

**NIRMALKUNJ TRADECOM LIMITED**  
**DIRECTORS' REPORT**

To  
The Members

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

**1. FINANCIAL RESULTS:**

(Figure in Rs.)

| Particulars                       | March 31, 2016 | March 31, 2015 |
|-----------------------------------|----------------|----------------|
| Profit /(Loss) before Tax         | (4082.00)      | (6561.36)      |
| Less Tax Expenses                 | NIL            | NIL            |
| Profit / (Loss) For the Period    | (4082.00)      | (6561.36)      |
| Brought Forward from earlier year | (36862.08)     | (30300.72)     |
| Balance Carried to Balance Sheet  | (40944.08)     | (36862.08)     |

**DIVIDEND:**

No dividend is being recommended by the Directors for the current financial year.

**Review of Business Operations and Future and Prospects.**

Similar business operations as in previous financial year were carried on by the company in the financial year under review.

**Material Changes And Commitment of Any Affecting The Financial Position of The Company Occurred Between The Ends of The Financial Year to Which This Financial Statement Relate And The Date of The Report.**

No material changes and commitments affecting the financial position of the company occurred between the ends of the financial year to which this financial statement relate on the date of this report.

**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, 2015.

**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.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT-GO:**

In view of the nature of activities carried out by the company, Section 134 (3) (m) of the companies Act, 2013 read with rule 8(3) of the companies (Accounts ) Rules, 2015 relating to conservation of energy and technology absorption are not applicable to the company. There was no foreign exchange inflow or outflow during the year under review.

**DIRECTORS:**

No new appointment and resignation of directors have been made in the board during the year.

**MEETINGS**

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year five Board Meetings were convened and held.

**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.

**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.

**SUBSIDIARY COMPANIES:**

The Company does not have any subsidiary, but itself is a subsidiary co. of M/s Sujala Trading & Holdings Ltd .

**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.

**AUDITORS:**

The exiting statutory Auditors Vikash Shah & Co., Chartered Accountants, was appointed for period of 5 years. She has also expressed her willingness to act as auditors of the company, if appointed and have further confirmed that the said appointment would be in conformity with the provision of section 138-141 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".

**BUSINESS RISK MANAGEMENT:**

Pursuant to section 134 (3) (n) of the Companies Act, 2013 the company has constituted a business risk management committee. The risk management includes identifying types of risks and its assessment, risk handling and monitoring and reporting. At present the company has not identified any element of risk which may threaten the existence of the company.

**PARTICULARS OF EMPLOYEES:**

None of the employee has received remuneration in excess of the limit prescribed in the Companies Act, 2013 and the Rules made thereunder 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 the shareholders for their support and confidence reposed on your Company.

ON BEHALF OF THE BOARD

Place : Kolkata

Date : 26th Day of MAY, 2016

S. K. Agarwal  
Chairman





|  |  |       |       |     |  |       |       |     |     |
|--|--|-------|-------|-----|--|-------|-------|-----|-----|
| NRI's - 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>               |  | 50000 | 50000 | 100 |  | 50000 | 50000 | 100 | NIL |
| B. PUBLIC SHAREHOLDING   |  |       |       |     |  |       |       |     |     |
| <b>1) INSTITUTIONS</b>   |  |       |       |     |  |       |       |     |     |
| MUTUAL FUNDS   |  |       |       |     |  |       |       |     |     |
| FINANCIAL INSTITUTIONS/ BANKS  |  |       |       |     |  |       |       |     |     |
| CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)  |  |       |       |     |  |       |       |     |     |
| VENTURE CAPITAL FUNDS  |  |       |       |     |  |       |       |     |     |
| INSURANCE COMPANIES  |  |       |       |     |  |       |       |     |     |
| FOREIGN INSTITUTIONAL INVESTORS  |  |       |       |     |  |       |       |     |     |
| FOREIGN VENTURE CAPITAL INVESTORS  |  |       |       |     |  |       |       |     |     |
| ANY OTHER (SPECIFY)  |  |       |       |     |  |       |       |     |     |
| <b>SUB-TOTAL (B)(1)</b>  |  |       |       |     |  |       |       |     |     |
| <b>2) NON-INSTITUTIONS</b>   |  |       |       |     |  |       |       |     |     |
| BODIES CORPORATE   |  |       |       |     |  |       |       |     |     |
| INDIVIDUALS - I. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UP TO RS. 1 LAKH. |  |       |       |     |  |       |       |     |     |
| II. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 1 LAKH.       |  |       |       |     |  |       |       |     |     |
| ANY OTHER (SPECIFY)  |  |       |       |     |  |       |       |     |     |
| NRI's  |  |       |       |     |  |       |       |     |     |
| <b>SUB-TOTAL (B)(2)</b>  |  |       |       |     |  |       |       |     |     |
| TOTAL PUBLIC SHAREHOLDING (B)=(B)(1)+(B)(2)  |  |       |       |     |  |       |       |     |     |
| <b>TOTAL (A)+(B)</b>   |  |       |       |     |  |       |       |     |     |
| SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED         |  |       |       |     |  |       |       |     |     |
| <b>GRAND TOTAL (A)+(B)+(C)</b>   |  | 50000 | 50000 | 100 |  | 50000 | 50000 | 100 | NIL |

(ii) *SHAREHOLDING OF PROMOTERS*

| Sl. No. | Shareholder's Name            | Shareholding at the beginning of the year |                              |   | Share holding at the end of the year |                              |   | Shares of % 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       | Sujala Trading & Holdings Ltd | 50000                                     | 100                          | Nil   | 50000                                | 100                          | Nil   | Nil   |

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (please specify, if there is no change) – NOT APPLICABLE

| 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 |
|         | At the beginning of the year  | -   | -                        | -                                       | -                        |
|         | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment /transfer / bonus/ sweat equity etc): | -   | -                        | -                                       | -                        |
|         | At the End of the year  | -   | -                        | -                                       | -                        |
|         |   | -   | -                        | -                                       | -                        |

(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 |                          | Shareholding at the end of the year |                          |
|---------|-------------------------------------|---|--------------------------|-------------------------------------|--------------------------|
|         |                                     | No. of shares                             | % of total No. of shares | No. of shares                       | % of total No. of shares |
|         | -                                   | -   | -                        | -                                   | -                        |

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

| 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 |
|         | At the beginning of the year  | -   | -                        | -                                       | -                        |
|         | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment /transfer / bonus/ sweat equity etc): | -   | -                        | -                                       | -                        |
|         | At the End of the year  | -   | -                        | -                                       | -                        |
|         |   | -   | -                        | -                                       | -                        |

V. INDEBTEDNESS (Rs. In Lakhs)

INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT

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

|                                   |   |   |   |   |
|-----------------------------------|---|---|---|---|
| ii) Interest due but not paid     |   |   |   |   |
| iii) Interest accrued but not due |   |   |   |   |
| Total (i+ii+iii)                  | - | - | - | - |

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Rs. In Lakhs)

| Sl. No. | Particulars of Remuneration   | Name of MD/WTM/ Manager |   | Total Amount |
|---------|---|-------------------------|---|--------------|
| 1       | Gross salary  | -                       | - | -            |
|         | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 |                         |   |              |
|         | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961                             |                         |   |              |
|         | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961              |                         |   |              |
| 2       | Stock Option  | -                       | - | -            |
| 3       | Sweat Equity  | -                       | - | -            |
| 4       | Commission<br>- as % of profit<br>- others, specify                                 | -                       | - | -            |
| 5       | Others, please specify  | -                       | - | -            |
|         | Total (A)   | -                       | - | -            |
|         | Ceiling as per the Act  | -                       | - | -            |

### B. REMUNERATION TO OTHER DIRECTORS: (Amount in Rs.)

| Sl. No. | Particulars of Remuneration  | Name of Directors |   |   |   | Total Amount |
|---------|--|-------------------|---|---|---|--------------|
| 1       | Independent Directors<br>Fee for attending board / committee meetings      | -                 | - | - | - | -            |
|         | Commission   | -                 | - | - | - | -            |
|         | Others, please specify   | -                 | - | - | - | -            |
|         | Total (1)  | -                 | - | - | - | -            |
| 2       | Other Non-Executive Directors Fee for attending board / committee meetings | -                 | - | - | - | -            |
|         | Commission   |                   |   |   |   |              |
|         | Others, please specify   |                   |   |   |   |              |
|         | Total (2)  |                   |   |   |   |              |
|         | Total (B)=(1+2)  |                   |   |   |   |              |
|         | Total Managerial Remuneration  |                   |   |   |   |              |
|         | Overall Ceiling as per the Act   | -                 | - | - | - | -            |

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

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

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

| Type                         | Section of the Companies, Act | Brief Description | Details of Penalty / Punishment / Compounding fees imposed | Authority [RD / NCLT COURT] | Appeal made, if any (give Details) |
|------------------------------|-------------------------------|-------------------|--|-----------------------------|------------------------------------|
| A. COMPANY                   | -                             | -                 | -  | -                           | -                                  |
| Penalty                      |                               |                   |  |                             |                                    |
| Punishment                   |                               |                   |  |                             |                                    |
| Compounding                  |                               |                   |  |                             |                                    |
| B. DIRECTORS                 |                               |                   |  |                             |                                    |
| Penalty                      |                               |                   |  |                             |                                    |
| Punishment                   |                               |                   |  |                             |                                    |
| Compounding                  |                               |                   |  |                             |                                    |
| C. OTHER OFFICERS IN DEFAULT | -                             | -                 | -  | -                           | -                                  |
|                              |                               |                   |  |                             |                                    |
|                              |                               |                   |  |                             |                                    |
| Penalty                      |                               |                   |  |                             |                                    |
| Punishment                   |                               |                   |  |                             |                                    |
| Compounding                  |                               |                   |  |                             |                                    |

Place : Kolkata

Date : 26th Day of MAY, 2016

ON BEHALF OF THE BOARD

*S. K. Agarwal*

Chairman



**To the Members of  
NIRMALKUNJ TRADECOM LIMITED**

**Report on the Financial Statements**

We have audited the accompanying financial statements of **NIRMALKUNJ TRADECOM LIMITED** ('the company'), which comprise the balance sheet as at 31 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 Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these 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 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 misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these 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 thereunder.

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 misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. 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 evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.



## Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 March 2016 and its Loss 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, to the extent applicable.

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 account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid 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 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 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:

i. the Company does not have any pending litigations which would impact its financial position;

ii. the Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the company.

Place : Kolkata  
Dated: 26/05/2016



For VIKASH SHAH & CO.  
Chartered Accountants

*Vikash Shah*

(Vikash Shah)  
Proprietor  
M. No.304463  
FRN.328163E



## Annexure A" to the Independent Auditors' Report

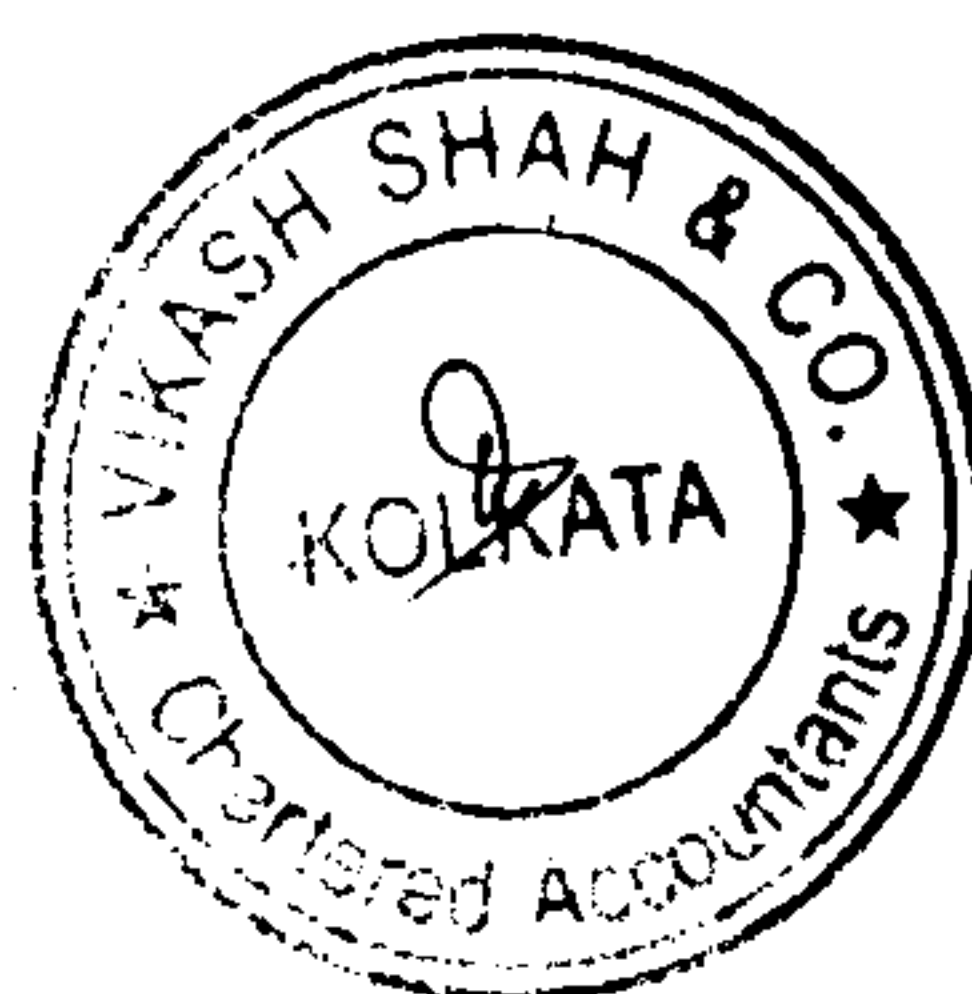
The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2016, we report that:

1. As the company has no fixed Assets, so clause is not applicable to the company.
2. (a) The management has conducted the physical verification of inventory at reasonable intervals.  
  
b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered by clause (76) of Section 2 of the Companies Act, 2013. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
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 Companies Act, 2013 In respect of loans, investments, guarantees, and security.
5. The Company has not accepted any deposits from the public. In our opinion and according to the information and explanations given to us 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 and the rules framed there under, to the extent applicable have been complied with.
6. According to the information and explanations given to us, the company is not required for the maintenance of cost records which has been prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013. Hence this clause is not applicable to it.
7. a) According to the records examined by us, the company is regular in depositing undisputed statutory dues with appropriate authorities including Income Tax, Service Tax, and any other statutory dues applicable to it.  
  
As informed to us provisions relating to Provident Fund, Employees State Insurance, Sales Tax, Custom Duty, Value added Tax and Excise Duty are not applicable to it.  
  
Further there were no outstanding dues at the yearend for a period of more than Six Months from the date they became payable.  
  
b) According to the information and explanations given to us, no disputed amount is pending before any forum of the above mentioned statutory dues.
8. Based on our audit procedures and as per the information and explanations given by the management, the company has not defaulted in repayment of dues to financial institutions or bank or debenture holders.
9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.



11. Based upon the audit procedures performed and the information and explanations given by the management, no managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act. Accordingly, the provisions of clause 3 (xi) of the Order are not applicable to the Company and hence not commented upon.
12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.
13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards and Companies Act, 2013.
14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
16. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

Place : Kolkata  
Dated: 26/05/2016



For VIKASH SHAH & CO.  
Chartered Accountants

*Vikash Shah*

(Vikash Shah)  
Proprietor  
M. No.304463  
FRN.328163E



## **"Annexure B" to the Independent Auditor's 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 **NIRMALKUNJ TRADECOM LIMITED** ("the Company") as of March 31, 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.

#### **Auditor's 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 evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting**

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

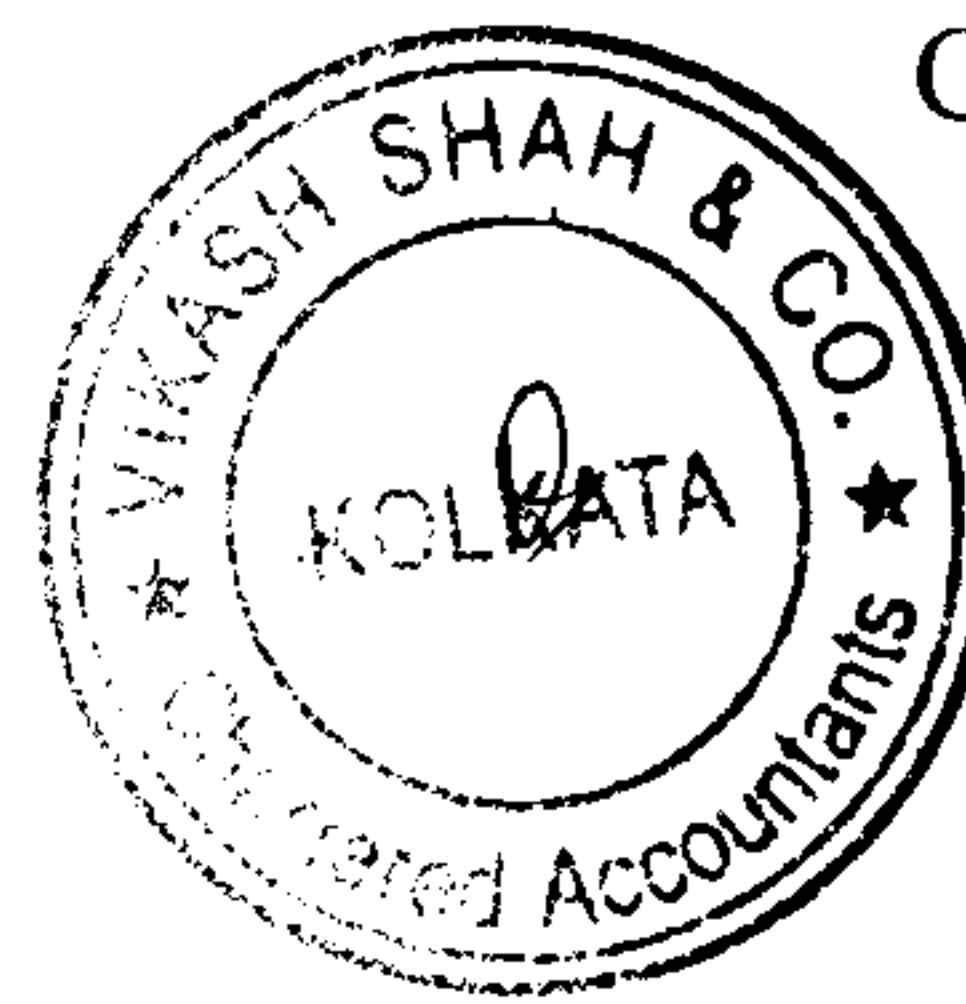
## **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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 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.

Place : Kolkata  
Dated: 26/05/2016



For VIKASH SHAH & CO.  
Chartered Accountants

*Vikash Shah*

(Vikash Shah)  
Proprietor  
M. No.304463  
FRN.328163E

# AIRMAIKUNJ TRADECOM LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2016

| PARTICULARS                             | NOTE NO. | Figures as at the<br>end of current<br>reporting period<br>2015-16 | Figures as at the<br>end of Previous<br>reporting period<br>2014-15 |
|---|----------|--|---|
|   |          | Rs.  | Rs.   |
| <b>A. <u>EQUITY AND LIABILITIES</u></b> |          |  |   |
| <b>1. <u>Shareholder's Funds</u></b>    |          |  |   |
| (a) Share Capital                       | 2        | 5,00,000.00  | 5,00,000.00   |
| (b) Reserves and Surplus                | 3        | (40,944.08)  | (36,862.08)   |
| <b>2. <u>Current Liabilities</u></b>    |          |  |   |
| Other current liabilities               | 4        | 1,000.00   | 1,000.00  |
| <b>TOTAL</b>                            |          | <b>4,60,055.92</b>   | <b>4,64,137.92</b>  |
| <b>B. <u>ASSETS</u></b>                 |          |  |   |
| <b>1. <u>Current assets</u></b>         |          |  |   |
| Inventories                             | 5        | 1,95,100.00  | 1,13,430.00   |
| Cash and cash equivalents               | 6        | 19,955.92  | 3,50,707.92   |
| Short -term Loans & Advances            | 7        | 2,45,000.00  |   |
| <b>TOTAL</b>                            |          | <b>4,60,055.92</b>   | <b>4,64,137.92</b>  |
|   |          | -  | -   |

See Accompanying Notes Forming Part of the Financial Statements

In terms of our report attached

**VIKASH SHAH & CO.**  
Chartered Accountant

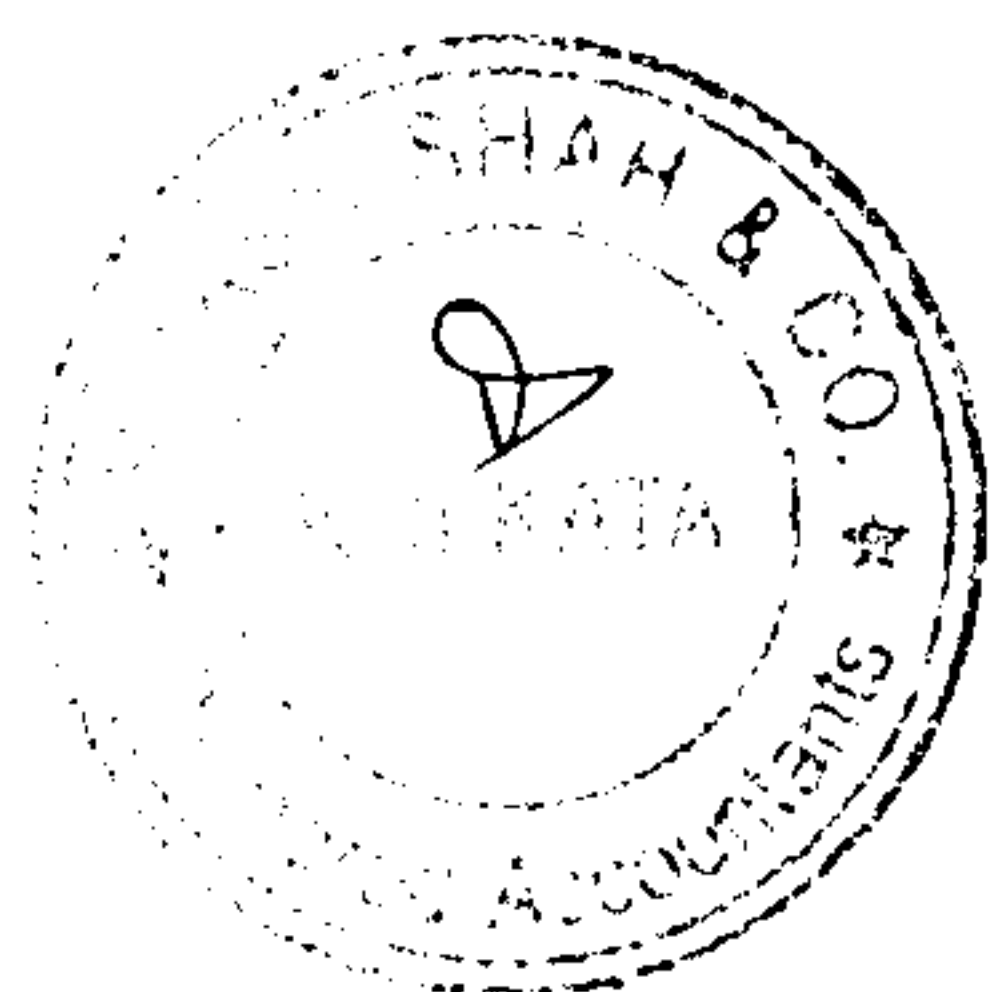
*Vikash Shah*

**(VIKASH SHAH)**

M.NO.304463

Place : Kolkata

Date : the 26 TH day of MAY, 2016



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

Gopal Ranjan Saharoy  
DIN-00760740

*Gopal Ranjan Saharoy*

Director

Sushil Kumar Agarwal  
DIN-00577037

*S. K. Agarwal*

Director



# NIRMALKUNJ TRADECOM LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

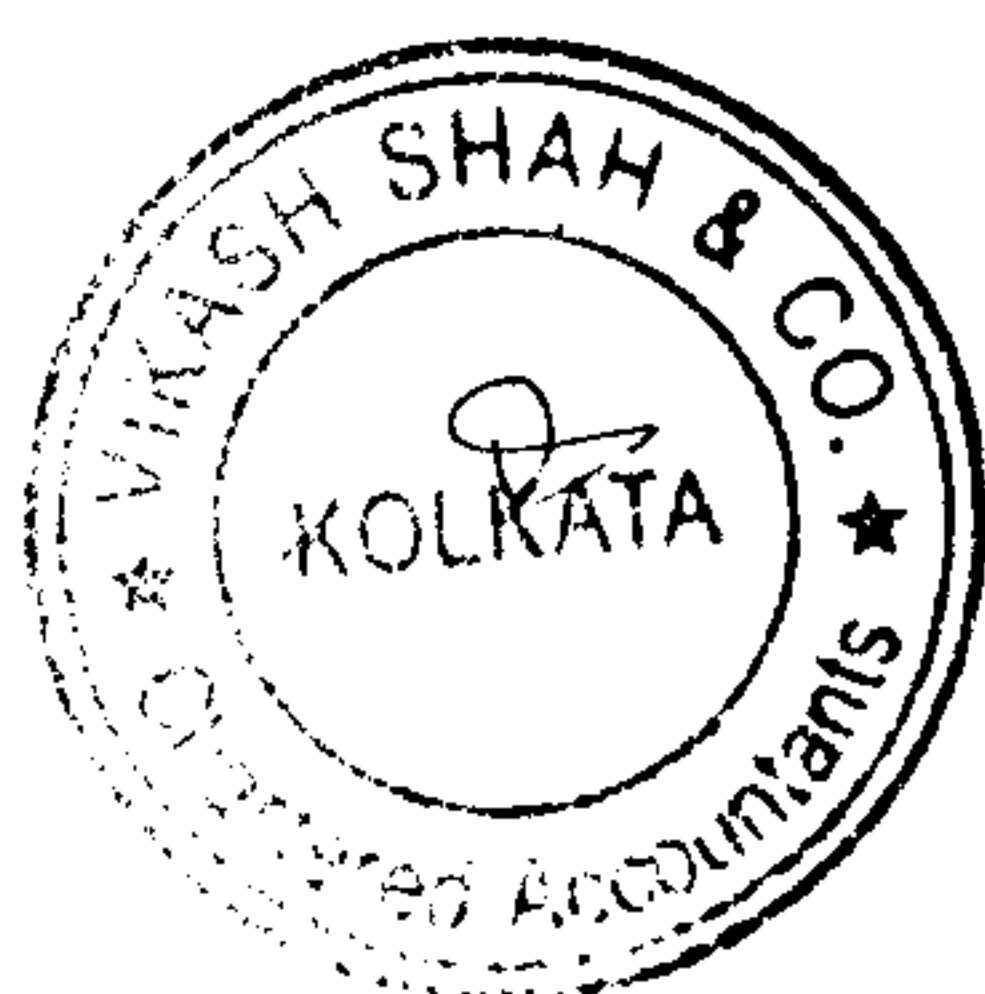
| PARTICULARS   | NOTE NO. | Figures for the<br>current reporting<br>period 2015-16 | Figures for the<br>Previous<br>reporting period<br>2014-15 |
|---|----------|--|--|
|   |          | Rs.  | Rs.  |
| 1. Revenue from operations  |          | -  | -  |
| 2. Other Income   |          | -  | -  |
| <b>3. Total Revenue</b>   |          | -  | -  |
| <b><u>4. Expenses:</u></b>  |          |  |  |
| Purchase of Shares  |          | 81,670.00  | 49,180.00  |
| Changes in Inventories of finished Goods                                  | 8        | (81,670.00)  | (49,180.00)  |
| Other expenses  | 9        | 4,082.00   | 6,561.36   |
| <b>Total Expenses</b>   |          | 4,082.00   | 6,561.36   |
| <b>5. Profit before exceptional and extraordinary items and tax (3-4)</b> |          | (4,082.00)   | (6,561.36)   |
| 6. Exceptional Items  |          | -  |  |
| <b>7. Profit/(Loss) before extraordinary items and tax (5-6)</b>          |          | (4,082.00)   | (6,561.36)   |
| 8. Extraordinary Items  |          | -  |  |
| <b>9. Profit/(Loss) before tax (7-8)</b>                                  |          | (4,082.00)   | (6,561.36)   |
| <b><u>10. Tax expense:</u></b>  |          |  |  |
| (a) Current Tax Expenses for Current Year                                 |          | -  | -  |
| (b) Current Tax Expenses/Credit Relating to Prior Years                   |          | -  | -  |
| (c) Net Current Tax Expenses (a+b)  |          | -  | -  |
| (d) Deferred tax  |          | -  | -  |
| (c+d)   |          | -  | -  |
| <b>11. Profit(Loss) for the period from continuing operations (9-10)</b>  |          | (4,082.00)   | (6,561.36)   |
| 12. Profit/(Loss) from discontinuing operations                           |          | -  |  |
| <b>13. Profit/(Loss) for the period (11+12)</b>                           |          | (4,082.00)   | (6,561.36)   |
| <b><u>14. Earning per equity share:</u></b>                               |          |  |  |
| (1) Basic   |          | (0.08)   | (0.13)   |
| (2) Diluted   |          | (0.08)   | (0.13)   |

See Accompanying Notes Forming Part of the Financial Statements  
In terms of our report attached

**VIKASH SHAH & CO.**

Chartered Accountant

*Vikash Shah*



**(VIKASH SHAH)**

M.NO.304463

Place : Kolkata

Date : the 26 TH day of MAY, 2016

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

Gopal Ranjan Saharoy

#REF!

DIN-00760740

#REF!

*Gopal Ranjan Saharoy*

Director

*S. K. Agarwal*

Director



# NIRMALKUNJ TRADECOM LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

## NOTE NO. 1

### Significant Accounting Policies

#### 1.1 System of Accounting :

The financial statements are prepared under historical cost convention in accordance with applicable mandatory Accounting Standards and in accordance with the requirements of the Companies Act, 2013. The Accounts have been prepared on the concept of going concern.

#### 1.2 Revenue Recognition :

Item of Income/Expenditure are recognised on accrual basis.

#### 1.3 Retirement Benefit :

Retirement benefits are not provided in the books. It is provided as and when it arises.

#### 1.4 Contingent Liability :

Contingent liabilities are not provided for but disclosed by way of notes, if any.

#### 1.5 Miscellaneous Expenditure :

Preliminary expenses will be amortised as and when they are incurred.

#### 1.6 Deferred Revenue Expenditure :

Deferred Revenue Expenditure are amortised as and when they are incurred.

#### 1.7 Taxes on Income :

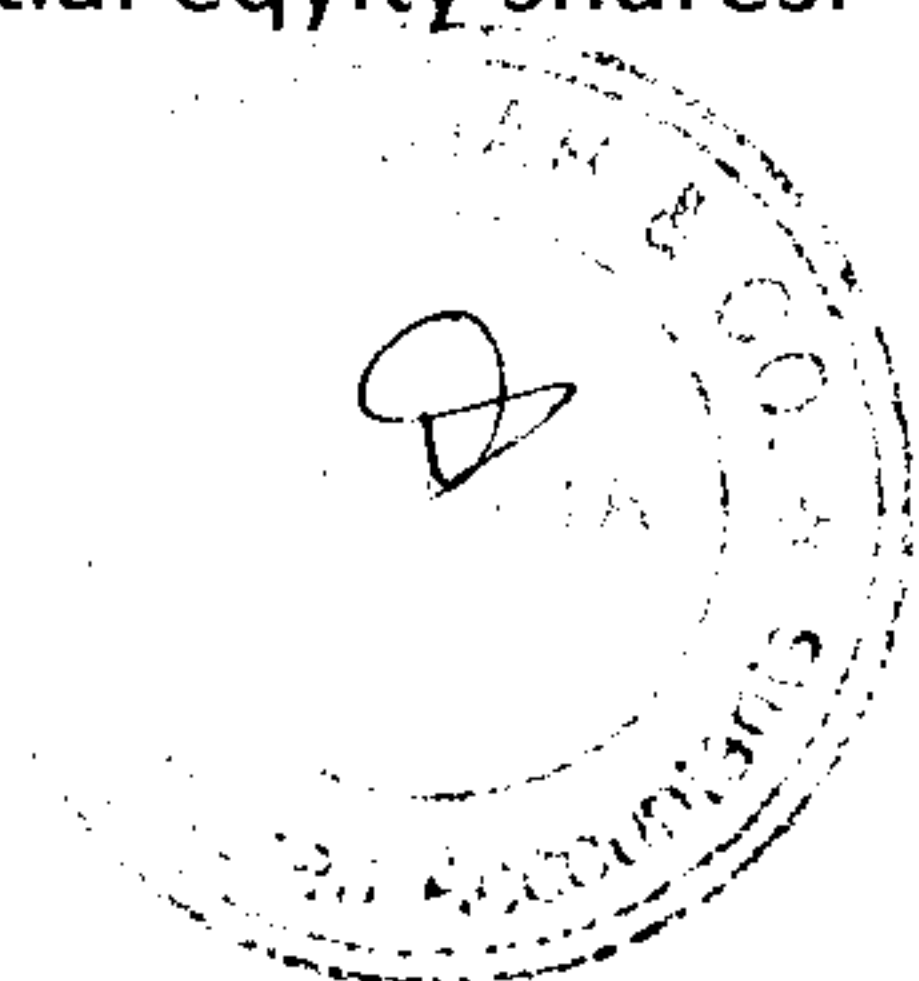
a. Current Tax is determined as per the amount of tax payable in respect to taxable income for the year.

b. In terms of accounting standard (AS) - 22 issued by the Institute of Chartered Accountants of India, the company does not have any case of timing difference during the year, order review and hence provision of deferred tax is not applicable.

#### 1.8 Earning per share:

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

b. For the purpose of calculating diluted earnings per share, the net profit or loss of 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.



*Rangit*

*S. K. Agarwal*

# NIRMAKUNJ TRADECOM LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

## NOTE NO. 2

### A. SHARE CAPITAL

#### Authorised

50000 Equity ShareS of Rs.10 each

#### Issued, Subscribed and Paid-up

50000 Equity ShareS of Rs. 10 each fully paid-up

| Current reporting period<br>2015-16 | Previous reporting period<br>2014-15 |
|-------------------------------------|--------------------------------------|
| Rs.                                 | Rs.                                  |
| 5,00,000                            | 5,00,000                             |
| 5,00,000                            | 5,00,000                             |
|                                     |                                      |

B. The reconciliation of the number of shares and amount outstanding of share capital as at beginning and at the end of the reporting period.

| Particulars                              | As at current reporting period |          | As at previous reporting period |             |
|--|--------------------------------|----------|---------------------------------|-------------|
|  | No. of Shares                  | Amount   | No. of Shares                   | Amount      |
| <b>Equity Shares</b>                     |                                |          |                                 |             |
| No. of Shares at the begning of the year | 50,000                         | 5,00,000 | 50,000                          | 5,00,000    |
| Add : Shares Issued - Fresh Issue        | -                              | -        | -                               | -           |
| No. of Shares at the end of the year     | 50,000                         | 5,00,000 | 50,000                          | 5,00,000.00 |

### C. Terms/Rights attached to Equity Shares :

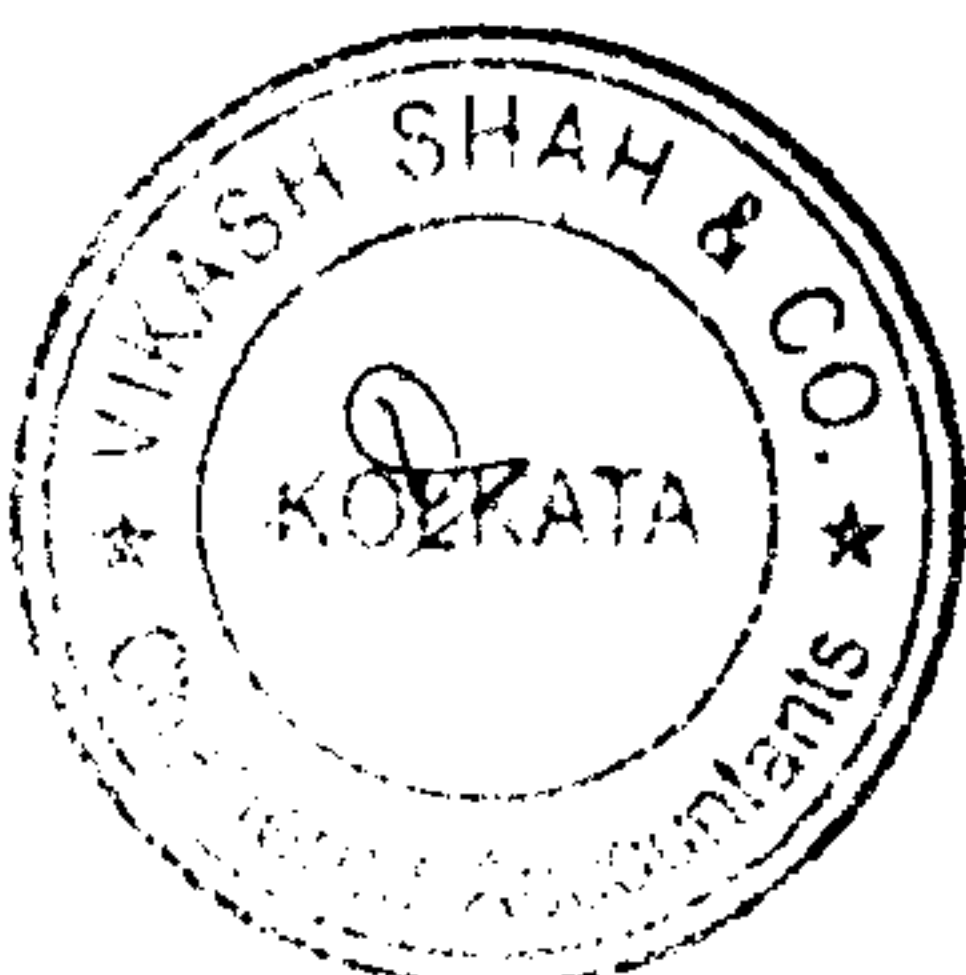
The Company has only one class of shares referred to as equity shares having a face value of RS 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after setting the dues of preferential and other creditors as per priority.

The distribution will be in proportion to the number of equity shares held by the shareholders.

### Details of shares held by each share holder holding more than 5% shares :

| Name of the shareholder  | As at current reporting period |              | As at Previous reporting period |              |
|--|--------------------------------|--------------|---------------------------------|--------------|
|  | No. of Shares                  | % of holding | No. of Shares                   | % of holding |
| 1. SUJALA TRADING & HOLDINGS LIMITED<br>(together with their nominees) | 50000                          | 100          | 50000                           | 100          |

As per records of the Company, including its register of shareholders/members, the above shareholding represents both legal and beneficial ownership of shares.



*[Handwritten signature]*

S. K. Agarwal

# NIRMALKUNJ TRADECOM LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

## NOTE NO. 3

### RESERVE & SURPLUS

#### **B. Surplus in Statement of profit and loss**

Balance as per last financial statements

Add/(Less): Profit/(Loss) for the year transferred from Profit & Loss A/c.

**Closing Balance**

**TOTAL**

## NOTE NO. 4

### OTHER CURRENT LIABILITIES

Liabilities for Expenses

## NOTE NO.5

### INVENTORIES OF SHARES:

(Unquoted Shares are Valued at Cost And Quoted Shares are Valued at cost or Market value which ever is lower)

## NOTE NO. 6

### CASH & CASH EQUIVALENTS

#### BANK BALANCES

(Balance with Banks in Current Account)

#### CASH BALANCE

(As Certified by the management)

| Current reporting period<br>2015-16 | Previous reporting period<br>2014-15 |
|-------------------------------------|--------------------------------------|
| Rs.                                 | Rs.                                  |
| (36,862.08)                         | (30,300.72)                          |
| (4,082.00)                          | (6,561.36)                           |
| (40,944.08)                         | (36,862.08)                          |
| (40,944.08)                         | (36,862.08)                          |
| 1,000.00                            | 1,000.00                             |
| 1,000.00                            | 1,000.00                             |
| 1,95,100.00                         | 1,13,430.00                          |
| 1,95,100.00                         | 1,13,430.00                          |
| 15,626.92                           | 3,46,296.92                          |
| 4,329.00                            | 4,411.00                             |
| 19,955.92                           | 3,50,707.92                          |



S. K. Agarwal

# NIRMAKUNJ TRADECOM LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

## NOTE NO. 7

### SHORT TERM LOANS & ADVANCES (UNSECURED)

Advances to Body Corporate

## NOTE NO. - 8

### CHANGES IN INVENTORIES OF FINISHED GOODS

A. Opening Stock

B. Closing Stock

## NOTE NO. - 9

### OTHER EXPENSES

Accounting Charges

Statutory Audit Fees

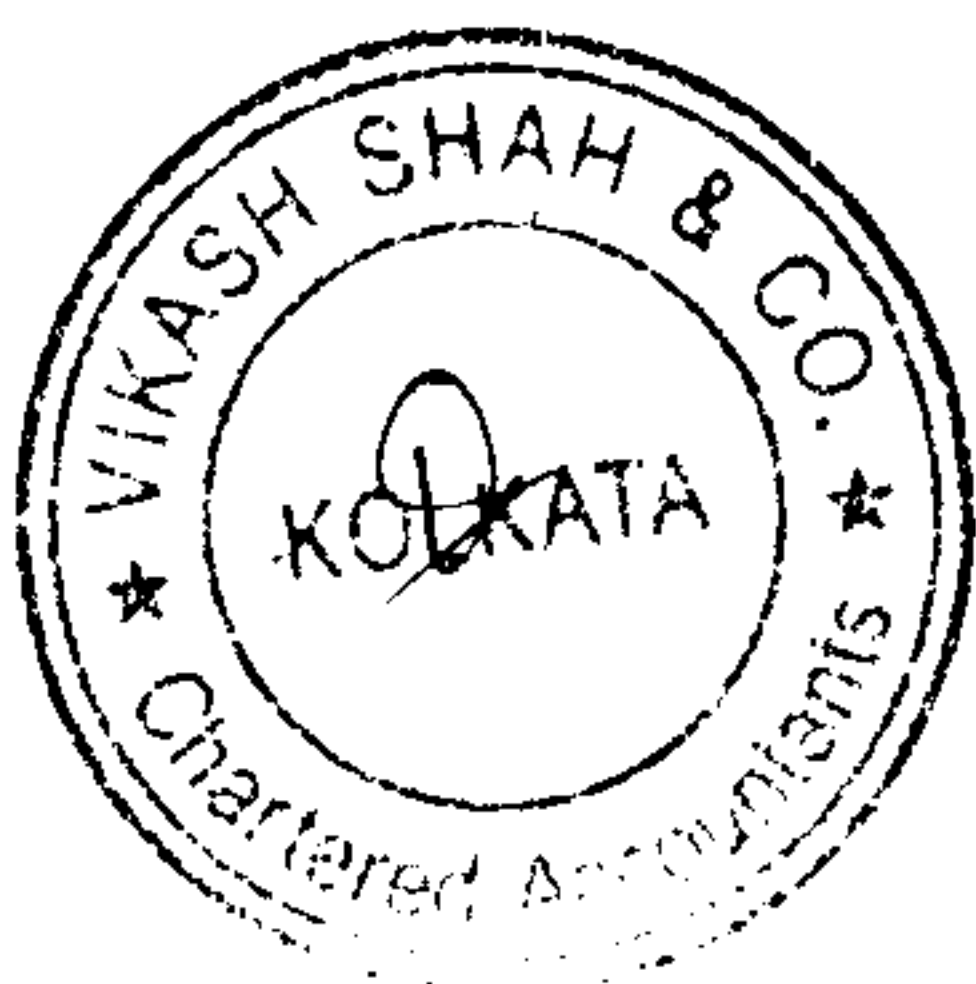
Bank Charges

Filing Fees

General Expenses

Professional Fees

| Current reporting period 2015-16 | Previous reporting period 2014-15 |
|----------------------------------|-----------------------------------|
| Rs.                              | Rs.                               |
| 2,45,000.00                      | -                                 |
| 2,45,000.00                      | -                                 |
| 1,13,430.00                      | 64,250.00                         |
| 1,95,100.00                      | 1,13,430.00                       |
| (81,670.00)                      | (49,180.00)                       |
| 500.00                           | 500.00                            |
| 1,000.00                         | 1,000.00                          |
| -                                | 112.36                            |
| 2,000.00                         | 3,600.00                          |
| 82.00                            | 124.00                            |
| 500.00                           | 1,225.00                          |
| 4,082.00                         | 6,561.36                          |



*Y. K. Agarwal*

*S. K. Agarwal*



# NIRMALKUNJ TRADECOM LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

## **NOTE NO. - 10**

### **INFORMATION RELATING TO MICRO AND SMALL ENTERPRISES (MSEs):**

"The company is small and medium-sized company (SMC) is defined in the General Instructions in respect of Accounting Standards notified under the companies Act. Accordingly, the company has complied with the Accounting standards as applicable to a small and medium sized company."

The Company has not received any intimation from suppliers regarding status under MSME Act, 2006 and hence Disclosure regarding, if any amount unpaid as at the year end together with intt. Paid/payable as required under the said Act has not been furnished.

## **NOTE NO. - 11**

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. The company does not have any case of timing difference during the year under review and hence provision for deferred tax is not Applicable during the year in terms of the Accounting standard (AS) - 22 issued by the Institute of Chartered Accountants of India.

## **NOTE NO. - 12**

### **Earnings Per Share (EPS)**

| Particulars   | Current reporting period | Previous reporting period |
|---|--------------------------|---------------------------|
| Net profit/(loss) for the year attributable to equity shareholders- Rs. | (4,082)                  | (6,561)                   |
| Weighted Average number of equity shares for calculating EPS            | 50,000                   | 50,000                    |
| Nominal Value of each equity shares (Rs.)                               | 10                       | 10                        |
| Basic Earning per share (Rs.)   | (0.08)                   | (0.13)                    |
| Diluted Earning per share (Rs.)   | (0.08)                   | (0.13)                    |

## **NOTE NO. - 13**

### **Information relating to foreign exchange earning and outgo.**

|                                 |     |
|---------------------------------|-----|
| Expenditure in Foreign Currency | NIL |
| Earning in Foreign Currency     | NIL |

## **NOTE NO. - 14**

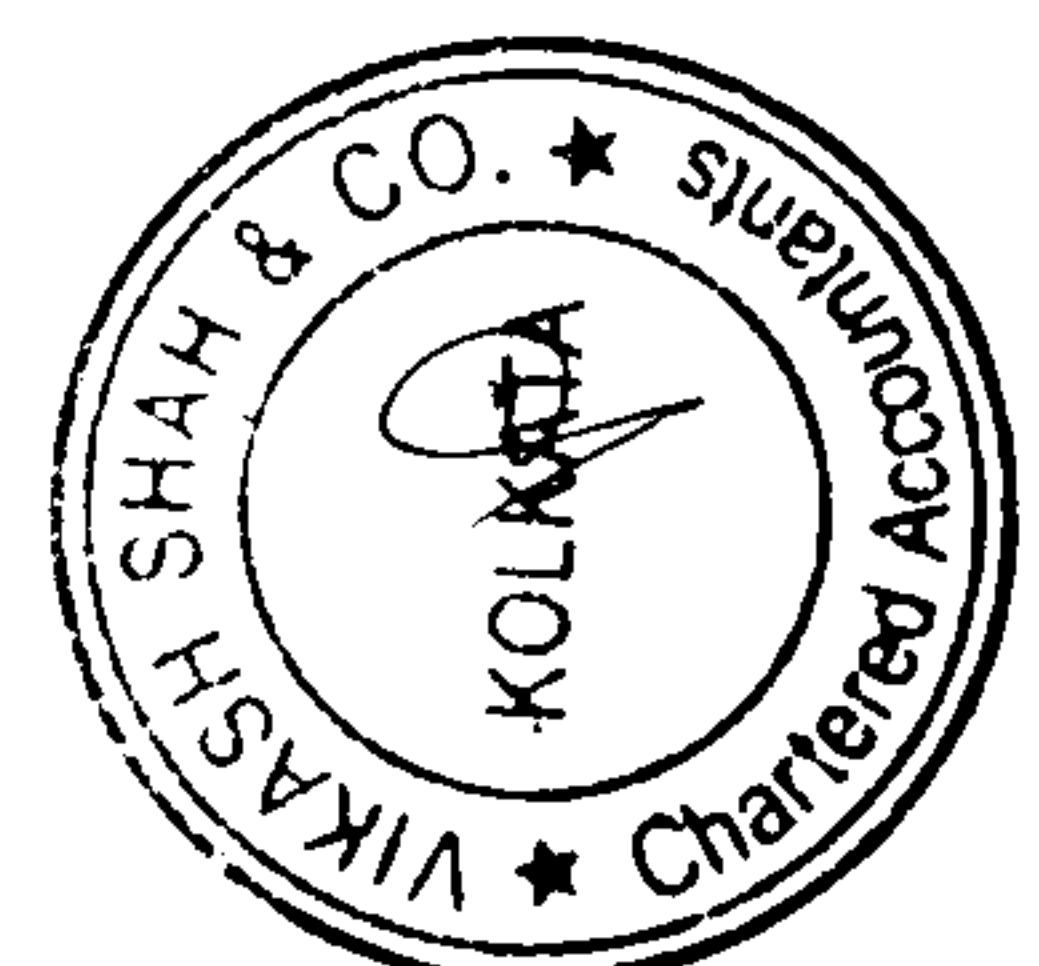
### **Additional information relating to quantitative details of inventories :-**

| Particulars   | For the year ended 31.03.2016 | For the year ended 31.03.2014 |
|---------------|-------------------------------|-------------------------------|
|               | <u>Quantities</u>             | <u>Quantities</u>             |
| Opening Stock | 11,343                        | 6,425                         |
| Purchase      | 8,167                         | 4,918                         |
| Sales         | -                             | -                             |
| Closing Stock | 19,510                        | 11,343                        |

## **NOTE NO. - 15**

### **Related Party Transactions:**

The company has not made any transactions with related party during the year 2015-16



*Rangit* S. K. Agarwal

# NIRMALKUNJ TRADECOM LIMITED

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

| 1. | CASH FLOW FROM OPERATING ACTIVITIES                    |                | 31.03.2016        | 31.03.2015      |
|----|--|----------------|-------------------|-----------------|
|    | Net Profit/(Loss) before Tax (a)                       |                | (4,082)           | (6,561)         |
|    | Add :  |                |                   |                 |
|    | Depreciation   | -              | -                 | -               |
|    | Fixed Assets Written Off                               | -              | -                 | -               |
|    | Preliminary Expenses Written Off                       | -              | -                 | -               |
|    | Less: Interest on Income Tax Refund                    | -              | -                 | -               |
|    | Sub Total - (b)  |                | -                 | -               |
|    | <b>Operating Profit before Working Capital Changes</b> | <b>(a)+(b)</b> | <b>(4,082)</b>    | <b>(6,561)</b>  |
|    | Adjustments :  |                |                   |                 |
|    | (Decrease)/ Increase in Current Liabilities            | -              | -                 | (1,000)         |
|    | Decrease/ (Increase) in Inventories                    | (81,670)       | -                 | (49,180)        |
|    | Decrease/ (Increase) in Trade Receivables              | -              | -                 | -               |
|    | Decrease/ (Increase) in Other Current Assets           | -              | -                 | -               |
|    | (Decrease)/ Increase in IT & other Provisions          | -              | -                 | -               |
|    | Decrease/ (Increase) in Loans & advances               | (2,45,000)     | -                 | 3,85,000        |
|    | Sub Total - (c)  |                | (3,26,670)        | 3,34,820        |
|    | <b>Cash Generated from Operating Activities</b>        | <b>A</b>       | <b>(3,30,752)</b> | <b>3,28,259</b> |
|    | <b>Net cash from Operating Activities</b>              |                | <b>(3,30,752)</b> | <b>3,28,259</b> |
| 2. | <b>CASH FLOW FROM INVESTING ACTIVITIES</b>             |                |                   |                 |
|    | Increase/ (Decrease) in investments                    | -              | -                 | -               |
|    | Fixed Assets purchased                                 | -              | -                 | -               |
|    | <b>Net Cash from Investing Activities</b>              | <b>B</b>       | <b>-</b>          | <b>-</b>        |
| 3. | <b>CASH FLOW FROM FINANCING ACTIVITIES</b>             |                |                   |                 |
|    | Preliminary Expenses                                   | -              | -                 | -               |
|    | Increase in Share Capital                              | -              | -                 | -               |
|    | Increase in Reserves                                   | -              | -                 | -               |
|    | (Decrease)/ Increase in Short Term Borrowings          | -              | -                 | -               |
|    | <b>Net Cash from Financing Activities</b>              |                | <b>-</b>          | <b>-</b>        |
|    | <b>Net Increase in Cash/Cash Equivalent</b>            | <b>A+B+C</b>   | <b>(3,30,752)</b> | <b>3,28,259</b> |
|    | <b>Cash/Cash Equivalents (Opening)</b>                 |                | <b>3,50,708</b>   | <b>22,449</b>   |
|    | <b>Cash/Cash Equivalents (Closing)</b>                 |                | <b>19,956</b>     | <b>3,50,708</b> |

### 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

|   |                                       |              |               |
|---|---------------------------------------|--------------|---------------|
| 2 |                                       | 31.03.2016   | 31.03.2015    |
|   | Cash & Cash Equivalents Comprise:     |              |               |
|   | Cash on Hand                          | 15626.92     | 4411          |
|   | Balance With Banks in current Account | 4329         | 346297        |
|   |                                       | <u>19956</u> | <u>350708</u> |

For and on behalf of the Board of Directors

Gopal Ranjan Saharoy  
DIN-00760740

*Gopal Ranjan Saharoy*  
Director

Sushil Kumar Agarwal  
DIN-00577037

*S. K. Agarwal*  
Director

Place : Kolkata  
Date : 26.05.2016

