

J. TAPARIA PROJECTS LIMITED

Annual Report
2016-17

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<< BOARD OF DIRECTORS >>

Mr. Sanjit Dhawa	Managing Director & CEO (KMP)
Mr. Mahavir Jain	Whole Time Director (KMP)
Mr. Surajit Ghosh*	Non-Executive Director
Mr. Amal Jain	Non-Executive Independent Director
Mr. Ashish Das*	Non-Executive Independent Director
Mrs. Tripti Surelia	Non-Executive Independent Director

<< SENIOR MANAGEMENT >>

Mr. Mahavir Jain	Chief Financial Officer
Mrs. Sudha Agarwal	Company Secretary (upto 30.01.2017)
Mr. Manish Bhoot	Company Secretary (w.e.f 31.01.2017)

<< AUDITORS >>

M/s. Maroti & Associates
Chartered Accountants
9/12, Lalbazar Street, Block-'E',
3rd Floor, Room No.2, Kolkata - 700 001
Tel.: +91 33 2231 9392 / 9391
Fax: +91 33 2243 8371
E-mail: mkmaroti@gmail.com

<< REGISTERED OFFICE >>

16, Biplabi Rash Bihari Basu Road,
3rd Floor, Kolkata - 700 001 (W.B.) India
Tel.: +91 84209 16222
E-mail: jtaparia2008@gmail.com
Web-site: www.jtapariaprojects.com

<< BANKERS >>

United Bank of India, Kolkata
HDFC Bank Ltd, Kolkata

<< CORPORATE IDENTITY NUMBER >>

L74210WB1980PLC032979

<< REGISTRARS AND SHARE TRANSFER AGENTS >>

Niche Technologies Pvt. Ltd.

D-511, Bagree Market, 71, B. R. B. Basu Road, 5th Floor, Kolkata - 700 001
Tel.: +91 33 2235 7270 / 7271 Fax: +91 33 2215 6823
E-mail: nichetechpl@nichetechpl.com

* appointed w.e.f. 24.08.2016

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DIRECTORS' REPORT

To
The Members,

Your Directors have pleasure in presenting the Annual Report of the Company together with Audited Financial Statements for the year ended on **31st March, 2017**. Consolidated performance of the Company and its subsidiaries has been referred to wherever required.

1. Financial Results

(Figures in ₹)

Particulars	Standalone		Consolidated	
	Current Year	Previous Year	Current Year	Previous Year
Sales & Other Income	196900	950872	283400	1056372
Profit Before Depreciation, Taxation & Exceptional Item	(935975)	(32323)	(1879123)	(103122)
Less : Depreciation	3134	9388	3134	9388
Less : Exceptional Items	-	-	-	-
Less : Deferred Tax	4	71	4	71
Profit / (Loss) After Taxation	(939113)	(41782)	(1882261)	(112581)
Add: Balance Brought Forward from Previous Year	(1003567)	(961785)	(1447108)	(1705691)
Surplus Available for Appropriation	(1942680)	(1003567)	(3329369)	(1447108)
Appropriations				
Tax for Earlier Year	-	-	-	-
Add: Release due to cessation of Subsidiaries	-	-	-	371164
Balance Carried To Balance Sheet	(1942680)	(1003567)	(3329369)	(1447108)

2. Future Performance

During the year under review, the Company has incurred Loss of Rs. 9,39,113/- as compared to loss of Rs. 41,782/- in previous year. Your Directors are identifying prospective areas and will make appropriate investments that will maximize the revenue of the company in the current Financial Year.

3. Dividend

In view of Inadequate Profit, Your Directors regret their inability to recommend any dividend for the year.

4. Consolidated Financial Statements Performance

In accordance with the requirements of Accounting Standards AS 21 (read with AS 23 and AS 27), issued by the Institute of Chartered Accountants of India, the Consolidated Financial Statements of the Company and its subsidiaries are annexed to this Annual Report. A statement containing the salient features of the Company's subsidiaries in the prescribed form is attached. The Consolidated Financial Statements have been prepared on the basis of audited financial statements of the Company, its subsidiaries as approved by their respective Board of Directors. The Consolidated Financial Statements of the Company for the financial year 2016-17 are prepared in compliance with applicable provisions of the Companies Act, 2013, Accounting Standards and presented in compliance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

5. Auditors

Statutory Auditor:

M/s. Maroti & Associates, Chartered Accountants (Firm Registration Number: 322770E), who are the Statutory Auditors of the Company, will hold office up to the Annual General Meeting to be held in respect of financial year 2018-19.

Secretarial Auditor:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s. P D Rao & Associates, of Company Secretaries in Practice (C.P. No. 14385) to undertake the Secretarial Audit of the Company for the financial year 2016-17 and 2017-18.

6. Auditor's Report And Secretarial Auditor's Report

There is no qualification or adverse remark in Statutory Auditors' Report. There is no incident of fraud requiring reporting by the auditors under Section 143(12) of the Companies Act 2013.

The Secretarial Audit report for the financial year ended 31st March, 2017 is annexed herewith as "Annexure A" to this report. The Secretarial Audit Report does not contain any qualification, reservation and adverse remark.

7. Directors and Key Managerial Personnel

Director Mr. Sanjit Dhawa (DIN 05162937) retire by rotation and, being eligible, offer himself for re appointment.

Members approval is sought by way of Ordinary Resolution for continuation of employment of Mr. Mahavir Jain (DIN: 02048027) as Whole Time Director designated as Executive Director and Chief Financial Officer Chairman for a period of five years

effective from the date of conclusion of this Annual General Meeting upto 30th day of September, 2022.

Approval of members is being sought for re-appointment (second term) of Mrs. Tripti Surelia (DIN:06949174) and Mr. Amal Jain (DIN: 02017960) as Independent Directors of the Company for the period of five years effective from the conclusion of ensuing AGM upto 30th day of September, 2022. Both the directors shall not be liable to retire by rotation. Both of them, had given their declaration of independence as per Section 149 (6) of the Companies Act, 2013.

Mr. Ashish Das (DIN:06997246) has been appointed as an Additional Director by the Board of Directors with effect from 24th August, 2016. In terms of Section 161 of the Companies Act, 2013, he holds office upto the date of the ensuing Annual General Meeting. Notice in writing has been received from a member proposing his candidature for the office of Independent Director for a term of 5 years from the date of this Annual General Meeting upto 30th day of September, 2022. Mr. Ashish Das (DIN:06997246) shall not be liable to retire by rotation. He has given the declaration of independence as per Section 149 (6) of the Companies Act, 2013.

Mr. Surajit Ghosh (DIN:07516274) has been appointed as an Additional Director by the Board of Directors with effect from 24th August, 2016. In terms of Section 161 of the Companies Act, 2013, he holds office upto the date of the ensuing Annual General Meeting. Mr. Surajit Ghosh (DIN:07516274) shall be liable to retire by rotation.

Mrs. Sudha Agarwal, resigned with effect from 30th January, 2017, as Company Secretary (Key Managerial Personnel) of the Company. In terms of Section 203 of Companies Act, 2013, the Board has appointed Mr. Manish Bhoot as Company Secretary (Key Managerial Personnel) of the Company with effect from 31st January, 2017.

The members' approval is being sought at the ensuing Annual General Meeting for the above appointments/reappointments.

8. Number of meetings of Board of Directors

Thirteen meetings of the Board of Directors of the Company were held during the year. For further details, please refer to Corporate Governance section of this Annual Report.

9. Statutory Information

Particulars required to be furnished by the Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014:

1. CONSERVATION OF ENERGY	:	NIL
2. TECHNOLOGY ABSORPTION & ADOPTION	:	NIL
3. FOREIGN EXCHANGE EARNING & OUTGO	:	NIL

10. Annual Evaluation by the Board of its Own Performance, its Committees and individual Directors

The Board of Directors of the Company has put in place evaluation of its own performance, its committees and individual directors. The result of the evaluation is satisfactory and adequate and meets the requirement of the Company

11. Director's Responsibility Statement

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

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii. they 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 the profit or loss of the Company for the year under review.
- iii. they 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. they have prepared the annual accounts on a going concern basis.
- v. they 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. they had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

12. Share Capital

The paid up equity capital as on March 31, 2017 was Rs. 16.20 Crore. The company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

13. Finance

Cash and cash equivalents as at March 31, 2017 was Rs.2,81,570/-. The company continues to focus on judicious management of its working capital, Receivables and other working capital parameters were kept under strict check through continuous monitoring

14. Disclosure under sexual harassment of women at

Your Company is committed to provide and promote safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees. No cases have been files under the Act as the Company is keeping the working environment healthy.

15. Policy to Prevent Sexual Harassment at the Work Place

The Company is committed to creating and maintaining an atmosphere in which employees can work together, without fear of sexual harassment, exploitation or intimidation. Every employee is made aware that the Company is strongly opposed to sexual harassment and that such behaviour is prohibited both by law and by the J. Taparia Projects Ltd.

16. Fixed Deposit

We have not accepted any deposits within the meaning of Section 73 of the Companies Act,2013 and the Companies (Acceptance of Deposits) Rules,2014. Therefore, no such amount of principal or interest was outstanding as of the Balance Sheet date.

17. Particulars of Loans, Guarantees Or Investments

The Company has not given any loans or guarantees covered under the provision of Section 186 of the Companies Act,2013. The details of investment made by the Company is given in the notes of the financial statements.

18. Internal Control Systems And Their Adequacy

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Company has appointed Internal Auditors who periodically audit the adequacy and effectiveness of the internal controls laid down by the management and suggest improvements. The Audit Committee of the Board of Directors periodically reviews the audit plans, internal audit reports and adequacy of internal controls.

19. Significant and Material orders passed by The Regulators or Courts or Tribunals

There are no significant and material orders passed by the regulators or courts or tribunals which impact the going concern status and Company's operations in future.

20. Remuneration Policy

For the purpose of selection of any Director, the Nomination & Remuneration Committee identifies persons of integrity who possess relevant expertise, experience and leadership qualities required for the position. The Committee also ensures that the incumbent fulfills such other criteria with regard to age and other qualifications as laid down under the Act,

Listing Regulations, 2015 or other applicable laws. The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection, appointment and remuneration of Directors & Senior Management. The summary of Remuneration Policy of the Company is disclosed in the Corporate Governance Report, which forms a part of this Report.

21. 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.

22. Subsidiary Companies Transactions

In accordance with Section 129(3) of the Companies Act, 2013, we have prepared consolidated financial statements of the Company which forms part of this Annual Report.

23. Corporate Social Responsibility Committee

The provision of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to our Company and hence the said committee not constituted.

24. Committees of Board

Currently, the Board has three committees: the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee. A detailed note on the composition of the Board and its Committees is provided in the Corporate Governance Report section of this Annual report.

25. Code of Conduct

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Code has been posted on the Company's website.

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard

26. Vigil Mechanism / Whistle Blower Policy

The Company has a vigil mechanism to deal with instance of fraud and mismanagement, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The vigil mechanism ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern. The Chairman of Audit and Chairman of the Board looks into the complaints raised

27. Familiarization Programme for Independent Directors

The Company has put in place an induction and familiarization programme for all its Directors including the Independent Directors. The familiarization programme for Independent Directors in terms of Regulations of Listing Regulations, is available on the website of the Company (<http://www.jtapariaprojects.com/download/codeofconduct/familiarisation-programme-imparted-to-independent-directors.pdf>)

28. Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board Directors and the designated employees have confirmed compliance with the Code. The policy is available on the website of the Company (<http://www.jtapariaprojects.com/download/codeofconduct/code-of-insider-trading.pdf>)

29. Corporate Governance and Management Discussion & Analysis Report

Reports on Corporate Governance in accordance with Listing Regulations, along with a certificate from M/s Maroti & Associates, Practicing Chartered Accountants, are given separately in this Annual Report.

The Management Discussion & Analysis Report, which form an integral part of this Report, are set out as separate Annexure.

30. Internal Financial Control and its Adequacy

The board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

31. Policy For Determining Materiality For Disclosures

The Board of Directors of the Company, has adopted the is required to formulate and adopt a Policy for Determination of Materiality of Events to disclose details of events / information which in the opinion of the Board, are material in terms of Regulation 30 of the Listing Regulations. The policy is available on the website of the Company (<http://www.jtapariaprojects.com/download/codeofconduct/policy-on-determination-of-materiality-of-event.pdf>)

32. Archival Policy

The policy deals with the retention and archival of corporate records of J.Taparia Projects Limited. The policy is available on the website of the company (<http://www.jtapariaprojects.com/download/codeofconduct/archival-policy.pdf>).

33. Business Responsibility Report

Pursuant to Regulations 34(2)(f) of SEBI (LODR) Regulations,2015 Business Responsibility Report is not applicable to your Company.

34. Extract of Annual Return

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as “ Annexure B”.

35. Acknowledgements

Your Directors wish to thanks all those who contributed by some means or other for the performance of the company for their continued support and valuable co-operation and expect the same in the future.

For and on behalf of the board

Place: **Kolkata**

Date: **22nd Day of May, 2017**

Mahavir Jain
Whole Time Director
cum CFO
(DIN: 02048027)

Sanjit Dhawa
Managing Director
& CEO
(DIN: 05162937)

ANNEXURE A TO THE BOARDS REPORT

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2017

[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
M/s. J. Taparia Projects Ltd.
16, B. R. B. Basu Road
3rd Floor, Kolkata – 700001.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. J. Taparia Projects Limited (CIN:L74210WB1980PLC032979)** (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 our verification of the **M/s. J. Taparia Projects Limited** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31st March, 2017** (**‘Audit Period’**) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s. J. Taparia Projects Limited** (“the Company”) for the financial year ended on 31st March, 2017 according to the provisions of:

1. The Companies Act, 2013(the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. 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;
5. The following Regulations and Guidelines prescribed under the Securities and

Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to the extent applicable to the Company during the period under review;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (**Not applicable to the Company during the Audit Period**);
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2014 notified on 28th October, 2014 (**Not applicable to the Company during the Audit Period**);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the Audit Period**);
 - (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;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not applicable to the Company during the Audit Period**);
6. We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof the Company has complied with the following laws applicable specifically to the Company:
- (i) Indian Contract Act, 1872

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent applicable to the Company during the period under review.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

All majority decisions at Board Meetings and Committee Meetings as represented by the management, were carried out unanimously as recorded in the minutes of the meetings of Board of Directors or Committees of the Board as the case may be.

We further report that as represented by the Company and relied upon by us 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.

We further report that during the Audit Period, the Company has not incurred any specific event / action that can have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

P D Rao & Associates
Practising Company Secretaries

Name : CS P. Doleswar Rao
(Proprietor)

Mem.No. : A38387

C. P. No. : 14385

Place: Kolkata
Date: 22.05.2017

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

Annexure 'I' to the Secretarial Audit Report :

To
The Members
M/s. J. Taparia Projects Ltd.
16, B.R.B.Basu.Road,
3rd Floor, Kolkata – 700001.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we 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, standards is the responsibility of management. Our examination was limited to the verification of procedures on the random 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.

P D Rao & Associates
Practising Company Secretaries

Place: Kolkata
Date: 22.05.2017

Name : CS P. Doleswar Rao
(Proprietor)
Mem.No. : A38387
C. P. No. : 14385

ANNEXURE B TO THE BOARDS REPORT**FORM NO. MGT-9****EXTRACT OF ANNUAL RETURN**

as on the financial year ended on 31st March, 2017

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

I. REGISTRATION AND OTHER DETAILS:

- i) CIN : L74210WB1980PLC032979
- ii) Registration Date : 08.09.1980
- iii) Name of the Company : J. TAPARIA PROJECTS LTD
- iv) Category/Sub-Category of the Company : Company Limited by Shares
- v) Address of the Registered office and contact details:

Registered Office:

16, B. R. B. Basu Road, 3rd Floor,
Kolkata - 700001 (West Bengal)
Tel. : +91 8420916222

- vi) Whether listed company : YES

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

Niche Technologies Pvt. Ltd.
D-511, Bagree Market,
71, B.R.B.B. Road, 5th Floor,
Kolkata - 700 001
Tel. : +91 33 2235 7270 / 7271
Fax : +91 33 2215 6823

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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Sale of Time	99836200	62.21%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
01	Coolhut Traders Limited 3, Synagogue Street, 3 rd Floor, Kolkata-700001	U51909WB2012PLC171569	Subsidiary	100%	2(87)
02	Fabert Merchandise Ltd. 3, Synagogue Street, 3 rd Floor, Kolkata-700001	U51909WB2012PLC171570	Subsidiary	100%	2(87)
03	Footflash Trading Limited 3, Synagogue Street, 3 rd Floor, Kolkata-700001	U51909WB2012PLC171571	Subsidiary	100%	2(87)
04	Gabarial Enclave Limited 3, Synagogue Street, 3 rd Floor, Kolkata-700001	U70100WB2012PLC171572	Subsidiary	100%	2(87)
05	Gritty Marketing Limited 3, Synagogue Street, 3rd Floor, Kolkata-700001	U51909WB2012PLC171692	Subsidiary	100%	2(87)
06	Suvridhi Vanijya Limited 3, Synagogue Street, 3rd Floor, Kolkata-700001	U51909WB2012PLC171585	Subsidiary	100%	2(87)
07	Waterlink Suppliers Ltd. 3, Synagogue Street, 3rd Floor, Kolkata-700001	U70109WB2012PLC171567	Subsidiary	100%	2(87)

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	
A. PROMOTERS									
INDIAN									
INDIVIDUALS/ HINDU UNDIVIDED FAMILY	3200	0	3200	0.02	3200	0	3200	0.02	0%
CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)	0	0	0	0	0	0	0	0	0%
BODIES CORPORATE	4430000	0	4430000	27.35	4430000	0	4430000	27.35	0%

FINANCIAL INSTITUTIONS/ BANKS	0	0	0	0	0	0	0	0	0%
ANY OTHER (SPECIFY)	0	0	0	0	0	0	0	0	0%
SUB-TOTAL (A)(1)	4433200	0	4433200	27.37	4433200	0	4433200	27.37	0%
FOREIGN									
NRIs - Individuals	0	0	0	0	0	0	0	0	0%
Other – Individuals	0	0	0	0	0	0	0	0	0%
BODIES CORPORATE	0	0	0	0	0	0	0	0	0%
INSTITUTIONS	0	0	0	0	0	0	0	0	0%
ANY OTHER (SPECIFY)	0	0	0	0	0	0	0	0	0%
SUB-TOTAL(A)(2)	0	0	0	0	0	0	0	0	0%
TOTAL SHAREHOLDING OF PROMOTER AND PROMOTER GROUP (A)= (A)(1)+(A)(2)	4433200	0	4433200	27.37	4433200	0	4433200	27.37	0%
PUBLIC SHAREHOLDING									
INSTITUTIONS									
MUTUAL FUNDS	0	0	0	0	0	0	0	0	0%
FINANCIAL INSTITUTIONS/ BANKS	0	0	0	0	0	0	0	0	0%
CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)	0	0	0	0	0	0	0	0	0%
VENTURE CAPITAL FUNDS	0	0	0	0	0	0	0	0	0%
INSURANCE COMPANIES	0	0	0	0	0	0	0	0	0%
FOREIGN INSTITUTIONAL INVESTORS	0	0	0	0	0	0	0	0	0%
FOREIGN VENTURE CAPITAL INVESTORS	0	0	0	0	0	0	0	0	0%
ANY OTHER (SPECIFY)	0	0	0	0	0	0	0	0	0%
SUB-TOTAL (B)(1)	0	0	0	0	0	0	0	0	0%
NON-INSTITUTIONS									
BODIES CORPORATE INDIAN	11463851	0	11463851	70.76	11257301	0	11257301	69.49	-1.28
BODIES CORPORATE OVERSEAS	0	0	0	0	0	0	0	0	0%

INDIVIDUALS - I. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UP TO RS. 1 LAKH.	16011	165270	181281	1.12	57857	165270	223127	1.38	0.26
II. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS.1 LAKH.	86938	34730	121668	0.75	90163	34730	124893	0.77	0.02
ANY OTHER (SPECIFY) Clearing Mem / Clearing Cor	0	0	0	0	161479	0	161479	1	1
NRI's	0	0	0	0	0	0	0	0	0%
SUB-TOTAL (B)(2)	11566800	200000	11766800	72.63	11566800	200000	11766800	72.63	0%
TOTAL PUBLIC SHAREHOLDING (B)= (B)(1)+(B)(2)	11566800	200000	11766800	72.63	11566800	200000	11766800	72.63	0%
TOTAL (A)+(B)	16000000	200000	16200000	100	16000000	200000	16200000	100	0%
SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED	0	0	0	0	0	0	0	0	0%
GRAND TOTAL (A)+(B)+(C)	16000000	200000	16200000	100	16000000	200000	16200000	100	0%

(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	Maxxon Trading & Finvest Pvt. Ltd.	1980000	12.22	0	1980000	12.22	0	0%
2	Oasis Syntex Pvt. Ltd	2450000	15.12	0	2450000	15.12	0	0%
3	Ajay Anand Pugalia	1600	0.01	0	1600	0.01	0	0%
4	Anjan Kumar Sirohia	1600	0.01	0	1600	0.01	0	0%
Total		4433200	27.37	0	4433200	27.37	0	0%

(iii) CHANGE IN PROMOTERS' SHAREHOLDING:

Sl. No.	Particulars	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.	Maxxon Trading & Finvest Pvt. Ltd. At the beginning of the year	1980000	12.22		
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year			1980000	12.22
2	Oasis Syntex Pvt. Ltd. At the beginning of the year	2450000	15.12		
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year			2450000	15.12
3	Ajay Anand Pugalia At the beginning of the year	1600	0.01		
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year			1600	0.01
4	Anjan Kumar Sirohia At the beginning of the year	1600	0.01		
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year			1600	0.01

(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		Cumulative Shareholding during the year	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1	NIGHTANGLE MARCOM PVT. LTD. At the beginning of the year.	0	0.00	-	-
	Increase / (Decrease) in Share holding during the year. Transfer 03.03.2017	786000	4.85	786000	4.85
	At the end of the year.	-	-	786000	4.85

2	STUPENDORS COMMODEAL PVT. LTD At the beginning of the year.	0	0.00	-	-
	Increase / (Decrease) in Share holding during the year.				
	Transfer 03.03.2017	774500	4.78	774500	4.78
	Transfer 17.03.2017	-28516	-0.18	745984	4.61
	Transfer 24.03.2017.	-14095	-0.09	731889	4.52
	At the end of the year.	-	-	731889	4.52
3	MOONVIEW TREXIM PVT. LTD At the beginning of the year.	724600	4.47	-	-
	Increase / (Decrease) in Share holding during the year..	-	-	-	-
	At the end of the year.	-	-	724600	4.47
4	ALLIED TREXIM PVT. LTD. At the beginning of the year.	705000	4.35	-	-
	Increase / (Decrease) in Share holding during the year.	-	-	-	-
	At the end of the year.	-	-	705000	4.35
5	PRIYANKA TREXIM AND COMMERCE PVT. LTD. At the beginning of the year.	670000	4.14	-	-
	Increase / (Decrease) in Share holding during the year.	-	-	-	-
	At the end of the year.	-	-	670000	4.14
6	SUTLAJ SALES PVT. LTD. At the beginning of the year.	613000	3.78	-	-
	Increase / (Decrease) in Share holding during the year.	-	-	-	-
	At the end of the year.	-	-	613000	3.78
7	IMPRESSION DEALCOM PVT. LTD. At the beginning of the year.	580000	3.58	-	-
	Increase / (Decrease) in Share holding during the year.	-	-	-	-
	At the end of the year.	-	-	580000	3.58

8	DURGAGAN VINCOM PVT. LTD. At the beginning of the year.	633800	3.91	-	-
	Increase / (Decrease) in Share holding during the year.				
	Transfer 17.03.2017	-21699	0.13	612101	3.78
	Transfer 24.03.2017	-32788	0.20	579313	3.58
	At the end of the year.	-	-	579313	3.58
9	EVERSAFE HIGHRISE PVT. LTD. At the beginning of the year.	560000	3.46	-	-
	Increase / (Decrease) in Share holding during the year.				
	Transfer 03.03.2017	-20000	0.12	540000	3.33
	Transfer 17.03.2017	-12130	0.08	527870	3.26
	Transfer 24.03.2017	-20696	0.13	507174	3.13
	At the end of the year.	-	-	507174	3.13
10	SPACEPLUS AGENCIES PVT. LTD. At the beginning of the year.	500000	3.09	-	-
	Increase / (Decrease) in Share holding during the year.	-	-	-	-
	At the end of the year.	-	-	500000	3.09

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sl. No.	Particulars	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	SANJIT DHAWA Managing Director At the beginning of the year	0	0		
	Increase / (Decrease) in Share holdings during the year:	0	0	0	0
	At the End of the year			0	0
2	MAHAVIR JAIN Whole time Director & CFO At the beginning of the year	0	0		
	Increase / (Decrease) in Share holdings during the year:	0	0	0	0
	At the End of the year			0	0

3.	SURAJIT GHOSH * Non Executive Director At the beginning of the year	0	0		
	Increase / (Decrease) in Share holdings during the year:	0	0	0	0
	At the End of the year			0	0
4	ASHISH DAS * Independent Director At the beginning of the year	0	0		
	Increase / (Decrease) in Share holdings during the year:	0	0	0	0
	At the End of the year			0	0
5	AMAL JAIN Independent Director At the beginning of the year	0	0		
	Increase / (Decrease) in Share holdings during the year:	0	0	0	0
	At the End of the year			0	0
6	TRIPTI SURELIA Independent Director At the beginning of the year	0	0		
	Increase / (Decrease) in Share holdings during the year:	0	0	0	0
	At the End of the year			0	0
7	MANISH BHOOT** Company Secretary At the beginning of the year	0	0		
	Increase / (Decrease) in Share holdings during the year:	0	0	0	0
	At the End of the year			0	0
8	SUDHA AGARWAL # Company Secretary At the beginning of the year	0	0		
	Increase / (Decrease) in Share holdings during the year:	0	0	0	0
	At the End of the year			0	0

*Date of appointment 24.08.2016; ** Date of appointment 31.01.2017 and # Date of cessation 30.01.2017

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	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year.				
Addition	0	0	0	0
Reduction	0	0	0	0
Net Change Indebtedness	0	0	0	0
At the end of the financial year.				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager		Total Amount
		Sanjit Dhawa Managing Director	Mahavir Jain Whole Time Director and Chief Financial Officer	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	84,000	0	84,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission - as % of profit - others, specify	0	0	0
5	Others, please specify	0	0	0
	Total (A)	84,000	0	84,000

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

Sl. No.	Directors	Particulars of Remuneration			Total Amount
		Fee for attending Board / Board Committee Meetings	Commission	Others, Please Specify	
1	Independent Directors :				
	Tripti Surelia	00	00	00	00
	Amal Jain	00	00	00	00
	Ashish Das	00	00	00	00
	Total Amount (1)	00	00	00	00
2	Other Non-Executive Directors				
	Surajit Ghosh (w.e.f. 24.08.2016)	00	00	00	00
	Total Amount (2)	00	00	00	00
	Total (B) = (1+2)	00	00	00	00

C. Remuneration To Key Managerial Personnel Other Than MD / Manager / WTD

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Sudha Agarwal Company Secretary (upto 30.01.2017)	Manish Bhoot Company Secretary (w.e.f. 31.01.2017)	
I	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	2,00,000	40,000	2,40,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961.	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission - as % of profit - others, specify	0	0	0
5	Others, please specify	0	0	0
	Total (C)	2,00,000	40,000	2,40,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Against the Company, Directors and other Officers in Default under the Companies Act, 2013 : None

ANNEXURE - TO THE DIRECTORS' REPORT

CORPORATE GOVERNANCE REPORT

We believe in adopting best practices of corporate governance and focus on enhancement of stakeholder value without compromising on ethical standards. Corporate Governance as a systemic process by which companies are directed and controlled to enhance their wealth-generating capacity. Our Corporate Governance framework ensures that we make timely disclosure and share accurate information regarding financial performance as well as disclosure related to the leadership and governance of the Company. These are articulated through Company's Code of Business Conduct, Corporate Governance Guidelines and charters of various sub-committees of the Board of Directors ("Board"). The Directors present the Company's Report on Corporate Governance pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A) MANDATORY REQUIREMENTS:

1) BOARD OF DIRECTORS

a) Composition:

We believe that our Board needs to have an appropriate mix of executive and non executive directors. The Non-Executive Directors includes independent directors. The Executive Directors, including the Chairman, do not generally exceeds one third of the total strength of its Board. None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or chairman of more than 5 Committees. The present strength of the Board is six directors. The composition of the Board and other details relating to their directorship in other company are given below:

Name of the Director	Designation	Number of board meetings during the year 2016-17		Whether attended last AGM held on 23rd August, 2016	No of other Directorship in other Companies		Number of Committee's position held in other Public Companies	
		Held	Attended		Public	Private	Chairman	Member
Mr. Sanjit Dhawa	Managing Director	13	12	Yes	7	0	NIL	NIL
Mr. Mahavir Jain	Director	13	11	Yes	7	0	NIL	NIL
Mrs. Tripti Surelia	Director	13	10	Yes	7	0	NIL	NIL
Mr. Amal Jain	Director	13	11	No	0	14	NIL	NIL
Mr. Surajit Ghosh*	Director	13	8	N.A.	7	0	NIL	NIL
Mr. Ashish Das*	Director	13	8	N.A.	7	0	NIL	NIL

* Mr. Surajit Ghosh and Mr. Ashish Das joins the board w.e.f. 24.08.2016.

b) Appointment/Reappointment of Directors:

Mr. Sanjit Dhawa (DIN: 05162937), who retires by rotation at this AGM and is eligible for re-appointment and offers himself for re-appointment. No director is related to any other director on the Board in terms of the provision of The Act.

c) Board Meeting Procedure

The meeting of the Board of Directors are being held at regular intervals of not more than four months at the Company's Registered Office at Kolkata and are generally scheduled well in advance and the provisions under the Companies Act, 2013 and those under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are followed in this regard. The Board meets at least once in a quarter to review quarterly performance and financial results. The agenda of the meeting is prepared and circulated to the directors in advance. The Members of the Board have access to all information pertaining to the Company and are free to recommend inclusion of any matter in the agenda for the discussions. Senior Executives/Directors of the Group Company are invited to attend the Board meeting for discussion and providing inputs and their views, as and when required. During the financial year ending 31.03.2017.

13 (Thirteen) meeting of the Board of Directors were held on 16.05.2016; 16.06.2016; 15.07.2016, 10.08.2016; 24.08.2016; 02.09.2016; 15.09.2016; 13.10.2016; 08.11.2016; 19.12.2016; 30.01.2017; 15.02.2017 and 10.03.2017.

d) Performance evaluation of Board

A formal evaluation mechanism is in place for evaluating the performance of the Board, Committees thereof, individual Directors and the Chairman of the Board. The evaluation was done based on criteria which includes, among others, providing strategic perspective, Chairmanship of Board and Committees, attendance and preparedness for the meetings, contribution at meetings, effective decision making ability, role of the Committees

e) Independent Director's meeting

Two meetings of the Independent Directors was held on 28.09.2016 and 08.02.2017, interalia, to discuss evaluation of the performance of Non Independent Directors, the Board as a whole, evaluation of the performance of the Chairman, taking into account the views of the Executive and Non-Executive Directors and the evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Independent Directors expressed satisfaction with the overall performance of the Directors and the Board as a whole. Inputs and suggestions received from the Directors were considered at the Board meeting and are being implemented.

2) AUDIT COMMITTEE

During the year under review 6 (six) meetings of the Audit Committee were held on 09.04.2016; 16.05.2016; 10.08.2016; 08.11.2016; 30.01.2017 and 10.03.2017. The Composition procedure, role / function of the Audit Committee comply with the requirements of the Listing Regulations. The brief terms of reference of the Audit Committee includes the following:

1. Overseeing the Company's financial report process and disclosure of its financial information.
2. Review of quarterly and annual financial results before submission to the Board.
3. Disclosure with Statutory and Internal auditors about the nature and scope of audit and their observations.
4. Investigate any matter referred to by the Board.
5. The Composition of the Audit Committee:

Name of the Members	Category of Directorship	Designation	No. of Meetings held during the year 2016-17	
			Held	Attended
Mr. Amal Jain	Non-Executive	Chairman	6	6
Mr. Sanjit Dhawa	Executive	Member	6	5
Mrs. Tripti Surelia	Non-Executive	Member	6	6

3) SHAREHOLDERS'/INVESTORS' GRIEVANCES COMMITTEE

During the year under review 3 (three) meetings of the Shareholders / Investors Grievances Committee were held on 15.09.2016; 19.12.2016 and 10.03.2017. The Shareholders / Investors Grievance Committee is to look into the specific Complaints received from the Shareholders of the Company. The Composition of the said Committee is as follows:

Name of the Members	Category of Directorship	Designation	No. of Meetings held during the year 2016-17	
			Held	Attended
Mr. Amal Jain	Non-Executive	Chairman	3	3
Mr. Mahavir Jain	Whole Time Director	Member	3	3
Mrs. Tripti Surelia	Non-Executive	Member	3	3

4) NOMINATION & REMUNERATION COMMITTEE

The nomination & remuneration committee shall evaluate and approve the appointment and remuneration of senior executives, the Company's remuneration plan, annual salary increase

principles and budgets, annual and long term incentive plans of the Company, policies and programs such as succession planning, employment agreements, severance agreements and any other benefits. During the year under review 5(five) meetings of the said committee was held on 30.04.2016; 01.07.2016; 08.11.2016; 30.01.2017 and 10.03.2017. The composition of Remuneration & Nomination Committee is as under:

Name of the Members	Category of Directorship	Designation	No. of Meetings held during the year 2016-17	
			Held	Attended
Mr. Amal Jain	Non-Executive	Chairman	5	5
Mrs. Tripti Surelia	Non-Executive	Member	5	5
Mr. Surajit Ghosh (w.e.f. 24.08.2016)	Non-Executive	Member	5	3

Details of remuneration and sitting fees paid to Directors:

Executive Director and KMP

The Company pays remuneration to its Managing Director and other Managerial Personals by way of salary (as fixed component) subjected to the overall ceiling as stipulated in the Companies Act, 2013. Given below are the details of Remuneration paid to Key Managerial Personal (KMP) Viz., Managing Director, Company Secretary & CFO:

Name of Executive Director & KMP	Category	Total Salary paid during April, 2016 to March, 2017
Mr. Sanjit Dhawa	Managing Director	Rs. 84,000.00
Mrs. Sudha Agarwal (upto 30.01.17)	Company Secretary	Rs. 2,00,000.00
Mr. Manish Bhoot (w.e.f 31.01.17)	Company Secretary	Rs. 40,000.00

Non-Executive Directors

The Company has not paid any sitting fees to Non-Executive Directors for the Financial Year ended 31.03.2017 with their consent to the same for attending Board Meetings and various Committee Meetings. None of the Directors has any material financial interest in the Company apart from the remuneration received by them during the year.

Name of Non Executive Director	Category	Sitting fees paid (if any)
Mr. Amal Jain	Non Executive Independent Director	-
Mr. Surajit Ghosh (w.e.f. 24.08.2016)	Non Executive Non Independent Director	-
Mrs. Tripti Surelia	Non Executive Independent Director	-
Mr. Ashish Das (w.e.f. 24.08.2016)	Non Executive Independent Director	-

5) SUBSIDIARY COMPANIES :

The Company have following subsidiaries :

01. Coolhut Traders Limited
02. Fabert Merchandise Limited
03. Footflash Trading Limited
04. Gabarial Enclave Limited
05. Gritty Marketing Limited
06. Suvridhi Vanijya Limited
07. Waterlink Suppliers Limited

6) GENERAL BODY MEETINGS

The previous three Annual General Meetings of the Company held on the dates, at time and venue given below:

(a) (i) The details of Annual General Meetings held in the last three years are as under:-

Financial Year	Date	Time	Venue
2013 – 2014	11.09.2014 Thursday	12.30 P.M	Community Hall, 10A, Debendra Ghosh Road, Bhawanipur, Kolkata-700 025
2014 – 2015	11.09.2015 Friday	2.30 P.M	“Conference Hall” 11, Clive Row, 5 th Floor, Kolkata-700001
2015 -- 2016	23.08.2016 Tuesday	12.30 P.M.	“Conference Hall” 11, Clive Row, 5 th Floor, Kolkata-700001

(ii) There were no Extra-Ordinary General Meeting held in the last three years:

(b) Whether any special resolutions passed in the previous 3 AGMs/EGMs :

Yes, details of which are given hereunder:-

Date of AGM	Matter of Passing Special Resolution
11 th September, 2014	To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.

(c) Whether any special resolution passed last year through postal ballot and details of voting pattern?

During the year under review, no Special Resolution were not passed through Postal Ballot.

(d) Person who conducted the postal ballot exercise? - Not Applicable.

7) DISCLOSURES

During the financial year ended March 31, 2017 there were no materially significant related party transactions with the Company's Directors or their relatives. The managing Director was paid with salary as per the details given under:

Details of remuneration paid to the Managing Director:

Name	Salary	Total amount paid as on 31.03.2017	Period of Service Contract
Mr. Sanjit Dhawa	Rs. 7,000/-	Rs. 84,000/-	5 (Five) year From : 17.02.2014

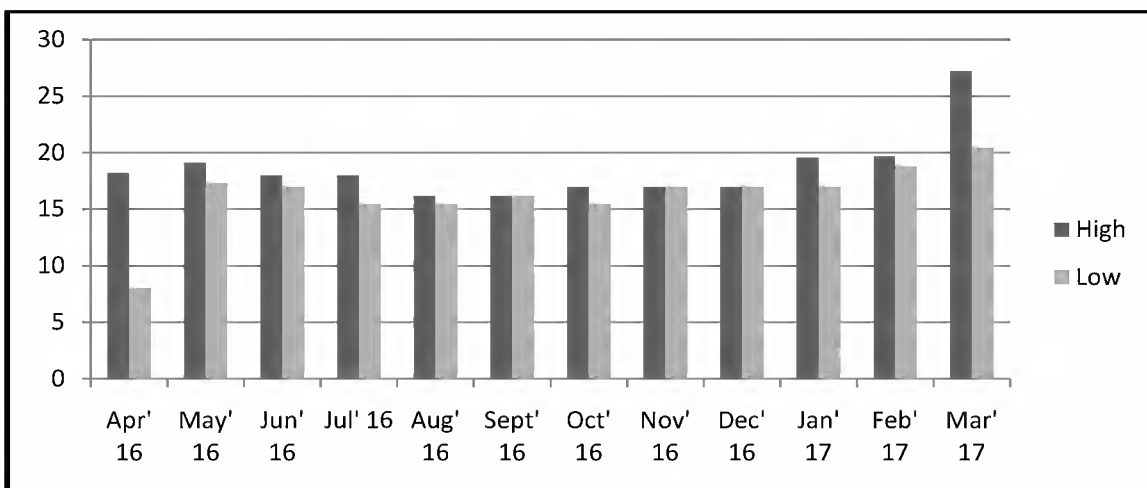
The Company has complied with all the statutory requirements comprised in the Regulations/ Guidelines / Rules of the Stock Exchanges / SEBI / other Statutory Authorities.

8) GENERAL SHAREHOLDER INFORMATION

(a) Annual General Meeting for the financial year 2016-2017 :	
Date	12th day of September, 2017
Time	2:30 P.M.
Venue	11, Clive Row, 5th Floor, Kolkata-700001
As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at the forthcoming AGM are given herein and in the Annexure to the Notice of the AGM dated August 10, 2017.	
(b) Financial Calendar	
Year ending	March 31, 2017
AGM in	September
(c) Date of Book Closure	6 th September, 2017 to 12 th September, 2017 (both days inclusive)
(d) Listing on Stock Exchanges	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai, Maharashtra 400001 The Calcutta Stock Exchange Limited 7, LyonsRange, Kolkata 700001
(e) Stock Codes: BSE LTD. THE C.S.E. LTD.	538539 20080
Listing fees as applicable have been paid.	
(f) Corporate Identification Number (CIN) of the Company:	L74210WB1980PLC032979
(g) Demat ISIN No. for CDSL and NSDL	INE075K01013

(h) The details of monthly highest and lowest closing quotations of the equity shares of the Company during the financial year 2016-17 are as under:

BSE Ltd.		
Month	High	Low
April'2016	18.20	08.00
May' 2016	19.10	17.30
June'2016	18.00	17.00
July'2016	18.00	15.45
August'2016	16.20	15.45
September'2016	16.20	16.20
October'2016	17.00	15.45
November'2016	17.00	17.00
December'2016	17.00	17.00
January'2017	19.55	17.00
February'2017	19.70	18.80
March'2017	27.20	20.45



[Chart showing High and Low of equity shares of the company for the year 2016-17]

(i) Registrar and Share Transfer Agents	M/s. Niche Technologies Private Limited D-511, Bagree Market, 5 th Floor, 71, B.R.B. Road, Kolkata-700001. Tel.: +91 33 2235 7270 / 7271 Fax: +91 33 2215 6823 E-mail: nichetechpl@nichetechpl.com
(j) Shares Transfer System	97.77% of the equity shares of the Company are in electronic form. Transfer of these shares are done through the depositories with no involvement of the Company. As regards transfer of shares held in physical form the transfer documents can be lodged with Registrar at any of the above mentioned addresses.
(k) Dematerialization of Shares and Liquidity:	The Company's Equity Shares are under Compulsorily traded in dematerialized form for all categories of investors. As on 31st March, 2017 97.77% of the total shares are in dematerialized form and 2.23% of the total shares are physical format. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE075K01013.

(m) DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2017:

Slab	No. of Shareholders		No. of Ordinary Shares	
	Total	% of Shareholders	Total	% of Shareholders
1-500	386	78.62	22,122	0.13
501-1000	26	5.30	24,305	0.15
1001-5000	40	8.15	1,27,772	0.79
5001-10000	9	1.83	59,417	0.37
10001-50000	3	0.61	61,063	0.38
50001-100000	1	0.20	75,050	0.46
100001 and Above	26	5.29	1,58,30,271	97.72
Total	491	100.00	1,62,00,000	100.00

(n) CATEGORY OF SHAREHOLDERS AS ON 31ST MARCH, 2017 :

Category	No. of Shares	%
Public	348020	2.15
Domestic Bodies Corporate	11257301	69.49
Clearing Member/Clearing Corpo.	161479	1.00
Promoters & Associates	4433200	27.36
TOTAL	16200000	100.00

9) MEANS OF COMMUNICATIONS

The quarterly / half-yearly and annual financial results of the Company are sent to the Stock Exchanges where the shares of the Company are listed immediately after they have been taken on record by the Board. The same are usually published in Business Standard / Asian Age / Financial Express & Kalantar Newspapers. The Company is also providing information relating to the material events from time to the investors and to the public at large by faxing the information to the Stock Exchanges as and when happened.

10)Address of communications

J.Taparia Projects Ltd.

16, B.R.B.B. Road, 3rd Floor,

Kolkata- 700001 (W.B)

Telephone No.: +91 8420916222

Email: jtaparia2008@gmail.com

Website: www.jtapariaprojects.com

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The key areas of Management Discussion and Analysis are given below.

Overview

The financial statements have been prepared in compliance with the requirements of the Companies Act, 1956, guidelines issued by the Securities and Exchange Board of India (SEBI) and the Generally Accepted Accounting Principles (GAAP) in India. Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for the various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present our statement of affairs, profits and cash flows for the year.

Industry Structure & Developments

On the inflation front, last year saw consistent easing of headline WPI inflation which came close to the Reserve Bank's tolerance threshold by March, 2014. However, the food price pressures and endemic supply constraints continue to persist suggesting a cautious approach by RBI in near to medium term. In its latest annual monetary policy, RBI has indicated that the balance of risks stemming from its assessment of growth-inflation dynamic yields leaves little maneuvering space for further monetary easing. RBI's current assessment is that activity will remain subdued during the first half of this year with a modest pick-up in the second half. Agricultural growth could return to trend levels if the monsoon is normal as recently forecast. The outlook for industrial activity remains subdued

Segment Wise or Product Wise Performance

The global economic scenario has remained volatile and weak market sentiments continued in Fiscal 2014, worsened by the absence of major policy developments during the year. Most Indian markets experienced continued moderation of absorption.

Outlook

As your Company continues to implement its strategies, its financial condition at the end of Fiscal 2014 reflects the on-going effect of the above economic and business factors. Your Company believes that demand conditions in the real estate sector are exhibiting early signs of improvement, and signs of declining interest rates as well as renewed activity in the ending and public capital markets are expected to ease funding pressures. Hence, the Company is expecting to improve its performance and profitability in future.

Opportunities & Threats

Your Company plans to focus on the development of certain key projects in the country. In addition, your Company also intends to launch the sale of plotted developments at several locations in India. Business opportunities for the company are enormous as the new areas and segments are being explored. A larger segment of customers remain uncontained by large Companies. Your Company on its part is also well poised to seize new opportunities as they come.

Risks & Concerns

Your Company is exposed to a number of risks such as economic, regulatory, taxation and environmental risks and also the investment outlook towards Indian real estate sector. Some of the risks that may arise in its normal course of its business and impact its ability for future developments include inter-alia, credit risk, liquidity risk, counterparty risk, regulatory risk, commodity inflation risk and market risk. Your Company's chosen business strategy of focusing on certain key products and geographical segments is also exposed to the overall economic and market conditions. Your Company has implemented robust risk management policies and guidelines that set out the tolerance for risk and your Company's general risk management philosophy. Accordingly, your Company has established a framework and process to monitor the exposures to implement appropriate measures in a timely and effective manner.

Internal Control System and Adequacy

Internal control systems and procedures in the Company are commensurate with the size and the nature of Company's business and are regularly reviewed and updated by incorporating changes in regulatory provisions in order to safeguard the assets and to ensure reliability of financial reporting.

Human Resources

The Company continues to give priority to its human assets. The Company provides a fair and equitable work environment to all its employees. The Company is continuously working to create and nurture an atmosphere which is highly motivated and result oriented.

Financial Performance

The financial performance of the Company for the year under review is discussed in detail in the Directors Report.

For and on behalf of Board of Directors

Sanjit Dhawa
Managing Director & CEO
DIN : 05162937

CEO/CFO COMPLIANCE CERTIFICATE

We have reviewed Financial Statements and the Cash Flow Statement for the financial year ended 31st March, 2017 and that to the best of our knowledge and belief:

- i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading ;
- ii. these statements together present a true and fair view of the Company's affairs and comply with existing accounting standards, applicable laws and regulations.

There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2017, that are fraudulent, illegal or violative of the Company's code of conduct.

We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

There has not been any significant changes in the internal control over financial reporting during the year under review.

There has not been significant changes in the accounting policies during the year under reference requiring disclosure in the notes to the financial statements.

We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of board of Directors

Place: Kolkata

Mahavir Jain

Sanjit Dhawa

Date : 22nd Day of May, 2017 [Chief Financial Officer & WTD]

**[Chief Executive Officer &
Managing Director]**

DIN :: 02048027

DIN :: 05162937

DECLARATION ON COMPLIANCE OF THE COMPANY'S CODE OF CONDUCT

To,

J. Taparia Projects Limited

16, B.R.B.Basu Road, Kolkata - 700 001

I, Sanjit Dhawa (DIN: 05162937), Managing Director and CEO of the Company, hereby declare that the Board of Directors have laid down a Code of Conduct for the Board Members and Senior Management of the Company and the Board Members and Senior Management have affirmed compliance with the said Code of Conduct.

Place: Kolkata

Date : 22nd Day of May, 2017

Sanjit Dhawa

[CEO & Managing Director]

DIN :: 05162937

2016-17

J. TAPARIA PROJECTS LIMITED

MAROTI & ASSOCIATES

Chartered Accountants

Mercantile Building, 9/12, Lal Bazar Street

E" Block, 3rd Floor, Room No. 2

Kolkata - 700 001

Phone : 033-2231 9391 / 92, 3293 8733(D)

Tel/Fax : (033) 2243-8371

Mobile : 98310 48621

E-mail : mkmaroti@gmail.com

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members of **J. Taparia Projects Limited**

We have examined the compliance of conditions of Corporate Governance by **J. Taparia Projects Limited** for the year ended on **31st March, 2017**, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the Compliance of the Corporate Governance. It is neither an Audit nor an opinion on the financial statement of the Company.

In our opinion and into the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

For MAROTI & ASSOCIATES
Chartered Accountants
Firm Reg. No. 322770E

Radhika Patodia
Partner
Membership No: 309219

Place : Kolkata

Date : 22nd May, 2017

MAROTI & ASSOCIATES

Chartered Accountants

Mercantile Building, 9/12, Lal Bazar Street

"E" Block, 3rd Floor, Room No. 2

Kolkata - 700 001

Phone : 033-2231 9391 / 92, 3293 8733(D)

Tel/Fax : (033) 2243-8371

Mobile : 98310 48621

E-mail : mkmaroti@gmail.com

INDEPENDENT AUDITORS' REPORT

To the Members of

J. TAPARIA PROJECTS LIMITED**REPORT ON THE STANDALONE FINANCIAL STATEMENTS**

We have audited the accompanying standalone financial statements of **J. TAPARIA PROJECTS LIMITED** ('the Company'), which comprise the balance sheet as at 31st March 2017, 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 31st March 2017 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.
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 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 2017 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2017 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, if any. However the Company does not have any ongoing long-term contracts including derivative contracts as on the Balance sheet date.
 - c. There were no such amounts appearing in the books which are required to be transferred to the Investor Education and Protection Fund by the Company.
 - d. The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

For MAROTI & ASSOCIATES
Chartered Accountants
Firm Reg. No. 322770E

Radhika Patodia
Partner
Membership No: 309219

Place : Kolkata
Date : 22nd May, 2017

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 31st March 2017, 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. The Company had no inventories during the year, thus, paragraph 3(ii) of the Order is not applicable to the Company.
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, this clause is not applicable.
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 for any of the services rendered by the company. Accordingly, this clause is not applicable.

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 applicable for the year under audit.

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 31st March 2017 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 undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2017 for a period of more than six months from the date of becoming payable except the followings:

<u>Sl. No</u>	<u>Nature of Dues</u>	<u>Amount Due</u>	<u>Forum where pending</u>	<u>For which Assessment Year.</u>
1	Income Tax Act, 1961	Rs. 1,90,260/- (Net of payment)	Commissioner of Income Tax (Appeal)	2014-2015

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 public offer (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 not required to registered under section 45-IA of the Reserve Bank of India Act 1934.

For MAROTI & ASSOCIATES
Chartered Accountants
Firm Reg. No. 322770E

Radhika Patodia
Partner
Membership No: 309219

Place : Kolkata
Date : 22nd May, 2017

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 **J. TAPARIA PROJECTS LIMITED** ("the Company") as of 31st March 2017 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 31st March 2017, 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
Firm Reg. No. 322770E

Radhika Patodia
Partner
Membership No: 309219

Place : Kolkata
Date : 22nd May, 2017

BALANCE SHEET AS AT 31ST MARCH, 2017

Particulars	Note No	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
		₹	₹
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	162,000,000	162,000,000
(b) Reserves and Surplus	3	649,485	1,588,598
(2) Non-Current Liabilities			
(a) Deferred Tax Liabilities	4	-	-
(3) Current Liabilities			
(a) Other current liabilities	5	56,438	53,966
(b) Short-term Provisions	6	200,000	200,000
Total		162,905,923	163,842,564
II. ASSETS			
(1) Non-current assets			
(a) Fixed Assets			
Tangible Assets	7	2,342	5,476
(b) Non-current investments	8	161,629,250	161,629,250
(c) Deferred Tax Assets	4	97	101
(2) Current assets			
(a) Cash and cash equivalents	9	281,570	1,083,123
(b) Trade Receivable	10	-	181,300
(c) Short-term loans and advances	11	936,118	851,868
(d) Other current assets	12	56,546	91,446
Total		162,905,923	163,842,564

SIGNIFICANT ACCOUNTING POLICIES
OTHER NOTES ON ACCOUNTS

1
20

For and on behalf of the Board

In terms of our report of even date
For MAROTI & ASSOCIATES
(CHARTERED ACCOUNTANTS)
(FIRM REG NO : 322770E)

Sanjit Dhawa
Managing Director & CEO
DIN:: 05162937

RADHIKA PATODIA
(Partner)
(M.NO : 309219)

Mahavir Jain
Chief Financial Officer & WTD
DIN: 02048027

Place : Kolkata
Date : 22nd day of May, 2017

Manish Bhoot
Company Secretary

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2017

Particulars	Note No	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
		₹	₹
I. REVENUE FROM OPERATIONS	13	122,500	185,000
II. OTHER INCOME	14	74,400	765,872
III. TOTAL REVENUE		196,900	950,872
<u>IV. EXPENSES</u>			
Employee Benefit Expense	15	415,200	315,200
Depreciation and Amortisation	16	3,134	9,388
Other Expenses	17	717,675	667,995
		1,136,009	992,583
Profit Before Exceptional Items		(939,109)	(41,711)
Less: Exceptional Items	18	-	-
Profit Before Tax		(939,109)	(41,711)
Tax Expense			
Current Tax		-	-
Deferred Tax		(4)	(71)
Profit / (Loss) For The Period		(939,113)	(41,782)
Earning Per Equity Share	19		
Basic		(0.058)	(0.003)
Diluted		(0.058)	(0.003)

SIGNIFICANT ACCOUNTING POLICIES 1
OTHER NOTES ON ACCOUNTS 20

For and on behalf of the Board

In terms of our report of even date
For **MAROTI & ASSOCIATES**
(CHARTERED ACCOUNTANTS)
(FIRM REG NO : 322770E)

Sanjit Dhawa
Managing Director & CEO
DIN:: 05162937

Mahavir Jain
Chief Financial Officer & WTD
DIN:: 02048087

RADHIKA PATODIA
(Partner)
(M.NO : 309219)

Place : Kolkata
Date : 22nd day of May, 2017

Manish Bhoot
Company Secretary

NOTE - 1 : Significant Accounting Policies :**01 ACCOUNTING CONVENTIONS**

The Financial Statements are prepared on Historical Cost Convention. Financial Statements are prepared in accordance with relevant presentational requirements of the Companies Act, 2013 and applicable mandatory Accounting Standards as prescribed under section 133 of Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014.

02 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.

03 RECOGNITION OF INCOME & EXPENDITURE

Income & Expenditures are accounted for on accrual basis, except Dividend which is accounted for on Receipt Basis.

04 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.

05 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.

Depreciation on fixed assets added/disposed off during the year, is provided on pro-rata basis with reference to the date of addition/disposal.

In a case of impairment, if any, depreciation is provided on the revised carrying amount of the assets over their remaining useful life.

06 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.

07 TAXES ON INCOME

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

Deferred Tax is recognised, subject to consideration of prudence, in respect of deferred tax assets / liabilities on timing difference, being the difference between taxable income and accounting income that originated in one period and are capable of reversal in one or more subsequent periods.

08 CONTINGENT LIABILITIES

Contingent Liability . if any is disclosed by way of notes on accounts.

09 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.

10 PROVISIONING FOR DEFERRED TAXES

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.

**NOTE FORMING PART OF THE BALANCE SHEET AS AT
& STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017**

	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	₹	₹
NOTE - 2		
SHARE CAPITAL		
Authorised 1,62,00,000 (P.Y. 1,62,00,000) Equity Shares of Rs.10/- each	162,000,000	162,000,000
Issued, Subscribed & Paid up 1,62,00,000 (P.Y. 1,62,00,000) Equity Shares of Rs.10/- each fully paid up in cash.	162,000,000	162,000,000
	162,000,000	162,000,000

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 current reporting period		Figures as at the end of the previous reporting period	
	Nos	Amount	Nos	Amount
Shares outstanding at the beginning of the year	16,200,000	162,000,000	16,200,000	162,000,000
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	16,200,000	162,000,000	16,200,000	162,000,000

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 current reporting period		Figures as at the end of the previous reporting period	
	Nos	%	Nos	%
(EQUITY SHARES OF RS 10/ EACH FULLY PAID UP)				
OASIS SYNTEX PRIVATE LIMITED	2,450,000	15.12	2,450,000	15.12
MAXXON TRADING AND FINVEST PVT. LTD.	1,980,000	12.22	1,980,000	12.22

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.

D.**SHARES ISSUED FOR CONSIDERATION OTHER THAN CASH**

Out of the above 1,60,00,000 (1,60,00,000) Equity Shares have been allotted as fully paid up for consideration other than cash.

	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	₹	₹
NOTE - 3		
RESERVES & SURPLUS		
Amalgamation Reserve		
Balance As per last Year	2,592,165	2,592,165
Add : Addition During the year	-	-
A	2,592,165	2,592,165
Profit and Loss Account		
Balance As Per last Account	(1,003,567)	(961,785)
Add : Addition During the year	(939,113)	(41,782)
B	(1,942,680)	(1,003,567)
TOTAL (A+B)	649,485	1,588,598
NOTE - 4		
DEFERRED TAX LIABILITY		
Opening Liability	612	541
Add: Generated during the year	4	-
Less: Liability Reversed	-	71
Closing Liability	616	612
DEFERRED TAX ASSETS		
Opening Balance	713	-
Add : Generated	-	713
Less : Reversed	-	-
Closing Balance	713	713
Net Deferred Tax Assets/(liabilities)	97	101
NOTE - 5		
OTHER CURRENT LIABILITIES		
Liabilities for Expenses	51,250	46,125
Professional Tax Payable	180	180
TDS Payable	5,000	7653
Sundry Advance	8	8
	56,438	53,966
NOTE - 6		
SHORT-TERM PROVISIONS		
Provision for Diminution in the value of investment	200,000	200,000
	200,000	200,000

Note -7
Fixed Assets
(Amount in Rs.)

Description	Gross Block			Depreciation			Net Block		
	As at 01.04.2016 ₹	Addition ₹	Deletion ₹	As at 31.03.2017 ₹	Upto 31.03.2016 ₹	For the year ₹	Upto 31.03.2017 ₹	As at 31.03. 2017 ₹	As at 31.03.2016 ₹
Tangible assets									
Computer	46,830	-	-	46,830	41,354	3134*	44,488	2,342	5,476
Total	46,830	-	-	46,830	41,354	3134	44,488	2,342	5,476
Previous Year	46,830	-	-	46,830	31,966	9,388	41,354	5,476	14,864

* The life of assets has been completed during the year in terms of Companies Act, 2013. The closing WDV of assets comes as equivalent to Residual Value.

**NOTE FORMING PART OF THE BALANCE SHEET AS AT
& STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017**

NOTE - 8**NON CURRENT INVESTMENTS****(Long Term, Non Trade, Valued at Cost)**

(Amount in Rs.)

<u>Particulars</u>	Figures as at the end of current reporting period			Figures as at the end of the previous reporting period		
<u>UNQUOTED SHARES</u> <u>Investment in Wholly Owned Subsidiaries</u>						
COOLHUT TRADERS LTD.	10	70,000	10,526,250	10	70,000	10,526,250
FABERT MERCHANDISE LTD.	10	70,000	10,526,250	10	70,000	10,526,250
FOOTFLASH TRADING LTD.	10	70,000	10,526,250	10	70,000	10,526,250
GABARIAL ENCLAVE LTD.	10	70,000	10,526,250	10	70,000	10,526,250
GRITTY MARKETING LTD.	10	70,000	10,526,250	10	70,000	10,526,250
SUVRIDHI VANIJYA LIMITED	10	70,000	10,526,250	10	70,000	10,526,250
WATERLINK SUPPLIERS LIMITED	10	70,000	10,526,250	10	70,000	10,526,250
		490,000	73,683,750		490,000	73,683,750
<u>Un Quoted</u>						
SHREE LAKSHMINARAYAN PAPER MILLS LTD.	10	20,000	200,000	10	20,000	200,000
FORTUNE TRADE & VYAPAAR PVT. LTD.	10	145,600	72,982,000	10	145,600	72,982,000
PRIYANKA TREXIM & COMMERCE PVT.LTD	10	23,500	9,423,500	10	23,500	9,423,500
<u>Quoted</u>						
VEGETABLE PRODUCTS LTD	1	4,984,000	5,340,000	1	4,984,000	5,340,000
		5,173,100	87,945,500		5,173,100	87,945,500
TOTAL		5,663,100	161,629,250		5,663,100	161,629,250
MARKET VALUE QUOTED SHARE :			15,749,440			24,969,840
BOOK VALUE QUOTED SHARE :			5,340,000			5,340,000

	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	₹	₹
<u>NOTE - 9</u>		
<u>CASH & CASH EQUIVALENTS :</u>		
Cash in hand (As certified)	111,149	197,841
Balances with Schedule Bank in Current Account	170,421	885,282
	281,570	1,083,123
<u>NOTE - 10</u>		
<u>TRADE RECEIVABLE</u>		
(Unsecured, considered good)		
Outstanding for less than six months	-	181,300
	-	181,300
<u>NOTE - 11</u>		
<u>SHORT TERM LOANS & ADVANCES</u>		
(Unsecured , Considered good)		
Loans (to others)	864,800	8,00,000
Income Tax Refund Receivable	71,318	51,868
	936,118	851,868
<u>NOTE - 12</u>		
<u>OTHER CURRENT ASSETS</u>		
(Unsecured , Considered good)		
Security Deposit	9,000	9,000
Income Tax paid under protest	45,000	-
Tax Deducted At Source	2,546	82,446
	56,546	91,446
<u>NOTE - 13</u>		
<u>REVENUE FROM OPERATIONS</u>		
Service Charges	122,500	185,000
	122,500	185,000
<u>NOTE - 14</u>		
<u>OTHER INCOMES</u>		
Interest	72,000	72,000
Commission Income	-	690,000
Interest on Income Tax Refund	2,400	3,872
	74,400	765,872
<u>NOTE - 15</u>		
<u>EMPLOYEE BENEFIT EXPENSES</u>		
Salary	331,200	231,200
Directors Remuneration	84,000	84,000
	415,200	315,200
<u>NOTE - 16</u>		
<u>DEPRECIATION & AMORTIASATION</u>		
Depreciation	3,134	9,388
	3,134	9,388

	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	₹	₹
NOTE - 17		
<u>OTHER EXPENSES</u>		
Advertisement	58,056	75,375
Payment to Auditors <i>As Audit Fees</i>	28,750	28,625
Bank Charges	115	342
Certification Fees	5,000	5,000
Demat Charges	783	697
Depository Expenses	138,600	103,050
E-Voting Processing Fees	5,750	6,840
Filing Fees	35,000	11,400
Internal Audit Fees	5,000	5,000
Interest on TDS and P.Tax	-	62
Listing Fees	257,625	264,046
Meeting Expenses	7,020	7,928
Miscellaneous Expenses	13,412	12,815
Postage & Stamps	8,028	9,323
Printing & Stationery	35,637	52,585
Professional Fees	71,276	44,089
Rates & Taxes	5,400	4,400
Registrar & transfer Agent fees	20,610	16,918
Secretarial Audit Fees	15,000	15,000
Telephone Expenses	1,113	-
Liabilities for expenses written off	1,000	-
Website Expenses	4,500	4,500
	717,675	667,995
NOTE - 18		
<u>EXCEPTIONAL ITEMS</u>		
Professional fees for direct listing to BSE	-	-
	-	-
NOTE - 19		
<u>EARNING PER SHARE</u>		
Net Profit after tax as per Statement of Profit and Loss (A)	(939,113)	(41,782)
weighted Average number of equity shares outstanding (B)	16,200,000	16,200,000
Basic and Diluted Earnings per share (₹)[A/B]	(0.058)	(0.003)
Face value per equity share (₹)	10	10

NOTE 20 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, if any, and no disclosures thereof are made in these accounts.
- ii Loans & advances and trade receivables balances are subject to confirmation by the respective parties.
- iii The management has assessed that there is no impairment of Fixed Assets requiring provision in the Accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of Assets.
- iv The company has complied the revised Accounting standard - 15 "Employee Benefits" notified under the Companies (Accounting Standards) Rules, 2006. There is no present obligation of any post employment benefit including gratuity during the year. Therefore no actuarial gain or loss arose at the end of the year.
- v The Company has an Investment of ₹ 2,00,000/- in equity shares of M/S SHREE LAXMI NARAYAN MILLS LIMITED, which is under liquidation. 100% provision has been made in the books as there is permanent diminution in the value of investment.
- vi The Company is engaged in the business of Consultancy Services and accordingly there are no separate reportable segments as per AS -17 issued by The ICAI.
- vii **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 **Date of Cessation**

1. Coolhut Traders Limited	-
2. Fabert Merchandise Limited	-
3. Footflash Trading Limited	-
4. Gabarial Enclave Limited	-
5. Gritty Marketing Limited	-
6. Suvridhi Vanijya Limited	-
7. Waterlink Suppliers Limited	-

KEY MANAGEMENT PERSONNEL (KMP)

1. Sanjit Dhawa	-	Managing Director
2. Mahavir Jain	-	Chief Financial Officer
3. Sudha Agarwal (upto 30.01.2017)	-	Company Secretary
4. Manish Bhoot (w.e.f.31.01.2017)	-	Company Secretary

RELATIVES OF (KMP) - None

Enterprise In Which KMP And Their Relatives Has Substantial Interest - None

RELATED PARTY TRANSACTION

<u>Sl. No.</u>	<u>Nature of Transaction</u>	<u>Relation</u>	<u>31/03/2017</u>	<u>31/03/2016</u>
	Directors' Remuneration paid			
1	Sanjit Dhawa	Managing Director	84,000	84,000
	Salary paid			
1	Sudha Agarwal (upto 30.01.2017)	Company Secretary	200,000	1,40,000
2	Manish Bhoot (w.e.f.31.01.2017)	Company Secretary	40,000	-

viii The Company has Complied this information based on the current information in its possession. As at 31.03.2017, No supplier has intimated the Company about its status as a Micro or Small enterprise or its Registration with the appropriate authority under under Micro, Small and Medium Enterprise Development Act, 2006.

Amount due to Micro Small and Medium Enterprises as on 31.03.2017 NIL (P.Y NIL)

ix No provision has been made for Deferred Tax assets on account of carried forward loss for the year as per the Income Tax Act, in view of uncertainty of income that will be available in future for realization of the said assets

x During the year the company had specified bank notes or other denomination notes as defined in the MCA notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016. the denomination wise SBNs and other notes as per the notification is given below:

Particulars	SBNs **	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	-	116,259.50	16,259.50
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	10,806.00	10,806.00
Closing cash in hand as on 31.12.2016	-	105,453.50	105,453.50

** For the purpose of this clause, the term "Specified bank Notes" shall have the same meaning provided in the notification of the Government of India in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E) dated 8th November, 2016.

xi The company will recognize 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.

xii The Company has considered Tax Credit on income received on the basis of income recognised by it in the Books . However the same is subject to confirmation by the appropriate authorities. Any difference will be accounted for in subsequent accounting year.

xiii 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.

xiv No provision has been made on account of gratuity as there are no employees who have completed the required number of years as per the Payment of Gratuity Act, 1972.

xv	Particulars	2016-2017	2015-2016
	C.I.F. Value of Imports	NIL	NIL
	F.O.B. Value of Exports	NIL	NIL
	Expenditure in Foreign Currency	NIL	NIL
	Income in Foreign Currency	NIL	NIL

xvi **Contingent Liability not provided for :**

In respect of Income Tax demand for the assessment year 2014-15 aggregating to Rs. 1,90,260/- (Net of payment) for which the company has preferred appeal before the appropriate authorities.

xvii Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary to make them comparable with the figures of the current year.

For and on behalf of the Board

In terms of our report of even date

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

SANJIT DHAWA
Managing Director & CEO
DIN: 05162937

MAHAVIR JAIN
Chief Financial Officer cum WTD
DIN: 02048027

RADHIKA PATODIA
(Partner)
M. No. 309219
Firm Reg. No : 322770E

MANISH BHOOT
Company Secretary

Place : Kolkata
Date : 22nd day of May, 2017

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017				
Particulars	Figures as at the end of current reporting period		Figures as at the end of the previous reporting period	
	₹	₹	₹	₹
A				
<u>Cash Flow From Operating Activities</u>				
Net Profit Before Tax and Extraordinary Items		(939,109)		(41,711)
Adjustment For:				
Interest on IT Refund	(2400)		(3872)	
Depreciation	3134	734	9,388	5516
Operating Profit Before Working Capital Changes		(938,375)		(36,195)
Adjustment For:				
Decrease/(Increase) in Loans & Advances	(84,250)		38,024	
(Decrease)/Increase in Current Liabilities	2,472		(353,182)	
Decrease/(Increase) in Trade Receivables	181,300	99,522	574,700	259,542
Cash Generated From Operating Activities		(838,853)		223,347
Less: Income Tax paid/ (refund)		(37300)		(16,694)
Net Cash From Operating Activities		801,553		240,041
B				
<u>Cash Flow From Investing Activities</u>				
Increase/ (Decrease) of Investments		-	649,250	649,250
C				
<u>Cash Flow From Financing Activities</u>				
Net Increase/(Decrease) in Cash & Cash Equivalent		-	-	-
Cash & Cash Equivalent At the Beginning of the Year		(801,553)		889,291
Cash & Cash Equivalent at the End of the Year		1,083,123		193,832
		281,570		1,083,123

NOTES :

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

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

Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
111,149	197,841
170,421	885,282
281,570	1,083,123

In terms of our report of even date

**For MAROTI & ASSOCIATES
 (CHARTERED ACCOUNTANTS)
 (FIRM REG NO : 322770E)**

**RADHIKA PATODIA
 (Partner)
 (M.NO : 309219)**

**Place : Kolkata
 Date : 22nd day of May, 2017**

For and on behalf of the Board

**SANJIT DHAWA
 Managing Director & CEO
 (DIN:: 05162937)**

**MAHAVIR JAIN
 Chief Financial Officer cum
 WTD
 (DIN: 02048027)**

**MANISH BHOOT
 Company Secretary**

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

Sl. No.	Particulars	Coolhnt Traders Ltd.	Fabert Merchandise Ltd.	Footflash Trading Ltd.	Gabarial Enclave Ltd.	Gritty Marketing Ltd.	Suvridhi Vaniya Ltd.	Waterlink Suppliers Ltd.
1	Country	India	India	India	India	India	India	India
2	Share capital	700000	700000	700000	700000	700000	700000	700000
3	Reserves & surplus	9622082	9605424	9600134	9628248	9629937	9550495	9576992
4	Total assets	10327042	10310424	10305134	10333248	10334937	10255495	10281992
5	Total Liabilities	5000	5000	5000	5000	5000	5000	5000
6	Investments	10196200	10196200	10102400	10102400	10200000	10102000	10157500
7	Turnover	0	0	0	0	0	0	0
8	Profit / (Loss) before taxation	(113312)	(136968)	(136616)	(108887)	(110321)	(178412)	(158632)
9	Provision for taxation	0	0	0	0	0	0	0
10	Profit / (Loss) after taxation	(113312)	(136968)	(136616)	(108887)	(110321)	(178412)	(158632)
11	Proposed Dividend	0	0	0	0	0	0	0
12	% of shareholding	100	100	100	100	100	100	100

(Amounts in Rs.)

MAROTI & ASSOCIATES

Chartered Accountants

Mercantile Building, 9/12, Lal Bazar Street

"E" Block, 3rd Floor, Room No. 2

Kolkata - 700 001

Phone : 033-2231 9391 / 92, 3293 8733(D)

Tel/Fax : (033) 2243-8371

Mobile : 98310 48621

E-mail : mkmaroti@gmail.com

INDEPENDENT AUDITORS' REPORT

To the Members of

J.TAPARIA PROJECTS LIMITED**REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS**

We have audited the accompanying consolidated financial statements of **J. TAPARIA PROJECTS 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 31st March 2017, 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 31st March 2017 and its consolidated LOSS and its consolidated cash flows for the year ended on that date.

OTHER MATTER

We did not audit the financial statements of wholly owned subsidiary companies, whose financial statements reflect total assets of Rs. 721.48 Lacs as at March 31, 2017, total revenues of Rs. 0.87 Lacs and net cash outflows amounting to Rs. 8.47 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 31st March 2017 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 31st March 2017 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:
- The Group does not have any pending litigations on the consolidated financial position.
 - The Group has made provisions in its consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable, if any. However the Group does not have any ongoing long-term contracts including derivative contracts as on the Balance Sheet date.
 - There were no such amounts appearing in the books which are required to be transferred to the Investor Education and Protection Fund by the Group.
 - The Group has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

For MAROTI & ASSOCIATES
Chartered Accountants
Firm Registration No. 322770E

Place : Kolkata
Date : 22nd May, 2017

Radhika Patodia
Partner
Membership No. 309219

Annexure - "A" To The Independent Auditors' Report**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 J. TAPARIA PROJECTS LIMITED ("the Company") and its subsidiary companies incorporated in India as at 31st March 2017 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 31st March 2017, 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 wholly owned subsidiary companies, incorporated in India, based on the corresponding reports of the auditors of such companies incorporated in India.

**For MAROTI & ASSOCIATES
Chartered Accountants
Firm Registration No. 322770E**

**Radhika Patodia
Partner
Membership No. 309219**

**Place : Kolkata
Date : 22nd May, 2017**

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2017

Particulars	Note	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
		₹	₹
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	16,20,00,000	16,20,00,000
(b) Reserves and Surplus	3	6,78,62,797	6,97,45,057
(2) Non-Current Liabilities			
(a) Deferred Tax Liabilities	4	-	-
(3) Current Liabilities			
(a) Other current liabilities	5	91,438	88,966
(b) Short-term Provisions	6	2,00,000	2,00,000
Total		23,01,54,235	23,20,34,023
II. Assets			
(1) Non-current assets			
(a) Fixed Assets			
Tangible Assets	7	2,342	5,476
Intangible Assets	7	6,87,83,750	6,87,83,750
(b) Non-current investments	8	15,90,02,200	15,92,95,500
(c) Deferred Tax Assets	4	97	101
(2) Current assets			
(a) Cash and cash equivalents	9	13,73,182	28,18,522
(b) Trade Receivable	10	-	1,81,300
(c) Short-term loans and advances	11	9,36,118	8,51,868
(d) Other current assets	12	56,546	97,506
Total		23,01,54,235	23,20,34,023

SIGNIFICANT ACCOUNTING POLICIES

1

For and on behalf of the Board

OTHER NOTES ON ACCOUNTS

20

In terms of our report of even date
For MAROTI & ASSOCIATES
(CHARTERED ACCOUNTANTS)
(FIRM REG NO : 322770E)

SANJIT DHAWA
Managing Director & CEO
(DIN:: 05162937)

RADHIKA PATODIA
(Partner)
(M. NO : 309219)

MAHAVIR JAIN
Chief Financial Officer cum WTD
DIN : 02048027

Place : Kolkata
Date : 22nd day of May, 2017

MANISH BHOOT
Company Secretary

Consolidated Statement of Profit & Loss for the year ended on 31st March, 2017

Particulars	Note	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
		₹	₹
<u>INCOME</u>			
Revenue from operation	13	1,22,500	1,85,000
Other Income	14	1,60,900	8,71,372
Total		2,83,400	10,56,372
<u>EXPENSE</u>			
Employee Benefit Expense	15	12,73,200	3,15,200
Depreciation and Amortisation	16	3,134	9,388
Other Expenses	17	8,89,323	8,44,294
Total		21,65,657	11,68,882
Profit Before Exceptional Items		(18,82,257)	(1,12,510)
Less: Exceptional Items	18	-	-
Profit Before Tax		(18,82,257)	(1,12,510)
Tax Expense			
Current Tax		-	-
Deferred Tax		(4)	(71)
Profit / (Loss) For The Year		(18,82,261)	(1,12,581)
Earning Per Equity Share	19		
Basic		(0.116)	(0.007)
Diluted		(0.116)	(0.007)

SIGNIFICANT ACCOUNTING POLICIES
OTHER NOTES ON ACCOUNTS

1
20

For and on behalf of the Board

In terms of our report of even date
For **MAROTI & ASSOCIATES**
(CHARTERED ACCOUNTANTS)
(FIRM REG NO : 322770E)

SANJIT DHAWA
Managing Director
(DIN:: 05162937)

MAHAVIR JAIN
Chief Financial Officer cum
WTD
(DIN: 02048027)

RADHIKA PATODIA
(Partner)
(M.NO : 309219)

Place : Kolkata
Date : 22nd day of May, 2017

MANISH BHOOT
Company Secretary

NOTE - I Significant Accounting Policies :**01 ACCOUNTING CONVENTIONS**

The Financial Statements are prepared on Historical Cost Convention. Financial Statements are prepared in accordance with relevant presentational requirements of the Companies Act, 2013 and 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 J. Taparia Projects 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:

	Name of the company	% voting power held as at 31st March,2017	% voting power held as at 31st March,2016
1	COOLHUT TRADERS LTD.	100	100
2	FABERT MERCHANDISE LTD.	100	100
3	FOOTFLASH TRADING LTD.	100	100
4	GABARIAL ENCLAVE LTD.	100	100
5	GRITTY MARKETING LTD.	100	100
6	SUVRIDHI VANIJYA LIMITED	100	100
7	WATERLINK SUPPLIERS LIMITED	100	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 & Expenditures are accounted for on accrual basis, except Dividend which is accounted for on Receipt Basis.

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.

Depreciation on fixed assets added / disposed off during the year, is provided on pro-rata basis with reference to the date of addition / disposal.

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 TAXES ON INCOME

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

Deferred Tax is recognised, subject to consideration of prudence, in respect of deferred tax assets / liabilities on timing difference, being the difference between taxable income and accounting income that originated in one period and are capable of reversal in one or more subsequent periods.

09 CONTINGENT LIABILITIES

Contingent Liability , if any is disclosed by way of notes on accounts.

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 PROVISIONING FOR DEFERRED TAXES

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.

**Note forming part of the consolidated balance sheet as at
& consolidated statement of profit & loss for the year ended 31st March, 2017**

Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	₹	₹
NOTE - 2		
SHARE CAPITAL		
Authorised		
1,62,00,000 (P.Y. 1,62,00,000) Equity Shares of Rs.10/- each	16,20,00,000	16,20,00,000
Issued, Subscribed & Paid up		
1,62,00,000 (P.Y. 1,62,00,000) Equity Shares of Rs.10/- each fully paid up	16,20,00,000	16,20,00,000
	16,20,00,000	16,20,00,000

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 current reporting period		Figures as at the end of the previous reporting period	
	Nos	Amount	Nos	Amount
Shares outstanding at the beginning of the year	1,62,00,000	16,20,00,000	1,62,00,000	16,20,00,000
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,62,00,000	16,20,00,000	1,62,00,000	16,20,00,000

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

Name of the Shareholder	Figures as at the end of current reporting period		Figures as at the end of the previous reporting period	
	Nos	%	Nos	%
(Equity shares of Rs. 10/- Each Fully Paid Up)				
OASIS SYNTEX PRIVATE LIMITED	24,50,000	15.12	24,50,000	15.12
MAXXON TRADING AND FINVEST PVT. LTD.	19,80,000	12.22	19,80,000	12.22

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.

D. SHARES ISSUED FOR CONSIDERATION OTHER THAN CASH

Out of the above 1,60,00,000 (1,60,00,000) Equity Shares have been allotted as fully paid up for consideration other than cash.

Note Forming Part of The Consolidated Balance Sheet As At & Consolidated Statement of Profit & Loss for the Year Ended 31st March, 2017		
Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	₹	₹
NOTE - 3		
RESERVES & SURPLUS		
Securities Premium		
Balance As Per last Account	6,86,00,000	13,72,00,000
Add : Addition on account of new Subsidiaries	-	-
Less: Deletion due to cessation of Subsidiaries	-	(6,86,00,000)
A	6,86,00,000	6,86,00,000
Amalgamation Reserve		
Balance As per last Year	25,92,165	25,92,165
B	25,92,165	25,92,165
Profit and Loss Account		
Balance As Per last Account	(14,47,108)	(17,05,691)
Less: Release unto cessation of Subsidiaries	-	3,71,164
Add : Addition During the year	(18,82,261)	(1,12,581)
C	(33,29,369)	(14,47,108)
TOTAL (A+B+C)	6,78,62,797	6,97,45,057
NOTE - 4		
DEFERRED TAX LIABILITY		
Opening Liability	612	541
Add: Generated during the year	4	-
Less: Liability Reversed	-	71
Closing Liability	616	612
DEFERRED TAX ASSETS		
Opening Balance	713	713
Add : Generated	-	-
Closing Balance	713	713
Net Deferred Tax Assets/(liabilities)	97	101
NOTE - 5		
OTHER CURRENT LIABILITIES		
Liabilities for Expenses	86,250	81,125
Professional Tax Payable	180	180
TDS Payable	5,000	7,653
Sundry Advance	8	8
	91,438	88,966
NOTE - 6		
SHORT-TERM PROVISIONS		
Provision for Diminution in the value of investment	2,00,000	2,00,000
	2,00,000	2,00,000

NOTE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT & CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017											
(Amount in Rs.)											
Description	Gross Block						Depreciation			Net Block	
	As at 01.04.2016	Addition	Deletion	As at 31.03.2017	Upto 31.03.2016	For the year	Upto 31.03.2017	As at 31.03.2017	As at 31.03.2016		
Tangible assets											
Computer	46,830	-	-	46,830	41,354	3,134	44,488	2,342		5,476	
Total (a)	46,830	-	-	46,830	41,354	3,134	44,488	2,342		5,476	
Intangible assets											
Goodwill on consolidation	6,87,83,750	-	-	6,87,83,750	-	-	-	6,87,83,750		6,87,83,750	
Total (b)	6,87,83,750	-	-	6,87,83,750	-	-	-	6,87,83,750		6,87,83,750	
Grand Total (a+b)	6,88,30,580	-	-	6,88,30,580	41,354	3,134	44,488	6,87,86,092		6,87,89,226	
Previous Year	13,75,61,830	-	(6,87,31,250)	6,88,30,580	31,966	9,388	41,354	6,87,89,226		13,75,29,684	

NOTE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT & CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017						
NOTE - 8 : NON CURRENT INVESTMENTS (Long Term, Non Trade, Valued at Cost) (Amount in Rs.)						
<u>Particulars</u>	Figures as at the end of current reporting period			Figures as at the end of the previous reporting period		
	F.V.	Eq. Share	Amount (Rs.)	F.V.	Eq. Share	Amount (Rs.)
QUOTED						
SHREE SECURITIES LTD	10	-	-	10	74,000	2,03,50,000
VEGETABLE PRODUCTS LTD	1	49,84,000	53,40,000	1	49,84,000	53,40,000
MANGALAM INDUSTRIAL FINANCE LTD.	1	34,00,000	1,02,00,000	10	17,00,000	5,10,00,000
Total (A) :		67,58,000	1,55,40,000		67,58,000	7,66,90,000
UNQUOTED SHARES		Eq. Share	Amount (Rs.)		Eq. Share	Amount (Rs.)
ADVENT DEALCOMM PVT. LTD.	10	385,000	3,850,000			-
AERROLINK DEVELOPERS LTD.	10	70,000	700,000			
BRENTWOOD MERCHANDISE PVT. LTD.	10	385,000	3,850,000			-
FORTUNE TRADE AND VYAPAAR PVT. LTD.	10	145,600	72,982,000	10	145,600	72,982,000
FUNIDEA REALTORS LTD.	10	70,000	700,000			
LINKLINE VENTURES PVT. LTD.	10	26,600	4,748,100			
MANGALAM PARIVAHAN PVT. LTD.	10	1,360,000	2,040,000			
MARS DEALCOMM PVT. LTD.	10	100,000	1,000,000			-
MEGAPIX CONCLAVE LTD.	10	70,000	700,000			
MOONLOVE VYAPAAR LTD.	10	70,000	700,000			
MOONTREE PROJECTS PVT. LTD.	10	70,000	700,000			
MORPAN MERCHANTS PVT. LTD.	10	95,200	201,250			
NATRAJ SUPPLIERS PVT. LTD.	10	117,000	1,170,000			-

NONSTOP VINTRADE PVT. LTD.	10	26.600	8,352,400				
OM POLYSACK PVT. LTD.	10	52.000	520,000		-		-
PRIYANKA TREXIM & COMMERCE PVT. LTD.	10	23.500	9,423,500	10	23,500		9,423,500
R. S. PLASFAB PVT. LTD.	10	45.000	450,000		-		-
RAMESH PLASTIC PVT. LTD.	10	80.000	850,000		-		-
REMIN VINIMAY PVT. LTD.	10	26.600	8,352,400				
ROCKSTAR TIE-UP PVT. LTD.	10	26.600	4,748,100				
ROYALPET DISTRIBUTORS LTD.	10	70.000	700,000				
SHREE BHOWMAJI BUSINESS SOL. PVT. LTD.	10	299,750	2,997,500		-		-
SHREE LAKSHMINARAYAN PAPER MILLS LTD (In Liquidation)	10	20.000	200,000	10	20,000		200,000
SRG EXIM PVT. LTD.	10	165,000	247,500				
STARGOLD DEALERS PVT. LTD.	10	26.600	4,748,100				
STARPOINT DEALERS PVT. LTD.	10	247.500	371,250				
SURAKSHIT COMMERCIAL PVT. LTD.	10	210,000	2,100,000		-		-
TELEQUIP TIE-UP LTD.	10	70.000	700,000				
VISHNU INFRA REALTORS PVT. LTD.	10	76.500	612,000		-		-
WOODLAND DEALTRADE PVT. LTD.	10	26.600	4,748,100				
		4,456,650	143,462,200		189,100		82,605,500
TOTAL		11,214,650	159,002,200		6,947,100		159,295,500
MARKET VALUE QUOTED SHARE :			21,155,440				24,969,840
BOOK VALUE QUOTED SHARE :			15,540,000				76,690,000

**NOTE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT & STATEMENT OF
CONSOLIDATED PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017**

	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	₹	₹
NOTE - 9		
CASH & CASH EQUIVALENTS :		
Cash in hand (As certified)	8,34,232	18,58,978
Balances with Schedule Bank in Current Account	5,38,950	9,59,544
	13,73,182	28,18,522
NOTE - 10		
TRADE RECEIVABLE		
(Unsecured, considered good)		
Outstanding for less than six months	-	1,81,300
	-	1,81,300
NOTE - 11		
SHORT TERM LOANS & ADVANCES		
(Unsecured, Considered good)		
Loans (to others)	8,64,800	8,00,000
Income Tax Refund Receivable	71,318	51,868
	9,36,118	8,51,868
NOTE - 12		
OTHER CURRENT ASSETS		
(Unsecured, Considered good)		
Security Deposit	9,000	9,000
Tax Deducted At Source	2,546	82,446
Income Tax under Protest	45,000	-
Preliminary Expenses	-	6,060
	56,546	97,506
NOTE - 13		
REVENUE FROM OPERATIONS		
Service Charges	1,22,500	1,85,000
	1,22,500	1,85,000
NOTE - 14		
OTHER INCOMES		
Interest	72,000	72,000
Commission Income	-	6,90,000
Interest on Income Tax Refund	2,400	3,872
Miscellaneous Income	86,500	1,05,500
	1,60,900	8,71,372
NOTE - 15		
EMPLOYEE BENEFIT EXPENSES		
Salary & Bonus	11,89,200	2,31,200
Directors Remuneration	84,000	84,000
	12,73,200	3,15,200
NOTE - 16		
DEPRECIATION & AMORTIASATION		
Depreciation	3,134	9,388
	3,134	9,388

**NOTE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT & STATEMENT OF
CONSOLIDATED PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017**

	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	₹	₹
NOTE - 17		
<u>OTHER EXPENSES</u>		
Advertisement	58,056	75,375
Payment to Auditors		
As Audit Fees	63,750	63,625
Bank Charges	115	342
Certification Fees	5,000	5,000
Computer Data Entry Charges	3,500	17,500
Demat Charges	13,817	9,565
Depository Expenses	138,600	103,050
Data Processing Expense	24,500	-
E-Voting Processing Fees	5,750	6,840
Filing Fees	51,400	31,400
Internal Audit Fees	5,000	5,000
Interest on TDS and P. Tax	-	62
Listing Fees	257,625	264,046
Meeting Expenses	7,020	7,928
Miscellaneous Expenses	40,198	48,976
Postage & Stamps	8,028	9,323
Printing & Stationery	42,867	52,585
Professional Fees	71,276	44,089
Rates & Taxes	22,900	21,900
Registrar & transfer Agent fees	20,610	16,918
Secretarial Audit Fees	15,000	15,000
Telephone Expenses	1,113	-
Travelling & Conveyance	8,808	-
Liabilities for Expenses Written Off	1,000	-
Preliminary Expense written off	6,060	41,270
General Expense	12,830	-
Website Expenses	4,500	4,500
	8,89,323	8,44,294
NOTE - 18		
<u>EXCEPTIONAL ITEMS</u>		
Professional fees for direct listing to BSE	-	-
	-	-
NOTE - 19		
<u>EARNING PER SHARE</u>		
Net Profit after tax as per Statement of Profit and Loss (A)	(1,882,261)	(1,12,581)
weighted Average number of equity shares outstanding (B)	16,200,000	1,62,00,000
Basic and Diluted Earnings per share (₹)[A/B]	(0.116)	(0.007)
Face value per equity share (₹)	10	10

NOTE 20 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, if any, and no disclosures thereof are made in these accounts.
- ii** Loans & advances and trade receivables balances are subject to confirmation by the respective parties.
- iii** The management has assessed that there is no impairment of Fixed Assets requiring provision in the Accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of Assets.
- iv** The company has complied the revised Accounting standard - 15 "Employee Benefits" notified under the Companies (Accounting Standards) Rules, 2006. There is no present obligation of any post employment benefit including gratuity during the year. Therefore no actuarial gain or loss arose at the end of the year.
- v** The Company has an Investment of ` 2,00,000/- in equity shares of M/S SHREE LAXMI NARAYAN MILLS LIMITED, which is under liquidation. 100% provision has been made in the books as there is permanent diminution in the value of investment.
- vi** The Company's main business is Consultancy Services and all other activities revolve around the main business. The company does not have any geographical segments and hence there are no such separate reportable segments as per AS -17 issued by The ICAI.

vii 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. Sanjit Dhawa | - | Managing Director |
| 2. Mahavir Jain | - | Chief Financial Officer |
| 3. Sudha Agarwal (resigned on 30.01.2017) | - | Company Secretary |
| 4. Manish Bhoot (Appointed on 31.01.2017) | - | 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	31-03-2017	31-03-2016
1	Directors' Remuneration paid Sanjit Dhawa	Managing Director	84,000	84,000
1	Salary paid Sudha Agarwal	Company Secretary	2,00,000	1,40,000
2	Manish Bhoot	Company Secretary	40,000	-

- viii** The Company has Complied this information based on the current information in its possession. As at 31.03.2017, No supplier has intimated the Company about its status as a Micro or Small enterprise or its Registration with the appropriate authority under under Micro, Small and Medium Enterprise Development Act, 2006.
Amount due to Micro Small and Medium Enterprises as on 31.03.2017 NIL (P.Y NIL)

- ix No provision has been made for Deferred Tax Assets on account of carried forward loss for the year as per the Income Tax Act, in view of uncertainty of income that will be available in future for realisation of the said asset.

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.

- x During the year, the company had specified bank notes or other denomination notes as defined in the MCA notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016, the denomination wise SBNs and other notes as per the notification is given below:

Particulars	SBNs **	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	-	1,297,795.50	1,297,795.50
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	92,250.00	92,250.00
Closing cash in hand as on 30.12.2016	-	1,205,545.50	1,205,545.50

** For the purpose of this clause, the term "Specified bank Notes" shall have the same meaning provided in the notification of the Government of India in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E) dated 8th November, 2016.

- xi The company has considered Tax Credit on income received on the basis of income recongnised by it in the Books. However the same is subject to confirmation by the appropriate authorities. Any difference will be accounted for in subsequent accounting year.

- xii

<u>Particulars</u>	<u>2016-2017</u>	<u>2015-2016</u>
C.I.F. Value of Imports	Nil	Nil
F.O.B. Value of Exports	Nil	Nil
Expenditure in Foreign Currency	Nil	Nil
Income in Foreign Currency	Nil	Nil

- xiii **Contingent Liability not provided for :**

In respect of Income Tax demand for the assessment year 2014-15 aggregating to Rs. 1,90,260/- (Net of payment) for which the company has preferred appeal before the appropriate authorities.

- xiv** 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.
- xv** No provision has been made on account of gratuity as there are no employees who have completed the required number of years as per the Payment of Gratuity Act, 1972.
- xvi** Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary to make them comparable with the figures of the current year.

In terms of our report of even date

For and on behalf of the Board

**For MAROTI & ASSOCIATES
(CHARTERED ACCOUNTANTS)
(FIRM REG NO : 322770E)**

SANJIT DHAWA
Managing Director
(DIN:: 05162937)

RADHIKA PATODIA
(Partner)
(M.NO : 309219)

MAHAVIR JAIN
Chief Financial Officer cum WTD
(DIN: 02048027)

Place : Kolkata
Date : 22nd day of May, 2017

MANISH BHOOT
Company Secretary

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017					
	<u>Particulars</u>	<u>Figures as at the end of current reporting period</u>		<u>Figures as at the end of the previous reporting period</u>	
A	<u>Cash Flow From Operating Activities</u>				
	Net Profit Before Tax and Extraordinary Items		(18,82,257)		(1,12,510)
	<u>Adjustment For :</u>				
	Interest on IT Refund	(2,400)		(3,872)	
	Depreciation	3,134		9,388	
	Preliminary Exp. Written off	6,060	6,794	41,270	46,786
	Operating Profit Before Working Capital Changes		(18,75,463)		(65,724)
	<u>Adjustment For :</u>				
	Decrease/(Increase) in Loans & Advances	(84,250)		38,024	
	(Decrease)/Increase in Current Liabilities	2,472		(17,018)	
	Decrease/(Increase) in Other Current Assets	79,900		39,540	
	Decrease/(Increase) in Trade Receivables	1,81,300		5,74,700	
			1,79,422		6,35,246
	Cash Generated From Operating Activities		(16,96,041)		5,69,522
	Less: Income Tax (paid)/refund		(42,600)		16,694
	Net Cash From Operating Activities		(17,38,641)		5,86,216
B	<u>Cash Flow From Investing Activities</u>				
	Increase/ (Decrease) of Investments	2,93,300		(18,97,000)	
			2,93,300		(18,97,000)
C	<u>Cash Flow From Financing Activities</u>				
		-		-	
			-		-
	Net Increase/(Decrease) in Cash & Cash Equivalent		(14,45,340)		(13,10,784)
	Cash & Cash Equivalent At the Beginning of the Year		28,18,522		41,29,306
	Cash & Cash Equivalent at the End of the Year		13,73,182		28,18,522
1	NOTES :				
	Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard 3 issued by the Institute of Chartered Accountants of India.				
2			Figures as at the end of current reporting period	Figures as at the end of the previous reporting period	
	Cash & Cash Equivalents Comprise:				
	Cash in Hand		8,34,232	18,58,978	
	Balance with Schedule Banks in current Account		5,38,950	9,59,544	
			13,73,182	28,18,522	

In terms of our report of even date
For MAROTI & ASSOCIATES
(CHARTERED ACCOUNTANTS)
(FIRM REG NO : 322770E)

RADHIKA PATODIA
(Partner)
(M. NO : 309219)

Place : Kolkata
Date : 22nd day of May, 2017

For and on behalf of the Board

SANJIT DHAWA
Managing Director
(DIN:: 05162937)

MAHAVIR JAIN
Chief Financial Officer cum WTD
(DIN:: 02048027)

MANISH BHOOT
Company Secretary

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FORM NO. SH-13**Nomination Form**

[Pursuant to section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies Share Capital and Debentures) Rules, 2014]

To,

J. Taparia Projects Limited

16, B.R.B.Basu Road,
Kolkata- 700 001.

I am / We are _____ the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my / our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

(2) PARTICULARS OF NOMINEE/S—

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's Name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) e-mail id:
- (h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR—

- (a) Date of birth:
- (b) Date of attaining majority:
- (c) Name of guardian:
- (d) Address of guardian:

Name:

Address:

Name of Security Holder(s)

Signature

Witness with name and address

- 1 Please read the instructions given below very carefully. If the form is not filed as per instructions, the same will be rejected.
- 2 The nomination can be made by individuals only. Non individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate.
- 3 If the Shares are held jointly all joint holders shall sign (as per the specimen registered with the Company) the nomination form.
- 4 A nomination must be witnessed by two witnesses. A nomination form not witnessed by two witnesses will be rejected.
- 5 A minor can be nominated and in that case the name and address of the Guardian shall be given by the holder.
- 6 The nominee shall not be a trust, society, body corporate, partnership firm, Karta of Hindu Undivided Family, or a power of attorney holder. A non-resident Indian can be a nominee on repatriable basis.
- 7 Transfer of Shares in favour of a nominee shall be a valid discharge by the Company against the legal heir(s).
- 8 Only one person can be nominated for a given folio.
- 9 Details of all holders in a folio need to be filed; else the nomination will be rejected.
- 10 The nomination will be registered only when it is complete in all respects including the signature of (a) all registered holders (as per specimen lodged with the Company) and (b) the nominee/guardian.
- 11 Whenever the Shares in the given folio are entirely transferred or dematerialised, then this nomination will stand rescinded.
- 12 The intimation regarding nomination / nomination form shall be filled in duplicate with the Registrars & Transfer Agents of the Company who will return one copy thereof to the Shareholders.
- 13 Upon receipt of a duly executed nomination form, the Registrars & Transfer Agent of the Company will register the form and allot a registration number. The registration number and folio no. should be quoted by the nominee in all future correspondence.
- 14 The Company will not entertain any claims other than those of a registered nominee.
- 15 The nomination can be varied or cancelled by executing fresh nomination form.
- 16 For shares held in dematerialised form nomination is required to be filled with the Depository Participant.

<u>FOR OFFICE USE ONLY</u>	
Nomination Registration Number	
Date of Registration	
Checked By (Name and Signature)	

E-MAIL ADDRESS REGISTRATION FORM

In continuation of Circular Nos. 17/2011 and 18/2011 dated 21.04.2011 and 29.04.2011 respectively Issued by Ministry of Corporate Affairs, Government of India and pursuant to Section 101 of the Companies Act, 2013 & Rule 18(3)(i) of the Companies (management & Administration) Rule, 2014 & Rule 11 Companies (Accounts) Rule, 2014.

(For shares held in physical form)

To

M/s. Niche Technologies Pvt. Ltd.

D-511, Bagree Market,

71, B. R. B. Basu Road, 5th Floor,

Kolkata - 700 001,

Sub : E-mail ID registration & Service of documents through electronic mode.

Dear Sir,

I / We, Member(s) of M/s. J. Taparia Projects Limited, hereby give my / our consent to receive electronically Annual Report(s) of General Meeting(s) and other document(s) submit to you as under :

Kindly use my / our Email ID for serving the documents in electronic mode. I / We request you to note my/our e-mail address as mention below. If there will be any change in the e-mail address, I / We will promptly communicate to you.

Folio No.	
Name of the first/sole Member	
E-mail address (to be registered)	

Thanking you,

Yours faithfully

(Signature of first/sole Member)

Place :

Date:

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Book Post

If undelivered please return to:

J. TAPARIA PROJECTS LIMITED

CIN: L74210WB1980PLC032979

Registered Office :

16, B. R. B. Basu Road, 3rd Floor, Kolkata – 700 001, (W. B.)

Phone: +91 33 2230 5244

E-mail: jtaparia2008@gmail.com,

Website : www.jtapariaprojects.com