

CHANDRIMA MERCANTILES LIMITED

(CIN: L51909GJ1982PLC086535)

Reg. off: 322, Madhvpura Gunj Bazar Madhvpura Ahmedabad-380004.

Ph. no: +91 – 9328523122, Email Id: chandrimamercantile@gmail.com,

Website: www.chandrimamercantiles.com

Date: 20/10/2018

To,
BSE Ltd.
P.J.Towers,
Mumbai-400 001

SUB: Submission of Regulation 34 of SEBI (LODR), Regulations 2015.
REF: Scrip Code: 540829



Dear Sir/Madam,

We are submitting herewith Regulation 34 i.e. Annual Report as required under SEBI (LODR), Regulation 2015, for the F.Y. 2017-18.

Kindly take on record and oblige.

Yours Sincerely

CHANDRIMA MERCANTILES LTD.

JINAL MODI
MANAGING DIRECTOR
(DIN: 07153155)

ANNUAL REPORT

2017-2018

CHANDRIMA MERCANTILES LTD

BOARD OF DIRECTORS

JINAL Y. MODI
Kunal J. Mehta
POOJA KUMARI

Managing Director
NonExecutiveDirector
Non ExecutiveDirector

AUDITORS

GOPAL C.SHAH&CO.
Chartered Accountants

102, Tejshri Residency, Vijay Cross Raod,
Navrangpura, Ahmedabad
Ph. +91 79-26443848, +91 9227248883
E-Mail: cagopalcshah@gmail.com

REGISTERED OFFICE:

322, Madhvpura Gunj Bazar,
Madhvpura,
Ahmedabad -380004.

Email: chandrimamercantile@gmail.com

Website: www.chandrimamercantiles.com

NOTICE

NOTICE is hereby given that Annual General Meeting of Company will be held on Saturday, 29th September, 2018 at 12:00 P.M. at the Registered office of the Company situated at 322, Madhvpura Gunj Bazar, Madhvpura, Ahmedabad-380004 to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as on 31st March, 2018, the Profit and Loss Account of the Company for the year ended on that date and the reports of the Directors and auditors thereon.
2. To appoint a Director in place of Mr. Jinal Y. Modi, who retires by rotation and being eligible offers himself for reappointment
3. To appoint Auditor and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without, the following resolution as an **ordinary resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 139-141 and other applicable provisions, if any, of the Companies Act, 2013 read with the underlying rules viz. Companies (Audit and Auditors) Rules, 2014 as may be applicable, M/s Gopal C shah & Co. Chartered Accountants (Membership No.34967), be appointed as statutory auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting held in 2019 of the Company, subject to annual approval of shareholders of the company and ratification by Members every year on a remuneration (including terms of payment) to be fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, in addition to out-of-pocket expenses in connection as may be incurred by them during the course of the Audit.”

SPECIAL BUSINESS :

4. DELISTING FROM CALCUTTA STOCK EXCHANGE LIMITED (CSE):

To consider and, if thought fit, to pass, with or without modifications, the following resolution as Special Resolution:

“**RESOLVED THAT**, pursuant to the provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 for Voluntary Delisting of Shares from the Stock Exchanges, Central Listing Authority and subject to the provisions of the Security Contract and Regulation Act, 1956, Listing Agreement, and any directions or modifications as may be issued by any regulating authority, and subject to the approval by the members by way of special resolution the consent of the Board of directors of the Company be and is hereby accorded to delist the Equity Shares of the Company from the Calcutta Stock Exchange (CSE).”

RESOLVED FURTHER THAT, Mr. Jinal Y. Modi, the Managing Director of the Company be and is hereby authorized to take effective steps for voluntary delisting of shares from the above said stock exchanges and to accept any terms and conditions as may be imposed by the Stock Exchanges, Central Listing Authority, SEBI or any regulating authorities and to settle all the questions and matters arising out of and incidental to the proposed voluntary delisting of the equity shares of the Company from the above said stock exchange and to execute Indemnity Bond/undertaking or any other writings, which they may in their absolute discretion consider necessary, proper or expedient for giving effect to the above said resolution and that the Common Seal of the Company be affixed on any documents as may be required by the Stock Exchanges in presence of Mr. Jinal Y. Modi, Managing Director of the Company.

DATE : 03.09.2018
PLACE: Ahmedabad

FOR AND ON BEHALF OF THE BOARD

Sd/-
JINAL Y. MODI
(CHAIRMAN)
DIN: 07153155

NOTES :

- a. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER. Proxy in order to be valid must be received by the company not less than forty eight hours before the time of holding the Meeting.
- b. Members/Proxies attending the Meeting should bring their copy of the Annual Report for reference at the meeting.
- c. Pursuant to the provisions of Section 91 of the Companies Act, 2013 (corresponding to 154 of the Companies Act, 1956), the Register of Members and Share Transfer Books of the Company will remain closed from 22nd September, 2018 to 29th September, 2018 both days inclusive.
- d. The Shareholders are requested to notify their change of address immediately to the Registrars & Transfer Agent **M/s. Skyline Financial Services Pvt. Ltd.** The Company or its registrar will not act on any request received directly from the shareholder holding shares in electronic form for any change of bank particulars or bank mandate. Such changes are to be advised only to the Depository Participant by the Shareholders.
- e. All documents referred to in the notice and the explanatory statement requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 5.00 p.m. on all days except Saturdays, Sundays and public holidays, from the date hereof up to the date of the Annual General Meeting.
- f. Members are requested to bring their Attendance slip to the Meeting.
- g. Members desiring any information regarding the accounts are requested to write to the Company at least Seven Days before the meeting so as to enable the management to keep the same ready.
- h. Electronic copy of the Notice of the Annual General Meeting of the Company along with Attendance Slip and Proxy is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same.
- i. Members holding shares in electronic form are requested to update the email id with their respective Depository Participants to receive all the communications in electronic mode.
- j. Members desiring any information as regards the operations of the Company are requested to write to the Company at least 5 days in advance so as to enable the management to keep the information ready at the meeting.
- k. **Voting through electronic means:** In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted

through e-Voting. The Company has signed an agreement with CDSL for facilitating such e-Voting by the Members. Kindly note that each Member can opt for only one mode for voting i.e. either by Physical Ballot or by E-voting. However, in case members cast their vote both via physical ballot and e-voting, then voting through postal ballot shall prevail and voting done by e-voting shall be treated as invalid.

The e-voting facility is available at the link www.evotingindia.com.

- l. The e-voting facility will be available on and from **26th September, 2018** at 10:00 a.m., and ends on **28th September, 2018** 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 (record date) of **21.09.2018**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- m. Company has appointed **Mr. Ajit M. Santoki** Practicing Company Secretary (Membership No 4189, COP No. 2539) has been appointed as the Scrutinizer to scrutinize the e-voting process (including the physical ballots received from members who don't have access to the e-voting process) in a fair and transparent manner.
- n. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- o. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The procedure and instructions for members for voting through electronic means are as under:

1. The voting period begins on **26th September, 2018** at 10:00 a.m., and ends on **28th September, 2018** 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 (record date) of **21.09.2018**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - a. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - b. The shareholders should log on to the e-voting website www.evotingindia.com.
 - c. Click on Shareholders.
 - d. Now Enter your User ID
 - e. For CDSL: 16 digits beneficiary ID,
 - f. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - g. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - h. Next enter the Image Verification as displayed and Click on Login.
 - i. 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.

j. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field
<ul style="list-style-type: none"> Dividend Bank Details OR Date of Birth(DOB) 	<ul style="list-style-type: none"> Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in yourdemataccount or in the company records in order tologin. 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(v).

k. After entering these details appropriately, click on “SUBMIT “tab.

l. Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.

m. For Members holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.

n. Click on the EVSN for the relevant **CHANDRIMA MERCANTILES LIMITED** on which you choose to vote.

o. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same

p. 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.

- q. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- r. 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.
- s. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- t. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- u. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- v. Shareholders can also use Mobile app – “m – Voting” for e-voting. m – Voting app is available on Apple, Android and Windows based mobile. Shareholders may login to m-voting using their e-voting credentials to vote for the company resolution(s)
- w. Note for Non – Individual Shareholders and Custodians
- i. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - ii. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - iii. After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - iv. The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - v. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - vi. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. **21st September, 2018** may follow the same instructions as mentioned above for e-Voting.

In Case of Members receiving physical Copy

- 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, under help section or write an email to helpdesk.evoting@cdslindia.com
- The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e- voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.chandrimamercantiles.com and on the website of CSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges
- Members who have registered their e-mail ids for receipt of documents in electronic mode under the Green Initiatives of Ministry of Corporate Affairs are being sent Notice of Annual General Meeting by e-mail and others are sent by post. Members have option to vote either through e-voting or through Physical Ballot Form which will be provided at the venue of the AGM.

Kindly note that the Members can opt only one mode of voting, i.e. either by Physical Ballot which shall be provided at the venue of the AGM or e-Voting. If you are opting for e-Voting, then do not vote by Physical Ballot also and vice versa.

However, in case shareholders cast their vote by physical ballot and e- Voting, then voting done through e- voting shall prevail and voting done through physical ballot will be treated as invalid.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 (“the Act”)

As required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item Nos. 4 of the accompanying Notice dated 3rd September, 2018.

ITEM NOS. 4

DELISTING FROM CALCUTTA STOCK EXCHANGE LIMITED (CSE):

The Board considered that the Company’s Equity Shares are listed with the Bombay Stock Exchange Limited and Calcutta Stock Exchanges and there is no trading or negligible trading of equity shares since listing at the Calcutta Stock Exchange. However, the Company’s shares are regularly being traded at the Bombay Stock Exchange (BSE). Therefore, in terms of the SEBI (Delisting of Equity Shares) Regulations, 2009, announced by the SEBI, the Companies have been permitted for voluntary delisting of shares including from the Regional Stock Exchange, subject to the compliance of the terms and conditions of the said regulations.

The Board further considered that the Bombay Stock Exchange Limited (BSE) is having nationwide trading terminals and the investors have access to trade and deal in Company’s shares across the country and listing on the Calcutta Stock Exchange (CSE) are not providing any significant tangible advantage to the shareholders and investors of the Company and the Company should take effective steps for voluntary delisting of the Company’s Equity Shares from the Calcutta Stock Exchange (CSE) and continue its listing only with the Stock Exchange Bombay Stock Exchange Limited (BSE) to avoid unnecessary financial and administrative burden duo to multiple compliance of the various Regulations of the SEBI LODR and other related provisions from time to time and to provide better services to the investors through the nationwide Stock Exchange terminal.

DATE : 03.09.2018
PLACE: AHMEDABAD

FOR AND ON BEHALF OF THE BOARD

Sd/-

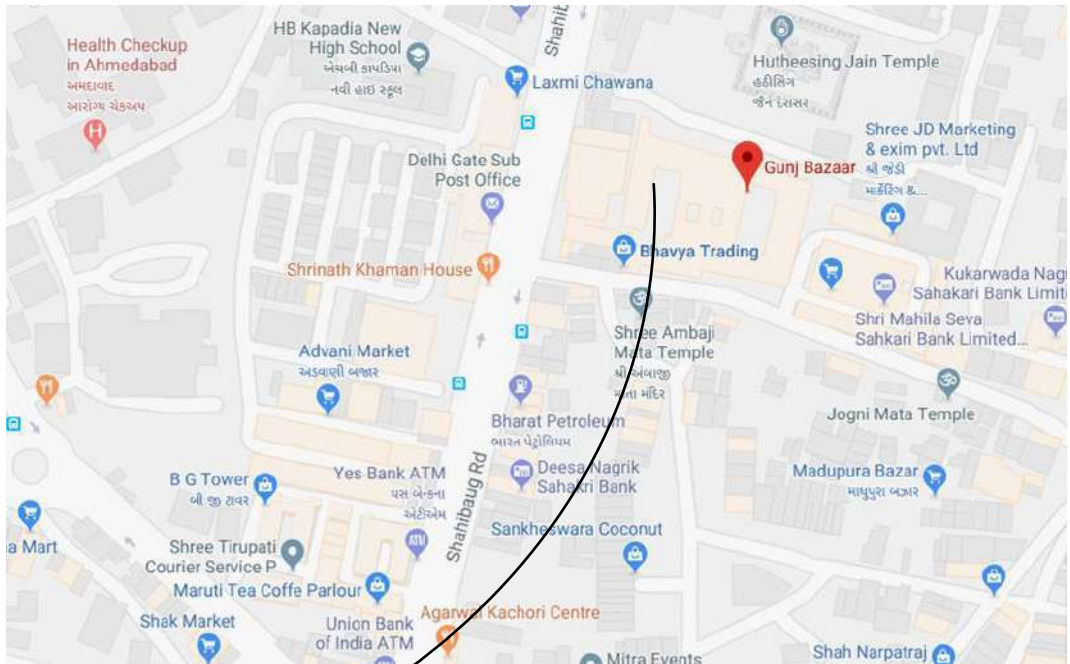
JINAL Y. MODI
(CHAIRMAN)
DIN: 07153155

ANNEXURE TO NOTICE
(Details of Directors seeking Appointment/Re-appointment)

Name of Director	Mr. Jinal Yogeshbhai Modi
Director Identification number (DIN)	07153155
Date of Birth	28.04.1981
Nationality	Indian
Date of appointment on board	25.03.2015
Qualification	Graduate
Brief Profile	He appoint in the Board of the company since 2015. So has a good knowledge of Day to day affairs of the Company.
Shareholding in the company	NIL
Directorship held in public limited company	NIL
Memberships / Chairmanships of Audit and Stakeholders' Relationship committees across public companies	NIL

* There are no inter-se relationships between the Board Members.

ROUTE MAP TO AGM:



Address*

CHANDRIMA MERCANTILES LTD
322, Madhvpura Gunj Bazar,
Madhvpura, Ahmedabad, GJ-380004

DIRECTOR'S REPORT

**TO
THE MEMBERS
CHANDRIMA MERCANTILES LIMITED
AHMEDABAD**

Your Directors have pleasure in presenting their Annual Report of the Company together with the Audited Accounts for the financial year ended on 31st March, 2018 for your perusal, consideration and adoption.

STATE OF AFFAIRS OF THE COMPANY:

<u>Particulars</u>	<u>Current Year 2017-18</u>	<u>Previous Year 2016-17</u>
Sales	64,57,650	2,64,09,018
other Income	3,00,000	3,54,080
Less: Expenditure	66,92,988	2,64,89,530
Profit Before Exceptional,	64,662	2,73,568
Extraordinary Items & Taxation	NIL	NIL
Exceptional Items	NIL	NIL
Extra Ordinary Items	NIL	NIL
Profit/(Loss) before Taxation	64,662	2,73,568
Less : Current Tax	17,980	NIL
Less : Deferred Tax Charge/ (Credit)	NIL	NIL
Profit/(Loss) after Tax	46,682	2,73,568
Profit for the period		
Amount carried to Reserve	46,682	2,73,568

Company's Performance:

During the year under review, state of affairs of the company as compared to the previous year. Your company earned a total income of Rs. **67,57,650/-** (Previous Year Rs. **2,67,63,098/-**) and a net profit after tax of Rs. **46,682/-** as compared to net profit after tax of **2,73,568/-** of previous year.

DIVIDEND:

Your directors do not recommend any dividend for the current year.

DIRECTORS:

- Mr. Jinal Y. Modi, who retires by rotation and being eligible offers himself for reappointment During the year, the non executive director has no pecuniary relation or transaction with the company.

PARTICULARS OF THE EMPLOYEES:

In terms of provisions of Section 197 read with Rule, 5 (2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, none of the employees are receiving remuneration as mentioned in the said section.

The information required pursuant to Section 197 read with Rule, 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is Nil.

STATUTORY AUDITORS:

M/s Gopal C. Shah & Co. Chartered Accountants (Membership No.34967), Statutory Auditors of the Company, hold office until the conclusion of the Annual General Meeting held on 2019 of the Company, subject to ratification by the shareholders annually. As such, shareholders are requested to ratify the appointment of Auditor at the ensuing Annual General Meeting.

AUDITORS' REPORT:

The observations of the Auditors in their Report and Notes Attached to the Accounts to the Accounts are Self-Explanatory and do not require any Further Clarifications.

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars with respect to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo as required under Section 134 (3)(m) of the Companies Act, 2013, read with

the Rule, 8 (3) of the Companies (Amendment) Rules, 2014, are given in the “**Annexure-A**” attached hereto and forms part of this Report.

EXTRACT OF ANNUAL GENERAL MEETING:

As provided under Section 92(3) of the Act, the extract of annual return is given in “**Annexure B**” in the prescribed Form MGT-9, which forms part of this report.

SECRETARIAL AUDIT:

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, your Company has engaged the services of M/s A. Santoki & Associates, Company Secretary in Practice, Ahmedabad to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2018.

The Secretarial Audit Report (in Form MR-3) is attached as “**Annexure-C**” to this Report.

BOARD MEETINGS HELD DURING THE YEAR DURING THE YEAR:

During the year **11** meetings of the Board of Directors were held. The details of the meetings are **30.05.2017, 12.08.2017, 14.08.2017, 01.09.2017, 06.10.2017, 14.11.2017, 01.12.2017, 28.12.2017, 14.02.2018, 16.02.2018, 01.03.2018.**

DIRECTORS' RESPONSIBILITY STATEMENT:

1. To the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013.
2. In the preparation of the Annual financial statements for the year ended March 31, 2018, the applicable Accounting Standards had been followed along with proper explanation relating to material departures.
3. For the financial year ended March 31, 2018, such accounting policies as mentioned in the Notes to the financial statements have been applied consistently and judgments and estimates that are reasonable and prudent have been made so as to give a true and fair view of the state of affairs of the Company and of the Profit and Loss of the Company for the year ended March 31, 2018
4. That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
5. The annual financial statements have been prepared on a going concern basis.
6. That proper internal financial controls were followed by the Company and that such internal financial controls are adequate and were operating effectively.
7. That proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

CODE OF CONDUCT:

The Board has laid down a Code of Conduct for all Board Members and Senior management of the Company. Board Members and Senior Management Personnel have affirmed Compliance with the Code for the period 2017-18.

The Company has adopted code of practices and procedures for fair disclosures of unpublished price sensitive information and code of conduct as required under Regulation (8)(1) and Regulation (9)(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

LISTING:

The shares of the Company are listed on following Stock Exchanges.

- 1) Bombay Stock Exchange Limited (BSE)*
- 2) Calcutta Stock Exchange Limited (CSE)
- 3) Ahmedabad Stock Exchange Limited (ASE)

*** On BSE the shares of the Company listed as on 22/02/2018**

MANAGEMENT DISCUSSION & ANALYSIS:

Management Discussion and Analysis of the financial position of the company forms part of the Annual Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

During the year ended 31st March, 2018, company has not given any Loans, Guarantees and/or made any Investments covered under the provisions of Section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS:

During the year ended 31st March, 2018, company has not entered into any Contracts and/or arrangements with related parties covered under section 188 of the Companies Act, 2013.

MATERIAL CHANGES AND COMMITMENTS:

There are no any material changes and commitments made by the company after the close of financial year that affect the financial position of the company.

REMUNERATION POLICY:

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

RISK MANAGEMENT POLICY:

The Board of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are

systematically addressed through mitigating actions on a continuing basis. The development and implementation of risk management policy has been covered in the management discussion and analysis, which forms part of this report.

POLICY ON PREVENTION OF SEXUAL HARASSMENT:

The Company has formulated and implemented a policy for Prevention of Sexual Harassment of Women at workplace. During the year under review, the Company has not received any complaints under the policy.

CORPORATE SOCIAL RESPONSIBILITY:

Company was not required to formulate policy on Corporate Social Responsibility as the company is not falling with the provisions of Section 135 of Companies Act, 2013.

DECLARATION BY INDEPENDENT DIRECTORS:

The company has received necessary declaration from each independent director under section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and SEBI Regulations, the Board has carried out the annual performance evaluation of its own performance, of the Directors individually, as well as the evaluation of the working of its Audit, Nomination & Remuneration and other Committees of the Board. At the meeting of the Board, all the relevant factors that are material for evaluating the performance of individual Directors, the Board and its various Committees, were discussed. A structured questionnaire each, for evaluation of the Board, its various Committees and individual Directors, was prepared and recommended to the Board by the Nomination & Remuneration Committee, for doing the required evaluation, after taking into consideration the input received from the Directors, covering various aspects of the Board's functioning, such as adequacy of the composition of the Board and its Committees, execution and performance of specific duties, obligations and governance, etc. A separate exercise was carried out to evaluate the performance of individual Directors, including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority Shareholders, etc. The performance evaluation of the independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and non independent Directors was also carried out by the Independent Directors at their separate meeting. The Directors expressed their satisfaction with the evaluation process.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

Pursuant to Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and as per the rules of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 the Board of Directors had approved the Policy on Vigil Mechanism/ Whistle Blower and the same was hosted on the website of the Company. This Policy inter-alia provides a direct access to the Chairman of the Audit Committee.

Your Company hereby affirms that no Director/ employee have been denied access to the Chairman of the Audit Committee and that no complaints were received during the year.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATES:

Company has not any subsidiary company/Joint Ventures/Associates.

FIXED DEPOSITS:

During the year under review, your Company did not accept any deposits within the meaning of provisions of Chapter V – Acceptance of Deposits by Companies of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

Significant and Material Orders Passed by the Regulators or Courts or Tribunals impacting the Going Concern status of the Company:

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company.

Acknowledgement:

The directors thank the Company's employees, customers, vendors, investors and academic institutions for their continuous support. The directors also thank the government of various countries, government of India, the governments of various states in India and concerned government departments / agencies for their co-operation.

The directors appreciate and value the contributions made by every member of the Chandriama Mercantiles Limited.

DATE : 03.09.2018

PLACE: Ahmedabad

FOR AND ON BEHALF OF THE BOARD

Sd/-

**JINAL Y. MODI
(DIN : 07153155)
(CHAIRMAN)**

Conservation of energy, technology absorption and Foreign exchange earnings and outgo [Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014]

(A) CONSERVATION OF ENERGY:

(i) The steps taken or impact on conservation of energy: It mainly includes selection and installation of energy efficient equipments and energy saving devices.

(ii) The steps taken by the company for utilizing alternate sources of energy : **None**

(iii) The capital investment on energy conservation equipments : **Nil**

(B) TECHNOLOGY ABSORPTION:

(i) The efforts made towards technology absorption : **None**

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution : **N.A.**

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-

(a) The details of technology imported : **None**

(b) The year of import : **N.A.**

(c) Whether the technology been fully absorbed : **N.A.**

(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof : **N.A.**

(iv) The expenditure incurred on Research and Development : **Nil**

(C) FOREIGN EXCHANGE EARNINGS & OUTGO:

Foreign Exchange Earnings : **Rs. Nil**

Foreign Exchange Outgoes : **Rs. Nil**

DATE : 03.09.2018

PLACE: Ahmedabad

FOR AND ON BEHALF OF THE BOARD

Sd/-

**JINAL Y. MODI (DIN : 07153155)
(CHAIRMAN)**

Annexure-B to the Directors' Report

Form MGT- 9

EXTRACT OF ANNUAL RETURN as on period year ended on 31.03.2018

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

CIN:-	L51909GJ1982PLC086535
Name of the Company	CHANDRIMA MERCANTILES LIMITED
Registration Date	27/12/1982
Category of the Company	Company Limited by Shares
Sub-Category of the Company	India Non-Government Company
Register office Address :	322, Madhvpura Gunj Bazar, Madhvpura, Ahmedabad -380004.
Contact Detail :	+91 - 9328523122
Listed :	Yes
Stock Exchange:	Bombay Stock Exchange Ltd (BSE) Calcutta Stock Exchange (CSE) Ahmedabad Stock Exchange limited (ASE)
Registrar and Transfer Agent :	SKYLINE FINANCIAL SERVICES PVT. LTD., D-153A, 1stFloor, Okhla Industrial Area Phase -I, New Delhi - 110020 Tel: 11-26812682, 26812683, 64732681-88 Email: info@skylinerta.com

Principal Business Activities of the Company:

Short description of the principal product:

Sr.	Name and Description of main product/services	NIC Code of the Product/Service	% to total turnover of the Company
1.	Trading of different types of Jewellery, Bullion, Ornaments.	47733	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	NONE	N.A.	NONE	N.A.	N.A.

SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity)

i. Category wise Share Holding

Category of Share holders	No. of Shares held at the beginning of the year[As on 31-March-2017]				No. of Shares held at the end of the year[As on 31-March-2018]				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Share	
A. Promoters									
(1) Indian									
a) Individual/ HUF	NIL	562050	562050	25.42	NIL	562050	562050	25.42	NIL
b) Central Govt	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
c) State Govt(s)	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
d) Bodies Corp.	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
e) Banks / FI	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
f) Any other	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
Total shareholding of Promoter (A)	NIL	562050	562050	25.42	NIL	562050	562050	25.42	NIL
B.Public Shareholding									
1. Institutions	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
a) Mutual Funds	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
b) Banks / FI	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
c) Central Govt.	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
d) State Govt.(s)	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
e) Venture Capital Funds	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
f) Insurance Companies	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
g) FIIs	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
h) Foreign Venture Capital Funds	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL

i) Others (specify)	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
Sub-total (B)(1):-	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
2. Non- Institutions									
a) Bodies Corp.	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
i) Indian	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
ii) Overseas	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
b) Individuals	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
i) Individual share holders holding nominal share capital up to Rs. 2 lakh	NIL	416790	416790	18.85	NIL	416790	416790	18.85	NIL
ii) Individual share holders holding nominal share capital in excess of Rs 2 lakh	NIL	1232460	1232460	55.74	NIL	1232460	1232460	55.74	NIL
c) Others (specify)	NIL	NIL	NA	NA	NIL	NIL	NA	NA	NIL
Non Resident Indians	NIL	NIL	NA	NA	NIL	NIL	NA	NA	NIL
Overseas Corporate Bodies	NIL	NIL	NA	NA	NIL	NIL	NA	NA	NIL
Foreign	NIL	NIL	NA	NA	NIL	NIL	NA	NA	NIL
Nationals	NIL	NIL	NA	NA	NIL	NIL	NA	NA	NIL
Clearing Members	NIL	NIL	NA	NA	NIL	NIL	NA	NA	NIL
Trusts	NIL	NIL	NA	NA	NIL	NIL	NA	NA	NIL
Foreign Bodies - DR	NIL	NIL	NA	NA	NIL	NIL	NA	NA	NIL
HUF	NIL	NIL	NA	NA	NIL	NIL	NA	NA	NIL
Sub-total (B)(2):-	NIL	1649250	1649250	74.58	NIL	1649250	1649250	74.58	NIL
Total Public Shareholding (B)=(B)(1) + (B)(2)	NIL	1649250	1649250	74.58	NIL	1649250	1649250	74.58	NIL
C. Shares held by Custodianfor GDRs & ADRs	NIL	NIL	N.A.	N.A.	NIL	NIL	N.A.	N.A.	NIL
Grand Total (A+B+C)	NIL	2211300	2211300	100	NIL	2211300	2211300	100	NIL

Shareholding of Promoters

S N.	Shareholder's Name	Shareholding at the beginning of the year [31- 03-2017]			Share holding at the end of the year [31-03-2018]			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total Shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total Shares	
1	Deoki Nandan Fogla	76500	3.46	Nil	76500	3.46	Nil	Nil
2	Rekha Fogla	90450	4.09	Nil	90450	4.09	Nil	Nil
3	Sushila Fogla	3600	0.16	Nil	3600	0.16	Nil	Nil
4	Santosh Fogla	45000	2.04	Nil	45000	2.04	Nil	Nil
5	Upendr Hiralal Dalal	171000	7.73	Nil	171000	7.73	Nil	Nil
6	Roshanlal D Aggarwal	175500	7.94	Nil	175500	7.94	Nil	Nil

I. **Change in Promoters' Shareholding** (please specify if there is no change):-

S N.		Shareholding at the beginning of the year		Cumulative Share holding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	562050	25.42	562050	25.42
	Increase / Decrease in Promoters Share holding during the year				
	At the end of the year	562050	25.42	562050	25.42

IV. Share holding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):-

Sr. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	BIMEHS ARVINDBHAI JANI				
	At the beginning of the year	3,13,560	14.18	3,13,560	14.18
	Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)				
	At the end of the year	3,13,560	14.18	3,13,560	14.18
2	RAJESHBHAI R. RAJPUT				
	At the beginning of the year	2,88,000	13.02	2,88,000	13.02
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)				
	At the end of the year	2,88,000	13.02	2,88,000	13.02
3	ANKITA JANI				
	At the beginning of the year	1,08,000	4.89	1,08,000	4.89
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)				
	At the end of the year	1,08,000	4.89	1,08,000	4.89
4	JAY RAJPUT				
	At the beginning of the year	1,08,000	4.89	1,08,000	4.89
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)				
	At the end of the year	1,08,000	4.89	1,08,000	4.89

5	JOSHI RAVI DIPAKBHAI				
	At the beginning of the year	1,07,100	4.84	1,07,100	4.84
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)				
	At the end of the year	1,07,100	4.84	1,07,100	4.84
6	PATHAK BHAVNABEN RAJUBHAI				
	At the beginning of the year	1,03,950	4.70	1,03,950	4.70
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)				
	At the end of the year	1,03,950	4.70	1,03,950	4.70
7	MEENA JOSHI				
	At the beginning of the year	1,03,500	4.68	1,03,500	4.68
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer /bonus/ sweat equity etc):				
	At the end of the year	1,03,500	4.68	1,03,500	4.68
8	DINESH RAJPUT				
	At the beginning of the year	1,00,350	4.54	1,00,350	4.54
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer /bonus/ sweat equity etc):				
	At the end of the year	1,00,350	4.54	1,00,350	4.54
09	PANCHAL CHETAN PUSHPAKANT				
		2,700	0.12	2,700	0.12
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer/ bonus/ sweat equity etc):				

	At the end of the year	2,700	0.12	2,700	0.12
10	PRAJAPATI NILESH JASHUBHAI				
	At the beginning of the year	1,800	0.08	1,800	0.08
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer/ bonus/ sweat equity etc):				
	At the end of the year	1,800	0.08	1,800	0.08

V. Share holding of Directors and Key Managerial Personal:

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Deoki Nandan Fogla *				
	At the beginning of the year	76500	3.46	76500	3.46
	Date wise Increase /Decrease in Promoters shareholding during the year specifying the reasons for increase/ decrease	NIL	N.A.	NIL	N.A.
	At the End of the year	76500	3.46	76500	3.46
2	Jinal Y. Modi				
	At the beginning of the year	Nil	N.A.	Nil	N.A.
	Date wise Increase /Decrease in Promoters shareholding during the year specifying the reasons for increase/ decrease	Nil	N.A.	Nil	N.A.
	At the End of the year	Nil	N.A.	Nil	N.A.
3	Kunal J Mehta				
	At the beginning of the year	Nil	N.A.	Nil	N.A.

	Date wise Increase /Decrease in Promoters shareholding during the year specifying the reasons for increase/ decrease	Nil	N.A.	Nil	N.A.
	At the end of the year	Nil	N.A.	Nil	N.A.
4	POOJA KUMARI				
	At the beginning of the year	Nil	N.A.	Nil	N.A.
	Date wise Increase /Decrease in Promoters shareholding during the year specifying the reasons for increase/ decrease	Nil	N.A.	Nil	N.A.
	At the End of the year	Nil	N.A.	Nil	N.A.
5	Ankita V. Shah**				
	At the beginning of the year	Nil	N.A.	Nil	N.A.
	Date wise Increase /Decrease in Promoters shareholding during the year specifying the reasons for increase/ decrease	Nil	N.A.	Nil	N.A.
	At the End of the year	Nil	N.A.	Nil	N.A.

* **Mr. Deoki Nandan Fogla Resign as on 06.10.2018.**

** **Ms. Ankita Shah Resign as on 01.03.2018.**

INDEBTEDNESS:

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

	Secured Loans excluding deposits	Unsecured Loan	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	NIL	NIL	NIL	NIL
ii. Interest due but not paid	NIL	NIL	NIL	NIL
iii. Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL

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

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

SN	Particulars of Remuneration	Name of MD/WTD/	Total
		Manager/Executive Director	Amount
		JINAL YOGESHBHAI MODI	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A	N.A
	(c) Profits in lieu of salary under section 17(3) Income - tax Act, 1961	N.A	N.A
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL
5	Others, please specify	NONE	NONE
	Total (A)	NIL	NIL
	Ceiling as per the Act	NONE	NONE

B. Remuneration to other directors:

SN	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors	Pooja Kumari	Kunal Mehta	
	Fee for attending board committee meetings	NIL	NIL	NIL
	Commission	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL
2	Other Non-Executive Directors	Deoki Nandan Fogla	....	....
	Fee for attending board committee meetings	NIL	....	....
	Commission	NIL	....	....
	Others, please specify	NIL	....	....
	Total (2)	NIL	....	....
	Total (B)=(1+2)	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL
	Overall Ceiling as per the Act	NIL	NIL	NIL

- **Mr. Deoki nandan Fogla Resign at 06.10.2017**

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CFO	Company Secretary	Total
1	Gross salary			16,000/- *	16,000/-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	N.A.	N.A.	N.A.
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A.	N.A.	N.A.	N.A.
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	N.A.	N.A.	N.A.	N.A.
2	Stock Option	N.A.	N.A.	N.A.	N.A.
3	Sweat Equity	N.A.	N.A.	N.A.	N.A.
4	Commission	N.A.	N.A.	N.A.	N.A.
	- as % of profit	N.A.	N.A.	N.A.	N.A.
	others, specify...	N.A.	N.A.	N.A.	N.A.
5	Others, please specify	N.A.	N.A.	N.A.	N.A.
	Total	N.A.	N.A.	16,000/	16,000/-

* Data of Salary is Per Month basis

** Company Secretary Resign as on 01.03.2018

PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES: None

<i>Type</i>	<i>Section of the Companies Act</i>	<i>Brief Description</i>	<i>Details of Penalty / Punishment/ Compounding fees imposed</i>	<i>Authority [RD/NCLT/ COURT]</i>	<i>Appeal made, if any (give details)</i>
A. Company					
<i>Penalty</i>			Nil		
<i>Punishment</i>					
B. Directors					
<i>Penalty</i>			Nil		
<i>Punishment</i>					
C. Other officers in Default					
<i>Penalty</i>			Nil		
<i>Punishment</i>					

DATE : 03.09.2018
PLACE: Ahmedabad

FOR AND ON BEHALF OF THE BOARD

Sd/-

JINAL Y. MODI
(DIN : 07153155)
(CHAIRMAN)

**Annexure 'C' to the Directors' Report
Form No. MR-3**

SECRETARIAL AUDIT REPORT

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

**To,
The Members,
M/s. Chandrima Mercantiles Limited
Ahmedabad.**

I/We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Chandrima Mercantiles Limited, CIN: L51909GJ1982PLC086535** ("the Company"). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I/We hereby report that in my/our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board- processes and compliance mechanism in placetotheextent,inthemannerandsubjecttothereportingmadehereinafter:

I/We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2018, 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 there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The 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,1992;

- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- 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; and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The list of major head / groups of Acts, Laws and Regulations as applicable to the Company is asunder.

1. Income-Tax Act, 1961 and Indirect Tax Laws;
2. Labor Laws & other incidental laws related to labor and employees appointed by the Company.

We have also examined compliance with the applicable clauses of the followings:-

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) Listing Agreements entered by the Company with the Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines etc. mentioned above, wherever applicable to the company, subject to the following observations:

(A) Non Compliance of Clauses of The Companies Act, 2013 (the Act) and the rules made there under;

- (1) Pursuant to the provisions of Section 203 of Companies Act 2013 read with Rule 8 & 8A of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, listed companies shall appoint Chief Financial Officer (CFO), in the company and the same shall be complied within one year, However Company's Management gives assurance to appoint CFO according to the said rule.
- (2) As per Section-138 of Companies Act, 2013 read with Rule 13 of The Companies (Accounts) rules, 2014, company should have made appointment of Internal Auditor for Financial Year 2017-18. However, Company has not made any appointment of Internal Auditor.

(3) The Company has appointed the Company Secretary but on 01.03.2018 the same has been resigned from the post and the place is vacant.

I/We further report that

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
3. I/We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
4. I/we further report that during the audit period, there were no instances of:
 - (i) Public / Right / debentures / sweat equity.
 - (ii) Redemption / buy-back of securities.
 - (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act,2013
 - (iv) Merger / amalgamation / re construction, etc.
 - (v) Foreign technical collaborations.

Date: 30/05/2018

Place: Ahmedabad

A. Santoki & Associates

Sd/-

**(Ajit M. Santoki)
COMPANY SECRETARY
C.P.NO.: 2539**

MANAGEMENT DISCUSSION AND ANALYSIS

1. Financial Review

Company earned net profit of Rs. 46,682/- during the year as compared to net profit for previous year was Rs. 2,73568/-.Company has achieved Turnover of Rs.6457650/- as compared to the turnover of 2,64,09,018/- for the previous year.

2. Future Outlook

Based on the buoyancy of the Indian Economy, the overall scenario and steps taken by the management, the future outlook of your company looks bright.

3.Risk and Concern

There are no risks and concerns other than the fluctuation in the global economy.

4. Internal Control Systems

The Company has a risk focused, Internal Control System to analyze and report to the management on the day-to-day operations of the Company. Efforts are being made to continuously strengthen it further. The internal control system ensures protection of assets and proper recording of all transactions.

The Internal Audit Programme is finalized in consultation with the internal Auditors and the audit committee of the Board. The reports of the internal auditors, observations and recommendations, significant risk area assessments and adequacy of internal controls are periodically discussed and reviewed in Audit Committee's observations.

5. Environmental Issues

As the company is not in the field of manufacture, the matter relating to produce any harmful gases and the liquid effluents are not applicable.

6. Cautionary Statement

Statement in this report on Management Discussion and Analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially, from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward - looking statements, which may be amended or modified in future on the basis of subsequent developments, information or events.

DATE : 03.09.2018
PLACE: Ahmedabad

FOR AND ON BEHALF OF THE BOARD

Sd/-

JINAL Y. MODI (DIN : 07153155)
(CHAIRMAN)

COMMITTEE OF BOARD

AUDIT COMMITTEE

a) Brief description of terms of reference:

Terms of Reference of the Audit Committee are as per Section 177 of the Companies Act, 2013 and the guidelines set out in the listing agreements with the Stock Exchanges that inter-alia, include overseeing financial reporting processes, reviewing periodic financial results, financial statements and adequacy of internal control systems with the Management and adequacy of internal audit functions, discussions with the auditors about the scope of audit including the observations of the auditors and discussion with internal auditor on any significant findings.

b) Composition:

The Audit Committee has been constituted in conformity with the requirements of Section - 177 of the Companies Act, 2013.

As on the end of Financial Year 2017-18, Audit Committee comprises of three Directors as under :

Sr. No.	Name of Member	Designation
1	Mr. Kunal J. Mehta	Chairman
2	Ms. Pooja Kumari	Member
3	Mr. Jinal Y. Modi	Member

During the year under review, the 4 Audit Committee was held during Financial Year 2017-18. The dates on which the said meetings were held are 30/05/2017, 12/08/2017, 14/11/2017, 14/02/2018.

Minutes of meetings of the Audit Committee are circulated to members of the Committee and the Board is kept apprised.

Members of the Audit Committee have requisite financial and management expertise. The Statutory Auditors, Internal Auditor and the Chief Financial Officer are invited to attend and participate at meetings of the Committee.

NOMINATION/REMUNERATION COMMITTEE

The Nomination/Remuneration committee consists of the following three Directors:

Sr. No.	Name of Member	Designation
1	Mr. Kunal J. Mehta	Chairman
2	Ms. Pooja Kumari	Member
3	Mr. Jinal Y. Modi	Member

The Nomination/Remuneration committee recommends to the Board the attributes and qualification for becoming a member of the Board. It also recommends the remuneration payable to the Directors, Key managerial personnel and other senior personnel and such other matters as are necessary under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

SHAREHOLDERS COMMITTEE :

The Board of Directors have constituted a “Share Transfer and Shareholders / Investor Grievance Committee and stakeholders relationship committee” in line with the Listing Agreement, which is responsible for all matters concerning the share transfers, transmissions, issue of duplicate share certificates and attending to the grievance of the shareholders.

The present composition of the Committee is as under:

Shareholder’s Committee consists of following Directors:

Sr. No.	Name of Member	Designation
1	Ms. Pooja Kumari	Chairman
2	Mr. Kunal J. Mehta	Member
3	Mr. Jinal Y. Modi	Member

During the year under review, Shareholders committee met for following Dates.

The meetings were held on 29th April, 2017, 29th July, 2017, 28th September, 2017, 30th November, 2017, 30th January, 2018 and 31st March, 2018.

The Company addresses all complaints, suggestions and grievances expeditiously and replies have been sent / issues resolved usually within 15 days except in case of dispute over facts or other legal constraints. During the year complaints were received from SEBI or shareholders were resolved satisfactory. No requests for share transfers are pending except those that are disputed or Sub-judice.

Complaints Status: 01.04.2017 to 31.03.2018

- Number of complaints received so far 0
- Number of complaint resolved 0
- Number of pending complaints 0

Evaluation

Committee has adopted a formal system of evaluating Board performance as a whole and the contribution of each individual director. An evaluation of Board performance is conducted annually to identify areas of improvement and as a form of good Board management practice. Each member of the Committee shall abstain from voting any resolutions in respect of the assessment of his performance or re-nomination as Director. The results of the evaluation

exercise were considered by Committee which then makes recommendations to the Board aimed at helping the Board to discharge its duties more effectively.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Stakeholder Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

General Body Meeting (Last Three)

Date	Type	Time	Venue
29/09/2017	AGM	11:30 A.M.	B- 317/B, Neel Kanth Palace, Opposite Seema Hall,100 Feet Road, Satellite, Ahmedabad – 380015
11/08/2016	AGM	11:30 A.M.	B- 317/B, Neel Kanth Palace, Opposite Seema Hall,100 Feet Road, Satellite, Ahmedabad – 380015
18/09/2015	AGM	10:30 A.M.	3, Chittaranjan Avenue, Kolkata, West Bengal-700072
30/09/2014	AGM	01:00 P.M.	3, Chittaranjan Avenue, Kolkata, West Bengal-700072

DISCLOSURES:

A. Materially significant related party transactions:

There were no significant or material related party transactions that have taken place during the year which have any potential conflict with the interest of the company at large. The detailed related party information and transactions have been provided in Notes to Accounts.

B. During the last three Years, there were no penalties, strictures imposed by either SEBI or stock Exchange or any statutory authority for non- Compliance of any matter related to the capital market.

MEANS OF COMMUNICATIONS:

The Quarterly Unaudited Financial Results and other presentation as to the Company's Performance etc. Are made available to the institutional investors/Financial Analysts as and when felt expedient. The Company's financial results and officials news releases are displayed on the Company's website i.e. www.chandrimamercantiles.com

WHISTLE BLOWER POLICY:

Recently, the Security & Exchange Board of India has also prescribed the adoption by all listed companies, of a Whistle Blower Policy as a non-mandatory requirement. The company has adopted a Whistle Blower Policy, which affords protection and confidentiality to Whistle blowers.

The Audit Committee Chairman is authorized to receive Protected Disclosures under this Policy. The Audit Committee is also authorized to supervise the conduct of investigations of any disclosures made whistle blowers in accordance with policy.

No personnel have been denied access to the Audit Committee. As of March 31, 2018 no Protected Disclosures have been received under this policy.

GENERAL SHAREHOLDER INFORMATION:

- a. Annual General Meeting: Date, Time and venue: **29th September, 2018, at 12.00 P.M.** at the **Registered Office** of the Company.
- b. Financial Year: **1st April, 2017 to 31st March, 2018.**
- c. Tentative Financial Calendar:
 - i. 1st quarterly results – **Second week of August, 2018.**
 - ii. 2nd quarterly results – **Second week of November, 2018.**
 - iii. 3rd quarter results – **Second week of February, 2019.**
 - iv. 4th quarter results – **Last week of May, 2019.**
- d. Date of Book Closure: **22nd September, 2018 to 29th September, 2018.**
- e. Dividend Payment Date: **N.A.**
- f. Security Code: **540829 (BSE) , 013136 (CSE)**
- g. Demat ISIN number: **INE371F01016**
- h. Registrar & Share Transfer Agent: **M/s. Skyline Financial Services Pvt. Ltd D-153/A, 1st floor, Phase I, Okhla Industrial Area, New Delhi, Delhi 110020**
- i. Share Transfer System: Valid Share transfer in physical form and complete in all respects were approved and registered within the stipulated period.

Distribution of Shareholding as on March 31, 2018.

No. of Equity shares held	No of share holders	% of share holders	No of shares held	% of holding
1-5000	579	97.80	42,03,900	19.01
5001-10000	0	0	0	0
10001-20000	0	0	0	0
20001-30000	0	0	0	0
30001-40000	0	0	0	0
40001-50000	1	0.17	4,50,000	2.04
50001-100000	2	0.34	16,69,500	7.55
100001 and Above	10	1.69	1,57,89,600	71.40
Total	592	100	2,21,13,000	100

Categories of Shareholders as on March 31, 2018

	Category	No. of Shares	% of Shares
A	Promoter's Holding		
1	Indian Promoters	562050	25.42
2	Foreign Promoters		
	Sub total	5,62,050	25.42
B	Non-Promoters		
3	Institutional Investors		
	A Mutual Funds and UTI		
	B Banks, Financial Inst., Insurance Com.		
	(Central State Gov. Inst. /Non- Gov Inst.)		
	C FIIS		
	Sub total		
4	Others		
	A Private corporate Bodies		
	B Indian Public	16,49,250	74.58
	C NRIs / Clearing Member/OCBs/Trust/HUF		
	Sub total	16,49,250	74.58
	GRAND TOTAL	22,11,300	100

GOPAL C SHAH & CO

Chartered Accountants

102, Tejshri Residency, Vijay Cross Road,

Navrangpura, Ahmedabad.

Tel. No. 26443848

Email: cagopalcshah@gmail.com

Independent Auditor's Report

To,
The Members,
CHANDRIMA MERCANTILES LIMITED

Report on the Ind AS Financial Statement

We have audited the accompanying Ind As financial statements of “**CHANDRIMA MERCANTILES LIMITED**” which comprise the Balance Sheet as at 31st March, 2018 the Statement of Profit and Loss for the year then ended, the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as “Ind AS financial statements”).

Managements' Responsibility for the Financial Statements:

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these Ind As financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the India Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS Financial Statements based on our audit.

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirement

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, based on our audit we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Indian AS 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, Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - e) On the basis of written representations received from the directors of the company as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of sub-section (2) of section 164 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**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- (i) The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements.
- (ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
- (iii) There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

Date : 29/05/2018
Place : Ahmedabad

For, Gopal C. Shah & Co.
Chartered Accountants
Firm No. 103296w

Sd/-

(Gopal C. Shah)
Proprietor
M. No. 34967

“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph 1 under the heading ‘Report on other Legal & Regulatory Requirement’ of our report of even date)

(i) In Respect of the Company’s Fixed Assets:

a) The Company has no any fixed assets during year.

(ii) In respect of Inventories:

The Company has no Inventories during year.

(iii) According to the information and explanations given to us, the Company has not granted 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.

(iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees and securities given in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.

(v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

(vi) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act for the business activities carried on by the company.

(vii) 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, Goods and Service Tax, Value Added Tax, Customs Duty, Excise Duty, Cess and any other material statutory dues applicable to it with the appropriate authorities. Statutory Dues payable as on date of signing audit report for the year ended 31st march, 2018 as follows :

Statue	Nature of Dues	Amount (in Rs.)	Period to which the amount relates	Forum where dispute is pending
Income tax Act, 1961	Income tax	300	AY 2012-13	CPC
	Tax Deducted at Source	600	AY 2018-19	Traces
	Tax Deducted at Source	91,200	A.Y 2017-18	Traces

- b) According to the information and explanation given to us, there are no dues of Provident Fund, Employees' State Insurance, Income Tax, Sales tax, Service Tax, Goods and Service Tax, Value Added Tax, Customs Duty, Excise Duty, Cess and other material statutory dues were outstanding at the year end, for a period of more than six months from the date they became payable.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks and debenture holders. The Company has had no dues to financial institutions and government.
- (ix) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments or term Loans during the year under audit. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
- (xiii) In our opinion and 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 financial statements as required by the applicable accounting standards.

- (xiv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- (xvi) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

Date :29/05/2018
Place : Ahmedabad

For, Gopal C. Shah & Co.
Chartered Accountants
Firm No. 103296w

Sd/-
(Gopal C. Shah)
Proprietor
M. No. 34967

“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of CHANDRIMA MERCANTILES 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 **CHANDRIMA MERCANTILES LIMITED** (“the Company”) as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by ICAI on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding

of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion,, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, 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.

Date :29/05/2018
Place : Ahmedabad

For, Gopal C. Shah & Co.
Chartered Accountants
Firm No. 103296w

Sd/-

(Gopal C. Shah)
Proprietor
M. No. 34967

NOTE: 1.1 –SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these standalone financial statements. These Policies have been consistently applied to all the years presented, unless otherwise stated.

(i) Basis Of Preparation

(a) Compliance with Ind AS

The Standalone financial statements for the period ended 31st March, 2018 comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, value added taxes, goods and service tax and amounts collected on behalf of third parties.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transactions and the specifics of each arrangement.

The Company recognises revenue when significant risk and rewards pertaining to ownership of goods get transferred from Seller to buyer.

(iii) Income Tax

The income tax expenses or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the liability method, on temporary difference arising between the tax bases of assets and liabilities and their carrying amounts in the standalone

financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is determined using the tax rates that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investment in subsidiaries, associates and interest in joint arrangements where the company is able to control the timing of reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred Tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relates 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 realise the asset and settle the liability simultaneously.

(iv) Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investment with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts.

(v) Investment and other Financial Assets

(a) Classification

The Group classifies its financial assets in the measurement categories:

- Those to be measured subsequently at fair value, and
- Those measured at amortised cost.

The Classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will be recorded in profit or loss. For investment in equity instruments, this will depend on whether group has made an irrecoverable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

(b) Measurement

The Company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive payments is established.

(vi) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in balance sheet where there is legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the assets and settle the liability simultaneously.

(vii) Related Parties

a. There are transactions entered into between related parties as follows:

No	Name of Personnel	Relationship	As at March 31, 2018 (Amount in Rs.)
1	-	-	Nil

b. Names of related parties and description of relationship:

No.	Name of Key Managerial Personnel	Designation/relationship
1.	POOJA KUMARI	Director
2.	JINAL YOGESHBHAI MODI	Managing Director
3.	KUNAL JITENDRABHAI MEHTA	Director

(viii) Provisions

Provisions for legal claims, service warranties, volume discounts and returns are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable

that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

The measurement of provision for restructuring includes only direct expenditure arising from the restructuring, which are both necessarily entailed by the restructuring and not associated with the ongoing activities of the company.

(ix) Employee Benefits

(a) Short-term Obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of Employees services up to the end of reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(b) Other Long-term Employee benefit Obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the reporting period in which the employees render the related service. The obligations are presented as current liabilities in the balance sheet if the entity does not have unconditional right to defer settlement for at least 12 months after thereporting period, regardless of when the actual settlement is expected to occur.

(c) Post-employment obligations

The company operates the following post-employment schemes:

-defined benefit plans such as gratuity,

-defined contribution plan such as provident fund.

The company pays provident fund contributions to publicly administrated provident funds as per local regulations. The company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expenses where they are

due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payment is available.

(x) Contributed Equity

Equity shares are classified as equity.

(a) Earnings per Share

Basic earnings per share is calculated by dividing:

-the profit attributable to the owners group

-by the weighted average number of equity shares outstanding during the year.

(b) Rounding off amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

For and on behalf of the board of directors

For, CHANDRIMA MERCANTILES LTD.

Sd/-

Managing Director

Sd/-

Director

As per our attached report of even date

For, Gopal C. Shah & Co,

Chartered Accountants

Firm No.103296W

Sd/-

(Gopal C. Shah)

(Proprietor)

M No:-34967

Place : Ahmedabad

Date : 29/05/2018

CHANDRIMA MERCANTILES LIMITED
Balance Sheet as at March 31, 2018

(Amount in INR)

	Particulars	Note No.	As at March 31, 2018		As at March 31, 2017		As at March 31, 2016	
I	ASSETS							
	Non-current assets							
	(a) Property, Plant and Equipment		-		-		-	
	(b) Capital work-in-progress		-		-		-	
	(c) Investment Property		-		-		-	
	(d) Goodwill		-		-		-	
	(e) Other Intangible assets		-		-		-	
	(f) Intangible assets under development		-		-		-	
	(g) Biological Assets other than bearer plants		-		-		-	
	(h) Financial Assets							
	(i) Investments	14	6,379,387		6,379,387		6,379,387	
	(ii) Trade receivables	15	-		-		-	
	(iii) Loans	16	15,540,368		21,208,790		17,380,368	
	(iv) Others (to be specified)							
	(i) Deferred tax assets (net)		-		-		-	
	(j) Other non-current assets	17	-		-		-	
			21,919,755		27,588,177		23,759,755	
II	Current assets							
	(a) Inventories		-		206,795		7,834,390	
	(b) Financial Assets							
	(i) Investments	18	-		-		-	
	(ii) Trade receivables	15	3,404,508		7,663,742		1,889,540	
	(iii) Cash and cash equivalents	19	179,209		306,714		907,745	
	(iv) Bank balances other than (iii) above	19	-		-		-	
	(v) Loans	20	8,980,000		-		-	
	(vi) Others (to be specified)							
	(c) Current Tax Assets (Net)		-		-		-	
	(d) Other current assets	21	2,054,106		2,090,502		2,134,734	
			14,617,823		10,267,753		12,766,409	
	Total Assets		36,537,578		37,855,930		36,526,164	
I	EQUITY AND LIABILITIES							
	EQUITY							
	(a) Equity Share capital	2	25,113,000		25,113,000		25,113,000	
	(b) Instruments entirely equity in nature		-		-		-	
	(c) Other Equity	3	11,361,598		11,351,312		11,077,744	
			36,474,598		36,464,312		36,190,744	
	LIABILITIES							
	Non-current liabilities							
	(a) Financial Liabilities							
	(i) Borrowings	4	-		-		-	
	(ii) Trade payables	5	-		-		-	
	(iii) Other financial liabilities	6	-		-		-	
	(b) Provisions	7	-		-		-	
	(c) Deferred tax liabilities (Net)		-		-		-	
	(d) Other non-current liabilities	8	-		-		-	
			-		-		-	
II	Current liabilities							
	(a) Financial Liabilities							
	(i) Borrowings	9	-		-		-	
	(ii) Trade payables	10	-		1,314,198		-	
	(iii) Other financial liabilities	11	-		-		198,000	
	(b) Other current liabilities	12	-		-		-	
	(c) Provisions	13	62,980		77,420		137,420	
	(d) Current Tax Liabilities (Net)		-		-		-	
			62,980		1,391,618		335,420	
	Total Equity and Liabilities		36,537,578		37,855,930		36,526,164	

As per our separate report of even date

See accompanying notes to the financial statements

For, Gopal C. Shah & Co

Chartered Accountants

Firm No.103296W

For & on behalf of the Board,

CHANDRIMA MERCANTILES LIMITED

Sd/-

(Gopal C. Shah)

Proprietor

M. No. 34967

Sd/-

Managing Director

Sd/-

Director

Place : AHMEDABAD

53

Date : 5/29/2018

CHANDRIMA MERCANTILES LIMITED
Statement of Profit and Loss for the year ended March 31, 2018

(Amount in INR)

	Particulars	Note No.	For the year ended March 31, 2018		For the year ended March 31, 2017	
I	Revenue from Operations	22	6,457,650		26,409,018	
II	Other Income	23	300,000		354,080	
III	Net gain on de-recognition of financial assets at amortized cost		-		-	
IV	Net gain on reclassification of financial assets		-		-	
V	Total Income (I+II+III+IV)			6,757,650		26,763,098
VI	Expenses					
	Cost of Material Consumed		-		-	
	Excise Duty		-		-	
	Purchases of Stock-in-Trade	24	5,178,974		14,889,677	
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	25	206,795		7,627,595	
	Employee Benefits Expenses	26	314,650		630,470	
	Finance Costs	27	1,700		1,264	
	Depreciation and Amortization Expense	28	-		-	
	Impairment losses		-		-	
	Net Loss on de-recognition of financial assets at amortized cost		-		-	
	Net Loss on reclassification of financial assets		-		-	
	Other Expenses	29	990,869		3,340,524	
	Total Expense (VI)			6,692,988		26,489,530
VII	Profit/(Loss) before Exceptional items and Tax (V- VI)			64,662		273,568
VIII	Exceptional Items			-		-
IX	Profit Before Tax (VII-VIII)			64,662		273,568
X	Tax Expense:					
	(a) Current Tax		17,980		-	
	(b) Deferred Tax		-		-	
			-		-	
				17,980		-
XI	Profit for the Period from Continuing Operations (IX - X)			46,682		273,568
XII	Profit/(Loss) for the Period from Discontinuing Operations			-		-
XIII	Tax Expense of Discontinuing Operations			-		-
XIV	Profit/(Loss) from Discontinuing Operations (After Tax) (XII-XIII)			-		-
XV	Profit for the Period (XI + XIV)			46,682		273,568
XIV	Other Comprehensive Income					
	(A)(i) Items that will not be reclassified to profit or loss			-		-
	(ii) Income tax relating to items that will not be reclassified to profit and loss			-		-
	(B)(i) Items that will be reclassified to profit or loss to profit and loss			-		-
	(ii) Income tax relating to items that will be reclassified to profit and loss			-		-
				-		-
XVI	Total Comprehensive Income for the period (XV+ XIV) (Comprising Profit/(loss) and other Comprehensive Income for the period)			46,682		273,568
XVII	Earnings Per Equity Share (For Continuing Operation) :	30				
	(a) Basic			0.02		0.12
	(b) Diluted			0.02		0.12
XVIII	Earnings Per Equity Share (For Discontinuing Operation):	30				
	(a) Basic			-		-
	(b) Diluted			-		-
XIX	Earnings Per Equity Share (For Continuing and Discontinuing	30				
	(a) Basic			0.02		0.12
	(b) Diluted			0.02		0.12
	Significant Accounting Policies	1				

As per our separate report of even date
See accompanying notes to the financial statements
For, Gopal C. Shah & Co
Chartered Accountants
Firm No.103296W

For & on behalf of the Board ,
CHANDRIMA MERCANTILES LIMITED

Sd/-
(Gopal C. Shah)
Proprietor
M. No. 34967
Place : AHMEDABAD
Date : 5/29/2018

Sd/-
Managing Director
Director

STATEMENT OF CHANGES IN EQUITY

CHANDRIMA MERCANTILES LIMITED

(CIN:L51909GJ1982PLC086535)

Statement of Changes in Equity for the period ended 31st March, 2018

A. Equity Share Capital

(Amounts in INR)

	Changes in equity share capital during the year	Balance at the end of the reporting period
Balance at the beginning of the reporting period		
1st April, 2016		22,113,000.00
31st March, 2017		22,113,000.00
31st March, 2018		22,113,000.00

B. Other Equity

(Amounts in INR)

	Reserves and Surplus					Total
	Special Reserve	Capital Reserve	Securities Premium Reserve	Other Reserves (Surplus balance of Profit & loss Account)	Retained Earnings	
Reporting as at 1st April, 2016						
Balance at the beginning of the reporting period	519540.00	-	7,344,000.00	3,214,204.00	-	11,077,744.00
Changes in accounting policy or prior period errors	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	273,568.00	-	273,568.00
Dividends	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-
Any other change (Written off)	-	-	-	-	-	-
Balance at the end of 31st March, 2017	519,540.00	-	7,344,000.00	3,487,772.00	-	11,351,312.00
						-
Reporting as at 1st April, 2017						-
Balance at the beginning of the reporting period	519,540.00	-	7,344,000.00	3,487,772.00	-	11,351,312.00
Changes in accounting policy or prior period errors	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	46,682.00	-	46,682.00
Dividends	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-
Any other change (Written off)	-	-	-	36,396.00	-	36,396.00
Balance at the end of the March 2018	519,540.00	-	7,344,000.00	3,498,058.00	-	11,361,598.00

CHANDRIMA MERCANTILES LIMITED
Notes to financial statements for the year ended March 31, 2018

Note 2 - Equity Share Capital

(Amount in INR)

Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
Authorised :			
25,50,000 Equity Shares (Previous Year 2,50,000) of Rs. 10/- each	25,50,000	25,50,000	25,50,000
TOTAL	<u>25,50,000</u>	<u>25,50,000</u>	<u>25,50,000</u>
Issued, Subscribed and Paid-up :			
2211300 Equity Shares (Previous Year 245700) of Rs. 10/- each	22,113,000	22,113,000	22,113,000
300000 Preference Shares (Previous Year 300000) of Rs. 10/- each	3,000,000	3,000,000	3,000,000
Add : Share Forfeited (Current year Trf to Reserve)			
Less : Calls in arrears	-		
TOTAL	<u>25,113,000</u>	<u>25,113,000</u>	<u>25,113,000</u>

(b) Detailed note on the terms of the rights, preferences and restrictions relating to each class of shares including restrictions on the distribution of dividends and repayment of capital.

- i) The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. During the year ended 31st March 2018, the Company has not declared any dividend.
- ii) In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

(c) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
No. of shares at the beginning of the year	2,511,300	2,511,300	245,700
Add: Issue of Shares during the year			
Subscriber to the Memorandum	-	-	2,265,600
Private Placement	-		
	<u>2,511,300</u>	<u>2,511,300</u>	<u>2,511,300</u>
Less: Forfeiture of Shares during the Year	-		
No. of shares at the end of the year	<u>2,511,300</u>	<u>2,511,300</u>	<u>2,511,300</u>

(d) Aggregate details for five immediately previous reporting periods for each class of shares

Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
- No. of shares allotted as fully paid up pursuant to contracts without payment being received in cash	-	-	-
- No. of shares allotted as fully paid by way of Bonus Shares	-	-	-
- No. of shares bought back	-	-	-

(e) Details of shareholders holding more than 5% shares in the company

No. of Shares held by	As at March 31, 2018		As at March 31, 2017		As at March 31, 2016	
	Nos.	%	Nos.	%	Nos.	%
Roshanlal D Aggarwal	175,500	7.94%	-	0.00%	-	
Upendra Hiralal Dalal	171,000	7.73%	-	-	-	
Rajeshbhai R. Rajput	288,000	13.02%	-	-	-	
Bimehs Arvindbhai Jani	313,560	14.18%	-	-	-	

(f) Detailed note on shares reserved to be issued under options and contracts / commitment for the sale of shares / divestments including the terms and conditions.

The company does not have any such contract / commitment as on reporting date.

(g) Detailed terms of any securities convertible into shares, e.g. in the case of convertible warrants, debentures, bonds etc.

The company does not have any securities convertible into shares as on reporting date.

CHANDRIMA MERCANTILES LIMITED
Notes to financial statements for the year ended March 31, 2018

Note 3 - Other Equity

				(Amount in INR)
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016	
(i) Capital Reserve				
As per last Balance Sheet	-	-	-	
Add: Additions during the year (Share Forfeiture)	-	-	-	
Less: Utilised / transferred during the year	-	-	-	
Closing balance	-	-	-	
(ii) Securities premium account				
Opening balance	7,344,000	7,344,000	-	
Add : Premium on shares issued during the year	-	-	27,000,000	
Less : Utilised during the year for:	-	-	19,656,000	
Closing balance	7,344,000	7,344,000	7,344,000	
(ii) General Reserve				
As per last Balance Sheet	-	-	-	
Add: Transferred from Profit and Loss Account	-	-	-	
Less: Transferred to Profit and Loss Account	-	-	-	
Closing balance	-	-	-	
(iii) Special Reserve				
	519,540	519,540	519,540	
Closing balance	519,540	519,540	519,540	
(iv) Surplus in the Profit & Loss Account				
As per last Balance Sheet	3,487,772	3,214,204	3,130,523	
Add: Profit / (Loss) for the year	46,682	273,568	83,681	
Amount available for appropriations	3,534,454	3,487,772	3,214,204	
Appropriations:				
Add: Transferred from reserves	-	-	-	
Income Tax Refundable	36,396	-	-	
Closing balance	(36,396)	-	-	3,214,204
TOTAL	11,361,598	11,351,312	11,077,744	

**Note 4: Non Current Liabilities: Financial Liabilities :
Borrowing**

				(Amount in INR)
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016	
(a) Loans From Bank and Financial Institutions				
Secured Loans	-	-	-	
Unsecured Loans	-	-	-	
Term Loan from others	-	-	-	
Secured	-	-	-	
Unsecured	-	-	-	
(b) Loans and advances from related parties				
Secured	-	-	-	
Unsecured	-	-	-	
(c) Other Loan & Advances				
Secured Loans	-	-	-	
Unsecured Loans	-	-	-	
Dimpal Marodia	-	-	-	
Total	-	-	-	

**Note 5: Non- Current Liabilities: Financial Liabilities :
Payables**

				(Amount in INR)
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016	
(i) Trade Payable				
	-	-	-	
(ii) Others				
	-	-	-	
Total	-	-	-	

**Note 6: Non- Current Liabilities: Financial Liabilities :
Others**

				(Amount in INR)
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016	
(i) Trade Payable				
	-	-	-	
(ii) Others				
	-	-	-	
Total	-	-	-	

CHANDRIMA MERCANTILES LIMITED
Notes to financial statements for the year ended March 31, 2018

Note 7: Non Current : Provisions

(Amount in INR)			
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
(a) Provision for employee's benefits	-	-	-
(b) Others (Specify)	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>

Note 8: Other Non- Current Liabilities

(Amount in INR)			
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
(i)	-	-	-
(ii)	-	-	-
Total	<u>-</u>	<u>-</u>	<u>-</u>

Note 9: Current Liabilities: Financial Liabilities : Borrowing

(Amount in INR)			
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
(a) Loans repayable on demand			
From banks			
Secured	-	-	-
Unsecured	-	-	-
From Other parties	-	-	-
(b) Loans and advances			
Secured	-	-	-
Unsecured	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>

Note 10: Current liabilities: Financial Liabilities : Trade Payables

(Amount in INR)			
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
Current payables (including acceptances) outstanding for less than 12 months	-	1,314,198	-
Others payables	-	-	-
	<u>-</u>	<u>1,314,198</u>	<u>-</u>

Note 11: Current liabilities: Financial Liabilities : Others

(Amount in INR)			
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
Outstanding Salary			198,000
Audit Fees Payable			
Duties & taxes			
TOTAL	<u>-</u>	<u>-</u>	<u>198,000</u>

Note 12: Other Current Liabilities

(Amount in INR)			
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
	-	-	-
TOTAL	<u>-</u>	<u>-</u>	<u>-</u>

Note 13 - Current Liabilities : Provisions

(Amount in INR)			
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
Provision for Audit Fees	25,000	40,000	60,000
Provision for Accounting Fees	20,000	-	40,000
Provision for Taxation	17,980	37,420	37,420
TOTAL	<u>62,980</u>	<u>77,420</u>	<u>137,420</u>

CHANDRIMA MERCANTILES LIMITED
Notes to financial statements for the year ended March 31, 2018

Note 15 - Trade Receivables

(Amount in INR)			
(a) Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
(i) Due for a period exceeding six months			
- Unsecured, considered good	-	-	-
- Doubtful	-	-	-
Less: Provision for Doubtful Debts	-	-	-
	-	-	-
(ii) Others			
- Unsecured, considered good	3,404,508	7,663,742	1,889,540
Other Receivables	-	-	-
- Doubtful	-	-	-
Less: Doubtful Debts Writtewn off	-	-	-
	3,404,508	7,663,742	1,889,540
TOTAL	<u>3,404,508</u>	<u>7,663,742</u>	<u>1,889,540</u>

Note 19 - Cash & Cash equivalents

(Amount in INR)			
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
(a) Cash & Cash Equivalents			
(i) Balances with Banks :			
Bank Accounts	10,228	259,113	682,197
(ii) Cash-on-hand	168,981	47,601	225,548
(iii) Cheques & Drafts on-hand	-	-	-
(iv) Others - Stamps on Hand	-	-	-
(b) Other Bank Balances			
- Margin Money or Security Deposit	-	-	-
- Repatriation Restrictions	-	-	-
- Deposit Accounts more than 3 month maturity	-	-	-
- Deposit Accounts more than 12 month maturity	-	-	-
TOTAL	<u>179,209</u>	<u>306,714</u>	<u>907,745</u>

Note 20 - Current Assets: Financial Assets: Loans

(Amount in INR)			
(a) Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
(i) Security deposits			
Secured, considered good	-	-	-
Unsecured, considered good	-	-	-
Doubtful	-	-	-
	-	-	-
(ii) Inter-corporate deposits			
Secured, considered good	-	-	-
Unsecured, considered good	-	-	-
Doubtful	-	-	-
	-	-	-
(iii) Share Application Money Given			
(iv) Advance income tax and TDS - Unsecured, considered good			
	-	-	-
	-	-	-
(v) Others			
Secured, considered good	-	-	-
Unsecured, considered good	-	-	-
Amit Mondal	240,000	-	-
Bimala Bera	480,000	-	-
Jayesh Santoki	760,000	-	-
Mukund M Shah	2,000,000	-	-
Nitinkumar Shroff	5,500,000	-	-
	8,980,000	-	-
Less: Provision for Doubtful Debts	-	-	-
TOTAL	<u>8,980,000</u>	<u>-</u>	<u>-</u>

Note 21: Other Current Assets

(Amount in INR)			
Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
Income Tax Refundable	-	36,396	41,286
Interest Receivable	1,542,938	1,542,938	1,542,938
TDS	511,168	511,168	550,510
	2,054,106	2,090,502	2,134,734
TOTAL	<u>2,054,106</u>	<u>2,090,502</u>	<u>2,134,734</u>

CHANDRIMA MERCANTILES LIMITED
Notes to financial statements for the year ended March 31, 2018

Note 22 - Revenue from Operations

(Amount in INR)		
Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Sales	6,457,650	26,409,018
TOTAL	6,457,650	26,409,018

Note 23 - Other Income

(Amount in INR)		
Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Interest Received	300,000	354,080
TOTAL	300,000	354,080

Note 24 - Purchases

(Amount in INR)		
Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Purchase	5,178,974	14,889,677
TOTAL	5,178,974	14,889,677

Note 25 - Changes in inventories of finished goods, work in progress and stock in trade

(Amount in INR)		
Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
<u>Inventories at the end of the year:</u>		
Finished goods	-	-
Work-in-progress	-	-
Stock-in-trade	-	206,795
	-	206,795
<u>Inventories at the beginning of the year:</u>		
Finished goods	-	-
Work-in-progress	-	-
Stock-in-trade	206,795	7,834,390
	206,795	7,834,390
	206,795	7,627,595

Note 26 - Employee Benefit Expenses

(Amount in INR)		
Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Salary	314,650	630,470
TOTAL	314,650	630,470

Note 27 - Financial Costs

(Amount in INR)		
Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Bank Charges	1,700	1,264
TOTAL	1,700	1,264

Note 28 - Depreciation & Amortised Cost

(Amount in INR)		
Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Depreciation	-	-
TOTAL	-	-

CHANDRIMA MERCANTILES LIMITED
Notes to financial statements for the year ended March 31, 2018

Note 29 - Other Expenses

(Amount in INR)		
Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Listing Fees	-	2,625,000
Audit Fees	25,000	95,000
Accounting Fees	20,000	
CDSL Charges	2,950	6,433
Bse Fees	541,600	-
NSDL Charges	56,640	2,875
Travelling Expenses	-	38,100
Other Expenses	4,572	279,009
Electric Exp.	5,220	600
Merchant Banker Charges	81,000	-
Office Expenses	-	120,000
Professional Fees	54,700	-
Registrar Fees	72,980	949
CS Expenses	-	77,000
Rent Expenses	54,800	91,000
Telephone Expenses	7,657	4,558
TDS Interest Expenses	63,750	-
Round Off Expenses	-	-
TOTAL	<u>990,869</u>	<u>3,340,524</u>

Note 30 - Earnings Per Equity Share

(Amount in INR)		
Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
(a) Net profit after tax attributable to equity shareholders for		
Basic EPS	46,682	273,568
Add/Less: Adjustment relating to potential equity shares		-
Net profit after tax attributable to equity shareholders for	46,682	273,568
Diluted EPS		
(b) Weighted average no. of equity shares outstanding during the year		
For Basic EPS	2,211,300	2,211,300
(c) Face Value per Equity Share (Rs.)		
For Continuing Operation		
Basic EPS	0.02	0.12
Diluted EPS	0.02	0.12
For Discontinuing Operation		
Basic EPS	-	-
Diluted EPS	-	-
For Continuing & Discontinuing Operation		
Basic EPS	0.02	0.12
Diluted EPS	0.02	0.12

Note:

The figures of the previous year have been re-arranged, re-grouped and re-classified wherever necessary.

CHANDRIMA MERCANTILES LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
		Rs.		Rs.
CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before Tax for the year		46,682		273,568
Adjustments for :				
Transferred to reserve	-		-	
Depreciation	-		-	
Provision for taxation			-	
Income Tax Refundable	(36,396)		-	
Interest Paid			-	
		(36,396)		-
Operating Profit before Working Capital change		10,286		273,568
Adjustments for :				
Decrease/(Increase) in Receivables	4,259,234		(5,774,202)	
Decrease/(Increase) in Loans & Advances	(8,980,000)		(3,828,422)	
Decrease/(Increase) in Inventories	206,795		7,627,595	
Decrease/(Increase) in Short Term Loans & Advances	-		-	
Decrease/(Increase) in Other Current Assets	36,396		44,232	
Increase/(Decrease) in Payables	(1,314,198)		-	
Increase/(Decrease) in Current Liabilities	-		1,116,198	
Increase/(Decrease) in Provisions	(14,440)	(5,806,213)	(60,000)	(874,599)
Cash Generated From Operations		(5,795,927)		(601,031)
Income Tax		-		-
NET CASH FROM OPERATING ACTIVITIES Total (A)		(5,795,927)		(601,031)
CASH FLOW FROM INVESTING ACTIVITIES				
Fixed Asset Purchase/sale	-		-	
Non Current Investment	-		-	
Current Investment	-		-	
Non Current Assets Sold	-		-	
Interest Received			-	
NET CASH USED IN INVESTING ACTIVITIES Total (B)		-		-
CASH FLOW FROM FINANCING ACTIVITIES				
Share Application Money				
Increase In Capital	-		-	
Long Term Borrowing	-		-	
Interest Received	-		-	
Long Term Loans & Advances	5,668,422		-	
NET CASH FROM FINANCING ACTIVITIES Total (C)		5,668,422		-
Net Increase/(Decrease) in Cash and Cash Equivalents Total (A+B+C)		(127,505)		(601,031)
Cash and Cash Equivalents -- Opening Balance		306,714		907,745
Cash and Cash Equivalents -- Closing Balance		179,209		306,714
		-		-

Note: Previous year's figures have been regrouped/rearranged wherever considered necessary.

As per our separate report of even date

See accompanying notes to the financial statements

For, Gopal C. Shah & Co

Chartered Accountants

Firm No.103296W

**For & on behalf of the Board,
CHANDRIMA MERCANTILES LIMITED**

Sd/-

(Gopal C. Shah)

Proprietor

M. No. 34967

Place : AHMEDABAD

Date : 29/05/2018

Sd/-

Manging Director

Sd/-

Director

CHANDRIMA MERCANTILES LIMITED

(CIN: L51909GJ1982PLC086535)

Reg. off: 322, Madhvpura Gunj Bazar, Madhvpura, Ahmedabad, GJ - 380004.

Ph no: +91- 9328523122, EmailId:chandrimamercantile@gmail.com,

Website:www.chandrimamercantiles.com

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall

I hereby record my presence at the Annual General Meeting of Chandrima Mercantiles Limited held on Saturday, 29th September, 2018 at 12:00 P.M. at 322, Madhvpura Gunj Bazar, Madhvpura, Ahmedabad, GJ - 380004.

DP ID	Client ID	Folio No.	No. of Shares held

Full Name of Shareholder (In Block Letters)

Signature

Full Name of Proxy (In Block Letters)

Signature

CHANDRIMA MERCANTILES LIMITED

PROXY FORM

**[Pursuant to Section 105(6) of the Companies Act 2013 and Rule 19(3)
of the companies (Management and Administration) Rules, 2014]
(CIN: L51909GJ1982PLC086535)**

NAME OF THE COMPANY: CHANDRIMA MERCANTILES LIMITED

REGISTERED OFFICE: 322, Madhvpura Gunj Bazar, Madhvpura, Ahmedabad, GJ-380004

Name of the Member(s)

Registered Address:

Email id

Folio No/Client Id & DP Id:

I/We, being the Member(s), holding shares of CHANDRIMA
MERCANTILES LIMITED, hereby appoint,

- 1.Name :
Address :
Email Id :
Signature :; or failing him
- 2.Name :
Address :
Email Id :
Signature :; or failing him

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual
General Meeting of the Company, to be held on Saturday, 29th day of September, 2018 at 12:00
A.M. at 322, Madhvpura Gunj Bazar, Madhvpura, Ahmedabad, GJ-380004 and at any
adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Resolution:-

- 1.To consider and adopt Audited Financial Statement, Report of the Board of Directors and Auditors.
- 2.To appoint Directors in place of Directors retiring by rotation
- 3.To Ratify the appointment of Auditors of the Company and fixing their remuneration.

Special Resolution:-

- 4.Delisting from Calcutta stock Exchange

Signed this day of 2018

.....
Signature of the Shareholder

.....
Signature of Proxy Holder(s)

Affix Revenue Stamp of Rs.1/-
--

**Notes: This form of proxy in order to be effective should be duly completed and
deposited at the Registered Office of the Company not less than 48 Hours before
the commencement of the meeting.**