



SOLIS MARKETING LIMITED

{Formerly Known as Surya Marketing Limited}

Regd. Office: House No. 4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi-110002
Email: suryamarket@yahoo.com website: www.suryamkt.com CIN: L29130DL1985PLC021802

Date: 12.04.2021

To,
BSE LIMITED
P.J. TOWERS, DALAL STREET
MUMBAI-400001
SCRIP ID: SOLISMAR
SCRIP CODE: 538575

Subject : Submission of Annual Report for the financial year 2019-2020

Dear Sir/Madam,

Please find attached Annual Report of **SOLIS MARKETING LIMITED**, pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year 2019-20.

Please update the same in your record.

For Solis Marketing Limited
(Formerly Known as Surya Marketing Limited)

VIRENDER SINGH RANA
Director
DIN: 06782773



***35th* ANNUAL REPORT
OF**

**SOLIS MARKETING
LIMITED**

**FOR THE
FINANCIAL YEAR
2019-20**

CONTENTS

S. No.	PARTICULARS
1.	CORPORATE INFORMATION
2.	NOTICE
3.	DIRECTOR'S REPORT AND ANNEXURE
4.	MGT-9
5.	SECRETARIAL AUDIT REPORT
6	CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
7.	AUDITORS REPORT FOR THE YEAR ENDED 31 ST MARCH, 2020
8.	BALANCE SHEET AS ON 31 ST MARCH, 2020
9.	PROFIT AND LOSS ACCOUNT
10.	CASH FLOW STATEMENT AS AT 31ST MARCH, 2020
11.	NOTES FORMING PART OF THE BALANCE SHEET, PROFIT LOSS ACCOUNT SIGNIFICANT ACCOUNTING POLICIES
12.	ATTENDANCE SLIP
13.	PROXY FORM
14.	ROUTE MAP FOR ANNUAL GENERAL MEETING

COMPANY INFORMATION

BOARD OF DIRECTORS

ARUN KUMAR DEY : Whole Time Director and CFO
RAHUL KUMAR : Non Executive & Non Independent Director
NANAKI KACHCHHAP : Non Executive & Independent Director
VIRENDER SINGH RANA : Non Executive & Independent Director

COMPLIANCE OFFICER

Arun Kumar Dey, Whole Time Director

STATUTORY AUDITORS

M/s. Gupta J & Associates
Chartered Accountants

CORPORATE IDENTIFICATION NUMBER

L29130DL1985PLC021802

REGISTERED OFFICE

House No.4346, Ground Floor, Gali No. 4C
Ansari Road, Darya Ganj, New Delhi-110002.

Email Id: suryamarket@yahoo.com

Website: www.suryamkt.com

REGISTRAR & SHARE TRANSFER AGENT

MCS Share Transfer Agent Limited
F-65, 1st Floor, Okhla Industrial Area, Phase-I,
New Delhi- 110020 Tel.: 011 - 41406149 /83;
Fax No. - 011 - 41709881

Email Id: helpdeskdelhi@mcsregistrars.com

Website: www.mcsregistrars.com

ANNUAL GENERAL MEETING

Date & Time : 28th September, 2020 at 09:30 A.M.

Day : Monday

Venue : Khasra No. 2/13/1, Tehsil Najafgarh, Village Pandwala Kala, Delhi-110094



SURYA MARKETING LIMITED

Regd. Office: House No. 4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi-110002
Email: suryamarket@yahoo.com website: www.suryamkt.com CIN: L29130DL1985PLC021802

NOTICE of 34th ANNUAL GENERAL MEETING

Notice is hereby given that 35th annual general meeting of the members of Solis Marketing Limited (Formerly known as Surya marketing limited) will be held on **Monday, the 28th day of September, 2020** at **9:30 a.m.** At Khasra No. 2/13/1, Tehsil Najafgarh, Village Pandwala Kala, Delhi-110094 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2020 including Audited Balance Sheet, the Statement of Profit and Loss Account, Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditor's thereon.
2. To Appoint a Director in place of Mr. Rahul Kumar, who retires by rotation and being eligible offer himself for re - appointment

By Order of the Board
For SOLIS MARKETING LIMITED
(Formerly Known as Surya Marketing Limited)
Sd/-
VIRENDER SINGH RANA
DIRECTOR
DIN: 06782773

Place: New Delhi
Date: 31.08.2020

Notes:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Members holding shares in physical form are requested to notify change in address, if any, under their signatures to MCS Share Transfer Agent Ltd at F-65, 1st Floor, Okhla Industrial Area, Phase I, New Delhi-110020. Members holding shares in electronic form may update such details with their respective Depository Participants.
3. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from 23rd September, 2020 to 26th September, 2020 (both days inclusive).
4. Members seeking any information regarding accounts should write to the Company at least seven days before the date of the meeting so as to enable the management to keep the information ready.
5. All documents meant for inspection and referred in the accompanying Annual Report are open for inspection at the Registered Office of the Company during office hours between 11.00 A.M. to 1.00 P.M. on all working days till the date of Annual General Meeting.
6. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.
7. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.
8. Mr. Shankar Tayal Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
9. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
10. The Scrutinizer shall after the conclusion of the e-voting at the AGM will first count the votes cast at the meeting 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 favor 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.

11. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. suryamarket@yahoo.com and 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 BSE LIMITED.

By Order of the Board
For SOLIS MARKETING LIMITED
(Formerly Known as Surya Marketing Limited)
Sd/-
VIRENDER SINGH RANA
DIRECTOR
DIN: 06782773

Place: New Delhi
Date: 31st August, 2020



SOLIS MARKETING LIMITED

{Formerly Known as Surya Marketing Limited}

Regd. Office: House No. 4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi-110002
Email: suryamarket@yahoo.com website: www.suryamkt.com CIN: L29130DL1985PLC021802

ANNEXURE I TO THE NOTICE

Name	Mr. Rahul Kumar
Age	21 YEARS
Qualifications	GRADUATE
Experience	02 YEARS
Terms and conditions of appointment including details of remuneration	Mr. Rahul Kumar holds the office as Non-Independent and Non-Executive Director of the Company. He will be entitled for remuneration as per the provisions of Companies Act, 2013 and as may be decided by the Board of Directors and approved by the members of the Company from time to time. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the registered office of the company.
Last drawn remuneration	N.A.
Date of first appointment by the Board of Directors of the Company	27.02.2017
Shareholding in the Company	Nil
Relationship with other directors and Key Managerial of the Company	None
Number of meetings attended during the financial year 2019-20	6
Other directorship, membership / chairmanship of committees of other board	VERUM PROPERTIES LIMITED MALLYA PROPERTIES PRIVATE LIMITED B.S. B.S. AGRO TRADING LIMITED DHOLPUR BREWERIES & BOTTTLERS LIMITED PRERNA HI-TECH TOOLS PRIVATE LIMITED
Justification for appointment of Independent Director	N.A.

DIRECTORS' REPORT

To
The Members,
SOLIS MARKETING LIMITED

Your Directors have pleasure in presenting before you the 35th Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2020.

FINANCIAL RESULTS:

S. No.	Particulars	2019-20	2018-19
1.	Total Income/Loss	2,251,974.00	2,857,714.00
2.	Less: Total Expenses	2,069,103.56	2,744,162.87
3.	Profit Before Tax	182,870.44	113,551.13
4.	Tax Expenses	46,934.25	28,652.96
5.	Profit/Loss after Tax	135,936.19	84,898.17

FINANCIAL PERFORMANCE

During the year under review, the Company's income is Rs. 2,251,974.00/- as against income of Rs. 2,857,714.00/- in 2018-19. The net profit after tax during the year has been Rs. 135,936.19/- as against the net profit of Rs. 84,989.17/- in the previous year.

DIVIDEND

To plough back the profits in to the business activities, no dividend is recommended for the financial year 2019-20.

CHANGE IN THE NATURE OF BUSINESS

During the year, the Company has not changed its nature of business.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There have been no material changes and commitments which can affect the financial position of the Company occurred between the end of the financial year of the Company and date of this report.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company maintains appropriate systems of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances and are meant to ensure that all transactions are authorized, recorded and reported correctly.

RISK MANAGEMENT POLICY

The Company has devised and implemented a mechanism for risk management and has developed a Risk Management Policy. The Policy provides identifying internal and external risks and implementing risk mitigation steps.

PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURE

The prescribed particulars of Employees required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as Annexure to this Report.

The information required pursuant to Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided on request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees particulars mentioned in rule 5(2) of the said rule which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any Member is interest in inspecting the same, such Member may write to the Compliance officer in advance.

DEPOSITS

The Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014. No amount of principal or interest was outstanding as on the date of Balance Sheet.

NAME OF THE COMPANIES WHICH HAVE BEEN BECOME OR CEASED TO BE ITS SUBSIDIARIES AND ASSOCIATE COMPANIES DURING THE YEAR

Since the Company has no subsidiaries as on 31st March, 2020, provision of section 129 of the Companies Act, 2013 is not applicable.

STATE OF COMPANY AFFAIRS:

There are no order against the Company and the smooth running of business enhancing the profitability of the company.

STATUTORY AUDITORS

The Board has appointed M/s. Gupta J & Associates, Chartered Accountants, as the statutory auditor of the company from the conclusion of upcoming Annual General Meeting till the conclusion of next Annual General Meeting of the company, to the effect that their appointment if made, will be within the limits as prescribed under the provisions thereof.

AUDITORS' REPORT

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

EXTRACT OF THE ANNUAL RETURN

The extract of the annual return in form no. MGT - 9 has been annexed to the Report as Annexure -I.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as required under the provisions of Section 314(3)(m) of the Companies Act, 2013 read

with Rule 8(3) of The Companies (Accounts) Rules, 2014 in respect of Conservation of Energy and Technology Absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review.

There was no foreign exchange earning & outgo during the financial year under review.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year under review, the Company is not required to comply with the provisions related to Corporate Social Responsibility on the basis of its financial statement.

DIRECTORS & COMMITTEES:

a) Changes in Directors and Key Managerial Personnel

During the year under review, there was no change in the composition of Board of Directors during the financial year under review.

Ms. Vishakha Jain, has resigned from the post of Company Secretary w.e.f 31st May, 2019.

b) Declaration by an Independent Director(s) and re- appointment, if any

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, and Listing Agreement.

c) Formal Annual Evaluation of Board

Pursuant to the provisions of companies Act, 2013, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee.

SEXUAL HARASSMENT:

The Company has zero tolerance for Sexual Harassment at workplace and has adopted a Policy on prevention of Sexual Harassment in line with the provisions of Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made there under. There was no complaint on sexual harassment during the year under review.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

BOARD MEETINGS

During the year Six Board Meetings were convened. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

S No.	Date of Board Meetings	Number of Directors Present
1	29.05.2019	4
2	31.05.2019	4
3	10.08.2019	4
4	28.08.2019	4
5	13.11.2019	4
6	13.02.2020	4

EXTRA ORDINARY GENERAL MEETING

During the year under Review, No Extra Ordinary General Meeting were held.

COMMITTEES OF THE BOARD OF DIRECTORS

(a) AUDIT COMMITTEE

The Board of Directors of the Company has duly constituted the Audit Committee of the Company consisting three Directors out of which two are Non Executive and Independent Director of the Company. All the Directors have good knowledge of Finance, Accounts and Company Law.

All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

Meetings of Audit Committee and their Attendance:

During the year, four Meetings were convened on 29.05.2019, 10.08.2019, 13.11.2019 and 13.02.2020. The intervening gap between the Meetings was within the period prescribed under the Companies Act,

The composition of the Audit Committee as at March 31, 2020:

Sr. No.	Name of the Director	Designation	Category	No. of Meetings Attended
1.	Mr. Virender Singh Rana	Chairman	Independent Director	4
2.	Mr. Rahul Kumar	Member	Non- Executive Director	4
3.	Ms. Nanki Kachhap	Member	Independent Director	4

Role of Audit Committee

The terms of reference of the Audit Committee are given below:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.
5. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
6. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
7. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
8. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub section (3) of section 134 of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management Significant adjustments made in the financial statements arising out of audit findings
 - d. Compliance with listing and other legal requirements relating to financial statements
 - e. Disclosure of any related party transactions
 - f. Qualifications in the draft audit report.
9. Reviewing, with the management, the quarterly financial statements before submission to the board for approval
10. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
11. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
12. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage

and frequency of internal audit.

13. Discussion with internal auditors any significant findings and follow up there on.
14. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
15. Discussion with statutory auditors before the 0ences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
16. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.
17. To review the functioning of the Whistle Blower mechanism, in case the same is existing.
18. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
19. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
20. Mandatorily reviews the following information:
 - a. Management discussion and analysis of financial condition and results of operations;
 - b. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
 - c. Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - d. Internal audit reports relating to internal control weaknesses; and
 - e. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee
21. Review the Financial Statements of its subsidiary company, if any.
22. Review the composition of the Board of Directors of its Subsidiary Company, if any.
23. Review the Vigil mechanism (whistle blowing) policy.
24. Review the use/application of funds raised through an issue (public issues, right issues, preferential issues etc) on a quarterly basis as a part of the quarterly declaration of financial results. Further, review on annual basis statements prepared by the Company for funds utilized for purposes other than those stated in the offer document.

In addition, to carry out such other functions/powers as may be delegated by the Board to the Committee from time to time.

(b) . STAKEHOLDERS' RELATIONSHIP COMMITTEE

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement, the Board has duly constituted the "Stakeholders' Relationship Committee".

The composition of the Shareholders Relationship Committee as at March 31, 2020:

Sr. No.	Name of the Director	Designation	Category	No. of Meetings Attended
1.	Mr. Virender Singh Rana	Chairman	Independent Director	4
2.	Mr. Rahul Kumar	Member	Non- Executive Director	4
3.	Ms. Nanki Kachhap	Member	Independent Director	4

During the year, four Meetings were convened on 29.05.2019, 10.08.2019, 13.11.2019 and 13.02.2020. The intervening gap between the Meetings was within the period prescribed under the Companies Act,

The terms of reference of the Committee are:

- Transfer/transmission of shares/debentures and such other securities as may be issued by the Company from time to time;
- issue of duplicate share certificates for shares/debentures and other securities reported lost, defaced or destroyed, as per the laid down procedure;
- issue new certificates against subdivision of shares, renewal, split or consolidation of share certificates / certificates relating to other securities;

- issue and allot right shares / bonus shares pursuant to a Rights Issue / Bonus Issue made by the Company, subject to such approvals as may be required;
- to grant Employee Stock Options pursuant to approved Employees' Stock Option Scheme(s), if any, and to allot shares pursuant to options exercised;
- to issue and allot debentures, bonds and other securities, subject to such approvals as may be required;
- to approve and monitor dematerialization of shares / debentures / other securities and all matters incidental or related thereto;
- to authorize the Company Secretary and Head Compliance / other Officers of the Share Department to attend to matters relating to non-receipt of annual reports, notices, non-receipt of declared dividend / interest, change of address for correspondence etc. and to monitor action taken;
- monitoring expeditious redressal of investors / stakeholders grievances;
- all other matters incidental or related to shares, debenture

The details of investor complaints received and resolved during the period April 1, 2019 & March 31, 2020 is as under:

No. of Investor Complaints received from April 1, 2019 to - March 31, 2020	No. of Investor Complaints resolved from April 1, 2019 to March 31, 2020	No. of Investor Complaints pending at the end of March 31, 2020
NIL	NIL	NIL

(c) NOMINATION AND REMUNERATION COMMITTEE

In compliance with Section 178 of the Companies Act, 2013, the Board has constituted - the "Nomination and Remuneration Committee has been constituted.

Composition

Sr. No.	Name of the Director	Designation	Category	No. of Meetings Attended
1.	Mr. Virender Singh Rana	Chairman	Independent Director	4
2.	Mr. Rahul Kumar	Member	Non- Executive Director	4
3.	Ms. Nanki Kachhap	Member	Independent Director	4

The composition of Nomination and Remuneration Committee of the Board comprises of three Directors as at 31st March, 2020:-

Meetings of Nomination and Remuneration Committee and their Attendance:

During the year, four Meetings were convened on 29.05.2019, 10.08.2019, 13.11.2019 and 13.02.2020. The intervening gap between the Meetings was within the period prescribed under the Companies Act,

Meetings of Nomination and Remuneration Committee and their Attendance:

The terms of reference of the Committee inter alia, include the following:

- Succession planning of the Board of Directors and Senior Management Employees;
- Identifying and selection of candidates for appointment as Directors / Independent Directors based on certain laid down criteria;
- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;
- Formulate and review from time to time the policy for selection and appointment of Directors,

Key Managerial Personnel and senior management employees and their remuneration;

- Review the performance of the Board of Directors and Senior Management Employees based on certain criteria as approved by the Board.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

During the year, as per Section 177(9) read with Rule 7(1) of The Companies (Meeting of Board and its Powers) Rules, 2014, Company is required to establish a Vigil Mechanism for its Directors and employees. In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy. This policy is explained in corporate governance report and also posted on the website of company.

INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors met on 13th February, 2020, inter alia, to discuss:

- Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Non-executive directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- All the Independent Directors were present at the Meeting.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year, Company has not provided Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

MANAGERIAL REMUNERATION POLICY

Provisions relating to Managerial Remuneration as per Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 The Board has on the recommendation of the Nomination & Remuneration Committee framed a Policy for Selection and appointment of Directors, Senior management and their Remuneration.

SECRETARIAL AUDIT REPORT AND EXPLANATION TO THE QUALIFICATIONS REPORTED IN THE REPORT

Provisions relating to Secretarial Audit as per Section 204 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Shankar Tayal, Practicing Company Secretary, to undertake the Secretarial audit of the Company for the Financial Year 2019-20 and the report is attached herewith.

With reference to the qualifications, we wish to explain that the Company is searching the best person for the post of Company Secretary and Chief Financial Officer and due to in advertent error, some delay were happened which the company will try to overcome.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No significant and material orders have been passed by the regulators or courts or tribunals, impacting the going concern status and company's operations in future.

AUDIT OBSERVATIONS

Auditors' observations are suitably explained in notes to the Accounts and are self-explanatory.

HUMAN RESOURCES

There are no employees as on date on the rolls of the Company who are in receipt of Remuneration which requires disclosures under Section 134 of the Companies Act, 2013 and Companies (Particulars of Employees) Rules, 1975.

During the year under review, relationship with the employees is cordial.

DIRECTORS' RESPONSIBILITY STATEMENT

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

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

Directors take this opportunity to express their thanks to various departments of the Central and State Government, Bankers, Material Suppliers, Customers and Shareholders for their continued support and guidance. The Directors wish to place on record their appreciation for the dedicated efforts put in by the employees of the Company at all levels.

**By Order of the Board of Directors
SOLIS MARKETING LIMITED
(Formerly Known as Surya Marketing Limited)**

**Place: New Delhi
Date: 31/08/2020**

**Sd/-
ARUN KUMAR DEY
Director
DIN: 07561003
21 N.S Road,
Liluah Howrah
Kolkata 711204**

**Sd/-
VIRENDER SINGH RANA
Director
DIN: 06782773
Makan No. 285,
Gali No. 1, Shalimar Village,
New Delhi-110088**

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sr. No.	Name of Director/KMP and Designation	Remuneration of Director/ KMP for FY 2019-20 (Rs.)	% increase in Remuneration in FY 2019-20**	Ratio of Remuneration of Director to Median Remuneration of employees	Ratio of Remuneration of Director to Median Remuneration of Employees
1.	Vishakha Jain	30,000/-	N.A.	N.A.	N.A.

The number of permanent employees as on 31st March 2020 was 1.

Average of remuneration of employees excluding KMPs - Nil

No employee's remuneration for the year 2019-20 exceeded the remuneration of any of the Directors.

Company's performance has been provided in the Directors' Report which forms part of the Board Report.

The key parameter for the variable component of key managerial personnel(s) is linked with Company performance and Individual performance.

The remuneration of Directors, KMPs and other employees is in accordance with the Remuneration Policy of the Company.

STATEMENT CONTAINING THE PARTICULARS OF EMPLOYEES IN ACCORDANCE WITH SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020 -NOT APPLICABLE

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2020
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L29130DL1985PLC021802
2.	Registration Date	16.08.1985
3.	Name of the Company	SOLIS MARKETING LIMITED (Formerly Known as Surya Marketing Limited)
4.	Category/Sub-category of the Company	Company Limited by shares/Indian Non-Government Company
5.	Address of the Registered office & contact details	House No. 4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi-110002. Email: suryamarket@yahoo.com ; website: www.suryamkt.com
6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	MCS Share Transfer Agent Limited F-65, 1st Floor, Okhala Industrial Area Phase-I, New Delhi, Delhi-110020 Tel.: 011-29961281/83; Fax No. - 011-29961284 Email Id: admin@mcsregistrars.com Website: www.beetalfinancial.com

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Business of import, export, buy and sell or otherwise deal in manufacture, buy , sell, exchange , market, distribute and all kind including Automobile parts, Ball and Roller Bearings, beverages, chemicals, Glass materials, Textile, Readymade Garments, Timber products and any other materials and substances. Surya Marketing also carry a	5231	100 %

business as general merchants and traders in goods and commodities, commission agents, buying selling agents, and importer exporters of retails products.		
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III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% Of Shares Held	Applicable Section
1	N.A.	N.A.	N.A.	N.A.	Section 2(46) and Section 2(87)(ii)
2	N.A.	N.A.	N.A.	N.A.	Section 2(87)(ii)
3	N.A.	N.A.	N.A.	N.A.	Section 2(6)

VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2019]				No. of Shares held at the end of the year[As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a)Individuals/Hindu Undivided Family	-	-	-	-	-	-	-	-	
b) Bodies Corp.	1909300	-	1909300	6.20	1909300	-	1909300	6.20	-
Sub-total (A)(1)	1909300	-	1909300	6.20	1909300	-	1909300	6.20	-
(2) Foreign									
Total shareholding of Promoter (A) =	1909300	-	1909300	6.20	1909300	-	1909300	6.20	-

(A)(1) + (A)(2)									
B. Public Shareholding									
1. Institutions									
Sub-total (B)(1):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non-Institutions									
a) Bodies Corp.	7446964	200	7447164	24.19	7879923	200	7880123	25.60	
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	20417396	11410	20428806	66.37	20509295	11410	20520705	66.67	
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	444730	-	444730	1.44	469872		469872	1.53	-
c) Others (specify)									
Venture Capital Fund - Next Orbit Ventures Fund	550000	-	550000	1.79	550000		550000	1.79	
i)HUF						-			
ii)Clearing Members	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(2):-	28859100	11600	28870700	93.80	28859090	11610	28870700	93.80	Nil
Total Public Shareholding (B)=(B)(1)+ (B)(2)	28859100	11600	28870700	93.80	28859090	11610	28870700	93.80	Nil
C. Shares held by Custodian for GDRs & ADRs		-	-	-	-	-	-	-	Nil
Grand Total (A+B+C)	30768400	11600	30780000	100.00	30768390	11610	30780000	100.00	Nil

ii) Shareholding of Promoters-

SN	Shareholder's Name	Shareholding at the beginning of the year[As on 31-March-2019]			Share holding at the end of the year[As on 31-March-2020]			% 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.	Mallya Properties Pvt. Ltd.	1909300	6.20	Nil	1909300	6.20	Nil	-
	Total	1909300	6.20	Nil	1909300	6.20	Nil	Nil

iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mallya Properties Pvt. Ltd.				
	At the beginning of the year	1909300	6.20	1909300	6.20
	At the end of the year	1909300	6.20	1909300	6.20
	TOTAL	1909300	6.20	1909300	6.20

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	ESTEEM BIO ORGANIC FOOD				

	PROCESSING LTD.				
	At the beginning of the year	32,00,000	10.40	32,00,000	10.40
	At the end of the year	32,00,000	10.40	32,00,000	10.40
2.	NEXT ORBIT VENTURES FUND				
	At the beginning of the year	550000	1.79	550000	1.79
	At the end of the year	550000	1.79	550000	1.79
3.	LAVIC TRADERS INDIA PVT. LTD.				
	At the beginning of the year	499900	1.62	499900	1.62
	At the end of the year	499900	1.62	499900	1.62
4.	RIVER HIGH RIGHT SHARE BROKERS PRIVATE LIMITED				
	At the beginning of the year	478389	1.55	478389	1.55
	At the end of the year	478389	1.55	478389	1.55
5.	KARVY STOCK BROKING LIMITED				
	At the beginning of the year	425024	1.38	425024	1.38
	At the end of the year				
6.	TEAGAN TRADERS INDIA PVT. LTD.				
	At the beginning of the year	340950	1.11	340950	1.11
	At the end of the year	340950	1.11	340950	1.11
7.	ROCHAK VINIMAY PRIVATE LIMITED				
	At the beginning of the year	347050	1.33	347050	1.33
	At the end of the year	347050	1.13	347050	1.13
8.	SANTOSH KUMAR				
	At the beginning of the year	243550	0.79	243550	0.79
	At the end of the year				
9	MURLIDHARGIRIDHAR TRADING PRIVATE LIMITED				
	At the beginning of the year	235200	0.76	235200	0.76

	At the end of the year				
10	TRUCKLING VINMAY TRADING PRIVATE LIMITED				
	At the beginning of the year	233120	0.75	233120	0.75
	At the end of the year				

v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	Nil	Nil	Nil	Nil

v) INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	37,357,205.64	-	37,357,205.64
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	37,357,205.64	-	37,357,205.64
Change in Indebtedness during the financial year	-	-	-	-

* Addition	-	-	-	-
* Reduction	-	504,882.00	-	504,882.00
Net Change	-	504,882.00	-	504,882.00
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	-	36,852,323.64	-	36,852,323.64
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	36,852,323.64	-	36,852,323.64

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Managing Director	Whole-time Director	Manager	
1	Gross salary	Nil	Nil	NA	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	NA	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	NA	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	NA	Nil
2	Stock Option	Nil	Nil	NA	Nil
3	Sweat Equity	Nil	Nil	NA	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	NA	Nil
5	Others, please specify	Nil	Nil	NA	Nil
	Total (A)	Nil	Nil	NA	Nil

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	NIL	NIL	NIL	NIL
	Fee for attending board committee	NIL	NIL	NIL	NIL

	meetings				
	Commission				
	Others, please specify	NIL	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL	NIL
2	Other Non-Executive Directors	NIL	NIL	NIL	NIL
	Fee for attending board committee meetings				
	Commission	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL
	Total (B)=(1+2)	NIL	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL	NIL
	Overall Ceiling as per the Act	NIL	NIL	NIL	NIL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	30000	N.A.	30000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A.	Nil	N.A.	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	N.A.	Nil	N.A.	Nil
2	Stock Option	N.A.	Nil	N.A.	Nil
3	Sweat Equity	N.A.	Nil	N.A.	Nil
4	Commission	N.A.	Nil	N.A.	Nil
	- as % of profit	Nil	Nil	N.A.	Nil
	others, specify...	Nil	Nil	N.A.	Nil
5	Others, please specify	N.A.	Nil	N.A.	Nil
	Total	Nil	30000	Nil	30000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

Signed By-

Directors: Sd/- Virender Singh Rana	Sd/- Arun Kumar Dey
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SECRETARIAL AUDIT REPORT
(For the financial year ended March 31, 2020)

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members
SOLIS MARKETING LIMITED
House No.4346, Ground Floor,
Gali No. 4C Ansari Road,
Darya Ganj, New Delhi-10002

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by “**Solis Marketing Limited**” (hereinafter called the “**Company**”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/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 March 31, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place, to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31, 2020, according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the Rules made there under read with notifications, exemptions and clarifications thereto;
- ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the Rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under.
- iv) Foreign Exchange Management Act, 1999 (FEMA) and the Rules and Regulations made there under, to the extent applicable to Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):
 - (a) The SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time.
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time. However, the regulations are not applicable to the Company during the audit period since the Company has not raised any money from the public and hence, these regulations have not been considered for the purpose of this report.

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. However, the regulations are not applicable to the Company during the audit period since the Company does not have any such scheme in operation and hence, these regulations have not been considered for the purpose of this report.
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended from time to time. However, the regulations are not applicable to the Company during the audit period since the Company has not raised any money through debt securities from the public and hence, these regulations have not been considered for the purpose of this report.
 - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended from time to time. However, the regulations are not applicable to the Company during the audit period.
 - (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998, as amended from time to time. However, the regulations are not applicable to the Company during the audit period since the Company has not bought back any of its securities and hence, these regulations have not been considered for the purpose of this report.
- vi) and other applicable laws in respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited
- (iii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, read with circular issued.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above except to the extent as mentioned below.

1. During the period under review, Company has not appointed any Company Secretary for the financial year 2019-2020.
2. During the period under review, there were some instances where the Company has filed delay intimations/Compliances to BSE Limited and Registrar of Companies, Delhi.
3. Website of the Company is not updated as per the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Companies Act, 2013.
4. There were few instances where Company has given late intimation(s) to the Stock Exchange and made delay in Compliances pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.
5. There were instances where company assures to Company with the provisions of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 but no supporting document could be produced by the Company.
6. The Company has not appointed internal auditor in accordance with the provision of Section 138 of Companies Act, 2013.
7. The Trading in the equity shares of the Company had been suspended w.e.f 12th March, 2020 due

to non-payment of Annual Listing fees for the financial year 2019-2020. Further, the company has also not paid the Annual Listing Fees for the financial year 2020-2021.

8. The Company has not filed Compliance certificate pursuant to the Regulation 76 of SEBI (Depository Participants) Regulations, 2018 for the quarter ended on 31st December, 2019 and 31st March, 2020.

We further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director in terms of Companies Act, 2013 and Regulation 17 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Adequate notice has been given to all directors to schedule the Board Meetings during the financial year under review; agenda and detailed notes on agenda were sent properly before the scheduled meeting; 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.
3. All the decisions were carried out unanimously. None of the members of the Board have expressed dissenting views on any of the agenda items during the financial year under review.
4. During the year under review, Ms. Vishaka has resigned from the Company on 31st May, 2019.

We further report that there are 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 as informed to us, the Company has responded to notices for demands, claims, penalties etc levied by various statutory / regulatory authorities and initiated actions for corrective measures, wherever necessary.

We further report that as informed to us, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For Shankar Tayal & Associates
Company Secretaries
Sd-
Shankar Tayal
Practising Company Secretary
ACS-50094
COP-20720

Place: New Delhi
Date: 31/08/2020

‘ANNEXURE-A’

To
The Members
SOLIS MARKETING LIMITED
House No.4346, Ground Floor,
Gali No. 4C Ansari Road, Darya
Ganj, New Delhi-10002

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. 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 yet verified the correctness and appropriateness of financial records and Books of account of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of 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.
7. Due to Covid-19 pandemic we could not verify the forms, registers and other documents physically or scanned. We have only relied on the Management Representation provided by the Company.

For Shankar Tayal & Associates
Company Secretaries
Sd-
Shankar Tayal
Practising Company Secretary
ACS-50094
COP-20720

Place: New Delhi
Date: 31/08/2020

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members
SOLIS MARKETING LIMITED
House No.4346, Ground Floor, Gali
No. 4C Ansari Road, Darya Ganj,
New Delhi-10002

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SOLIS MARKET LTD** having CIN **L29130DL1985PLC021802** and having registered office at **House No. 4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi – 110002** (hereinafter referred to as ‘the Company’), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	VIRENDER SINGH RANA	06782773	15/02/2013
2.	RAHUL KUMAR	06977092	27/02/2017
3.	ARUN KUMAR DEY	07561003	01/08/2016
4.	NANNKI KACHCHHAP	08078754	27/03/2018
5.	DHARMENDRA	08664816	01/02/2020

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Shankar Tayal & Associates
Company Secretaries
Sd-
Shankar Tayal
Practising Company Secretary
ACS-50094
COP-20720

Place: New Delhi
Date: 31/08/2020



M/S Gupta J & Associates

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To,
Board of Directors of
M/S SOLIS MARKETING LIMITED
(Formerly known as Surya Marketing Limited)

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **M/S SOLIS MARKETING LIMITED**, (formerly known as **Surya Marketing Limited**) (CIN: L51909DL1990PLC042445) ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act., read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS 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 Ind AS 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 of the Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as 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 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 Ind AS 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 Ind AS 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 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 Ind AS 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 Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS 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, 2020, its Profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1 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, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, Companies (Indian Accounting Standards) Rules, 2015, as amended;

e) On the basis of written representations received from the directors as on March 31, 2020, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020, from being appointed as a director in terms of section 164 (2) of the Act;

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

For M/s Gupta J & Associates

Chartered Accountants

Sd-

CA. Jitendra Kumar Gupta

Proprietorship

FRN: 032107N

M. No. 546596

Place: Delhi

Date: 29.07.2020

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2020:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
 - (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
 - (c) No immovable properties are held by the company.
- 2) (a) Company does not have any inventory at the end of the year.
 - (b) In view of our comment in paragraph (a) above, clause (ii) (a) (b) and (c) of paragraph 2 of the aforesaid order are not applicable to the company.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing 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 any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2020 for a period of more than six months from the date on when they become 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.
- 8) In our opinion and according to the information and explanations given to us, The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, No managerial remuneration is payable in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions, if any 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.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made preferential allotment during the year under review.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For M/s Gupta J & Associates

Chartered Accountants

Sd-

CA. Jitendra Kumar Gupta

Proprietorship

FRN: 032107N

M. No. 546596

Place: Delhi

Date: 29.07.2020

M/S SOLIS MARKETING LIMITED
(formerly known as Surya Marketing Limited)

“Annexure B” to the Independent Auditors’ Report

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

We have audited the internal financial controls over financial reporting of **M/S SOLIS MARKETING LIMITED. (formerly known as Surya Marketing Limited)** (“the Company”) as of March 31, 2020 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 Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India”. 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that

receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For M/s Gupta J & Associates

Chartered Accountants

Sd-

CA. Jitendra Kumar Gupta

Proprietorship

FRN: 032107N

M. No. 546596

Place: Delhi

Date: 29.07.2020

M/s SOLIS MARKETING LIMITED				
(Formerly name as Surya Marketing Limited)				
CIN: L29130DL1985PLC021802				
Reg. Office: House No.4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj. Delhi - 110002				
Balance Sheet as at 31st March 2020				
				(Amount in Rupees)
Particulars	Note No.	As at 31.03.2020	As at 31.03.2019	As at 31.03.2018
1	2	3	4	
(1) ASSETS				
Non-current assets				
(a) Property, Plant and Equipment	6	57,372.58	83,731.14	123,915.70
(b) Capital work-in-progress				
(c) Goodwill				
(d) Financial Assets				
(i) Investments	7	-	-	-
(ii) Trade receivables				
(iii) Loans & Advances	8	-	-	-
(e) Deferred tax assets (net)	9	41,253.00	40,318.00	36,802.00
(f) Other non-current assets	10	511,800.00	511,800.00	536,800.00
(2) Current assets				
(a) Inventories				
(b) Financial Assets				
(i) Investments	7	526,427.00	526,427.00	526,427.00
(ii) Trade receivables	11	12,913,998.00	14,768,998.00	17,282,098.00
(iii) Cash and cash equivalents	12	158,048.60	172,398.60	2,359,185.91
(v) Loans & Advances	8	97,604,433.00	96,082,877.00	93,669,881.00
(c) Current Tax Assets (Net)				
(d) Other current assets	10	781,326.00	555,790.00	294,872.00
Total Assets		112,594,658.18	112,742,339.74	114,829,981.61
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital		30,780,000.00	30,780,000.00	30,780,000.00
(b) Other Equity		22,731,441.09	22,595,504.90	22,510,606.73
LIABILITIES				
Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings	15	-	-	-
(ii) Trade payables				
(b) Deferred tax liabilities (Net)				
(c) Other non-current liabilities				
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	15	36,852,323.64	37,357,205.64	38,811,542.64
(ii) Trade payables	16	21,129,465.00	21,129,465.00	21,830,765.00
(b) Other current liabilities	17	1,022,443.00	849,048.00	873,266.00
(d) Tax Liabilities (Net)	18	78,985.45	31,116.20	23,801.24

Total Equity and Liabilities		112,594,658.18	112,742,339.74	114,829,981.61
See accompanying notes to the financial statements	01-23	-	-	-
Notes referred to above and notes attached there to form an integral part of Balance Sheet				
As per our report of even date attached.				
For M/s Gupta J & Associates		ON BEHALF OF THE BOARD OF DIRECTORS		
Chartered Accountants		M/s SOLIS MARKETING LIMITED		
FRN: 032107N				
			Sd-	Sd-
Sd-			VIRENDER SINGH RANA	ARUN KUMAR DEY
CA. Jitendra Kumar Gupta			(Director)	(Director)
(Prop.)			DIN: 06782773	DIN: 07561003
M. No. 546596				
Date: 29.07.2020				
Place: New Delhi				

M/s SOLIS MARKETING LIMITED

(Formerly name as Surya Marketing Limited)

CIN: L29130DL1985PLC021802

Reg. Office: House No.4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj. Delhi - 110002

Statement of Profit and Loss for the period ended 31st March 2020

	Particulars	Note No.	Year ended 31.03.2019	Year ended 31.03.2019
I	Revenue From Operations	19	-	-
II	Other Income		2,251,974.00	2,857,714.00
III	Total Income (I+II)		2,251,974.00	2,857,714.00
IV	EXPENSES			
	Cost of materials consumed			
	Purchases of Stock-in-Trade		-	-
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress			
	Employee benefits expense	20	1,734,559.00	1,505,987.00
	Finance costs	21	-	20,414.00
	Depreciation and amortization expense	22	26,358.56	40,184.56
	Other expenses	23	308,186.00	1,177,577.31
	Total expenses (IV)		2,069,103.56	2,744,162.87
V	Profit/(loss) before exceptional items and tax (I- IV)		182,870.44	113,551.13
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax (V-VI)		182,870.44	113,551.13
VIII	Tax expense:			
	(1) Current tax		47,869.25	32,168.96
	(2) Deferred tax		(935.00)	(3,516.00)
	(3) Income tax Adjustment		-	-
	(4) Deferred tax Adjustment		-	-
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		135,936.19	84,898.17
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		135,936.19	84,898.17
XIV	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss			
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss			

	(ii) Income tax relating to items that will be reclassified to profit or loss			
	Total Other Comprehensive Income		-	-
	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period		135,936.19	84,898.17
	Earnings per equity share (Face Value of Rs. 10/- each)	24		
	(1) Basic		0.04	0.03
	(2) Diluted		0.04	0.03
	See accompanying notes to the financial statements	01-24		
	Notes referred to above and notes attached there to form an integral part of Balance Sheet			
	As per our report of even date attached.			
	For M/s Gupta J & Associates		ON BEHALF OF THE BOARD OF DIRECTORS	
	Chartered Accountants		M/s SOLIS MARKETING LIMITED	
			Sd-	Sd-
	Sd-		VIRENDER SINGH RANA	ARUN KUMAR DEY
	CA. Jitendra Kumar Gupta		(Director)	(Director)
	(Prop.)		DIN: 06782773	DIN: 07561003
	M. No. 546596			
	Date: 29.07.2020			
	Place: New Delhi			

M/s SOLIS MARKETING LIMITED

(Formerly name as Surya Marketing Limited)

B-10, Near Muskan Restaurant Keshav Chowk Panchshe Naveen Shahdara New Delhi-110032

Cash Flow Statement for the year ended 31st, March 2020

Particulars	Amounts Rs.	Amounts Rs.
	Year ended 31.03.2020	Year ended 31.03.2019
<u>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</u>		
1. Net profit before tax	182,870	113,551
2. Adjustment for:		
<u>Add:</u> Depreciation & Amortisation Expenses	26,359	40,185
<u>Add:</u> Amortization Expenses / Written off	-	25,000
<u>Less:</u> Other Income	(2,251,974)	(2,857,714)
Operating Profit before Working capital changes	(2,042,745)	(2,678,978)
3. Working Capital Changes:		
Decrease (Increase) in Trade & Other Receivables	1,855,000	2,513,100
Decrease (Increase) in Other Current Assets	(225,536)	(260,918)
Decrease (Increase) in Other Non Current Assets	-	-
Increase (Decrease) in Trade & Other Payables	-	(701,300)
Increase (Decrease) in Current Liabilities & Provisions	-	-
Increase (Decrease) in Other Liabilities	173,395	(24,218)
Net Changes in Working Capital	1,802,859	1,526,664
Cash Generated from Operations	(239,886)	(1,152,314)
Adjustment of Taxes	-	24,854
Net Cash Flow from Operating Activities (A)	(239,886)	(1,177,168)
<u>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</u>		
Purchase of Property, Plant & Equipment	-	-
Non Current Financial Assets		
(Increase) Decrease in Loans & Advances	-	-
Current Financial Assets		
(Increase) Decrease in Loans & Advances	(1,521,556)	(2,412,996)
Other Income	2,251,974	2,857,714
(Increase) Decrease in Current Investments	-	-
Net Cash Flow from Investing Activities (B)	730,418	444,718
<u>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</u>		
Issue of share capital and Proceeds from Share Application Money	-	-
Non Current Financial Assets		
Increase / (Decrease) in Borrowings	-	-
Current Financial Assets		
Increase / (Decrease) in Borrowings	(504,882)	(1,454,337)
Increase in Preliminary Expenses	-	-
Net Cash Flow from Financing Activities (C)	(504,882)	(1,454,337)

Net Increase / (Decrease) in Cash & Cash Equivalents (A-B+C)	(14,350)	(2,186,787)
Cash and cash equivalents at the beginning of the year / Period	172,399	2,359,186
Cash and cash equivalents at the end of the year/ Period	158,049	172,399
* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard		
As per our report of even date attached.		
For M/s Gupta J & Associates	ON BEHALF OF THE BOARD OF DIRECTORS	
Chartered Accountants	M/s SOLIS MARKETING LIMITED	
Sd-	Sd-	Sd-
	VIRENDER SINGH RANA	ARUN KUMAR DEY
CA. Jitendra Kumar Gupta	(Director)	(Director)
(Prop.)	DIN: 06782773	DIN: 07561003
M. No. 546596		
Date: 29.07.2020		
Place: New Delhi		

M/s SOLIS MARKETING LIMITED**(Formerly name as Surya Marketing Limited)****CIN: L29130DL1985PLC021802****Reg. Office: House No.4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj. Delhi - 110002****Statement of Changes in Equity for the period ended 31st March 2020****(Amount in Rupees)**

A. Equity Share Capital					
Balance as at 01.04.2018	Changes in equity share capital during the year	Balance as at 31.03.2019	Changes in equity share capital during the year	Balance as at 31.03.2020	
30,780,000.00	-	30,780,000.00	-	30,780,000.00	
B. Other Equity					
	Reserves and Surplus				
	Capital Reserve	Securities Premium Reserve	Other Reserves (specify nature)	Retained Earnings	Total
Balance as at 01.04.2018	-	21,450,000.00		1,060,606.73	22,510,606.73
Profit / (Loss) for the year	-	-		84,898.17	84,898.17
Balance as at 31.03.2019	-	21,450,000.00	-	1,145,504.90	22,595,504.90
Profit / (Loss) for the year	-	-		135,936.19	135,936.19
Other Comprehensive Income for the year	-	-	-	-	-
Balance as at 31.03.2020	-	21,450,000.00	-	1,281,441.09	22,731,441.09

M/s SOLIS MARKETING LIMITED

Reg. Office: House No.4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj. Delhi - 110002

Notes to the Financial Statement the year ended March 31, 2020

(Amount in Rupees)

Note : 6				
Property, plant and equipment				
Particulars			As at 31.03.2020	As at 31.03.2019
Computer & Software			16,220.27	24,172.83
Furniture & Fixture			38,968.37	53,310.37
Mobile			2,183.93	6,247.93
Total			57,372.58	83,731.14
	Computer	Furniture & Fixture	Mobile	Total
Balance as at 01.04.2019	488,850.00	283,265.00	45,590.00	817,705.00
Additions	-	-	-	-
Disposals/Adjustments	-	-	-	-
Balance as at 31.03.2020	488,850.00	283,265.00	45,590.00	817,705.00
Accumulated depreciation				
Balance as at 01.04.2019	464,677.17	229,954.63	39,342.07	733,973.87
Additions	7,952.56	14,342.00	4,064.00	26,358.56
Disposals/Adjustments	-	-	-	-
Balance as at 31.03.2020	472,629.73	244,296.63	43,406.07	760,332.43
Carrying amounts as at 31.03.2020	16,220.27	38,968.37	2,183.93	57,372.59
	Computer	Furniture & Fixture	Mobile	Total
Balance as at 01.04.2018	488,850.00	283,265.00	45,590.00	817,705.00
Additions	-	-	-	-
Disposals/Adjustments	-	-	-	-
Balance as at 31.03.2019	488,850.00	283,265.00	45,590.00	817,705.00
Accumulated depreciation				
Balance as at 01.04.2018	456,724.61	210,336.47	26,728.23	693,789.32
Additions	7,952.56	19,618.16	12,613.84	40,184.56
Disposals/Adjustments	-	-	-	-
Balance as at 31.03.2019	464,677.17	229,954.63	39,342.07	733,973.88
Carrying amounts as at 31.03.2019	24,172.83	53,310.37	6,247.93	83,731.14

Note : 7 Investment				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
-	<u>Non Current</u>			
1	Investment in Equity Instrument	-	-	-
	Total	-	-	-
	<u>Current</u>			
1	Investment in Equity Instrument	526,427.00	526,427.00	526,427.00
	Total	526,427.00	526,427.00	526,427.00
Note : 8 Loan and Advances				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
-	<u>Non Current</u>			
1	Loan & Advances - Unsecured, considered good	-	-	-
	Total	-	-	-
	<u>Current</u>			
1	Loan & Advances - Unsecured, considered good	89,136,478.00	87,614,922.00	85,201,926.00
2	Advance For Purchase	8,467,955.00	8,467,955.00	8,467,955.00
	Total	97,604,433.00	96,082,877.00	93,669,881.00
Note : 9 Deferred Tax Assets (Net)				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
1	Deferred Tax Assets	41,253	40,318.00	36,802.00
	Total	41,253	40,318.00	36,802.00
Note : 10 Other assets				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
-	<u>Non Current</u>			
1	Security Deposits	511,800.00	511,800.00	511,800.00
2	Misc. Expenditure	-	-	25,000.00
	Total	511,800.00	511,800.00	536,800.00
	<u>Current</u>			
1	TDS Receivable	781,326.00	555,790.00	294,872.00
	Total	781,326.00	555,790.00	294,872.00

Note : 11 Trade Receivable				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
	<u>Current</u>			
1	<u>Outstanding for more than six months</u>			
	Unsecured, Considered Good :	12,913,998.00	5,694,900.00	5,694,900.00
	<u>Other</u>			
	Unsecured, Considered Good :		9,074,098.00	11,587,198.00
	Total	12,913,998.00	14,768,998.00	17,282,098.00
Note : 12 Cash & Cash Equivalent				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
1	<u>Cash-in-Hand</u>			
	Cash Balance	79,775.00	94,125.00	723,755.00
	Sub Total (A)	79,775.00	94,125.00	723,755.00
2	<u>Bank Balance</u>			
	Bank Balance (With Schedule Bank)	78,273.60	78,273.60	1,635,430.91
	Sub Total (B)	78,273.60	78,273.60	1,635,430.91
	Total [A + B]	158,048.60	172,398.60	2,359,185.91
Note : 13 Share Capital				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
1	<u>AUTHORIZED CAPITAL</u>			
	35,00,000 Equity Shares of Re. 10/- each	35,000,000.00	35,000,000.00	35,000,000.00
2	<u>ISSUED</u>			
	30,78,000 Equity Shares of Re. 10/- each	30,780,000.00	30,780,000.00	30,780,000.00
3	<u>SUBSCRIBED & PAID UP CAPITAL</u>			
	30,78,000 Equity Shares of Re. 10/- each	30,780,000.00	30,780,000.00	30,780,000.00
	Total	30,780,000.00	30,780,000.00	30,780,000.00
Sr. No	Reconciliation of Number of Shares:	As at 31.03.2019	As at 31.03.2019	
	Particulars	Number	Number	

1	Shares outstanding at the beginning of the year	3,078,000	3,078,000	
2	Shares Issued during the year (Preferential Allotment)	-	-	
3	Shares bought back during the year	-	-	
4	Shares outstanding at the end of year	3,078,000	3,078,000	
-	Total	3,078,000	3,078,000	
Details of Shareholders holding more than 5% Shares				
-				
Particulars		As at 31.03.2019		
	Name of Shareholders	No. of Shares held	% of Holding	
1	Mallaya Properties Private Limited	1,909,300	62.03%	
2	Esteem Bio Organic Food Processing Ltd	3,200,000	103.96%	
Note : 14 Other Equity				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
1	<u>Securities Premium</u>	21,450,000.00	21,450,000.00	21,450,000.00
	Sub Total (A)	21,450,000.00	21,450,000.00	21,450,000.00
2	<u>Surplus (Profit & Loss Account)</u>			
	Op. Balance of Profits & Loss A/C	1,145,504.90	1,060,606.73	916,981.13
	Current Year Profit & Loss A/C	135,936.19	84,898.17	143,625.60
	Sub Total (B)	1,281,441.09	1,145,504.90	1,060,606.73
	Total [A + B]	22,731,441.09	22,595,504.90	22,510,606.73
Note : 15 Borrowing				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
-	<u>Non Current</u>			
1	<u>Borrowing from Corporate Bodies</u>	-	-	-
	Total	-	-	-
-	<u>Current</u>			
1	<u>Borrowing from Corporate Bodies</u>	36,852,323.64	37,357,205.64	38,811,542.64
	Total	36,852,323.64	37,357,205.64	38,811,542.64

Note : 16 Trade Payable				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
	Current			
1	Trade Payable	21,129,465.00	21,129,465.00	21,830,765.00
	Total	21,129,465.00	21,129,465.00	21,830,765.00
Note : 17 Other Current Liabilities				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
1	Audit Fees Payable	70,000.00	45,000.00	20,000.00
2	Salary payable	170,281.00	64,431.00	115,664.00
3	Expenses Payable	85,237.00	42,692.00	40,677.00
5	Other Payable	696,925.00	696,925.00	696,925.00
	Total	1,022,443.00	849,048.00	873,266.00
Note : 18 Current Tax Liabilities				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
1	Provision For Income Tax	78,985.45	31,116.20	23,801.24
	Total	78,985.45	31,116.20	23,801.24
Note : 19 Revenue from Operations				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	
1	Income From Operations	-	-	
	Total	-	-	
Note : 20 Employment Benefit Expenses				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	
1	Salary	1,540,300.00	1,280,000.00	
2	Staff Welfare	194,259.00	225,987.00	
	Total	1,734,559.00	1,505,987.00	
Note :21 Financial Cost				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	
1	Bank Interest	-	20,414.00	
	Total	-	20,414.00	

Note : 22 Depreciation & Amortised Cost				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	
1	Depreciation	26,358.56	40,184.56	
	Total	26,358.56	40,184.56	
Note : 23 Other Expenses				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	
1	<u>Administrative Expenses:</u>			
	Accounting Charges	60,000.00	9,607.31	
	Advertisement Expenses	-	100,080.00	
	Business Promotion Expenses	27,511.00	251,932.00	
	Legal & Professional	-	135,320.00	
	Printing & Stationary	28,291.00	62,063.00	
	Office Expenses	-	-	
	Telephone Expenses	16,904.00	34,151.00	
	Misc. Expenses	47,348.00	229,970.00	
	Preliminary Expenses W/O	-	25,000.00	
	Repair & Maint	-	28,700.00	
	Custodian Fees	-	97,190.00	
	Filling Fees	-	4,500.00	
	Electricity & Water Exp.	19,295.00	39,920.00	
	Travelling Expenses & Conveyance	83,837.00	134,144.00	
	<u>Payment to Auditors:</u>			
	Audit Fees	25,000.00	25,000.00	
	Total	308,186.00	1,177,577.31	
Note : 23 Earning per Shares				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2019	
1	Net profit after tax available for Equity Shareholders (Rs.) (A)	135,936	84,898	
2	Weighted Avg. Number Equity Shares outstanding (Nos.) (B)	3,078,000	3,078,000	
3	Dilutive potential Equity Shares (Nos.)	-	-	
4	Dilutive shares outstanding (Nos.) (C)	3,078,000	3,078,000	
5	Nominal value per Equity Shares (Rs./ Share)	1	1	
6	Basic Earnings per share (Rs./ Share) (A) / (B)	0.04	0.03	
7	Diluted Earnings per share (Rs./ Share) (A) / (C)	0.04	0.03	
Notes referred to above and notes attached there to form an integral part of Balance Sheet				
As per our report of even date attached.				

For M/s Gupta J & Associates			
Chartered Accountants		ON BEHALF OF THE BOARD OF DIRECTORS	
		M/s SOLIS MARKETING LIMITED	
		Sd-	Sd-
Sd-		VIRENDER SINGH RANA	ARUN KUMAR DEY
CA. Jitendra Kumar Gupta		(Director)	(Director)
(Prop.)		DIN: 06782773	DIN: 07561003
M. No. 546596			
Date: 29.07.2020			
Place: New Delhi			

Notes to the Financial Statements for the year ended March 31, 2020

1. General information:

SURYA MARKETING LIMITED was originally incorporated in Union Territory of Delhi as SURYA MARKETING LIMITED on 17th day of August, 1985 vide Certificate of Incorporation issue by Registrar of Companies, NCT of Delhi & Haryana. Subsequently name was changed to **SOLIS MARKETING LIMITED** vide Fresh Certificate of Incorporation dated 26TH October 2017 issued by the Registrar of Companies, NCT of Delhi & Haryana

2. Significant accounting policies ;

2.1 The financial statements as at and for the year ended March 31, 2020 have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

2.2 Basis of measurement

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain items that are measured at fair value as required by relevant Ind AS:

- (i) Financial assets and financial liabilities measured at fair value;
- (ii) Defined benefit and other long-term employee benefits, if any.

2.3 Functional Currency and Foreign currency

No Foreign currency transaction has taken place during the relevant period.

2.4 Use of Estimates and Judgments:

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

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

2.5 Revenue recognition

2.5.1 Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and the effective interest rate applicable, which is the rate exactly discounts the estimated future cash receipts through expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5.2 Commission Income is recognized when it has accrued.

2.6 Leases

No Operating & Finance lease has taken by the company

2.7 Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their primary nature.

2.8 Income Tax

Tax expenses comprises current tax (i.e. amount of tax for the period determined in accordance with the income tax-law) and deferred tax charge or credit (reflecting the tax effects of timing defERENCE between accounting income and taxable income for the year).

Current tax is measured at the amount expected to be paid to the taxation authorities, using applicable tax rates and tax laws. Deferred income tax is recognised using the balance sheet approach.

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

2.9 Financial Instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

2.9.1 Cash and cash equivalents: Cash and cash equivalents considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

2.9.2 Financial assets at amortised cost: Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

2.9.3 Equity Instruments (Share capital): Ordinary shares:- Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognised as a deduction from equity, net of any tax effect (if any).

2.10 Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation (other than freehold land) and impairment loss, if any. The cost of tangible assets comprises purchase price and any cost directly attributable to bringing the assets to its working condition for its intended use

2.11 Earnings per share

Basic earnings per share are computed by dividing profit or loss attributable to equity shareholders of BSE Limited by the weighted average number of equity shares outstanding during the period. The company did not have any potentially dilutive securities in any of the periods presented.

3. Transition to Ind AS

Transition to Ind AS was carried out from Previous GAAP.

4. Related Party Disclosure

No Related Parties Transaction has taken place during the period.

5. Segment Reporting

Company is working in only in one segment hence reporting Segment is not required as per Indian Accounting Standard 108 "Operating Segments".

As per our report of even date attached.

For M/s Gupta J & Associates

Chartered Accountants

ON BEHALF OF THE BOARD OF DIRECTORS
M/s SOLIS MARKETING LIMITED

Sd-

Sd-

Sd-

CA. Jitendra Kumar Gupta

VIRENDER SINGH RANA

ARUN KUMAR DEY

(Director)

(Director)

Proprietorship

DIN: 06782773

DIN: 07561003

FRN: 032107N

M. No. 546596

Date: 29.07.2020

Place: New Delhi



SOLIS MARKETING LIMITED

{Formerly Known as Surya Marketing Limited}

Regd. Office: House No. 4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi-110002
Email: suryamarket@yahoo.com website: www.suryamkt.com CIN: L29130DL1985PLC021802

Form No. MGT-11 PROXY FORM

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

Name of the Member(s):	
Registered address:	
Folio No./Client Id::	DP ID:
E-mail Id:	

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

Name :	Address :
E-mail Id :	Signature :
or failing him/her	
Name :	Address :
E-mail Id :	Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the Company to be held on Monday, 28TH September, 2020 AT 9:30 A.M. at Khasra No. 2/13/1, Tehsil Najafgarh, Village Pandwala Kala, Delhi-110094.

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	To Receive, consider and Adopt statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2020		
2.	To appoint a director in place of Mr. Rahul Kumar, who retires by rotation and being eligible, offers himself for re-appointment.		

* Applicable for investors holding shares in Electronic form.

Signed this _____ day of _____, 2020.

Affix Revenue Stamp

Signature of Shareholder

Signature of the shareholder

Signature of Proxy holder(s)

(across Revenue Stamp)

Note:

1) 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.

2) The proxy need not be a member of the company. ELECTRONIC VOTING PARTICULARS

EVEN (Remote E -Voting Event)	USER ID	PASSWORD

Notes: 1) Each equity share of the Company carries one vote.

2) Please read carefully the instructions printed overleaf before exercising the vote.



SOLIS MARKETING LIMITED

{Formerly Known as Surya Marketing Limited}

Regd. Office: House No. 4346, Ground Floor, Gali No. 4C, Ansari Road, Darya Ganj, New Delhi-110002
Email: suryamarket@yahoo.com website: www.suryamkt.com CIN: L29130DL1985PLC021802

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Full name of the members attending _____

(In block capitals)

Ledger Folio No./Client ID No. _____

No. of shares held: _____

Name of Proxy _____

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 35th Annual General Meeting of the SOLIS MARKETING LIMITED, at Khasra No. 2/13/1, Tehsil Najafgarh, Village Pandwala Kala, Delhi-110094 on 9:30 A.M. at Monday, the 28th day of September, 2020.

(Member's /Proxy's Signature)

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

Route Map for the Annual General Meeting

