

SARVAMANGAL MERCANTILE COMPANY LIMITED.

Regd. Office : No. 2, Mohatta Bhavan Property, Off. Dr. E. Moses Road, Worli, Mumbai - 400 018. Tel.: 24964656-60 Fax : 2496 3055

Correspondence Address : 1076, Dr. E. Moses Road, Worli, Mumbai - 400 018.

CIN-L51100MH1983PLC029600; Website: www.Sarvamangalmurcantile.com

September 15, 2017

To,

BSE Limited

Floor 25, P J Towers

Dalal Street

Mumbai - 400001

Dear Sir,

Sub: Submission of 34th Annual Report

Ref: BSE: Scrip Code: 506190.

In terms of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of 34th Annual report for the Financial Year 2016-17, as approved and adopted in the 34th Annual General Meeting of the Company held on Thursday, August 31, 2017

We hope you will find it in order and request you to take the same on your records.

Thanking you,

Yours faithfully,

For Sarvamangal Mercantile Co. Ltd

Sanjay Jain

Director

(DIN - 00047973)





Sarvamangal Mercantile Company Limited

**34TH ANNUAL REPORT
2016-2017**

BOARD OF DIRECTORS

MR. ADARSH SOMANI	- DIRECTOR
MR. B.K. TOSHNIWAL	- DIRECTOR
MR. SANJAY JAIN	- DIRECTOR
MRS. NUPUR SOMANI	- MANAGING DIRECTOR

BANKERS

CENTRAL BANK OF INDIA
PUNJAB NATIONAL BANK

AUDITORS

S.G. KABRA & CO.
CHARTERED ACCOUNTANTS,
MUMBAI.

SECRETARIAL AUDITOR

M/S. GMJ & ASSOCIATES
PRACTICING COMPANY SECRETARIES
MUMBAI

REGISTERED OFFICE

NO. 2 MOHATTA BHAVAN PROPERTIES
OFF. DR. E. MOSES ROAD,
WORLI,
MUMBAI - 400 018.
CIN : L51100MH1983PLC029600
E-mai : info@sarvamangalmercantile.com
Website : www.sarvamangalmercantile.com
Tel. No.: +91-22-24964656
Fax No.: +91-22-24963055

ADMINISTRATIVE OFFICE

1076, DR. E. MOSES ROAD,
WORLI,
MUMBAI - 400 018.

SARVAMANGAL MERCANTILE COMPANY LIMITED

NOTICE

Notice is hereby given that the **Thirty Fourth** Annual General Meeting of the Company will be held on **Thursday, August 31, 2017 at 2.00 p.m.** at the Registered Office at No. 02, Mohatta Bhavan Properties, Dr. E. Moses Road, Worli, Mumbai -400018 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2017 together with the Report(s) of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Adarsh Somani (DIN: 00192609), who retires by rotation and being eligible, offer himself for re- appointment as Director.
3. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors), Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. R. Soni & Co, Chartered Accountants (FRN No 130349W), from whom the Company has received eligibility letter be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a period of 5 years i.e. from the conclusion of this Annual General Meeting of the Company till the conclusion of Annual General Meeting to be held for the Financial Year 2021-22 (subject to ratification of their appointment at every AGM) at such remuneration as may be fixed by the Board of Directors of the Company.”

By **order of the Board**
For Sarvamangal Mercantile Company Limited

Nupur Somani
Managing Director
(DIN: 00816788)

Date: May 29, 2017.
Place: Mumbai

Registered office:
No.2, Mohata Bhavan Properties,
Dr. E. Moses Road,
Worli Naka, Mumbai - 400018

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% (ten percent) of the total share capital of the Company carrying voting rights. A Member holding more than 10% (ten percent) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy for any other person or shareholder.

The instrument of proxy in order to be effective should be deposited at the Registered Office of the Company, duly completed, Stamped and signed, not less than 48 hours before the commencement of the Meeting. A proxy form is sent herewith. Proxies submitted on behalf of the Company(ies), Societies, etc must be supported by an appropriate resolution or authority as applicable.

2. The Register of Members and the Share Transfer Books of the Company will remain closed from August 21, 2017 to August 31, 2017 (both days inclusive).
3. Members are requested to intimate change in their address, if any, to the Company / R & T Agent.
4. Brief profile of the Directors proposed to be appointed / re-appointed (Item no. 2) is annexed and forms part of Notice of Annual General Meeting.
5. The Map of the venue of the Annual General Meeting is annexed to the Notice.
6. In support of the "Green Initiative" announced by the Government of India electronic copy of the Annual Report and this Notice inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy form are being sent by E-mail to those Member whose E-mail addresses have been made available to the Company / Depository Participants unless member have requested for a hard copy of the same. For Members who have not registered their e-mail addresses physical copies of Annual Report and this Notice inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy form will be sent to them in the permitted mode.

Voting through electronic means:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide E-voting facility to the Members to cast their votes electronically on the resolutions mentioned in the Notice of 34th Annual General Meeting (AGM). The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on August 28, 2017 (9:00 am) and ends on August 30, 2017 (5:00 pm). During this period Members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of August 24, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

- A. In case a Member receives an email from NSDL [For Members whose email IDs are registered with the Company/Depository Participants(s)]:
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "remote e-voting.pdf".

- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>

- (iii) Click on Shareholder - Login
- (iv) Put your user ID and password (the initial password mentioned in the e-mail sent by NSDL to shareholders whose email addresses are registered with the Company/Depository Participant(s) or mentioned in the instruction slip) and verification code as displayed. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "Sarvamangal Mercantile Company Limited".
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to cs@gmj.co.in with a copy marked to evoting@nsdl.co.in and info@sarvamangalmercantile.com.

B. In case a Member receives physical copy of the Notice of AGM [for Members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) Initial password is provided as below/at the bottom of the instruction slip for the AGM:

EVEN (e-voting Event Number)	USER ID	PASSWORD/PIN

- (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

NOTE: Shareholders who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

SARVAMANGAL MERCANTILE COMPANY LIMITED

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No. +Folio No).

VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

IX. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of August 24, 2017.

X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. August 24, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in

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

XI. A person, whose name is recorded in the register of Members or in the register of beneficial owners maintained by the Depositories as on the cut-off date i.e. August 24, 2017 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

XII. Mr. Prabhat Maheshwari, Partner M/s. GMJ & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

XIII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “remote e-voting” or “Ballot Paper”/ “Poll Paper” for all those Members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XIV. The Scrutinizer shall after the conclusion of voting at the Annual general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

XV. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.sarvamangalmercantile.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange.

By order of the Board

For Sarvamangal Mercantile Company Limited

Nupur Somani

Managing Director
(DIN:00816788)

Date: May 29, 2017.

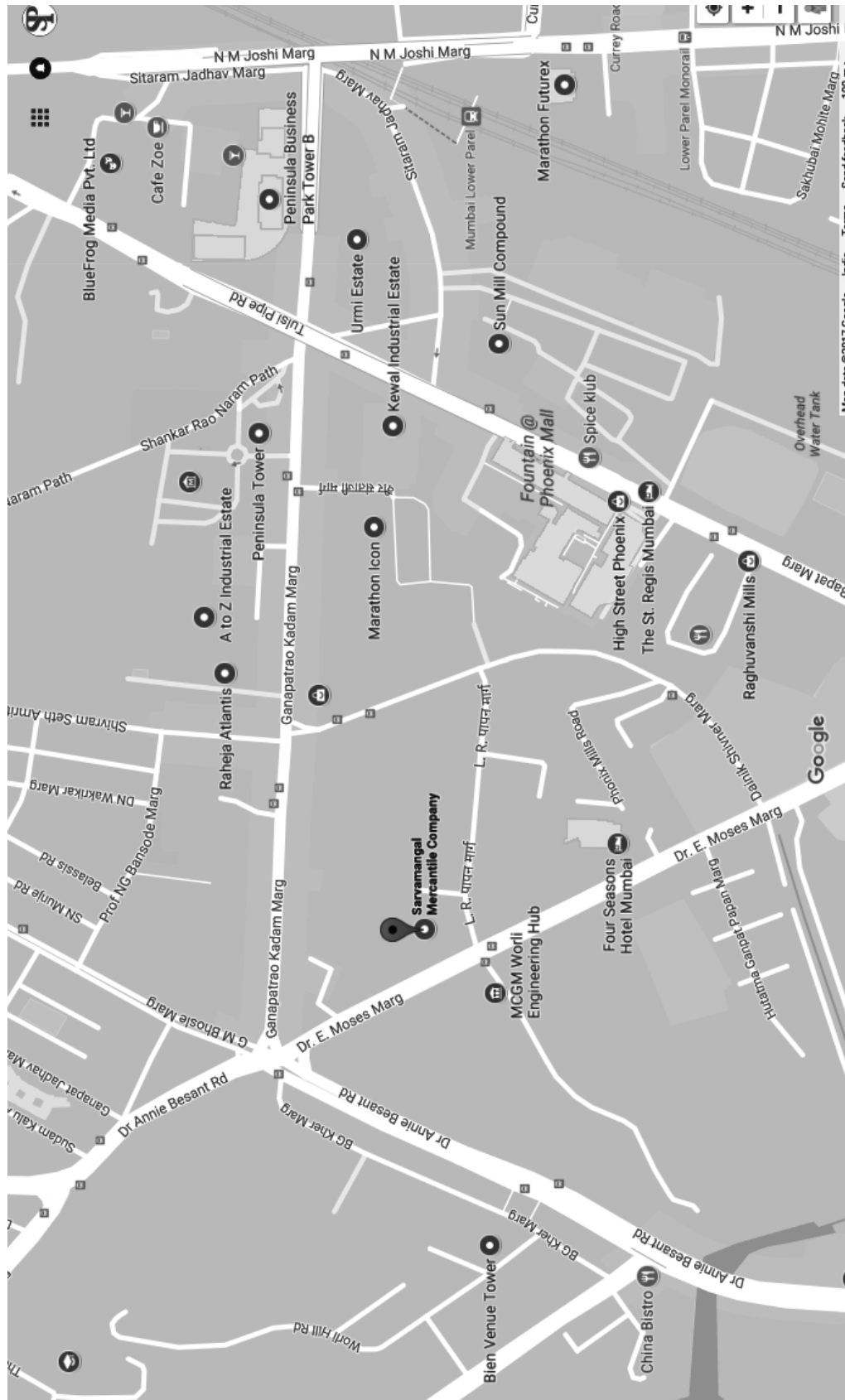
Place: Mumbai

Registered office:

No.2, Mohata Bhavan Properties,
Dr. E. Moses Road,
Worli Naka, Mumbai - 400018

ROUTE MAP TO THE VENUE OF 34TH ANNUAL GENERAL MEETING:

Venue: No. 02, Mohatta Bhavan Properties, Dr. E. Moses Road, Worli, Mumbai -400018.



Annexure to Notice (Item No. 2)**Brief particulars of the Director(s) seeking re-appointment/appointment**

Name of the Director	Mr. Adarsh Somani
Age	43 years
Date of Birth	April 20, 1974
Qualifications	B.com
Nationality	Indian
Terms and conditions of appointment / re-appointment	Mr. Adarsh Somani, Non – Executive Director, retires by rotation at the forthcoming Annual General Meeting of the Company and being eligible offer himself for re-appointment.
Details of remuneration sought to be paid	NA
Details of remuneration last drawn	NA
Date of first appointment on the Board	June 30, 2008
Shareholding in the Company	1000 no. of Eq. Shares
Number of board meetings attended during the year	2
List of Directorships held in other Companies	1) Hotel Empire Limited 2) Kopran Lifestyle Ltd. 3) Reay Road Iron And Metal Warehousing Pvt. Ltd. 4) Kopran Laboratories Ltd. 5) Kopran Lifesciences Ltd. 6) Debonair Publications Ltd. 7) Oricon Enterprises Limited.
List of Chairmanship/Membership of Committees held in other Companies	NIL
Relationship with Directors, Managers or other KMPs	Mr. Adarsh Somani is husband of Mrs. Nupur Somani, Managing Director of the Company.
Nature of Expertise or experience	Experience in Marketing of FMCG Products, Real Estate and Finance.

* For counting Membership of committees only Membership of Audit Committee and Stakeholders Relationship Committee is taken into consideration.

By Order of the Board

Nupur Somani
Managing Director
(DIN: 00816788)

Date: May 29, 2017.

Place: Mumbai

Registered Office:

No. 2, Mohata Bhavan Properties,
Dr. E Moses Road,
Worli, Mumbai – 400018.

DIRECTORS' REPORT

To

The Members,

Sarvamangal Mercantile Company Limited

Your Directors have pleasure in presenting the **THIRTY FOURTH ANNUAL REPORT** of the Company together with the Audited Financial Statement(s) of the Company for the year ended March 31, 2017.

Financial Summary:

Rs. In Lacs

Particulars	2016-17	2015-16
Gross Profit/Loss	(55.09)	7.98
Deduction there from:		
Finance Cost	35.82	32.52
Depreciation & amortization expenses	0.15	0.15
Profit (Loss) before tax	(91.06)	(24.69)
Taxation		
Current Tax	-	-
Income Tax for earlier years	-	0.78
Profit(Loss) after tax	(91.06)	(25.47)
Profit b/f from last year	885.58	911.06
Balance carried to Balance sheet	<u>794.53</u>	<u>885.58</u>

2. Financial Performance

Sales and other Income for the year ended March 31, 2017 amounted to Rs. 2.86 crores as against Rs. 0.87 crores in the previous Financial Year. Net loss for the year under review was Rs. 0.91 crores as against loss of Rs. 0.25 crores in the previous Financial Year.

3. Dividend

Your Directors do not recommend any dividend for the Financial Year 2016-17.

4. Number of Board Meetings:

During the year March 31, 2017, Four (4) Meeting of the Board were held on the following dates:

- (i) May 25, 2016
- (ii) August 10, 2016
- (iii) November 12, 2016
- (iv) February 14, 2017

5. Details of Committees of the Board:

At present, the Board has following two (2) Committees:

- Audit Committee and
- Nomination and Remuneration Committee.

a) Audit Committee

The constitution, composition, terms of reference, role, powers, rights, obligations of Audit Committee are in conformity with the provisions of Section 177 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014.

SARVAMANGAL MERCANTILE COMPANY LIMITED

The Audit Committee consists of the following Members as on March 31, 2017:

Name	Designation	Non-Executive/Independent
Mr. B.K .Toshniwal	Chairperson	Independent Director
Mr. Sanjay Jain	Member	Independent Director
Mr. Adarsh Somani	Member	Non-Executive Director

The Audit Committee has adequate powers and detailed terms of reference to play an effective role as required under Section 177 of the Companies Act, 2013, which inter alia include overseeing financial reporting processes, reviewing periodic financial results, financial statements and adequacy of internal control systems with the Management, approval of related party transactions, recommendation of appointment and remuneration of Auditors of the Company etc.

During the year ended March 31, 2017, Four Meetings of the Audit Committee were held on following dates:

- i. May 25, 2016
- ii. August 10, 2016
- iii. November 12, 2016
- iv. February 14, 2017.

b) Nomination and Remuneration Committee.

The constitution, composition, terms of reference, role, powers, rights, obligations of Nomination and Remuneration Committee are in conformity with the provisions of Section 178 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014.

The Nomination and Remuneration Committee consists of the following Members as on March 31, 2017:

Name	Designation	Non-Executive/Independent
Mr. B.K .Toshniwal	Chairperson	Independent Director
Mr. Sanjay Jain	Member	Independent Director
Mr. Adarsh Somani	Member	Non-Executive Director

During the year, March 31, 2017, no meeting of the Nomination and Remuneration Committee was held.

The purpose of the Remuneration Committee of the Board of Directors shall be to review and to discharge the Board's responsibilities related to remuneration of the Managing Director, Key Managerial Personnel, and Senior Management. The Committee has the overall responsibility for formulation of criteria of evaluation of Independent Director, identifying persons who are qualified to become a Director and appointment of Senior Management Personnel.

6. **Policy on Directors' Appointment and Remuneration:**

The Nomination and Remuneration Committee is entrusted with the responsibility of identifying and ascertaining the integrity, qualification, expertise and experience of the person for appointment as Directors, KMP or at Senior Management level and recommending their appointment for the consideration of the Board.

The Company has drawn up Nomination and Remuneration policy in line with the requirement of Section 178 of the Companies Act, 2013. The Policy inter alia provides that a person should possess

adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

7. Vigil Mechanism/Whistle Blower Policy

The Company has a Vigil Mechanism cum Whistle Blower Policy ('Vigil Mechanism') in place. The Vigil Mechanism is a system for providing a tool to the employees of the Company to report violation of personnel policies of the Company, unethical behavior, suspected or actual fraud, violation of code of conduct. The Company is committed to provide requisite safeguards for the protection of the persons who raise such concerns from reprisals or victimization.

The Policy provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. The Board of Directors affirm and confirm that no employee of the Company has been denied access to the Committee.

Details of the Vigil Mechanism are available on the Company's website www.sarvamangalmercantile.com

8. Risk Management

Your Company has appropriate risk management system in place for identification of risks and assessment of risks, measure to mitigate them and mechanism for their proper and timely monitors and reports.

9. Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace.

Although the Company do not have large number of employees however to comply with the legal requirement, Company has in place adopted Policy on Prevention, Prohibition and Redressal of Sexual Harassment. The policy aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto.

The Company has not received any complaint of sexual harassment during the financial year 2016-17.

10. Adequacy of Internal Financial Controls with reference to the Financial Statements.

The Company has devised appropriate systems and framework for adequate internal financial controls with reference to financial statements commensurate with the size, scale and complexity of its operations including proper delegation of authority, policies and procedures, effective IT systems aligned to business requirements, risk based internal audit framework, risk management framework.

The Audit Committee regularly reviews the internal control system to ensure that it remains effective and aligned with the business requirements. In case weaknesses are identified as a result of the reviews, new procedures are put in place to strengthen controls.

Further, the Board annually reviews the effectiveness of the Company's internal control system. The Directors and Management confirm that the Internal Financial Controls (IFC) are adequate with respect to the operations of the Company.

A report of the Auditors pursuant to Section 143(3) (i) of the Companies Act, 2013 certifying the adequacy of Internal Financial Controls is annexed with the Auditors' Report.

11. Annual Evaluation of Board Performance

Pursuant to the provisions of the Companies Act, 2013 the performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors in their separate meeting who also reviewed the performance of the Board as whole.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure for the performance evaluation of the Board of Directors.

The Board's functioning was evaluated on various aspects, including inter alia degree of fulfillment of key responsibilities, Board Structure and Composition, effectiveness of Board process, information and functioning.

The Directors were evaluated on aspects such as attendance and contribution at Board / Committee Meeting and guidance / support to the management outside Board / Committee Meetings. In addition, the Chairman was also evaluated on Key aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement of all Board Members.

12. Particulars of Loans, Guarantees and Investments.

Particulars of Loans, Guarantees and Investment as required under Section 186 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 are given in Notes no. 8, forming part of Financial Statements.

13. Particulars of contracts or arrangements with related parties.

The Company does not have any contract or arrangement or transaction with related party in terms of Section 188 of the Companies Act, 2013. Hence, the disclosure required to be provided under Section 134(3) (h) of the Companies Act, 2013, in Form AOC – 2 is not applicable and need not to be furnished.

The Disclosures as required under Accounting Standard – 18 (AS-18) "Related Party Disclosures" notified under Rule 7 of the Companies (Accounts) Rules, 2014 have been provided in Note No. 17 of the Notes forming part of the Financial Statements.

14. Declaration of Independent Directors

The Independent Directors have submitted their disclosures/ declarations to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

15. Directors Responsibility Statement

The Board of Directors of the Company confirm:

- (i) that in the preparation of the annual accounts for the year ended 31st March, 2017 the applicable Accounting Standards have been followed.
- (ii) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review.
- (iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the Provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) that the Directors have prepared the annual accounts for the year ended 31st March, 2017 on a 'going concern' basis.
- (v) that the Directors have laid down internal financial control and that such internal financial control are adequate.
- (vi) that the Directors have devised proper system to ensure compliance with the Provisions of all applicable laws.

16. Disclosures Relating to Remuneration of Directors, Key Managerial Personnel And Particulars of Employees.

The information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors/ Employees of your Company is appended in **Annexure I** forming part of this Report.

In accordance with provisions of Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are set out in the annexure to this report. In terms of provisions of Section 136(1) of the Companies Act, 2013 this report is being sent to the members without this annexure. Members interested in obtaining copy of the annexure may write to the Company Secretary and the same will be furnished on request. The said information is available also for inspection at the registered office of the Company during working hours.

17. Extract of Annual Return

In terms of Section 92 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, details forming the part of the extract of annual return is enclosed in **Annexure II** forming part of this Report.

18. Disclosure of Particulars

Information's as per the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, relating to Conservation of Energy ,Technology Absorption, Foreign Exchange Earnings and Outgo is given in **Annexure III** forming part of this Report.

19. Management Discussion and Analysis Report

A report in the form of Management Discussion and Analysis Report is annexed hereto as **Annexure IV** and forms part of this Report.

20. Directors and Key Managerial Personnel

In accordance with the requirements of the Companies Act, 2013 and Articles of Association of the Company, Mr. Adarsh Somani, Director of the Company retire at the forthcoming Annual General Meeting and being eligible, offer himself, for re-appointment as Director liable to retire by rotation.

During the year under review, there was no change in the office of Director and Key Managerial Personnel of the Company.

21. Auditors**a) Statutory Auditors**

Pursuant to Section 139(2) of the Companies Act, 2013 read with rule 6 of Companies (Audit and Auditors) Rules, 2014, M/s. S.G. Kabra & Co., Chartered Accountants, retire at the conclusion of the 34th Annual General Meeting.

Pursuant to the provisions of the Companies Act, 2013 ("the Act ")and the Rules framed there under, it is proposed to appoint M/s. R. Soni & Co., Chartered Accountants, as Statutory Auditors of the Company for a period of 5 years i.e. to hold office from the conclusion of the 34th Annual General Meeting, until the conclusion of the 39th Annual General Meeting of the Company to be held in the Year 2022 (subject to ratification of their appointment by the Members at every Annual General Meeting held after the forthcoming Annual General Meeting). As required under the provisions of Section 139(1) of the Act, the Company has received a written consent and Certificate from M/s. R. Soni & Co., Chartered Accountants, to the effect that their appointment, if made, would be in accordance with the provisions of the Companies Act, 2013 and the Rules framed there under and that they satisfy the criteria provided in Section 141 of the Act.

b) Secretarial Auditor and Secretarial Audit Report

The Board has appointed M/s. GMJ & Associates, Practicing Company Secretaries, to carry out Secretarial Audit under the provisions of Section 204 of the Companies Act, 2013 for the Financial Year 2016- 17. The Report of Secretarial Auditor is annexed to this report as **Annexure V** forming part of this Report.

As per the Secretarial Audit report, the Company has not appointed Whole Time Company Secretary during the Financial Year 2016-2017 and therefore not complied with the provisions of Section 203 of the Companies Act, 2013.

The Company is in process to find suitable candidate for appointment as a Company Secretary of the Company.

22. Other Disclosures/Reporting:

Your Directors further state that during the year under review:

- a) no amount is transferred to General Reserve;
- b) there was no change in nature of Business;
- c) there was no change in Share Capital of the Company;
- d) the Company has not taken any deposits from Public or Shareholders of the Company;
- e) there were no significant / material orders passed by the Regulators or Courts or Tribunals impacting going concern status of your Company and its operations in future;
- f) there were no other material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which this financial statements relate and the date of this Report and
- g) there are no qualifications, reservation or adverse remark or disclaimer made by the Statutory Auditors in their Report

23. Personnel

Your Company continued to enjoy warm and healthy relations with its employees at all locations. Your Directors take this opportunity to record their appreciation for the significant outstanding contribution made by the employees at all levels.

24. Acknowledgment

Your Directors express their deep gratitude for the co-operation and support extended to the Company by its Members, Customers, Suppliers, Bankers and various Government agencies.

For and on behalf of the Board

Nupur Somani
Managing Director
(DIN: 00816788)

B. K. Toshniwal
Director
(DIN: 00048019)

Sanjay Jain
Director
(DIN: 00047973)

Date: May 29, 2017
Place: Mumbai

Annexure – I

Information as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- 1. Ratio of remuneration of each Director to the median remuneration of all the employees of the Company for the Financial Year 2016-17 is as follows:**

Name of the Director	Total remuneration (In Rs.)	Ratio of remuneration of Director to the median remuneration
Adarsh Somani	0	0:1
Sanjay Jain	0	0:1
B. K. Toshniwal	0	0:1
Nupur Somani	0	0:1

Notes:

- The aforesaid details are calculated on the basis of remuneration for the Financial Year 2016-17.
- Mrs. Nupur Somani, Managing Director of the Company do not draw any remuneration from the Company. Further, no sitting fee is paid to the Other Directors for attending the Meetings of Board and Committees.
- Median remuneration of the Company for all its employees was Rs. 3,65,310/- for the Financial Year 2016-17.

- 2. Details of percentage increase in the remuneration of each Director, CFO and Company Secretary in the Financial Year 2016-17 are as follows:**

Name	Designation	Remuneration (in Rs.)		Increase (%)
		2016-17	2015-16	
Adarsh Somani	Director	0	1000	-100%
Sanjay Jain	Director	0	1000	-100%
B. K. Toshniwal	Director	0	1000	-100%
Nupur Somani	Managing Director	0	0	0%
Shashikant Sharma	CFO	6,10,020	6,10,020	0%

Notes:

- Mrs. Nupur Somani, Managing Director of the Company do not draw any remuneration from the Company
- During the year no sitting fee is paid to the other Directors for attending the Meetings of Board and Committee.

- 3. Percentage increase in the median remuneration of all employees in the Financial Year 2016-17:**

	2016-17 (Rs.)	2015-16 (Rs.)	Increase (%)
Median remuneration of all employees per annum	3,65,310	3,81,262	-4.18%

4. Number of permanent employees on the rolls of the Company as on March 31, 2017:

Total Number of Employees on pay roll during the Financial Year ended March 31, 2017 is 2.

5. Comparison of average percentage increase in salary of employees other than the key managerial personnel and the percentage increase in the Key managerial remuneration:

Particulars	2016-17	2015-16	Increase%
Average salary of all employees (other than Key Managerial Personnel)	1,20,600	2,74,250	-56.02%
Average salary of Key Managerial Personnel			
-Salary of MD*	NIL	NIL	0%
-Salary of CFO	6,10,020	6,10,020	0%

6. Affirmation :

Pursuant to Rule 5(1) (xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Remuneration policy of the Company.

For and on behalf of the Board

Nupur Somani
Managing Director
(DIN- 00816788)

B. K Toshniwal
Director
(DIN-00048019)

Sanjay Jain
Director
(DIN- 00047973)

Date: May 29, 2017
Place: Mumbai

SARVAMANGAL MERCANTILE COMPANY LIMITED**ANNEXURE - II****FORM NO. MGT-9****EXTRACT OF ANNUAL RETURN**

as on the Financial Year Ended on March 31, 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:

1.	CIN	L51100MH1983PLC029600
2.	Registration Date	22/03/1983
3.	Name of the Company	Sarvamangal Mercantile Company Limited
4.	Category / Sub- Category of the Company	Public Company Limited by Shares
5.	Address of the Registered office and contact details	No. 2 Mohatta Bhavan Properties off, Dr E Moses Road, Worli, Mumbai-400018
6.	Whether Listed Company	Listed
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt Ltd C 101, 247 Park, L.B.S Marg, Vikhroli (West) Tel: 022-49186270 Email Id: rnt.helpdesk@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:-

Sr. No.	Name and Description of the main products/ Services	NIC Services of the Product/ services	% to total turnover of the Company
1	Trading and Investment	NA	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANY

There is no Holding, Subsidiary and Associate Company.

SARVAMANGAL MERCANTILE COMPANY LIMITED

IV. SHAREHOLDING PATTERN (Equity Shares Capital Breakup as Percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholder	No. of Share held at the beginning of the Year (01-04-2016)				No. of Share held at the end of the Year (31-03-2017)				% Change during the Year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
A) PROMOTERS									
Indian									
Individuals/ HUF	32000	0	32000	12.85	32000	0	32000	12.85	0.00
Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-
Bodies Corporate	92500	0	92500	37.15	87500	0	87500	35.14	-2.01
Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
Any Others(Specify)	-	-	-	-	-	-	-	-	-
Sub Total(A)(1)	124500	0	124500	50.00	119500	0	119500	47.99	-2.01
Foreign									
Individuals (Non-Residents Individuals/	-	-	-	-	-	-	-	-	-
Foreign Individuals)	-	-	-	-	-	-	-	-	-
Bodies Corporate	-	-	-	-	-	-	-	-	-
Institutions	-	-	-	-	-	-	-	-	-
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Any Others(Specify)	-	-	-	-	-	-	-	-	-
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)	124500	0	124500	50.00	119500	0	119500	47.99	-2.00
B) Public shareholding									
Institutions									
Mutual Funds/ UTI	-	-	-	-	-	-	-	-	-
Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
Foreign Institutional Investors	-	-	-	-	-	-	-	-	-
Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Any Other (Foreign Portfolio Investor)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	0	0	0	0.00	0	0	0	0.00	0.00

SARVAMANGAL MERCANTILE COMPANY LIMITED

Central Government/ State Government(s)/ President of India	-	-	-	-	-	-	-	-	-
Sub-Total (B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
Non-institutions									
Bodies Corporate	24500	0	24500	9.83	24500	0	24500	9.83	0.00
INDIVIDUALS									
Individuals – i. Individual shareholders holding nominal share capital up to Rs 1 lakh	0	100000	100000	40.16	27100	77900	105000	42.17	2.01
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	-	-	-	-	-	-	-	-	-
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Any Other –Foreign Companies/ NBFC registered with RBI									
Clearing Member									
NRI									
Trusts									
Sub-Total (B)(3)	24500	100000	124500	50.00	51600	77900	129500	52.00	2.00
Total Public Shareholding (B)= (B)(1)+(B)(2)+ (B)(3)	24500	100000	124500	50.00	51600	77900	129500	52.00	2.00
TOTAL (A)+(B)	149000	100000	249000	100.00	171100	77900	249000	100.00	0.00
Shares held by Custodians and against which Depository Receipts have been issued									
Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
Public	-	-	-	-	-	-	-	-	-
Sub-Total (C)	0	0	0	0.00	0	0	0	0.00	0.00
GRANDTOTAL (A)+(B)+(C)	149000	100000	249000	100	171100	77900	249000	100	0.00

SARVAMANGAL MERCANTILE COMPANY LIMITED

(ii) Shareholding of Promoters

Sr. No.	Shareholders Name	Shareholding at the beginning of the Year (01.04.2016)			Shareholding at the end of the Year (31.03.2017)			% change in share holding during the Year
		No. of Shares	% of total shares of the Company	% of Shares Pledged/ encumbered to total Shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total Shares	
1	Susheel Somani	16000	6.43	0.00	16000	6.43	0.00	-
2	Surendra Somani	2500	1.00	0.00	2500	1.00	0.00	-
3	Mridula Somani	2000	0.80	0.00	2000	0.80	0.00	-
4	Vandana Somani	2000	0.80	0.00	2000	0.80	0.00	-
5	Rajendra Somani	1500	0.60	0.00	1500	0.60	0.00	-
6	Jaya Somani	1000	0.40	0.00	1000	0.40	0.00	-
7	Adarsh Somani	1000	0.40	0.00	1000	0.40	0.00	-
8	Rajendra Somani (HUF)	1000	0.40	0.00	1000	0.40	0.00	-
9	Susheel G. Somani (HUF)	1000	0.40	0.00	1000	0.40	0.00	-
10	Varun Somani	1000	0.40	0.00	1000	0.40	0.00	-
11	Vrinda Somani	1000	0.40	0.00	1000	0.40	0.00	-
12	Kumkum Somani	500	0.20	0.00	500	0.20	0.00	-
13	Shantanu Somani	500	0.20	0.00	500	0.20	0.00	-
14	Suhrid Susheel Somani	500	0.20	0.00	500	0.20	0.00	-
15	Susheel G Somani	500	0.20	0.00	500	0.20	0.00	-
16	Kopran Lifestyle Limited	50000	20.08	0.00	45000	18.07	0.00	(2.00)
17	Parijat Shipping and Finale Limited	24500	9.84	0.00	24500	9.84	0.00	-
18	Kopran Laboratories Limited	18000	7.23	0.00	18000	7.23	0.00	-
	TOTAL	124500	50.00	0.00	119500	47.99	0.00	(2.00)

(iii) Change in Promoter's Shareholding

During the year under review, there is no change in the Shareholding of the Promoter Group.

Sr. No.	Particulars	Shareholding at the beginning of the Year (01.04.2016)		Cumulative Shareholding during the Year (31.03.2017)	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	Kopran Lifestyle Limited Transfer- February 3, 2017 At the end of the year	50000 (5000) 45000	20.08 (2.01) 18.07	45000 45000	18.07 18.07

SARVAMANGAL MERCANTILE COMPANY LIMITED

(iv) Shareholding Pattern of top ten Shareholders (Other Than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	Name	No. of Shares at the beginning of the year (01.04.2016)	Percentage of total shares of the company	Increase / Decrease in Share-holding	No. of Shares at the end of the year (31.03.2017)	Percentage of total shares of the company
1.	Skyland Securities Pvt Ltd	24500	9.84	0	24500	9.84
2.	Archana R Sharma	0	0.00	5000	5000	2.01
3.	Vijay Satyanarayan Holani	0	0.00	0	4400	1.77
4.	Pramod Jain	2400	0.96	0	2400	0.96
5.	B M Gaggar	2400	0.96	0	2400	0.96
6.	Neelkamal Gaggar	2400	0.96	0	2400	0.96
7.	Shyamsunder Bang	2400	0.96	0	2400	0.96
8.	Shobha Bang	2400	0.96	0	2400	0.96
9.	Virendra Malapani	2400	0.96	0	2400	0.96
10.	Jagdish Biyani	2400	0.96	0	2400	0.96
11.	Santosh Biyani	2400	0.96	0	2400	0.96
12.	Hariprasad Sharma	2400	0.96	0	2400	0.96

(v) Shareholding of Directors and Key Managerial Personnel:

SL. NO.	Particulars	Shareholding at the beginning of the Year (01.04.2016)		Shareholding during the Year (31.03.2017)	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	B K Toshniwal	0	0.00	0	0.00
2.	Adarsh Somani	1000	0.40	1000	0.40
3.	Sanjay Jain	0	0.00	0	0.00
4.	Nupur Somani	0	0.00	0	0.00
5.	Shashikant Sharma	0	0.00	0	0.00

SARVAMANGAL MERCANTILE COMPANY LIMITED

V INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the Financial Year (01.04.2016)				
(i) Principal Amount	2,72,40,033	--	4,30,000	2,76,70,033
(ii) Interest due but not paid	--	--	--	--
(iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	2,72,40,033	--	4,30,000	2,76,70,033
Change in Indebtedness during the financial year				
* Addition (+)	--	--	--	--
*Reduction (-)	(2,16,31,031)	--	--	(2,16,31,031)
Net Change	(2,16,31,031)	--	--	(2,16,31,031)
Indebtedness at the end of the Financial Year (31.03.2017)				
i) Principal Amount	56,09,002	--	4,30,000	60,39,002
ii) Interest due but not paid	--	--	--	--
(iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	56,09,002	--	4,30,000	60,39,002

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-Time Directors And/ or Manager.

Sr.No	Particulars of Remuneration	Name of MD/WTD/Manager
		Mrs. Nupur Somani (Managing Director)
1	Gross Salary	
	a) Salary as per provisions contained in Sec.17(1) of the Income Tax Act, 1961	0
	b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	0
	c) Profits in lieu of salary under Sec.17(3) of Income Tax Act, 1961	0
2	Stock Option	0
3	Sweat Equity	0
4	Commission - As % of profit - Others, specify	0
5	Others, please Specify	0
	Total (A)	0
	Ceiling as per the Act	5% of the net profit of the Company

SARVAMANGAL MERCANTILE COMPANY LIMITED

B. Remuneration to Other Director

I. Independent Director

Particulars of Remuneration	Name of Director		
	Sanjay Jain	B K Toshniwal	Total
Fee for attending Board / Committee Meeting	0	0	0
Commission	0	0	0
Others	0	0	0
Total (A)	0	0	0

II. Other Non-Executive Director:-

Other Non-Executive Director	Adarsh Somani
Fee for attending Board / Committee Meeting	0
Commission	0
Others	0
Total (B)	0
Total (A) + (B)	0

C. Remuneration to Key Managerial Personnel Other than MD/Manager/WTd.

Sr.No	Particulars of Remuneration	Name of the KMP
		Shashikant Sharma (CFO)
1	GROSS SALARY	
	a) Salary as per provisions contained in Sec.17(1) of the Income Tax Act, 1961	6,10,020/-
	b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	---
	c) Profits in lieu of salary under Sec.17(3) of Income Tax Act, 1961	---
2	Stock Option	---
3	Sweat Equity	---
4	Commission	
	- As % of profit - Others, specify.	---
5	Others, please Specify – provident fund	---
	Total	6,10,020/-

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES (under the Companies Act): NIL

FOR AND ON BEHALF OF THE BOARD

Nupur Somani
(Managing Director)
(DIN – 00816788)

B K Toshniwal
(Director)
(DIN – 00048019)

Date : May 29, 2017
Place: Mumbai

Sanjay Jain
(Director)
(DIN – 00047973)

ANNEXURE- III

(Information pursuant to the Section 134 (3) (m) of the Companies Act, 2013 read with Companies (Accounts) Rule, 2014 and forming part of the Director's Report to the Members for the year ended March 31, 2017)

	PARTICULARS	REMARKS
1.	CONSERVATION OF ENERGY	
a.	The steps taken or impact on Conservation of energy	The Company has no manufacturing activities; hence there is no need to take any steps for conservation of energy and technology absorption.
i.	Process optimization and automation	
ii.	Optimization of Electrical Equipment	
iii.	Lighting	
iv.	Other Key initiatives for Energy conservation	
b.	The steps taken by the Company for utilizing alternate sources of energy	
c.	The Capital Investment on energy conservation equipment	
2.	TECHNOLOGY ABSORPTION	
a.	The efforts made by the Company towards technology absorption	The Company has no manufacturing activities; hence there is no need to take any steps for conservation of energy and technology absorption.
b.	The benefits derived like product improvement, cost reduction, product development or import substitution	
c.	In case of imported technology (imported during the last three years reckoned from the beginning of the Financial year)	
d.	The expenditure incurred on Research and Development	
3.	FOREIGN EXCHANGE EARNINGS AND OUTGO	There is no foreign exchange earnings or outgo during the year.

For and on behalf of the Board

Nupur Somani
Managing Director
(DIN- 00816788)

B. K Toshniwal
Director
(DIN-00048019)

Sanjay Jain
Director
(DIN- 00047973)

Date: May 29, 2017
Place: Mumbai

ANNEXURE - IV

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management of Sarvamangal Mercantile Company Limited, presents the analysis of Company for the year ended on March 31, 2017 and its outlook for the future. This outlook is based on assessment of current business environment. It may vary due to future economic and other developments.

This Management Discussion and Analysis (MD&A) of Sarvamangal Mercantile Company Limited for the year ended on March 31, 2017 contains financial highlights but does not contain the complete financial statements of the Company. It should be read in conjunction with the Company's Audited Financial Statements for the year ended on March 31, 2017.

ECONOMIC SCENERIO

India remains one of the fastest growing economies in the world despite the temporary slowdown in growth due to government's decision to withdraw high denomination notes from circulation. High frequency data, such as automobile sales, cement consumption, personal loan growth and exports growth suggest that the economy is gradually recovering from the impact of demonetisation. RBI expects real GDP growth to accelerate to 7.3% in FY18 from 6.6% in FY17 (GVA basis). Sustained low inflation, falling fiscal deficit, low current account deficit, and a stable currency have created a positive environment for economic growth. Goods and Services Tax (GST) is expected to be rolled out from July 01, 2017. This unified tax regime, coupled with the Central Government's thrust on areas, such as power, infrastructure, and affordable housing should help accelerate India's growth rate closer to 8% in the medium term.

INDUSTRY STRUCTURE AND DEVELOPMENTS:

Your Company is currently engaged in trading of goods and investments activities.

OPPURTUNITIES ANDTHREAT

- High degree of Entrepreneurship
- Rich market potential
- Matured Industry

RISKS AND CONCERNS:

To sustain and grow in global market brings in uncertainties. Greater the uncertainties, higher the risk.

The Company has a risk identification and management frame work appropriate to it and to the business environment under which it operates. Risks are being identified at regular intervals by the Board.

The Company has a Risk Management Policy, which provides overall framework of Risk Management in the Company. The Board of Directors is responsible for the assessment, formulation and implementation of guidelines, managing key risks, risk minimisation procedures and periodicals review.

INTERNAL CONTROL SYSTEM ANDTHEIR ADEQUACY:

Your Company has a comprehensive system of internal controls to safeguard the Company's assets against loss from unauthorized use and ensure proper authorization of financial transactions. The Company has an exhaustive budgetary control system to monitor all expenditures against approved budgets on an

ongoing basis. The Company maintains a system of internal controls designed to provide assurance regarding the effectiveness and efficiency of operations, the reliability of financial controls and compliance with applicable laws and regulations as applicable in the various jurisdictions in which the Company operates. The Company has in place adequate internal control systems and procedures covering all the operational, financial, legal, and compliance functions. The structured internal audit process charged with the task of ensuring reliability and accuracy of the accounting and of the other operational data.

The Company has a system of monthly review of businesses as a key operational control wherein the performance of units is reviewed against budgets and corrective actions are taken.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Sales and Other Income for the year ended March 31, 2017 amounted to Rs. 2.86 crores as against Rs. 0.87 crores in the previous Financial Year. Net loss for the year under review was Rs. 0.91 crores as against loss of Rs. 0.25 crores in the previous Financial Year.

HUMAN RESOURCES / INDUSTRIAL RELATIONS:

Your Company has team of qualified and dedicated personnel who have contributed to the consolidation of the operations of your Company. Your Company's industrial relations continued to be harmonious during the year under review.

Your Company has been succeed in attracting and retaining key professional and intends to continue to seek fresh talents to further enhance and grow our business.

CAUTIONARY STATEMENT:

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

**FORM NO. MR - 3
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 of Managerial Personnel) Rules, 2014

To,
The Members,
Sarvamanagal Mercantile Company Limited
No 2, Mohata Bhavan Properties,
Off Dr. E. Moses Road,
Worli, Mumbai - 400 018.

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

Based on our verification of the company's 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions of the applicable acts 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 the Company, for the financial year ended on 31st March, 2017 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"), viz:
 - a. The Securities and Exchange Board of India (Substantial acquisition of Shares and Takeover) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. 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;
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during the audit period)
 - e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period)
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the audit period)
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period) and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period)

We further report that the Company has a compliance system in place and we have examined the relevant documents and records on test-check basis with respect to other Acts as applicable which are as under:

- v. Other applicable acts:
 - a. The Payment of Bonus Act, 1965.
 - b. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
 - c. The Bombay Shops & Establishment Act, 1948.
 - d. The Professional Tax Act, 1975.
 - e. The Income Tax Act, 1961.
 - f. The Service Tax (Finance Act, 1994).

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

- i. Secretarial Standards with respect to Board and General Meetings (SS-1 and SS-2) specified by The Institute of Company Secretaries of India;
- ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above, **except that the Company is in the process of appointing a Company Secretary (KMP) as required as per provisions of section 203 of The Companies Act, 2013.**

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.

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 decisions are carried out unanimously at Board Meetings and Committee Meetings and recorded in the minutes of the meeting of the Board of Directors or Committees of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the year under report, the company has not undertaken event/action having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc. referred to above.

**For GMJ & ASSOCIATES
Company Secretaries**

**[CS PRABHAT MAHESHWARI]
PARTNER
FCS No.: 2405
COP No. : 1432**

**PLACE: MUMBAI
DATE: 29th MAY, 2017**

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

To,
The Members,
Sarvamanagal Mercantile Company Limited
No 2, Mohata Bhavan Properties,
Off Dr. E. Moses Road,
Worli, Mumbai - 400 018.

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

1. Maintenance of secretarial records is the responsibility of 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 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. Wherever 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 and regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For GMJ & ASSOCIATES
Company Secretaries

[CS PRABHAT MAHESHWARI]
PARTNER
FCS No. : 2405
COP No. : 1432

PLACE: MUMBAI
DATE: 29th MAY, 2017

DECLARATION BY THE MANAGING DIRECTOR UNDER SCHEDULE V (D) OF THE LISTING REGULATIONS REGARDING ADHERENCE TO THE CODE OF CONDUCT

I, Nupur Somani, Managing Director of Sarvamangal Mercantile Company Limited, hereby declare that all the Board Members and Senior Management Personnel have affirmed their compliance and adherence with the provisions of the Code of Conduct for the Financial Year ended March 31, 2017.

Nupur Somani
Managing Director
(DIN: 00816788)

Date: May 29, 2017
Place: Mumbai

INDEPENDENT AUDITOR'S REPORT

To,
**The Members of
Sarvamangal Mercantile Co. Limited**

Report on the Financial Statements

We have audited the accompanying financial statements of Sarvamangal Mercantile Co. Limited ("the Company") which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and

fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017, and its Loss and its Cash Flow 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"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we 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 purpose of our audit;
 - b). in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c.) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d). in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e). On the basis of written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 A".
 - g). With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in its financial statements as to holding as well as dealing in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 17(j) to the financial statements.

For S. G. Kabra & Co,
Chartered Accountants
FRN : 104507W

(Malvika Mitra)
Partner
M No : 44105

Place : Mumbai
Date: 29.05.2017

“Annexure A” to the Independent Auditor’s**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 Sarvamangal Mercantile Co. Limited (“the Company”) as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Control

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 S. G. Kabra & Co,
Chartered Accountants
FRN : 104507W

(Malvika Mitra)
Partner
M No : 44105

Place : Mumbai
Date: 29.05.2017

“Annexure B” to the Independent Auditors’ Report

(Referred to in paragraph 1 under the heading “Report on other Legal and Regulatory Requirements of our report of even date to the members of Sarvamangal Mercantile Co. Ltd for the year ended 31st March, 2017)

- i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) All the fixed assets were physically verified by the management at reasonable intervals during the year. We are informed that no material discrepancies were noticed on such verification.
- (c) The title deeds of immovable properties are held in the name of the company.
- ii) The management has conducted the physical verification of inventory at reasonable intervals. We are informed that no material discrepancies were noticed on physical verification of the inventory
- iii) 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 Act. Accordingly, the provisions of paragraph 3 (iii) (a) to (c) of the Order is not applicable to the Company and hence not commented upon.
- iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.
- v) The Company has not accepted any deposits from the public.

- vi) As informed to us, the maintenance of Cost Records has not been prescribed by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- vii) a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of outstanding 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 explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute
- viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to bank, financial institutions or debentures holders.
- ix) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of paragraph 3 (ix) of the Order is not applicable to the Company.
- x) Based upon the audit procedures performed and the information and explanations given by the management, we report that no material fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not provided for managerial remuneration. Therefore clause (xi) of paragraph 3 is not applicable
- xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of paragraph 3 (xii) of the Order is not applicable to the Company.
- xiii) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv) According to the information and explanation given to us and based on our examination of the record 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.
- xv) According to the information and explanations given to us and our examination of the records of Company, the Company has not entered into non- cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of Order is not applicable.
- xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For S. G. Kabra & Co,
Chartered Accountants
FRN : 104507W

(Malvika Mitra)
Partner
M No : 44105

Place : Mumbai
Date: 29.05.2017

SARVAMANGAL MERCANTILE COMPANY LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2017

	Note	Figure as at the end of current reporting Period 31.03.2017	Figure as at the end of previous reporting Period 31.03.2016
I. EQUITY AND LIABILITIES			
(1) Shareholders Funds:			
(a) Share Capital	1	49,90,000	49,90,000
(b) Reserves & Surplus	2	7,94,52,880	8,85,58,461
(2) Non- Current Liabilities			
(a) Deffered Sales tax Liabilities		-	4,29,92,437
Less :- Discount Value		-	2,37,22,675
		-	1,92,69,762
(b) Other Long Term liabilities	3	4,30,000	4,30,000
(3) Current Liabilities			
(a) Short Term Borrowings	4	56,09,002	2,72,40,033
(b) Trade Payables	5	1,06,82,571	1,13,590
(c) Other current liabilities	6	12,92,18,792	5,04,28,164
Total		23,03,83,245	19,10,30,010
II. Assets			
(1) Non - current assets			
(a) Fixed assets			
(i) Tangible assets	7	43,456	58,152
(b) Non - Current investments	8	11,88,30,460	11,88,35,585
(c) Loan-Term Loans & Advances	9	77,135	77,135
(2) Current assets			
(a) Inventories	10	2,75,70,346	3,36,78,313
(b) Trade receivables	11	2,69,41,320	6,89,208
(c) Cash and cash equivalents	12	2,09,899	58,331
(d) Short term Loans and advances	13	5,62,27,451	3,72,14,865
(e) Other current assets	14	4,83,178	4,18,421
Total		23,03,83,245	19,10,30,010
Significant Accounting Policies & Notes on Accounts	17	(0)	0

As per our Report of even date

For **S. G. KABRA & CO**
Chartered Accountants
(F.R.N.104507W)

(MALVIKA P. MITRA)
Partner
Membership No. 044105

Place : Mumbai
Date : 29th May, 2017

For and on Behalf of the Board

Nupur Somani
Managing Director
(DIN-00816788)

Sanjay Jain
Director
(DIN-00047973)

B K Toshniwal
Director
(DIN-00048019)

Shashikant Sharma
(CFO)
PAN-AAOPS7972D

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

	Note	Figure as at the end of current reporting Period 31.03.2017	Figure as at the end of previous reporting Period 31.03.2016
I. Revenue from Operations			
Sale of Shares		78,78,500	-
Sale of Traded Goods		1,88,46,174	-
II. Other Income	15	19,69,514	79,28,485
III. Increase /(Decrease) In Trading Stock		(61,07,967)	8,04,521
Total Revenue (I+II)		<u>2,25,86,221</u>	<u>87,33,006</u>
III. EXPENSES:			
Purchase of traded goods		1,84,76,371	-
Employees benefit expenses		9,02,131	8,98,652
Financial Cost			
Interest Paid to Bank		7,71,807	32,52,143
Interest Paid to Others		28,10,474	-
Loss from Partnership Firm		6,23,965	-
Depreciation and amortization expense		14,696	14,696
Other expenses	16	80,92,358	70,37,113
Total Expenses		<u>3,16,91,801</u>	<u>1,12,02,604</u>
IV. Profit /(Loss) before tax		(91,05,581)	(24,69,598)
(1) Current Tax		-	-
(2) Income Tax paid for earlier year		-	77,700
V. Profit(Loss) from the period from continuing operations		(91,05,581)	(25,47,298)
Significant Accounting Policies & Notes on Accounts	17		

As per our Report of even date

For **S. G. KABRA & CO**
Chartered Accountants
(F.R.N.104507W)

(MALVIKA P. MITRA)
Partner
Membership No. 044105

Place : Mumbai
Date : 29th May, 2017

For and on Behalf of the Board

Nupur Somani
Managing Director
(DIN-00816788)

Sanjay Jain
Director
(DIN-00047973)

B K Toshniwal
Director
(DIN-00048019)

Shashikant Sharma
(CFO)
PAN-AAOPS7972D

SARVAMANGAL MERCANTILE COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

PARTICULARS	For the year ended 31-03-2017	For the year ended 31/03/2016
<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
Net Profit before Tax and Prior period Adjustment & exceptional item	(62,95,134)	(24,69,598)
Adjustments for:		
Depreciation	14,696	14,696
Dividend Received	(2,027)	(39,93,100)
Interest Expenses	7,71,834	32,52,143
Interest Received	(4,20,809)	-
(Profit)/ Loss on Sale of long term Investments	(44,875)	(12,64,648)
Discount Charges	56,15,849	52,98,994
Operating Profit before Working Capital changes	(3,60,466)	8,38,487
Adjustments for:		
Trade & Other Receivables	(5,78,67,297)	(19,64,596)
Inventories	61,07,967	(8,04,521)
Trade Payables	8,65,49,162	4,07,14,373
Cash generated from Operations	3,44,29,366	3,87,83,743
Direct Taxes Paid (Net of Refund)	-	(77,700)
Cash Flow before prior period Adjustments	3,44,29,366	3,87,06,043
Prior period adjustments	-	-
NET CASH FROM OPERATING ACTIVITIES: TOTAL (A)	3,44,29,366	3,87,06,043
<u>CASH FLOW FROM INVESTMENT ACTIVITIES</u>		
Sale of Investment	50,000	92,44,667
Purchase of Investment	-	(77,135)
Interest Received	4,20,809	-
Dividend Received	2,027	39,93,100
NET CASH FROM /(USED IN) INVESTING ACTIVITIES: TOTAL (B)	4,72,836	1,31,60,632
<u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
Proceeds from Unsecured Loans (Net of Proceeds)		
Proceeds from Secured Loans (Net of Repayments)	(2,16,31,031)	(16,84,580)
Deferred Sales Tax Liabilities	(1,23,47,768)	(4,69,03,048)
Interest paid	(7,71,834)	(32,52,143)
NET CASH FROM FINANCING ACTIVITIES: TOTAL (C)	(3,47,50,633)	(5,18,39,771)
Net Increase in Cash and Cash Equivalents Total: (A+ B+ C)	1,51,569	26,904
Cash and Cash Equivalents - Opening Balance	58,330	31,426
Cash and Cash Equivalents - Closing Balance	2,09,899	58,330

Notes:

1. Above statements have been prepared in the indirect method.
2. Cash and Cash Equivalents represents Cash and Bank balances only.
3. Previous years' figures have been regrouped and reclassified, wherever necessary.

As per our Report of even date attached.

For and on Behalf of the Board

For **S. G. KABRA & CO**

Chartered Accountants
(F.R.N.104507W)

(MALVIKA P. MITRA)

Partner

Membership No. 044105

Place : Mumbai

Date : 29th May, 2017

Nupur Somani

Managing Director
(DIN-00816788)

Sanjay Jain

Director
(DIN-00047973)

B K Toshniwal

Director
(DIN-00048019)

Shashikant Sharma

(CFO)
PAN-AAOPS7972D

NOTES FORMING PART OF THE FINANCIAL STATEMENT

NOTE "1"	As at 31st March, 2017 ₹	As at 31st March, 2016 ₹
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SHARE CAPITAL

Authorised :

250,000 (Prev. Year 250,000) Equity Shares of Rs.10/- each	2,500,000	2,500,000
250,000 (Prev. Year 250,000) Redeemable Cumulative Preference Shares of Rs.10/- each	2,500,000	2,500,000
	<u>5,000,000</u>	<u>5,000,000</u>
Issued, Subscribed and Paid-up		
249,000 (Prev. Year 249,000) Equity Shares of Rs.10/- each	2,490,000	2,490,000
250,000 (Prev. Year 250,000) 11% Redeemable Cumulative Pref. Shares of Rs.10/- each	2,500,000	2,500,000
	<u>4,990,000</u>	<u>4,990,000</u>

Notes :

- The Company has only one class of shares referred to as equity shares having a par value of Rs.10/- each. Each holder of the equity shares is entitled to one vote per share.
- The details of shareholders holding more than 5% of the equity shares of the Company as at Period /Year end is as below.

Name of Shareholder	Number of Equity shares Held	% of Holding	Number of Equity shares Held	% of Holding
Susheel Somani Jt. Mridula Somani	16,000	6.43%	16,000	6.43%
Kopran Laboratories Limited	18,000	7.23%	18,000	7.23%
Skyland Securities Pvt. Limited	24,500	9.84%	24,500	9.84%
Parijat Shipping & Finale Limited	24,500	9.84%	24,500	9.84%
Kopran Lifestyle Limited	45,000	18.07%	50,000	20.08%

- The reconciliation of the number of equity shares outstanding as at the period / year end is as below :

Number of Equity Shares at the beginning of the year	249,000	249,000
Add :- Equity shares issued during the year	-	-
Number of equity shares at the end of the year	<u>249,000</u>	249,000

SARVAMANGAL MERCANTILE COMPANY LIMITED

NOTE "2"	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
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RESERVES AND SURPLUS :

Surplus - Profit and Loss Account

Opening Balance	8,85,58,461	9,11,05,759
Less:- Depreciation on Fixed Assets	-	-
Add :- Net Profit/(Loss) after tax from continuing operations	(91,05,581)	(25,47,298)
Closing Balance	<u>7,94,52,880</u>	<u>8,85,58,461</u>

NOTE "3"

Other Long Term Liabilities

Deposits	430,000	430,000
	<u>430,000</u>	<u>430,000</u>

NOTE "4"

Short Term Borrowings

Cash Credit from Central Bank of India (Secured by Pledge of Third Party's FCNR Deposits)	22,18,519	1,72,69,469
Cash Credit from Punjab National Bank (Secured by Pledge of Third Party's FCNR Deposits)	33,90,483	99,70,563
	<u>56,09,002</u>	<u>2,72,40,033</u>

NOTE "5"

Trade Payable	1,06,82,571	1,13,590
	<u>1,06,82,571</u>	<u>1,13,590</u>

NOTE "6"

Other current liabilities

Other liabilities	12,69,57,647	5,04,14,064
Tds Payable	22,61,144	14,100
	<u>12,92,18,792</u>	<u>5,04,28,164</u>

NOTE "7"

Fixed Assets

Amt. in Rs.

Particulars	As on 01.04.2016	Gross Block			Depreciation				Net Block	
		Additions during year	Deduction during year	As on 31.03.2017	Upto 01.04.2016	For the year	Deduction During year	Total upto 31.03.2017	As on 31.03.2017	As on 31.03.2016
Motor Car	2,063,876	-	-	2,063,876	2,055,698	-	-	20,55,698	8,178	8,178
Fire Fighting Equipment	1,127	-	-	1,127	1,127	-	-	1,127	-	-
Premises	426,196	-	-	426,196	376,222	14,696	-	390,918	35,278	49,974
Computer	95,000	-	-	95,000	95,000	-	-	95,000	-	-
Total	2,586,199	-	-	2,586,199	2,528,047	14,696	-	2,542,743	43,456	58,152
Previous Year	2,586,199	-	-	2,586,199	2,513,351	14,696	-	2,528,047	58,152	

SARVAMANGAL MERCANTILE COMPANY LIMITED

NOTE "8"

Non - Current Investments (At Cost)

(As certified by Director)

	As at 31st March, 2017 (₹)		As at 31st March, 2016 (₹)	
(A) QUOTED - Fully paid up Equity Shares				
Face Value	Nos.	Rupees	Nos.	Rupees
10 Videocon Industries Limited	40	18,449	40	18,449
02 Oricon Enterprises Limited	3612500	5,90,69,179	3612500	5,90,69,179
10 Kopran Limited	2903951	5,49,62,299	2903951	5,49,62,299
10 KDL Bio-Tech Limited	250	1,309	250	1,309
10 Supreme Industries Limited	1,600	5,28,000	1,600	5,28,000
10 Supreme Petrochem Limited	700	5,180	700	5,180
10 Onward Technologies Limited	250	10,509	250	10,509
10 KJMC Financial Services Limited	100	2,381	100	2,381
10 KJMC Global Services Limited	150	2,601	150	2,601
10 NMDC Limited	2,000	1,88,198	2,000	1,88,198
10 Shree Vindhya Paper Mills Limited	79,877	39,939	79,877	39,939
10 Soma Paper Mills Limited	55,000	11,00,000	55,000	11,00,000
10 Hindustan Tin Works Limited	100	2,606	100	2,606
10 IMP Powers Limited	24	1,55,484	24	1,55,484
TOTAL (A)		11,60,86,134		11,60,86,134
(B) UNQUOTED -				
10 Suraj Containers Ltd.	5000	50,000	5000	50,000
Less :-Diminution in the value of Investment		49,999		49,999
		<u>1</u>		<u>1</u>
10 2% Redeemable Preference Shares of Kempo Finvest Pvt. Ltd.	100000	10,00,000	100000	10,00,000
Less :-Diminution in the value of Investment		9,99,999		9,99,999
		<u>1</u>		<u>1</u>
10 Shree Venkatesh Karriers Pvt. Limited	83,000	8,33,990	83,000	8,33,990
10 Vishnu Vijay Packaging Ltd.	1,50,000	37,500	1,50,000	37,500
10 Malvika Steel Ltd.	1,45,700	1,45,700	1,45,700	1,45,700
10 Suraj Containers Limited	0	-	5,000	5,125
10 Digvijay Investment Limited	25	2,512	25	2,512
10 USL Auto Services Ltd.	15,000	1,50,000	15,000	1,50,000
10 Twenty One Trends Pvt. Limited	10	45,860	10	45,860
10 Convertible Preference shares of Twenty One Trends Pvt. Limited	317	14,53,762	317	14,53,762
TOTAL (B)		26,69,326		26,74,451
(C) PARTNERSHIP FIRM -				
S. K. Somani & Co.		75,000		75,000
		<u>75,000</u>		<u>75,000</u>
TOTAL (A+B+C)		11,88,30,460		11,88,35,585
Aggregate Book Value - Unquoted		27,44,326		27,49,451
Quoted		11,60,86,134		11,60,86,134
Aggregate Market Value - Quoted		42,66,28,251		34,86,09,240

SARVAMANGAL MERCANTILE COMPANY LIMITED

NOTE "9"

LONG TERM LOANS & ADVANCES :

	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
Deposit paid	77,135	77,135
	<u>77,135</u>	<u>77,135</u>

NOTE "10"

INVENTORIES :

(As taken, valued and certified by a Director)

Face Value	Nos.	(₹)	Nos.	(₹)
(A) QUOTED - (At cost or market value which ever is lower)				
1. Fully Paid up Equity Shares :				
10 Alstom Projects India Limited (Market Value Rs.2,16,000/-)	300	-	300	-
10 Atash Industries Ltd. (Cost Rs. 11,25,000/-)	37500	-	37500	-
10 Bhilai Wires Limited (Cost Rs. 5,810/-)	8300	-	8300	-
10 Balaji Foods (Cost Rs. 27,000/-)	15,000	-	15,000	-
10 Cifco Finance Limited (Cost Rs. 225/-)	100	-	100	-
10 Can India Limited (Cost Rs. 500/-)	100	-	100	-
10 Cyberscepe Multimedia Limited (Cost Rs. 64,69,690/-)	100000	2,85,000	100000	2,90,000
10 DSQ Software Limited (Cost Rs.2,08,040/-)	28000	-	28000	-
10 DSQ Biotech Limited (Cost Rs. 3,24,765.01)	33,700	-	33,700	-
10 DLF Cements Limited (Cost Rs.45,000/-)	5,000	-	5,000	-
10 Ensa Steel Ltd. (Cost Rs.19,250/-)	350	1,015	350	1,799
10 Finolex Industries Limited (Market Value Rs.28,365/-)	100	28,365	100	28,365
10 Globe Stock Limited (Cost Rs. 87,98,177/-)	3,00,000	-	3,00,000	-
10 Gautam Resources Limited (Cost Rs. 334/-)	2,00,000	-	2,00,000	-

SARVAMANGAL MERCANTILE COMPANY LIMITED

	Nos.	As at 31st March, 2017 ₹	Nos.	As at 31st March, 2016 ₹
10 Gujarat Themis Biosys Limited (Market Value Rs. 34,110/-)	900	34,110	900	34,110
10 Gujarat Alkalies & Chemicals Limited (Market Value Rs. 15,935/-)	100	15,935	100	15,935
10 Jayant Vitamins Limited (Cost Rs. 2,220/-)	740	-	740	-
10 Kshitji Investment Co. Limited (Cost Rs. 500/-)	50	-	50	-
10 Kilburn Chemical Limited (Market Value Rs. 768/-)	50	768	50	768
10 Kayveear Limited (Cost Rs.79,31,880/-)	2,00,000	-	2,00,000	-
10 Libord Securities Limited (Market Value Rs. 26,59,800/-)	409200	26,59,800	409200	16,59,800
10 Modi Xerox Limited (Cost Rs.14,244/-)	200	-	200	-
10 Morgan Stanley Growth Fund (Cost Rs.13,781/-)	1600	-	1600	-
10 Origin Agrostar Limited (Cost Rs.333/-)	19,300	-	19,300	-
10 Sudal Industries Limited (Cost Rs.14,250/-)	1,100	10,296	1,100	13,277
10 Sona Koya Streeing Limited (Market Value Rs.50,400/-)	1,000	50,400	1,000	46,500
10 Shree Krishna Petro Yarn Limited (Cost Rs.2,220/-)	1,200	-	1,200	-
10 Synergy Log-in Systems Limited (Cost Rs.12,150/-)	1,000	-	1,000	-
10 Sharp Industries Limited (Cost Rs.27,294/-)	2,495	-	2,495	-
10 Spartak Ceramics (I) Ltd. (Cost Rs. 1,08,372/-)	1486	-	1486	-
10 SBEC Sugar Limited (Cost Rs.10,00,000/-)	100000	10,00,000	100000	7,60,000
10 Team Asia Semico Limietd (Cost Rs.333/-)	67,000	-	67,000	-
10 The Aluminium Industries Ltd. (Cost Rs.4,26,050/-)	24600	-	24600	-

SARVAMANGAL MERCANTILE COMPANY LIMITED

	Nos.	As at 31st March, 2017 ₹	Nos.	As at 31st March, 2016 ₹
10 The West Coast Paper Mills Ltd. (Market Value Rs.24,450/-)	500	24,450	500	24,450
10 Tube Investment Limited. (Market Value Rs.44,634/-)	122	44,634	122	44,634
10 21st Century Management Limited (Market Value Rs.10,37,500/-)	25000	4,56,250	25000	6,87,500
10 United Diamond Limited (Cost Rs.13,000/-)	1,000	-	1,000	-
10 Videocon Industries Limited (Market Value Rs.37,380/-)	240	24,756	240	25,608
TOTAL		46,35,779		36,32,746
II. Fully Paid up Debentures :				
30 16% Debentures of Essar Shipping Ltd (Cost Rs. 30,000/-)	1000	30,000	1000	30,000
100 15% Debentures of Supreme Industries Limited (Cost Rs. 1,60,000/-)	1600	1,60,000	1600	1,60,000
140 14% Debentures of Spartak Granites Limited (Cost Rs.7000/-)	50	7,000	50	7,000
10 14% Debentures of Gujarat State Fertilizers Limited	106	1,060	106	1,060
50 12.5% Deb. of Jayant Vitamins Ltd.	3570	3,500	3570	3,500
50 15% Deb. of Jayant Vitamins Ltd.(Series B)	200	3,000	200	3,000
TOTAL		2,04,560		2,04,560
(B) UNQUOTED - (At Cost) Fully Paid Up Equity Shares				
100 Hyderabad Construction Co Ltd	100	6,717	100	6,717
10 Co Nick Alloy (I) Ltd	5000	27,500	5000	27,500
10 G. Claridge & Co Ltd	8,04,000	2,24,13,275	8,04,000	2,24,13,275
10 Koprani Laboratories Limited	28,000	2,80,000	28,000	2,80,000
10 Digvijay Investment Limited	25	2,515	25	2,515
10 Venkatesh Karrier Limited	0	-	1,53,500	70,61,000
10 Suraj Containers Limited	0	-	5,000	50,000
TOTAL		2,27,30,007		2,98,41,007
GRAND TOTAL :-		2,75,70,346		3,36,78,313

NOTE "11"

	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
Trade Receivable		
Unsecured & Considered Doubtful:		
Debts outstanding for a period exceeding six months	56,89,208	6,89,208
Other Debts	2,12,52,112	-
	<u>2,69,41,320</u>	<u>6,89,208</u>
Less :- Provision for bad & doubtful debts	-	-
	<u><u>2,69,41,320</u></u>	<u><u>6,89,208</u></u>

NOTE "12"

CASH AND CASH EQUIVALENT

Cash on hand	1,84,671	7,863
Balance with Scheduled Banks In Current account	25,228	50,468
	<u>2,09,899</u>	<u>58,331</u>

NOTE "13"

Short - Term loans and advances

Other Loan & Advances

Loan and Advances	2,13,62,894	2,33,99,407
Advance recoverable in cash or kind or for value to be received	3,48,64,557	1,38,15,458
Deposits	-	-
	<u>5,62,27,451</u>	<u>3,72,14,865</u>

NOTE "14"

Other Current Assets

Advance Payment of Income Tax (net of Provision)	4,83,178	4,18,421
	<u>4,83,178</u>	<u>4,18,421</u>

SARVAMANGAL MERCANTILE COMPANY LIMITED

NOTE "15"

	For the Period 2016-2017 (₹)	For the Period 2015-2016 (₹)
OTHER INCOME		
Dividend Received (Gross)	2,027	39,93,100
Interest received on PNB Fixed Deposit (TDS Rs NIL. Previous Year Rs.3,517/-)	-	-
Interest received from Income Tax Authority	-	-
Interest received from Others (TDS Rs Nil. Previous Year Rs.16,250/-)	4,20,809	-
Rent Received (TDS Rs.71,110/- Previous year Rs.72,000/-)	9,59,850	7,11,000
Profit/(Loss) on Sale of Investment	44,875	12,64,648
Profit/(loss) from Partnership Firm	-	19,59,738
Discount Received	5,41,953	-
TOTAL	<u>19,69,514</u>	<u>79,28,485</u>

NOTE "16"

OTHER EXPENSES

Discount Charges	56,15,848	52,98,994
Demat Charges	1,657	2,497
Rent Rates & Taxes	3,56,724	3,29,750
Legal & Professional	16,77,396	9,14,475
Brokerage & Commission	-	30,000
Sundry Balances Written off	(1)	-
Auditors' Remuneration :		
Audit Fees	34,650	34,350
Directors Sitting Fees	-	2,800
Miscellaneous Expenses	4,06,083	4,24,247
TOTAL	<u>80,92,358</u>	<u>70,37,113</u>

Note – “17”

Notes forming part of Accounts for the year ended 31st March, 2017

1. SIGNIFICANT ACCOUNTING POLICIES :

- a) The books of accounts are maintained on accrual basis.
 - b) Dividend Income in the books is accounted when right to receive the payment is established
 - c) Depreciation has been provided on written down value method at the rates specified in Schedule II of part ‘C’ of the Companies Act, 2013.
 - d) Long Term Investments are stated at cost. Cost is determined on average method.
 - e) Stock in Trade (quoted) are shown at Cost or Market value whichever is lower.
 - f) Stock in Trade (unquoted) are valued at Cost.
 - g) Taxation
 - i. Income-tax expenses comprise current tax and deferred tax charge or credit
 - ii. The deferred tax asset and deferred tax liability is calculated by applying tax rate and tax loss that have been enacted or substantially enacted by the Balance Sheet date.
 - iii. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognised, only if there is a virtual certainty of its realisation, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognised only to the extent there is a reasonable certainty of its realisation.
 - iv. At each Balance Sheet date, the carrying amount of deferred tax assets is reviewed to reassure realisation.
 - h) Other Accounting Policies are consistent with generally accepted account practices.
2. Some of the balances of sundry debtors, sundry creditors, deposits, loans and advances and unsecured loan are subject to confirmation and adjustments necessary upon reconciliation, if any consequential impact thereof on the financial statement is not ascertainable.

3. Earnings per shares :

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Net Profit/(Loss) attributable to share holder (in Rs.)	(91,05,581)	(25,47,298)
Weighted average number of equity shares (in No.)	249000	249000
Basic earning per shares of Rs.10/- each	(36.57)	(10.23)

The Company does not have any outstanding dilutive potential equity shares. Consequently, the basic and diluted earning per share of the company remain the same.

4. In view of time limitations on carry forward of losses and as a matter of prudence Deferred Tax Assets arising on account of brought forward losses and unabsorbed Depreciation under tax laws has not been recognised.

SARVAMANGAL MERCANTILE COMPANY LIMITED

5. In the opinion of the Board, the Current Assets, Loans, and advances are approximately of the value stated in the Balance Sheets if realised in ordinary courses of the business and the provision of all known liabilities is made and is adequate and is not in excess of the amount reasonable considered necessary.

6. Quantitative details of Inventories (Shares & Debentures)

Particulars	No. of Shares		No. of Debentures	
	31.03.2017	31.03.2016	31.03.2017	31.03.2016
Opening Stock	25,82,198	25,82,198	3,026	3,026
Add:-Purchase	-	-	-	-
	25,82,198	25,82,198	3,026	3,026
Less :- Sale	1,58,500	-	-	-
Closing Stock	24,23,698	25,82,198	3,026	3,026

7. Other additional information pursuant of the provisions of paragraph 3, 4C and 4D of part II of schedule VI of Companies Act, 1956, are not applicable to the company.

8. Previous years figures are regrouped, reclassified and recasted whenever necessary

i) Related Party Disclosure pursuant to Accounting Standard-18

A) List of Related Parties

1) Kopran Lifestyle Limited – Associate.

Key Management Personnel:

i) Nupur Somani - Managing Director.

ii) Shashikant Sharma - CFO.

B) Related Party Transactions:

Name of the Party	Nature of Transaction	Associates	Key Management Personnel & Relatives	Amount in Rs. (Total)
Kopran Lifestyle Limited	Sales	21,525,112.64	-	21,525,112.64
	Aggregate of Loans Given	5,000,000.00	-	5,000,000.00
Shasikant Sharma	Salary Paid	-	610,020.00	610,020.00
Nupur Somani	Aggregate of Loans Recd.	-	8,360,000.00	8,360,000.00

j) Disclosure on Specified Bank Notes:

During the year ,the Company had Specified Bank Notes (SBNs) or other denomination notes as defined in the MCA notification, G.S.R.308(E),date March 31, 2017 .The details of SBNs held and transacted during the period from November 8,2016 to December 30,2016, the Denomination –wise SBNs and other notes as per the notification are as follows:

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on November 8,2016	-	29,733	29,733
Add: Permitted receipts	-	1,70,000	1,70,000
Less: Permitted payments	-	2,400	2,400
Less: Amounts deposited in Bank	-	-	-
Closing cash in hand as on December 30,2016	-	1,97,333	1,97,333

For the purpose of the 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 November 8,2016.

As per our Report of even date

For **S. G. KABRA & CO.**
Chartered Accountants
(FRN 104507W)

(Malvika P. Mitra)
Partner
Membership No. 044105

Place : Mumbai

Date : 29th May, 2017

For and on behalf of the board

Nupur Somani
(Managing Director)
DIN-00816788

B. K. Toshniwal
(Director)
DIN-0048019

Sanjay Jain
(Director)
DIN-00047973

Shashikant Sharma
(CFO)
PAN-AAOPS79752D

Sarvamangal Mercantile Company Limited

CIN: L51100MH1983PLC029600

Registered office: No. 2 Mohatta Bhavan Properties, Off Dr E Moses Road, Worli, Mumbai - 400018

ATTENDANCE SLIP

(To be presented at the entrance of meeting hall)

DP ID _____ Folio No. / Client ID _____

I /We hereby record my / our presence at the 34th Annual General Meeting of the Company at No. 2, Mohatta Bhavan Properties, Dr. E. Moses Road, Worli, Mumbai – 400018 on Thursday, August 31, 2017 at 2.00 P.M.

Full name of the Shareholder in Block Letters: _____

Folio No.: _____ DPID No.: _____ Client ID No.: _____

Name of Proxy holder _____

Signature of Proxy holder

Signature of Shareholders

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 Read with Rule 19(3) of the Companies (Management and Administration) Rules 2014]

Sarvamangal Mercantile Co. Limited

CIN: L51100MH1983PLC029600

Registered office: No. 2 Mohatta Bhavan Properties, DR E Moses Road, Worli, Mumbai – 400018

Name of the Member(s) : _____ Registered address : _____

E-mail Id: _____ Folio No. / Client ID: _____ DP ID: _____

I /We being the member(s) of _____ Shares of the above named Company hereby appoint:

(1) Name: _____ Address: _____ E-mail Id: _____ or failing him;

(2) Name: _____ Address: _____ E-mail Id: _____ or failing him;

(3) Name: _____ Address: _____ E-mail Id: _____

As my/ our proxy to attend and vote (on a poll) for me / us and on my/ behalf at the 34th Annual General Meeting of the Company to be held on **Thursday, August 31, 2017 at 2.00 P.M. at No. 2, Mohatta Bhavan Properties, Dr. E. Moses Road, Worli , Mumbai – 400018** and at any adjournment thereof in respect of such resolution as are indicated below:

Resolution No

	Ordinary Business	For	Against
1.	Consider and adopt Audited Financial Statement of the Company for the year ended 31st March, 2017 together with Reports of Board of Directors and Auditor's thereon		
2	Re-appointment of Mr. Adarsh Somani (DIN – 00192609) , who retire by rotation and being eligible offer himself for re-appointment as director		
3.	To appoint of M/s. R. Soni & Co. (FRN No. 130349W) as Statutory Auditors of the Company.		

Signed this _____ day of _____ 2017

Signature of the Shareholder _____

Affix
Revenue
Stamp

Signature of first proxy holder(s)

Signature of second proxy holder(s)

Signature of third proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

