,741/-Lakhs is proposed to be retained in the statement of Profit & Loss.

**OPERATIONAL REVIEW:**

Gross revenues increased to Rs. 3,51,21,624/- from Rs. 2,24,03,033/- in the previous year. Profit before depreciation and taxation was Rs. 14,87,803/- against Rs. 11,90,375/- in the previous year. After providing for depreciation and taxation respectively, the net profit of the Company for the year under review was placed at Rs. 10,16,741/- as against Rs.8,29,893/- in the previous year.

**DIVIDEND:**

No dividend is being recommended by the Directors for the current financial year in view of cash requirement for establishing the company in its formative years and growth plan.

**SHARE CAPITAL:**

The paid up equity capital as on March 31, 2016 was Rs.572.175 Lakhs. The company has not issued shares with differential voting rights nor granted stock options nor sweat equity during the year.

**FINANCE:**

Cash and cash equivalents as at March 31, 2016 was Rs. 26,82,735/-. The company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters were kept under strict check through continuous monitoring.

**STATUTORY INFORMATION:**

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are not applicable to the company.

The company has not carried out any R&D activities.

1. CONSERVATION OF ENERGY: Nil
2. TECHNOLOGY ABSORPTION & ADOPTION: Nil
3. FOREIGN EXCHANGE EARNING & OUTFLOW: Nil

**DIRECTOR'S RESPONSIBILITY STATEMENT:**

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the Company for the year under review.
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The directors have prepared the annual accounts on a going concern basis.
- v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

**CORPORATE SOCIAL RESPONSIBILITY**

Due to the non-applicable of the conditions for appointment of the Corporate Social Responsibility Committee, such committee has not been formed by the company. The company is under no obligation to spend any amount on the matter.

**RELATED PARTY TRANSACTIONS:**

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Attention of members is drawn to the disclosure of transactions with related parties set out in Note No. 25 of Consolidated Financial Statements, forming part of the Annual Report.

**BUSINESS RISK MANAGEMENT:**

Pursuant to section 134 (3) (n) of the Companies Act, 2013 & Regulation 21 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the company has not constituted a business risk management committee. At present the company has not identified any element of risk which may threaten the existence of the company.

**FIXED DEPOSITS:**

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

**DIRECTORS & KEY MANAGERIAL PERSONS**

In accordance with the Companies Act, 2013, Mr. Gourav Goel (Din-06850998) retires by rotation and being eligible offers himself for reappointment. Mr. Dhiraj Ram and Ms. Anjana Gupta were the Non-executive Directors as per provisions of Companies Act, 2013, as well as under the provisions of Listing Agreement, and Mr. Subhadeep Mukherjee, is the Managing Director of the company.

Mr. Ashok Kumar Agrawal, Chief Financial Officer and Ms. Punam Singh, Company Secretary of the Company are the KMPs of the Company as per the provision of the Act.

**DECLARATION BY INDEPENDENT DIRECTORS**

The Board has received the declaration from all the Independent Directors as per the Section 149(7) of the Companies Act, 2013 and the Board is satisfied that all the Independent Directors meet the criterion of independence as mentioned in Section 149(6) of the Companies Act, 2013.

**EXTRACT OF ANNUAL RETURN:**

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure A"

**MEETINGS**

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year Ten Board Meetings and Four Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

**AUDITORS:**

Pursuant to the provisions of Sec 139 of the Companies Act, 2013 and the rules made thereunder, the current Auditors M/S MAROTI & ASSOCIATES, Chartered Accountants, were appointed by the members at the 34th AGM as the statutory auditor of the Company to hold the office until the conclusion of 36<sup>th</sup> AGM subject to ratification by the members at each AGM.

**AUDITOR'S REPORT:**

The observation made in the Auditors' Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

**SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has appointed Nishajhunjunwala, a Practicing Company Secretary for conducting Secretarial audit of the Company for the financial year 2015-2016.

Secretarial Audit Report for the year 2015-16 as issued by her in the prescribed form MR-3 is annexed herewith as "Annexure B". The said Secretarial Audit Report does not contain any qualification, reservation or adverse.

**WHISTLE BLOWER POLICY/ VIGIL MECHANISM**

The Company has framed a Whistle Blower Policy/Vigil Mechanism providing a mechanism under which an employee/director of the Company may report violation of personnel policies of the Company, unethical behaviour, suspected or actual fraud, violation of code of conduct. The Vigil Mechanism ensures standards of professionalism, honesty, integrity and ethical behaviour.

**CORPORATE GOVERNANCE**

Pursuant to Schedule V of the SEBI Regulation the following Reports/Certificates form part of the Annual Report:

- the Report on Corporate Governance;
- the Management Discussion & Analysis Report;
- the Certificate duly signed by the Managing Director and Chief Financial Officer on the Financial Statements of the Company for the year ended March 31, 2016 as submitted to the Board of Directors at their meeting held on 30<sup>th</sup> day of May, 2016.

The Auditors' Certificate on Corporate Governance is annexed to this report.

**SUBSIDIARY COMPANIES:**

The Company has 14 subsidiaries as on 31<sup>st</sup> March, 2016. The Consolidated Financial Statements of the company and its subsidiaries duly audited by the statutory auditors are presented in the Annual Report. The Consolidated Financial Statement have been prepared in strict compliance with applicable Accounting Standards and where applicable, Listing Agreement as prescribed by the Securities Exchange Board of India.

Pursuant to the provisions of the Companies Act, 2013, the statement containing the salient feature of the financial statement of a company's subsidiary or subsidiaries, associate company or companies and joint venture or ventures is given as "Annexure C".

**PARTICULARS OF EMPLOYEES: (Rule 5(2) & Rule 5(1))**

None of the employees have drawn remuneration in excess of the limits prescribed by the Companies Act, 2013 and the Rules made there under which needs to be disclosed in the Directors Report.

**ACKNOWLEDGEMENTS:**

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff and workers at all levels for their continuous cooperation and assistance. Your Directors also acknowledges gratefully to the shareholders for their support and confidence reposed on your Company.

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

Place: Kolkata  
Date: 30<sup>th</sup> day of May, 2016

**Mr Subhadeep Mukherjee  
CHAIRMAN**





## Annexure A

### EXTRACT OF ANNUAL RETURN FORM NO MGT-9

As on the financial year ended on, 31st March, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (Management and Administration) Rules, 2014]

#### I. REGISTRATION AND OTHER DETAILS:

i) CIN: L51109WB1981PLC034381

ii) Registration Date: 18/12/1981

iii) Name of the Company: SUJALA TRADING AND HOLDINGS LTD

iv) Category / Sub-Category of the Company: Company Limited by Shares

v) Address of the Registered office and contact details:

1A, GRANT LANE, 2ND FLOOR,

ROOM NO. 202, KOLKATA – 700 012

vi) Whether listed company: YES

vii) Name, Address and Contact details of Registrar and Transfer Agent:

ABS COSULTANT PVT. LTD.

99, STEOHEN HOUSE, 6<sup>TH</sup> FLOOR,

4, B.B.D. BAGH (E),

KOLKATA – 700 001

PHONE: 033-243 0153/ 2201043

Email :absconsultant@vsnl.net

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated as follows:

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Financial Activities	64920	100%

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

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Foremost Dealcomm Ltd	U51909WB2012PLC184825	Subsidiary	100%	2(87)(ii)
2	JagmataVintrade Ltd	U51909WB2012PLC184827	Subsidiary	100%	2(87)(ii)
3	Kotiratan Commercial Ltd	U51909WB2012PLC184847	Subsidiary	100%	2(87)(ii)
4	Kotiratan Marketing Ltd	U51909WB2012PLC184850	Subsidiary	100%	2(87)(ii)
5	Mangaldham Agents Ltd	U51909WB2012PLC184891	Subsidiary	100%	2(87)(ii)
6	Mangalsudha Barter Ltd	U51909WB2012PLC184918	Subsidiary	100%	2(87)(ii)
7	Mangalsudha Commercial Ltd	U51909WB2012PLC184919	Subsidiary	100%	2(87)(ii)
8	Nirmalkunj Agency Ltd	U51909WB2012PLC184985	Subsidiary	100%	2(87)(ii)
9	NirmalkunjTradecom Ltd	U51909WB2012PLC184928	Subsidiary	100%	2(87)(ii)
10	Nityadhara Barter Ltd	U51909WB2012PLC184986	Subsidiary	100%	2(87)(ii)
11	Sarvlok Commercial Ltd	U51909WB2012PLC184854	Subsidiary	100%	2(87)(ii)
12	SarvlokDealcom Ltd	U51909WB2012PLC184856	Subsidiary	100%	2(87)(ii)
13	SpeedfastVincom Ltd	U51909WB2012PLC184895	Subsidiary	100%	2(87)(ii)
14	VishawdhamTradelink Ltd	U51909WB2012PLC184901	Subsidiary	100%	2(87)(ii)

**IV. SHARE HOLDING PATTERN**

(Equity Share Capital Breakup as percentage of Total Equity)

**i) CATEGORY-WISE SHARE HOLDING**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				%Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>INDIAN</b>									
INDIVIDUALS/ HINDU UNDIVIDED FAMILY	-	-	-	-	-	-	-	-	-
CENTRAL GOVERNMENT/ STATE GOVERNMENT	-	-	-	-	-	-	-	-	-
BODIES CORPORATE	8,91,000	-	8,91,000	15.57	891000	-	8,91,000	15.57	
FINANCIAL INSTITUTIONS/ BANKS	-	-	-	-	-	-	-	-	-
ANY OTHER ( SPECIFY )	-	-	-	-	-	-	-	-	-
<b>SUB-TOTAL (A)(1)</b>	<b>8,91,000</b>	<b>-</b>	<b>8,91,000</b>	<b>15.57</b>	<b>8,91,000</b>	<b>-</b>	<b>8,91,000</b>	<b>15.57</b>	
<b>FOREIGN</b>									
NRIs - Individuals	-	-	-	-	-	-	-	-	-
Other – Individuals	-	-	-	-	-	-	-	-	-

BODIES CORPORATE	-	-	-	-	-	-	-	-	-
INSTITUTIONS	-	-	-	-	-	-	-	-	-
ANY OTHER (SPECIFY)	-	-	-	-	-	-	-	-	-
<b>SUB-TOTAL (A)(2)</b>	-	-	-	-	-	-	-	-	-
<b>TOTAL SHAREHOLDING OF PROMOTER AND PROMOTER GROUP (A)= (A)(1)+(A)(2)</b>	<b>8,91,000</b>	-	<b>8,91,000</b>	<b>15.57</b>	<b>8,91,000</b>	-	<b>8,91,000</b>	<b>15.57</b>	-
<b>B.PUBLIC SHAREHOLDING</b>									
<b>INSTITUTIONS</b>									
MUTUAL FUNDS	-	-	-	-	-	-	-	-	-
FINANCIAL INSTITUTIONS/ BANKS	-	-	-	-	-	-	-	-	-
CENTRAL GOVERNMENT/ STATE GOVERNMENT	-	-	-	-	-	-	-	-	-
VENTURE CAPITAL FUNDS	-	-	-	-	-	-	-	-	-

INSURANCE COMPANIES	-	-	-	-	-	-	-	-	-
FOREIGN INSTITUTIONAL INVESTORS	-	-	-	-	-	-	-	-	-
FOREIGN VENTURE CAPITAL INVESTORS	-	-	-	-	-	-	-	-	-
ANY OTHER (SPECIFY	-	-	-	-	-	-	-	-	-
SUB-TOTAL (B)(1)									
<b>NON-INSTITUTIONS</b>									
BODIES CORPORATE	35,11,550	-	35,11,550	61.37	42,19,627	-	42,19,627	73.75	-
INDIVIDUALS - I. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UP TO RS. 1 LAKH.	6,247	36,650	42,897	0.75	6,658	33,150	39,808	0.70	-
II. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 1 LAKH.	12,01,803	74,500	12,76,303	22.31	4,96,815	74,500	5,71,315	9.98	-
ANY OTHER (SPECIFY	-	-	-	-	-	-	-	-	-
NRI's	-	-	-	-	-	-	-	-	-
<b>SUB-TOTAL (B)(2)</b>	<b>47,19,600</b>	<b>1,11,150</b>	<b>48,30,750</b>	<b>84.43</b>	<b>47,23,100</b>	<b>1,07,650</b>	<b>48,30,750</b>	<b>84.43</b>	<b>-</b>

TOTAL PUBLIC SHAREHOLDING (B)= (B)(1)+(B)(2)	47,19,600	1,11,150	48,30,750	84.43	47,23,100	1,07,650	48,30,750	84.43	-
<b>TOTAL (A)+(B)</b>	<b>56,10,600</b>	<b>1,11,150</b>	<b>57,21,750</b>	<b>100</b>	<b>56,14,100</b>	<b>1,07,650</b>	<b>57,21,750</b>	<b>100</b>	<b>-</b>
C. SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED	-	-	-	-	-	-	-	-	-
<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>56,10,600</b>	<b>1,11,150</b>	<b>57,21,750</b>	<b>100</b>	<b>56,14,100</b>	<b>1,07,650</b>	<b>57,21,750</b>	<b>100</b>	
TOTAL PUBLIC SHAREHOLDING (B)= (B)(1)+(B)(2)	47,19,600	1,11,150	48,30,750	84.43	47,23,100	1,07,650	48,30,750	84.43	-
<b>TOTAL (A)+(B)</b>	<b>56,10,600</b>	<b>1,11,150</b>	<b>57,21,750</b>	<b>100</b>	<b>56,14,100</b>	<b>1,07,650</b>	<b>57,21,750</b>	<b>100</b>	<b>-</b>
C. SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED	-	-	-	-	-	-	-	-	-
<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>56,10,600</b>	<b>1,11,150</b>	<b>57,21,750</b>	<b>100</b>	<b>56,14,100</b>	<b>1,07,650</b>	<b>57,21,750</b>	<b>100</b>	

**(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):**

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (01.04.2015)		Cumulative Shareholding during the year(31.03.2016)	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1.	<i>PICADALLY TRADE AND HOLDINGS PVT LTD</i>	<i>434470</i>	<i>7.59</i>	<i>434470</i>	<i>7.59</i>
2.	<i>SHAH TELECOM LTD</i>	<i>426885</i>	<i>7.46</i>	<i>426885</i>	<i>7.46</i>
3.	<i>MADSAN AGENCIES PVT LTD</i>	<i>384994</i>	<i>6.73</i>	<i>384994</i>	<i>6.73</i>
4.	<i>MIDNIGHT AGENCIES PVT LTD</i>	<i>350474</i>	<i>6.13</i>	<i>350474</i>	<i>6.13</i>
5.	<i>SHREE SUDHARSHAN CASTINGS PVT LTD</i>	<i>301993</i>	<i>5.28</i>	<i>301993</i>	<i>5.28</i>
6.	<i>SANDEEP KUMAR SHAH</i>	<i>300000</i>	<i>5.24</i>	-	-
7.	<i>GLASSEYE TRADERS PVT LTD</i>	<i>292492</i>	<i>5.11</i>	<i>292492</i>	<i>5.11</i>
8.	<i>JALNAYAN AGENCY PVT LTD</i>	<i>254393</i>	<i>4.45</i>	<i>254393</i>	<i>4.45</i>
9.	<i>BASUKINATH VANIJYA PVT LTD</i>	<i>249993</i>	<i>4.37</i>	-	-
10.	<i>GIRIRAJ TRADECOM PVT LTD</i>	<i>232491</i>	<i>4.06</i>	-	-
11.	<i>KALIMATA INVESTMENT CONSULTANCY PVT LTD</i>	-	-	<i>249999</i>	<i>4.37</i>
12.	<i>MANIMAYA SALES PVT LTD</i>	-	-	<i>249977</i>	<i>4.37</i>
13.	<i>BAHUBALI NIKETAN PVT LTD</i>	<i>232489</i>	<i>4.06</i>	<i>232489</i>	<i>4.06</i>

**Note:** The change in the shareholding in the above shareholders was due to transfer of shares by the shareholders on various dates. The Company has not allotted any shares, issued bonus/sweat equity during the year.

**(ii) SHAREHOLDING OF PROMOTERS**

Sl.No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of Company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of Company	%of Shares Pledged / encumbered to total shares	
1.	<b>SQUARE TRADES AND HOLDINGS PVT. LTD.</b>	<b>891000</b>	<b>15.57</b>	-	<b>891000</b>	<b>15.57</b>	-	-

**(iii) CHANGE IN PROMOTERS' SHAREHOLDING**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1	<b>At the beginning of the year</b>	<b>891000</b>	<b>15.57</b>	-	-
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment /transfer / bonus/ sweat equity etc):	<b>No change</b>		<b>No change</b>	
3	<b>At the End of the year</b>	<b>891000</b>	<b>15.57</b>	-	-



**(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):**

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (01.04.2015)		Cumulative Shareholding during the year(31.03.2016)	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1.	<i>PICADALLY TRADE AND HOLDINGS PVT LTD</i>	<i>434470</i>	<i>7.59</i>	<i>434470</i>	<i>7.59</i>
2.	<i>SHAH TELECOM LTD</i>	<i>426885</i>	<i>7.46</i>	<i>426885</i>	<i>7.46</i>
3.	<i>MADSAN AGENCIES PVT LTD</i>	<i>384994</i>	<i>6.73</i>	<i>384994</i>	<i>6.73</i>
4.	<i>MIDNIGHT AGENCIES PVT LTD</i>	<i>350474</i>	<i>6.13</i>	<i>350474</i>	<i>6.13</i>
5.	<i>SHREE SUDHARSHAN CASTINGS PVT LTD</i>	<i>301993</i>	<i>5.28</i>	<i>301993</i>	<i>5.28</i>
6.	<i>SANDEEP KUMAR SHAH</i>	<i>300000</i>	<i>5.24</i>	-	-
7.	<i>GLASSEYE TRADERS PVT LTD</i>	<i>292492</i>	<i>5.11</i>	<i>292492</i>	<i>5.11</i>
8.	<i>JALNAYAN AGENCY PVT LTD</i>	<i>254393</i>	<i>4.45</i>	<i>254393</i>	<i>4.45</i>
9.	<i>BASUKINATH VANIJYA PVT LTD</i>	<i>249993</i>	<i>4.37</i>	-	-
10.	<i>GIRIRAJ TRADECOM PVT LTD</i>	<i>232491</i>	<i>4.06</i>	-	-
11.	<i>KALIMATA INVESTMENT CONSULTANCY PVT LTD</i>	-	-	<i>249999</i>	<i>4.37</i>
12.	<i>MANIMAYA SALES PVT LTD</i>	-	-	<i>249977</i>	<i>4.37</i>
13.	<i>BAHUBALI NIKETAN PVT LTD</i>	<i>232489</i>	<i>4.06</i>	<i>232489</i>	<i>4.06</i>

**Note:** The change in the shareholding in the above shareholders was due to transfer of shares by the shareholders on various dates. The Company has not allotted any shares, issued bonus/sweat equity during the year.

**B. REMUNERATION TO OTHER DIRECTORS: (Amount in Rs.) - NIL**

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (Rs. In Lakhs)**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		ASHOK KUMAR AGRAWAL	ROHIT GOEL	PUNAM SINGH	
		CFO	CS	CS	
<b>1</b>	<b>Gross salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	<b>0.84</b>	<b>0.34</b>	<b>0.68</b>	<b>1.86</b>
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-		-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-		-
<b>2</b>	<b>Stock Option</b>	-	-		-
<b>3</b>	<b>Sweat Equity</b>	-	-		-
<b>4</b>	<b>Commission</b> - as % of profit - others, specify	-	-		-
<b>5</b>	<b>Others, please specify</b>	-	-		-
	<b>Total (C)</b>	<b>0.84</b>	<b>0.34</b>	<b>0.68</b>	<b>1.86</b>

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

During the year 2015-16, there were no penalties/punishment/compounding of offences under the Companies Act, 2013.

**ANNEXURE B TO BOARDS REPORT**

**SECRETARIAL AUDIT REPORT**

**For The Financial Year Ended On 31st March, 2016**

**(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,**

**SUJALA TRADING AND HOLDINGS LTD**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SUJALA TRADING AND HOLDINGS LTD** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, **SUJALA TRADING AND HOLDINGS LTD**, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016, has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, 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 **SUJALA TRADING AND HOLDINGS LTD** for the financial year ended on 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:

- (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, 1992; and The Securities and Exchange Board Of India Prohibition of Insider Trading) Regulations, 2015 (effective from May 15, 2015).
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 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, 1998.

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

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India. (Applicable w.e.f. 01/07/2015)
- (b) The Listing Agreement entered into by the Company with the Stock Exchange,/ SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 effective from 01/12/2015.

**During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc mentioned above except clause (b) as mentioned below:**

(a) The Directors have disclosed their interest in other firms/Companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.

***(b) The "Key Managerial Personnel" i.e. Managing Director or Chief Executive Officer or Manager, Chief Financial Officer & Company Secretary as required to be appointed by companies having paid up share capital of Rs. 10 Crores or more, pursuant to the provision of section 203(1) of the Companies Act, 2013 have not been appointed by the Company during the period under scrutiny.***

(c) The Company had not appointed any additional director during the year under the provisions of Section 161 under the Companies Act, 2013.

(d) The Company had filed the resolution in Form MGT-14 with the Registrar of Company in respect of the Adoption of accounts and Boards Report, as required under the provisions of the Section 179(3) (g) of the Companies Act, 2013.

(e) The Annual General Meeting for the financial year ended on 31st March 2016 was held on 30<sup>th</sup> September, 2015 after giving notice to the members of the Company and the resolutions passed thereat were recorded in the Minutes Book maintained for the purpose.

**I further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period.

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.

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.

**PLACE: KOLKATA**

**DATE: 20<sup>th</sup> day of May, 2016**

**NISHA JHUNJHUNWALA**  
**Practicing Company Secretary**  
**COP No.: 4742**

**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.**

**'ANNEXURE A'**

To,

The Members,

**SUJALA TRADING AND HOLDINGS LTD**

**1A, GRANT LANE 2ND FLOOR, ROOM NO. 202,**

**KOLKATA – 700012**

**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 express an 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 for our 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 happening 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.

**PLACE: KOLKATA**

**DATE: 20<sup>th</sup> day of May, 2016**

**NISHA JHUNJHUNWALA**

**Practicing Company Secretary**

**COP No.: 4742**

**Annexure C (Form AOC - 1)**

**(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)**

**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**

**Part "A": Subsidiaries**

Sl. No.	Particulars	Details			
		Foremost Dealcom Ltd	Jagmata Vintrade Ltd	Kotiratan Commercial Ltd	Kotiratan Marketing Ltd
1	Name of the subsidiary	Foremost Dealcom Ltd	Jagmata Vintrade Ltd	Kotiratan Commercial Ltd	Kotiratan Marketing Ltd
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016
3	Share capital	5,00,000.00	5,00,000.00	5,00,000.00	5,00,000.00
4	Reserves & surplus	(38,030.69)	(38,207.69)	(38,023.36)	(38,188.36)
5	Total assets	12,53,969.31	13,69,792.31	19,33,976.64	7,12,811.64
6	Total Liabilities	12,53,969.31	13,69,792.31	19,33,976.64	7,12,811.64
7	Investments	-	-	-	-
8	Turnover	-	-	-	-
9	Profit before taxation	(4,258.00)	(4,302.00)	(4,248.00)	(4,251.00)
10	Provision for taxation	-	-	-	-
11	Profit after taxation	(4,258.00)	(4,302.00)	(4,248.00)	(4,251.00)
12	Proposed Dividend	-	-	-	-
13	% of shareholding	100%	100%	100%	100%



Sl. No.	Particulars	Details				
		Mangaldham Agents Ltd	Mangalsudha Barter Ltd	Mangalsudha Commercial Ltd	Nityadhara Barter Ltd	SpeedfastVincom Ltd
1	Name of the subsidiary	<b>Mangaldham Agents Ltd</b>	<b>Mangalsudha Barter Ltd</b>	<b>Mangalsudha Commercial Ltd</b>	<b>Nityadhara Barter Ltd</b>	<b>SpeedfastVincom Ltd</b>
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016
3	Share capital	5,00,000.00	5,00,000.00	5,00,000.00	5,00,000.00	5,00,000.00
4	Reserves & surplus	(37,757.16)	(37,108.45)	(37,139.36)	(40,608.36)	(37,926.45)
5	Total assets	4,63,242.84	12,71,891.55	6,48,860.64	4,60,391.64	4,63,073.55
6	Total Liabilities	4,63,242.84	12,71,891.55	6,48,860.64	4,60,391.64	4,63,073.55
7	Investments	-	-	-	-	-
8	Turnover	-	-	-	-	-
9	Profit before taxation	(3,262.00)	(3,250.00)	(3,241.00)	(4,375.00)	(4,074.00)
10	Provision for taxation	-	-	-	-	-
11	Profit after taxation	(3,262.00)	(3,250.00)	(3,241.00)	(4,375.00)	(4,074.00)
12	Proposed Dividend	-	-	-	-	-
13	% of shareholding	100%	100%	100%	100%	100%

Sl. No.	Particulars	Details				
		Nirmalkunj Agency Ltd	Nirmalkunj Tradecom Ltd	Sarvlok Commercial Ltd	Sarvlok Dealcom Ltd	Vishawdham Tradelink Ltd
1	Name of the subsidiary	Nirmalkunj Agency Ltd	Nirmalkunj Tradecom Ltd	Sarvlok Commercial Ltd	Sarvlok Dealcom Ltd	Vishawdham Tradelink Ltd
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016	1st April, 2015 - 31st March, 2016
3	Share capital	5,00,000.00	5,00,000.00	5,00,000.00	5,00,000.00	5,00,000.00
4	Reserves & surplus	(38,651.36)	(40,944.08)	(37,908.36)	(37,912.36)	(40,255.45)
5	Total assets	5,52,348.64	4,60,055.92	16,72,091.64	6,78,087.64	4,60,744.55
6	Total Liabilities	5,52,348.64	4,60,055.92	16,72,091.64	6,78,087.64	4,60,744.55
7	Investments	-	-	-	-	-
8	Turnover	-	-	-	-	-
9	Profit before taxation	(4,181.00)	(4,082.00)	(4,025.00)	(4,209.00)	(4,078.00)
10	Provision for taxation	-	-	-	-	-
11	Profit after taxation	(4,181.00)	(4,082.00)	(4,025.00)	(4,209.00)	(4,078.00)
12	Proposed Dividend	-	-	-	-	-
13	% of shareholding	100%	100%	100%	100%	100%

**Notes:** The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations - None
- Names of subsidiaries which have been liquidated or sold during the year - During the year 2015-2016,

10 Subsidiary Companies are sold, which are as under:

- Foremost Barter Limited.
- Hulbert Trading Limited.
- Hulbert Vinimay Limited.
- Jagmata Mercantile Limited.
- Mangaldham Suppliers Limited.
- Nityadhara Traders Limited.
- Overgrow Barter Limited.
- Overgrow Tie-up Limited.
- Speedfast Marketing Limited.
- Vishawdham Merchants Limited.

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates/Joint Ventures			
Latest audited Balance Sheet Date			
Shares of Associate/Joint Ventures held by the company on the year end			
No.			
Amount of Investment in Associates/Joint Venture			
Extend of Holding%			
Description of how there is significant influence			
Reason why the associate/joint venture is not consolidated			
Net worth attributable to shareholding as per latest audited Balance Sheet			
Profit/Loss for the year			
Considered in Consolidation			
Not Considered in Consolidation			

1. Names of associates or joint ventures which are yet to commence operations. - None

2. Names of associates or joint ventures which have been liquidated or sold during the year - None

**CERTIFICATION FROM MANAGING DIRECTOR & CFO**  
**(In terms of SEBI Regulations)**

**The Board of Directors,  
Sujala Trading & Holdings Ltd  
1A, Grant Lane, 2nd Floor,  
Room No-202, Kolkata-700 001**

*Dear Sir,*

- (a) We have reviewed financial statements and the cash flow statement of the Company for the quarter and year ended 31<sup>st</sup> March, 2016 and to the best of our knowledge and belief :
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be missing;
- (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or volatile of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee :
- (i) significant changes in internal control over financial reporting during the year;
- (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- (iii) there are no instances of significant fraud and no involvement therein of the management or an employee having a significant role in the Company's internal control system over financial

**Subhadeep Mukherjee**  
**(Managing Director)**

**Ashok Kumar Agrawal**  
**(CFO)**

**Place: Kolkata**

**Dated: 30<sup>th</sup> Day of May, 2016**

## **Management Discussions and Analysis Report**

### **Industry Trend and Development**

The Company is primarily engaged in the business of investment in shares and securities and lending. The financial market during the year witnesses a modest global recovery with strong growth in the developing countries. The growth stimulus and measures undertaken by the Indian Government at the Centre has led to the growth in our economy. With significant growth in the manufacturing sector, the trend is on upward side. With the revival in the Indian economy, the financial markets seem to be poised up in the near future.

### **Opportunities and Threats**

The Company's business being in the small sized NBFC Sector the business opportunities are very limited

### **Risk and Concern**

In view of the inherent risk involved in the Investment business it is the Management's intention to minimize the risk factor by constantly reviewing market trend and economic conditions.

### **Outlook**

Your Company being an NBFC continues to do better despite the current market scenario. In the present scenario, the Management considers to be prudent to concentrate on its current business and shuffle its Investment Portfolio as and when necessary to derive maximum benefit and look for new opportunities in financial sector.

### **Internal Control and System**

The Company maintains an efficient internal control system and the management is constantly reviewing for achieving improved operational efficiency.



## **SUJALA TRADING & HOLDINGS LTD.**

Regd. Off. : 1A, GRANT LANE, 2ND FLOOR, ROOM NO-202, KOLKATA-700 012 (West Bengal)

Phone: (91-033) 2236-4330, E-mail: sujala\_trading@yahoo.com/enquiry @sujalagroup.com,

CIN-L51109WB1981PLC034381 Website-www.sujalagroup.com

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### **Report on Corporate Governance**

#### **Corporate Governance Philosophy**

The Company's Philosophy on Corporate Governance is aimed at:

- a) Enhancing long term Shareholder value through
  - Assisting the top management in taking sound business decisions; and
  - Prudent financial management.
- b) Achieving transparency and professionalism in all decisions and activities of the Company.
- c) Achieving excellence in Corporate Governance by
  - Conforming to the prevalent guidelines on Corporate Governance, and excelling in, wherever possible.
  - Reviewing periodically the existing systems and controls for further improvements

#### **Board of Directors**

As on 31<sup>st</sup> March, 2016, the Company's Board consists of four Directors having considerable professional experience in their respective fields. Out of them two are Non-executive & Independent Directors among one is Non-executive women director, one is Non-executive Director and one is Managing Director & Executive Director of the Company. The directors are eminent person drawn from amongst persons with rich experience in business & industry, finance, and public enterprises. Further; the Independent Directors do not have any pecuniary relationship or transaction with the Company, Promoters, management which may affect their judgment in any manner. All the directors are above 21 years of age and not related to each other.

The composition of the Board is in Conformity with Regulation 27 of (Listing Obligations & Disclosure Requirements) Regulations, 2015 with Stock Exchange and as per Companies Act, 2013 which is effective as on 31<sup>st</sup> March, 2016.

SL No.	Name of Director	Category of Director-ship	No. of Board Meeting held during the year	No of Board meeting Attended	Last AGM attended	No of Director-ship in other public Ltd. Companies*	No of Committee - Membership in other public limited Companies*	No of Committee -Chairmanship in other public limited companies *
1.	MrSubhadeep Mukherjee Managing Director	Executive	10	10	Yes	Nil	Nil	Nil
2.	MrGouravGoel	Non-Executive& Independent Director	10	10	Yes	Nil	Nil	Nil
3.	Ms,Anjana Gupta	Non-Executive& Independent Director	10	10	Yes	Nil	Nil	Nil
4.	MrDhiraj Ram	Non-Executive Director	10	10	Yes	Nil	Nil	Nil

\* Number of Directorships/Memberships held in other companies excludes Directorships/ Memberships in private limited companies, foreign companies, membership of various committees of various chambers / bodies and Companies under Section 8 of the Companies Act, 2013 and alternate Directorships whereas the Membership or Chairmanship of any committee includes Audit Committee and Shareholders'/Investors' Grievance Committees only.

**Details of Board Meeting held during the year**

The Board met 10 times during the year. Details of Board Meeting held during the year 2015-2016 are as under:

No of Meeting	Date of Board Meeting	Strength of the Board	No. of Directors Present
1	06.04.2015	4	4
2	29.05.2015	4	4
3	20.06.2015	4	4
4	30.07.2015	4	4
5	01.08.2015	4	4
6	14.08.2015	4	4
7	13.11.2015	4	4
8	06.01.2016	4	4
9	12.02.2016	4	4
10	23.02.2016	4	4

**Code of Conduct:**

The Company has formulated and implemented a Code of conduct for all Board Members and Senior Management of the Company in compliance with Regulation 17 of (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also posted on the Website of the Company i.e. ([www.sujalagroup.com](http://www.sujalagroup.com)). All Board Members and Senior Management personnel has affirmed compliance with the code on annual basis. A declaration to this effect duly signed by Managing Director of the Company is annexed with this report.



## Other Committees at Board Level

### i) Qualified and Independent Audit Committee:

The Audit Committee of the Company is constituted in line with Regulation 18 of (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013.

The Committee has met 4 times during the year and the time gap between two meetings are not more than four months. Details of Committee Meetings held during the year 2015-2016 are as under:-

Name of the Members	Category	No of meetings held	No. of meeting attended
Mr. Gourav Goel (Chairman)	Non-Executive, Independent Director	4	4
Ms Anjana Gupta	Non-Executive, Independent Director	4	4
Mr. Subhadeep Mukherjee	Executive Director	4	4

### *Terms of Reference*

The terms of reference of the Audit Committee, inter alia includes:

- Overseeing the financial reporting process.
- To ensure proper disclosure in the quarterly, half yearly and Annual Financial Statements.
- To recommend appointment, re-appointment of auditors and the fixing of their remuneration. Approval of payment to statutory auditors for any other services rendered by them.
- Reviewing, with the management, the Financial Statements before submission to the Board.
- Reviewing, with the management, performance of statutory and Internal auditors, adequacies of the internal control systems.
- Reviewing the adequacy of internal audit function and discussion with internal auditors of any significant findings and follow up there on.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To review the functioning of the whistle blower mechanism.
- To review the financial Statements made by the unlisted subsidiary companies.
- Granting omnibus approval to related party transactions which are in the ordinary course of business and on an arm's length pricing basis and to review and approve such transactions
- Carrying out any other function as is mentioned in the terms of reference of the audit committee.

**ii) NOMINATION & REMUNERATION COMMITTEE:**

In Compliance of Section 178(1) of Companies Act, 2013, and Regulation 19 of (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Board has constituted the Nomination and Remuneration Committee.

The terms of reference of the remuneration committee are to recommend the board, the compensation terms of the executive directors framing and implementing on behalf of the Board and on behalf of the shareholders, a credible and transparent policy on remuneration of executive directors including ESOP, Pension Rights and any compensation payment considering approving and recommending to the Board the changes in designation and increase in salary of the executive director ensuring the remuneration policy is good enough to attract, retain and motivate directors bringing about objectivity in deeming the remuneration package while striking a balance between the interest of the Company and the shareholders.

The Committee has met 2 times during the year Details of Committee Meetings held during the year 2015-2016 are as under:-

<b>Name of the Members</b>	<b>Category</b>	<b>No of meetings held</b>	<b>No. of meeting attended</b>
Mr.GouravGoel (Chairman)	Non-Executive, Independent Director	2	2
Ms.Anjana Gupta	Non-Executive, Independent Director	2	2
Mr.Dhiraj Ram	Non-Executive Director	2	2

**ii) Stakeholder Relationship Committee:**

The "Stakeholders' Relationship Committee" is constituted in line with the provisions of Section 178 (5) of the Companies Act, 2013 and Regulation 20 of SEBI Regulation, aims at bringing Company closer to its shareholders and to better know their expectations, their needs, and opinions, thus enriching the group's communication with its individual shareholders. There are no pending transfers/complaints as on 31<sup>st</sup> March, 2016.

The Committee has met 2 times during the year Details of Committee Meetings held during the year 2015-2016 are as under:-

<b>Name of the Members</b>	<b>Category</b>	<b>No of meetings held</b>	<b>No. of meeting attended</b>
Ms. Anjana Gupta (Chairman)	Non-Executive, Independent Director	2	2
Mr.GouravGoel	Non-Executive, Independent Director	2	2
Mr.Subhadeep Mukherjee	Executive Director	2	2

**iv) Share Transfer Committee and Share Transfer System:**

The “Share Transfer Committee” is constituted inline with the applicable provisions of the Companies Act, 2013 and Regulations of SEBI(LODR) Regulation. The Committee is responsible for assisting the Board of Directors in the Board’s overall responsibilities relating to attending and redressal of the grievances of the security holders of the Company.

The Committee comprises of Mr.GouravGoel, Ms.Anjana Gupta and Mr.Dhiraj Ram. Mr.GouravGoel is the Chairman of the Committee. During the year 1 meeting was held and all the members were present in the meeting.

**Share Transfer System:**

The Company’s Shares are in compulsory Demat trading mode in the stock Exchange. Shares in physical mode if lodged for transfer are processed and get returned to the shareholders within the stipulated time.

**Disclosures**

- i) The financial statements are prepared following the Accounting Standards and there is no deviation from it in general.
- ii) Disclosures 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 or relatives, etc. that may have potential conflict with the interests of the company at large:  
There are significant transactions with related parties which may have a potential conflict with the interests of the Company. The Register of Contracts containing transactions in which directors are interested is placed before the Board regularly
- iii) The Company has adopted a vigil mechanism which enables Directors and employees to report their genuine concerns. The mechanism provided for adequate safeguards against the victimization of persons who use this mechanism and make provision for direct access to the Chairman of the Audit Committee.
- iv) The Company has complied with all the mandatory and non-mandatory requirements of the prescribed Regulation of (Listing Obligations & Disclosure Requirements) Regulations, 2015. The extent of compliance of the following non-mandatory requirements are given below:
  - (a) With regard to training of Board Members, the directors of the Company are continuously trained in the business model of the Company and the risk profile of business parameters through various presentations at Board/Committee Meetings.

### **Remuneration to Directors**

#### **Non-executive Directors:**

Non-executive/Non-executive Independent directors are not paid any sitting fees and commission for attending the meeting of the Board and Committee from the Company.

#### **Managing Director:**

During the year under review, the Company has paid remuneration to Mr.Subhadeep Mukherjee Managing Director of the Company as provided in detail in an Annexure to the Directors' Report in Form MGT-9.

### **General Body Meetings**

The last three Annual General Meetings of the Company were held as under:

<u>Year</u>	<u>Location</u>	<u>Date</u>	<u>Time</u>
2012-2013	1A,Grant Lane, 1st Floor, Kolkata - 700012	30.09.2013	3.30P.M
2013-2014	1A, Grant Lane, 2nd Floor, Room No-202, Kolkata-700 012	30.09.2014	11.00 A.M
2014-2015	1A, Grant Lane, 1 <sup>st</sup> Floor, Kolkata-700 012	29.09.2015	11.00 A.M

### **Postal Ballot**

There was no special resolution required to be passed through postal ballot at any of the above General Meetings. None of the resolution proposed for the ensuing Annual General Meeting need to be passed by Postal Ballot.

### **Means of Communication**

The Company communicates with the Shareholders at large through its Annual Report, publication of Un-audited Financial Results in the newspapers. The Company's notice, results etc. are generally published in The Echo of India (English edition) and ArthikLipi (Bengali - Vernacular language).

Websites: The Company website is [www.Sujalagroup.com](http://www.Sujalagroup.com).press releases. Quarterly and annual result as well as Quarter end Shareholding Pattern, Corporate Governances and other necessary statutory disclosures are posted on the websites.

**General Shareholders Information****a) Annual General Meeting**

Date & Time : **on Friday, 30<sup>th</sup> September, 2016 at 11.30 A.M**

Venue : **1A, Grant Lane, 2<sup>nd</sup>Floor, Kolkata-700 012.**

**b) Date of Book Closure**

The Register of Members and the Share Transfer Register of the Company shall remain closed from 24.09.2016 to 30.09.2016 (both days inclusive)

**c) Registrar and Share Transfer Agents & address for Investor's correspondence**

ABS Consultant Pvt Ltd,4, B.B.D.Bag (East), Kolkata-70001, Phone No. 22430153.

Fax no. 22430153, email: [absconsultant@vsna.net](mailto:absconsultant@vsna.net)

**d) FINANCIAL CALENDAR FOR 2016-17 (TENTATIVE)****(i) Un-Audited Results for the Quarter**

ended 30<sup>th</sup> June 2016 by 12<sup>th</sup> August, 2016

-do ended 30<sup>th</sup> Sept.2016 by 14<sup>th</sup> November, 2016

-do- ended 31<sup>st</sup> Dec. 2016 by 14<sup>th</sup> February, 2017

**(ii) Audited Financial Results for the Year ended**

31<sup>st</sup> March, 2017 - by 30<sup>th</sup>May, 2017

(iii) Annual General Meeting - by September, 2017

**e) Listing on Stock Exchange and payment of Listing Fees**

The equity shares of the Company are listed at:

**➤ The Calcutta Stock Exchange Limited**

7, Lyons Range, Kolkata-700 001

Scrip Code-10029412

The annual Listing fees for the year have been paid to Stock Exchange.

**➤ The Bombay Stock Exchange Limited**

P. J. Tower, Dalal Street Fort, Mumbai – 400 001

Scrip Code-539117

Demat ISIN No.-INE029H01016

CIN NO -L51109WB1981PLC034381

**f) Stock Market Rate**

The Company's shares are not frequently traded in the Calcutta Stock Exchange Ltd.

**g) Distribution of Shareholding (as on 31.03.2016)**

Sl.No	Category	Total No of Shares	Total Shareholding % of Total Capital
1.	Promoters/Promoters Group	8,91,000	15.57%
2.	Mutual Funds and UTI	-	-
3.	Banks/ Financial Institutions,	-	-
4.	Insurance Companies	-	-
5.	Body Corporate	44,70,481	78.13%
6.	Indian Public	3,60,269	6.30%
7.	NRIs / OCBs	-	-
	Total	57,217,50	100%

**h) Distribution Schedule (as on 31.03.2016)**

Share Holding	Shareholder Number	% of Total Holders	No. of Shares	% of Total Holdings
1 to 500	499	94.15	26125	0.47
501 to 1000	Nil	Nil	Nil	Nil
1001 to 2000	Nil	Nil	Nil	Nil
2001 to 3000	Nil	Nil	Nil	Nil
3001 to 4000	1	0.19	3500	0.06
4001 to 5000	1	0.19	4200	0.07
5001 to 10000	1	0.19	5988	0.10
10001 & above	28	5.28	5681937	99.30
Total	530	100	5721750	100

**Dematerialization of Shares**

The Company's shares are traded compulsorily in dematerialised form on the stock Exchange. As on 31<sup>st</sup> March, 2016, 98.12 % of the paid up share capital of the Company was in dematerialised form.

Outstanding GDR/ADR/Warrants or any Convertible Instruments, conversion dates and likely impact on equity are not applicable for the Company.

**Grievances Redressal Division/Compliance Officer:****Ms Punam Singh****Company Secretary & Compliance Officer****M/s. Sujala Trading & Holdings Ltd.****1A, Grant Lane, 2nd Floor, Room No-202,****Kolkata-700 012, W.B. Phone-033 2236 4330****E-mail:Sujala\_trading@yahoo.com/enquiry@sujalagroup.com****CEO / CFO Certificate**

The MD and CFO have certified to the Board with regard to the financial statements and other matters as required by prescribed Regulation of (Listing Obligations & Disclosure Requirements) Regulations, 2015. The certificate is contained in this Annual Report.

**Report on corporate governance**

This chapter, read together with the information given in the Directors' Report and the chapters on Management Discussion and Analysis and General Shareholder Information, constitute the compliance report on corporate governance during 2015-16. The Company has been regularly forwarding the quarterly compliance report to the stock exchanges as required under Regulation 27 of (Listing Obligations & Disclosure Requirements) Regulations, 2015.

**Cautionary Statement:**

Details given here in above relating to various activities and future plans may be 'forward looking statements' within the meaning of applicable laws and regulations. The actual performance may differ from that Expressed or implied.

**Compliance Certificate :**

The Company has obtained a Certificate from **CA M. K. Maroti**, Chartered Accountant of M/s Maroti & Associates, Chartered Accountant regarding compliance of Corporate Governance as stipulated under Regulation 27 of (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the same is enclosed herewith.

All material requirements with respect to Corporate Governance as stipulated in the Listing Agreement have been complied with.

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

**Place: Kolkata****Dated: 30<sup>th</sup> day of May, 2016**

**Managing Director  
(Subhadeep Mukherjee)**

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS & SENIOR  
MANAGEMENT PERSONNEL WITH COMPANY'S CODE OF CONDUCT**

The Board of Directors of Sujala Trading & Holdings Limited has adopted Code of Conduct to be followed by all Members of the Board and Senior Management Personnel of the Company respectively in compliance with the Regulation 17(5) of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 with the Stock Exchanges where the shares of the Company are listed.

As per Regulation 17(5) and Regulation 26(3) of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 executed with the Stock Exchanges, all Board Members and Senior Management Personnel have affirmed Compliance with the Code of Conduct for the year ended March 31, 2016.

Place: Kolkata  
Date: 30<sup>th</sup> day of May, 2016

**Mr Subhadeep Mukherjee**  
**MANAGING DIRECTOR**



## **STANDALONE FINANCIAL STATEMENTS**

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# **Independent Auditor's Report**

To the Members of

## **SUJALA TRADING & HOLDINGS LIMITED**

### **REPORT ON THE STANDALONE FINANCIAL STATEMENTS**

We have audited the accompanying standalone financial statements of **SUJALA TRADING & HOLDINGS LIMITED** (‘the Company’), which comprise the Balance Sheet as at 31<sup>st</sup> March 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS**

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 judgements 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 financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

## **AUDITOR'S RESPONSIBILITY**

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidences about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements in the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidences we have obtained are sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

## **OPINION**

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March 2016 and its **PROFIT** and its cash flows for the year ended on that date.

## **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 the paragraph 3 and 4 of the order.

2. As required by Section 143 (3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books;
- c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts;
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e) On the basis of the written representations received from the directors as on 31st March 2016 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2016 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"; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - a. The Company does not have any pending litigations which would impact its financial position.
  - b. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses. However the Company does not have any ongoing long-term contracts including derivative contracts as on the Balance sheet date.
  - c. There are no such amounts appearing in the books which are required to be transferred to the Investor Education and Protection Fund by the Company.

**For MAROTI & ASSOCIATES  
Chartered Accountants  
(FRN No. 322770E)**

**KOMAL SURANA  
(Partner)  
(Membership No. 303583)**

Place: **Kolkata**  
Date : **30<sup>th</sup> Day of May, 2016**

### **Annexure - A to the Auditors' Report**

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31<sup>st</sup> March 2016, we report that:

- 1. a)** The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b)** The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this programme, fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- c)** According to the information and explanations given to us and on the basis of our examination of the records of the Company, no immovable properties are held in the name of the Company. Accordingly, this clause is not applicable.
- 2.** Physical verification of inventories has been conducted during the year by the management and as reported no discrepancies were noticed on such verification .
- 3.** The Company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.
- 4.** In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made. The Company has not given any guarantee(s) or provided any security for loan taken by third party.
- 5.** The Company has not accepted any deposits from the public. Accordingly, the Directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder are not applicable to the company for the year under audit.
- 6.** The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act. Accordingly, paragraph 3(vi) of the Order is not applicable to the Company.

- 7. a)** According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of accounts in respect of undisputed statutory dues including provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31<sup>st</sup> March 2016 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 material dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax which have not been deposited with the appropriate authorities on account of any dispute.
- 8.** The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- 9.** The Company did not raise any money by way of initial public offer or further publicoffer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- 10.** According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- 11.** According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- 12.** In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

- 13.**According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- 14.**According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- 15.**According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- 16.**The Company is a Non-Banking Finance Company and is registered under section 45-IA of the Reserve Bank of India Act 1934.

**For MAROTI & ASSOCIATES  
Chartered Accountants  
(FRN No. 322770E)**

**KOMAL SURANA  
(Partner)  
(Membership No. 303583)**

**Place:Kolkata  
Date : 30<sup>th</sup> Day of May, 2016**

## **Annexure - B to the Auditors' Report**

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

We have audited the internal financial controls over financial reporting of **SUJALA TRADING & HOLDINGS LIMITED** ("the Company") as of 31<sup>st</sup> March 2016 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 issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **AUDITORS' RESPONSIBILITY**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.



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

We believe that the audit evidences we have obtained are 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, 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 31<sup>st</sup> March 2016, 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 MAROTI & ASSOCIATES  
Chartered Accountants  
(FRN No. 322770E)**

Place:**Kolkata**  
Date : **30<sup>th</sup> Day of May, 2016**

**KOMAL SURANA  
(Partner)  
(Membership No. 303583)**

## SUJALA TRADING & HOLDINGS LIMITED

### BALANCE SHEET AS AT 31ST MARCH, 2016

Particulars	Note No	Figures as at the end of the current reporting period as on 31.03.2016	Figures as at the end of the previous reporting period as on 31.03.2015
		₹	₹
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	2	5,72,17,500	5,72,17,500
(b) Reserves and Surplus	3	9,90,15,050	9,79,98,309
<b>(2) Non-Current Liabilities</b>			
(a) Long Term Borrowings	4	-	3,72,68,733
(b) Long-term provisions	5	7,00,000	-
<b>(3) Current Liabilities</b>			
(a) Other current liabilities	6	92,032	92,739
(b) Short-term provisions	7	10,93,960	13,48,017
<b>TOTAL</b>		<b>15,81,18,542</b>	<b>19,39,25,298</b>
<b>II. Assets</b>			
<b>(1) Non Current Assets</b>			
(a) Fixed Assets			
- Tangible Assets	8	48,530	9
(b) Non Current Investments	9	70,00,400	1,20,00,000
(c) Long-term loans and advances	10	11,30,12,933	-
(d) Deferred Tax Asset	11	2,164	10,883
<b>(2) Current assets</b>			
(a) Inventories	12	3,26,28,728	2,17,88,956
(b) Cash and cash equivalents	13	26,82,735	13,13,176
(c) Short Term Loans & Advances	14	-	15,36,74,097
(d) Other current assets	15	27,43,052	51,38,177
<b>TOTAL</b>		<b>15,81,18,542</b>	<b>19,39,25,298</b>

SIGNIFICANT ACCOUNTING POLICIES

1

OTHER NOTES ON ACCOUNTS

25

In terms of our report of even date

For and on Behalf of The Board

**FOR MAROTI & ASSOCIATES**  
(Chartered Accountants)

Subhadeep Mukherjee  
Managing Director  
(DIN - 03060827)

Punam Singh  
Company Secretary  
(M.No. A38654)

KOMAL SURANA  
(Partner)  
M.No : 303583  
Firm Reg No : 322770E

Gaurav Goel  
Director  
(DIN-06850998)

Ashok Kumar Agarwal  
Chief Financial Officer

Place : Kolkata  
Date : 30th Day of May, 2016

## SUJALA TRADING & HOLDINGS LIMITED

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2016				
PARTICULARS		Note No	Figures as at the end of the current reporting period as on 31.03.2016	Figures as at the end of the previous reporting period as on 31.03.2015
			₹	₹
<b>I</b>	<b>REVENUE FROM OPERATIONS</b>	16	3,51,21,224	2,24,03,033
<b>II</b>	<b>OTHER INCOME</b>	17	400	-
<b>III</b>	<b>TOTAL REVENUE ( I + II )</b>		<b>3,51,21,624</b>	<b>2,24,03,033</b>
<b>IV</b>	<b>EXPENSES</b>			
	Purchase of Stock in Trade	18	4,06,72,678	50,00,020
	Change in Inventories	19	(1,08,39,772)	1,11,00,154
	Employee Benefit Expenses	20	19,82,945	17,51,132
	Depreciation and Amortization Expense	21	16,400	-
	Finance Cost	22	3,99,062	19,46,370
	Other Expenses	23	14,18,908	8,53,182
	<b>TOTAL EXPENSES</b>		<b>3,36,50,221</b>	<b>2,06,50,858</b>
<b>V</b>	<b>Profit Before Exceptional Items</b>		<b>14,71,403</b>	<b>17,52,175</b>
<b>VI</b>	Less : Exceptional Items		-	5,61,800
<b>VII</b>	<b>Profit Before Tax</b>		<b>14,71,403</b>	<b>11,90,375</b>
<b>VIII</b>	<b>TAX EXPENSES</b>			
	a Current Tax		(4,45,943)	(3,69,200)
	b Deferred Tax		(8,719)	8,718
<b>IX</b>	<b>PROFIT / ( LOSS ) FOR THE PERIOD</b>		<b>10,16,741</b>	<b>8,29,893</b>
<b>X</b>	<b>Earning Per Equity Share</b>			
	a Basic	24	0.18	0.15
	b Diluted	24	0.18	0.15

SIGNIFICANT ACCOUNTING POLICIES  
OTHER NOTES ON ACCOUNTS

1  
25

In terms of our report of even date

For and on Behalf of The Board

**FOR MAROTI & ASSOCIATES**  
(Chartered Accountants)

**Subhadeep Mukherjee**  
Managing Director  
(DIN - 03060827)

**Punam Singh**  
Company Secretary  
(M.No. A38654)

**KOMAL SURANA**  
(Partner)  
M.No : 303583  
Firm Reg No : 322770E

**Gaurav Goel**  
Director  
(DIN-06850998)

**Ashok Kumar Agarwal**  
Chief Financial Officer

Place : Kolkata  
Date : 30th Day of May, 2016

**SUJALA TRADING & HOLDINGS LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016**

Particulars	Figures as at the end of the current reporting period as on 31.03.2016 ₹		Figures as at the end of the previous reporting period as on 31.03.2015 ₹	
<b>1. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit/(Loss) before Tax		14,71,403		11,90,375
Add :				
Depreciation	16,400		-	
Fixed Assets Written Off	-		-	
Less: Interest on Income Tax Refund	-		-	
Sub Total -		16,400		-
<b>Operating Profit before Working Capital Changes</b>		14,87,803		11,90,375
Adjustments :				
(Decrease)/ Increase in Current Liabilities	(707)		(3,66,73,168)	
Decrease/ (Increase) in Inventories	(1,08,39,772)		1,11,00,154	
Decrease/ (Increase) in Trade Receivables	-		-	
Decrease/ (Increase) in Current Assets	23,95,125		90,68,862	
Decrease/ (Increase) in Loans & advances	4,06,61,164		11,39,38,514	
Sub Total -		3,22,15,810		9,74,34,362
<b>Cash Generated from Operating Activities</b>		3,37,03,613		9,86,24,737
Less: Income Tax paid/ Adjusted		-		-
<b>Net cash from Operating Activities</b> A		3,37,03,613		9,86,24,737
<b>2. CASH FLOW FROM INVESTING ACTIVITIES</b>				
(Increase)/ Decrease in investments	49,99,600		-	
Fixed Assets purchased	(64,921)	49,34,679	-	
<b>Net Cash from Investing Activities</b> B		49,34,679		-
<b>3. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Preliminary Expenses	-		-	
(Decrease)/ Increase in Long Term Borrowings	(3,72,68,733)	(3,72,68,733)	(9,79,26,349)	(9,79,26,349)
<b>Net Cash from Financing Activities</b> C		(3,72,68,733)		(9,79,26,349)
<b>Net Increase in Cash/Cash Equivalent</b>		13,69,559		6,98,388
Cash/Cash Equivalents (Opening)		13,13,176		6,14,789
<b>Cash/Cash Equivalents (Closing)</b>		26,82,735		13,13,176

Notes

1 Cash Flow Statement has been prepared under the Indirect method as out in Accounting Standard 3 issued by th Institute of Chartered Accountants of India

2		<b>31-03-2016</b>	<b>31-03-2015</b>
Cash & Cash Equivalents Comprise:			
Cash on Hand		69,441	4,99,932
Balnce With Schedule Banks in current Account		26,13,294	8,13,244
		<u>26,82,735</u>	<u>13,13,176</u>

In terms of our report of even date

For and on Behalf of The Board

**FOR MAROTI & ASSOCIATES**  
(Chartered Accountants)

Subhadeep Mukherjee  
Managing Director  
(DIN - 03060827)

Punam Singh  
Company Secretary  
(M.No. A38654)

KOMAL SURANA  
(Partner)  
M.No : 303583  
Firm Reg No : 322770E

Gaurav Goel  
Director  
(DIN-06850998)

Ashok Kumar Agarwal  
Chief Financial Officer

Place : Kolkata  
Date : 30th Day of May, 2016

## **NOTE – 1**

### **SIGNIFICANT ACCOUNTING POLICY :**

#### **1. Basis of Accounting :**

These financial statement have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act,2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on Accrual basis. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

Further, the Company follows prudential norms for Income Recognition, assets classification and provisioning for Non-performing assets as well as contingency provision for Standard Assets as prescribed by the Reserve Bank of India (RBI) for Non-Banking Financial Companies.

#### **2. Inventories:**

Inventories of shares and other trading goods are valued at cost computed on FIFO Basis or fair value, which ever is lower.

#### **3. Recognition of Income and Expenditure :**

Income and expenditure are accounted for on accrual basis. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable. Dividend income is recognized when the shareholder's right to receive payment is established by the balance sheet date.

#### **4. Depreciation on Fixed Assets:**

Depreciation on Fixed Assets has been provided based on useful life assigned to each asset prescribed in accordance with Part - "C" of Schedule-II of the Companies Act, 2013.

#### **5. Fixed Assets:**

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

## **6. Impairment of Assets:**

- I. The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.
- II. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

## **7. Investment :**

In accordance with Accounting Standard (AS 13) on "Accounting for Investment " and the guidelines Issued by Reserve Bank of India, Investment are either classified as current or long term based on management's intention at the time of purchase. Investments that are readily realizable and intended to be held for not more than a year are classified as Current Investments. All other Investments are classified as non-Current / long term Investments. Current Investments are stated at lower of cost and market rate on an individual investment basis. Non-Current / Long term investments are considered 'at cost' on individual investment basis, unless there is a decline other than temporary in the value, in which case adequate provision is made against such diminution in the value of investments.

## **8. Earnings per share:**

- Earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders, by the weighted average number of equity shares outstanding during the year.
- For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and weighted average number of shares outstanding during the year is adjusted for the effects of all dilutive potential equity shares.

## **9. Tax on Income :**

Tax expenses comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. This liability is calculated at the applicable tax rate or minimum alternate tax rate u/s 115JB of the Income Tax Act, 1961 as the case may be for current taxes on Income. Deferred income tax reflect the impact of timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax laws enacted or substantively enacted at the balance sheet date.

Deferred Tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the Balance Sheet date. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are recognized on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such deferred tax assets can be realized against future taxable profit.

MAT credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

**10. Contingencies:**

These are disclosed by way of notes on the Balance sheet. Provisions is made in the accounts in respect of those contingencies which are likely to materialize into liabilities after the year end , till the finalization of accounts and material effect on the position stated in the Balance Sheet .

**11. Provisioning of Standard Assets:**

The Reserve Bank of India vide Notification No. DNBR (PD) CC.No.002/03.10.001/2014-15 Dated NOVEMBER 10, 2014 has issued direction to all NBFCs to make provision of 0.30% on STANDARD ASSETS with immediate effect. Accordingly the Company has made provision @ 0.30% on Standard Assets in accordance therewith.



## SUJALA TRADING & HOLDINGS LIMITED

### NOTE FORMING PART OF THE BALANCE SHEET AS AT & STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

	Figures as at the end of the current reporting period as on 31.03.2016	Figures as at the end of the previous reporting period as on 31.03.2015
	₹	₹
<b>NOTE - 2</b>		
<b>SHARE CAPITAL</b>		
<b>Authorised</b>		
58,00,000 Equity Shares of Rs.10/- each	5,80,00,000	5,80,00,000
<b>Issued, Subscribed &amp; Paid up</b>		
57,21,750 Equity Share of Rs.10/- each	5,72,17,500	5,72,17,500
	<b>5,72,17,500</b>	<b>5,72,17,500</b>

**A.**  
**Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

	Figures as at the end of the current reporting period as on 31.03.2016		Figures as at the end of the previous reporting period as on 31.03.2015	
	Nos	Amount ₹	Nos	Amount ₹
Shares outstanding at the beginning of the year	57,21,750	5,72,17,500	57,21,750	5,72,17,500
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	57,21,750	5,72,17,500	57,21,750	5,72,17,500

**B.**  
**TERMS/ RIGHTS ATTACHED TO EQUITY SHARES**

The Company has only one class of equity share having par value of Rs 10 / per share . Each holder of Equity share is entitled to one vote per share  
In the event of liquidation of the company , the holder of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts . The Distribution will be in proportion to the number of equity share held by the shareholders

**C.**  
**Details of shareholders holding more than 5% shares of the Company**

NAME OF THE SHAREHOLDER	Figures as at the end of the current reporting period as on 31.03.2016		Figures as at the end of the previous reporting period as on 31.03.2015	
	Nos	%	Nos	%
(EQUITY SHARES OF RS 10 EACH FULLY PAID UP)				
1. SQUARE TRADES AND HOLDINGS PVT LTD	891000	15.57	891000	15.57
2. PICADALLY TRADE AND HOLDINGS PVT LTD	434470	7.59	434470	7.59
3. SHAH TELCOM LTD	426885	7.46	426885	7.46
4. MADSAN AGENCIES PVT LTD	384994	6.73	384994	6.73
5. MIDNIGHT AGENCIES PVT LTD	350474	6.13	350474	6.13
6. SHREE SUDHARSHAN CASTING PVT LTD	301993	5.28	301993	5.28
7. SANDEEP KUMAR SHAH	-	-	300000	5.24
8. GLASSEYE TRADERS PVT LTD	292492	5.11	292492	5.11

As per the records of the Company , including its Register of Members and other declarations received from the shareholders regarding beneficial interest , the above shareholders represents legal ownership of shares.

<b>SUJALA TRADING &amp; HOLDINGS LIMITED</b>		
<b>NOTE FORMING PART OF THE BALANCE SHEET AS AT &amp; STATEMENT OF PROFIT &amp; LOSS FOR THE YEAR ENDED 31ST MARCH, 2016</b>		
	Figures as at the end of the current reporting period as on 31.03.2016	Figures as at the end of the previous reporting period as on 31.03.2015
	₹	₹
<b>NOTE - 3</b>		
<b>RESERVES AND SURPLUS</b>		
<b>General Reserve</b>		
Opening Balance (generated on amalgamation)	9,88,34,306	9,88,34,306
<b>A</b>	<b>9,88,34,306</b>	<b>9,88,34,306</b>
<b>Special Reserve</b>		
Opening Balance	3,83,363	2,17,384
Add: Transferred during the year	2,85,000	1,65,979
<b>B</b>	<b>6,68,363</b>	<b>3,83,363</b>
<b>Profit &amp; Loss Account</b>		
Opening Balance	(12,19,360)	(18,47,717)
Add : Profit for the year	10,16,741	8,29,893
Add : Income Tax for earlier years	-	-
Less : Transfer to Special Reserve	(2,85,000)	(1,65,979)
Less : Contingency provision for standard Assets	-	-
Less: Adjustments for transitional provision for depreciation under Companies Act, 2013 [Refer Note No. 23(vii)]	-	(35,557)
<b>C</b>	<b>(4,87,619)</b>	<b>(12,19,360)</b>
<b>TOTAL ( A+B+C )</b>	<b>9,90,15,050</b>	<b>9,79,98,309</b>
<b>NOTE - 4</b>		
<b>LONG TERM BORROWINGS</b>		
Unsecured Loans	-	3,72,68,733
	-	<b>3,72,68,733</b>
<b>NOTE - 5</b>		
<b>LONG TERM PROVISION</b>		
Contingency Provision for Standard Assets	7,00,000	-
	<b>7,00,000</b>	-
<b>NOTE - 6</b>		
<b>OTHER CURRENT LIABILITIES</b>		
Liabilities For Expenses	92,032	92,739
	<b>92,032</b>	<b>92,739</b>
<b>NOTE - 7</b>		
<b>SHORT TERM PROVISION</b>		
Provision for Taxation	10,93,960	6,48,017
Contingency Provision for Standard Assets	-	7,00,000
	<b>10,93,960</b>	<b>13,48,017</b>
<b>NOTE - 10</b>		
<b>LONG TERM LOANS &amp; ADVANCES</b>		
( Unsecured , Considered good )		
Loans	9,41,62,933	-
Advances	1,88,50,000	-
	<b>11,30,12,933</b>	-

<b>NOTE - 11</b>		
<b>DEFERRED TAX LIABILITY</b>		
Opening Balance	-	-
Add: Generated during the year	-	-
Less: Reversed during the year	-	-
Closing Liability	-	-
<b>DEFERRED TAX ASSET</b>		
Opening Balance	10,883	2,165
Add: Generated during the year	-	8,718
Less: Reversed during the year	(8,719)	-
Closing Liability	<b>2,164</b>	<b>10,883</b>
<b>Net Deferred Tax Assets</b>	<b>2,164</b>	<b>10,883</b>
<b>NOTE - 12</b>		
<b>INVENTORIES</b>		
Shares	2,39,72,595	2,17,88,956
Yarn	31,70,183	-
Blanket	54,85,950	-
	<b>3,26,28,728</b>	<b>2,17,88,956</b>
<b>NOTE - 13</b>		
<b>CASH &amp; CASH EQUIVALENTS</b>		
Cash in hand (As certified)	69,441	4,99,932
Balances with Schedule Bank in Current Account	26,13,294	8,13,244
	<b>26,82,735</b>	<b>13,13,176</b>
<b>NOTE - 14</b>		
<b>SHORT TERM LOANS &amp; ADVANCES</b>		
( Unsecured , Considered good )		
Loans	-	14,29,24,097
Advances	-	1,07,50,000
	-	<b>15,36,74,097</b>
<b>NOTE - 15</b>		
<b>OTHER CURRENT ASSETS</b>		
Security Deposit	1,00,000	1,00,000
Share Application Applied	-	15,00,000
T.D.S Receivable	26,43,052	35,38,177
	<b>27,43,052</b>	<b>51,38,177</b>
<b>NOTE - 16</b>		
<b>REVENUE FROM OPERATIONS</b>		
Sale of shares	1,25,82,960	56,34,750
Sale of Yarn/Cloth	1,49,25,000	-
Sale of Blanket	-	-
Interest received on Loan	76,13,264	1,67,68,283
	<b>3,51,21,224</b>	<b>2,24,03,033</b>
<b>NOTE - 17</b>		
OTHER INCOME -Profit on sale of investment	400	-
	<b>400</b>	-
<b>NOTE - 18</b>		
<b>PURCHASE OF STOCK IN TRADE</b>		
Purchase of Shares	1,55,94,000	50,00,020
Purchase of Blanket	54,94,300	-
Purchase of Yarn/Cloth	1,95,84,378	-
	<b>4,06,72,678</b>	<b>50,00,020</b>

<b>NOTE - 19</b>		
<b>CHANGE IN INVENTORIES</b>		
Opening Stock	2,17,88,956	3,28,89,110
Less: Closing Stock	(3,26,28,728)	(2,17,88,956)
	<b>(1,08,39,772)</b>	<b>1,11,00,154</b>
<b>NOTE - 20</b>		
<b>EMPLOYEE BENEFIT EXPENSES</b>		
Directors Remuneration	84,000	35,000
Salary & Allowances	17,87,000	16,51,900
Staff Welfare	1,11,945	64,232
	<b>19,82,945</b>	<b>17,51,132</b>
<b>NOTE - 21</b>		
<b>DEPRECIATION &amp; AMORTISATION</b>		
Depreciation	16,400	-
	<b>16,400</b>	-
<b>NOTE - 22</b>		
<b>FINANCE COST</b>		
Interest paid	3,99,062	19,46,370
	<b>3,99,062</b>	<b>19,46,370</b>
<b>NOTE - 23</b>		
<b>OTHER EXPENSES</b>		
Accounting Charges	42,000	42,000
Audit Fees	22,900	22,472
Advertisement	5,686	8,829
Bank Charges	536	286
Complaints Maintenance Charges	6,822	6,740
CDSL	5,700	-
Computer Expenses	7,070	22,420
Depository Participant Charges	51,526	33,708
Donation and Subscription	1,000	-
Demat Expenses	-	2,769
E-Voting Charges	23,940	32,584
Filing Fees	3,600	17,400
General Expenses	1,68,364	2,20,860
Folio Maintenance Charges	13,740	15,983
Interest on TDS Payable	-	10,334
Initial Fee	22,472	-
Internal Audit fees	6,000	6,000
Listing Fees	2,52,810	30,163
Postage & Stamp	52,185	35,820
Professional and Consultancy Fees	57,374	18,729
Professional Tax	2,500	2,500
Printing & Stationary	1,07,686	69,750
Rent	1,20,000	1,20,000
Repairs & Maintenance Charges	2,650	3,500
Secreterial Audit Fees	10,000	10,000
Scrutinizer Fees	7,000	15,000
Share Listing Fee BSE	3,11,800	-
Tax Audit Fees	7,865	7,865
Telephone Charges	19,412	17,523
Trade License	1,850	-
Travelling & Conveyance	82,420	64,947
Website Charge	2,000	15,000
	<b>14,18,908</b>	<b>8,53,182</b>
<b>NOTE - 24</b>		
<b>EARNING PER SHARE</b>		
Net Profit after tax as per Statement of Profit and Loss (A)	10,16,741	8,29,893
weighted Average number of equity shares outstanding (B)	57,21,750	57,21,750
Face value per equity share ( ` )	10	10
Basic and Diluted Earnings per share ( ` ) [A/B]	0.18	0.15

## SUJALA TRADING & HOLDINGS LIMITED

NOTE FORMING PART OF THE BALANCE SHEET AS AT & STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

**NOTE 8**  
**FIXED ASSETS**

Description	Gross Block			₹		Depreciation		₹		Net Block		₹	
	As at 01.04.2015	Addition	Deletion	As at 31.03.2016	Upto 31.03.2015	For the Year	Upto 31.03.2016	As at 31.03.2016	As at 31.03.2015				
<b>Tangible Assets</b>													
Computer	1,06,655	-	-	1,06,655	1,06,654	-	1,06,654	1	1				1
Printer - T13 Epson	2,000	-	-	2,000	1,999	-	1,999	1	1				1
Typewriter	4,815	-	-	4,815	4,814	-	4,814	1	1				1
Inverter	13,000	-	-	13,000	12,999	-	12,999	1	1				1
Furniture	1,062	-	-	1,062	1,061	-	1,061	1	1				1
Plant & Machinery	6,000	-	-	6,000	5,999	-	5,999	1	1				1
Printer Hp2000	2,444	-	-	2,444	2,443	-	2,443	1	1				1
Printer- Hp Hp1025	-	14,170.00	-	14,170	-	5,167	5,167	1	9,003				1
Printer With Copier- 2002N	-	50,751.00	-	50,751	-	11,233	11,233	1	39,518				-
Scanner	3,328	-	-	3,328	3,327	-	3,327	1	1				1
Printer With Copier(Xerox Machine)	53,040	-	-	53,040	53,039	-	53,039	1	1				1
<b>Total</b>	<b>1,92,344</b>	<b>64,921.00</b>	<b>-</b>	<b>2,57,265</b>	<b>1,92,335</b>	<b>(*) 16,400</b>	<b>2,08,735</b>	<b>48,530</b>	<b>9</b>				<b>9</b>
<b>Previous Year</b>	<b>1,92,344</b>	<b>-</b>	<b>-</b>	<b>1,92,344</b>	<b>1,56,778</b>	<b>35,557</b>	<b>1,92,335</b>	<b>9</b>	<b>35,566</b>				

**SUJALA TRADING & HOLDINGS LIMITED**

NOTE FORMING PART OF THE BALANCE SHEET AS AT & STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

**NOTE 9  
NON CURRENT INVESTMENTS**

(Non Trade, Valued at Cost)	Figures as at the end of the current reporting period as on 31.03.2016			Figures as at the end of the previous reporting period as on 31.03.2015		
	Face value	No of Shares	Amount ₹	Face value	No of Shares	Amount ₹
<b>Unquoted Equity shares (fully paid up)</b>						
<i>In Wholly Owned Subsidiaries</i>						
Foremost Barter Ltd	-	-	-	10/-	50,000	5,00,000
Foremost Dealcomm Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Hulbert Trading Ltd	-	-	-	10/-	50,000	5,00,000
Hulbert Vinimay Ltd	-	-	-	10/-	50,000	5,00,000
Jagmata Mercantile Ltd	-	-	-	10/-	50,000	5,00,000
Jagmata Vintrade Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Kotratan Commercial Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Kotratan Marketing Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Mangaldham Agents Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Mangaldham Suppliers Ltd	-	-	-	10/-	50,000	5,00,000
Mangalsudha Barter Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Mangal Sudha Commercial Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Nirmalkuni Agency Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Nirmalkuni Tradecom Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Nityadhara Barter Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Nityadhara Traders Ltd	-	-	-	10/-	50,000	5,00,000
Over Grow Barter Ltd	-	-	-	10/-	50,000	5,00,000
Over Grow Tie-up Ltd	-	-	-	10/-	50,000	5,00,000
Sarvlok Commercial Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Sarvlok Dealcom Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Speed Fast Marketing Ltd	-	-	-	10/-	50,000	5,00,000
Speed Fast Vincom Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Vishawdham Tradelink Ltd	10/-	50,000	5,00,000	10/-	50,000	5,00,000
Vishawdham Merchants Ltd	-	-	-	10/-	50,000	5,00,000
<i>In Other companies</i>						
Foremost Barter Ltd	10/-	5	50	-	-	-
Hulbert Vinimay Ltd	10/-	5	50	-	-	-
Jagmata Mercantile Ltd	10/-	5	50	-	-	-
Mangaldham Suppliers Ltd	10/-	5	50	-	-	-
Nityadhara Traders Ltd	10/-	5	50	-	-	-
Over Grow Barter Ltd	10/-	5	50	-	-	-
Over Grow Tie-up Ltd	10/-	5	50	-	-	-
Vishawdham Merchants Ltd	10/-	5	50	-	-	-
<b>TOTAL</b>		<b>7,00,040</b>	<b>70,00,400</b>		<b>12,00,000</b>	<b>120,00,000</b>

**NOTE 25 OTHER NOTES ON ACCOUNTS**

i Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provision/payments have been made by the Company to such creditors for the year ended 31st March 2016.

ii Loans & advances balances are subject to confirmation by the respective parties

**iii Segment Report :**

The Company is engaged in the business of Non-Banking Financial Services and there are no separate reportable segments as per Accounting Standard 17.

**iv Related Party Disclosure :**

As per accounting standard 18 the information for related parties is given below:

**Name of the related parties**

**ASSOCIATES** None

**WHOLLY OWNED SUBSIDIARIES:-**

Foremost Barter Ltd\*  
Foremost Dealcomm Ltd  
Hulbert Trading Ltd\*  
Hulbert Vinimay Ltd\*  
Jagmata Mercantile Ltd\*  
Jagmata Vintrade Ltd  
Kotiratan Commercial Ltd  
Kotiratan Marketing Ltd  
Mangaldham Agents Ltd  
Mangaldham Suppliers Ltd\*  
Mangalsudha Barter Ltd  
Mangal Sudha Commercial Ltd  
Nirmalkunj Agency Ltd  
Nirmalkunj Tradecom Ltd  
Nityadhara Barter Ltd  
Nityadhara Traders Ltd\*  
Over Grow Barter Ltd\*  
Over Grow Tie-up Ltd\*  
Sarvlok Commercial Ltd  
Sarvlok Dealcom Ltd  
Speedfast Marketing Ltd\*  
Speedfast Vincom Ltd  
Vishawdham Tradelink Ltd  
Vishawdham Merchants Ltd\*

\*ceased during the year

**KEY MANAGEMENT PERSONNEL ( KMP )**

1. Subhadeep Mukherjee - Managing Director  
2. Rohit Goel - Company Secretary  
3. Ashok Kumar Agarwal - Chief Financial Officer  
4. Punam Singh - Company Secretary

**RELATIVES OF (KMP)** - None

**ENTERPRISE IN WHICH KMP AND THEIR RELATIVES HAS SUBSTANTIAL INTEREST** None

**RELATED PARTY TRANSACTION**

Sl. No.	Nature Of Transaction	Relation	31/03/2016 ₹	31/03/2015 ₹
	<b>Directors' Remuneration paid</b>			
1	Subhadeep Mukherjee	Managing Director	84,000	35,000
	<b>Salary Paid</b>			
1	Ashok kumar Agarwal	Chief Financial Officer	84,000	56,000
2	Rohit Goel	Company Secretary	34,000	84,000
3	Punam Singh	Company Secretary	68,000	-

- v The Company has Complied this information based on the current information in its possession. As at 31.03.2016, No supplier has intimated the Company about its status as a Micro or Small enterprise or its Registration with the appropriate authority under Micro, Small and Medium Enterprise Development Act, 2006.  
Amount due to Micro Small and Medium Enterprises as on 31.03.2016 Rs. NIL ( PY Rs. NIL )
- vi The Financial Statements and Notes on Accounts has been prepared as per the Companies Act, 2013 with their Schedule as the same is effective from 1st April, 2014.
- vii Effective from 1st April, 2014, the Company has charged depreciation based on the useful life of the assets as per the requirement of Schedule II of the Companies Act, 2013. It has recomputed the depreciation on various fixed assets in accordance with and in the manner prescribed with Part C of Schedule II of the Companies Act, 2013. The aggregate difference between the depreciation so computed as per the companies Act, 2013 till 31st March, 2014 and the depreciation charged in the accounts till 31st March, 2014 has been debited to the opening balance of profit & Loss Account.
- viii Provision for taxation on Income for the year has been made under the tax calculated on income under normal computation as per income tax act being higher than the tax computed under section 115JB of the income tax act.
- ix The management has assessed that there is no impairment of Fixed assets requiring provisions in the accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of assets.
- x **Deferred Taxation :**  
The company will recognise the deferred tax liabilities/assets on the timing differences for the period in which there is virtual certainty of future income by way of prudence in accordance with AS-22 " Accounting For Taxes On Income " issued by the Institute of Chartered Accountants of India.
- xi No Provision has been made on account of gratuity as none of the employees have put in completed years of Service as required by the payment of Gratuity Act.
- xii No provision has been made on account of leave salary as there are no leave to the credit of employees as at the end of the year.
- xiii Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary.
- xiv Informations required to be furnished under paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998 is given in separate Annexure.

In terms of our report of even date

**For and on Behalf of The Board**

**For MAROTI & ASSOCIATES  
(CHARTERED ACCOUNTANTS)**

**Subhadeep Mukherjee**  
Managing Director  
(DIN - 03060827)

**Punam Singh**  
Company Secretary  
(M.No. A38654)

**KOMAL SURANA**  
(Partner)  
M.No : 303583  
Firm Reg No : 322770E

**Gaurav Goel**  
Director  
(DIN-06850998)

**Ashok Kumar Agarwal**  
Chief Financial Officer

Place : Kolkata  
Date : 30th Day of May, 2016



## SUJALA TRADING & HOLDINGS LIMITED

**ANNEXURE REFERRED TO IN NOTE NO. 23(xiv) OF NOTES ON FINANCIAL STATEMENTS  
ANNEXED AS PER RESERVE BANK OF INDIA PRUDENTIAL NORMS.**

**Annexure to the Balance Sheet of a Non Banking Financial Company as on 31.3.2016  
As required in terms of paragraph 13 of a Non-Banking Financial (Non-Deposit Accepting or  
Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007**

Particulars	( ₹ in lacs)	
<b>Liabilities Side :</b>		
<b>1. Loans and advances availed by the NBFCs</b>	<b>Amount</b>	<b>Amount</b>
<b>inclusive of interest accrued thereon but not paid</b>	<b>outstanding</b>	<b>overdue</b>
a) Debentures : Secured	Nil	Nil
Unsecured	Nil	Nil
(Other than falling within the meaning of public deposits)		
b) Deferred Credits	Nil	Nil
c) Term Loans	Nil	Nil
d) Inter - Corporate Loans and borrowings	Nil	Nil
e) Commercial Paper	Nil	Nil
f) Public Deposits	Nil	Nil
g) Other Loans (specify nature)	Nil	Nil
• Please see Note 1 below		
<b>Assets Side :</b>		
<b>2. Break-up of Loans and Advances including bills receivables</b>		<b>Amount</b>
<b>other than those included in (4) below:</b>		<b>outstanding</b>
a) Secured		Nil
b) Unsecured		1130.13
<b>3. Break - up of Leased Assets and stock on hire and</b>		
<b>hypothecation loans counting towards EL/HP activities</b>		
i) Lease Assets including lease rentals under sundry debtors		
(a) Financial Lease		Nil
(b) Operating Lease		Nil
ii) Stock on hire including hire charges under sundry debtors		
(a) Assets on hire		Nil
(b) Repossessed Assets		Nil
iii) Hypothecation loans counting towards EL/HP activities		
(a) Loans where assets have been repossessed		Nil
(b) Loans other than (a) above.		Nil
<b>4. Break-up of Investments :</b>		
<b>Current Investments (Stock in trade)</b>		
<b>1. Quoted :</b>		
i) Shares : a) Equity		Nil
b) Preference		Nil
ii) Debentures and Bonds		Nil
iii) Units of Mutual Funds		Nil
iv) Government Securities		Nil
v) Others (Please specify)		Nil

**2. Unquoted :**

i) Shares : a) Equity	326.29
b) Preference	Nil
ii) Debentures and Bonds	Nil
iii) Units of Mutual Funds	Nil
iv) Government Securities	Nil
v) Others (Please specify)	Nil

**Long Term Investments****1. Quoted :**

i) Shares : a) Equity	Nil
b) Preference	Nil
ii) Debentures and Bonds	Nil
iii) Units of Mutual Funds	Nil
iv) Government Securities	Nil
v) Others (Please specify)	Nil

**2. Unquoted :**

i) Shares : a) Equity	70.00
b) Preference	Nil
ii) Debentures and Bonds	Nil
iii) Units of Mutual Funds	Nil
iv) Government Securities	Nil
v) Others (Please specify)	Nil

**5. Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances**

Category	Amount net of provisions		
	Secured	Unsecured	Total
<b>1. Related Parties **</b>			
a) Subsidiaries	Nil	Nil	Nil
b) Companies in the same group	Nil	Nil	Nil
c) Other related Parties	Nil	Nil	Nil
<b>2. Other than related parties</b>	Nil	1130.13	1130.13
<b>Total</b>	<u>Nil</u>	<u>1130.13</u>	<u>1130.13</u>

**6. Investor group wise classification of all investments (current and long term) in shares and securities**

(both quoted and unquoted)

(Please see note 3 below:)

Category	Market value/ Break - up of fair value or NAV	Book value (Net of provisions)
<b>1. Related parties **</b>		
a) Subsidiaries	70.00	70.00
b) Companies in the same group	Nil	Nil
c) Other related parties (Associates)	Nil	Nil
<b>2. Other than related parties</b>	326.29	326.29
<b>Total</b>	<u>396.29</u>	<u>396.29</u>

\*\* As Per Accounting Standard of ICAI (Please see Note 3)

**7. Other Informations**

<b>Particulars</b>	<b>Amount</b>
i) Gross Non Performing Assets	
a) Related Parties	Nil
b) Other than related parties	Nil
ii) Net Non Performing Assets	
a) Related Parties	Nil
b) Other than related parties	Nil
iii) Assets acquired in satisfaction of debt	Nil

**Notes :-**

- As defined in paragraph 2 (1) (xii) of the Non - Banking Financial Companies Acceptance of Public Deposit (Reserve Bank) Directions, 1998
- Provisioning norms shall be applicable as prescribed in Non - Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.
- All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of Investments and other assets as also assets acquired in satisfaction of debt. However, Market value in respect of quoted Investment and break-up/ fair value/ NAV in respect on unquoted investments should be disclosed irrespective of whether they are classified as long term or current in (4) above.

**SIGNATURE FOR IDENTIFICATION****For and on Behalf of The Board**

In terms of our report of even date

**FOR MAROTI & ASSOCIATES  
(Chartered Accountants)**

**Subhadeep Mukherjee  
Managing Director  
(DIN - 03060827)**

**Punam Singh  
Company Secretary  
(M.No. A38654)**

**KOMAL SURANA  
(Partner)  
M.No : 303583  
Firm Reg No : 322770E**

**Gaurav Goel  
Director  
(DIN-06850998)**

**Ashok Kumar Agarwal  
Chief Financial Officer**

**Place : Kolkata  
Date : 30th Day of May, 2016**



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## CONSOLIDATED FINANCIAL STATEMENTS

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# Independent Auditor's Report

To the Members of

**SUJALA TRADING & HOLDINGS LIMITED**

## **REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS**

We have audited the accompanying consolidated financial statements of **SUJALA TRADING & HOLDINGS LIMITED** ( 'the Company'), and its subsidiary companies ( " the company and its subsidiary companies together referred as " the Group " ) which comprise the consolidated balance sheet as at 31<sup>st</sup> March 2016, the consolidated Statement of profit and loss and the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information ( " the Consolidated financial statements " ) .

## **MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS**

The Holding Company's Board of Directors are responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ('the Act') that give a true and fair view of consolidated financial performance and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act as applicable. The respective Board of Directors of the Company and its subsidiary companies are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error which have been used for the purpose of preparation of these consolidated financial statements by the Board of Directors of the Company.

## **AUDITOR'S RESPONSIBILITY**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

While conducting the audit we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidences about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidences obtained by us and the audit evidence obtained by the other auditors referred to in the 'Other Matter' paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

### **OPINION**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31<sup>st</sup> March 2016 and its consolidated PROFIT and its consolidated cash flows for the year ended on that date.

### **OTHER MATTER**

We did not audit the financial statements of 14 direct subsidiary companies, whose financial statements reflect total assets of Rs 124.01 Lacs as at March 31, 2016, total revenues of Rs. NIL Lacs and net cash outflows amounting to Rs. 36.78 Lacs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and are report on Other Legal and Regulatory requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

## **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by Section 143 (3) of the Act, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
  - b. In our opinion proper books of account as required by law relating to preparation of the consolidated financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors.
  - c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d. In our opinion, the consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors of the Company as on 31<sup>st</sup> March 2016 taken on record by the Board of Directors of the company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors are disqualified as on 31<sup>st</sup> March 2016 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 and the operating effectiveness of such controls, refer to our audit report in "Annexure A" which is based on the Auditor's Reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Company and its subsidiary companies incorporated in India.

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- a) The Group has disclosed the impact of pending litigations on the consolidated financial position of the Group in its consolidated financial statements as of March 31, 2016.
- b) The Group has made provisions in its consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses on long-term contracts including derivative contracts.
- c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies incorporated in India.

**For MAROTI & ASSOCIATES  
Chartered Accountants  
(FRN No. 322770E)**

Place : **Kolkata**  
Date : **30<sup>th</sup> Day of May, 2016**

**KOMAL SURANA  
(Partner)  
(Membership No. 303583)**



## **Annexure - "A" To The Independent Auditors' Report**

**(Referred to in paragraph (F) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**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 **SUJALA TRADING & HOLDINGS LIMITED** ("the Company") and its subsidiary companies incorporated in India as at 31<sup>st</sup> March 2016 in conjunction with our audit of the consolidated financial statements of the Company for the year ended and as on that date.

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

The respective Board of Directors of the Company and its subsidiary companies incorporated in India are responsible for establishing and maintaining internal financial controls based on the respective internal control over financial reporting criteria established by the Company and its subsidiary companies incorporated in India 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 (the 'Guidance note'). 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 Act.

### **AUDITORS' RESPONSIBILITY**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Standards on Auditing prescribed under section 143(10) of the Act and the Guidance Note, to the extent applicable to an audit of internal financial controls over financial reporting. 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidences we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies incorporated in India, in terms of their reports referred to in the other matter paragraph below, 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 and its subsidiary companies incorporated in India, have, 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 31<sup>st</sup> March 2016, based on the internal control over financial reporting criteria established by the Company and its subsidiary companies incorporated in India considering the essential components of internal control stated in the Guidance Note.

### **OTHER MATTER**

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 14 subsidiary companies, incorporated in India, based on the corresponding reports of the auditors of such companies incorporated in India.

**For MAROTI & ASSOCIATES  
Chartered Accountants  
(FRN No. 322770E)**

**KOMAL SURANA  
(Partner)  
(Membership No. 303583)**

Place : **Kolkata**  
Date : **30<sup>th</sup> Day of May, 2016**

## SUJALA TRADING & HOLDINGS LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

Particulars	Note No	Figures as at the end of the current reporting period as on 31.03.2016	Figures as at the end of the previous reporting period as on 31.03.2015
		₹	₹
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	2	5,72,17,500	5,72,17,500
(b) Reserves and Surplus	3	9,84,93,792	9,71,63,000
<b>(2) Non-Current Liabilities</b>			
(a) Long-term Borrowings	4	-	3,72,68,733
(b) Long-term Provisions	5	7,00,000	-
<b>(3) Current Liabilities</b>			
(a) Trade Payable	6	-	32,55,000
(b) Other current liabilities	7	60,32,032	1,31,04,739
(c) Short-term provisions	8	10,76,560	13,48,017
<b>TOTAL</b>		<b>16,35,19,884</b>	<b>20,93,56,989</b>
<b>II. Assets</b>			
<b>(1) Non Current Assets</b>			
(a) Fixed Assets			
- Tangible Assets	9	48,530	9
(b) Non Current Investments	10	400	-
(c) Long-term loans and advances	11	11,30,12,933	-
(d) Deferred Tax Asset	12	2,164	10,883
<b>(2) Current assets</b>			
(a) Inventories	13	4,33,76,908	4,51,88,546
(b) Cash and cash equivalents	14	30,36,897	53,45,277
(c) Short Term Loans & Advances	15	12,99,000	15,36,74,097
(d) Other current assets	16	27,43,052	51,38,177
<b>TOTAL</b>		<b>16,35,19,884</b>	<b>20,93,56,989</b>

SIGNIFICANT ACCOUNTING POLICIES  
OTHER NOTES ON ACCOUNTS

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For and on Behalf of The Board

In terms of our report of even date

**FOR MAROTI & ASSOCIATES**  
(Chartered Accountants)

**Subhadeep Mukherjee**  
Managing Director  
(DIN - 03060827)

**Punam Singh**  
Company Secretary  
(M.No. A38654)

**KOMAL SURANA**  
(Partner)  
M.No : 303583  
Firm Reg No : 322770E

**Gaurav Goel**  
Director  
(DIN-06850998)

**Ashok Kumar Agarwal**  
Chief Financial Officer

Place : Kolkata  
Date : 30th Day of May, 2016

## SUJALA TRADING & HOLDINGS LIMITED

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2016

PARTICULARS		Note No	Figures as at the end of the current reporting period as on 31.03.2016	Figures as at the end of the previous reporting period as on 31.03.2015
			₹	₹
<b>I</b>	<b>REVENUE FROM OPERATIONS</b>	17	3,51,21,224	2,24,03,433
<b>II</b>	<b>OTHER INCOME</b>	18	400	-
<b>III</b>	<b>TOTAL REVENUE ( I + II )</b>		<b>3,51,21,624</b>	<b>2,24,03,433</b>
<b>IV</b>	<b>EXPENSES</b>			
	Purchase of Stock in Trade	19	4,81,38,958	2,41,43,770
	Change in Inventories	20	(1,83,06,052)	(80,43,196)
	Employee Benefit Expenses	21	19,82,945	17,51,132
	Depreciation and Amortization Expense	22	16,400	-
	Finance Cost	23	3,99,062	19,46,370
	Other Expenses	24	14,74,925	9,65,734
	<b>TOTAL EXPENSES</b>		<b>3,37,06,238</b>	<b>2,07,63,810</b>
<b>V</b>	<b>Profit Before Exceptional Items</b>		<b>14,15,386</b>	<b>16,39,623</b>
<b>VI</b>	Less : Exceptional Items		-	5,61,800
<b>VII</b>	<b>Profit Before Tax</b>		<b>14,15,386</b>	<b>10,77,823</b>
<b>VIII</b>	<b>TAX EXPENSES</b>			
	a Current Tax		(4,28,543)	(3,69,200)
	b Deferred Tax		(8,719)	8,718
<b>IX</b>	<b>PROFIT / ( LOSS ) FOR THE PERIOD</b>		<b>9,78,124</b>	<b>7,17,342</b>
<b>X</b>	<b>Earning Per Equity Share</b>			
	a Basic	25	0.17	0.13
	b Diluted	25	0.17	0.13

SIGNIFICANT ACCOUNTING POLICIES  
OTHER NOTES ON ACCOUNTS

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In terms of our report of even date

For and on Behalf of The Board

**FOR MAROTI & ASSOCIATES**  
**(Chartered Accountants)**

**Subhadeep Mukherjee**  
Managing Director  
(DIN - 03060827)

**Punam Singh**  
Company Secretary  
(M.No. A38654)

**KOMAL SURANA**  
(Partner)  
M.No : 303583  
Firm Reg No : 322770E

**Gaurav Goel**  
Director  
(DIN-06850998)

**Ashok Kumar Agarwal**  
Chief Financial Officer

Place : Kolkata  
Date : 30th Day of May, 2016

**SUJALA TRADING & HOLDINGS LIMITED**

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016**

Particulars	Figures as at the end of the current reporting period as on 31.03.2016 ₹		Figures as at the end of the previous reporting period as on 31.03.2015 ₹	
<b>1. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit/(Loss) before Tax		14,15,386		10,77,823
Add :				
Depreciation	16,400		-	
Fixed Assets Written Off	-		-	
Less: Interest on Income Tax Refund				
Sub Total -		16,400		-
<b>Operating Profit before Working Capital Changes</b>		14,31,786		10,77,823
Adjustments :				
(Decrease)/ Increase in Trade Payable	(32,55,000)		32,43,800	
(Decrease)/ Increase in Current Liabilities	(70,72,707)		(2,42,45,038)	
Decrease/ (Increase) in Inventories	18,11,638		(80,43,196)	
Decrease/ (Increase) in Current Assets	23,95,125		1,05,00,000	
(Decrease)/ Increase in IT & Other Provision			(14,31,138)	
Decrease/ (Increase) in Loans & advances	3,93,62,164		11,39,38,515	
Sub Total		3,32,41,220		9,39,62,943
<b>Cash Generated from Operating Activities</b>		3,46,73,006		9,50,40,766
Less: Income Tax paid/ Adjusted		-		-
<b>Net cash from Operating Activities</b>	A	3,46,73,006		9,50,40,766
<b>2. CASH FLOW FROM INVESTING ACTIVITIES</b>				
(Increase)/ Decrease in investments	(400)		70,00,000	
Fixed Assets purchased	(64,921)	(65,321)	-	70,00,000
<b>Net Cash from Investing Activities</b>	B	(65,321)		70,00,000
<b>3. CASH FLOW FROM FINANCING ACTIVITIES</b>				
(Decrease)/ Increase in Reserve & Surplus ##	3,52,668		-	
(Decrease)/ Increase in Long Term Borrowings	(3,72,68,733)	(3,69,16,065)	(9,79,26,349)	(9,79,26,349)
<b>Net Cash from Financing Activities</b>	C	(3,69,16,065)		(9,79,26,349)
<b>Net Increase in Cash/Cash Equivalent</b>		(23,08,380)		41,14,417
Cash/Cash Equivalents (Opening)		53,45,277		12,30,860
<b>Cash/Cash Equivalents (Closing)</b>		30,36,897		53,45,277

## Decrease in loss due to cessation of 10 subsidiary companies

Notes

1 Cash Flow Statement has been prepared under the Indirect method as out in Accounting Standard 3 issued by the Institute of Chartered Accountants of India

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Cash & Cash Equivalents Comprise:  
Cash on Hand  
Balance With Schedule Banks in current Account

31/03/2016      31/03/2015

1,48,168	6,87,607
28,88,729	46,57,670
<u>30,36,897</u>	<u>53,45,277</u>

In terms of our report of even date

For and on Behalf of The Board

For MAROTI & ASSOCIATES  
(CHARTERED ACCOUNTANTS)

Subhadeep Mukherjee  
Managing Director  
(DIN - 03060827)

Punam Singh  
Company Secretary  
(M.No. A38654)

KOMAL SURANA  
(Partner)  
M.No : 303583  
Firm Reg No : 322770E

Gaurav Goel  
Director  
(DIN-06850998)

Ashok Kumar Agarwal  
Chief Financial Officer

Place : Kolkata  
Date : 30th Day of May, 2016

## SUJALA TRADING & HOLDINGS LIMITED

**NOTE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016  
& CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2016**

### **NOTE - 1**

#### **Significant Accounting Policies :**

#### **01 BASIS OF ACCOUNTING**

The financial statements are prepared under historical cost convention, on an accrual basis and in accordance with relevant presentational requirements of the Companies Act, 2013 and the applicable mandatory Accounting Standards as prescribed under section 133 of Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014.

#### **02 PRINCIPLES OF CONSOLIDATION**

The Consolidated financial statements relate to Sujala Trading & Holdings Limited (the 'Company') and its wholly owned subsidiaries. The consolidated financial statements have been prepared on the following basis:

(a) The financial statements of The company and its subsidiaries have been combined on a line-by-line basis by adding together The book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses in accordance with Accounting Standard (AS) 21- "Consolidated Financial Statements".

(b) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements.

(c) The excess of cost to the Company of its investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognised in the financial statements as goodwill/(Capital Reserve).

The subsidiaries considered in the consolidated financial statements is:

<b>Serial No.</b>	<b>Name of the company</b>	<b>Country of Incorporation</b>	<b>% voting power held as at 31st March, 2016</b>	<b>% voting power held as at 31st March, 2015</b>
1	FOREMOST DEALCOMM LIMITED	India	100	100
2	JAGMATA VINTRADE LIMITED	India	100	100
3	KOTIRATAN COMMERCIAL LIMITED	India	100	100
4	KOTIRATAN MARKETING LIMITED	India	100	100
5	MANGALDHAM AGENTS LIMITED	India	100	100
6	MANGALSUDHA BARTER LIMITED	India	100	100
7	MANGALSUDHA COMMERCIAL LIMITED	India	100	100
8	NIRMALKUNJ AGENCY LIMITED	India	100	100
9	NIRMALKUNJ TRADECOM LIMITED	India	100	100
10	NITYADHARA BARTER LIMITED	India	100	100
11	SARVLOK COMMERCIAL LIMITED	India	100	100
12	SARVLOK DEALCOM LIMITED	India	100	100
13	SPEEDFAST VINCOM LIMITED	India	100	100
14	VISHAWDHAM TRADELINK LIMITED	India	100	100
15	FOREMOST BARTER LIMITED	India	-	100
16	HULBERT TRADING LIMITED	India	-	100
17	HULBERT VINIMAY LIMITED	India	-	100
18	JAGMATA MERCANTILE LIMITED	India	-	100
19	MANGALDHAM SUPPLIERS LIMITED	India	-	100
20	NITYADHARA TRADERS LIMITED	India	-	100
21	OVERGROW BARTER LIMITED	India	-	100
22	OVERGROW TIE-UP LIMITED	India	-	100
23	SPEEDFAST MARKETING LIMITED	India	-	100
24	VISHAWDHAM MERCHANTS LIMITED	India	-	100

**03 INVESTMENTS**

Investments that are readily realizable and intended to be held for not more than a year are classified as Current Investments. All other Investments are classified as Non Current Investments. Current Investments are stated at lower of cost and market rate on an individual investment basis. Non Current Investments are considered 'at cost' on individual investment basis, unless there is a decline other than temporary in the value, in which case adequate provision is made against such diminution in the value of investments.

**04 RECOGNITION OF INCOME & EXPENDITURE**

Income and expenditure are accounted for on accrual basis. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable. Dividend income is recognized when the shareholder's right to receive payment is established by the balance sheet date.

**05 FIXED ASSETS**

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

**06 DEPRECIATION ON FIXED ASSETS**

Depreciation on Fixed Assets has been provided based on useful life assigned to each asset prescribed in accordance with Part - "C" of Schedule-II of the Companies Act, 2013.

**07 IMPAIRMENT OF ASSETS**

i. The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

ii. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

**08 INVENTORIES**

Inventories of shares and other trading goods are valued at cost computed on FIFO Basis or fair value, whichever is lower.

**09 CONTINGENT LIABILITIES**

These are disclosed by way of notes on the Balance sheet. Provisions is made in the accounts in respect of those contingencies which are likely to materialize into liabilities after the year end, till the finalization of accounts and material effect on the position stated in the Balance Sheet.

**10 EARNING PER SHARE**

Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders, by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

**11 PROVISION AND DEFERRED TAX**

The Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

Deferred Tax resulting from "timings difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the Balance Sheet date. The Deferred Tax Asset is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future.

**12 PROVISIONING FOR STANDARD ASSETS**

The Reserve Bank of India vide Notification No. DNBR (PD) CC.No.002/03.10.001/2014-15 Dated NOVEMBER 10, 2014 has issued direction to all NBFCs to make provision of 0.30% on STANDARD ASSETS with immediate effect.

Accordingly the Company has made provision @ 0.30% on Standard Assets in accordance therewith.



## SUJALA TRADING & HOLDINGS LIMITED

**NOTE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016  
& CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2016**

	Figures as at the end of the current reporting period as on 31.03.2016	Figures as at the end of the previous reporting period as on 31.03.2015
	₹	₹
<b>NOTE - 2</b>		
<b>SHARE CAPITAL</b>		
<b>Authorised</b> 58,00,000 Equity Shares of Rs.10/- each	<b>5,80,00,000</b>	<b>5,80,00,000</b>
<b>Issued, Subscribed &amp; Paid up</b> 57,21,750 Equity Share of Rs.10/- each	5,72,17,500	5,72,17,500
	<b>5,72,17,500</b>	<b>5,72,17,500</b>

**A.**  
**Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

	Figures as at the end of the current reporting period as on 31.03.2016		Figures as at the end of the previous reporting period as on 31.03.2015	
	Nos	Amount ₹	Nos	Amount ₹
Shares outstanding at the beginning of the year	57,21,750	5,72,17,500	57,21,750	5,72,17,500
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	57,21,750	5,72,17,500	57,21,750	5,72,17,500

**B.**  
**TERMS/ RIGHTS ATTACHED TO EQUITY SHARES**

The Company has only one class of equity share having par value of Rs 10 / per share . Each holder of Equity share is entitled to one vote per share  
In the event of liquidation of the company , the holder of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts . The Distribution will be in proportion to the number of equity share held by the shareholders

**C.**  
**Details of shareholders holding more than 5% shares of the Company**

NAME OF THE SHAREHOLDER	Figures as at the end of the current reporting period as on 31.03.2016		Figures as at the end of the previous reporting period as on 31.03.2015	
	Nos	%	Nos	%
(EQUITY SHARES OF RS 10 EACH FULLY PAID UP)				
1. SQUARE TRADES AND HOLDINGS PVT LTD	891000	15.57	891000	15.57
2. PICADALLY TRADE AND HOLDINGS PVT LTD	434470	7.59	434470	7.59
3. SHAH TELCOM LTD	426885	7.46	426885	7.46
4. MADSAN AGENCIES PVT LTD	384994	6.73	384994	6.73
5. MIDNIGHT AGENCIES PVT LTD	350474	6.13	350474	6.13
6. SHREE SUDHARSHAN CASTING PVT LTD	301993	5.28	301993	5.28
7. SANDEEP KUMAR SHAH	-	-	300000	5.24
8. GLASSEYE TRADERS PVT LTD	292492	5.11	292492	5.11

As per the records of the Company , including its Register of Members and other declarations received from the shareholders regarding beneficial interest , the above shareholders represents legal ownership of shares.

<b>SUJALA TRADING &amp; HOLDINGS LIMITED</b>		
<b>NOTE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016 &amp; CONSOLIDATED STATEMENT OF PROFIT &amp; LOSS FOR THE YEAR ENDED 31ST MARCH, 2016</b>		
	Figures as at the end of the current reporting period as on 31.03.2016	Figures as at the end of the previous reporting period as on 31.03.2015
	₹	₹
<b>NOTE - 3</b>		
<b>RESERVES AND SURPLUS</b>		
<b>General Reserve</b>		
Opening Balance (generated on amalgamation)	9,88,34,306	9,88,34,306
	<b>9,88,34,306</b>	<b>9,88,34,306</b>
<b>Special Reserve</b>		
Opening Balance	3,83,363	2,17,384
Add: Transferred during the year	2,85,000	1,65,979
	<b>6,68,363</b>	<b>3,83,363</b>
<b>Profit &amp; Loss Account</b>		
Opening Balance	(17,02,001)	(25,70,475)
Add : Profit for the year	9,78,124	7,17,342
Add : Income Tax for earlier years	-	-
Less : Transfer to Special Reserve	(2,85,000)	(1,65,979)
Less : Contingency provision for standard Assets	-	-
Less: Adjustments for transitional provision for depreciation under Companies Act, 2013 [Refer Note No. 23(vii)]	-	(35,557)
	<b>(10,08,877)</b>	<b>(20,54,669)</b>
<b>TOTAL ( A+B+C )</b>	<b>9,84,93,792</b>	<b>9,71,63,000</b>
<b>NOTE - 4</b>		
<b>LONG TERM BORROWINGS</b>		
Unsecured loans	-	3,72,68,733
	-	<b>3,72,68,733</b>
<b>NOTE - 5</b>		
<b>LONG TERM PROVISION</b>		
Contingency Provision for Standard Assets	7,00,000	-
	<b>7,00,000</b>	-
<b>NOTE -6</b>		
<b>TRADE PAYABLE</b>		
Others	-	32,55,000
	-	<b>32,55,000</b>
<b>NOTE - 7</b>		
<b>OTHER CURRENT LIABILITIES</b>		
Liabilities For Expenses	1,06,032	1,19,739
Advances	59,26,000	1,29,85,000
	<b>60,32,032</b>	<b>1,31,04,739</b>
<b>NOTE - 8</b>		
<b>SHORT TERM PROVISION</b>		
Provision for Taxation	10,76,560	6,48,017
Contingency Provision for Standard Assets	-	7,00,000
	<b>10,76,560</b>	<b>13,48,017</b>
<b>NOTE - 11</b>		
<b>LONG TERM LOANS &amp; ADVANCES</b>		
( Unsecured , Considered good )		
Loans	9,41,62,933.00	-
Advances	1,88,50,000	-
	<b>11,30,12,933</b>	-

<b>NOTE - 12</b> <b>DEFERRED TAX ASSET</b>		
Opening Balance	10,883	2,165
Add: Generated during the year	-	8,718
Less: Reversed during the year	(8,719)	-
Closing Liability	<b>2,164</b>	<b>10,883</b>
<b>NOTE - 13</b> <b>INVENTORIES</b>		
Shares	3,47,20,775	4,51,88,546
Yarn	31,70,183	-
Blanket	54,85,950	-
	<b>4,33,76,908</b>	<b>4,51,88,546</b>
<b>NOTE - 14</b> <b>CASH &amp; CASH EQUIVALENTS</b>		
Cash in hand (As certified)	1,48,168	6,87,607
Balances with Schedule Bank in Current Account	28,88,729	46,57,670
	<b>30,36,897</b>	<b>53,45,277</b>
<b>NOTE - 15</b> <b>SHORT TERM LOANS &amp; ADVANCES</b> ( Unsecured , Considered good )		
Loans	-	14,29,24,097
Advances	12,99,000	1,07,50,000
	<b>12,99,000</b>	<b>15,36,74,097</b>
<b>NOTE - 16</b> <b>OTHER CURRENT ASSETS</b>		
Security Deposit	1,00,000	1,00,000
Share Application Applied	-	15,00,000
T.D.S Receivable	26,43,052	35,38,177
	<b>27,43,052</b>	<b>51,38,177</b>
<b>NOTE - 17</b> <b>REVENUE FROM OPERATIONS</b>		
Sale of shares	1,25,82,960	56,35,150
Sale of Yarn/Cloth	1,49,25,000	-
Sale of Blanket	-	-
Interest received on Loan	76,13,264	1,67,68,283
	<b>3,51,21,224</b>	<b>2,24,03,433</b>
<b>NOTE - 18</b> OTHER INCOME -Profit on sale of investment		
	400	-
	400	-
<b>NOTE - 19</b> <b>PURCHASE OF STOCK IN TRADE</b>		
Purchase of Shares	2,30,60,280	2,41,43,770
Purchase of Blanket	54,94,300	-
Purchase of Yarn/Cloth	1,95,84,378	-
	<b>4,81,38,958</b>	<b>2,41,43,770</b>
<b>NOTE - 20</b> <b>CHANGE IN INVENTORIES</b>		
Opening Stock	2,50,70,856	3,71,45,350
Less: Closing Stock	(4,33,76,908)	(4,51,88,546)
	<b>(1,83,06,052)</b>	<b>(80,43,196)</b>

<b>NOTE - 21</b>		
<b><u>EMPLOYEE BENEFIT EXPENSES</u></b>		
Directors Remuneration	84,000	35,000
Salary & Allowances	17,87,000	16,51,900
Staff Welfare	1,11,945	64,232
	<b>19,82,945</b>	<b>17,51,132</b>
<b>NOTE - 22</b>		
<b><u>DEPRECIATION &amp; AMORTISATION</u></b>		
Depreciation	16,400	-
	<b>16,400</b>	<b>-</b>
<b>NOTE - 23</b>		
<b><u>FINANCE COST</u></b>		
Interest paid	3,99,062	19,46,370
	<b>3,99,062</b>	<b>19,46,370</b>
<b>NOTE - 24</b>		
<b><u>OTHER EXPENSES</u></b>		
Accounting Charges	49,000	54,000
Statutory Audit Fees	36,900	46,472
Advertisement	5,686	8,829
Bank Charges	536	7,311
Complaints Maintenance Charges	6,822	6,740
CDSL	5,700	-
Computer Expenses	7,070	22,420
Depositary Participant Charges	51,526	33,708
Donation and Subscription	1,000	-
Demat Expenses	-	2,769
E-Voting Charges	23,940	32,584
Filing Fees	29,200	67,618
General Expenses	1,70,105	2,25,444
Folio Maintenance Charges	13,740	15,983
Interest on TDS Payable	-	10,334
Initial Fee	22,472	-
Internal Audit fees	6,000	6,000
Listing Fees	2,52,810	30,163
Postage & Stamp	52,185	35,820
Professional and Consultancy Fees	65,050	33,454
Professional Tax	2,500	2,500
Printing & Stationary	1,07,686	69,750
Rent	1,20,000	1,20,000
Repairs & Maintenance Charges	2,650	3,500
Secreterial Audit Fees	10,000	10,000
Scrutinizer Fees	7,000	15,000
Share Listing Fee BSE	3,11,800	-
Tax Audit Fees	7,865	7,865
Telephone Charges	19,412	17,523
Trade License	1,850	-
Travelling & Conveyance	82,420	64,947
Website Charge	2,000	15,000
	<b>14,74,925</b>	<b>9,65,734</b>
<b>NOTE - 25</b>		
<b><u>EARNING PER SHARE</u></b>		
Net Profit after tax as per Statement of Profit and Loss (A)	9,78,124	7,17,342
weighted Average number of equity shares outstanding (B)	57,21,750	57,21,750
Face value per equity share ( ` )	10	10
Basic and Diluted Earnings per share ( ` ) [A/B]	0.17	0.13

## SUJALA TRADING & HOLDINGS LIMITED

NOTE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT & STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

**NOTE 9  
FIXED ASSETS**

Description	Gross Block			Depreciation			Net Block	
	As at	Addition	Deletion	As at	Upto	For the	Upto	As at
	01.04.2015			31.03.2016	31.03.2015	Year	31.03.2016	31.03.2016
<b>Tangible Assets</b>								
Computer	1,06,655	-	-	1,06,655	1,06,654	-	1,06,654	1
Printer -T13 Epson	2,000	-	-	2,000	1,999	-	1,999	1
Typewriter	4,815	-	-	4,815	4,814	-	4,814	1
Inverter	13,000	-	-	13,000	12,999	-	12,999	1
Furniture	1,062	-	-	1,062	1,061	-	1,061	1
Plant & Machinery	6,000	-	-	6,000	5,999	-	5,999	1
Printer Hp2000	2,444	-	-	2,444	2,443	-	2,443	1
Printer- Hp Hp1025	-	14,170.00	-	14,170	-	5,167	5,167	9,003
Printer With Copier-2002N	-	50,751.00	-	50,751	-	11,233	11,233	39,518
Scanner	3,328	-	-	3,328	3,327	-	3,327	1
Printer With Copier(Xerox Machine)	53,040	-	-	53,040	53,039	-	53,039	1
<b>Total</b>	<b>1,92,344</b>	<b>64,921.00</b>	<b>-</b>	<b>2,57,265</b>	<b>1,92,335</b>	<b>16,400</b>	<b>2,08,735</b>	<b>48,530</b>
<b>Previous Year</b>	<b>1,92,344</b>	<b>-</b>	<b>-</b>	<b>1,92,344</b>	<b>1,56,778</b>	<b>35,557</b>	<b>1,92,335</b>	<b>9</b>
								<b>35,566</b>

**SUJALA TRADING & HOLDINGS LIMITED**

NOTE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT & STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

**NOTE 10**  
**NON CURRENT INVESTMENTS**

(Non Trade, Valued at Cost)	Figures as at the end of the current reporting period			Figures as at the end of the previous reporting period		
	Face value	No of Shares	Amount ₹	Face value	No of Shares	Amount ₹
<b>Unquoted Equity shares (fully paid up)</b>						
<i>In Other companies</i>						
Foremost Barter Ltd	10/-	5	50	-	-	-
Hulbert Vinimay Ltd	10/-	5	50	-	-	-
Jagmata Mercantile Ltd	10/-	5	50	-	-	-
Mangaldham Suppliers Ltd	10/-	5	50	-	-	-
Nityadhara Traders Ltd	10/-	5	50	-	-	-
Over Grow Barter Ltd	10/-	5	50	-	-	-
Over Grow Tie-up Ltd	10/-	5	50	-	-	-
Vishawdham Merchants Ltd	10/-	5	50	-	-	-
<b>TOTAL</b>		<b>40</b>	<b>400</b>		<b>-</b>	<b>-</b>

**NOTE 26 OTHER NOTES ON ACCOUNTS**

i Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provision/payments have been made by the Company to such creditors for the year ended 31st March 2016.

ii Loans & advances balances are subject to confirmation by the respective parties .

iii The management has assessed that there is no impairment of Fixed assets requiring provisions in the accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of assets.

iv The Financial Statements and Notes on Accounts has been prepared as per the Companies Act, 2013 with their Schedule as the same is effective from 1st April, 2014.

**v Segment Report :**

The Company is engaged in the business of Non-Banking Financial Services and there are no separate reportable segments as per Accounting Standard 17.

**vi Related Party Disclosure :**

As per accounting standard 18 the information for related parties is given below:

**Name of the related parties**

**ASSOCIATES** - None

**KEY MANAGEMENT PERSONNEL ( KMP )**

1. Subhadeep Mukherjee - Managing Director
2. Ashok Kumar Agarwal - Chief Financial Officer
3. Punam Singh - Company Secretary

**RELATIVES OF (KMP)** - None

**ENTERPRISE IN WHICH KMP AND THEIR RELATIVES HAS SUBSTANTIAL INTEREST** - None

**RELATED PARTY TRANSACTION**

Sl. No.	Nature Of Transaction	Relation	31/03/2016 ₹	31/03/2015 ₹
	<b>Directors' Remuneration paid</b>			
1	Subhadeep Mukherjee	Managing Director	84,000	35,000
	<b>Salary Paid</b>			
1	Ashok kumar Agarwal	Chief Financial Officer	84,000	56,000
2	Rohit Goel	Company Secretary	34,000	84,000
3	Punam Singh	Company Secretary	68,000	-

- vi The Company has Complied this information based on the current information in its possession. As at 31.03.2016, No supplier has intimated the Company about its status as a Micro or Small enterprise or its Registration with the appropriate authority under Micro, Small and Medium Enterprise Development Act, Amount due to Micro Small and Medium Enterprises as on 31.03.2016 Rs. NIL ( PY Rs. NIL )
- vii The Financial Statements and Notes on Accounts has been prepared as per the Companies Act, 2013 with their Schedule as the same is effective from 1st April, 2014.
- viii Effective from 1st April, 2014, the Company has charged depreciation based on the useful life of the assets as per the requirement of Schedule II of the Companies Act, 2013. It has recomputed the depreciation on various fixed assets in accordance with and in the manner prescribed with Part C of Schedule II of the Companies Act, 2013. The aggregate difference between the depreciation so computed as per the companies Act, 2013 till 31st March, 2014 and the depreciation charged in the accounts till 31st March, 2014 has been debited to the opening balance of profit & Loss Account.
- ix Provision for taxation on Income for the year has been made under the tax calculated on income under normal computation as per income tax act being higher than the tax computed under section 115JB of the income tax act.
- x **Deferred Taxation :**  
The company will recognise the deferred tax liabilities/assets on the timing differences for the period in which there is virtual certainty of future income by way of prudence in accordance with AS-22 " Accounting For Taxes On Income " issued by the Institute of Chartered Accountants of India.
- xi No Provision has been made on account of gratuity as none of the employees have put in completed years of Service as required by the payment of Gratuity Act.
- xii No provision has been made on account of leave salary as there are no leave to the credit of employees as at the end of the year.
- xiii Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary.  
The figures of the current year are not comparable with those of the previous year as the current year figures are in respect of 14 subsidiary companies as on 31.03.2016 as against 24 subsidiary companies as on 31/03/2015
- xiv Informations required to be furnished under paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998 is given in separate Annexure.

In terms of our report of even date

For and on Behalf of The Board

For MAROTI & ASSOCIATES  
(CHARTERED ACCOUNTANTS)

Subhadeep Mukherjee  
Managing Director  
(DIN - 03060827)

Punam Singh  
Company Secretary  
(M.No. A38654)

KOMAL SURANA  
(Partner)  
M.No : 303583  
Firm Reg No : 322770E

Gaurav Goel  
Director  
(DIN-06850998)

Ashok Kumar Agarwal  
Chief Financial Officer

Place : Kolkata  
Date : 30th Day of May, 2016





## SUJALA TRADING & HOLDINGS LTD.

Regd. Off. : 1A, GRANT LANE, 2ND FLOOR. ROOM NO-202, KOLKATA-700 012 (West Bengal)  
Phone: (91-033) 2236-4330, E-mail: sujala\_trading@yahoo.com/enquiry @sujalagroup.com,  
CIN-L51109WB1981PLC034381 Website-www.sujalagroup.com

### ATTENDANCE SLIP

<b>Regd. Folio / DP ID &amp; Client ID</b>
<b>Name and Address of the Shareholder</b>

1. I hereby record my presence at the **35<sup>th</sup> ANNUAL GENERAL MEETING** of the Company being held on **30<sup>th</sup> September, 2016** at **11.30 A.M.** at the Registered Office of the Company at **1A, Grant Lane, 2<sup>nd</sup> Floor, Kolkata- 700012**

2. Signature of the Shareholder/Proxy Present

--

3. Shareholder / Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover the same at the entrance duly signed.
4. Shareholder / Proxy holder desiring to attend the meeting may bring his / her copy of the Annual Report for reference at the meeting.

Note: - PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.

### ELECTRONIC VOTING PARTICULARS

(1) EVSN (E-Voting Sequence No.)	(2) USER ID.	(3) PAN or Relevant No.as under	(4) Bank Account No.
			(See Note No.1)

Notes:

- (1) Where Bank Account Number is not registered with the Depositories or Company please enter your User Id. as mentioned in column (2) above.
- (2) Please read the Instructions printed under the Note No. 7 to the Notice dated **30<sup>th</sup> May, 2016** of the **35<sup>th</sup> Annual General Meeting**. The e-Voting period starts from **9.00 A.M. on 27.09.2016** and ends at **5.00 P.M. on 29.09.2016**, the e-voting module shall be disabled by CDSL for voting thereafter.



# SUJALA TRADING & HOLDINGS LTD.

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Phone: (91-033) 2236-4330, E-mail: [sujala\\_trading@yahoo.com](mailto:sujala_trading@yahoo.com)/[enquiry@sujalagroup.com](mailto:enquiry@sujalagroup.com),  
CIN-L51109WB1981PLC034381 Website-[www.sujalagroup.com](http://www.sujalagroup.com)

## Form No. MGT-11 PROXY FORM

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

Name of the member (s) :
Registered Address:
E.Mail Id :
Folio No/ DP ID -Client ID No:

I/We, being the member(s) of.....shares of the above named Company, hereby appoint

1. Name -----

Address:.....

Email ID: -----Signature:----- or failing him:

2. Name :-----Address:-----

E.mail ID.----- Signature:----- or failing him:

3. Name : -----Address:-----or failing him:

E.mail ID:.....Signature:.....as my/our

Proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 35<sup>TH</sup> Annual General Meeting of the Company, to be held on the 30<sup>th</sup>September,2016 at 11.30 A.M at 1A, Grant Lane, 2<sup>nd</sup>Floor, Kolkata-700 012 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	Resolutions	Optional *	
		For	Against
<b>Ordinary Business</b>			
1.	Adoption of Financial Statements for the F.Y. Year ended 31 <sup>st</sup> March,2016		
2.	Re- Appointment of GauravGoel having DIN 06850998 as director		
3.	Re- Appointment of M/s Maroti& Associates, Chartered Accountants, as Auditor and fixing their remuneration.		

Signed this.....day of .....2015

Signature of shareholder

Affix Revenue  
Stamp

Signature of Proxy holder(s)

Note: This form duly filled up, stamped and signed by the appointer or his attorney duly authorized in writing or if the appointer is a Body Corporate, under the seal or signed by an attorney duly authorized by it shall be deposited at the Registered Office of the Company along with the power of Attorney, if any under which the Proxy Form is signed, not less than 48 hours before the time for holding the meeting.



## SUJALA TRADING & HOLDINGS LTD.

Regd. Off. : 1A, GRANT LANE, 2ND FLOOR. ROOM NO-202, KOLKATA-700 012 (West Bengal)

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CIN-L51109WB1981PLC034381 Website-[www.sujalagroup.com](http://www.sujalagroup.com)

Form No. MGT-12

### Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company :	<b>SUJALA TRADING &amp; HOLDINGS LIMITED</b>
Registered office :	1A, Grant Lane, 2 <sup>nd</sup> Floor, Room No. 202, Kolkata - 700 012

### BALLOT PAPER (35<sup>th</sup> AGM, 2016)

S. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	<b>Equity Share</b>

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S. No.	Resolutions	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	Adoption of financial statements for the year 2015-2016			
2.	Re- Appointment of GauravGoel having DIN 06850998 as director			
3.	Re- Appointment of M/s Marot i& Associates, Chartered Accountants, as Auditor and fixing their remuneration.			

Place:

Date :

(Signature of the shareholder)

# **SUJALA TRADING & HOLDINGS LTD.**

Regd. Office: 1A, Grant Lane, 2<sup>nd</sup> Floor, Room No. 202, Kolkata – 700 0012

Ph.: +91-033 22364330,

Email: [sujala\\_trading@yahoo.com](mailto:sujala_trading@yahoo.com) / [enquiry@sujalagroup.com](mailto:enquiry@sujalagroup.com)

Website: [www.sujalagroup.com](http://www.sujalagroup.com)