

# RAJKOT INVESTMENT TRUST LTD.

(Regd. Office: B-16, Second Floor, Kalyan Building, Kuvadva Road, Rajkot,  
Gujarat-360001, Tel. No.: -0281-3241064)

E-mail: [rajkotitld@gmail.com](mailto:rajkotitld@gmail.com)

CIN: L65910GJ1982PLC005301

DATE: 09/09/2021

To  
BSE Ltd.  
Floor 25, P. J. Towers  
Dalal Street,  
Mumbai - 400 001

**SUB.: Notice of the 39th Annual General Meeting and Annual Report of the  
Company for the financial year 2020-21  
Scrip Code: 539495**

Dear Sir,

We would like to inform you that the 39<sup>th</sup> Annual General Meeting ("AGM") of the Company will be held on Thursday, 30<sup>th</sup> September, 2021 at 2:30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company along with the Notice of Annual General Meeting ("AGM") for the financial year 2020-21 which is being sent through electronic mode to the Members..

Kindly take the above information on your record.

Thanking You,

Yours faithfully,  
For, RAJKOT INVESTMENT TRUST LIMITED

  
MANISH SHARMA  
DIRECTOR  
(DIN: 02921783)



(Corp. Office: M-64, 1<sup>st</sup> Floor, Trade Center, 18, South Tukoganj, Indore-452001  
Tel.No:0731-4288824 E-Mail ID: [rajkotitld@gmail.com](mailto:rajkotitld@gmail.com) Website: [www.ritl.co.in](http://www.ritl.co.in))

**39<sup>th</sup>**  
**Annual Report**  

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**Rajkot Investment Trust Limited**

(CIN: L65910GJ1982PLC005301)

# RAJKOT INVESTMENT TRUST LIMITED

## 39th ANNUAL REPORT 2020-21

### KEY MANAGERIAL PERSONNEL & BOARD OF DIRECTORS

Shri Rupesh Jain	Chairman cum Managing Director (DIN: 06836912) (Up to 10.11.2020)
Shri Manish Sharma	Independent Director (DIN: 02921783)
Shri Saket Sharma	Independent Director (DIN:08549666)
Smt. Mayanka Verma	Director (DIN: 06962743)
Shri Girish Rehani	Director (DIN: 03320902)
Shri Nishant Nyati	Managing Director (DIN: 00168282) (w.e.f. 10.11.2020 & up to 09.03.2021)
Shri Shrikrishna Baburam Pandey	Additional Director (DIN:07035767) (w.e.f. 09.03.2021)
Shri Abhishek Verma	Chief Financial Officer (CFO)

### AUDITORS

**M/s. Kaushal & Agrawal**  
Chartered Accountants  
Indore

### BANKERS

Kotak Mahindra Bank

### REGISTERED OFFICE

229 Star Chambers, Harihar Chowk,  
Rajkot, Gujarat-360001.  
Website: [www.ritl.co.in](http://www.ritl.co.in)  
E-mail Id:[rajkotitld@gmail.com](mailto:rajkotitld@gmail.com)

### REGISTRAR AND SHARE TRANSFER AGENT

**Skyline Financial Services Pvt Ltd**  
D-153A, 1st Floor, Okhla Industrial Area,  
Phase - I, New Delhi - 110 020.  
Phone: 011-41044923  
Website: [www.skylinerta.com](http://www.skylinerta.com)  
E-Mail: [info@skylinerta.com](mailto:info@skylinerta.com)

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**NOTICE****(CIN: L65910GJ1982PLC00530)**

**NOTICE** is hereby given that the **39th Annual General Meeting** of the Members of **Rajkot Investment Trust Limited** will be held on **Thursday, 30th September, 2021 at 02.30 P.M.** through Video Conferencing/ Other Audio Visual Means (OAVM) to transact the following businesses:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2021, Statement of Profits & Loss together with Cash Flow Statement and Notes forming part thereto ("Financial Statements") for the year ended on 31st March, 2021 and Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of **Ms. MAYANKA VERMA (DIN: 06962743)** who retires by rotation and being eligible, offers herself for re-appointment.

**SPECIAL BUSINESS:**

3. **Appointment of Mr. Shrikrishna Baburam Pandey (DIN: 07035767) as a Director of the Company.**

**To consider and if thought fit, to pass with or without modification(s), the following resolutions as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Shrikrishna Baburam Pandey (DIN-07035767), who was appointed as an Additional Director on March 09, 2021 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof), be and is hereby authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

**Registered Office:**

229 Star Chambers,  
Harihar Chowk,  
Rajkot, Gujarat-360001.

**Date :** 13/08/2021**Place :** Indore

**By order of Board of Directors  
For, Rajkot Investment Trust Limited**

Sd/-  
**Mayanka Verma**  
Director  
(DIN: 06962743)

Sd/-  
**Manish Sharma**  
Director  
(DIN: 02921783)

**NOTES**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the Government of India; Ministry of Corporate Affairs allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In terms of the said circulars, the 39th Annual General Meeting (AGM) of the members will be held through VC/OAVM. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is mentioned below and available at the Company's website [www.ritl.co.in](http://www.ritl.co.in).
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
6. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020, the Notice of AGM along with Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Member may note that Notice and Annual Report 2020-21 has been uploaded on the website of the Company at [www.ritl.co.in](http://www.ritl.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com)
7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January, 13, 2021.
9. The helpline number regarding any query / assistance for participation in the AGM through VC/OAVM is 1800225533.
10. Information regarding appointment/re-appointment of Director(s) and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto.

11. The Register of members and share transfer books of the Company will remain closed from Friday, 24th September, 2021 to Thursday, 30th September, 2021 (both days inclusive) for the purpose of Annual General Meeting.
12. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
13. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares are held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
14. In terms of Section 72 of the Act, nomination facility is available to individual Members holding shares in the physical mode. The Members, who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.
15. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode.
16. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
17. **Process for those shareholders whose email ids are not registered:**
  1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **rajkotitld@gmail.com**
  2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to **rajkotitld@gmail.com**.
18. **The Instructions of Shareholders for Remote E-Voting And E-Voting During AGM/EGM and Joining Meeting Through VC/OAVM are as under:**
  - i. The voting period begins on 27th September, 2021 at 09.00 a.m. and ends on 29th September, 2021 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Thursday, 23rd September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
  - iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders / retail shareholders is at a negligible level.  
  
Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.  
  
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
  - iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi/ Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi/Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/NSDL/ KARVY/LINK INTIME as per information provided by Issuer/ Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> Select "Register Online for IDeAS" "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page</li> </ol>

	of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	1) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- v. Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders
- 1) The shareholders should log on to the e-voting website **www.evotingindia.com**.
  - 2) Click on Shareholders
  - 3) Now Enter your User ID
    - a) For CDSL: 16 digits beneficiary ID,
    - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c) Members holding shares in Physical form should enter Folio Number registered with the Company
  - 4) Next enter the Image Verification as displayed and Click on Login
  - 5) If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier voting of any company, then your existing password is to be used



- 6) If you are a first time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
<b>PAN</b>	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN of the Company.
- x. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/ NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi. Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting through your mobile.
- xvii. Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - After receiving the login details, user would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company, if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) or call 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai -400013 or send an email to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) or call 022-23058542/43.

**19. THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ON THE DAY OF THE AGM ON E-VOTING SYSTEM ARE AS UNDER: -**

- a) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- b) Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM.
- c) If any Votes are casted by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes casted by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.
- d) Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

**20. INSTRUCTION FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER: -**

- 1) The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for Remote e-voting.
- 2) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- 3) Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- 4) Members are encouraged to join the Meeting through Laptops for better experience.
- 5) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 6) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 7) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request in advance at least 7 days before AGM mentioning their name, demat account number/folio number, email id, mobile number at [rajkotitld@gmail.com](mailto:rajkotitld@gmail.com)
- 8) Shareholders who would like to express their views/have questions may send their questions in advance in advance at least 7 days before AGM mentioning their name demat account number/folio number, email id, mobile number at [rajkotitld@gmail.com](mailto:rajkotitld@gmail.com). The same will be replied by the company suitably.

- 9) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**21. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS:**

- 1) The Members whose names appear in the Register of Members / List of Beneficial Owners as on 23rd September, 2021 (cut – off date) are entitled to avail the facility of remote e-voting as well as voting at the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- 2) A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. 23rd September, 2021 shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or through the Poll Paper at the AGM by following the procedure mentioned in this part.
- 3) The remote e-voting will commence on 27th September, 2021 at 09.00 a.m. and ends on 29th September, 2021 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September, 2021, may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter. The e-voting module shall be disabled by CDSL for voting thereafter.
- 4) Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Friday, 23rd September, 2021.

The Company has appointed CS Vishwas Sharma, Practicing Company Secretary (Membership No. ACS: 33017; COP No: 16942), to act as the Scrutinizer for conducting the remote e-voting process in a fair and transparent manner.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**Registered Office:**

229 Star Chambers,  
Harihar Chowk,  
Rajkot, Gujarat-360001.

**Date :** 13/08/2021

**Place :** Indore

**By order of Board of Directors  
For, Rajkot Investment Trust Limited**

Sd/-  
**Mayanka Verma**  
Director  
(DIN: 06962743)

Sd/-  
**Manish Sharma**  
Director  
(DIN: 02921783)

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013****ITEM 3**

Board of directors of the Company has appointed Mr. Shri krishna Baburam Pandey (DIN: 07035767) as an Additional Director of the Company w.e.f. 09/03/2021 who shall hold office of the Director till the conclusion of next Annual General Meeting.

Pursuant to the provisions of Section 161 of the Act and Articles of Association of the Company, Mr. Shri krishna Baburam Pandey (DIN: 07035767) will hold office up to the date of the ensuing Annual General Meeting ("AGM") and is eligible to be appointed a Director of the Company. The Company has, in terms of Section 160 of the Act, received, in writing, a notice from a Member, along with the requisite deposit, proposing the candidature of Mr. Shri krishna Baburam Pandey for the office of Director. Mr. Shri krishna Baburam Pandey, once appointed, will be liable to retire by rotation.

The Company has received from Mr. Shri krishna Baburam Pandey (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 and (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Shri krishna Baburam Pandey (DIN: 07035767) as Director of the Company.

Brief profile of Mr. Shri krishna Baburam Pandey (DIN: 07035767) is attached for reference of the member.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Shri krishna Baburam Pandey (DIN: 07035767) is concerned or interested, financial or otherwise, in the resolution.

The Board recommends the resolution set forth in Item no.3 for the approval of the members.

**Registered Office:**

229 Star Chambers,  
Harihar Chowk,  
Rajkot, Gujarat-360001.

**Date :** 13/08/2021

**Place :** Indore

**By order of Board of Directors  
For, Rajkot Investment Trust Limited**

Sd/-  
**Mayanka Verma**  
Director  
(DIN: 06962743)

Sd/-  
**Manish Sharma**  
Director  
(DIN: 02921783)

**DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015**

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

<b>NAME OF DIRECTORS</b>	<b>Mayanka Verma</b>	<b>Shrikrishna Baburam Pandey</b>
DIN	06962743	07035767
Date of Birth	04/05/1985	10/01/1970
Date of Appointment	30/09/2014	09/03/2021
Qualification and experience in specific functional area	MBA	Financial Consultant and Business
Management		
Directorship held in other companies*	NIL	04
Membership / Chairmanships of Committee in other Public Companies	NIL	7
Number of shares held in the company	NIL	NIL
Relationship with any Director(s) of the Company	N.A.	N.A.

\*Pvt. Companies excluded

**Registered Office:**

229 Star Chambers,  
Harihar Chowk,  
Rajkot, Gujarat-360001.

**Date :** 13/08/2021

**Place :** Indore

**By order of Board of Directors  
For, Rajkot Investment Trust Limited**

Sd/-  
**Mayanka Verma**  
Director  
(DIN: 06962743)

Sd/-  
**Manish Sharma**  
Director  
(DIN: 02921783)

**DIRECTORS' REPORT**

To,  
THE MEMBERS of,  
**Rajkot Investment Trust Limited**

Your Directors have the pleasure of presenting their 39th Annual Report on the business and operations of the Company and the accounts for the financial year ended March 31, 2021.

**I. FINANCIAL PERFORMANCE: -**

During the period under review your Company has made a loss of Rs. 5.73 Lacs your directors are confident and optimistic of achieving upward growth and achieving much better results in the coming years.

**THE DETAILS OF THE FINANCIAL RESULTS ARE AS UNDER:** (Amount In Lacs.)

<b>Financial Particular</b>	<b>Year ending on 31st March, 2021</b>	<b>Year ending on 31st March, 2020</b>
Total Income (Net)	45.64	37.77
Total Expenditure	49.21	38.73
<b>Gross Profit/(Loss)</b>	<b>(3.57)</b>	<b>(0.96)</b>
<b>Less:</b>		
Depreciation	0	0.03
Extra Ordinary Items	0	0
Tax Expense	2.75	4.74
<b>Profit/(Loss) After Tax for the year</b>	<b>(6.32)</b>	<b>(5.73)</b>

**II. DIVIDEND:**

The company has incurred loss of Rs 6.32 lacs and thus your directors have not recommended any dividend for the year 2020-21.

**III. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

In terms of Section 124 and any other applicable provisions of Companies Act, 2013, Rs 6,750/- being Unclaimed and Unpaid Dividend relating to the financial year 2009-10 is due for remittance to the Investor Education and Protection Fund established by Central Government and the same is yet to be transferred to the said fund due to inadvertent error, Company is already under process to comply with the provision.

**IV. TRANSFER TO RESERVES:**

During the year under review, the Company has not transferred any amount to reserves.

**V. PUBLIC DEPOSITS:**

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the period under review. Hence, the requirement for furnishing the details of deposits which are not in compliance with Chapter V of the Act is not applicable.

**VI. COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARD - 1 AND SECRETARIAL STANDARD – 2:**

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

**VII. CHANGE IN THE NATURE OF THE BUSINESS:**

During the year, there is no change in the nature of the business of the Company.

**VIII. CHANGE IN REGISTERED OFFICE OF THE COMPANY:**

During the year, in the Board Meeting held on 12th February, 2021 the registered office of the Company has been changed to 229 Star Chambers Harihar Chowk, Rajkot, Gujarat-360001 IN.

**IX. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE ENDS OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:**

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

**X. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:**

The Company does not have any Subsidiary, Joint venture or Associate Company.

**XI. DISCLOSURE OF INTERNAL FINANCIAL CONTROLS:**

The Company has in place adequate internal financial Controls with reference to Financial Statements. The Board has inter alia reviewed the adequacy and effectiveness of the Company's internal financial controls relating to its financial statements.

During the year, such Controls were tested and no reportable material weakness was observed.

**XII. DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:**

No orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

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

Pursuant to section 186(11) of the Companies Act, 2013 ("the Act"), the provisions relating to disclosure in the Financial Statements of the full particulars of the loans made and guarantees given or securities provided is not applicable to the company.

**XIV. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

During the year no contracts or arrangements were made with related parties falling under the purview of Section 188 of the Companies Act, 2013.

There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

**XV. PARTICULARS OF EMPLOYEES:**

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in the Report as **Annexure-A**.

**XVI. PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:**

**A. CONSUMPTION OF ENERGY & TECHNOLOGY ABSORPTION:**

As the Company is not engaged in any production activity, no steps towards conservation energy or technology absorption are taken by the Company and hence no particulars as required under Section 134 (3) (m) of the Companies Act, 2013, in respect of Conservation of Energy, Technology Absorption are furnished by the Board

**B. FOREIGN EXCHANGE EARNING & OUTGO:**

Foreign Exchange Earning : NIL

Foreign Exchange Outgo : NIL

**XVII. KEY MANAGERIAL PERSONNEL:**

During the year under review, Ms. Srashti Jain appointed as a Company Secretary and Compliance Officer of the company w.e.f 19th January, 2021.

During the year under review, Ms. Srashti Jain was resigned from the post of Company Secretary and Compliance Officer of the Company w.e.f. 10th March, 2021

**XVIII. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:****i. COMPOSITION OF BOARD:**

Name of Directors	Designation	Category	No. of Board Meeting held	No. of Board Meeting attended
Mr. Rupesh jain*	Chairman & Managing Director	Non-Promoter Executive	7	4
Mr. Manish Sharma	Director	Independent	7	7
Ms. Mayanka Verma	Director	Non-Independent Non-Executive	7	7
Mr. Girish Rehnani	Director	Professional Non-Executive	7	7
Mr. Saket Sharma	Director	Independent	7	7
Mr. Nishant Nyati**	Managing Director	Professional Executive	7	4
Mr. Shri krishna Baburam Pandey#	Additional Director	Promoter Executive	7	1

\*Mr. Rupesh Jain has resigned from the Company w.e.f 10/11/2020.

\*\*Mr. Nishant Nyati has been appointed as Managing Director w.e.f. 10/11/2020 and has been resigned from the Company w.e.f. 09/03/2021.

#Mr. Shri krishna Baburam Pandey has been appointed as an Additional Director w.e.f 09/03/2021.

**ii. APPOINTMENT AND RESIGNATION:**

During the year under review,

- o Mr. Rupesh Jain (DIN:06836912) has resigned from the Company as a Chairman & Managing Director of the Company w.e.f. 10/11/2020.
- o Mr. Nishant Nyati (DIN:00168282) has been appointed as a Managing Director of the Company w.e.f. 10/11/2020.
- o Mr. Nishant Nyati (DIN:00168282) has resigned from the Company as a Managing Director w.e.f 09/03/2021.
- o Mr. Shri krishna Baburam Pandey has been appointed as an Additional Director of the Company w.e.f 09/03/2021.

**iii. RETIREMENT BY ROTATION**

In accordance with the provisions of section 152[6] of the Act and in terms of Articles of Association of the Company, Mr. Mayanka Verma (DIN: 06962743) being liable to retire by rotation, shall retire at the ensuing Annual General Meeting and being eligible, offer himself for reappointment. The Board recommends his reappointment.

**iv. STATEMENT ON FORMAL ANNUAL EVALUATION OF BOARD**

Nomination and Remuneration Committee annually evaluates the performance of individual Directors, Committees, and of the Board as a whole in accordance with the formal system adopted by it. Further, the Board also regularly in their meetings held for various purposes evaluates the performance of all the Directors, committees and the Board as a whole. The Board considers the recommendation made by Nomination and Remuneration Committee in regard to the evaluation of board members and also tries to discharge its duties more effectively. Each Board member's contribution, their participation was evaluated and the domain knowledge they bring. They also evaluated the manner in which the information flows between the Board and the Management and the manner in which the board papers and other documents are prepared and furnished.



**v. DECLARATION OF INDEPENDENCE:**

Mr. Manish Sharma (DIN: 02921783) and Mr. Saket Sharma (DIN:08549666) are the existing Independent Directors the Company and the Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the provisions of the Companies Act, 2013 read with the Schedules and Rules issued thereunder as well as Regulation 16(1)(b) of Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force).

**vi. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW:**

Regular meetings of the Board are held to discuss and decide on various business policies, strategies, financial matters and other businesses.

During the year under review, the Board duly met Seven (7) times on 30/06/2020, 31/07/2020, 19/08/2020, 10/11/2020, 19/01/2021, 12/02/2021 and 09/03/2021 in respect of said meetings proper notices were given and proceedings were properly recorded and signed in the Minute Book maintained for the purpose.

**Vii. MEETINGS OF INDEPENDENT DIRECTORS:**

The Independent Directors met once during the year under review, on 09th March, 2021. The Meetings were conducted in an informal manner without the presence of the Whole-time Directors, the Non-Executive Non-Independent Directors, or any other Management Personnel.

**XIX. DIRECTOR'S RESPONSIBILITY STATEMENT:**

In accordance with the provisions of Section 134 (5) of the Companies Act, 2013, the Board hereby submits its responsibility Statement:—

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. 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 or loss of the Company for the year under review.
- iii. 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.
- iv. The directors had prepared the annual accounts on a going concern basis.
- v. The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi. The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

**XX. DISCLOSURE OF VARIOUS COMMITTEES OF BOARD OF DIRECTORS:****[A] AUDIT COMMITTEE:**

Pursuant to the provisions of section 177(8) of the Companies Act, 2013, the Board hereby discloses the composition of the Audit Committee and other relevant matters as under:

Name of Directors	Category of Directorship	Designation	Number of Meeting held	Number of Meeting attended
Mr. Manish Sharma	Independent Non Executive	Chairman	4	4
Mr. Rupesh Jain*	Executive Director	Member	4	3
Mr. Saket Sharma	Independent Non Executive	Member	4	4
Mr. Nishant Nyati**	Professional Executive	Member	4	1
Ms. Mayanka Verma#	Director	Member	4	-

\* Mr. Rupesh Jain has resigned from the post of Chairman & Managing Director of the Company w.e.f. 10/11/2020.

\*\*Mr. Nishant Nyati has been appointed as a Managing Director of the Company w.e.f 10/11/2020 and resigned as a Managing Director w.e.f. 09/03/2021.

#Ms. Mayanka Verma is appointed as a member of the Committee w.e.f. 09/03/2021.

The broad terms of reference of the Audit Committee are as under:

- Reviewing 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
- Recommending the appointment, remuneration and terms of appointment of external Auditor.
- Review and monitor the auditor's independence and performance and effectiveness of audit process.
- Approval or any subsequent modification of transactions of the company with related parties.
- Scrutiny of inter-corporate loans and investments
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- Monitoring the end use of funds raised through public offers and related matters.
- Reviewing with management the Annual financial statements and half yearly and Quarterly financial results before submission to the Board.
- Reviewing periodically the adequacy of the internal control system.
- Discussions with Internal Auditor on any significant findings and follow up there on.

The Audit Committee acts in accordance with the terms of reference specified by the Board of Directors of the Company. Further during the period under review, the Board of Directors of the Company had accepted all the recommendations of the Committee.

Four meetings of the Audit Committee were held during the year viz. on 31/07/2020, 19/08/2020, 10/11/2020 and 12/02/2021.

**[B] NOMINATION AND REMUNERATION COMMITTEE:**

Name of Directors	Category of Directorship	Designation	Number of Meeting held	Number of Meeting attended
Mr. Manish Sharma	Independent Non Executive	Chairman	3	3
Ms. Mayanka Verma	Non-Independent Non Executive	Member	3	3
Mr. Saket Sharma	Independent Non Executive	Member	3	3

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees.

The broad terms of reference of the Nomination and Remuneration Committee are as under:

- Formulation of the criteria for determining the qualifications, positive attributes and independence of Director;
- Devising a policy on Board diversity;
- Formulation of Remuneration policy;

- Review the structure, size and composition of the Board;
- Identifying and selection of candidates for appointment as Directors;
- Identifying potential individuals for appointment as Key Managerial Personnel and Senior Management;
- Formulation of criteria for evaluation of Independent Directors and the Board.

During the financial year ended on 31st March 2021, the Nomination and Remuneration Committee met three times on 10/11/2020, 19/01/2021 and 09/03/2021.

**[C] STAKEHOLDERS RELATIONSHIP COMMITTEE:**

Name Of Director	Category of Directorship	Designation
Mr. Manish Sharma	Independent Non Executive	Member
Mr. Saket Sharma	Independent Non Executive	Chairman
Mr. Nishant Nyati*	Professional Executive	Member
Mr. Shri krishna Baburam Pandey**	Promoter Executive	Member

\*Inducted as a Member of the Committee w.e.f 10/11/2020 and ceased to be member of the Committee w.e.f. 09/03/2021.

\*\*Inducted as a Member of the Committee w.e.f. 09/03/2021.

During the financial year ended on 31st March 2021, the Stakeholders Relationship Committee met one time on 09/03/2021.

**Details of Investor's grievances/ Complaints:**

All investor complaints received during the year were resolved. The pending complaints of the Shareholders/Investors registered with SEBI at the end of the current financial year ended on 31st March, 2021 are NIL.

There were no pending requests for share transfer/dematerialization of shares as of 31st March, 2020.

**Compliance Officer:**

The Compliance officer of the Company is Ms. Mayanka Verma, Director of the Company.

**XXI. VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company has established vigil mechanism/Whistle Blower Policy for Directors and employees of the Company to report genuine concerns regarding unethical behavior, actual or suspected fraud or violation of the Company's code of conduct and ethics Policy. The said mechanism also provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

The Board of Directors of the Company frequently reviews the vigil mechanism/whistle blower policy in order to ensure adequate safeguards to employees and Directors against victimization.

The said policy is also available on the website of the Company at [www.ritl.co.in](http://www.ritl.co.in)

**XXII. AUDITORS :**

**A. Statutory Auditors**

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the rules made thereunder, the current auditors of the Company, M/s Kaushal & Agrawal, Chartered Accountants (Firm Registration No. 008846C) were appointed for a term of five consecutive years by the shareholders at the 37th Annual General Meeting and they hold office until the conclusion of the 42nd Annual General Meeting.

Management's response on the statutory auditor's Qualifications/Comments on the Company's financial statements.

**Qualification:**

1. According to the information and explanations given to us, the Company has received amount of Rs. 12,50,00,000/-, for which the management is not able to identify and provide the source of funds received and nature of funds received. This amount of Rs. 12,50,00,000/- is shown as Suspense Account under Note No. 20 under Other Financial Liabilities of Balance Sheet as on 31st March 2021.
2. According to the information and explanations given to us, the Company has paid amount of Rs. 2,10,000/-, for which the management is not able to identify and provide the details of payments made and nature of amount paid. This amount of Rs. 2,10,000/- is shown as Suspense Account under Note No. 09 under Other Financial Assets of Balance Sheet as on 31st March 2021.

**Response:**

The Company has entered into an Agreement with SKY Line Innovation Technology India Private Limited to get technical support, software support, customer support to expand the business of the Company. As per this agreement Skyline has to pay a security amount of Rs.5 Crore In lieu of that Company has to share the banking credential to SKY for loan disbursement.

Hence Banking details were shared with SKY and SKY has transferred Rs.2,10,000/- (1,80,000/- on 31/12/2020 & 30,000/- on 01/01/2021), however skyline did not provide the details of uses of this fund.

Pursuant to the said service agreement SKYLINE arranged to make payment of Rs.12.50 Crore to the Account of Company as security amount, from other parties, who were not the parties to the said service agreement.

Later on Company came to know from various news reports that SKYLINE and its promoters are involved in loan scam as reported by various media.

Considering these fraudulent activities of SKYLINE, Company issued the notice to SKYLINE for termination of agreement.

Company wanted to know the source of Rs. 12.50 Crore deposited in account by unknown party and SKYLINE claimed this amount as security amount of services agreement. Hence, this amount is kept in the suspense account.

Further, due to fraudulent activities of SKYLINE, reputation and business image of the Company is damaged, hence company is in the process of initiating the legal action for recovery of damage caused by the activities of SKYLINE.

However, in accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

**B. Cost Auditors**

The Company has not appointed the Cost Auditor as pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit is not applicable to the Company

**C. Secretarial Auditors**

Provisions of Section 204 read with Section 134(3) of the Companies Act, 2013, mandates to obtain Secretarial Audit Report from Practicing Company Secretary. Secretarial Audit Report issued by M/s.Vishwas Sharma & Associates, Practicing Company Secretary, and Company Secretaries in Form-MR-3, attached and marked as Annexure "C", for the period under review forms part of this report.

The said report contains certain observation or qualifications which are as under

Qualification	Explanation
<p>a. Non-Compliance of Section 203(4) of the Companies Act, 2013 which stipulates that the company has to appoint Whole-time Key Managerial Personnel within a period of six months from the date of resignation of Key Managerial Personnel. The Company appointed Ms. Srashti Jain as whole-time Company secretary and Compliance officer of the Company which is 19th January, 2021 i.e. delay of more than 6 months from resignation of previous Company secretary.</p>	<p>The Board of Directors of your Company would like to explain on the said observation relating to appointment of Company Secretary that the Board of your company was unable to find suitable candidate for such post. However, your Company has appointed Ms. Srashti Jain as a Company Secretary &amp; Compliance Officer w.e.f. 19/01/2021.</p>
<p>b. The Company failed to appoint a whole time Company Secretary as Compliance Officer, in terms of Regulations 6 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p>	<p>The Company has appointed Ms. Shrashti Jain, Company Secretary of the Company as a Compliance Officer w.e.f. 19/01/2021.</p>
<p>c. As per regulation 46(1) and 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall maintain a functional website containing the basic information about listed entity; however the website of the Company is not updated.</p>	<p>The Board of Directors of the Company are in the process to update its website so as to give the full information relating to the Company and expects to complete the same very soon.</p>
<p>d. The Company has received amount of Rs. 12,50,00,000/-, for which the management is not able to identify and provide the source of funds received and nature of funds received. This amount of Rs. 12,50,00,000/- is shown as Suspense Account under Note No. 20 under Other Financial Liabilities of Balance Sheet as on 31st March 2021.</p>	<p>Pursuant to the said service agreement SKYLINE arranged to make payment of Rs.12.50 Crore to the Account of Company as security amount, from other parties, who were not the parties to the said service agreement.</p> <p>Later on Company came to know from various news reports that SKYLINE and its promoters are involved in loan scam as reported by various media.</p> <p>Considering these fraudulent activities of SKYLINE, Company issued the notice to SKYLINE for termination of agreement.</p> <p>Company wanted to know the source of Rs. 12.50 Crore deposited in account by unknown party and SKYLINE claimed this amount as security amount of services agreement. Hence, this amount is kept in the suspense account.</p> <p>Further, due to fraudulent activities of SKYLINE, reputation and business image of the Company is damaged, hence company is in the process of initiating the legal action for recovery of damage caused by the activities of SKYLINE.</p>
<p>e. The Company has not transferred unpaid &amp; unclaimed dividend and Shares to Investor Education and Protection fund which is required to be transferred under section 124 (5) &amp; 124 (6) of the Companies Act, 2013.</p>	<p>The Board has noted the fact of non-compliance of Section 124 during the Financial Year 2018-19. Your Company like to clarify that due to inadvertent error, the Company failed to comply with applicable provisions of the said section and to rectify the error the Company has initiated the process to transfer the unclaimed dividend and shares to IEPF (Investor Education and Protection Fund).</p>

**XXIII. CORPORATE GOVERNANCE:**

As per the provisions of SEBI (Listing Obligations and Disclosures requirement) Regulation, 2015, the annual report of the listed entity shall contain Corporate Governance Report and it is also further provided that if the Company is not having the paid up share capital exceeding Rs. 10 crores and Net worth exceeding Rs. 25 crores, the said provisions are not applicable. As our Company does not have the paid up share capital exceeding Rs. 10 crores and Net worth exceeding Rs. 25 crores, the Corporate Governance Report is not applicable and therefore not provided by the Board.

**XXIV. MANAGEMENT DISCUSSION AND ANALYSIS:**

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2)(e) of the Listing Regulations is given as an "Annexure-D" to this report.

**XXV. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:**

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

**XXVI. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

**XXVII. ANNUAL RETURN:**

Pursuant to Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, the Annual Return as on 31st March, 2021 is available on the Company's website at [www.ritl.co.in](http://www.ritl.co.in)

**XXVIII. THE DETAILS APPLICATION MADE OR ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:**

During the financial year ended on March 31, 2021, there is no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) against the Company.

**XXIX. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASON THEREOF:**

Not applicable during the year under review.

**XXX. ACKNOWLEDGMENTS:**

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

**Registered Office:**

229 Star Chambers,  
Harihar Chowk,  
Rajkot, Gujarat-360001.

**Date :** 13/08/2021

**Place :** Indore

**By order of Board of Directors  
For, Rajkot Investment Trust Limited**

Sd/-  
**Mayanka Verma**  
Director  
(DIN: 06962743)

Sd/-  
**Manish Sharma**  
Director  
(DIN: 02921783)

## “ANNEXURE – A”

The ratio of the remuneration of each director to the median employee’s remuneration and other details in terms of Sub Section 12 of Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S.N.	Requirements	Disclosure
I.	The ratio of remuneration to each director to the median remuneration of the employees for the financial year	NIL
II.	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year	NIL
III.	The percentage increase in the median remuneration of employees in the financial year	NIL
IV.	The number of permanent employees on the rolls of the Company as on 31st March, 2021	7
V.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	-
VI.	Affirmation that the remuneration is as per the remuneration policy of the Company	Yes, it is confirmed

**Registered Office:**  
229 Star Chambers,  
Harihar Chowk,  
Rajkot, Gujarat-360001.

**Date :** 13/08/2021

**Place :** Indore

**By order of Board of Directors  
For, Rajkot Investment Trust Limited**

Sd/-  
**Mayanka Verma**  
Director  
(DIN: 06962743)

Sd/-  
**Manish Sharma**  
Director  
(DIN: 02921783)

**“Annexure-B”****NOMINATION AND REMUNERATION POLICY****INTRODUCTION:**

In pursuance to the Company’s policy to consider human resources as its invaluable assets, to pay equitable remuneration to all Directors, key managerial personnel and employees of the Company, to harmonise the aspirations of human resources consistent with the goals of the company and in terms of the provisions of the Companies Act, 2013, this policy on Nomination and Remuneration of directors, Key Managerial Personnel (KMP) and Senior Management has been formulated by the Nomination and Remuneration Committee (“NRC”) and approved by the Board of Directors of the Company.

**CONSTITUTION OF COMMITTEE:**

The Board of Directors of Rajkot Investment Trust Limited (“the Company”) constituted the “Nomination and Remuneration Committee” consisting of three (3) Non-Executive Directors of which majority are Independent Directors in accordance with the provisions of Section 178 of the Companies Act, 2013.

**OBJECTIVE:**

The key objectives of the Committee would be:

- a) To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- b) Formulate the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees
- c) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- d) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management
- e) To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company’s operations.
- f) To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage
- g) To develop a succession plan for the Board and to regularly review the plan.

**DEFINITIONS:**

“Act” means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.

“Board” means Board of Directors of the Company.

“Directors” mean Directors of the Company.

“Key Managerial Personnel” means

- a) Chief Executive Officer or the Managing Director or the Manager;
- b) Whole-time director;
- c) Chief Financial Officer;
- d) Company Secretary; and
- e) such other officer as may be prescribed.

“Senior Management” means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

**POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT:****A. Appointment criteria and qualifications**

- I. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.



- II. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- III. The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

**B. Term / Tenure:****● Managing Director/Whole-time Director:**

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding three years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

**● Independent Director:**

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on October 1, 2014 or such other date as may be determined by the Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

**C. Evaluation:**

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

**D. Removal:**

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

**E. Retirement:**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

**Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management Personnel**

The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

While determining the remuneration of Executive Directors and Key Managerial Personnel, the Committee shall consider following factors:

- i) Industry standards, if the data in this regard is available.
- ii) The job description.
- iii) Qualification and experience level of the candidate.

The remuneration payable to the Executive Directors, including the value of the perquisites, shall not exceed the permissible limits as are mentioned within the provisions of the Companies Act, 2013. They shall not be eligible for any sitting fees for attending any meetings.

The Non-Executive Directors shall not be eligible to receive any remuneration/ salary from the Company. However, the Non-Executive Directors shall be paid sitting fees for attending the meeting of the Board or committees thereof and commission, as may be decided by the Board/ Shareholders from time to time, presently the Company is not paying any sitting fee. They shall also be eligible for reimbursement of out of pocket expenses for attending Board/ Committee Meetings.

#### **DUTIES IN RELATION TO NOMINATION MATTERS:**

The duties of the Committee in relation to nomination matters include:

- a) Ensuring that there is an appropriate induction in place for new Directors and members of Senior Management and reviewing its effectiveness;
- b) Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act;
- c) Determining the appropriate size, diversity and composition of the Board;
- d) Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- e) Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- f) Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- g) Recommend any necessary changes to the Board; and

#### **DUTIES IN RELATION TO REMUNERATION MATTERS:**

The duties of the Committee in relation to remuneration matters include:

- To consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.

#### **REVIEW AND AMENDMENTS:**

- i. The NRC or the Board may review the Policy as and when it deems necessary.
- ii. The NRC may issue guidelines, procedures, formats, reporting mechanism and manual in supplement and better implementation to this policy, if it thinks necessary.
- iii. This Policy may be amended or substituted by the NRC or by the Board and as when required and also by the Compliance Officer where there is any statutory change necessitating the change in the policy.

#### **Registered Office:**

229 Star Chambers,  
Harihar Chowk,  
Rajkot, Gujarat-360001.

**Date :** 13/08/2021

**Place :** Indore

**By order of Board of Directors  
For, Rajkot Investment Trust Limited**

Sd/-  
**Mayanka Verma**  
Director  
(DIN: 06962743)

Sd/-  
**Manish Sharma**  
Director  
(DIN: 02921783)

## “Annexure-C”

## SECRETARIAL AUDIT REPORT

## Form No. MR-3

For the financial year ended on 31st March, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
**RAJKOT INVESTMENT TRUST LIMITED,**  
Rajkot, Gujarat

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RAJKOT INVESTMENT TRUST LIMITED (CIN: L65910GJ1982PLC005301)** (hereinafter called “the company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31st March, 2021** (‘Audit Period’) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the Rules made there under
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing. **(not applicable to the company during the audit period)**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(not applicable to the company during the audit period);**
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(not applicable to the company during the audit period);**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(not applicable to the company during the audit period);**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(not applicable to the company during the audit period);**
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(not applicable to the company during the audit period);**

I have relied on the representations made by the Company and its officers for systems and mechanism formed by the Company for compliances the Rules, regulations and guidelines issued by the Reserve Bank of India to the Non-Banking Financial Companies which are specifically applicable to the Company.

I have also examined compliance with the applicable Clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
  - ii. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above and subject to the following observations;
- a. **Non-Compliance of Section 203(4) of the Companies Act, 2013 which stipulates that the company has to appoint Whole-time Key Managerial Personnel within a period of six months from the date of resignation of Key Managerial Personnel. The Company appointed Ms. Srashti Jain as whole-time Company secretary and Compliance officer of the Company which is w.e.f. 19th January, 2021 i.e. delay of more than 6 months from resignation of previous Company secretary.**
  - b. **The Company failed to appoint a whole time Company Secretary as Compliance Officer, in terms of Regulations 6 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**
  - c. **As per regulation 46(1) and 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall maintain a functional website containing the basic information about listed entity; however the website of the Company is not updated.**
  - d. **The Company has received amount of Rs. 12,50,00,000/-, for which the management is not able to identify and provide the source of funds received and nature of funds received. This amount of Rs. 12,50,00,000/- is shown as Suspense Account under Note No. 20 under Other Financial Liabilities of Balance Sheet as on 31st March 2021.**
  - e. **The Company has not transferred unpaid & unclaimed dividend and Shares to Investor Education and Protection fund which is required to be transferred under section 124 (5) & 124 (6) of the Companies Act, 2013,**

**I further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Further, during the year under review the Managing Director of the Company resigned effective from 09th March, 2021 and the Company has not appointed any Managing Director or Chief Executive Officer or manager and in their absence, a whole-time director till signing of this report. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

Board takes decision by majority of directors while the dissenting directors' views are captured and recorded as part of the minutes.

**I further report that:**

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable Laws, Rules, Regulations and guidelines.

However, there were no instances of:

- (i) Public/Rights/Preferential issue of Shares/debentures/sweat equity.
- (ii) Redemption/buy-back of securities.
- (iii) Merger/ amalgamation etc. except the scheme of capital reconstruction as detailed hereinabove.
- (iv) Foreign technical collaborations.

**For, Vishwas Sharma & Associates**  
Company Secretaries

**Vishwas Sharma**  
Proprietor

ACS: 33017

COP No.: 16942

UDIN: A33017C000782249

**Place :** Ahmedabad

**Date :** 13/08/2021

**Note:** This report is to be read with my letter of even date which is annexed as Annexure-1 herewith and forms and integral part of this report.

**Annexure – 1 to Secretarial Audit Report**

To,  
The Members,  
**RAJKOT INVESTMENT TRUST LIMITED,**  
Rajkot, Gujarat

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representations about the compliance of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For, Vishwas Sharma & Associates**  
Company Secretaries

**Vishwas Sharma**  
Proprietor

**ACS: 33017**

**COP No.: 16942**

**UDIN: A33017C000782249**

**Place : Ahmedabad**

**Date : 13/08/2021**

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**“Annexure-D”****Management Discussion and Analysis****RAJKOT INVESTMENT TRUST LIMITED- AN OVERVIEW:**

Rajkot Investment Trust Limited was incorporated as a public limited company under the Companies Act, 1956, on June 29, 1982. Company is also categorized as Non-Banking Financial Company (NBFC)-Loan Company and was registered with the Reserve Bank of India (RBI) on 05/08/1999 with certificate Registration 01.00308.

The Company is managed by qualified professionals having experience in the Finance sector. The Qualifications and Experiences of the people on board are key factors for the growth achieved by the company in recent period. The Management is strictly applying its internal control through optimization of funding costs, identification of potential business areas, cost efficiencies, strict credit monitoring and raising the level of customer service.

**VISION:**

To be the most trusted and preferred Investment and financing company, excelling in customer service delivery through committed and empowered employees.

**MISSION:**

To be a dynamic and responsive organization catalyzing economic development by identifying and financing commercially viable industries, providing valued advisory & consultancy services, promoting entrepreneurship through effective mentoring, skill development and capacity building of the small and medium enterprises.

**BUSINESS PROFILE OF THE COMPANY:**

The Company is a Registered as Non-Banking Finance Company (NBFC) with Reserve Bank of India and presently carrying out the business activities relating to investment and loan Company under the prescribed guidelines of RBI.

**ECONOMIC REVIEW:****The Covid-19 Pandemic And Lockdown:**

We are amidst unprecedented times. The COVID-19 pandemic has spread across the world leading to well above 4.7 million confirmed infections, over 315,000 deaths, enormous human suffering and a full stop on virtually all commercial and economic activities. Even India, apparently relatively fortunate up to now, has had 101,139 confirmed cases and 3,163 deaths as per COVID-19 Situation Report-120 of World Health Organisation (WHO) dated 19 May 2020. With lockdowns spreading across countries accounting for over 50% of the world's gross domestic product (GDP), COVID-19 has caused disruptions on an unimaginable scale. Nobody really knows how long the pandemic will last; whether it will increase in the winter of 2020-21 and if so how, and what will be its final toll on lives and livelihood. With the impact of this pandemic still to play out, the scenario of eerily empty high streets, shut factories and stores, and literally millions being rendered unemployed together point to a single outcome extreme stress for the global economy of the kind not seen since the Great Depression.

In India too, which implemented a lockdown since 25 March 2020, the pandemic has created shocks ripping through society and the world of business. The picture of millions of unemployed daily wage workers and their families trying to trudge back to their villages hundreds of kilometres away; shut factories and stores; empty construction sites; and a nation being deprived of its natural economic vigour are vignettes of this scourge. After a nationwide lockdown involving 1.35 billion people over 55 continuous days, the debate is now on how to gradually open the economy without seriously risking a major spike in infections something that India's frail medical facility can ill cope with.

Containment zones in cities and metropolises continue to remain locked down and local authorities are to intensify focus on containment zones and the so-called 'buffer zones', with some relaxations in non-containment zones. Efforts are being made to carefully open up economic activities including construction, factories, shops and stores across most parts of the country with adequate social distancing, use of masks and other stringent health protocols. Even so, returning to the pre-COVID-19 normal seems a long way away. The exit path from such a massive lockdown will be precarious with uneasy consumers, tricky health protocols and an irregular, downbeat business rhythm that will inhibit efficiency.

**INDIAN ECONOMY:**

A brief summary of FY2021 and the emerging trends in the wake of COVID-19 pandemic are discussed below.

FY2020 began with an expectation that the year would witness a slowdown in growth owing to a significant moderation in economic activity. Recognising the economic headwinds, the Government of India undertook various measures to boost growth — which included a substantial tax relief to the corporate sector to boost investments. Even without the terrible effects of COVID-19, India's GDP growth was rapidly slowing down.

Before the COVID-19 pandemic and lockdown, both the RBI and the Central Statistics Office (CSO) of the Government of India had revised the GDP growth rate downwards. The RBI changed its full year GDP growth estimate from an initial 7.2% to 5% in December 2019, and ascribed the tapering of growth to a tight credit market impacting fresh investments, weak capital expenditure and a slowdown in manufacturing. In a similar vein, the second advance estimates of national income for FY2020 released by the CSO on 28 February 2020 was substantially lower: GDP growth for FY2020 was pegged at 5% a decadal low compared to 6.1% in the financial year 2018-19 (FY2019); and growth in gross value added was estimated at 4.9% in FY2020 versus 6% in FY2019.

GDP growth was 5.7% in January-March 2019; fell to 5.2% in April-June 2019; then yet again to 4.4% in July-September 2019; followed by 4.1% growth in October-December 2019 and 3.1% growth in January-March 2021.

## RATIOS

Sr. No.	Particulars Ratios	For F.Y.	
		2020-21	2019-20
1	<b>Debtors Turnover Ratio</b>	NA	NA
	<b>Formula:</b> Debtors Turnover Ratio = Net Credit Sales / Average Account Receivable		
	<b>Definition:</b> The Debtors Turnover Ratio also called as Receivables Turnover Ratio shows how quickly the credit sales are converted into the cash. This ratio measures the efficiency of a firm in managing and collecting the credit issued to the customers.		
2.	<b>Inventory Turnover Ratio</b>	NA	NA
	<b>Formula:</b> Inventory Turnover = Sales / Inventory		
	<b>Definition:</b> Inventory turnover is a ratio showing how many times a company has sold and replaced inventory during a given period. A company can then divide the days in the period by the inventory turnover formula to calculate the days it takes to sell the inventory on hand.		
3.	<b>Interest Coverage Ratio</b>	1.59	0.14
	<b>Formula:</b> Interest Coverage Ratio = EBIT / Interest Expense	Times	Times
	<b>Definition:</b> The interest coverage ratio measures how many times a company can cover its current interest payment with its available earnings. The ratio is calculated by dividing a company's earnings before interest and taxes (EBIT) by the company's interest expenses for the same period.		
4.	<b>Current Ratio</b>	1.06	0.14
	<b>Formula:</b> Current Ratio = Current assets / Current liability	Times	Times
	<b>Definition:</b> The current ratio is a liquidity ratio that measures whether a firm has enough resources to meet its short-term obligations. It compares a firm's current assets to its current liabilities, and is expressed as follows: The current ratio is an indication of a firm's liquidity.		
5.	<b>Debt Equity Ratio</b>	1.95	0.34
	<b>Formula:</b> Debt Equity Ratio = Debt / Total Equity	Times	Times
	<b>Definition:</b> The debt-to-equity ratio is a financial ratio indicating the relative proportion of shareholders' equity and debt used to finance a company's assets. Closely related to leveraging, the ratio is also known as risk, gearing or leverage.		
6.	<b>Operating Profit Margin Ratio</b>	0.96%	0.87%
	<b>Formula:</b> Operating profit margin = Operating Profit (EBIT) / Net sales		
	<b>Definition:</b> In business, operating margin—also known as operating income margin, operating profit margin, EBIT margin and return on sales—is the ratio of operating income to net sales, usually presented in percent. Net profit measures the profitability of ventures after accounting for all costs.		

## RATIOS (Contd.....)

Sr. No.	Particulars Ratios	For F.Y.	
		2020-21	2019-20
7.	<b>Net Profit Margin Ratio</b>	NA	NA
	<b>Formula:</b> Net Profit Margin= Net Profit/ Net Sales		
	<b>Definition:</b> The net profit percentage is the ratio of after-tax profits to net sales. It reveals the remaining profit after all costs of production, administration, and financing have been deducted from sales, and income taxes recognized.		
8.	<b>Return on Net Worth Ratio</b>	(1.40%)	(1.25%)
	<b>Formula:</b> Net Income/Shareholder's Equity		
	<b>Definition:</b> The return on Net Worth is a measure of the profitability of a business in relation to the equity.		

**FINANCIAL SERVICES INDUSTRY:**

India has a diversified financial sector undergoing rapid expansion with many new entities entering the market along with the existing financial services firms.

The sector comprises commercial banks, insurance companies, NBFCs, Housing Finance Companies, Co-operatives, Pension Funds, Mutual Funds and other smaller financial entities. Another vital element of the nation's financial sector is the rapidly growing insurance industry. The Reserve Bank of India (RBI) recently allowed new entities such as payment banks and small finance banks to commence operations, focusing on specific segments of transactional banking and small-ticket lending, respectively.

The NBFC sector continued to grow its share in the financial services industry. Credit growth of scheduled commercial banks (SCBs) continued to moderate throughout FY2020. On 31 March 2019, growth in advances of SCBs was 13.2%. By 30 September 2019, this had reduced to 8.7% and on 27 March 2020, it was further down to 6.1%. SCBs also continued to face asset quality challenges in FY2020.

**Some recent developments that have happened in this sector are:**

While the importance of NBFCs in credit intermediation continued to grow, repayment default by a systemically important NBFC in September 2018 brought to focus asset-liability mismatches of the sector — where some NBFCs were more impacted than the others. To strengthen the asset-liability profile of the sector, RBI introduced a liquidity coverage ratio (LCR) requirement for all NBFCs with AUM of ₹ 5,000 crore and above. The LCR regulation mandates NBFCs to maintain a minimum level of high-quality liquid assets to cover expected net cash outflows in a stressed scenario. The regulation also stipulates that NBFCs should attain LCR of 100% in a phased manner over a period of four years starting December 2020. It is a welcome regulatory change and will significantly strengthen ALM profile of the NBFC sector.

To ease liquidity pressure on NBFCs, the RBI has taken multiple actions including a Targeted Long-Term Repo Operation (TLTRO) for the sector of ₹ 50,000 crore and a special financing window through SIDBI, NABARD and National Housing Bank (NHB) of another ₹ 50,000 crore to enable financing NBFCs. It remains to be seen whether the RBI will open a direct window to support the NBFC sector.

The COVID-19 pandemic is also expected to result in a deterioration in the asset quality of the financial sector. NBFCs too will face similar pressures. Early indicators of non-delinquent customers opting for moratoriums reflect a considerable level of anxiety from customers. It remains to be seen how this anxiety eases when economic activities resume. A long-drawn lockdown or frequent lockdowns of economic activities may require the RBI to frame forbearance policies for impacted borrowers like a comprehensive one-time restructuring of loans without impacting asset classification. Such a one-time restructuring framework would enable financial sector to continue to lend and also provide customers adequate time to recover from the economic crisis and honour their obligations.

**EMERGING TRENDS IN THE FINANCIAL SERVICES INDUSTRY:**

- Simplifying digitalization – Business is becoming more about the user experience. Automated user interfaces can go a long way in aiding this transformation, and implementing digitalization is key to making it happen. The upcoming year will be about the simplification of processes and digitalization.



- Banking regulations – 2018 will be a turning point in financial regulation. Alongside General Data Protection Regulation (GDPR) and Markets in Financial Instruments Directive (MiFID II), the requirements for central clearing and the second Payments Services Directive (PSD2) will bring out significant changes to the banking environment, with the visionaries emerging as the winners.
- FinTech collaboration - One of the largest technology revolutions in banking in recent years has been the use of advanced data analytics techniques to nail rogue trading activities within banks. In 2018, banks will have to decide whether to service clients in-house or through a third party, to stay competitive.

#### **NBFC INDUSTRY:**

- Non-Banking Financial Companies (NBFC) are an integral part of the Indian Financial system, augmenting competition and diversification in the financial sector and complementing the banking system. The Indian NBFC sector has been providing credit to customers in the underserved and unbanked areas. Their channelling the savings and investments of customers and the subsequent capital formation is necessary for India's economic growth and development. Their ability to innovate products in conformity with the needs of their clients is well established.

#### **SWOT ANALYSIS:**

##### • **Strengths**

- ⇒ Distinguished financial services provider, with local talent catering to local customers.
- ⇒ Vast distribution network especially in rural areas and small towns, diversified product range and robust collection systems.
- ⇒ Simplified and prompt loan request appraisal and disbursements.
- ⇒ Product innovation and superior delivery.
- ⇒ Ability to meet the expectations of a diverse group of investors and excellent credit ratings.
- ⇒ Innovative resource mobilization techniques and prudent fund management practices.

##### **Weakness**

- ⇒ Regulatory restrictions - continuously evolving Government regulations may impact operations.
- ⇒ Uncertain economic and political environment.

##### **Opportunities**

- ⇒ Demographic changes and under penetration.
- ⇒ Large untapped rural and urban markets.
- ⇒ Growth in Commercial Vehicles, Passenger Vehicles and Tractors market.
- ⇒ Use of digital solutions for business/collections.

##### **Threats**

- ⇒ High cost of funds.
- ⇒ Rising NPAs.
- ⇒ Restrictions on deposit taking NBFCs.
- ⇒ Competition from other NBFCs and banks.

#### **HUMAN RESOURCE:**

- Your Company believes that people perform to the best of their capability in organisations to which they feel truly associated. Your Company focuses on widening organisational capabilities and improving organisational effectiveness by having a competent and engaged workforce. Our people are our partners in progress and employee empowerment has been critical in driving our organisation's growth to the next level.

#### **INTERNAL CONTROL:**

- The Company has put in place an adequate internal control system to safeguard all its assets and ensure operational excellence. The system also meticulously records all transaction details and ensures regulatory

compliance. The Company also has a team of internal auditors to conduct internal audit which ensure that all transactions are correctly authorised and reported. The reports are reviewed by the Audit Committee of the Board. Wherever necessary, internal control systems are strengthened, and corrective actions initiated.

**CAUTIONARY STATEMENT:**

- Certain statements in the Management Discussion and Analysis describing the Company's objectives, predictions may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may vary significantly from the forward-looking statements contained in this document due to various risks and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India, volatility in interest rates, new regulations and Government policies that may impact the Company's business as well as its ability to implement the strategy. The Company does not undertake to update these statements.

**Registered Office:**

229 Star Chambers,  
Harihar Chowk,  
Rajkot, Gujarat-360001.

**Date :** 13/08/2021

**Place :** Indore

**By order of Board of Directors  
For, Rajkot Investment Trust Limited**

Sd/-  
**Mayanka Verma**  
Director  
(DIN: 06962743)

Sd/-  
**Manish Sharma**  
Director  
(DIN: 02921783)

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**INDEPENDENT AUDITORS'REPORT**

To the Members of  
**M/s RAJKOT INVESTMENT TRUST LIMITED**

**Report on the Audit of Standalone Financial Statements****Opinion**

We have audited the standalone financial statements of **M/s Rajkot Investment Trust Limited**, which comprise the balance sheet as at March 31, 2021, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information

In our opinion and to the best of our information and according to the explanations given to us, **except for the incomplete disclosure of the information referred to in the Basis for Qualified Opinion paragraph**, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (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, 2021, and profit/loss, changes in equity and its cash flows for the year ended on that date.

**Qualified Opinion**

**According to the information and explanations given to us, the Company has received amount of Rs. 12,50,00,000/-, for which the management is not able to identify and provide the source of funds received and nature of funds received. This amount of Rs. 12,50,00,000/- is shown as Suspense Account under Note No. 20 under Other Financial Liabilities of Balance Sheet as on 31st March 2021.**

**According to the information and explanations given to us, the Company has paid amount of Rs. 2,10,000/, for which the management is not able to identify and provide the details of payments made and nature of amount paid. This amount of Rs. 2,10,000/- is shown as Suspense Account under Note No. 09 under Other Financial Assets of Balance Sheet as on 31st March 2021.**

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

**Other Information**

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibility for the Standalone 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 standalone financial statements that give a true and fair view of the

financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards (Ind AS) specified under section 133 of the Act. 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Boards of Directors are also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### **Report on Other Legal and Regulatory Requirements**

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 Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit, Subject to :

**According to the information and explanations given to us, the Company has received amount of Rs. 12, 50,00,000/-, for which the management is not able to identify and provide the source of funds received and nature of funds received. This amount of Rs. 12,50,00,000/- is shown as Suspense Account under Note No. 20 under Other Financial Liabilities of Balance Sheet as on 31st March 2021.**

**According to the information and explanations given to us, the Company has paid amount of Rs. 2,10,000/-, for which the management is not able to identify and provide the details of payments made and nature of amount paid. This amount of Rs. 2,10,000/- is shown as Suspense Account under Note No. 09 under Other Financial Assets of Balance Sheet as on 31st March 2021.**

- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has filed legal cases against the borrowers to whom secured loans have been given and are not repaying the loans. Details are disclosed in its financial statements – [Refer Note 47 to the financial statements]
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. Following are the instances of delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company :

<b>PARTICULARS</b>	<b>AMOUNT</b>
Unclaimed Dividend	Rs 6,750.00

- iv. The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from November 8, 2016 to December 30, 2016 have not been made in these financial statements since they do not pertain to the financial year ended March 31, 2021.

**For KAUSHAL & AGRAWAL**  
Chartered Accountants  
(Firm Registration No. : 008846C)

**SUNIL KAUSHAL**  
Partner  
(Membership No. : 076933)  
UDIN No.: 21076933AAAALD5Y92

Indore, June 29, 2021

**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT**

(Referred to in paragraph 1 under ‘Report on Other Legal & Regulatory Requirements’ section of our report of even date to the Members of M/s Rajkot Investment Trust Limited)

1. In Respect of its Fixed Assets :
  - a) The Company is in the process of maintaining 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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, The title deeds of immovable properties are held in the name of the Company.
2. In Respect of Inventory :
  - a) The Company is in the business of providing Non-Banking Financial Services and consequently does not hold any Inventory, except inventory of shares. The management has conducted the physical verification of inventory at reasonable intervals.
  - b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
3. According to information and explanations given to us, 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. 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, wherever applicable.
5. The Company is a non-banking finance company. According to the information and explanations given to us, 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 Companies Act 2013.
6. According to the information and explanations given 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. In respect of statutory dues:
  - 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.
  - b) 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, 2021 for a period of more than six months from the date on when they become payable.
  - c) 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, except as following:

**Details of dues of Income Tax which have not been deposited as at year end on account of dispute are given below:**

Nature of Statute	Nature of Dues	Forum Where Dispute is Pending	Period to which amount relates	Amount
The Income Tax Act, 1961	Income Tax Demand U/s 143(1)	Jurisdiction AO	AY 2004-05	Rs 14,875.00
The Income Tax Act, 1961	Income Tax Demand U/s 143(1)	Jurisdiction AO	AY 2006-07	Rs 14,026.00
The Income Tax Act, 1961	Income Tax Demand U/s 220(2)	CPC	AY 2010-11	Rs 106.00
The Income Tax Act, 1961	Income Tax Demand U/s 1431a	CPC	AY 2019-20	Rs 40,640.00

8. According to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks, financial institutions. The Company has not taken any loan from the government and has not issued any debentures.
9. According to the information and explanations given to us, the Company has not raised any new money by way of initial public offer or further public offer including debt instruments and term Loans during the year under audit. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
10. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, 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. According to the information and explanations given to us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
12. The Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Companies (Auditor's Report) Order 2016 is not applicable to the Company.
13. According to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards
14. According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
15. According to the information and explanations given to us, 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. On the basis of examination of relevant records and according to information and explanations given to us, The Company is required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and holds a valid certificate of registration under the same dated August 05, 1999.

**For KAUSHAL & AGRAWAL**  
Chartered Accountants  
(Firm Registration No. : 008846C)

**SUNIL KAUSHAL**  
Partner  
(Membership No. : 076933)  
UDIN No.: 21076933AAAALD5Y92

Indore, June 29, 2021

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## ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

**(Referred to paragraph 2(f) under the Report on Other Legal and Regulatory Requirements section of our report of even date to the members of M/s Rajkot Investment Trust Limited)**

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

We have audited the internal financial controls over financial reporting of M/s RAJKOT INVESTMENT TRUST LIMITED ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and

maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibilities**

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

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

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

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

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and
- (3) provide reasonable assurance op[regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

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

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

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2021, 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 KAUSHAL & AGRAWAL**  
Chartered Accountants  
(Firm Registration No. : 008846C)

**SUNIL KAUSHAL**  
Partner  
(Membership No. : 076933)  
UDIN No.: 21076933AAAALD5Y92

Indore, June 29, 2021



**BALANCE SHEET AS AT MARCH 31, 2021**

(₹)

PARTICULARS	Note No.	March 31, 2021	March 31, 2020
<b>I ASSETS</b>			
<b>(1) FINANCIAL ASSETS</b>			
(a) Cash & Cash Equivalents	4	113,774,918.55	63,789.12
(b) Bank Balance Other than Above	5	30,003,802.00	-
(c) Receivables			
(I) Trade Receivables		-	-
(II) Other Receivables		437.00	-
(d) Loans	7	120,221,540.94	62,137,850.44
(e) Investments	8	1,918,840.00	1,100,000.00
(f) Other Financial Assets	9	210,000.00	-
<b>Total Financial Assets</b>		<b>266,129,538.49</b>	<b>63,301,639.56</b>
<b>(2) NON FINANCIAL ASSETS</b>			
(a) Inventories	10	1,207,650.00	1,207,650.00
(b) Current Tax Assets (Net)	11	805,274.14	639,806.42
(c) Deferred Tax Assets (Net)	12	-	-
(d) Investment Property	13	-	-
(e) Property, Plant & Equipment	13	3,186,573.00	4,751,879.00
(f) Capital Work In Progress	13	-	-
(g) Intangible Assets	13	-	-
(h) Other Non Financial Assets	14	95,296.00	64,480.00
<b>Total Non Financial Assets</b>		<b>5,294,793.14</b>	<b>6,663,815.42</b>
<b>TOTAL ASSETS</b>		<b>271,424,331.63</b>	<b>69,965,454.98</b>
<b>II. LIABILITIES &amp; EQUITY</b>			
<b>LIABILITIES</b>			
<b>(1) FINANCIAL LIABILITIES</b>			
(a) Payables	15		
(i) Trade Payables		4,911,655.60	4,648,537.49
(ii) Other Payable		-	-
(b) Debt Securities	16	-	-
(c) Borrowings (Other than Debt Securities)	17	88,025,615.00	15,451,288.00
(d) Deposits	18	-	-
(e) Subordinated Liabilities	19	-	-
(f) Other Financial Liabilities	20	127,206,750.00	6,750.00
<b>Total Financial Liabilities</b>		<b>220,144,020.60</b>	<b>20,106,575.49</b>
<b>(2) NON FINANCIAL LIABILITIES</b>			
(a) Current Tax Liabilities (Net)	21	274,524.00	239,676.00
(b) Provisions	22	5,729,402.45	3,720,573.85
(c) Deferred Tax Liabilities (Net)	12	8,299.02	7,472.74
(d) Other Non Financial Liabilities	23	39,900.00	30,867.00
<b>Total Non Financial Liabilities</b>		<b>6,052,125.47</b>	<b>3,998,589.59</b>
<b>(3) EQUITY</b>			
(a) Equity Share Capital	24	10,000,000.00	10,000,000.00
(b) Other Equity	25	35,228,185.56	35,860,289.90
<b>Total Equity</b>		<b>45,228,185.56</b>	<b>45,860,289.90</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>271,424,331.63</b>	<b>69,965,454.98</b>

See accompanying notes to the financial statements

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In Terms of our Report Attached

**For Kaushal & Agrawal**

Chartered Accountants

Firm No.: 008846C

**CA SUNIL KAUSHAL**

Partner

Membership No.: 076933

UDIN: 21076933AAAALD5Y92

Indore, June 29, 2021

**For & on Behalf of the Board****MAYANKA VERMA**

Director

DIN : 06962743

**MANISH SHARMA**

Director

DIN : 02921783

**ABHISHEK VERMA**

Chief Financial Officer

## STATEMENT OF PROFIT &amp; LOSS FOR THE YEAR ENDED MARCH 31, 2021

(₹)

PARTICULARS	Note No.	March 31, 2021	March 31, 2020
<b>I REVENUE FROM OPERATIONS</b>			
(i) Interest Income	27	4,372,101.00	3,291,709.00
(ii) Dividend Income		-	-
(iii) Rental Income		-	-
(iv) Fees and Commission Income		-	-
(v) Other Income		-	-
<b>TOTAL REVENUE FROM OPERATIONS</b>		<b>4,372,101.00</b>	<b>3,291,709.00</b>
<b>II OTHER INCOME</b>	28	191,913.30	485,144.00
<b>III PROFIT ON SALE OF INVESTMENTS</b>		-	-
<b>IV TOTAL INCOME (I+II+III)</b>		<b>4,564,014.30</b>	<b>3,776,853.00</b>
<b>V. EXPENSES</b>			
(i) Finance Costs	29	962,164.22	1,060,064.29
(ii) Fees and Commission Expenses			
(iii) Impairment on Financial Instruments	30	1,410,702.60	1,021,263.37
(iv) Cost of Materials Consumed	31	-	-
(v) Purchase of Stock in Trade		-	-
(vi) Changes in Inventories of Finished Goods work in progress and stock in trade	32	-	-
(vii) Employee Benefit Expenses	33	954,702.00	580,597.00
(viii) Depreciation and Amortization Expenses	13	-	2,940.00
(ix) Other Expenses	34	1,593,199.54	1,211,187.17
<b>TOTAL EXPENSES</b>		<b>4,920,768.36</b>	<b>3,876,051.83</b>
<b>VI PROFIT/(LOSS) BEFORE EXEPTIONAL ITEMS &amp; TAX (IV-V)</b>		<b>(356,754.06)</b>	<b>(99,198.83)</b>
<b>VII EXEPTIONAL ITEMS</b>		-	-
<b>VIII PROFIT/(LOSS) BEFORE TAX (V-VI)</b>		<b>(356,754.06)</b>	<b>(99,198.83)</b>
<b>IX TAX EXPENSES</b>			
Current Tax		274,524.00	239,676.00
Income Tax [Earlier Years]		-	234,045.00
Deferred Tax		826.28	470.08
<b>TOTAL TAX EXPENSES</b>		<b>275,350.28</b>	<b>474,191.08</b>
<b>X PROFIT/(LOSS) FOR THE PERIOD FROM OPERATIONS (VII-VIII)</b>		<b>(632,104.34)</b>	<b>(573,389.91)</b>
<b>XI OTHER COMPREHENSIVE INCOME</b>		-	-
<b>XII TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>(632,104.34)</b>	<b>(573,389.91)</b>
<b>XIII EARNING PER SHARE</b>	35		
Equity Shares of Rs 10 each			
Basic (Rs.)		(0.63)	(0.57)
Diluted (Rs.)		(0.63)	(0.57)
<b>See accompanying notes to the financial statements</b>	<b>1-49</b>		

In Terms of our Report Attached

**For Kaushal & Agrawal**

Chartered Accountants

Firm No.: 008846C

**CA SUNIL KAUSHAL**

Partner

Membership No.: 076933

UDIN: 21076933AAAALD5Y92

Indore, June 29, 2021

**For & on Behalf of the Board****MAYANKA VERMA**

Director

DIN : 06962743

**MANISH SHARMA**

Director

DIN : 02921783

**ABHISHEK VERMA**

Chief Financial Officer

**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**

(₹)

PARTICULARS	2020-21	2019-20
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit Before Tax	(632,104.34)	(573,389.91)
<b>Adjustments for :</b>		
Depreciation and Amortization	-	2,940.00
Income Tax	275,350.28	474,191.08
Finance Costs	962,164.22	1,060,064.29
Interest Income	4,372,101.00	3,291,709.00
Dividend Income	-	-
(Profit)/Loss on sale of Investment	-	-
(Profit)/Loss on sale of Property, Plant and Equipment	494,306.00	(565,994.00)
<b>Operating Profit/(Loss) Before Working Capital Adjustments</b>	<b>6,103,921.50</b>	<b>4,262,910.37</b>
<b>Adjustments for :</b>		
Trade Receivables	(437.00)	-
Inventories	-	-
Other Financial Assets	(210,000.00)	-
Current Tax Assets	(165,467.72)	(94,579.00)
Trade Payables	263,118.11	1,030,769.59
Current Tax Liabilities	34,848.00	239,676.00
Provisions	2,008,828.60	1,081,639.37
Other Financial Liabilities	127,200,000.00	-
	<b>129,130,889.99</b>	<b>2,257,505.96</b>
<b>Cash Generated / (utilized) in Operations</b>	<b>134,602,707.15</b>	<b>5,947,026.42</b>
Income Tax Credited / (Paid)	(275,350.28)	(474,191.08)
<b>Net Cash from/ (used in) Operating Activities (A)</b>	<b>134,327,356.87</b>	<b>5,472,835.34</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Proceeds from Sale of Property Plant and Equipment's	1,071,000.00	2,695,000.00
Purchase of Property, Plant and Equipment	-	(563,700.00)
Proceeds/(Payments) Loans	(58,083,690.50)	(4,475,232.42)
Proceeds/(Payments) Investments	(818,840.00)	-
Interest Received	(4,372,101.00)	(3,291,709.00)
Dividend Received	-	-
Increase/ (Decrease) in Other Non Financial Assets	(30,816.00)	(52,480.00)
Increase/ (Decrease) in Other Non Financial Liability	9,033.00	(2,901.00)
Increase/ (Decrease) in Deferred Tax Liability	826.28	470.08
Increase/ (Decrease) in Deferred Tax Assets	-	-
<b>Net Cash from/ (used in) Investing Activities (B)</b>	<b>(62,224,588.22)</b>	<b>(5,690,552.34)</b>
<b>C. Cash Flow From Financing Activities</b>		
Proceeds/(Repayment) from Share Capital	-	-
Proceeds/(Repayment) from Securities Premium	-	-
Proceeds/(Repayment) from Share Application Money	-	-
Proceeds/(Repayment) from Debt Securities	-	-
Proceeds/(Repayment) from Borrowings	72,574,327.00	1,200,590.00
Proceeds/(Repayment) from Deposits	-	-
Proceeds/(Repayment) from Subordinated Liabilities	-	-
Interest Paid	(962,164.22)	(1,060,064.29)
<b>Net Cash from/ (used in) Financing Activities (C)</b>	<b>71,612,162.78</b>	<b>140,525.71</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>143,714,931.43</b>	<b>(77,191.29)</b>
Cash & Cash Equivalents as at April 01,(Opening Balance)	63,789.12	140,980.41
<b>Cash &amp; Cash Equivalents as at March 31, (Closing Balance)</b>	<b>143,778,720.55</b>	<b>63,789.12</b>

In Terms of our Report Attached

**For Kaushal & Agrawal**

Chartered Accountants

Firm No.: 008846C

**CA SUNIL KAUSHAL**

Partner

Membership No.: 076933

UDIN: 21076933AAAALD5Y92

Indore, June 29, 2021

**For & on Behalf of the Board****MAYANKA VERMA**

Director

DIN : 06962743

**MANISH SHARMA**

Director

DIN : 02921783

**ABHISHEK VERMA**

Chief Financial Officer

**Notes to Standalone Financial Statement For The Year Ended March 31, 2021****1. CORPORATE INFORMATION**

Rajkot Investment Trust Limited is a Company limited by shares, incorporated on 29/06/1982 and is domiciled in India. The Company is engaged in the business of lending. The Company has its Registered Office at 16, Second Floor, Kalyan Building, Kuvadva Road, Rajkot, Gujarat, India and its principal place of business at M-64, 1st Floor, Trader Center, 18, South Tukoganj, Indore, M.P. India. Company is Registered with Reserve Bank of India (RBI) with effect from 05.08.1999 as Non Deposit taking NBFC.

**2. BASIS OF PREPARATION****i. Statement of Compliance**

The financial statements have been prepared in accordance with Indian Accounting Standards (Inds AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act 2013 (the Act) along with other relevant provisions of the Act and the Master Direction - Non Banking Financial Company-Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 ("the NBFC Master Directions) issued by the RBI. The financial statements have been prepared on a going concern basis. The Company uses accrual basis of accounting except in case of significant uncertainties.

For the period up to and including the year ended 31st March 2017, the Company has prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014 and Companies (Accounting Standards) Amendment Rule, 2016 and NBFC Master Direction (hereinafter referred as previous GAAP). Financial Statements for the year ended 31st March 2018 and onwards are prepared in accordance with Ind-AS.

**ii. Presentation of Financial Information**

The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income) and the Statement of Changes in Equity are prepared and presented in the format prescribed in Division III of Schedule III to the Companies Act 2013. The Statement of Cash Flow has been prepared and presented as per the requirement of Ind AS. The Financial Statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period as explained in the accounting policies below.

Historic cost is generally based on the fair value of the consideration given in exchange for goods and services at the time of entering into the transaction.

**iii. Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- **Level 1** inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- **Level 2** inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- **Level 3** inputs are unobservable inputs for the asset or liability.

**iv. Use of Estimates and Judgements**

The preparation of the Financial Statements require the Management of the group to make judgements, assumptions and estimates that affect the reported balances of the assets and liabilities and disclosure relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses for the reporting period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgements and the use of assumptions in the

Financial Statements have been disclosed as applicable in the respective notes to accounts. Changes in estimates are reflected in the Financial Statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the Financial Statements.

Significant accounting judgements, estimates and assumptions used by management are as below :

- Useful lives of Investment Property and Property Plant and Equipment.
- Fair value measurements.
- Impairment of Financial Assets
- Provisions and Other Contingent Liabilities.
- Provision for Tax Expenses.

### 3. SIGNIFICANT ACCOUNTING POLICIES

#### 1. INCOME

##### i. Interest Income

- a) Interest Income from loan transactions is accounted for by applying the interest rate implicit in such contracts.
- b) Service charges, documentation charges and other fees on loan transactions are recognized at the commencement of the contract.
- c) Delayed payment charges, fee based income and interest on trade advances, are recognized when they become measurable and when it is not unreasonable to expect their ultimate collection.
- d) Income on business assets classified as Non-performing Assets, is recognized strictly in accordance with the guidelines issued by The Reserve Bank of India for Non Banking Financial Companies. Unrealized Interest recognized as income in the previous period is reversed in the month in which the asset is classified as Non-Performing.

##### ii. Dividend Income

Dividend income on equity shares is recognized when the Company's right to receive dividend is established.

##### iii. Rental Income

Rental are recognized on straight-line basis over the lease term, except for increase in line with expected inflationary cost increase.

##### iv. Fees and Commission

The Company recognizes service and administration charges towards rendering of additional services to its customers on satisfactory completion of service delivery.

##### v. Taxes

Income are recognized net of Goods and Services Tax, wherever applicable.

#### 2. EXPENDITURES

##### i. Finance Cost

Borrowing cost on financial liabilities are accounted for by applying the interest rate implicit in such contracts.

##### ii. Taxes

Expenses are recognized net of Goods and Services Tax, except where credit for the input tax is not statutorily permitted.

#### 3. CASH AND CASH EQUIVALENTS

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

#### 4. FINANCIAL INSTRUMENTS

##### Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition,

except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through Statement of Profit and Loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

#### **Subsequent measurement**

##### **Non-derivative financial instruments**

###### **Financial assets carried at amortized cost**

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset 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.

###### **Financial assets at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets 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. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

###### **Financial assets at fair value through profit and loss (FVPL)**

A financial asset which is not classified in any of the above categories are subsequently fair valued through Statement of Profit and Loss.

##### **Financial liabilities**

For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

#### **5. INVESTMENT IN SUBSIDIARIES**

Investments in subsidiaries is carried at cost in the financial statements. Company does not have any subsidiary company.

#### **6. TAXES**

##### **i. Income Taxes**

Income tax expense represents the sum of the tax currently payable and deferred tax.

###### **a. Current tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current tax relating to items recognized outside Profit and Loss is recognized outside Statement of Profit and Loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

###### **b. Deferred tax**

Deferred tax is recognized on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill.

Deferred tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current tax and deferred tax is recognized in Statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

**c. Minimum Alternate Tax (MAT)**

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the entity will pay normal income tax. Accordingly, MAT is recognized as an asset under Deferred tax asset/ liability in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the entity.

**ii. Goods and Service Tax**

Goods and Service Tax input credit is accounted for in the books of accounts in the period in which the supply of goods or services received is accounted and when there is no uncertainty in availing/utilizing the credits.

**7. PROPERTY, PLANT AND EQUIPMENTS**

**i.** Property, Plants and Equipment's are carried at historical cost of acquisition less accumulated depreciation and impairment losses, consistent with the criteria specified in Ind AS Property, Plant and Equipment's.

**ii. Depreciation method, estimated useful lives and residual values**

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on property, plant and equipment's is provided using straight line method over the useful lives of assets estimated by the Management. The Management estimates the useful lives for the fixed assets as follows:

Particulars	Useful lives estimated by the management
Computer *	3 years
CCTV Camera	5 Years

\* For these class of assets, based on internal assessment and independent technical evaluation carried out by external valuers, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, the Management believes that the useful lives as given above best represent the period over which the Management expects to use these assets. Hence the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II to the Companies Act, 2013.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These are included in Statement of Profit and Loss.

In respect of leasehold building, depreciation has been provided over lower of useful lives or leasable period.

**8. INVESTMENT PROPERTY**

Investment properties are properties held to earn rentals (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirements for cost model.

Investment properties are depreciated using written-down value method over the useful lives. Investment properties generally have a useful life of 58-60 years. The useful life has been determined based on internal assessment and independent technical evaluation carried out by external valuer, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement.

For transition to Ind AS, the Company has elected to continue with the carrying value of its investment property recognized as of April 1, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

An investment property is derecognized upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in Statement of Profit and Loss in the period in which the property is derecognized.

**9. IMPAIRMENT OF TANGIBLE ASSETS**

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the

Company estimates the recoverable amount of the cash generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in Statement of Profit and Loss.

#### 10. PROVISIONS AND CONTINGENCIES

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognized in the financial statements but are disclosed.

#### 11. SHARE CAPITAL

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognized as a deduction from equity, net of any tax effects.

#### 12. DERECOGNITION OF FINANCIAL INSTRUMENTS

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

#### 13. IMPAIRMENT OF FINANCIAL ASSETS

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through Statement of Profit and Loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in Statement of Profit and Loss.

#### 14. OPERATING CYCLE AND BASIS OF CLASSIFICATION OF ASSETS AND LIABILITIES

Based on the nature of activities of the Company and the normal time between the acquisition of assets and their realization in cash and cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

##### Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.



A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

**15. EARNING PER SHARE**

Basic earnings per share has been computed by dividing profit attributable to owners of the Company by the weighted average number of shares outstanding during the year. Diluted earnings per share has been computed using the weighted average number of shares and dilutive potential shares, except where the result would be anti-dilutive.

**16. DIVIDENDS**

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the company's Board of Directors.

**17. STATEMENT OF CASH FLOWS**

Statement of Cash flows is prepared under Ind AS 7 'Statement of Cash flows' specified under Section 133 of the Act. Cash flows are reported using the indirect method, whereby profit / (loss) before tax and is adjusted for the effects of transactions of non-cash nature.

**18. SECURITIES PREMIUM**

Securities Premium is used to record the premium in issue of shares. It can be utilized only for limited purpose in accordance with the provisions of the Companies Act, 2013.

**19. RESERVE FUND IN TERMS OF SECTION 45-I OF THE RESERVE BANK OF INDIA ACT, 1934**

Reserve Fund is created as per the terms of section 45-IC(1) of the Reserve Bank of India Act, 1934 as a statutory reserve.

**20. GENERAL RESERVE**

Amount set aside from retained profits as a reserve to be utilized for permissible general purpose as per Law.

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31,2021****A. EQUITY SHARE CAPITAL**

(₹)

Balance at the Beginning of the reporting period	Change in equity share capital during the year	Balance at the End of the reporting period
10,000,000.00	-	10,000,000.00
<b>10,000,000.00</b>	-	<b>10,000,000.00</b>

**B. OTHER EQUITY**

(₹)

PARTICULARS	RESERVE AND SURPLUS					TOTAL
	Share Application Money	Securities Premium	General Reserve	Retained Earnings	Special Reserve	
<b>As at March 31,2020</b>	-	28,000,000.00	3,227,259.90	(0.00)	4,633,030.00	<b>35,860,289.90</b>
Changes in Accounting Policies	-	-	-	-	-	-
Restated Balance at the Beginning of the Reporting Period	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-
Dividends	-	-	-	-	-	-
Transfer of Retained Earnings	-	-	-	(632,104.34)	-	<b>(632,104.34)</b>
<b>As at March 31,2021</b>	-	<b>28,000,000.00</b>	<b>3,227,259.90</b>	<b>(632,104.34)</b>	<b>4,633,030.00</b>	<b>35,228,185.56</b>

In Terms of our Report Attached

**For Kaushal & Agrawal**

Chartered Accountants

Firm No.: 008846C

**CA SUNIL KAUSHAL**

Partner

Membership No.: 076933

UDIN: 21076933AAAALD5Y92

Indore, June 29, 2021

**For & on Behalf of the Board****MAYANKA VERMA**

Director

DIN : 06962743

**MANISH SHARMA**

Director

DIN : 02921783

**ABHISHEK VERMA**

Chief Financial Officer

## Notes to Standalone Financial Statement For The Year Ended March 31, 2021

(₹)

PARTICULARS	March 31, 2021	March 31, 2020
<b>4. CASH &amp; CASH EQUIVALENT:</b>		
Cash in Hand	43,058.20	15,213.20
Balances with banks		
Axis Bank	15,983.77	16,160.77
Canara Bank	28,999.84	28,999.84
ICICI Bank Ltd.	62,433,459.15	-
Indusind Bank Ltd.	20,000.00	
Kotak Mahindra Bank Ltd.	19,115.50	3,006.50
Kotak Mahindra Bank Ltd.	51,214,302.09	408.81
Cash Equivalents	-	-
<b>Total</b>	<b>113,774,918.55</b>	<b>63,789.12</b>
<b>5. OTHER BANK WITH BALANCE:</b>		
Bank Deposits with more than 3 months but less than 12 months maturity	30,003,802.00	-
<b>Total</b>	<b>30,003,802.00</b>	-
<b>6. RECEIVABLES</b>		
<b>I. Trade Receivables</b>		
(a) Dues from Related Parties		
(i) Receivable Considered Good - Secured	-	-
(ii) Receivable Considered Good - Unsecured	-	-
(iii) Receivable which have Significant Increase in Credit Risk	-	-
(iv) Receivable - credit Impaired	-	-
Less : Impairment Loss Allowance	-	-
<b>Total (A)</b>	-	-
(b) Dues from Others		
(i) Receivable Considered Good - Secured	-	-
(ii) Receivable Considered Good - Unsecured	-	-
(iii) Receivable which have Significant Increase in Credit Risk	-	-
(iv) Receivable - credit Impaired	-	-
Less : Impairment Loss Allowance	-	-
<b>Total (B)</b>	-	-
<b>Total</b>	-	-
<b>II. Other Receivables</b>		
(a) Dues from Related Parties		
(i) Receivable Considered Good - Secured	-	-
(ii) Receivable Considered Good - Unsecured	437.00	-
(iii) Doubtful	-	-
Less : Impairment Loss Allowance	-	-
<b>Total (A)</b>	437.00	-
(b) Dues from Others		
(i) Receivable Considered Good - Secured	-	-
(ii) Receivable Considered Good - Unsecured	-	-
(iii) Doubtful	-	-
Less : Impairment Loss Allowance	-	-
<b>Total (B)</b>	-	-
<b>Total</b>	<b>437.00</b>	-

## Notes to Standalone Financial Statement For The Year Ended March 31, 2021

(₹)

PARTICULARS	March 31, 2021	March 31, 2020
<b>7. LOANS:</b>		
(A) (a) Term Loans	76,372,752.73	34,632,821.73
(b) Inter-Company Deposits	43,848,788.21	27,505,028.71
(c) Bills Purchased and Bills Discounted		
(d) Credit Substitute		
(e) Leasing and Hire Purchase		
(f) Factoring		
<b>Total (A) -Gross</b>	<b>120,221,540.94</b>	<b>62,137,850.44</b>
(B) (a) Secured By Tangible Assets	48,375,050.00	16,315,244.00
(b) Secured By Intangible Assets	-	-
(c) Covered By Bank / Government Guarantees	-	-
(d) Unsecured	71,846,490.94	45,822,606.44
<b>Total (B) -Gross</b>	<b>120,221,540.94</b>	<b>62,137,850.44</b>
(C) (I) <b>Loans In India</b>		
(a) Public Sector		
(b) Others	120,221,540.94	62,137,850.44
(II) <b>Loans Outside India</b>		
<b>Total (C) -Gross</b>	<b>120,221,540.94</b>	<b>62,137,850.44</b>
<b>8. INVESTMENTS:</b>		
<b>Unquoted Investment</b>		
Conick Alloys India Limited [10,000 Shares having Face Value of Rs.10]	100,000.00	100,000.00
Patwa Finlease Limited [Share Application Money Paid, Allotment Pending]	1,000,000.00	1,000,000.00
<b>Quoted Investment</b>		
Goha Carbon Ltd [28,000 Shares having Value of Rs.29.24 each]	818,840.00	-
<b>Total Gross (A)</b>	<b>1,918,840.00</b>	<b>1,100,000.00</b>
(i) Investment outside India		
(i) Investment in India	1,918,840.00	1,100,000.00
<b>Total Gross (B)</b>	<b>1,918,840.00</b>	<b>1,100,000.00</b>
Less: Allowance for Impairment loss (C)	-	-
<b>Total Net (A+B-C)</b>	<b>1,918,840.00</b>	<b>2,200,000.00</b>
<b>9 OTHER FINANCIAL ASSETS:</b>		
Suspense Amount Paid	210,000.00	-
<b>Total</b>	<b>210,000.00</b>	<b>-</b>
<b>10 INVENTORIES:</b>		
Shares [Valued at cost ]	1,207,650.00	1,207,650.00
<b>Total</b>	<b>1,207,650.00</b>	<b>1,207,650.00</b>

## Notes to Standalone Financial Statement For The Year Ended March 31, 2021

(₹)

PARTICULARS	March 31, 2021	March 31, 2020
<b>11. CURRENT TAX ASSETS (NET)</b>		
CGST Input	176,708.36	169,310.00
IGST Input	175,196.00	99,000.00
SGST Input	7,398.36	-
Tax Deducted at Source (14-15)	5,715.23	5,715.23
Tax Deducted at Source (15-16)	31,970.19	31,970.19
Tax Deducted at Source (18-19)	98,437.00	98,437.00
Tax Deducted at Source (19-20)	36,563.00	235,374.00
Tax Deducted at Source (20-21)	273,286.00	-
<b>Total</b>	<b>805,274.14</b>	<b>639,806.42</b>

**12 DEFERRED TAX ASSETS:**

(a) Depreciation on Property , plant & equipment	-	-
Opening Balance	-	-
Add : Arising during the year	-	-
<b>Deferred Tax Asset (Net)</b>	<b>-</b>	<b>-</b>

**Deferred Tax Liability**

(a) Depreciation on Property , plant & equipment		
Opening Balance	7,472.74	7,002.66
Add : Arising during the year	826.28	470.08
<b>Deferred Tax Liability (Net)</b>	<b>8,299.02</b>	<b>7,472.74</b>

**13. PROPERTY , PLANT & EQUIPMENT , INVESTMENT PROPERTY , INTANGIBLE ASSETS , CAPITAL WORK IN PROGRESS:**

(₹)

PARTICULARS	DEPRECIATION				NET BLOCK		
	As at March 31, 2021	As at March 31, 2020	For the Year	On Deductions	As at March 31, 2021	As at March 31, 2021	As at March 31, 2020
<b>TANGIBLE ASSETS</b>							
CCTV Camera	15,500.00	14,958.00	-	-	14,958.00	542.00	542.00
Computers	121,540.00	115,740.00	-	-	115,740.00	5,800.00	5,800.00
Land	3,180,231.00	-	-	-	-	3,180,231.00	4,745,537.00
<b>TOTAL (A)</b>	<b>3,317,271.00</b>	<b>130,698.00</b>	<b>-</b>	<b>-</b>	<b>130,698.00</b>	<b>3,186,573.00</b>	<b>4,751,879.00</b>
<b>INVESTMENT PROPERTY</b>	-	-	-	-	-	-	-
<b>TOTAL(B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>INTANGIBLE ASSETS</b>							
<b>TOTAL(C)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>CAPITAL WORK IN PROGRESS</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>TOTAL(D)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>GRAND TOTAL</b>	<b>3,317,271.00</b>	<b>130,698.00</b>	<b>-</b>	<b>-</b>	<b>130,698.00</b>	<b>3,186,573.00</b>	<b>4,751,879.00</b>
<b>PREVIOUS YEAR</b>	<b>4,882,577.00</b>	<b>127,758.00</b>	2,940.00	-	<b>130,698.00</b>	<b>4,751,879.00</b>	<b>6,320,125.00</b>

## Notes to Standalone Financial Statement For The Year Ended March 31, 2021

(₹)

PARTICULARS	March 31, 2021	March 31, 2020
<b>14 Other Non Financial Assets</b>		
Advances fees to BSE Ltd	42,480.00	42,480.00
Advances for Assets	21,816.00	-
Other Deposits	31,000.00	22,000.00
<b>Total</b>	<b>95,296.00</b>	<b>64,480.00</b>
<b>15 PAYABLES:</b>		
<b>(I) Trade Payables</b>		
Other than Micro, Small and Medium Enterprises	4,911,655.60	4,648,537.49
Micro, Small and Medium Enterprises	-	-
<b>Total</b>	<b>4,911,655.60</b>	<b>4,648,537.49</b>
<b>(II) Other Payables</b>		
Other than Micro, Small and Medium Enterprises	-	-
Micro, Small and Medium Enterprises	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>16 DEBT SECURITIES:</b>		
Liability Component of Other Financial Instruments		
Others		
<b>Total (A)</b>	<b>-</b>	<b>-</b>
Debts Securities in India		
Debts Securities outside India		
<b>Total (B)</b>	<b>-</b>	<b>-</b>
<b>17. BORROWINGS (OTHER THAN DEBT SECURITIES)</b>		
<b>Loans Repayable on Demand</b>		
<b>Secured</b>		
(i) From Bank	-	-
<b>Other</b>		
<b>Unsecured</b>		
(i) Intercompany Deposits	78,488,698.00	3,478,698.00
(ii) Others	9,536,917.00	11,972,590.00
<b>Total (A)</b>	<b>88,025,615.00</b>	<b>15,451,288.00</b>
Borrowings in India	88,025,615.00	15,451,288.00
Borrowings Outside India	-	-
<b>Total (B)</b>	<b>88,025,615.00</b>	<b>15,451,288.00</b>
<b>18. DEPOSITS:</b>		
Others	-	-
<b>Total (A)</b>	<b>-</b>	<b>-</b>
<b>19. SUBORDINATE LIABILITIES:</b>		
Perpetual Debt Instrument to the extent that do not qualify as equity	-	-
Perpetual Debt Instrument other that those that qualify as equity	-	-
Others	-	-
<b>Total (A)</b>	<b>-</b>	<b>-</b>
Subordinated Liabilities in India	-	-
Subordinated Liabilities outside India	-	-
<b>Total (B)</b>	<b>-</b>	<b>-</b>

## Notes to Standalone Financial Statement For The Year Ended March 31, 2021

(₹)

PARTICULARS	March 31, 2021	March 31, 2020
<b>20. OTHER FINANCIAL LIABILITIES:</b>		
Unclaimed Dividends	6,750.00	6,750.00
Advances against sale of Property	2,200,000.00	-
Suspense Amount Receipt	125,000,000.00	-
<b>Total</b>	<b>127,206,750.00</b>	<b>6,750.00</b>
<b>21. CURRENT TAX LIABILITIES (NET)</b>		
Provision for Income Tax (Current Year)	274,524.00	239,676.00
Provision for Income Tax (Previous Year)	-	-
<b>Total</b>	<b>274,524.00</b>	<b>239,676.00</b>
<b>22. PROVISIONS;</b>		
Audit Fees Payable	38,558.00	38,558.00
CERSAI	12,945.00	12,945.00
Director Remuneration Payable	210,000.00	-
Electricity Expenses Payable	514.00	688.00
Insurance Charges Payable	-	-
Professional Fees Payable	3,200.00	3,200.00
Rent Payable	18,000.00	18,000.00
Secretarial Audit Fees Payable	-	20,000.00
Provision for employee and retirement benefits	710,600.00	302,300.00
Contingent Provisions against impairment of Assets [Provision for Non Performing Assets]	4,735,585.45	3,324,882.85
<b>Total</b>	<b>5,729,402.45</b>	<b>3,720,573.85</b>
<b>23. OTHER NON FINANCIAL LIABILITIES:</b>		
TDS Payable	39,900.00	30,867.00
<b>Total</b>	<b>39,900.00</b>	<b>30,867.00</b>
<b>24. EQUITY SHARE CAPITAL:</b>		
<b>Authorized</b>		
30,00,000 (previous year 30,00,000) equity shares of Rs10/- each	30,000,000.00	30,000,000.00
Nil (previous year Nil) preference shares of Rs10/- each	-	-
	<b>30,000,000.00</b>	<b>30,000,000.00</b>
<b>Issued, Subscribed &amp; Paid up</b>		
10,00,000 (previous year 10,00,000) equity shares of Rs10/- each	10,000,000.00	10,000,000.00
Nil (previous year Nil) preference shares of Rs 10/- each	-	-
<b>Total</b>	<b>10,000,000.00</b>	<b>10,000,000.00</b>

## Notes to Standalone Financial Statement For The Year Ended March 31, 2021

(₹)

PARTICULARS	March 31, 2021	March 31, 2020
<b>25. OTHER EQUITY:</b>		
<b>Special Reserve</b>		
Balance as per last financial statement	4,633,030.00	4,633,030.00
Add : Current Year Transfer	-	-
Less : Written back during the year	-	-
<b>Closing Balance</b>	<b>4,633,030.00</b>	<b>4,633,030.00</b>
<b>General Reserve</b>		
Balance as per last financial statement	3,227,259.90	3,007,139.00
Add : Current Year Transfer	-	220,120.90
<b>Closing Balance</b>	<b>3,227,259.90</b>	<b>3,227,259.90</b>
<b>Surplus/(Deficit) in the Statement of Profit and Loss</b>		
Balance as per last financial statements	(0.00)	793,510.81
Profit for the year	(632,104.34)	(573,389.91)
<b>Less: Appropriations</b>		
Transfer to General reserve	-	220,120.90
Transfer to Special reserve	-	-
<b>Total appropriations</b>	-	220,120.90
<b>Net Surplus in the Statement of Profit and Loss</b>	<b>(632,104.34)</b>	<b>(0.00)</b>
<b>Share Application Money Received</b>		
Balance as per last financial statement	-	-
Add : Current Year Transfer	-	-
<b>Closing Balance</b>	-	-
<b>Securities Premium Account</b>		
Balance as per last financial statements	28,000,000.00	28,000,000.00
Add : On issue of shares	-	-
Less: On redemption of debentures/bonds	-	-
Less: On buy back of Equity Shares	-	-
<b>Closing Balance</b>	<b>28,000,000.00</b>	<b>28,000,000.00</b>
<b>Total</b>	<b>35,228,185.56</b>	<b>35,860,289.90</b>
<b>26. PROVISIONS AND CONTINGENT LIABILITY:</b>		
Movement in Contingent Provision against Stage I and Stage II assets during the year is as under		
Opening Balance	3,324,882.85	2,303,619.48
Addition during the year	1,410,702.60	1,021,263.37
Utilized during the year	-	-
<b>Total</b>	<b>4,735,585.45</b>	<b>3,324,882.85</b>
<b>27. INTEREST INCOME:</b>		
Interest Received [Loans]	3,806,966.00	3,291,709.00
Interest Received [Fixed Deposits]	565,135.00	-
<b>Total</b>	<b>4,372,101.00</b>	<b>3,291,709.00</b>



## Notes to Standalone Financial Statement For The Year Ended March 31, 2021

(₹)

PARTICULARS	March 31, 2021	March 31, 2020
<b>28. OTHER INCOME:</b>		
Capital Gain on Sale of Investment Property	-	485,144.00
Written Off	9,993.43	-
Capital Gain on Mutual Funds	181,919.15	-
Round Off	0.72	-
<b>Total</b>	<b>191,913.30</b>	<b>485,144.00</b>
<b>29. FINANCE COST:</b>		
Bank Charges	3,750.22	4,030.29
Interest [Others]	958,414.00	1,056,034.00
<b>Total</b>	<b>962,164.22</b>	<b>1,060,064.29</b>
<b>30. IMPAIRMENT OF FINANCIAL STATEMENTS:</b>		
Contingent Provisions against Impairment of Assets [Provision for Non Performing Assets]	1,410,702.60	1,021,263.37
<b>Total</b>	<b>1,410,702.60</b>	<b>1,021,263.37</b>
<b>31 COST OF MATERIAL CONSUMED:</b>		
Opening Stock	-	-
Add : Purchases	-	-
Add : Direct Expenses	-	-
Less : Closing Stock	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
Imported and Indigenous Raw Material Consumed		
Imported - value	-	-
- ratio	-	-
Indigenous - value	-	-
- ratio	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>32 CHANGE IN INVENTORY:</b>		
<b>(A) Finished Goods</b>		
Opening Stock of Finished Goods	-	-
Opening Work in Progress, Stores etc.	-	-
Opening Stock of Scrap	-	-
Less: Closing Stock of Finished Goods	-	-
Less: Closing Stock of Work in Progress, Stores etc.	-	-
Less: Closing Stock of Scrap	-	-
Add/ (Less) : Variation in excise duty on stock	-	-
<b>Total (A)</b>	<b>-</b>	<b>-</b>
<b>(B) Stock in Trade</b>		
Opening Stock of Stock in trade	1,207,650.00	1,207,650.00
Less: Closing Stock of Stock in trade	1,207,650.00	1,207,650.00
<b>Total (B)</b>	<b>-</b>	<b>-</b>
<b>Total (A) + (B)</b>	<b>-</b>	<b>-</b>

## Notes to Standalone Financial Statement For The Year Ended March 31, 2021

(₹)

PARTICULARS	March 31, 2021	March 31, 2020
<b>33 EMPLOYEE BENEFIT EXPENSES:</b>		
Salaries & Bonus	740,865.00	557,800.00
Staff & Labour Welfare	3,837.00	22,797.00
Directors Remuneration	210,000.00	-
<b>Total</b>	<b>954,702.00</b>	<b>580,597.00</b>
<b>34. OTHER EXPENSES:</b>		
Audit Fee	32,204.00	29,500.00
Brokerage	9,750.00	-
BSE Membership & Listing Fees	300,000.00	300,000.00
Courier Charges	2,655.00	-
Custody Fees	27,000.00	-
Computer Expenses	-	19,952.00
DP Charges	1,534.00	-
Diwali Expenses	-	1,500.00
Document Retrieving Charges	-	30,733.49
Electricity Expenses	2,954.00	3,415.00
House Keeping Expenses	3,850.00	9,500.00
Legal & Professional Expenses	-	299,278.00
Office Expenses	12,820.00	19,420.00
Photocopy Expenses	4,976.00	2,437.00
Pooja Expenses	8,780.00	4,380.00
Professional Fees	423,641.69	-
Postage, Tele, Telax Charges	-	5,251.00
Rent Expense	180,000.00	182,000.00
Repairs & Maintenance	10,980.00	13,200.00
ROC Filling Fees	43,400.00	23,600.00
Stationery & Printing	24,193.00	9,475.00
STT	1,123.00	-
TDS Penalty	4,100.00	-
Telephone & Internet Charges	4,932.85	30,569.00
Travelling expenses	-	36,505.00
Waiver & Write off	-	190,471.68
Capital Loss on Sale of Investment	494,306.00	-
<b>Total</b>	<b>1,593,199.54</b>	<b>1,211,187.17</b>
<b>35. EARNING PER SHARE:</b>		
i) Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs)	(632,104.34)	(573,389.91)
ii) Weighted Average number of equity shares used as denominator for calculating EPS	1,000,000.00	1,000,000.00
iii) Basic and Diluted Earnings per Share (Rs)	(0.63)	(0.57)
iv) Face value per Equity Share (Rs)	10.00	10.00

## Notes to Standalone Financial Statement For The Year Ended March 31, 2021

**36. EARNING PER SHARE [EPS]**

Basic EPS is calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average numbers of equity shares outstanding during the year.

**37. EVENTS AFTER REPORTING PERIOD:**

There have been no events after reporting period that require adjustments / disclosures in these financial statements.

**38 CONCENTRATION OF NPAS.**

PARTICULARS	(₹) March 31, 2021
<b>i. Disclosures are made as per Ind AS financial statements except otherwise stated</b>	
Total Exposure to top four NPA Accounts	4,154,131.00
<b>ii. Sector wise NPAs</b>	
% of NPAs to total advances as at 31st March 2021	
Agriculture and allied activities	-
MSME	-
Corporate Borrowers	-
Unsecured Personal Loans	-
House Loans	-
Loans against mortgage of property	6.25

PARTICULARS	March 31, 2021	March 31, 2020
<b>iii. Movement of NPAs</b>		
<b>a. Net NPA to Net Advances</b>	2.41%	8.26%
<b>b. Movement of NPAs (Gross)</b>		
Opening Balances	8,181,412.00	6,944,916.00
Addition during the year	-	1,466,207.00
Reduction during the year (including loans written off)	667,206.00	229,711.00
<b>Closing Balance</b>	<b>7,514,206.00</b>	<b>8,181,412.00</b>
<b>c. Movement of NPAs (Net)</b>		
Opening Balances	4,856,529.15	4,641,296.52
Addition during the year	(1,410,702.60)	444,943.63
Reduction during the year (including loans written off)	667,206.00	229,711.00
<b>Closing Balance</b>	<b>2,778,620.55</b>	<b>4,856,529.15</b>
<b>d. Movement of Provisions of NPAs</b>		
Opening Balances	3,324,882.85	2,303,619.48
Addition during the year	1,410,702.60	1,021,263.37
Write Off / Write Back of excess Provisions	-	-
<b>Closing Balance</b>	<b>4,735,585.45</b>	<b>3,324,882.85</b>

**39. DISCLOSURE OF COMPLAINTS**

No. of Complaints pending at the beginning of the year	-	-
No. of Complaints received during the year	-	-
No. of Complaints redressed during the year	-	-
<b>No. of Complaints pending at the end of the year</b>	<b>-</b>	<b>-</b>

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**Notes to Standalone Financial Statement For The Year Ended March 31, 2021**


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40. In the opinion of Board, Current Assets, Loans & advances are stated at the value at which they will be realized in the ordinary course of business. Provisions for all known liabilities have been made.
41. Estimated amount of contracts remaining to be executed on capital account and not provided for Nil. (Previous year Nil)
42. Contingent Liability not provided for Nil (Previous Year Nil)
43. Value of Imports on CIF basis Nil (Previous Year Nil)
44. Expenditure in Foreign Currency Nil (Previous Year Nil)

**45. Earning in Foreign Currency**

FOB value of Exports of Goods and services is NIL.

**46. Loan Provisions And Write Offs**

The Company has made provision for the Non-performing assets.

The Company has not charged interest income on overdue loans, that will be charged as and when received.

**47. Pending Litigations**

Company has filed arbitration for recovery of Secured Loans Receivable. Details are as under :

Total Secured Loan Amount [For which Arbitration Filed]	7,135,000.00
Amount of Claim pending under Arbitration	11,755,235.00

All the arbitration cases as above are pending under legal proceedings.

**48. Disclosure for Suspense Entries**

During the year, the Company has received amount of Rs. 12, 50, 00,000/-, for which the management is not able to identify and provide the source of funds received and nature of funds received. This amount of Rs. 12,50,00,000 is shown as Suspense Account under Note No. 20 under Other Financial Liabilities of Balance Sheet as on 31<sup>st</sup> March 2021.

During the year, the Company has paid amount of Rs. 2,10,000/-, for which the management is not able to identify and provide the details of payments made and nature of amount paid. This amount of Rs. 2,10,000/- is shown as Suspense Account under Note No. 09 under Other Financial Assets of Balance Sheet as on 31<sup>st</sup> March 2021.

**49. Miscellaneous****a) Registration obtained from other financial sector regulators**

During the current year and the previous year, the Company has not obtained any registration from other financial sector regulators.

**b) Disclosure of Penalties imposed by RBI and other regulators**

During the current year and the previous year, there are no penalties imposed by RBI and other regulators.

**50. Related party transactions**

Related party disclosures, as required by Ind AS, "Related Party Disclosures" issued by the Institute of Chartered Accountants of India for the year ended **31st March, 2021** are given below:

**a. Name of the Related Party and Nature of Relationship**

- i. Mr. Abhishsek Verma CFO
- ii. Mr. Girish Rehani Director
- iii. Mr. Manish Sharma Director
- iv. Mr. Mayanka Verma Director
- v. Mr. Rupesh Jain Director
- vi. Mr. Saket Sharma Director

## Notes to Standalone Financial Statement For The Year Ended March 31, 2021

## 50. b. Details of Related Party Transaction

(₹)

Particulars	March 31, 2021	March 31, 2020
<b>Loan Taken</b>		
Mr Rupesh Jain	35,091.00	-
<b>Loan Repaid</b>		
Mr Girish Rehani	1,000,000.00	500,000.00
Mr Rupesh Jain	20,000.00	-
<b>Remuneration Paid</b>		
Mr Mayanka Verma	210,000.00	-
<b>Interest Paid</b>		
Mr Girish Rehani	840,000.00	840,000.00

In Terms of our Report Attached

**For Kaushal & Agrawal**

Chartered Accountants

Firm No.: 008846C

**CA SUNIL KAUSHAL**

Partner

Membership No.: 076933

UDIN: 21076933AAAALD5Y92

Indore, June 29, 2021

**For & on Behalf of the Board****MAYANKA VERMA**

Director

DIN : 06962743

**MANISH SHARMA**

Director

DIN : 02921783

**ABHISHEK VERMA**

Chief Financial Officer