



SELLWIN TRADERS LIMITED

REGD. OFFICE :-

157, RABINDRA SARANI, 1ST FLOOR,

KOLKATA - 700 007 (W. B.) INDIA

Phone : +91 33 3262 2007

www.sellwinindia.com • E-mail : selltl_1980@yahoo.co.in

CIN : L51909WB1980PLC033018

Date: 14 SEP 2017

To,
BSE Limited,
Department of Corporate Filings,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Ref: Sellwin Traders Limited, Scrip Code: 538875

Sub: Submission of Annual Report for the Financial Year 2016-17 in compliance with Regulation 34(1) of SEBI (LODR) Regulations, 2015.

Dear Sir/Madam,

This has reference to captioned subject, we are submitting herewith **Annual Report** for Financial Year 2016-17 in PDF format in compliance with Regulation 34(1) of SEBI (LODR) Regulations, 2015.

Kindly take the same on record. Please acknowledge the receipt of the same.

Thanking you,

Yours Faithfully,

For Sellwin Traders Limited

N. Sharma

Navin Chandra Sharma

Managing Director

DIN : 00081104

Encl.: As above

C.C. To : The Calcutta Stock Exchange Limited





**S E L L W I N
T R A D E R S
L I M I T E D**

**2016 - 2017
ANNUAL REPORT**

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:: BOARD OF DIRECTORS ::

Shri Navin Chandra Sharma	Managing Director
Shri Kailash Chandra Sharma	Non-Executive Director
Smt. Nirmla Devi Sharma	Non-Executive Director
Shri Kamal Kishor Mundhra	Independent Director
Shri Mahendra Gulgulia	Independent Director
Shri Kishan Lal Bhansali (w.e.f. 30.01.2017)	Additional Independent Director
Shri Anand Kumar Jain (upto 30.01.2017)	Independent Director

:: AUDITORS ::

M/s. Maroti & Associates

Chartered Accountants

9/12, Lalbazar Street, Block-'E', 3rd Floor,

Room No.2, Kolkata - 700 001

Tel.: +91 33 2231 9392 / 9391; Fax: +91 33 2243 8371

E-mail: mkmaroti@gmail.com

:: BANKERS ::

HDFC Bank Ltd.

:: REGISTERED OFFICE ::

157, Rabindra Sarani, 1st Floor,

Kolkata – 700 007 (W.B.) India

Tel.: +91 33 3262 2007

E-mail: selltd_1980@yahoo.co.in; info@sellwinindia.com

Website: www.sellwinindia.com

CIN: L51909WB1980PLC033018

:: REGISTRARS AND SHARE TRANSFER AGENTS ::

Niche Technologies Pvt. Ltd.

D-511, Bagree Market,

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

Kolkata - 700 001

Tel.: +91 33 2235 7270 / 7271

Fax: +91 33 2215 6823

E-mail: nichetechpl@nichetechpl.com

:: COMPANY SECRETARY & COMPLIANCE OFFICER ::

Mrs. Sneha Gupta

E-mail: info@sellwinindia.com

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:: BOARD'S REPORT ::

To

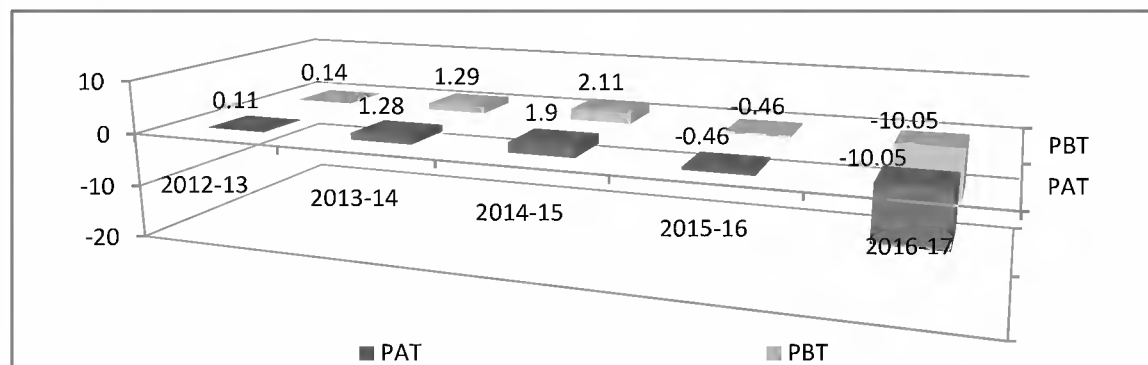
The Members,

Your Directors have pleasure in presenting the **Annual Report** of the Company together with Audited Accounts for the year ended on **31st March, 2017**.

1. Financial Results :

Rs. In Lakhs

	CURRENT YEAR	PREVIOUS YEAR
Sales and Other Income	0.06	8.90
Profit before depreciation, taxation & Exceptional Items	(10.02)	(0.37)
Less: Depreciation	0.03	0.09
Less : Current Tax	0.00	0.00
Less : Mat Credit	0.00	0.00
Less : Mat Credit for earlier year	0.00	0.00
Less: Deferred Tax	0.00	0.00
Less : Exceptional Items	0.00	0.00
Profit after taxation	(10.05)	(0.46)
Add: Balance brought forward from previous year	(4.59)	(4.12)
Surplus available for appropriation	0.00	0.00
Appropriations	0.00	0.00
Transitional Provision for Depreciation	0.00	0.00
Prior period Income Tax adjusted	0.00	(0.01)
Balance carried to Balance sheet	(14.64)	(4.59)



Graph showing Profit Before Tax (PBT) and Profit After Tax (PAT) for last five years.

Sellwin Traders Limited

2. Financial Position:

During the year under review, the Company has made Loss of Rs. 10.05 lakh during the year and loss of Rs. 0.46 lakh in the preceding year. Your Directors are identifying prospective areas and will make appropriate investments that will maximise the revenue of the company in the current Financial Year.

3. Dividend :

In view of inadequate profit, your Directors regrets their inability to recommend any dividend for the year.

4. Share Capital :

The paid-up equity capital as on March 31, 2017 was Rs. 820 lakhs. The Company has not issued shares with differential voting rights nor granted stock options no sweat equity.

5. Transfer to reserves :

No amount was transferred to the General Reserve during the period 1st April, 2016 to 31st March, 2017.

6. Disclosure under sexual harassment of women at workplace :

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

7. Corporate Social Responsibility :

The Provisions of section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility are not applicable to the company.

8. Risk Management :

Although the company has long been following the principle of risk minimization as is the norm in every industry, it has now become a compulsion. The Board members were informed about risk assessment and after which the Board formally adopted and implemented the necessary steps for monitoring the risk management plan for the company.

9. Auditor :

Statutory Audit:

The observation made in the Auditors' Report read together with relevant notes thereon are self explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

M/s. Maroti & Associates, Chartered Accountants (Firm Registration Number: 322770E), who are the Statutory Auditors of the Company, will hold office up to the ensuing Annual General Meeting.

Secretarial Audit:

As required under section 204 (1) of the Companies Act, 2013 the Company has obtained a secretarial audit report.

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Sri Aditya Kumar Daga,

Sellwin Traders Limited

Company Secretary in practice (C.P. No. 14266) to undertake the Secretarial Audit of the Company for the financial year 2016-17 & 2017-18. The Secretarial Audit report for the financial year ended 31st March, 2017 is annexed herewith as "Annexure A" to this report. The observation of Secretarial Auditor are clarified as under :

- a) The Company has not appointed Chief Financial Officer (CFO) as required under Section 203 of the Companies Act, 2013.

10. Directors and Key Managerial Personnel's:

Pursuant to the provisions of Section 149 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, and in accordance with the Listing Regulations and based on the recommendations made by Nomination and Remuneration Committee, Mr. Anand Kumar Jain (DIN 06867391) resigned from the Board w.e.f. 30th January, 2017 and in consequently Mr. Kishan Lal Bhansali (DIN 01344410) has been appointed as Independent Director of the Company w.e.f. 30th January, 2017.

Director Mr. Navin Chandra Sharma (DIN: 00081104) retire by rotation and, being eligible, offer himself for re appointment.

Approval of members is being sought for re-appointment of Mr. Kamal Kishor Mundhra (DIN: 00084442) and Mr. Mahendra Gulgulia (DIN: 02035024) as an Independent Directors of the Company for the period of five years effective from September 1, 2017, to August 31, 2022 as set out in explanatory statement annexed to the notice convening this Meeting.

All Independent Directors have given their declaration that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and Listing Regulations.

In accordance with the provisions of Section 203 of the Companies Act, 2013, the following were the Whole time Key Managerial Personnel (KMPs) of your company as on March 31, 2017:

1. Mr. Navin Chandra Sharma- Managing Director
2. Mrs. Sneha Gupta- Company Secretary

The brief resume/ details relating to Directors who are to be appointed/ re-appointed are furnished in the Notice of the ensuing AGM.

11. Compliance :

Corporate Governance And Management Discussion & Analysis Report:

Pursuant to Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchange, the Report on Corporate Governance together with Auditors view and management discussion & analysis report regarding compliance of the SEBI code of Corporate Governance is annexed herewith.

12. Acceptance of Deposit :

Your Company has not accepted any deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 as amended.

13. Loans, Guarantee or Investments :

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. The details of the investments made by company is given in the notes to the financial statements.

14. Internal Control System and Their Adequacy :

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board and to maintain its objectivity and independence, the Audit Committee reports to the Chairman of the Audit Committee and & to the Board Chairman & Managing Director.

15. Board of Directors performance evaluation :

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Stakeholders Relationship, Nomination & Remuneration Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

16. Remunerations 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. The Remuneration Policy is stated in the Corporate Governance Report.

17. Board & Committee Meetings :

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year 13 (Thirteen) meeting of the Board of directors was held and the details of which are given in the Corporate Governance Report annexed hereto. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

18. Related Party Transactions :

All related party transactions that were entered into during the financial year were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. The policy is available on the website of the company (<http://www.sellwinindia.com/file/2016/may/PolicyofRelatedPartyTransaction.pdf>).

Pursuant to the requirement of sub section 5 of section 134 of the Companies Act, 2013 ('the Act') and based on the representations received from the operating management, the Directors hereby confirm that:

Sellwin Traders Limited

- i. In preparation of the annual accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures.
- ii. The Directors have selected such accounting policies and have applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the Company for that period.
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The Directors have prepared the annual accounts ongoing concern basis.
- v. The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi. The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

19. Subsidiary Companies :

The Company does not have any subsidiary, hence the compliance of provisions of section 129(3) of the Companies Act, 2013 are not applicable.

20. Code of Conduct :

The Board of Directors has a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Code has been posted on the Company's website. The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

The Code gives guidance through examples on the expected behaviour from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management Personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

21. Vigil Mechanism :

In pursuant to the provisions of section 177 of the Companies Act, 2013 and SEBI Listing Regulations, the Company has a vigil mechanism to deal with issuance of fraud and mismanagement, if any. In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

22. Directors' Responsibility Statement :

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

23. Prevention of Insider Trading :

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

24. Extract of Annual Return :

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

25. Managerial Remuneration/Particulars of Employees :

Due to poor financial position of the company, you company is not paying any remuneration to its directors, so the information required pursuant to Section 197(12) read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not provided as there are no data to be inserted.

There are no employees who are in receipt of remuneration in excess of limit prescribed under section 134(3) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended.

26. Statutory Information:

Particulars required to be furnished by the Companies (Accounts) Rules, 2014:

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

27. Policy to Prevent Sexual Harassment at the Work Place:

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

28. Acknowledgements:

The Board wishes to place on record their gratitude for the co-operation and assistance received from all those who contributed by some means or other for the performance of the company and expect the same in the future.

For and on behalf of the Board

Place : Kolkata

Kailash Chandra Sharma

Navin Chandra Sharma

Date : 22nd day of May, 2017

Director

Managing Director

(DIN :: 00081202)

(DIN :: 00081104)

:: SECRETARIAL AUDIT REPORT ::

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To
The Members
M/s. Sellwin Traders Ltd.
157, Rabindra Sarani, 1st Floor,
Kolkata – 700007.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Sellwin Traders Limited (CIN: L51909WB1980PLC033018)** (hereinafter called “the company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

1. The Companies Act, 2013(the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) :-

Sellwin Traders Limited

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to the extent applicable to the Company during the period under review;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not applicable to the Company during the Audit Period);**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2014 notified on 28th October, 2014 **(Not applicable to the Company during the Audit Period);**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period);**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the Audit Period);**
6. I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof the Company has complied with the following laws applicable specifically to the Company:

1. Indian Contract Act, 1872.

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

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

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

1. The Company has not appointed Chief Financial Officer (CFO) as required under Section 203 of the Companies Act, 2013.

Sellwin Traders Limited

I further report that

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

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

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

I further report that as represented by the Company and relied upon by me 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.

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

Aditya Kumar Daga
Practising Company Secretaries

CS Aditya Kumar Daga
(Proprietor)
Mem No. : A37778
C. P. No. : 14266

Place: Kolkata
Date: 22.05.2017

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

:: Annexure 'I' to the Secretarial Audit Report ::

To
The Members
M/s. Sellwin Traders Ltd.
157, Rabindra Sarani
1st Floor, Kolkata – 700007.

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

Aditya Kumar Daga
Practising Company Secretaries

CS Aditya Kumar Daga
(Proprietor)
Mem No. : A37778
C. P. No. : 14266

Place: Kolkata
Date: 22.05.2017

ANNEXURE - B TO THE BOARDS REPORT

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

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

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

I. REGISTRATION AND OTHER DETAILS:

- i) CIN : L51909WB1980PLC033018
- ii) Registration Date : 29.09.1980
- iii) Name of the Company : SELLWIN TRADERS LIMITED
- iv) Category/Sub-Category of the Company : Company Limited by Shares
- v) Address of the Registered office and contact details : Registered Office:
157,Rabindra Sarani,1st Floor,
Kolkata-700007 (West Bengal) India
- vi) Whether listed company : YES
- vii) Name, Address and Contact details of Registrar and Transfer Agent :
Niche Technologies Pvt. Ltd.
D-511, Bagree Market,
71, B.R.B.B. Road, 5th Floor,
Kolkata-700001(West Bengal) India
Tel.: 033 2235 7270 / 7271
Fax : 033 2215 6823

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
Not Applicable			

Sellwin Traders Limited

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
The company has not any subsidiary company.					

IV. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

i) CATEGORY-WISE SHARE HOLDING :

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
INDIAN									
INDIVIDUALS/ HINDU UNDIVIDED FAMILY	31750	0	31750	0.387	31750	0	31750	0.387	0%
CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)	0	0	0	0	0	0	0	0	0%
BODIES CORPORATE	2130800	0	2130800	25.985	2130800	0	2130800	25.985	0%
FINANCIAL INSTITUTIONS/ BANKS	0	0	0	0	0	0	0	0	0%
ANY OTHER (SPECIFY)	0	0	0	0	0	0	0	0	0%
SUB-TOTAL (A)(1)	2162550	0	2162550	26.373	2162550	0	2162550	26.373	0%
FOREIGN									
NRIs - Individuals	0	0	0	0	0	0	0	0	0%
Other – Individuals	0	0	0	0	0	0	0	0	0%
BODIES CORPORATE	0	0	0	0	0	0	0	0	0%
INSTITUTIONS	0	0	0	0	0	0	0	0	0%
ANY OTHER (SPECIFY)	0	0	0	0	0	0	0	0	0%
SUB-TOTAL(A)(2)	0	0	0	0	0	0	0	0	0%
TOTAL SHAREHOLDING OF PROMOTER AND PROMOTER GROUP (A)= (A)(1)+(A)(2)	2162550	0	2162550	26.373	2162550	0	2162550	26.373	0%

Sellwin Traders Limited

PUBLIC SHAREHOLDING									
INSTITUTIONS									
MUTUAL FUNDS	0	0	0	0	0	0	0	0	0%
FINANCIAL INSTITUTIONS/ BANKS	0	0	0	0	0	0	0	0	0%
CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)	0	0	0	0	0	0	0	0	0%
VENTURE CAPITAL FUNDS	0	0	0	0	0	0	0	0	0%
INSURANCE COMPANIES	0	0	0	0	0	0	0	0	0%
FOREIGN INSTITUTIONAL INVESTORS	0	0	0	0	0	0	0	0	0%
FOREIGN VENTURE CAPITAL INVESTORS	0	0	0	0	0	0	0	0	0%
ANY OTHER (SPECIFY)	0	0	0	0	0	0	0	0	0%
SUB-TOTAL (B)(1)	0	0	0	0	0	0	0	0	0%
NON-INSTITUTIONS									
BODIES CORPORATE	4505670	1447900	5953570	72.605	4505670	1447900	5953570	72.605	0%
INDIVIDUALS - I. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UP TO RS. 1 LAKH.	6862	14200	21062	0.257	6857	14200	21057	0.257	0%
II. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 1 LAKH.	22638	40180	62818	0.766	22638	40180	62818	0.766	0%
ANY OTHER (SPECIFY) Clearing Mem / Clearing Cor	0	0	0	0	5	0	5	0	0%
NRI's	0	0	0	0	0	0	0	0	0%
SUB-TOTAL (B)(2)	4535170	1502280	6037450	73.627	4535170	1502280	6037450	73.627	0%
TOTAL PUBLIC SHAREHOLDING (B)=(B)(1)+(B)(2)	4535170	1502280	6037450	73.627	4535170	1502280	6037450	73.627	0%
TOTAL (A)+(B)	6697720	1502280	8200000	100	6697720	1502280	8200000	100	0%
SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED	0	0	0	0	0	0	0	0	0%
GRAND TOTAL (A)+(B)+(C)	6697720	1502280	8200000	100	6697720	1502280	8200000	100	0%

Sellwin Traders Limited

(ii) SHAREHOLDING OF PROMOTERS :

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			Shares of % change in share holding during the year
		No. of Shares	% of total Shares of company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of company	% of Shares Pledged / encumbered to total shares	
1	Kashyap Commdeal Pvt.Ltd.	934000	11.390	0	934000	11.390	0	0%
2	Meghshree Credit Pvt.Ltd.	1196800	14.595	0	1196800	14.595	0	0%
3	Kailash Chandra Sharma	10250	0.125	0	10250	0.125	0	0%
4	Navin Chandra Sharma	15500	0.189	0	15500	0.189	0	0%
5	Nirmala Devi Sharma	6000	0.073	0	6000	0.073	0	0%
	Total	2162550	26.373	0	2162550	26.373	0	0%

(iii) CHANGE IN PROMOTERS' SHAREHOLDING:

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1.	Kashyap Commdeal Pvt. Ltd. At the beginning of the year	934000	11.390	0	0
	Increase / (Decrease) in Promoters Share holding during the year.	0	0	0	0
	At the End of the year	934000	11.390	934000	11.390
2.	Meghshree Credit Pvt. Ltd. At the beginning of the year	1196800	14.595	1196800	14.595
	Increase / (Decrease) in Promoters Share holding during the year.	0	0	0	0
	At the End of the year	1196800	14.595	1196800	14.595
3.	Kailash Chandra Sharma At the beginning of the year	10250	0.125	10250	0.125
	Increase / (Decrease) in Promoters Share holding during the year.	0	0	0	0
	At the End of the year	10250	0.125	10250	0.125
4.	Navin Chandra Sharma At the beginning of the year	15500	0.189	15500	0.189
	Increase / (Decrease) in Promoters Share holding during the year.	0	0	0	0
	At the End of the year	15500	0.189	15500	0.189

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5.	Nirmala Devi Sharma At the beginning of the year	6000	0.073	6000	0.073
	Increase / (Decrease) in Promoters Share holding during the year.	0	0	0	0
	At the End of the year	6000	0.073	6000	0.073

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS

(OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1	BAJORIA DISTRIBUTORS PVT. LTD. At the beginning of the year	1770000	21.585		
	Increase / (Decrease) in Shareholding during the year:	0	0	0	0
	At the end of the year			1770000	21.585
2	ALLIED TREXIM PVT. LTD. At the beginning of the year	800000	9.756		
	Increase / (Decrease) in Shareholding during the year:	0	0	0	0
	At the end of the year			800000	9.756
3	MOONVIEW TREXIM PVT. LTD. At the beginning of the year	789470	9.628		
	Increase / (Decrease) in Shareholding during the year:	0	0	0	0
	At the end of the year			789470	9.628
4	BOSER MERCANTILES PVT. LTD. At the beginning of the year	403200	4.917		
	Increase / (Decrease) in Shareholding during the year: Transfer 17.02.2016	0	0	0	0
	At the end of the year			403200	4.917
5	SUTLAJ SALES PVT. LTD. At the beginning of the year	402000	4.902		

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	Increase / Decrease in Shareholding during the year:	0	0	0	0
	At the end of the year			402000	4.902
6	PLENTY NIRYAT PVT. LTD. At the beginning of the year	400000	4.878		
	Increase / (Decrease) in Shareholding during the year: Transfer 17.02.2016	0	0	0	0
	At the end of the year			400000	4.878
7	RESPONCE INVESTMENTS LTD. At the beginning of the year	364000	4.439		
	Increase / Decrease in Shareholding during the year:	0	0	0	0
	At the end of the year			364000	4.439
8	DIANA COMMODEAL PVT. LTD. At the beginning of the year	318200	3.880		
	Increase / (Decrease) in Shareholding during the year:	0	0	0	0
	At the end of the year			318200	3.880
9	ODYSEE VANIJYA PVT. LTD. At the beginning of the year	309600	3.776		
	Increase / (Decrease) in Shareholding during the year:	0	0	0	0
	At the end of the year			309600	3.776
10	MOONCLUB MERCHANTS PVT. LTD. At the beginning of the year	224000	2.732		
	Increase / (Decrease) in Shareholding during the year:	0	0	0	0
	At the end of the year			224000	2.732

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(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1	NAVIN CHANDRA SHARMA Managing Director At the beginning of the year	15500	0.189	0	0
	Increase / (Decrease) in Promoters Share holding during the year:	0	0.000	0	0
	At the End of the year			15500	0.189
2	KAILASH CHANDRA SHARMA Non-Executive Director At the beginning of the year	10250	0.125	0	0
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year			10250	0.125
3	NIRMALA DEVI SHARMA Non-Executive Director At the beginning of the year	6000	0.073	0	0
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year			6000	0.073
4	KAMAL KISHOR MUNDHRA Non-Executive Independent Director At the beginning of the year	0	0	0	0
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year	0	0	0	0
5	MAHENDRA GULGULIA Non-Executive Independent Director At the beginning of the year	0	0	0	0
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year	0	0	0	0
6	ANAND KUMAR JAIN (upto 30.01.2017) Non-Executive Independent Director At the beginning of the year	0	0	0	0
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year	0	0	0	0
7	KISHAN LAL BHANSALI (from 30.01.2017) Non-Executive Independent Director At the beginning of the year	0	0	0	0
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year	0	0	0	0

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8	SNEH GUPTA Company Secretary At the beginning of the year	0	0	0	0
	Increase / (Decrease) in Promoters Share holding during the year:	0	0	0	0
	At the End of the year	0	0	0	0

V. INDEBTEDNESS (Rs. In Lakhs)

INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING / ACCRUED BUT NOT DUE FOR PAYMENT

	Secured Loans excluding deposits	Unsecured Loans *	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year.				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year.				
Addition	0	0	0	0
Reduction	0	0	0	0
Net Change Indebtedness	0	0	0	0
At the end of the financial year.				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager	Total Amount
		Navin Chandra Sharma Managing Director	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,20,000	1,20,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission - as % of profit - others, specify	0	0
5	Others	0	0
	Total (A)	1,20,000	1,20,000

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B. REMUNERATION TO OTHER DIRECTORS:

(Amount in Rs.)

Sl. No.	Directors	Particulars of Remuneration			Total Amount
		Fee for attending Board / Board Committee Meetings	Commission	Others, Please Specify	
1	Independent Directors :				
	Kamal Kishor Mundhra	00	00	00	00
	Mahendra Gulgulia	00	00	00	00
	Anand Kumar Jain (upto 30.01.2017)	00	00	00	00
	Kishan Lal Bhansali (w.e.f. 30.01.2017)	00	00	00	00
	Total Amount (1)	00	00	00	00
2	Other Non-Executive Directors				
	Kailash Chandra Sharma	00	00	00	00
	Nirmala Devi Sharma	00	00	00	00
	Total Amount (2)	00	00	00	00
	Total (B) = (1+2)	00	00	00	00

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

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel	Total Amount
		Sneh Gupta, Company Secretary	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,80,000	1,80,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission - as % of profit - others, specify	0	0
5	Others, please specify	0	0
	Total (C)	1,80,000	1,80,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

:: ANNEXURE - TO THE DIRECTORS' REPORT ::

CORPORATE GOVERNANCE REPORT

In compliance of the provisions of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") a detailed Report on Corporate Governance is set out below.

A) Mandatory Requirements :

1) Company's Philosophy on Corporate Governance :

The Company is committed to good Corporate Governance. The Company fully realizes the rights of its shareholders to information on the performance of the Company and considers itself a trustee of its shareholders. The Company is of the view that Good Corporate Governance is an optimum mix of regulatory compliances as well as voluntary disclosures and practices.

The Company is focused on attaining the highest levels of transparency, fairness, accountability and integrity in its dealings with all the constituents of its business i.e. the stakeholders. Towards this end, substantial disclosures on the Board of Directors and its Committees, financial and stock performance has been made in this Annual Report.

2) Board of Directors :

a) Composition:

The Board comprises of executive and non-executive Directors of whom three are independent directors. The composition of the Board and other details relating to Directors are given below:

Name of the Director	Designation	Category of Directorship	No of other Directorship in other Companies		Membership of Board committees of other Companies
			Public	Private	
Mr. Navin Chandra Sharma	Managing Director	Executive & Promoter	--	17	--
Mr. Kailash Chandra Sharma	Director	Non-Executive & Promoter	--	14	--
Mrs. Nirmala Devi Sharma	Director	Non-Executive & Promoter	--	--	--
Mr. Kamal Kishor Mundhra	Director	Non-Executive Independent	--	16	--
Mr. Mahendra Kumar Gulgulia	Director	Non-Executive Independent	--	10	--
Mr. Anand Kumar Jain (upto 30.01.2017)	Director	Non-Executive Independent	--	--	--
Mr. Kishan Lal Bhansali (w.e.f. 30.01.2017)	Director	Non-Executive Independent	1	1	--

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b) Appointment/Reappointment of Directors

Mr. Navin Chandra Sharma who retires by rotation at this Annual General Meeting and is eligible, offers himself for re-appointment. Approval of members is being sought for re-appointment of Mr. Navin Chandra Sharma as Director of the company subsequent upon his retire by rotation.

c) Board Meeting Procedure:

The meetings of the Board of Directors are being held at regular intervals of not more than four months at the Company's Registered Office at Kolkata and are generally scheduled well in advance and the provisions under this Act and those under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are followed in this regard. The Board meets at least once in a quarter to review quarterly performance and financial results. Meetings are governed by a structured agenda. The Board members, in consultation with the Chairman, may bring up any matter for the consideration of the Board. All major agenda items are backed by comprehensive background information to enable the Board to take informed decisions.

The agenda of the meeting is prepared and circulated to the directors in advance. The Members of the Board have access to all information pertaining to the Company and are free to recommend inclusion of any matter in the agenda for the discussions. Senior Executives/Directors of the Group Company are invited to attend the Board meeting for discussion and providing inputs and their views, as and when required. During the financial year ending 31.03.2017, 13 (Thirteen) meeting of the Board of Directors were held on: 18.04.2016, 16.05.2016, 15.07.2016, 10.08.2016, 24.08.2016, 02.09.2016, 13.09.2016, 14.10.2016, 08.11.2016, 19.12.2016, 30.01.2017, 15.02.2017 and 20.03.2017 were held. At the Board meetings of the Company the directors are being provided information stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board has a formal schedule of matters reserved for its consideration, which includes reviewing performance. The Company has designated the required information system for the purpose.

d) Code of Conduct

The Board has laid down a Code of Conduct for all directors and senior management of the company. All directors and senior management personnel have affirmed compliance with the code for the year 2016-17.

e) Attendance of Directors :


The attendance record of Directors at Board Meeting and at the last Annual General Meeting during the financial year 2016-17 is as follows:


Name of the Director	Attendance at the Annual General Meeting held on 23rd August, 2016	Attendance at the Board Meetings held during the year Total Meetings Attended	As on 31.03.2017			
			No of other Directorship held in other companies		Chairmanship of Board committees of other Companies*	Membership of Board committees of other Companies
			Public	private		
Mr. Navin Chandra Sharma	Yes	13	--	17	--	--
Mr. Kailash Chandra Sharma	Yes	12	--	14	--	--
Mrs. Nirmala Devi Sharma	No	9	--	--	--	--

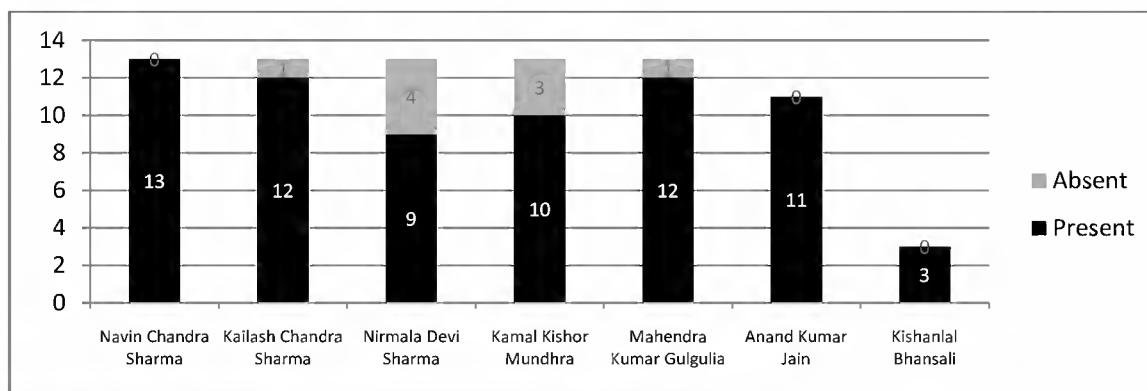
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Mr. Kamal Kishor Mundhra	No	10	--	16	--	--
Mr. Mahendra Kumar Gulgulia	Yes	12	--	10	--	--
Mr. Anand Kumar Jain (upto 30.01.2017)	Yes	11	--	--	--	--
Mr. Kishanlal Bhansali (w.e.f. 30.01.2017)	--	3	1	1		

Name of the Director	Attendance details in Board Meeting													% of Attendance
	1	2	3	4	5	6	7	8	9	10	11	12	13	
Navin Chandra Sharma	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	100.00%
Kailash Chandra Sharma	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	92.31%
Nirmala Devi Sharma	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	69.23%
Kamal Kishor Mundhra	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	76.92%
Mahendra Kumar Gulgulia	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	92.31%
Anand Kumar Jain	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	100.00%
Kishanlal Bhansali	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	Present	Present	Present	100.00%

Present : 

Absent : 



3) Audit: Committee :

The Composition procedure, role/function of the Audit Committee complies with the requirements of the Listing Regulations. During the year under review 6 (six) meetings of the Audit Committee were held on 13.04.2016, 16.05.2016, 10.08.2016, 08.11.2016, 30.01.2017 and 20.03.2017. The brief terms of reference of the Audit Committee includes the following :

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

Sellwin Traders Limited

The Composition of the Audit Committee:

Members	Designation	Category	Numbers of Meetings Attended
Mr. Anand Kumar Jain (upto 30.01.2017)	Chairman	Non-Executive & Independent	5
Mr. Kishan Lal Bhansali (w.e.f. 30.01.2017)	Chairman	Non-Executive & Independent	1
Mr. Mahendra Gulgulia	Member	Non-Executive & Independent	6
Mr. Navin Chandra Sharma	Member	Managing Director	6

Name of the Director	Attendance details in Audit Committee						% of Attendance
	1	2	3	4	5	6	
Anand Kumar Jain						NA	100.00%
Kishanlal Bhansali	NA	NA	NA	NA	NA		100.00%
Mahendra Kumar Gulgulia							100.00%
Navin Chandra Sharma							100.00%

: Present

Absent :

4) Shareholders'/Investors' Grievances Committee :

The Shareholders/Investors Grievance Committee is to look into the specific Complaints received from the Shareholders of the Company. During the year under review 2 (two) meetings of the Shareholders/Investors Grievance Committee were held on 13.09.2016 and 19.12.2016. The Composition of the said Committee is as follows:

Members	Designation	Category	Numbers of Meetings Attended
Mr. Mahendra Gulgulia	Chairman	Non-Executive & Independent	2
Mr. Kamal Kishor Mundhra	Member	Non-Executive & Independent	2
Mr. Anand Kumar Jain	Member	Non-Executive & Independent	2
Mr. Kishan Lal Bhansali	Member	Non-Executive & Independent	--

Investor Relations

The Registrars and Share Transfer Agent of the company is M/s. Niche Technologies Pvt. Ltd. to carry out the transfer of shares and redress investors' complaints received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc. During the year, no complaint had been received by Company & also at SEBI SCORES.

Compliance Officer
















Mrs. Sneha Gupta acted as a Compliance Officer.


Name, designation and address : Mrs. Sneha Gupta
Company Secretary
157, Rabindra Sarani, 1st Floor, Kolkata- 700007


5) Nomination & Remuneration Committee :

The remuneration committee has been constituted by the Board of Directors to review and /or recommend the appointment & remuneration of Directors of the Company in accordance with the guidelines laid out by the statute and the Listing Regulations with the stock exchange. During the year under review 5 (Five) meeting of each committee were held on 30.04.2016, 04.07.2016, 08.11.2016, 30.01.2017 and 20.03.2017.

Members	Designation	Category	Numbers of Meetings Attended
Mr. Kamal Kishor Mundhra	Chairman	Non Executive & Independent	5
Mr. Mahendra Kumar Gulgulia	Member	Non- Executive & Independent	5
Mr. Anand Kumar Jain (upto 30.01.2017)	Member	Non- Executive & Independent	4
Mr. Kishan Lal Bhansali (w.e.f. 30.01.2017)	Member	Non- Executive & Independent	1

Name of the Director	Attendance Details in Nomination & Remuneration Committee					% of Attendance
	1	2	3	4	5	
Kamal Kishor Mundhra						100.00%
Mahendra Kumar Gulgulia						100.00%
Anand Kumar Jain					NA	100.00%
Kishanlal Bhansali	NA	NA	NA	NA		100.00%

 : Present

Absent : 

Details of remuneration paid to the Managing Director

Name	Salary	Total amount paid as on 31.03.2017	Period of Service Contract
Mr. Navin Chandra Sharma	Rs. 10,000/-	Rs. 1,20,000/-	5 (Five) years From 28.04.2014

Remuneration Policy:

While considering and approving the remuneration, the Committee takes into account the following considerations:

- Financial position of the Company;
- Present trends;
- Qualification, experience and past performance of the appointee.

The Committee also takes into consideration and ensures the compliance of the provisions under Schedule V of the Companies Act, 2013 for appointing and fixing remuneration of Managing Director and Whole time Directors and Company Secretary.

Performance evaluation criteria for independent directors:

Pursuant to the provisions of Companies Act, 2013 and SEBI Listing Regulations, the Board has carried out annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Committees. The Board has devised questionnaire to evaluate the performance of each of the Executive, Non-executive and Independent Directors. Such questions are prepared considering the business of the company and the expectations that the Board have from each of the Directors. The evaluation framework for assessing the performance of Directors comprises of the following key areas like attendance at meetings, quality of contribution to Board deliberations, inputs regarding growth of Company and its performance, etc.

Compliance Officer:

Mrs. Sneha Gupta, Company Secretary, is the Compliance Officer for complying with the requirements of the Listing Regulations with the Stock Exchanges in India and abroad.

6) CSR Committee :

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

7) Independent Directors Meeting Meetings :

Schedule IV of the Companies Act, 2013 and the Rules under it mandate that the independent directors of the company hold at least one meeting in a year, without the attendance of non-independent directors and members of the Management. It is recommended that all the independent directors of the company be present at such meetings. These meetings are expected to review the performance of the non-independent directors and the board as a whole, as well as the performance of the chairman of the Board, taking into account the views of the executive directors and non executive directors, assess the quality, quantity and timeliness of the flow of information between the Management and the Board that is necessary for it to effectively and reasonably perform its duties.

Even before the Companies Act, 2013 came into effect, our Board's policy required our independent directors to hold quarterly meetings attended exclusively by the independent directors. At such meetings, the independent directors discuss, among other matters, the performance of the company and risks faced by it, the flow of information to the Board, competition, strategy, leadership strengths and weaknesses, governance, compliance, Board movements, human resource matters and performance of the executive members of the board, including the chairman. The meeting of the Independent Directors were held on 03.10.2016 and 21.02.2017.

8) 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 Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

9) CEO & CFO Certification :

Chief Executive Officer (CEO) and Chief Financial Officer (CFO) have issued necessary certificate pursuant to the provisions of Regulation 17(8) of the Listing Regulation and the same is annexed and forms part of Annual Report.

10) Familiarisation Programme for Independent Directors :

All new Independent Directors inducted into the Board attend an orientation program. The details of training and familiarization program are provided in the Corporate Governance and is also available on our website (<http://www.sellwinindia.com/file/2016/may/FamiliarisationProgrammeimpartedtoIndependentDirectors.pdf>). Further at the time of appointment of independent director, the company issues a formal letter of appointment outlining his/her role, functions, duties and responsibilities.

11) General Body Meetings :

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

Financial Year	Date	Time	Venue of the Annual General Meeting
2013-2014	11.09.2014, Thursday	2.30 P.M.	"Community Hall", at 10, Debendra Ghosh Road, Ground Floor, Kolkata - 700 025
2014-2015	25.09.2015, Friday	2.30 P.M.	11, Clive Row, 5th Floor, Kolkata-700001
2015-2016	23.08.2016, Tuesday	2.00 P.M.	11, Clive Row, 5th Floor, Kolkata-700001

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

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

Yes, details of which are given hereunder:-

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

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

During the Financial Year 2016-17 Special Resolution were not passed through Postal Ballot and the special Resolution passed at the last Annual General Meeting of the company were not put through Postal Ballot.

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

12) Compliance Certificate :

Compliance Certificate for Corporate Governance from Auditors of the Company is given as **Annexure-III** to this report.

13) Shareholders Right :

The Company is committed to facilitate the exercise of shareholders rights for voting on all crucial decisions, by making available voting through electronic means. The shareholders are given an opportunity at the general meetings to ask questions to the Board and the same are replied to by the Managing Director. Information regarding the general meeting is given to the shareholders in advance and no shareholder has any control disproportionate to their holdings. The Company has only one class of equity shares.

The shareholders have the right to appoint/re-appoint the Directors on the Board. The Company has a framework to avoid Insider trading and abusive self dealing. The Company has adopted the Code of Fair Disclosure Practices for Prevention of Insider Trading and the same has been put up on its website.

The Company respects the rights of its shareholders and provides effective redressed mechanism for violation of their rights, if any. All information is provided on the website of the Company on a timely and regular basis to enable the shareholders to participate in Corporate Governance process. The Company also encourages employee participation in the Corporate Governance process through a strong whistle blower mechanism and conducts regular trainings to ensure employees are aware of the options available to them.

The Company follows all disclosure requirements on all material matters and has a strong Board fully conversant with the requirements of law. The Board fulfils all the key functions as required by it and also does the needful to carry out its other responsibilities.

Company believes that Corporate Governance is a tool to generate long term wealth and create value for all its stakeholders be it shareholders, customers, creditors, employees etc.

14) Means of Communications :

The quarterly/half-yearly and annual financial results of the Company are sent to the Stock Exchanges where the shares of the Company are listed immediately after they have been taken on record by the Board. The same are usually published in all India edition of Business Standard & Arthik Lipi in regional language in the State of West Bengal. The Company is also providing information relating to the material events from time to the investors and to the public at large by faxing the information to the Stock Exchanges as and when happened.

The Company regularly intimates its financial results, audited/limited reviewed, to the Stock Exchanges where the shares of the Company are listed, as soon as the same are taken on record /approved by the Board. These financial results are published in the all India edition of Business Standard, Arthik Lipi, News Bangla, Sagar, Regional Newspapers in Bengali and English language respectively. These results are not distributed / sent individually to the shareholders.

The Company is also providing information relating to the material events from time to the investors and to the public at large by faxing the information to the Stock Exchanges as and when happened.

In terms of the requirements of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges in India, the un-audited financial results as well as audited financial results and Shareholding Pattern and Corporate Governance Compliance and all important information are electronically submitted, unless there are technical difficulties and are displayed on our website i.e. www.sellwinindia.com.

15) General Shareholder Information :

(a) ANNUAL GENERAL MEETING :

AGM Date, Time and Venue	Tuesday, the 12th day of September, 2017 at 1.00 P.M. at "Conference Hall" at 11, Clive Row, 5th Floor, Kolkata-700001
Financial Calendar	1st April, 2016 To 31st March, 2017
Date of Book Closure	06th Sept., 2017 to 12th Sept., 2017 (Inclusive both days)
Listing on Stock Exchanges	BSE Limited and The Calcutta Stock Exchange Limited
Demat ISIN No.for CDSL and NSDL	INE195F01019
Listing Fee	Paid to the exchanges for the year 2016-2017
Custodial Fees	Paid to the NSDL & CDSL for the year 2016-2017
Registrar and Share Transfer Agents	Niche Technologies Pvt. Ltd. D-511, Bagri Market, 71, B. R. B. Road, 5th Floor, Kolkata-700001. (W.B.) Tel.: +91 33 2235 7270 / 7271; Fax: +91 33 2215 6823 E-mail: nichetechpl@nichetechpl.com

(b) LISTING OF SECURITIES:

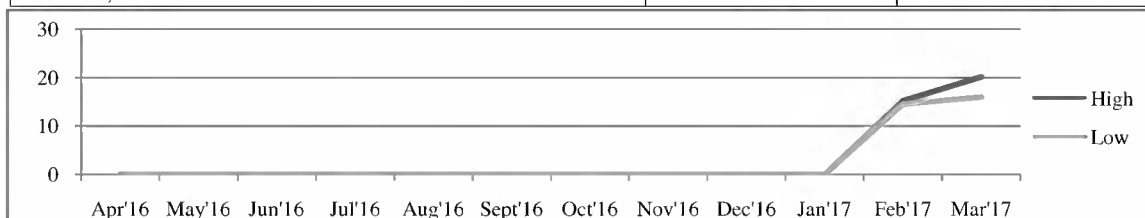
Your directors are pleased to inform you that entire equity share capital of the Company are Listed at BSE LTD. The Equity Shares of your Company are presently listed on BSE Limited and The Calcutta Stock Exchange Limited. The details are given below:

Sr. No	Name and Address of the Stock Exchanges	Scrip code
1.	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	538875
2.	The Calcutta Stock Exchange Limited 7, Lyons Range, Dalhousie, B.B.D Bag, Kolkata-700001	10029469

(c) MARKET PRICE DATA: High-Low During each month in the last Financial Year (In ₹)

The Market High & Low during the year are started to trade in the market w.e.f. 22.02.2017. The Market high-low during the months are given hereunder;

Month	High	Low
February, 2017	15.22	14.50
March, 2017	20.20	15.95



(d) PERMANENT ACCOUNT NUMBER

The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to the Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agent.

(e) SHARE TRANSFER SYSTEM

Shares received for transfer by the Company or its Registrar and Share Transfer Agent in physical mode are processed and all valid transfers are approved. The share certificate(s) is/are duly transferred and dispatched within a period of 21 days from the date of receipt. All Shares have been transferred and returned within the prescribed time limit, provided the documents were complete.

(f) SECRETARIAL AUDIT

Pursuant to Regulation 40 (9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, certificates have been issued, on a half-yearly basis, by a Company Secretary in practice, certifying due compliance of share transfer formalities by the Company.

A Company Secretary in practice carries out a quarterly Reconciliation of Share Capital Audit, to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) and the total issued and listed capital. The audit confirms that the total issued/ paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with NSDL and CDSL).

16) Disclosures :

During the financial year ended **March 31, 2017** there were no related party transactions with the Company's Directors or their relatives except for payment of Remuneration to Executive Director and KMPs. The Company has complied with all the statutory requirements comprised in the Listing Agreements/ Regulations/ Guidelines/ Rules and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Stock Exchanges/ SEBI/ other Statutory Authorities.

17) Distribution of Shareholding :

DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2017:

Slab	No. of Shareholders		No. of Ordinary Shares	
	Total	% of Shareholders	Total	% of Shareholders
001-500	347	92.2872	11092	0.1353
501-1000	7	1.8617	5470	0.0667
1001-5000	3	0.7979	4500	0.0549
5001-10000	1	0.2660	6000	0.0732
10001-50000	4	1.0638	88568	1.0801
50001-100000	2	0.5319	173100	2.1110
100001 and above	12	3.1915	7911270	96.4789
Total	376	100.0000	8,200,000	100.0000

CATEGORY OF SHAREHOLDERS AS ON 31ST MARCH, 2017:

Category	No. of Shares	%
Public	83,875	1.022
Domestic Bodies Corporate	59,53,570	72.605
Clearing Member & Clearing Corp.	5	0.000
Promoters & Associates	21,62,550	26.373
TOTAL	8,200,000	100.000

Place: Kolkata

Date : 22nd day of May, 2017

For and on behalf of board of directors

(Navin Chandra Sharma)

CEO & Managing Director

DIN : 00081104

:: MANAGEMENT DISCUSSION AND ANALYSIS REPORT::

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

Overview

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and the Generally Accepted Accounting Principles (GAAP) in India.

Industry Structure and Developments

The Indian economy was under stress and the rupee depreciates sharply. India registered an economic growth of 7.93% in the financial year 2015-16 and 7.11% in 2016-17. The global economic turbulence that continued for past few years was expected to ease off by 2017 with stable and motivated new Government. We also faced significant strains in our growth rate as the same was in the Industry. Containment of the fiscal and current account deficits in the coming months will provide a cushion to the Indian economy from further volatility. Inflation expectations have moderated.

Segment Wise or Product Wise Performance

The global economic scenario has remained volatile and weak market sentiments continued in Fiscal 2016, worsened by the absence of major policy developments during the year. Most Indian markets experienced continued moderation of absorption.

Outlook

As your Company continues to implement its strategies, its financial condition at the end of Fiscal 2016 reflects the on-going effect of the above economic and business factors. Your Company continues to implement its strategy to concentrate on its core business activity. Your Company believes that demand conditions in the real estate sector are exhibiting early signs of improvement, and signs of declining interest rates as well as renewed activity in the lending and public capital markets are expected to ease funding pressures. Hence, the Company is expecting to improve its performance and profitability in future.

Opportunities & Threats

Your Company plans to focus on the new areas and segments. Your Company on its part is also well poised to seize new opportunities as they come.

Risks & Concerns

Your Company has implemented robust risk management policies and guidelines that set out the risk appetite for your company and your Company's general risk management philosophy. Accordingly, your Company has established a framework and process to monitor the exposures to implement appropriate measures in a timely and effective manner.

Internal Control System and Adequacy

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

Human Resources

The human resources strategy enabled the Company to attract, integrate, develop and retain the best talent required for driving business growth. The sustained strategic focus to enhance employee capability, improve efficiency. The Company continues to give priority to its human assets. The Company provides a fair and equitable work environment to all its employees. The Company is continuously working to create and nurture an atmosphere which is highly motivated and result oriented.

Financial Performance

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

For and on behalf of board of directors

Place : Kolkata

Date : 22nd Day of May, 2017

(Navin Chandra Sharma)
Chairman & Managing Director
DIN : 00081104

Sellwin Traders Limited

:: Declaration by MD & CEO on compliance of Code of Conduct ::

To,
The Members of Sellwin Traders Limited

I, Navin Chandra Sharma, Managing Director & CEO of Sellwin Traders Ltd do hereby declare that all the members of the Board of Directors and senior management personnel have affirmed compliance with the Code of Conduct, as applicable to them, for the year ended 31st March, 2017.

For and on behalf of board of directors

Place: Kolkata

(Navin Chandra Sharma)

Date : 22nd Day of May, 2017

CEO & Managing Director (DIN : 00081104)

:: CEO/CFO Certification ::

We have reviewed financial statements and the Cash Flow statement for the year and that to the best of our knowledge and belief:

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

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

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

We have indicated to the Auditors and the Audit Committee:

1. Significant changes in the internal control during the year;
2. Significant changes in the accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements; and
3. Instances of significant fraud and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.

For and on behalf of board of directors

Place: Kolkata

(Navin Chandra Sharma)

Date : 22nd Day of May, 2017

CEO & Managing Director

DIN : 00081104

Sellwin Traders Limited

**:: AUDITORS CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF
CORPORATE GOVERNANCE AS STIPULATED IN THE LISTING AGREEMENT ::**

To
The Members of

SELLWIN TRADERS LIMITED

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

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

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

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

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

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

**M.K.MAROTI
(Partner)
Membership No. 057073**

:: INDEPENDENT AUDITORS' REPORT ::

To the Members of

SELLWIN TRADERS LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of **SELLWIN TRADERS LIMITED** (the Company'), which comprise the balance sheet as at 31st March 2017, the Statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

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

AUDITOR'S RESPONSIBILITY

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

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

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

An audit involves performing procedures to obtain audit evidences about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements in the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the

Sellwin Traders Limited

accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2017 and its Loss and its cash flows for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

- I. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of accounts;
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. On the basis of the written representations received from the directors as on 31st March 2017 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2017 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Company does not have any pending litigations which would impact its financial position.
 - b. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any. However the Company does not have any ongoing long-term contracts including derivative contracts as on the Balance sheet date.

Sellwin Traders Limited

- c. There were no such amounts appearing in the books which are required to be transferred to the Investor Education and Protection Fund by the Company.
- d. The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

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

**M.K.MAROTI
(Partner)
Membership No. 057073**

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

:: ANNEXURE A TO THE AUDITORS' REPORT ::

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31st March 2017, we report that:

1.
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this programme, fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
 - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no immovable properties are held in the name of the Company. Accordingly, this clause is not applicable.
2. The Company had no inventories during the year, thus, paragraph 3(ii) of the Order is not applicable to the Company.
3. The Company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly, this clause is not applicable.

Sellwin Traders Limited

4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made. The Company has not given any guarantee(s) or provided any security for loan taken by third party.
5. The Company has not accepted any deposits from the public. Accordingly, the Directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder are not applicable to the company for the year under audit.
6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act for any of the services rendered by the company. Accordingly, this clause is not applicable.
7. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of accounts in respect of undisputed statutory dues including provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities as applicable for the year under audit.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31st March 2017 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2017 for a period of more than six months from the date of becoming payable.
8. The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

Sellwin Traders Limited

13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

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

**M.K.MAROTI
(Partner)
Membership No. 057073**

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

:: ANNEXURE B TO THE AUDITORS' REPORT ::

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

We have audited the internal financial controls over financial reporting of **SELLWIN TRADERS LIMITED** ("the Company") as of 31st March, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

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

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

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

**M.K.MAROTI
(Partner)
Membership No. 057073**

BALANCE SHEET AS AT 31ST MARCH, 2017			
Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
		₹	₹
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	8,20,00,000	8,20,00,000
(b) Reserves and Surplus	3	1,90,55,269	2,00,59,859
(2) Non Current Liabilities			
(a) Deferred Tax Liabilities (Net)	4	-	-
(3) Current Liabilities & Provisions			
(a) Other current liabilities	5	56,360	55,825
Total :		10,11,11,629	10,21,15,684
II. Assets			
(1) Non-current assets			
(a) Fixed Assets			
Tangible Assets	6	2,394	5,666
(b) Non-current investments	7	9,85,00,000	9,25,00,000
(c) Long term loans & advances	8	23,30,000	79,00,000
(d) Deferred Tax Assets (Net)	4	211	195
(2) Current assets			
(a) Trade Receivables	9	-	1,78,360
(b) Cash and cash equivalents	10	2,35,371	12,64,090
(b) Other Current Assets	11	43,653	2,67,373
Total :		10,11,11,629	10,21,15,684
SIGNIFICANT ACCOUNTING POLICIES	1	For and on behalf of the Board	
OTHER NOTES ON ACCOUNTS	17		
In terms of our report of even date		Navin Chandra Sharma	
For MAROTI & ASSOCIATES		DIN : 00081104	
(Chartered Accountants)		Managing Director	
Firm Reg. No : 322770E		Kailash Chandra Sharma	
M. K. Maroti		DIN : 00081202	
(Partner)		Director	
Membership No. : 057073			
Place : Kolkata		Sneh Gupta	
Date : 22nd Day of May, 2017		Company Secretary	

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

Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
		₹	₹
I. OTHER INCOME	12	5,675	8,90,133
II. TOTAL REVENUE		5,675	8,90,133
III. EXPENSES			
Employee Benefit Expense	13	3,66,000	2,98,500
Other Expenses	14	6,41,009	6,27,659
Depreciation	15	3,272	9,714
		10,10,281	9,35,873
Profit Before Exceptional Items		(10,04,606)	(45,740)
Less : Exceptional Items		-	-
Profit Before Tax		(10,04,606)	(45,740)
Tax Expense			
Current Tax		-	-
Mat Credit		-	-
Deferred Tax		(16)	(94)
Profit / (Loss) For The Period		(10,04,590)	(45,646)
Earning Per Equity Share	16		
Basic		(0.123)	(0.006)
Diluted		(0.123)	(0.006)

SIGNIFICANT ACCOUNTING POLICIES
OTHER NOTES ON ACCOUNTS

1
17

For and on behalf of the Board

In terms of our report of even date
For MAROTI & ASSOCIATES
(Chartered Accountants)
Firm Reg. No : 322770E

M. K. Maroti
(Partner)
Membership No. : 057073

Navin Chandra Sharma
DIN : 00081104
Managing Director

Kailash Chandra Sharma
DIN : 00081202
Director

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

Sneh Gupta
Company Secretary

NOTE 1 :: Significant Accounting Policies :

01. ACCOUNTING CONVENTIONS:

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

02. FIXED ASSETS:

Fixed assets are stated at cost less accumulated depreciation and impairment if any. Cost comprises the purchase price inclusive of duties, taxes, and incidental expenses upto the date, the asset is ready for its intended use.

03. DEPRECIATION:

Depreciation on Fixed Assets has been provided based on useful life assigned to each asset prescribed in accordance with Part - "C" of Schedule-II of the Companies Act, 2013.

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

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

04. IMPAIRMENT OF FIXED ASSETS:

The carrying amounts of assets are reviewed at each balance sheet date to determine whether there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount after impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

05. INVESTMENTS:

Investments that are readily realizable and intended to be held for not more than a year are classified as Current Investments. All other Investments are classified as Non Current Investments. Current Investments are stated at lower of cost and market rate on an individual investment basis. Non Current Investments are considered 'at cost' on individual investment basis, unless there is a decline other than temporary in the value, in which case adequate provision is made against such diminution in the value of investments.

06. RECOGNITION OF INCOME & EXPENDITURE:

Income & Expenditures are accounted for on accrual basis.

07. EARNING PER SHARE:

Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders, by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

08. TAXES ON INCOME:

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

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

09. CONTINGENCIES:

These are disclosed by way of notes on the Balance sheet. Provisions is made in the accounts in respect of those contingencies which are likely to materialize into liabilities after the year end, till the finalization of accounts and material effect on the position stated in the Balance Sheet.

10. PROVISIONING FOR DEFERRED TAXES:

The Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

Deferred Tax resulting from "timings difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the Balance Sheet date. The Deferred Tax Asset is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future.

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

<u>Particulars</u>	Figures as at the end of current reporting period ₹	Figures as at the end of the previous reporting period ₹
NOTE - 2		
SHARE CAPITAL		
Authorised		
82,00,000 (P.Y. 82,00,000) Equity Shares of Rs.10/- each	8,20,00,000	8,20,00,000
Issued		
82,00,000 (P.Y. 82,00,000) Equity Shares of Rs.10/- each	8,20,00,000	8,20,00,000
	8,20,00,000	8,20,00,000
Issued, Subscribed & Paid up		
82,00,000 (P.Y. 82,00,000) Equity Shares of Rs.10/-each fully paid up in cash	8,20,00,000	8,20,00,000
	8,20,00,000	8,20,00,000

A. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

	Figures as at the end of current reporting period		Figures as at the end of the previous reporting period	
	Nos	Amount	Nos	Amount
Shares outstanding at the beginning of the year	82,00,000	8,20,00,000	82,00,000	8,20,00,000
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	82,00,000	8,20,00,000	82,00,000	8,20,00,000

B. TERMS/ RIGHTS ATTACHED TO EQUITY SHARES

The Company has only one class of equity share having par value of Rs. 10/- per share. Each holder of Equity share is entitled to one vote per share.

In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The Distribution will be in proportion to the number of equity share held by the shareholders

C. Details of shareholders holding more than 5% shares of the Company

NAME OF THE SHAREHOLDER	Figures as at the end of current reporting period		Figures as at the end of the previous reporting period	
	Nos	%	Nos	%
(EQUITY SHARES OF RS 10/- EACH FULLY PAID UP)				
BAJORIA DISTRIBUTORS PRIVATE LIMITED	17,70,000	21.59	17,70,000	21.59
MEGSHREE CREDIT PRIVATE LIMITED	11,96,800	14.60	11,96,800	14.60
MOONVIEW TREXIM PVT LTD	7,89,470	9.63	7,89,470	9.63
KASHYAP COMMDEAL PVT LTD	9,34,000	11.39	9,34,000	11.39
ALLIED TREXIM PVT LTD	8,00,000	9.76	8,00,000	9.76

As per the records of the Company, including its Register of Members and other declarations received from the shareholders regarding beneficial interest, the above shareholders represents legal ownership of shares.

Sellwin Traders Limited

<u>Particulars</u>	Figures as at the end of current reporting period ₹	Figures as at the end of the previous reporting period ₹
NOTE - 3		
<u>RESERVES & SURPLUS</u>		
Capital Reserve		
Balance As per last Year	5,54,950	5,54,950
Add : Addition During the year	-	-
A	5,54,950	5,54,950
General Reserve		
Balance As per last Year (Created through amalgamation)	1,99,64,117	1,99,64,117
Add : Addition During the year	-	-
B	1,99,64,117	1,99,64,117
Profit and Loss Account		
Balance As Per last Account	(4,59,208)	(4,11,705)
Add : Addition During the year	(10,04,590)	(45,646)
Less : Prior period Income Tax adjusted	-	(1,857)
C	(14,63,798)	(4,59,208)
TOTAL (A+B+C)	1,90,55,269	2,00,59,859
NOTE - 4		
<u>DEFERRED TAX LIABILITIES</u>		
Opening Balance	516	610
Add : Generated	-	-
Less : Reversed	-	94
Closing Balance	516	516
<u>DEFERRED TAX ASSETS</u>		
Opening Balance	711	711
Add : Generated	16	-
Less : Reversed	-	-
Closing Balance	727	711
Net Deferred Tax Assets/(liabilities)	211	195
NOTE - 5		
<u>OTHER CURRENT LIABILITIES</u>		
Liability for Expenses	52,250	53,125
Professional tax payable	100	200
TDS payable	4,000	2,500
	56,360	55,825

Note - 6									
Fixed Assets:									
Description	Gross Block				Depreciation			Net Block	
	As on 01.04.16	Addition	Deletion	As on 31.03.17	Upto 31.03.16	For the Year	Upto 31.03.17	As on 31.03.17	As on 31.03.16
Computer	47,880	-	-	47,880	42,214	3,272*	45,486	2,394	5,666
Total	47,880	-	-	47,880	42,214	3,272	45,486	2,394	5,666
Previous Year	47,880	-	-	47,880	32,500	9,714	42,214	5,666	-

* The life of assets completed in terms of the Companies Act, 2013. The closing balance of assets is taken as residual value.

	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	₹	₹
NOTE - 7		
NON CURRENT INVESTMENTS		
Investment in Equity Shares (Long Term, at cost, fully paid up)		
UN-QUOTED		
In Others		
Rajesh Projects (India) Pvt .Ltd.[912300 (P.Y.865000) shares of Rs.10/- each]	9,25,00,000	8,65,00,000
Ganga Ferroalloys Pvt. Ltd. [24000 (P.Y. 24000) shares @ Rs 10/- each]	60,00,000	60,00,000
	9,85,00,000	9,25,00,000
NOTE - 8		
LONG-TERM LOANS & ADVANCES		
(unsecured,considered good)		
Advance against capital asset	-	79,00,000
Advance to others	23,30,000	-
	23,30,000	79,00,000
NOTE - 9		
TRADE RECEIVABLES		
(Unsecured , Considered good)		
Outstanding for a period less than Six Months	-	1,78,360
	-	1,78,360
NOTE - 10		
CASH & CASH EQUIVALENTS		
Cash in hand (As certified)	1,30,514	1,03,352
Balances with Scheduled Bank in Current Account	1,04,857	11,60,738
	2,35,371	12,64,090
NOTE - 11		
OTHER CURRENT ASSETS		
MAT Credit Entitlement	42,993	42,993
T.D.S For The Asst. Year 2015-16	-	1,50,080
T.D.S For The Asst. Year 2016-17	-	73,640
T.D.S Refund Receivable	660	660
	43,653	2,67,373

Sellwin Traders Limited

	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period	
	₹	₹	
NOTE - 12			
OTHER INCOME			
Service charges Received	-	1,82,000	
Liabilities for Expenses W/O	1000	-	
Interest Income on IT Refund	2,210	8,133	
Interest Received	2,465	-	
Syndication fees	-	7,00,000	
	5,675	8,90,133	
NOTE - 13			
EMPLOYEE BENEFIT EXPENSE			
Salaries	2,46,000	1,78,500	
Directors Remuneration	1,20,000	1,20,000	
	3,66,000	2,98,500	
NOTE - 14			
OTHER EXPENSES			
Advertisement Expenses	58,056	67,254	
Payment to auditors As Audit Fees	28,750	28,625	
Certification Fees	5,000	5,000	
Bank Charges	316	425	
Computer Accounting Charges	13,500	13,500	
Demat Expenses	1,029	674	
Depository Expenses	69,851	51,526	
E-Voting Processing Fees	5,750	6,840	
Filing Fees	27,600	11,400	
Internal Audit Fees	5,000	5,000	
Legal and Professional Fees	61,276	50,589	
Listing Fees	2,49,038	2,52,810	
Meeting Expenses	4,020	12,120	
Miscellaneous Expenses	12,682	13,023	
Postage & Stamps	10,021	14,034	
Printing & Stationary	38,936	53,497	
Rates & Taxes	5,450	4,400	
Secretarial Audit fees	15,000	15,000	
Sitting Fees	-	1,250	
Transfer Agent Fees	20,610	14,714	
Telephone Expenses	2,612	-	
Website Expenses	6,512	5,978	
	6,41,009	6,27,659	
NOTE - 15			
Depreciation	3,272	9,714	
	3,272	9,714	
NOTE - 16			
EARNING PER EQUITY SHARE (EPS)			
Profit After Tax (PAT)	(a)	(10,04,590)	(45,647)
Weighted average no. of shares outstanding	(b)	82,00,000	82,00,000
Basic & Diluted EPS (Rs.)	(a/b)	(0.123)	(0.006)
Face value of each share (Rs.)		10	10

NOTE - 17 OTHER NOTES ON ACCOUNTS:

- i** Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provision/payments have been made by the Company to such creditors, if any, and no disclosures thereof are made in these accounts.
- ii** The company has complied the revised Accounting standard - 15 "Employee Benefits" notified under the Companies (Accounting Standards) Rules, 2006. There is no present obligation of any post employment benefit including gratuity during the year. Therefore no actuarial gain or loss arose at the end of the year.
- iii** No provision has been made for Deferred Tax Assets on account of carried forward loss for the year as per the Income Tax Act, in view of uncertainty of income that will be available in future for realisation of the said asset. The company will recognise the deferred tax liabilities/assets on the timing differences for the period in which there is virtual certainty of future income by way of prudence in accordance with AS-22 " Accounting For Taxes On Income " issued by the Institute of Chartered Accountants of India.

iv Segment Report :

The Company does not have any income from revenue from operation and any geographical segments, hence there are no separate reportable segments as per Accounting Standard 17.

v Related Party Disclosure :

As per accounting standard 18 the information for related parties is given below:

ASSOCIATES - None

SUBSIDIARIES - None

KEY MANAGEMENT PERSONNEL (KMP)

- 1. Kailash Chandra Sharma - Director
- 2. Navin Chandra Sharma - Managing Director (Son of Kailash Chandra Sharma)
- 3. Nirmala Devi Sharma - Director (Wife of Kailash Chandra Sharma)
- 4. Sneh Gupta - Company Secretary

ENTERPRISE IN WHICH KMP AND THEIR RELATIVES HAS SUBSTANTIAL INTEREST - None
RELATED PARTY TRANSACTION

Sl. No.	Nature of Transaction	Relation	31.03.2017 (₹)	31.03.2016 (₹)
	Directors Remuneration -Salary			
1	NAVIN CHANDRA SHARMA	Managing Director	Rs. 1,20,000/-	Rs. 1,20,000/-
	Salary			
1	SNEH GUPTA	Company Secretary	Rs. 1,80,000/-	Rs. 1,80,000/-

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

vii	2016-2017	2015-2016
C.I.F. Value of Imports	Nil	Nil
F.O.B. Value of Exports	Nil	Nil
Expenditure in Foreign Currency	Nil	Nil
Income in Foreign Currency	Nil	Nil

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

Sellwin Traders Limited

- ix No provisions has been made for fall, if any, in the break- up value of unquoted securities, held as Investments, diminution where, if any, is not permanent in nature.
- x During the year, the company had specified bank notes or other denomination notes as defined in the MCA notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016, the denomination wise SBNs and other notes as per the notification is given below:

Particulars	SBNs **	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	-	206,567	206,567
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	24,294	24,294
Closing cash in hand as on 30.12.2016	-	182,273	182,273

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

- xi The management has assessed that there is no impairment of Fixed assets requiring provisions in the accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of assets.
- xii No Provision has been made on account of gratuity as none of the employees have put in completed years of Service as required by the payment of gratuity act.
- xiii No provision has been made on account of leave salary as there are no leave to the credit of employees as at the end of the year.
- xiv Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary to make them comparable with the figures of the current year.

For and on behalf of the Board

Navin Chandra Sharma
DIN : 00081104
Managing Director

Kailash Chandra Sharma
DIN : 00081202
Director

Sneh Gupta
Company Secretary

In terms of our report of even date
For MAROTI & ASSOCIATES
Chartered Accountants
Firm Reg. No. : 322770E

M. K. Maroti
(Partner)
Membership Number 057073

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

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

	Figures as at the end of current reporting period		Figures as at the end of the previous reporting period	
1. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit/(Loss) before Tax		(10,04,606)		(45,740)
Add: Depreciation	3,272		9,714	
Sub Total -		(10,01,334)		(36,026)
Operating Profit before Working Capital Changes				
(Increase) / Decrease in Trade Receivable	1,78,360		5,64,140	
(Increase) / Decrease in Loans & Advances	55,70,000		(10,00,000)	
Increase/ (Decrease) in Current Liabilities	535	57,48,895	2,235	(4,33,625)
Sub Total -		47,47,561		(4,69,651)
Income Tax Paid		2,23,720		(78,703)
A. Net Cash from Operating Activities		49,71,281		(5,48,354)
2. CASH FLOW FROM INVESTING ACTIVITIES				
(Increase)/ Decrease in Investment	(60,00,000)		-	
Purchase of Fixed asset	-	(60,00,000)	-	-
B. Net Cash from Investing Activities		(60,00,000)		-
3. CASH FLOW FROM FINANCING ACTIVITIES				
Loan Raised/(Repaid) during the year	-		-	
C. Net Cash from Financing Activities		-		-
Net Increase in Cash/Cash Equivalent A+B+C		(10,28,719)		(5,48,354)
Cash/Cash Equivalents (Opening)		12,64,090		18,12,444
Cash/Cash Equivalents (Closing)		2,35,371		12,64,090

NOTES :

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

2	Cash & Cash Equivalents Comprise:	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	Cash on Hand	1,30,514	1,03,352
	Balance With Schedule Banks in current Account	1,04,857	11,60,738
		2,35,371	12,64,090

For and on behalf of the Board

Navin Chandra Sharma
DIN : 00081104
Managing Director

Kailash Chandra Sharma
DIN : 00081202
Director

Sneh Gupta
Company Secretary

In terms of our report of even date

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

M. K. Maroti
(Partner)
Membership No. : 057073

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

FORM NO. SH-13
Nomination Form

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

To,
Sellwin Traders Limited
157, Rabindra Sarani, 1st Floor,
Kolkata- 700 007.

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

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

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

(2) PARTICULARS OF NOMINEE/S—

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

(3) IN CASE NOMINEE IS A MINOR—

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

Name:
Address:

Name of Security Holder(s)

Signature

Witness with name and address

Sellwin Traders Limited

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

FOR OFFICE USE ONLY

Nomination Registration Number	
Date of Registration	
Checked By (Name and Signature)	

Sellwin Traders Limited

E-MAIL ADDRESS REGISTRATION FORM

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

(For shares held in physical form)

To
M/s. Niche Technology Private Limited
D-511, Bagri Market,
71, B. R. B. Basu Road,
Kolkata - 700 001

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

Dear Sir,

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

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

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

Thanking you,

Yours faithfully

(Signature of first/sole Member)

Place :

Date:

INTENTIONALLY

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BOOK POST

SELLWIN TRADERS LTD.

CIN : L51909WB1980PLC033018

**Registered Office : 157, Rabindra Sarani, 1st Floor,
Kolkata-700 007, (West Bengal) India**

Phone:+91 7044176561

E-mail : selltl_1980@yahoo.co.in,

Website : www.sellwinindia.com