

Date: 16th September, 2022

To,
The Manager,
Department of Corporate Services,
BSE Limited,
Phirozee Jeejeeboy Towers,
Dalal Street, Fort,
Mumbai- 400 001

Sub: CLARIFICATION W.E.T. THE SUBMISSION OF NOTICE OF 34TH AGM AND ANNUAL REPORT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022 TO THE EXCHANGE

Ref.: Guidance Note issued by BSE Notice No. 20220907-17 dated 7th September, 2022, on use of digital signature certificate for announcements submitted by listed companies

Ref: Scrip ID: MYSTICELE

Scrip Code: 535205

Dear Sir/ Ma'am,

This is in continuation to our letter dated 8th September, 2022 in relation to submission of Notice of 34th AGM and Annual Report of the Company for the Financial Year ended March 31, 2022. Pursuant to the recent circular issued by BSE vide Circular no. 20220801-24 dated 1st August, 2022 and guidance note appertain to same issued by BSE Notice No. 20220907-17 dated 7th September, 2022 specifying the use of digital signature certification for announcements to be submitted to the Exchange, effective from 1st September 2022, the Company had to file the Notice of 34th AGM and Annual Report for the financial year ended 2021-22 with BSE by using digital signature certification('DSC') but we inadvertently filled the same on 8th September, 2022 with physical signature.

Therefore, in view of the aforesaid requirements of BSE circulars, we are hereby re-submitting the same using the digital signature certification.

Further, it is to be noted that the re-submission is utterly for the purpose of compliance with the circulars issued by the BSE as mentioned above and the contents of the Annual Report including notice of AGM, which was already filed on 8th September, 2022 remains unaffected.

We request you to take the above information on record.

Thanking You,
Yours faithfully,

For Nouveau Global Ventures Limited

Krishan Khadaria
Managing Director
DIN: 00219096
Encl: As above.

08th September, 2022

To,
The Manager
Department of Corporate Services,
BSE Limited,
Phirozee Jeejeeboy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Sub: Notice of 34th Annual General Meeting of the Company
Reg: Intimation under Regulation 30 and 34 of SEBI (LODR) Regulations, 2015
Ref.: Scrip ID: NOUVEAU
Scrip Code: 531465

Dear Sir/Ma' am,

This is to inform that in compliance with the Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the **Notice of 34th Annual General Meeting** of the members of the Company scheduled to be held on **Friday, 30th September, 2022 at 11:30 AM IST through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).**

The said Notice, a forming part of Annual Report is made available on the Company's website at www.nouveauglobal.com.

Newspaper advertisement of Notice of 34th Annual General Meeting including book closure intimation, dispatch of Annual Report and e-voting disclosure along with other required details is being published tomorrow in the newspapers for shareholders, in compliance with the provision of Companies Act, 2013 and pursuant to Regulation 47 of SEBI (LODR), Regulations, 2015.

The above is for your information and dissemination to the public at large. Kindly take the same on your records.

Thanking you,
Yours faithfully,

For Nouveau Global Ventures Limited

Krishan Khadaria
Managing Director
DIN: 00219096
Encl: As above.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **34th Annual General Meeting ('AGM')** of the Members of Nouveau Global Ventures Limited will be held on **Friday, 30th September, 2022, at 11:30 A.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")** to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 including the Audited Balance Sheet as at 31st March, 2022 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in place of Mr. Mohit Khadaria (holding DIN: 05142395) who retires by rotation and being eligible offers himself for re-appointment;
3. To appoint **M/s. R. A. Kuvadia & Co., Chartered Accountants (Registration No. 105487W)** as the Statutory Auditors of the Company; and

To consider and if thought fit, to pass the following Resolution, as an **Ordinary Resolution**:

"RESOLVED that pursuant to the provisions of sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, **M/s. R. A. Kuvadia & Co., Chartered Accountants (Registration No. 105487W)** be and are hereby appointed as the Statutory Auditors of the Company to hold office for a term of 5(five) consecutive years from the conclusion of this 34th Annual General Meeting (AGM) until the conclusion of the 39th AGM to be held in the year 2027, on such remuneration as may be mutually agreed between the Board of Directors/ Audit Committee of the company in consultation with the Statutory Auditors.

FURTHER RESOLVED that the Board of Directors of the Company (including any Committee thereof), be authorised on behalf of the Company, including but not limited to determine role and responsibilities/scope of work of the Statutory Auditors, to negotiate, finalise, amend, sign, deliver and execute the terms of appointment, including any contract or document in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendments to the Accounting Standards or the Companies Act, 2013 or Rules framed thereunder or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other requirements resulting in any change in the scope of work, etc., without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for the purpose of giving effect to this Resolution and with power to the Board to settle all questions, difficulties or doubts that may arise in respect of the implementation of this Resolution."

SPECIAL BUSINESS:

4. To approve transactions with related parties under section 188 of the companies act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

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

"RESOLVED THAT in supersession of resolution no. 4, passed in 33rd Annual General Meeting of the Company, pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (the 'Rules'), Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any subsequent modifications, amendments or clarifications thereon, and pursuant to the approval of the Audit Committee and the Board of Directors, consent of the Company be and is hereby accorded to authorize the management of the Company to enter into Related Party Transactions, Contracts or Arrangements including Material Related Party Transactions, Contracts or Arrangements as may be appropriate with related parties as defined under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, from the Financial Year 2022-23 onwards for each Financial Year up to the maximum amount per annum as per details provided hereunder :

MAXIMUM VALUE OF CONTRACT / TRANSACTION

Name of the Related Parties	Name of interested Director(s) / KMP(s)	Nature of Relationship	Nature of Transaction	Estimated transaction value for the financial year ending 31st March, 2022 (Rs. Crores)	Any other information relevant or important for the members to take a decision on the proposed resolution
Mystic Electronics Limited-Group Company	Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria	Director Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria are also a Director in Related Company and holds along with his relatives more than 2% of its paid up share capital.	Forms part of item 4 of Explanatory Statement annexed to this Notice	50	None
Mukta Agriculture Limited-Group Company	Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria	Director Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria are also a Director in Related Company and holds along with his relatives more than 2% of its paid up share capital.	Forms part of item 4 of Explanatory Statement annexed to this Notice	50	None

3M Enterprises	Mr. Mohit sKhadaria	Mr. Mohit Khadaria, Additional Director is Partner in Related Partnership Firm. Mr. KrishanKhadaria is authorized Signatory of Partner Company, namely, Mukta Agriculture Limited.	Forms part of item 4 of Explanatory Statement annexed to this Notice	50	None
Forever Flourishing Finance & Investment Pvt Ltd	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. Krishan Khadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	20	None
Golden Medows Export Private Limited	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	20	None
Kasturi Overseas Private Limited	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	10	None
Mumbadevi Finance Investment Company Private Limited	Mr. KrishanKhadaria	Director Mr. KrishanKhadaria is member in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	10	None
Navyug Telefilms Private Limited	Mr. KrishanKhadaria	Director Mr. KrishanKhadaria is Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	10	None
Attribute shares and securities Private Limited	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	20	None
Kashish Multi Trade Private Limited	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	20	None

Slogan Infotech Private Limited	Mr. KrishanKhadaria	Director Mr. KrishanKhadaria is Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	25	None
Laxmiramuna Investments Private Limited	Mr. KrishanKhadaria and Mrs. Asha Khadaria	Director Mr. KrishanKhadaria and Mrs. Asha Khadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	10	None
Anutham Property Developers Pvt. Ltd.	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	10	None
Mitesh Polypack Pvt. Ltd.	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	05	None
Pearl Arcade Consultant Pvt. Ltd.	Mr. KrishanKhadaria	Director Mr. KrishanKhadaria is a Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	05	None
Rajat Commercial Enterprises Pvt. Ltd.	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	05	None
Pearl Arcade Trading Pvt. Ltd.	Mr. KrishanKhadaria	Director Mr. KrishanKhadaria is a member in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	05	None

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall include any committee constituted by the Board of Directors of the Company or any person(s) authorized by the Board to exercise the powers conferred on the Board of Directors of the Company by this Resolution) be and is hereby authorised to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit and the Board is also hereby authorised to resolve and settle all questions, difficulties or doubts that may arise with regard to the said transactions and to finalize and execute all such agreements, deeds, documents and writings and to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board may in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors or to any Director or any other officer(s) of the Company as it may consider appropriate in order to give effect to this resolution;

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in respect of the aforesaid resolution be and are hereby approved, ratified and confirmed in all respect."

By and on behalf of the Board
For Nouveau Global Ventures Limited

Registered Office:

401/A, Pearl Arcade,
Opp. P. K. Jewellers,
DautBaug Lane, Off J. P. Road,
Andheri (West), Mumbai – 400 058

Krishan Khadaria
Managing Director
DIN: 00219096

Add: B/11, 1102/2, Oberoi Sky Garden,
3rd Cross Lane Lokhandwala Complex,
Andheri (West), Mumbai 400053

Date: 05th September, 2022

Place: Mumbai

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 respectively, issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Act and the SEBI(Listing Obligations and Disclosure Requirements)Regulations, 2015 ("Listing Regulations"), physical attendance of the Members to the 34th Annual General Meeting (AGM) venue is not required and AGM be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing 34thAGM through VC/OAVM.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA / SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 113of the Companies Act, 2013 ('the Act'), authorized representative of the Corporate Member(s) may be appointed for the purpose of voting through remote e-Voting, for participation in the 34th AGM through VC/ OAVM and e-Voting during the 34th AGM.
3. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April

13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022 respectively,

4. The relevant Explanatory Statement pursuant to Section 102 of the Act and Secretarial Standard on General Meetings(SS-2), relating to the Business to be transacted at the Meeting including the information under Regulations 36 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)pertaining to the statutory auditors proposed to be appointed at the Meeting is annexed hereto as **ANNEXURE A** to this Notice
5. Information under Regulations 36 (3) of the Listing Regulations and as required under the Secretarial Standard 2 on General Meeting issued by the Institute of Company Secretaries of India relating to Directors proposed to be re-appointed is provided in the **ANNEXURE B** to this Notice.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Only bonafide members of the Company whose names appear on the Register of Members will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
8. Applicable statutory records and all the documents referred to in the accompanying Notice of the 34th AGM and the Explanatory Statement shall be available for inspection by the members at the Registered Office of the Company on all working days except Saturdays and Sundays, between 11:00 a.m. to 1:00 p.m. upto the date of the Annual General Meeting. Members seeking to inspect such documents can send an email to khushboogupta.ngvl@gmail.com .
9. The Register of Members and share transfer books of the Company shall remain closed from **Saturday, 24th September, 2022 to Friday, 30th September, 2022**. (both days inclusive).
10. Members and Authorized Representatives are requested to bring to the Meeting, the attendance slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.
11. Members are requested to notify immediately any change in their communication address to their Depository Participants (DPs) in respect of their electronic share accounts quoting Client ID Number and to **M/s. Bigshare Services Private Limited**, Company's Registrar & Share Transfer Agent, Tel: 022 62638200 Fax: 022-62638299 Email id.: info@bigshareonline.com.in respect of their holding in physical shares, quoting Folio No..
12. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in form no. SH-13, to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling/varying nomination pursuant to the rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in form no. SH-14, to the Registrar and Transfer Agent of the Company. These forms are available on the Company's website for download.
13. Members, desiring any information relating to the accounts, are requested to write to the company at an early date for the management to keep the information ready.
14. Pursuant to SEBI circular dated April 20, 2018 shareholders whose ledger folios do not have or having incomplete details with regard to Permanent Account Number (PAN) and Bank particulars are required to compulsorily furnish the same to the RTA or the Company for registration in the folio.

Shareholders holding shares in physical form are requested to notify the Company at nouveauglobal@gmail.com / RTA at rajeshm@bigshareonline.com in writing, any change in their Bank Account details under the signature of sole / first joint holder. Beneficial owners of shares in electronic form are requested to send their instructions regarding change of name, change of address, bank details, nomination, power of attorney, etc. directly to their DP as the same are maintained by the DP.

15. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to furnish their PAN details to their DP, if not already provided. Members holding shares in physical form are required to mandatorily submit the following to RTA:
 - i) a copy of their PAN card; if not already provided; and
 - ii) a copy of the PAN card of the transferee(s), members, surviving joint holder(s) / legal heir(s) while obtaining the services of transfer, transposition, transmission and issue of duplicate share certificates.
16. In terms of Listing Regulations, the securities of the listed companies can only be transferred in dematerialized form with effect from 01st April, 2019. In view of the same, members are advised to dematerialize shares held by them in physical form.

Members holding shares in physical form are advised to convert their holding(s) to dematerialized form, so as to eliminate all risks associated with physical shares. **Those who have still not converted their holding(s) to dematerialized form, are advised to convert the same at the earliest. Otherwise, requests for effecting the transfer of securities shall not be processed.** For any clarification, assistance or information, relating to dematerialization of shares the Company's RTA may be contacted.

17. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
18. **COMMUNICATION THROUGH E-MAIL:** The situation of global warming demands preservation and protection of environment, which can be attained and / or sustained by preserving and growing more trees on the earth. In order to protect the environment, we as a responsible citizen can contribute in every possible manner. Considering this object in mind, members are requested to register his / her e-mail id to receive all communication electronically from the Company. This would also be in conformity with the legal provisions. Members may note that the Company would communicate important and relevant information, notices, intimation, circulars, annual reports, financial statements, any event based documents etc. in electronic form to the e-mail address of the respective members. Further, as per the statutory requirement, the above stated documents are also disseminated on the Company's website at www.nouveauglobal.com.

To support green initiative, Members who have not registered their e-mail addresses with the Depositories / Company / RTA, so far, are requested to register/update their e-mail addresses with the Company by sending their Email to nouveauglobal@gmail.com or SMS to +91-9324166769 by quoting their name and folio no. or DPID/Client ID.

This initiative would enable the members to receive communication promptly besides paving way for reduction in paper consumption and wastage. You would appreciate this initiative taken by the Ministry of Corporate Affairs and your Company's desire to participate in the initiative. If there is any change in e-mail id, shareholder can update his / her e-mail id in same manner as mentioned above.

19. Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 34th AGM and the Annual Report for the financial year 2021-22, are being sent only by email to the Members whose e-mail address is registered with the Company or the Depositories/Depository Participant(s).
20. Members may note that this Notice and Annual Report 2021-22 will be available on the Company's website www.nouveauglobal.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of NSDL at evoting@nsdl.co.in.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

21. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
22. The facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.
23. Members, who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in or use Toll free no.:1800 1020 990 and 1800 22 44 30 or contact Mr. Anubhav Saxena, Manager, NSDL at evoting@nsdl.co.in.
24. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

PROCEDURE TO RAISE QUESTIONS DURING ANNUAL GENERAL MEETING:

25. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at nouveauglobal@gmail.com from 20th September, 2022 to 25th September, 2022. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
2. **The remote e-voting period begins on Tuesday, 27th September, 2022 at 9:00 A.M. and ends on Thursday, 29th September, 2022 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 23rd September, 2022, may cast their vote electronically. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.**
3. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

4. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
5. The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process can be downloaded from the link <https://www.evoting.nsdl.com> or from the website of the Company www.nouveauglobal.com.
6. The voting rights of shareholders shall be in proportion to the shares held by them, of the paid up equity share capital of the company as on the **cut-off date i.e. Friday, 23rd September, 2022**.
7. **Members holding shares in physical or in demat form as on Friday, 23rd September, 2022, shall only be eligible for e-voting.**
8. Any person, who acquires Shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding Shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting vote. If you forget your password, you can reset your password by using "Forgot User Details / Password" option available on www.evoting.nsdl.com.

Please read the instructions printed below before exercising your vote.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under " Login " which is available under ' IDeAS ' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " Access to e-Voting " under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	<ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center;">  App Store  Google Play </div> <div style="display: flex; justify-content: center; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After

	successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to caarvindbaid@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **Friday, 23rd September, 2022**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer / RTA. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote.
3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
4. The members who have cast their vote by remote e-voting prior to the AGM may attend and participate in the AGM but they shall not be entitled to change or cast their vote again at the meeting.

5. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 4430 or send a request to Mr. Anubhav Saxena, Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013. Email: evoting@nsdl.co.in/AnubhavS@nsdl.co.in, Tel: 91 22 2499 4545/ 1800-222-990.
6. **Mr. Arvind Dhanraj Baid, Practicing Chartered Accountants, Mumbai** (Membership No. 155532), has been appointed by the Board of Directors **as the scrutinizer to scrutinize remote e-voting process and the e-voting** at the Meeting venue in a fair and transparent manner.
7. The scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and e-voting in the presence of at least two witnesses not in the employment of the company. The scrutinizer shall prepare a consolidated scrutinizer's report of the total votes cast in favour or against, if any, not later than 48 hours from the conclusion of the AGM. This report shall be made to the chairman or any other person authorized by the chairman, who shall countersign the same and declare the result of the voting forthwith.
8. The voting results declared along with the scrutinizer's report shall be placed on the company's website www.nouveauglobal.com and on the website of NSDL (www.evoting.nsdl.com) immediately after the declaration of the result by the chairman or a person authorized by the chairman. The results shall also be immediately forwarded to the BSE Limited but not later than two working days of conclusion of AGM.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to nouveauglobal@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company email id: nouveauglobal@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively member may send an e-mail request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at nouveauglobal@gmail.com. The same will be replied by the company suitably.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

By and on behalf of the Board
For Nouveau Global Ventures Limited

Registered Office:

401/A, Pearl Arcade,
Opp. P. K. Jewellers,
DautBaug Lane, Off J. P. Road,
Andheri (West), Mumbai – 400 058

Krishan Khadaria
Managing Director
DIN: 00219096

Add: B/11, 1102/2, Oberoi Sky Garden,
3rd Cross Lane Lokhandwala Complex,
Andheri (West), Mumbai 400053

Date: 05th September, 2022

Place: Mumbai

ANNEXURE A to the Notice**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 sets out the material facts of following items of Special businesses mentioned in the accompanying notice dated 05th September, 2022.

ITEM NO.3

Members of the Company at the 29th Annual General Meeting held on 26th September, 2017 approved the appointment of M/s. Sunil Vankawala and Associates, Chartered Accountants (Registration No.110616W), ("Retiring Auditors") as the Auditors of the Company to hold office for a term of 5 (five) consecutive years from the conclusion of said Annual General Meeting till the conclusion of ensuing 34th Annual General Meeting. M/s. Sunil Vankawala and Associates will complete their present term on conclusion of ensuing Annual General Meeting.

The Board of Directors of the Company ("the Board"), at its meeting held on 05th September, 2022 has considered the experience and expertise and on the recommendation of the Audit Committee, proposed to the Members of the Company appointment of M/s. R. A. Kuvadia & Co., Chartered Accountants (Registration No. 105487W) as Statutory Auditors of the Company in place of the Retiring Auditors, for a term of 5 (five) consecutive years from the conclusion of this 34th Annual General Meeting (AGM) until the conclusion of the 39th AGM to be held in the year 2027, at such remuneration as may be mutually agreed between the Board of Directors/ Audit Committee of the company in consultation with the Statutory Auditors

M/s. R. A. Kuvadia & Co. is a firm of Chartered Accountants (CA R. A. Kuvadia being the Sole Proprietor) registered with The Institute of Chartered Accountants of India (ICAI) bearing ICAI Firm Registration No. 105487W. The firm was established in the year 1987 and rendering un-interrupted value added services to the incorporated bodies, reputed business houses and High Net worth (HNI) individuals. It has strength of 15 employees. The firm have various clients which includes Limited & Private Limited Companies, Partnership Firms, Proprietary Concerns, Charitable Trust, Co-operative Societies etc. M/s. R. A. Kuvadia & Co. has business Associates in the following cities namely, Ahmedabad, Nagpur, Bengaluru. The firm has been providing diverse and specialized services in the following areas:

- Review & Setting up of systems and procedures with adequate internal controls and preparation of operational manual for various departments of an organization;
- Management audit/ internal audit & statutory audit of the industry;
- Financial and Management consultation;
- Taxation matters including tax consultation, appearance for assessment, appeal, etc., Corporate & mercantile law consultation.

Profile of Singing Auditor:

CA R. A. Kuvadia, Proprietor heads the Audit and Tax Department of the Firm. CA R. A. Kuvadia has been in practice since last 32 years & has vast experience of diverse industries.

M/s. R. A. Kuvadia & Co., Chartered Accountants have consented to their appointment as Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Companies Act, 2013. M/s. R. A. Kuvadia & Co, have also provided confirmation that they have subjected themselves to the peer review process of the Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the 'Peer Review Board' of the ICAI.

The proposed remuneration to be paid to Auditors for the financial year 2022-23 is Rs. 15,000/-. The remuneration for the subsequent year(s) of their term shall be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee.

The Board of Directors recommends the remuneration payable to Statutory Auditors as under: M/s. R. A. Kuvadia & Co, Chartered Accountants will be paid an aggregate remuneration of Rs. 15,000/- (Rupees Fifteen Thousand only) in the form of Statutory Audit fees for audit of financial statements of the Company for the FY 2022-23. The said remuneration excludes applicable taxes and out of pocket expenses. The remuneration proposed to be paid to the Statutory Auditors for the subsequent years will be determined judiciously by the Board of Directors from time to time based on the recommendations of the Audit Committee and in consultation with the Statutory Auditors, which will be commensurate with the services rendered by them during the said tenure. The Board and Audit Committee may alter and vary the terms and conditions of appointment, revision of the remuneration for the remaining term of five years etc. as may be mutually agreed with the statutory auditors. The remuneration paid to statutory auditor will be disclosed in the Financial Statements of the Company on annual basis.

The remuneration proposed for the new Statutory Auditors (M/s. R. A. Kuvadia & Co.) for the financial year 2022-23 is lesser than what has been paid to the outgoing Statutory Auditors for the financial year 2021-22. Due to ongoing fragile financial condition of the Company, it has reduced the remuneration of proposed auditor as compared to the fees paid to the outgoing Auditors. Except this, there is no other material change in the remuneration proposed to be paid to Auditors for the financial year 2022-23 and the remuneration paid to the Retiring Auditors for the financial year 2021-22.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution at Item No. 3 of the Notice of the 34th AGM.

The Board recommends the passing of Ordinary Resolution as set out at Item No. 3 of the accompanying Notice for member's approval.

ITEM NO.4

The Securities and Exchange Board of India ('SEBI'), vide its notification dated 9th November, 2021, has notified SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021 ('Amendments') introducing amendments to the provisions pertaining to the Related Party Transactions under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Accordingly, the resolution given under item no. 4 is passed in supersession of resolution no. 4, passed in 33rd Annual General Meeting of the Company.

The Companies Act, 2013 and Regulation 23 of Listing Regulations, aim to ensure transparency in the transactions and dealings between the Company and its related parties. Section 188 of the Act read with Rule 15 (3) of the Companies (Meetings of the Board and its Powers) Rules, 2014 (the 'Rules') and Regulation 23 of Listing Regulations', as amended, provides that for entering into any contract or arrangement with a related party, in case such contract or arrangement is in the ordinary course of business of the Company and is on an arm's length basis, prior approval of the Audit Committee shall be obtained.

Further, if the proposed contract or arrangement is not in the ordinary course of business or not on an arm's length basis and the amount thereof exceeds the threshold limits specified under Rule 15 (3) of the Rules, then prior approval of the shareholders by an ordinary resolution shall also be required to be obtained in addition to the approvals of the Audit Committee and the Board of Directors.

Regulation 23 of Listing Regulations, as amended, provides that all material related party transactions whether they are in the ordinary course of business or on an arm's length basis, shall require prior approval of the shareholders by a resolution and all the related parties shall abstain from voting on such resolutions.

Explanation to Regulation 23(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR"), states that transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

Based on Regulation 23 of LODR and provisions of Section 188 of the Act applicable if any and the Rules made thereunder and considering the regular need of entering in to related party transaction, the Audit Committee and the Board of Directors (the Board) of the Company have approved the proposed transactions along with the annual limits, that the Company may enter into with its Related Parties (as defined in Section 2 (76) of the Act). The maximum value of the transactions as mentioned in the table below is for each financial year commencing from 2022-2023 and onwards.

The particulars of the transactions are as under:

A	Name of the Related Parties	As mentioned in the table in the resolution
B	Name of the Director or Key Managerial Personnel who is related	Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria
C	Nature of relationship	Provided in Ordinary Resolution no.4 of this Notice.
D	Nature, material terms, monetary value and particulars of contract or arrangement	<p>The Company may be required to grant business advance / loan and/or make investment in the securities and/or capital contribution in the entities mentioned in the resolution as a part of strategic business decision, to the extent necessary to support the business operations of the said entities or vice versa.</p> <p>Additionally, the Company may also be required to provide security by way of mortgage / hypothecation /pledge of securities held and/or charge on any of its movable/immovable properties to the extent of the loan that may be availed by the said entities from term lenders or vice versa.</p> <p>The Company may also be required to provide corporate guarantee as collateral security to the extent of the loan that may be availed by the said entities from term lenders. The corporate guarantee shall be provided for the entire duration of the loan or vice versa.</p> <p>The Company may also enter into transaction for purchase / sale/lease of immovable properties including FSI and TDRs with the said entities.</p> <p>The company may enter in transaction of sale, purchase or supply of any goods or materials or availing or rendering of any services.</p> <p>The Company may enter in any other transaction which may be considered as material as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended from time to time.</p>
E	Monetary value	As mentioned in the resolution.

If any of the above stated transaction limit exceeds from the limit specified above, prior approval of members shall be required.

As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, all entities falling within the definition of related parties shall abstain from voting on this resolution and accordingly, the promoters and the promoter group entities shall not vote on this resolution.

Except the Promoter Directors and their relatives (to the extent of their shareholding in the Company), no other Director or the relatives of the Directors is concerned or interested, financially or otherwise in the said resolution.

In supersession of the ordinary resolution no.4 passed at 33rd AGM of the Company held at 27th September, 2021, the Board recommends the ordinary resolution as set out in Item No.4 of the accompanying Notice for the approval of the members in terms of Section 188 (3) of the Act and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

By and on behalf of the Board
For Nouveau Global Ventures Limited

Registered Office:

401/A, Pearl Arcade, Opp. P. K. Jewellers,
Dawood Baug Lane, Off J. P. Road,
Andheri (West), Mumbai – 400 058

Krishan Khadaria
Managing Director
DIN: 00219096

Add: B/11, 1102/2, Oberoi Sky Garden,
3rd Cross Lane Lokhandwala Complex,
Andheri (West), Mumbai 400053

Date: 05th September, 2022

Place: Mumbai

Annexure B to the Notice**PROFILE OF THE DIRECTORS BEING RE-APPOINTED**

The brief resume of each of the Director proposed to be re-appointed at the 34th Annual General Meeting of the Company is given below:-

Name of Director	Mr. Mohit Khadaria
DIN	05142395
Date of Birth & Age	15/10/1986 & 34 Years
Nationality	Indian
Date of appointment on Board	30/11/ 2020
Educational Qualification/ Expertise in specific functional area	Mr. Mohit, aged 35 years has pursued a Masters in Electrical Engineering. He is extremely passionate about technology and its applications to enhancement of human day-to-day life. He has rich and varied experience in the area of Information Technology, Global Business and thought Leadership, Other skills in the area of Human Resource, General Management, Talent Management and Understanding of relevant laws, rules, regulation and policy.
Memberships/Chairmanships of Committees of other Public Companies including listed companies (includes only Audit Committees and Shareholders/Investors' Grievance Committee)	None
Terms & Conditions of Re-appointment	Non-Executive Promoter Director (Non-Independent), liable to retire by rotation
Details of Remuneration last drawn and sought to be paid	Nil
List of listed entities in which the person also holds the directorship along with listed entities from which the person has resigned in the past three years	1. Mystic Electronics Limited 2. Nouveau Global Ventures Limited 3. Mukta Agriculture Limited Mr. Mohit Khadaria has not resigned from any listed company in past three years.
List of directorship held in other Companies	1. Pearl Arcade Trading Private Limited 2. Pranjali Trading Company Private Limited 3. Mumbadevi Finance And Investment Company Pvt Ltd 4. Subhkam Multimedia Private Limited 5. Navyug Telefilms P Ltd
Relationship between directors inter-se	Related to Mr. Krishan Khadaria, Managing Director and Mrs. Asha Khadaria, Non-executive Director of the Company.
Shareholding including shareholding as a beneficial owner in the Company	70000* Equity shares. He doesn't hold any beneficial shareholding.
No. of Board Meetings attended during the F.Y. 2021-22	9 of 9

*On 08th March, 2022, the Company has sub-divided the face value of its equity share capital from Rs. 10/- per share to Re. 1/- per share. Accordingly, the shareholding of Mr. Mohit Khadaria is revised to 70,000 equity shares.

08th September, 2022

To,
The Manager
Department of Corporate Services,
BSE Limited,
Phirozee Jeejeeboy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Sub: 34th Annual Report for the Financial Year ended on 31st March, 2022
Reg: Intimation under Regulation 34 of SEBI (LODR) Regulations, 2015
Ref.: Scrip ID: NOUVEAU
Scrip Code: 531465

Dear Sir/Ma' am,

With reference to the cited subject, we are pleased to inform that the **34th Annual General Meeting (AGM)** of the Company is to be held on **Friday, 30th September, 2022** at **11:30 AM IST through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)**.

In this regard, please find enclosed the 34th Annual Report for the financial year ended on 31st March, 2022 as required under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

The said Annual Report is also available on the Company's website at www.nouveauglobal.com

The above is for your information and dissemination to the public at large.

Kindly take the same on your records.

Thanking you,
Yours faithfully,

For Nouveau Global Ventures Limited

Krishan Khadaria
Managing Director
DIN: 00219096
Encl: As above.

THIRTY FOURTH ANNUAL REPORT (2021-2022)



NOUVEAU GLOBAL
VENTURES LIMITED

CONTENTS

PARTICULARS	PAGE NO.
Company Information	2
Notice to Shareholders	3-22
Director's Report	23-34
Annexures to the Director's Report	35-71
Financial Statements	72-116
Independent Auditors' Report to the members	72-82
Balance Sheet	83-84
Statement of Profit and Loss	85-86
Statement of Cash Flows	87-88
Notes annexed to and forming part of the Financial Statements	89-113
Equity	114
Fair Value Measurement	115-116

NOUVEAU GLOBAL VENTURES LIMITED

Corporate Information

BOARD OF DIRECTORS

Mr. Krishan Khadaria	Managing Director
Mr. Manoj Bhatia	Director
Mr. Narendra Gupta	Director
Mrs. Asha Khadaria	Director
Mrs. Niraali Thingalaya	Director
Mr. Mohit Khadaria (Appointed w.e.f. 30 th November, 2020)	Director
Mr. Naipal Singh (13 th October, 2021- 16 th November, 2021)	Director

Mr. Rajesh Agarwal	Chief Financial Officer
Ms. Khushboo Gupta	Company Secretary

AUDIT COMMITTEE

Mr. Manoj G. Bhatia	Chairman
Mr. Krishan Khadaria	Member
Mr. Narendra Gupta	Member

STAKEHOLDER'S RELATIONSHIP COMMITTEE

Mr. Narendra Gupta	Chairman
Mrs. Asha Khadaria	Member
Mr. Manoj Bhatia	Member

NOMINATION & REMUNERATION COMMITTEE

Mr. Narendra Gupta	Chairman
Mr. Manoj Bhatia	Member
Mr. Asha khadaria	Member

AUDITORS

M/s. Sunil Vankawala & Associates
Chartered Accountants
M/s. R. A. Kuvadia & Co.
Chartered Accountants
(Appointed w.e.f. 05th September, 2022)

BANKERS

Axis Bank Limited
ICICI Bank Limited
IDBI Bank Limited
IDFC First Bank Limited
Kotak Bank Limited
Standard Chartered Bank

REGISTERED OFFICE

401/A, Pearl Arcade, Opp. P. K. Jewellers,
DautBaug Lane, Off J. P. Road,
Andheri (West), Mumbai – 400 058
Tel. No.: 26778155 / 26790471
Email id.: nouveauglobal@gmail.com
Website: www.nouveauglobal.com

REGISTRAR & TRANSFER AGENT

Bigshare Services Pvt. Ltd.
Office No. S6-2 6th Floor,
Pinnacle Business Park, Next to Ahura Centre
Mahakali Caves Road
Andheri {E} Mumbai – 400093.
Board No : 022 – 62638200 | Extn : 206
Fax No : 022 – 62638299 | M : +7045454392
Email id.: info@bigshareonline.com
Website: www.bigshareonline.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **34th Annual General Meeting ('AGM')** of the Members of Nouveau Global Ventures Limited will be held on **Friday, 30th September, 2022, at 11:30 A.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")** to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 including the Audited Balance Sheet as at 31st March, 2022 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in place of Mr. Mohit Khadaria (holding DIN: 05142395) who retires by rotation and being eligible offers himself for re-appointment;
3. To appoint **M/s. R. A. Kuvadia & Co., Chartered Accountants (Registration No. 105487W)** as the Statutory Auditors of the Company; and

To consider and if thought fit, to pass the following Resolution, as an **Ordinary Resolution**:

"RESOLVED that pursuant to the provisions of sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, **M/s. R. A. Kuvadia & Co., Chartered Accountants (Registration No. 105487W)** be and are hereby appointed as the Statutory Auditors of the Company to hold office for a term of 5(five) consecutive years from the conclusion of this 34th Annual General Meeting (AGM) until the conclusion of the 39th AGM to be held in the year 2027, on such remuneration as may be mutually agreed between the Board of Directors/ Audit Committee of the company in consultation with the Statutory Auditors.

FURTHER RESOLVED that the Board of Directors of the Company (including any Committee thereof), be authorised on behalf of the Company, including but not limited to determine role and responsibilities/scope of work of the Statutory Auditors, to negotiate, finalise, amend, sign, deliver and execute the terms of appointment, including any contract or document in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendments to the Accounting Standards or the Companies Act, 2013 or Rules framed thereunder or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other requirements resulting in any change in the scope of work, etc., without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for the purpose of giving effect to this Resolution and with power to the Board to settle all questions, difficulties or doubts that may arise in respect of the implementation of this Resolution."

SPECIAL BUSINESS:

4. To approve transactions with related parties under section 188 of the companies act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

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

"RESOLVED THAT in supersession of resolution no. 4, passed in 33rd Annual General Meeting of the Company, pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (the 'Rules'), Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any subsequent modifications, amendments or clarifications thereon, and pursuant to the approval of the Audit Committee and the Board of Directors, consent of the Company be and is hereby accorded to authorize the management of the Company to enter into Related Party Transactions, Contracts or Arrangements including Material Related Party Transactions, Contracts or Arrangements as may be appropriate with related parties as defined under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, from the Financial Year 2022-23 onwards for each Financial Year up to the maximum amount per annum as per details provided hereunder :

MAXIMUM VALUE OF CONTRACT / TRANSACTION

Name of the Related Parties	Name of interested Director(s) / KMP(s)	Nature of Relationship	Nature of Transaction	Estimated transaction value for the financial year ending 31st March, 2022 (Rs. Crores)	Any other information relevant or important for the members to take a decision on the proposed resolution
Mystic Electronics Limited-Group Company	Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria	Director Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria are also a Director in Related Company and holds along with his relatives more than 2% of its paid up share capital.	Forms part of item 4 of Explanatory Statement annexed to this Notice	50	None
Mukta Agriculture Limited-Group Company	Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria	Director Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria are also a Director in Related Company and holds along with his relatives more than 2% of its paid up share capital.	Forms part of item 4 of Explanatory Statement annexed to this Notice	50	None

3M Enterprises	Mr. Mohit sKhadaria	Mr. Mohit Khadaria, Additional Director is Partner in Related Partnership Firm. Mr. KrishanKhadaria is authorized Signatory of Partner Company, namely, Mukta Agriculture Limited.	Forms part of item 4 of Explanatory Statement annexed to this Notice	50	None
Forever Flourishing Finance & Investment Pvt Ltd	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. Krishan Khadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	20	None
Golden Medows Export Private Limited	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	20	None
Kasturi Overseas Private Limited	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	10	None
Mumbadevi Finance Investment Company Private Limited	Mr. KrishanKhadaria	Director Mr. KrishanKhadaria is member in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	10	None
Navyug Telefilms Private Limited	Mr. KrishanKhadaria	Director Mr. KrishanKhadaria is Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	10	None
Attribute shares and securities Private Limited	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	20	None
Kashish Multi Trade Private Limited	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	20	None

Slogan Infotech Private Limited	Mr. KrishanKhadaria	Director Mr. KrishanKhadaria is Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	25	None
Laxmiramuna Investments Private Limited	Mr. KrishanKhadaria and Mrs. Asha Khadaria	Director Mr. KrishanKhadaria and Mrs. Asha Khadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	10	None
Anutham Property Developers Pvt. Ltd.	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	10	None
Mitesh Polypack Pvt. Ltd.	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	05	None
Pearl Arcade Consultant Pvt. Ltd.	Mr. KrishanKhadaria	Director Mr. KrishanKhadaria is a Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	05	None
Rajat Commercial Enterprises Pvt. Ltd.	Mr. KrishanKhadaria and Mr. MohitKhadaria	Director Mr. KrishanKhadaria and Mr. MohitKhadaria are Director in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	05	None
Pearl Arcade Trading Pvt. Ltd.	Mr. KrishanKhadaria	Director Mr. KrishanKhadaria is a member in related Company	Forms part of item 4 of Explanatory Statement annexed to this Notice	05	None

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall include any committee constituted by the Board of Directors of the Company or any person(s) authorized by the Board to exercise the powers conferred on the Board of Directors of the Company by this Resolution) be and is hereby authorised to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit and the Board is also hereby authorised to resolve and settle all questions, difficulties or doubts that may arise with regard to the said transactions and to finalize and execute all such agreements, deeds, documents and writings and to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board may in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors or to any Director or any other officer(s) of the Company as it may consider appropriate in order to give effect to this resolution;

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in respect of the aforesaid resolution be and are hereby approved, ratified and confirmed in all respect."

By and on behalf of the Board
For Nouveau Global Ventures Limited

Registered Office:

401/A, Pearl Arcade,
Opp. P. K. Jewellers,
DautBaug Lane, Off J. P. Road,
Andheri (West), Mumbai – 400 058

Krishan Khadaria
Managing Director
DIN: 00219096

Add: B/11, 1102/2, Oberoi Sky Garden,
3rd Cross Lane Lokhandwala Complex,
Andheri (West), Mumbai 400053

Date: 05th September, 2022

Place: Mumbai

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 respectively, issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Act and the SEBI(Listing Obligations and Disclosure Requirements)Regulations, 2015 ("Listing Regulations"), physical attendance of the Members to the 34th Annual General Meeting (AGM) venue is not required and AGM be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing 34thAGM through VC/OAVM.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA / SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 113of the Companies Act, 2013 ('the Act'), authorized representative of the Corporate Member(s) may be appointed for the purpose of voting through remote e-Voting, for participation in the 34th AGM through VC/ OAVM and e-Voting during the 34th AGM.
3. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April

13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022 respectively,

4. The relevant Explanatory Statement pursuant to Section 102 of the Act and Secretarial Standard on General Meetings(SS-2), relating to the Business to be transacted at the Meeting including the information under Regulations 36 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)pertaining to the statutory auditors proposed to be appointed at the Meeting is annexed hereto as **ANNEXURE A** to this Notice
5. Information under Regulations 36 (3) of the Listing Regulations and as required under the Secretarial Standard 2 on General Meeting issued by the Institute of Company Secretaries of India relating to Directors proposed to be re-appointed is provided in the **ANNEXURE B** to this Notice.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Only bonafide members of the Company whose names appear on the Register of Members will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
8. Applicable statutory records and all the documents referred to in the accompanying Notice of the 34th AGM and the Explanatory Statement shall be available for inspection by the members at the Registered Office of the Company on all working days except Saturdays and Sundays, between 11:00 a.m. to 1:00 p.m. upto the date of the Annual General Meeting. Members seeking to inspect such documents can send an email to khushboogupta.ngvl@gmail.com .
9. The Register of Members and share transfer books of the Company shall remain closed from **Saturday, 24th September, 2022 to Friday, 30th September, 2022**. (both days inclusive).
10. Members and Authorized Representatives are requested to bring to the Meeting, the attendance slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.
11. Members are requested to notify immediately any change in their communication address to their Depository Participants (DPs) in respect of their electronic share accounts quoting Client ID Number and to **M/s. Bigshare Services Private Limited**, Company's Registrar & Share Transfer Agent, Tel: 022 62638200 Fax: 022-62638299 Email id.: info@bigshareonline.com.in respect of their holding in physical shares, quoting Folio No..
12. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in form no. SH-13, to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling/varying nomination pursuant to the rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in form no. SH-14, to the Registrar and Transfer Agent of the Company. These forms are available on the Company's website for download.
13. Members, desiring any information relating to the accounts, are requested to write to the company at an early date for the management to keep the information ready.
14. Pursuant to SEBI circular dated April 20, 2018 shareholders whose ledger folios do not have or having incomplete details with regard to Permanent Account Number (PAN) and Bank particulars are required to compulsorily furnish the same to the RTA or the Company for registration in the folio.

Shareholders holding shares in physical form are requested to notify the Company at nouveauglobal@gmail.com / RTA at rajeshm@bigshareonline.com in writing, any change in their Bank Account details under the signature of sole / first joint holder. Beneficial owners of shares in electronic form are requested to send their instructions regarding change of name, change of address, bank details, nomination, power of attorney, etc. directly to their DP as the same are maintained by the DP.

15. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to furnish their PAN details to their DP, if not already provided. Members holding shares in physical form are required to mandatorily submit the following to RTA:
 - i) a copy of their PAN card; if not already provided; and
 - ii) a copy of the PAN card of the transferee(s), members, surviving joint holder(s) / legal heir(s) while obtaining the services of transfer, transposition, transmission and issue of duplicate share certificates.
16. In terms of Listing Regulations, the securities of the listed companies can only be transferred in dematerialized form with effect from 01st April, 2019. In view of the same, members are advised to dematerialize shares held by them in physical form.

Members holding shares in physical form are advised to convert their holding(s) to dematerialized form, so as to eliminate all risks associated with physical shares. **Those who have still not converted their holding(s) to dematerialized form, are advised to convert the same at the earliest. Otherwise, requests for effecting the transfer of securities shall not be processed.** For any clarification, assistance or information, relating to dematerialization of shares the Company's RTA may be contacted.

17. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
18. **COMMUNICATION THROUGH E-MAIL:** The situation of global warming demands preservation and protection of environment, which can be attained and / or sustained by preserving and growing more trees on the earth. In order to protect the environment, we as a responsible citizen can contribute in every possible manner. Considering this object in mind, members are requested to register his / her e-mail id to receive all communication electronically from the Company. This would also be in conformity with the legal provisions. Members may note that the Company would communicate important and relevant information, notices, intimation, circulars, annual reports, financial statements, any event based documents etc. in electronic form to the e-mail address of the respective members. Further, as per the statutory requirement, the above stated documents are also disseminated on the Company's website at www.nouveauglobal.com.

To support green initiative, Members who have not registered their e-mail addresses with the Depositories / Company / RTA, so far, are requested to register/update their e-mail addresses with the Company by sending their Email to nouveauglobal@gmail.com or SMS to +91-9324166769 by quoting their name and folio no. or DPID/Client ID.

This initiative would enable the members to receive communication promptly besides paving way for reduction in paper consumption and wastage. You would appreciate this initiative taken by the Ministry of Corporate Affairs and your Company's desire to participate in the initiative. If there is any change in e-mail id, shareholder can update his / her e-mail id in same manner as mentioned above.

19. Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 34th AGM and the Annual Report for the financial year 2021-22, are being sent only by email to the Members whose e-mail address is registered with the Company or the Depositories/Depository Participant(s).
20. Members may note that this Notice and Annual Report 2021-22 will be available on the Company's website www.nouveauglobal.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of NSDL at evoting@nsdl.co.in.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

21. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
22. The facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.
23. Members, who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in or use Toll free no.:1800 1020 990 and 1800 22 44 30 or contact Mr. Anubhav Saxena, Manager, NSDL at evoting@nsdl.co.in.
24. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

PROCEDURE TO RAISE QUESTIONS DURING ANNUAL GENERAL MEETING:

25. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at nouveauglobal@gmail.com from 20th September, 2022 to 25th September, 2022. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE ASUNDER:-

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
2. **The remote e-voting period begins on Tuesday, 27th September, 2022 at 9:00 A.M. and ends on Thursday, 29th September, 2022 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 23rd September, 2022, may cast their vote electronically. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.**
3. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

4. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
5. The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process can be downloaded from the link <https://www.evoting.nsdl.com> or from the website of the Company www.nouveauglobal.com.
6. The voting rights of shareholders shall be in proportion to the shares held by them, of the paid up equity share capital of the company as on the **cut-off date i.e. Friday, 23rd September, 2022.**
7. **Members holding shares in physical or in demat form as on Friday, 23rd September, 2022, shall only be eligible for e-voting.**
8. Any person, who acquires Shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding Shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting vote. If you forget your password, you can reset your password by using "Forgot User Details / Password" option available on www.evoting.nsdl.com.

Please read the instructions printed below before exercising your vote.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under " Login " which is available under ' IDeAS ' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " Access to e-Voting " under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	<ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center;">  App Store  Google Play </div> <div style="display: flex; justify-content: center; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After

	successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to caarvindbaid@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **Friday, 23rd September, 2022**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer / RTA. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote.
3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
4. The members who have cast their vote by remote e-voting prior to the AGM may attend and participate in the AGM but they shall not be entitled to change or cast their vote again at the meeting.

5. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 4430 or send a request to Mr. Anubhav Saxena, Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013. Email: evoting@nsdl.co.in/AnubhavS@nsdl.co.in, Tel: 91 22 2499 4545/ 1800-222-990.
6. **Mr. Arvind Dhanraj Baid, Practicing Chartered Accountants, Mumbai** (Membership No. 155532), has been appointed by the Board of Directors **as the scrutinizer to scrutinize remote e-voting process and the e-voting** at the Meeting venue in a fair and transparent manner.
7. The scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and e-voting in the presence of at least two witnesses not in the employment of the company. The scrutinizer shall prepare a consolidated scrutinizer's report of the total votes cast in favour or against, if any, not later than 48 hours from the conclusion of the AGM. This report shall be made to the chairman or any other person authorized by the chairman, who shall countersign the same and declare the result of the voting forthwith.
8. The voting results declared along with the scrutinizer's report shall be placed on the company's website www.nouveauglobal.com and on the website of NSDL (www.evoting.nsdl.com) immediately after the declaration of the result by the chairman or a person authorized by the chairman. The results shall also be immediately forwarded to the BSE Limited but not later than two working days of conclusion of AGM.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to nouveauglobal@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company email id: nouveauglobal@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively member may send an e-mail request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at nouveauglobal@gmail.com. The same will be replied by the company suitably.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

By and on behalf of the Board
For Nouveau Global Ventures Limited

Registered Office:

401/A, Pearl Arcade,
Opp. P. K. Jewellers,
DautBaug Lane, Off J. P. Road,
Andheri (West), Mumbai – 400 058

Krishan Khadaria
Managing Director
DIN: 00219096

Add: B/11, 1102/2, Oberoi Sky Garden,
3rd Cross Lane Lokhandwala Complex,
Andheri (West), Mumbai 400053

Date: 05th September, 2022

Place: Mumbai

ANNEXURE A to the Notice**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 sets out the material facts of following items of Special businesses mentioned in the accompanying notice dated 05th September, 2022.

ITEM NO.3

Members of the Company at the 29th Annual General Meeting held on 26th September, 2017 approved the appointment of M/s. Sunil Vankawala and Associates, Chartered Accountants (Registration No.110616W), ("Retiring Auditors") as the Auditors of the Company to hold office for a term of 5 (five) consecutive years from the conclusion of said Annual General Meeting till the conclusion of ensuing 34th Annual General Meeting. M/s. Sunil Vankawala and Associates will complete their present term on conclusion of ensuing Annual General Meeting.

The Board of Directors of the Company ("the Board"), at its meeting held on 05th September, 2022 has considered the experience and expertise and on the recommendation of the Audit Committee, proposed to the Members of the Company appointment of M/s. R. A. Kuvadia & Co., Chartered Accountants (Registration No. 105487W) as Statutory Auditors of the Company in place of the Retiring Auditors, for a term of 5 (five) consecutive years from the conclusion of this 34th Annual General Meeting (AGM) until the conclusion of the 39th AGM to be held in the year 2027, at such remuneration as may be mutually agreed between the Board of Directors/ Audit Committee of the company in consultation with the Statutory Auditors

M/s. R. A. Kuvadia & Co. is a firm of Chartered Accountants (CA R. A. Kuvadia being the Sole Proprietor) registered with The Institute of Chartered Accountants of India (ICAI) bearing ICAI Firm Registration No. 105487W. The firm was established in the year 1987 and rendering un-interrupted value added services to the incorporated bodies, reputed business houses and High Net worth (HNI) individuals. It has strength of 15 employees. The firm have various clients which includes Limited & Private Limited Companies, Partnership Firms, Proprietary Concerns, Charitable Trust, Co-operative Societies etc. M/s. R. A. Kuvadia & Co. has business Associates in the following cities namely, Ahmedabad, Nagpur, Bengaluru. The firm has been providing diverse and specialized services in the following areas:

- Review & Setting up of systems and procedures with adequate internal controls and preparation of operational manual for various departments of an organization;
- Management audit/ internal audit & statutory audit of the industry;
- Financial and Management consultation;
- Taxation matters including tax consultation, appearance for assessment, appeal, etc., Corporate & mercantile law consultation.

Profile of Singing Auditor:

CA R. A. Kuvadia, Proprietor heads the Audit and Tax Department of the Firm. CA R. A. Kuvadia has been in practice since last 32 years & has vast experience of diverse industries.

M/s. R. A. Kuvadia & Co., Chartered Accountants have consented to their appointment as Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Companies Act, 2013. M/s. R. A. Kuvadia & Co, have also provided confirmation that they have subjected themselves to the peer review process of the Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the 'Peer Review Board' of the ICAI.

The proposed remuneration to be paid to Auditors for the financial year 2022-23 is Rs. 15,000/-. The remuneration for the subsequent year(s) of their term shall be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee.

The Board of Directors recommends the remuneration payable to Statutory Auditors as under: M/s. R. A. Kuvadia & Co, Chartered Accountants will be paid an aggregate remuneration of Rs. 15,000/- (Rupees Fifteen Thousand only) in the form of Statutory Audit fees for audit of financial statements of the Company for the FY 2022-23. The said remuneration excludes applicable taxes and out of pocket expenses. The remuneration proposed to be paid to the Statutory Auditors for the subsequent years will be determined judiciously by the Board of Directors from time to time based on the recommendations of the Audit Committee and in consultation with the Statutory Auditors, which will be commensurate with the services rendered by them during the said tenure. The Board and Audit Committee may alter and vary the terms and conditions of appointment, revision of the remuneration for the remaining term of five years etc. as may be mutually agreed with the statutory auditors. The remuneration paid to statutory auditor will be disclosed in the Financial Statements of the Company on annual basis.

The remuneration proposed for the new Statutory Auditors (M/s. R. A. Kuvadia & Co.) for the financial year 2022-23 is lesser than what has been paid to the outgoing Statutory Auditors for the financial year 2021-22. Due to ongoing fragile financial condition of the Company, it has reduced the remuneration of proposed auditor as compared to the fees paid to the outgoing Auditors. Except this, there is no other material change in the remuneration proposed to be paid to Auditors for the financial year 2022-23 and the remuneration paid to the Retiring Auditors for the financial year 2021-22.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution at Item No. 3 of the Notice of the 34th AGM.

The Board recommends the passing of Ordinary Resolution as set out at Item No. 3 of the accompanying Notice for member's approval.

ITEM NO.4

The Securities and Exchange Board of India ('SEBI'), vide its notification dated 9th November, 2021, has notified SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021 ('Amendments') introducing amendments to the provisions pertaining to the Related Party Transactions under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Accordingly, the resolution given under item no. 4 is passed in supersession of resolution no. 4, passed in 33rd Annual General Meeting of the Company.

The Companies Act, 2013 and Regulation 23 of Listing Regulations, aim to ensure transparency in the transactions and dealings between the Company and its related parties. Section 188 of the Act read with Rule 15 (3) of the Companies (Meetings of the Board and its Powers) Rules, 2014 (the 'Rules') and Regulation 23 of Listing Regulations', as amended, provides that for entering into any contract or arrangement with a related party, in case such contract or arrangement is in the ordinary course of business of the Company and is on an arm's length basis, prior approval of the Audit Committee shall be obtained.

Further, if the proposed contract or arrangement is not in the ordinary course of business or not on an arm's length basis and the amount thereof exceeds the threshold limits specified under Rule 15 (3) of the Rules, then prior approval of the shareholders by an ordinary resolution shall also be required to be obtained in addition to the approvals of the Audit Committee and the Board of Directors.

Regulation 23 of Listing Regulations, as amended, provides that all material related party transactions whether they are in the ordinary course of business or on an arm's length basis, shall require prior approval of the shareholders by a resolution and all the related parties shall abstain from voting on such resolutions.

Explanation to Regulation 23(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR"), states that transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

Based on Regulation 23 of LODR and provisions of Section 188 of the Act applicable if any and the Rules made thereunder and considering the regular need of entering in to related party transaction, the Audit Committee and the Board of Directors (the Board) of the Company have approved the proposed transactions along with the annual limits, that the Company may enter into with its Related Parties (as defined in Section 2 (76) of the Act). The maximum value of the transactions as mentioned in the table below is for each financial year commencing from 2022-2023 and onwards.

The particulars of the transactions are as under:

A	Name of the Related Parties	As mentioned in the table in the resolution
B	Name of the Director or Key Managerial Personnel who is related	Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria
C	Nature of relationship	Provided in Ordinary Resolution no.4 of this Notice.
D	Nature, material terms, monetary value and particulars of contract or arrangement	<p>The Company may be required to grant business advance / loan and/or make investment in the securities and/or capital contribution in the entities mentioned in the resolution as a part of strategic business decision, to the extent necessary to support the business operations of the said entities or vice versa.</p> <p>Additionally, the Company may also be required to provide security by way of mortgage / hypothecation /pledge of securities held and/or charge on any of its movable/immovable properties to the extent of the loan that may be availed by the said entities from term lenders or vice versa.</p> <p>The Company may also be required to provide corporate guarantee as collateral security to the extent of the loan that may be availed by the said entities from term lenders. The corporate guarantee shall be provided for the entire duration of the loan or vice versa.</p> <p>The Company may also enter into transaction for purchase / sale/lease of immovable properties including FSI and TDRs with the said entities.</p> <p>The company may enter in transaction of sale, purchase or supply of any goods or materials or availing or rendering of any services.</p> <p>The Company may enter in any other transaction which may be considered as material as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended from time to time.</p>
E	Monetary value	As mentioned in the resolution.

If any of the above stated transaction limit exceeds from the limit specified above, prior approval of members shall be required.

As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, all entities falling within the definition of related parties shall abstain from voting on this resolution and accordingly, the promoters and the promoter group entities shall not vote on this resolution.

Except the Promoter Directors and their relatives (to the extent of their shareholding in the Company), no other Director or the relatives of the Directors is concerned or interested, financially or otherwise in the said resolution.

In supersession of the ordinary resolution no.4 passed at 33rd AGM of the Company held at 27th September, 2021, the Board recommends the ordinary resolution as set out in Item No.4 of the accompanying Notice for the approval of the members in terms of Section 188 (3) of the Act and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

By and on behalf of the Board
For Nouveau Global Ventures Limited

Registered Office:

401/A, Pearl Arcade, Opp. P. K. Jewellers,
Dawood Baug Lane, Off J. P. Road,
Andheri (West), Mumbai – 400 058

Krishan Khadaria
Managing Director
DIN: 00219096

Add: B/11, 1102/2, Oberoi Sky Garden,
3rd Cross Lane Lokhandwala Complex,
Andheri (West), Mumbai 400053

Date: 05th September, 2022

Place: Mumbai

Annexure B to the Notice**PROFILE OF THE DIRECTORS BEING RE-APPOINTED**

The brief resume of each of the Director proposed to be re-appointed at the 34th Annual General Meeting of the Company is given below:-

Name of Director	Mr. Mohit Khadaria
DIN	05142395
Date of Birth & Age	15/10/1986 & 34 Years
Nationality	Indian
Date of appointment on Board	30/11/ 2020
Educational Qualification/ Expertise in specific functional area	Mr. Mohit, aged 35 years has pursued a Masters in Electrical Engineering. He is extremely passionate about technology and its applications to enhancement of human day-to-day life. He has rich and varied experience in the area of Information Technology, Global Business and thought Leadership, Other skills in the area of Human Resource, General Management, Talent Management and Understanding of relevant laws, rules, regulation and policy.
Memberships/Chairmanships of Committees of other Public Companies including listed companies (includes only Audit Committees and Shareholders/Investors' Grievance Committee)	None
Terms & Conditions of Re-appointment	Non-Executive Promoter Director (Non-Independent), liable to retire by rotation
Details of Remuneration last drawn and sought to be paid	Nil
List of listed entities in which the person also holds the directorship along with listed entities from which the person has resigned in the past three years	1. Mystic Electronics Limited 2. Nouveau Global Ventures Limited 3. Mukta Agriculture Limited Mr. Mohit Khadaria has not resigned from any listed company in past three years.
List of directorship held in other Companies	1. Pearl Arcade Trading Private Limited 2. Pranjali Trading Company Private Limited 3. Mumbadevi Finance And Investment Company Pvt Ltd 4. Subhkam Multimedia Private Limited 5. Navyug Telefilms P Ltd
Relationship between directors inter-se	Related to Mr. Krishan Khadaria, Managing Director and Mrs. Asha Khadaria, Non-executive Director of the Company.
Shareholding including shareholding as a beneficial owner in the Company	70000* Equity shares. He doesn't hold any beneficial shareholding.
No. of Board Meetings attended during the F.Y. 2021-22	9 of 9

*On 08th March, 2022, the Company has sub-divided the face value of its equity share capital from Rs. 10/- per share to Re. 1/- per share. Accordingly, the shareholding of Mr. Mohit Khadaria is revised to 70,000 equity shares.

DIRECTORS' REPORT

To,
THE MEMBERS,
NOUVEAU GLOBAL VENTURES LIMITED

Your Directors are presenting herewith the **Thirty Forth Annual Report** together with the Audited Financial statements for the Financial Year ended 31st March, 2022.

1. FINANCIAL SUMMARY/HIGHLIGHTS OF THE COMPANY

Particulars	(Rs. in Lakhs)			
	Standalone		Consolidation	
	2021-22	2020-21	2021-22*	2020-21
Profit/(Loss) before interest, depreciation, tax and Extra Ordinary Items	6.69	(169.75)	0	(35.56)
Depreciation/amortization	3.03	9.79	0	8.06
Profit/ (Loss) before interest, tax and Extra Ordinary Items	3.66	(179.54)	0	(43.62)
Finance Costs	13.93	16.27	0	14.47
Profit/ (Loss) before tax and Extra Ordinary Items	(10.27)	(195.81)	0	(58.09)
Less: Provision for taxes on income				
- Current tax	0	0.92	0	0.92
- MAT Credit Entitlement				
-Deferred tax liability / (asset)	0.59	2.74	0	0.00
Profit/(Loss) after tax before Extra-Ordinary Items	(10.86)	(199.46)	0	(59.01)
Extra Ordinary Items (Net of Tax)	-	-		
Profit/ (Loss) for the year	(10.86)	(199.46)	0	(59.01)
Add/(Less): Other Comprehensive Income /(Loss)	33.40	522.81	0	16.81
Total Comprehensive Income / (Expenses) for the year	22.55	323.35	0	(42.20)

*On 25th January, 2021, the Company has disinvested its holding in M/s. Nouveau Shares & Securities Limited, the Wholly-owned Subsidiary Company (WOS). Hence, as on 31st March 2022, the Company was not required to consolidate its financial statements.

2. PERFORMANCE OF THE COMPANY

The Company have four reportable business segments i.e. Multimedia, Financial Consultancy, Dealing in Securities and Trading Division.

Your Directors report that during the year, Company has incurred loss of Rs.10.86Lakhs which has been decreased from the previous year loss of Rs.199.46Lakhs, which is showing a reviving yet struggling phase to incur profit in the near future. The Company's turnover is increased during the current year and recorded a positive growth of Rs. 287.36 Lakhs which has improved as compared to the previous year turnover of Rs. (56.04)Lakhs. In an ongoing deteriorated market condition due to the ongoing COVID-19 pandemic (Novel Coronavirus) and prevailing economic scenario, the Company is struggling to make a positive stand in the market.

Barring such unforeseen circumstances, the directors of your company are striving for better performance by the Company in the years to come so as to restore the financial position of the Company.

3. CHANGE IN NATURE OF BUSINESS

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

4. DIVIDEND & RESERVES

Yours Directors do not recommend any dividend for the year ended 31st March, 2022, due to the loss incurred during the year and further no amount was transferred to Reserves.

5. SHARE CAPITAL

The paid-up Equity Share Capital as on March 31, 2022 is Rs.18, 55, 30,000/- (Rs. Eighteen Crores Fifty Five Lakhs Thirty Thousand only). At the Extraordinary General Meeting of the Company held on 21st February, 2022, the Company has considered and approved sub-division of equity shares of the Company from face value of Rs. 10/- each into equity shares of face value of Re. 1/- each. Accordingly, w.e.f. 08th March, 2022 (the record date), the face value of the equity share capital of the Company has been subdivided to Re.1/- per share. During the year under review, the Company has not issued any shares with or without differential voting rights. It has neither issued employee stock options nor sweat equity shares and does not have any scheme to fund its employees to purchase the shares of the Company.

6. DIRECTORS

Appointment of Director

On 13th October, 2021, Mr. Naipal Singh was appointed as an Additional Non-executive Director in Independent Category on the Board who shall hold office up to the date of the next annual general meeting.

Cessation of Directors during the year

During the year under review, on 16th November, 2021, Mr. Naipal Singh has resigned from the Board who was appointed as an Additional Non-executive Director in Independent Category at the Board Meeting of the Company held on 13th October, 2021. Except Mr. Naipal, no Director have stepped down from the Board of the Company.

Director retiring by rotation

In accordance with the provisions of the Companies Act, 2013, Mr. Mohit Khadaria, Director of the Company, who retires by rotation at the ensuing AGM and being eligible have offered himself for re-appointment. The Board recommends his re-appointment.

Information regarding the directors seeking re-appointment

The Resume/ Profile and other information regarding Mr. Mohit Khadaria, Director, seeking re-appointment as required by the Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & SS-2 of ICSI have been given in the Notice convening the 34th AGM of the Company.

Declaration by Independent Directors

The Company has received declarations from all the Independent Directors of the Company, confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 read with schedules & rules issued thereunder as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) in respect of the financial year ended 31st March, 2022. In the opinion of the Board, the Independent Directors fulfil the said conditions of independence.

In terms of requirements of the Listing Regulations, the Board has identified core skills, expertise and competencies of the Directors in the context of the Company's businesses for effective functioning, which are detailed in the Corporate Governance Report.

The Ministry of Corporate Affairs ('MCA') vide Notification No. G.S.R. 804(E) dated October 22, 2019 and effective from December 01, 2019 has introduced the provision relating to inclusion of names of Independent Directors in the Data Bank maintained by Indian Institute of Corporate Affairs ('IICA'). All Independent Directors of your Company are registered with IICA. In the opinion of the Board, the independent directors possess the requisite integrity, experience, expertise, proficiency and qualifications.

The Company have also received a declaration from all the Independent Directors under Rule 6 sub-rule (3) of The Companies (Appointment and Qualifications of Directors) Rules, 2014, regarding inclusion of their name in Data Bank of Independent Director maintained by the Indian Institute of Corporate Affairs at Manesar.

The terms and conditions of appointment of the Independent Directors are placed on the website of the Company <http://www.nouveauglobal.com/investors.html>.

The Company has also disclosed the Director's familiarization programme on its website <http://www.nouveauglobal.com/investors.html>.

During the year, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and they hold highest standards of integrity and skills as stated above.

During the year under review, except the appointment and resignation of Mr. Naipal Singh, there has been no change made in the composition of Board of Directors and their Committees.

7. KEY MANAGERIAL PERSONNEL

Key Managerial Personnel's (KMP's) of the Company under Section 203 of the Companies Act, 2013 as on 31st March, 2022, are as follows:

Sr. No.	Name	Designation
1	Mr. Krishan Khadaria	Managing Director
2	Mr. Rajesh Agrawal	Chief Financial Officer
3	Ms. Khushboo Gupta	Company Secretary

8. MEETINGS OF THE BOARD

During the year under review, the Board met 9 (nine) times. For details of the meetings of the board and its composition, please refer to the Corporate Governance Report, which forms part of this Annual Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (subject to relaxation provided by MCA21 and SEBI through their Circulars) and Secretarial Standards on Meeting of the Board of Directors as issued by The Institute of Company Secretaries of India.

9. COMMITTEES OF THE BOARD

In accordance with the applicable provisions of Companies Act, 2013 & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board has constituted the following Committees:

- **Audit Committee**
- **Nomination and Remuneration Committee**
- **Stakeholders Relationship Committee**

The details with respect to the composition, powers, roles, terms of reference, number of meetings held, attendance at the meetings etc. of statutory committees are given in detail in the Corporate Governance Report, which forms part of this Report.

10. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Act the Board of Directors, to the best of their knowledge and ability, confirm:

- a) That in the preparation of the annual financial statements for the year ended 31st March, 2022, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- b) That for the financial year ended 31st March 31, 2022, such accounting policies as mentioned in the Notes to the financial statements have been applied consistently and judgments and estimates that are reasonable and prudent have been made so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2022 and of the loss of the Company for the year ended 31st March, 2022;
- c) That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) That the annual financial statements have been prepared on a going concern basis;
- e) That the Directors, have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- f) That proper systems have been devised to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

11. SUBSIDIARIES/JOINT VENTURES/ ASSOCIATE COMPANIES

As the Company disinvested its entire equity holding in M/s. Nouveau Shares and Securities Limited (NSSL), wholly owned Subsidiary Company w.e.f. 25th January, 2021, thus, it ceased to be its subsidiary and consequently disclosure regarding the same is no more required.

During the year under review, the Company didn't have any Joint Ventures/ Associate Companies.

12. COMPLIANCE WITH SECRETARIAL STANDARDS

The Institute of Company Secretaries of India, a statutory body, has issued Secretarial Standards (SS) on various aspects of corporate law and practices. The Company has complied with the SS -1 on Board Meetings and SS - 2 on General Meetings.

13. CONSOLIDATED FINANCIAL STATEMENTS

As the Company disinvested its entire equity holding in M/s. Nouveau Shares and Securities Limited (NSSL), wholly owned Subsidiary Company w.e.f. 25th January, 2021, thus, it ceased to be its subsidiary and consequently the requirement of consolidation of accounts didn't arise for the financial year ended 31st March, 2022.

14. DEPOSITS

During the year under review, the Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

15. ANNUAL RETURN

Pursuant to the provisions of Section 92(3) and 134(3)(a) of the Companies Act, 2013 and amendments thereof and in compliance of the Companies (Amendment) Act, 2017, effective August 28, 2020, the draft Annual Return for the financial year 2021-22 in prescribed form MGT-7 is placed on the website of the Company at the following link: <http://www.nouveauglobal.com/investors.html>.

This Annual Return is subject to such changes / alterations / modifications as may be required to carry out subsequent to the adoption of the Directors' Report by the Shareholders at the 34th Annual General Meeting and receipt of Certificate from Practising Company Secretary (PCS) which the Shareholders agree and empower the Board / Company and the copy of the final Annual Return as may be filed with the Ministry of Corporate Affairs would be furnished on the website of the Company.

16. MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report on the operations of the Company, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in a separate section marked as "Annexure I" and forms an integral part of this Report.

17. STATUTORY AUDITORS & AUDITORS' REPORT

The Company's Auditors, **M/s. Sunil Vankawala and Associates, Chartered Accountants (Registration No.110616W)**, who were appointed with members approval as Statutory Auditors of the Company at 29th Annual General Meeting (AGM) for the period of 5 years, will complete their present term on the conclusion of the ensuing 34th AGM of the Company.

The Board of Directors of the Company ("the Board"), at its meeting held on 05th September, 2022 has considered the experience and expertise and on the recommendation of the Audit Committee, proposed to the Members of the Company appointment of M/s. R. A. Kuvadia & Co., Chartered Accountants (Registration No. 105487W) as Statutory Auditors of the Company in place of the Retiring Auditors, for a term of 5 (five) consecutive years from the conclusion of this 34th Annual General Meeting (AGM) until the conclusion of the 39th AGM to be held in the year 2027, at such remuneration as may be mutually agreed between the Board of

Directors/ Audit Committee of the company in consultation with the Statutory Auditors. The Auditors have confirmed that they are not disqualified from appointing and continuing as Auditors of the Company.

The Independent Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

18. SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed **M/s. Ritika Agrawal & Associates**, Company Secretaries as Secretarial Auditor to conduct the Secretarial Audit of the Company for the financial year 2021-22.

There were no observations made by the Secretarial Auditor in the Secretarial Audit Report for the financial year ended 31st March, 2022.

The Secretarial Audit Report for the financial year ended 31st March, 2022 is annexed herewith as **ANNEXURE II**.

19. CORPORATE GOVERNANCE

As per Regulation 34 (3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate report on corporate governance practices followed by the Company is annexed to this Report as **ANNEXURE III**, together with a certificate from the Company's Auditors confirming compliance forms an integral part of this Report.

20. PERFORMANCE EVALUATION OF THE BOARD

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the process, attributes and criteria for performance evaluation of the entire Board of the Company, its Committees and individual Directors, including Independent Directors. The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee, based on need and new compliance requirements.

Accordingly, the annual performance evaluation of the Board, its Committees and each Director was conducted based on the criteria and framework adopted by Nomination & Remuneration Committee for the financial year 2021-22 by way of oral evaluation through personal interaction, the details of which are provided in the Corporate Governance Report.

The Independent Directors had met separately during the year without the presence of Non-Independent Directors and the Members of Management and discussed, inter-alia, the performance of Non-Independent Directors and Board as a whole.

The Nomination and Remuneration Committee has also carried out evaluation of every Director's performance. The performance evaluation of all the Independent Directors have been done by the entire Board, excluding the Director being evaluated. On the basis of performance evaluation done by the Board, it determines whether to extend or continue their term of appointment, whenever their respective term expires.

The Directors expressed their satisfaction with the evaluation process.

21. PARTICULARS OF EMPLOYEES AND REMUNERATION:

The information pursuant to Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is not given as no employee, employed throughout the financial year 2021-22, was in receipt of the remuneration of Rs. 102 Lakhs or more and no employee, employed for the part of the financial year 2021-22 was in receipt of remuneration of Rs. 8.50 Lakhs or more per month. However, as per first proviso to Section 136(1) of the Act and second proviso of Rule 5(2) of the Rules, the Report and Financial Statements are being sent to the Members of the Company excluding the statement of particulars of employees under Rule 5(2) and 5(3) of the Rules. Any Member interested in obtaining a copy of the said statement may write to the Company Secretary at the Registered Office of the Company.

The statement of Disclosure of Remuneration under Section 197(12) of the Act read with the Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("Rules") is mentioned below.

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- a) The ratio of remuneration of each Director to the median remuneration of the employees for the FY 2021-22 are:

Name of Director	Amount of Remuneration Per Annum (in Rs.)	Ratio of Remuneration of each Director to median remuneration of employees for the FY
Mr. Krishan Khadaria (Managing Director)	6,00,000/-**	1 times`

#Median Remuneration of Employee during the financial year 2021-22: Rs. 6,00,000 p.a.

*Except for Mr. Krishan Khadaria, no other Director received remuneration during the financial year 2021-22.

- b) Percentage increase in remuneration of each Director, CFO and Company secretary, in the financial year 2021-22:

Name	Designation	Percentage increase in remuneration
*Mr. Krishan Khadaria	Managing Director	77.5
Mr. Rajesh Agrawal	Chief Financial Officer	28.44
Mrs. Khushboo Gupta	Company Secretary	61.47

Note: Mr. Naresh Kedia resigned on 30th November, 2020. Therefore, he didn't considered in current year calculation.

- c) The percentage increase in the median remuneration of employees in the Financial Year 2021-22: 161.44%
- d) There were 5 (Five) permanent employees on the rolls of Company during the year.
- e) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: *Average increase in remuneration of employees other than managerial remuneration is 60.48%. There are no other exceptional circumstances for increase in the remuneration of key managerial personnel and increase in remuneration has been in accordance with the Company's policies.*

- f) The other details pertaining to the remuneration of the KMP's have been provided in the Annual Return for the F.Y ended 31st March, 2022, available at Company's website at www.nouveauglobal.com
- g) It is hereby affirmed that the remuneration paid is as per the Nomination & Remuneration policy of the Company.

22. RELATED PARTY TRANSACTIONS

All transaction entered into by the Company with related parties during the financial year 2021-22, were in ordinary course of business and on arm's length basis. All Related Party Transactions are placed before the Audit Committee and also the Board for approval. Prior omnibus approval of the Audit committee is obtained on a yearly basis specifying the upper ceiling as to amount for the transactions which are of foreseen and repetitive nature. The details of all such related party transactions entered into, pursuant to the omnibus approval of the Committee are placed before the Audit Committee on a quarterly basis for its review.

The Company has adopted a Policy on Related Party Transactions and the same is placed on the Company's website at the web link: <http://www.nouveauglobal.com/investors.html>.

During the year, the Company had not entered into any contract or arrangement with related parties which could be considered 'material' according to the policy of the Company on materiality of Related Party Transactions. As, such material related party transaction is not considered as material pursuant to the provisions of Companies Act, 2013 and all other transaction entered during the year with related parties were in ordinary course of business and on arm's length basis. Therefore, no transactions are required to be reported in form AOC-2.

The details of related party transactions are set out in the Notes to Financial Statements forming part of this Annual Report.

23. CORPORATE SOCIAL RESPONSIBILITIES INITIATIVES

The criteria prescribed under Section 135 of the Act with respect to constituting CSR committee, adopting CSR policy and spending amount on CSR activities in accordance with the Act do not apply to the Company.

24. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of loans, guarantees and investments under Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, for the financial year 2021-22 are given in Notes to the financial statements forming part of this Report.

25. EMPLOYEE STOCK OPTION SCHEME

Presently, the Company does not have any stock options scheme for its employees.

26. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

The Statutory Auditors, Internal Auditor or Secretarial Auditor of the Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013 including rules made thereunder.

27. NOMINATION & REMUNERATION POLICY

The Company has formulated and adopted the Nomination & Remuneration Policy in compliance with section 178(3) of the Companies Act, 2013 read along with the applicable rules thereto and Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The objective of this policy is to ensure:

- Remuneration is reasonable and sufficient to attract, retain and motivate the excellence to run Company successfully.
- Suitable selection and appointment criteria of Directors, KMPs and other Senior Executives including criteria for determining qualifications, positive attributes, independence of a Director and other related matters.
- Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.

This policy is being governed by the Nomination & Remuneration Committee. The Policy is available on the website of the Company <http://www.nouveauglobal.com/investors.html>.

28. COST RECORDS AND COST AUDIT

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 are not applicable for the business activities carried out by the Company.

29. PREVENTION OF SEXUAL HARASSMENT POLICY

The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment/Anti Sexual Harassment policy at the Workplace in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under, if any.

The Policy aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. During the year under review, no complaints were received by the Company related to sexual harassment.

30. INTERNAL COMPLAINTS COMMITTEE

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act") requires an employer to set up an 'internal committee' ("IC") at each office or branch, of an organization employing 10 or more employees, to hear and redress grievances pertaining to sexual harassment. As the number of employees working in the Company is less than 10, the requirement to form an Internal Complaints Committee does not arise.

31. DETAILS OF RECOMMENDATIONS OF AUDIT COMMITTEE & BOARDS CONSIDERATION UPON IT:

The Audit Committee generally makes certain recommendation to the Board of Directors of the Company during their meetings held to consider the financial results and such other matters placed before the Audit Committee as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from time to time. During the year the Board has considered all the recommendations made by the Audit Committee and has carried on the recommendations suggested by the Committee to its satisfaction. Thus, there are no recommendations unaccepted by the Board during the year under review.

32. INTERNAL CONTROL SYSTEMS

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. Internal Audit is carried out in a programmed way and follow up actions were taken for all audit observations. Your Company's Statutory Auditors have, in their report, confirmed the adequacy of the internal control procedures.

33. LISTING

The shares of your Company continued to be listed at BSE Limited. The Annual Listing fees for the FY 2021-22 have been paid to the stock Exchange, i.e., BSE limited.

34. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has a vigil mechanism called "Whistle Blower Policy" with a view to provide a mechanism for Directors and employees of the Company to raise concerns of any violations of any legal or regulatory requirement, incorrect or misrepresentation of any financial statement and reports etc. The Policy provides adequate safeguards against victimization of Director(s)/ employee(s) and direct access to the Chairman of the Audit Committee in exceptional cases.

No Director/ employee have been denied access to the Chairman of the Audit Committee and that no complaints were received during the year. The details of the Policy have been posted on the Company's website www.nouveauglobal.com.

35. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS/OUT-GO

Since the Company is neither engaged in any manufacturing activity nor the Company has any manufacturing unit, therefore the prescribed particulars with regards to compliance of rules relating to conservation of Energy and Technology absorption pursuant to Section 134 (3) (m) of the Companies Act, 2013, read with Rule – 8 (3) of the Companies (Accounts) Rules, 2014 are not applicable on your Company.

During the year under review there has been no foreign exchange outflow/inflow.

36. MATERIAL CHANGES AND COMMITMENTS

There are no material changes and commitments, affecting the financial position of the Company, between the end of the financial year i.e. 31st March, 2022, and the date of this Report.

37. RISK MANAGEMENT

The Board of Directors of the Company has made a Risk Management Policy which require them to aware the shareholders of Company regarding development and implementation of risk management plan for the Company, including identification therein of elements of risks, if any, which in their opinion might threaten the existence of the Company, the management plan to mitigate the same and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The details of the Policy have been posted on the Company's website www.nouveauglobal.com.

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

During the financial year 2021-22, there was no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future. The Company has complied with all the requirement of regulatory authorities.

39. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the year under review, there was no application made before National Company Law Tribunal for initiation of insolvency proceeding against the Company nor any proceeding were pending under the insolvency and bankruptcy code, 2016 (31 of 2016).

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

During the year, the requirement of this clause was not applicable.

41. GREEN INITIATIVES

The Company supports and pursues the "Green Initiative" of the Ministry of Corporate Affairs, Government of India. Owing to the ongoing pandemic of COVID-19, your Company has effected electronic delivery of Notice of Annual General Meeting and Annual Report to the Members whose e-mail IDs were registered with the Company/ Depository Participants. The facility of registering email id with Company to the shareholders, whose email-Id is not registered with the Company, was also provided. The Companies Act, 2013 and the underlying rules as well as Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, permit the dissemination of financial statements and annual report in electronic mode to the Members.

Further, pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 34th AGM and the Annual Report for the financial year 2021-22, are being sent only by email to the Members. Members may note that this Notice and Annual Report 2021-22 will be available on the Company's website www.nouveauglobal.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.

Your Directors are thankful to the Members for actively participating in the Green Initiative and seek your continued support for implementation of the green initiative.

42. GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- i) Issue of equity shares with differential rights as to dividend, voting or otherwise.
- ii) The Company does not have any scheme or provision of money for the purchase of its own shares by employees/ Directors or by trustees for the benefit of employees/ Directors
- iii) Issue of shares (including sweat equity shares) to employees of the Company.

43. ACKNOWLEDGEMENT

The Board of Directors wish to place on record its deep sense of appreciation for the committed services by all the employees of the Company. The Board of Directors would also like to express their sincere appreciation for the assistance and co-operation received from the members, investors, bankers, service providers, customers, and other business constituents for their continued faith, abundant assistance and cooperation extended to the Company. Your Directors would like to make a special mention of the support extended by the various Departments of Government of India, the State Governments, particularly, the Tax Authorities, the Ministry of Commerce, Ministry of Corporate Affairs, Securities and Exchange Board of India and others during the year under review and look forward to their continued support in all future endeavors.

**By and on behalf of the Board
For Nouveau Global Ventures Limited**

Date: 05th September, 2022

Place: Mumbai

Krishan Khadaria	Manoj Bhatia
Managing Director	Director
DIN: 00219096	DIN: 01953191

Registered Office:

401/A, Pearl Arcade, Opp. P. K. Jewellers,
DautBaug Lane, Off J. P. Road,
Andheri (West), Mumbai – 400 058

ANNEXURE I to the Director's Report**MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT**

This report covers the operations and financial performance of the Company for the year ended 31st March, 2022 and forms part of the Directors' Report.

➤ GLOBAL ECONOMY

After witnessing a significant contraction related to the COVID-19 pandemic in 2020, the global economy recovered in 2021. However, the momentum was slowed down in Q2 by a deadlier variant of the virus, the impact of which was fortunately short-lived helped largely by main vaccination drives across the world. Towards the end of Q4 FY2022, escalated geopolitical tension arising from the prolonged Russia-Ukraine conflict has led to increased financial volatility.

Oil and other commodity prices have surged significantly, thereby worsening the already high inflation dynamics of both advanced as well as emerging and developing economies. Record inflation has led the US Fed to accelerate its monetary policy normalisation.

This, in turn, has led to capital outflows from the emerging markets as risk-off takes centre stage. Global growth is thus expected to moderate to 3.2% in 2022. Even the global trade estimates for 2022 have been revised downwards to 3.0%.

➤ INDIAN ECONOMY OVERVIEW AND INDUSTRY STRUCTURE AND DEVELOPMENTS

Against backdrop stated in global economy, the Indian economy grew by 8.7% in FY2022. On the external front, India's merchandise exports performance remained buoyant growing by 14.53% and crossing the \$400 billion mark in FY2022. However, imports growth too remained strong at 55% during the year. Meanwhile, RBI increased the repo rate recently by 40 bps in an off-cycle meeting to rein in inflation, while supporting growth.

The recovery in real GDP growth with the ebbing of the second wave lost some momentum in H2FY2022 with the emergence of the Omicron variant which was fortunately short-lived. However, India's economy grew by 8.7% in FY2022 as against the NSD's earlier estimate of 8.9%. Gross Value Addition in agriculture and allied activities expanded by 3.3% in FY2022, supported by an adequate monsoon, good reservoir levels and improved soil moisture, which helped rabi acreage increase by 1.5% over the previous year. Food grain production touched a new record in FY2022, with both Kharif and Rabi's output exceeding the final estimates for the year.

Industrial activity lost some momentum in the second half of FY2022, as manufacturing was affected by supply-side shortages and input cost pressures. Mining activity was supported by coal and natural gas, offsetting the contraction in crude oil production. Hence, industrial GVA decelerated sharply from 23.1% in H1 to 0.9% in H2.

Services sector activity grew by 7.1% in H2 and crossed its pre-pandemic level. The contact-intensive services, viz., trade, hotels, transport, and communication, inched towards normalisation, though their rebound was held back by the Omicron variant. Merchandise exports and imports remained buoyant in FY2022.

Exports at \$42.2 billion in March 2022 touched a new record and remained above \$30 billion for the 13th consecutive month. During FY2022, merchandise exports at \$419.6 billion surpassed the target of \$400 billion. The \$300 billion mark in exports was achieved in FY12, and it took almost a decade to add an incremental \$100 billion in exports.

Merchandise imports reached an all-time high of \$60.7 billion in March 2022 and remained above \$50 billion for the seventh consecutive month. Overall, India's merchandise exports increased by 43.8% in FY2022 vis-à-vis a decline of 6.9% in FY2021, while imports grew by a whopping 55.1% in FY2022 compared to a 16.9% contraction in FY2021.

India recorded a current account deficit of 1.2% of GDP in April-December 2021 against a surplus of 1.7% in April-December 2020. Though CPI inflation is projected to average below 6.0% in FY2023 by RBI, there remain several risks to this forecast.

The risks could emanate from a further hardening of global crude and other commodity prices due to geopolitical tensions, longer supply chain disruptions, a larger pass-through of input cost pressures and volatility in the global financial markets induced by an affirmative normalisation of monetary policy by the advanced economies.

Financial & Consultancy

India has a diversified financial sector undergoing rapid expansion, both in terms of strong growth of existing financial services firms and new entities entering the market. The Government of India has introduced several reforms to liberalise, regulate and enhance this industry. The Government and Reserve Bank of India (RBI) have taken various measures to facilitate easy access to finance for Micro, Small and Medium Enterprises (MSMEs). These measures include launching Credit Guarantee Fund Scheme for MSMEs, issuing guideline to banks regarding collateral requirements and setting up a Micro Units Development and Refinance Agency (MUDRA). With a combined push by Government and private sector, India is undoubtedly one of the world's most vibrant capital markets. bined push by Government and private sector, India is undoubtedly one of the world's most vibrant capital markets.

Over the Years, the Indian consulting industry has seen a substantial growth, not only in terms of size, but also in terms of the service offerings. Due to the involuntary reduction in workforce, many organizations lack the technological, strategic and project management abilities to handle market and technical changes in the ever growing market. The major strengths that set Indian consultancy firm above the consultancy organizations of developed economies are professional competence, low-cost structure, high acceptability, flexible thinking, high learning agility, strong interpersonal skills, focused approach and overall business understanding.

Indian management consulting industry is one of the fastest-growing industries, fuelled by the advancement in technology and rapid adoption of mobile devices. This sector includes areas like telecommunications, e-commerce, software designs, hardware systems design and implementation, intranet and internet schemes and functionality, and website development and operation.

The Consulting Industry in India is growing at fast pace and soaring new heights all across the world. This time, it is required to make an action plan to exploit the tremendous potential available for growth of consulting market. Also, there is a need to strengthen the framework of Indian consulting industry by embracing innovation, nurturing talent, improving the quality of consulting services, and enhancing consulting skills.

Multimedia

The Indian Media and Entertainment (M&E) industry is a sunrise sector for the economy and is making significant strides. The Indian media and entertainment industry is projected to increase at a Compounded Annual Rate of Growth (CAGR) of 13.5% from 2019 to 2024 and estimated to reach US\$ 43.93 billion by 2024.

In July 2021, WinZO, a leading gaming and entertainment platform, secured US\$ 6 million in a Series C investment round that was headed by Griffin Gaming Partners of California, bringing the company's total capital raised to US\$

90 million. In September 2021, Reliance Entertainment signed a 10-film agreement with T-Series at a transaction value of Rs. 1,000 crore (US\$ 135.61 million). In the second quarter of 2021, smart TV shipments from India increased by 65% YoY, due to rising expansion activities adopted by original equipment manufacturers (OEMs) for their smart TV portfolios. In October 2021, Star & Disney India signed advertising deals worth Rs. 1,200 crore (US\$ 160.16 million), for the ICC T20 World Cup, marking a three-time rise over the last tournament, which was held in 2016 in India. In November 2021, media consulting firm Ormax Media, launched an OTT Brand Health Tracking Tool called Ormax Brand Monitor (OBM). The tool is based on syndicated research conducted every month among SVOD & AVOD audiences across India, to track the performance of 16 OTT platforms on key brand measures. In March 2022, Pocket FM in India raised US\$ 65 million and has plans to expand in new regional languages. In March 2022, Krafton infused US\$ 19.5 million in Indian audio content platform Kuku FM.

As per BCG report, India's M&E industry is expected to grow between US\$ 55-70 billion by 2030. Advertising revenue in India is projected to reach Rs. 915 billion (US\$ 12.98 billion) in 2023, from Rs. 596 billion (US\$ 8.46 billion) in 2020. The Government of India has supported this sector's growth by taking various initiatives such as digitizing the cable distribution sector to attract greater institutional funding, increasing Foreign Direct Investment (FDI) limit from 74% to 100% in cable and direct-to-home (DTH) satellite platforms and granting industry status to the film industry for easy access to institutional finance. The industry is expected to grow at a much faster rate than the global average rate in near future.

Trading Division

The Department of Commerce announced the heartening news that in the first quarter of the current financial year (April-June 2021), merchandise exports were \$95 billion, the highest ever for a quarter in India's history.

In 2021-22, Indian industrial capacity generated enough excess output to dramatically increase exports. India's export performance in the year 2021 was strong, particularly accelerating from the start of the fiscal year 2021-22 in April. This applies to both merchandise (goods) and services (such as software). Every single month between March and December saw merchandise exports in excess of \$30 billion.

India is presently known as one of the most important players in the global economic landscape. Its trade policies, Government reforms, and inherent financial strengths have contributed to its standing as one of the world's most sought-after destinations for foreign investments. The key initiatives aimed to boost the export of both goods and services by systematically addressing domestic and global trade constraints by reducing the transaction cost; implementing WTO-compliant policies should support the economy to reach the target of a \$5 trillion mark by 2025. The Ministry of Commerce has also taken various measures to enhance the ease of doing business for importers and exporters by starting Paperless issuance and redemption of AA/EPCG licenses, setting up helpdesk services for exporters & importers, launching an online portal for 24X7 auto issuance of Import Export Code (IEC) and e-issuance of Preferential Certificates of Origin, e-issuance of licenses for import/export of restricted items and, paperless processing and e-verification of the authenticity of DGFT issued documents. Additionally, the Government of India has been working on important deals with the Governments of Japan, Australia, and China to grow India's trade activity in the global market. India can potentially increase its goods and services exported to Australia to US\$ 15 billion by 2025 and US\$ 35 billion by 2035.

COMPANY OVERVIEW (SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE)

Nouveau Global Ventures Limited ("NGVL" or "the Company") is functioning in various segments such as Multimedia, Financial & Consultancy, dealing in securities and Trading Division. During the F.Y. 2021-22, the total turnover of the Company was Rs. 236.25 Lakhs as compared to Rs. 31.25 Lakhs in the previous year i.e. 2020-21, which has increased and given a positive sign to the Company's financial growth.

During the year under review, the Company has earned revenue generated from the Financial Consultancy segment amounting to Rs. 31.25 Lakhs as compared to Rs. 31.25 Lakhs, in the previous year i.e. 2020-21 which is same yet growing. This year, the Multimedia sector of the Company performed well and marked a revenue of Rs. 205.00 Lakhs as compared to Rs. Nil in the previous year i.e. 2020-21.

Due to the economic concern hit by COVID-19 which brought sluggish trend in market policies and struggling growth in various sectors, the other segments of the Company, i.e, Trading Division and dealing in securities was unable to give a positive stand during F.Y 2021-22 and continued to earned Nil revenue like previous year.

The growth of multimedia sector and rise in overall revenue brought a positive hope for the Company which likely will improve it's financial performance in the upcoming years.

OPPORTUNITIES

- The Indian M&E industry is on an impressive growth path. The industry is expected to grow at a much faster rate than the global average rate. Currently valued at \$27Bn, the industry is witnessing strong growth tailwinds and is poised to grow to become a \$55-70Bn industry by 2030. As per PWC's report, India's Entertainment & Media industry is expected to reach INR 412656 Cr by 2025 at 10.75% CAGR.
- Besides the traditional media such as TV and cinema, new-age digital platforms such as over-the-top (OTT) services would play a key role. TV advertising has continued to expand in 2020, despite COVID, reaching INR 35015 Cr. India is the fourth-largest market globally after the US, China and Japan. Further expansion at a 7.6% CAGR will take TV ad revenues to the level of INR 50586 Cr in 2025. Online TV advertising will make modest inroads in the forecast period, with broadband penetration remaining extremely low at 7.3% of households.
- For better trading and long-term investment, one can trade in sectors, namely, Information Technology, Fast moving consumer goods (FMCG), Housing finance Companies, Automobiles and Infrastructure. These are the topmost fast-growing sectors from the point of view of investing.
- The consulting space is massive. Even if it were to shrink by 50%, there would still be money for the people who know how to do it. Currently, the business world desperately needs consulting assistance. It is projected that by the next two years, there would be more than 2.2 lakh people getting employment in almost 10,000 consultancy firms across the nation

✓ Opportunities of the Company are:

1. Devote more energy to financial and Consultancy division;
2. Explore its media division;
3. Diversify business into related media and entertainment sectors;
4. New distribution platforms like DTH and IPTV will only increase the subscriber base and push up subscription revenues;
5. Home video segment becoming more profitable with increasing shifts of VCDs and DVDs;
6. Reduction in domestic bandwidth rate by 70% may increase the download of films through internet;
7. Indian Entertainment & Media (E&M) industry has out-performed the Indian economy and is one of the fastest growing sectors;
8. Finding new avenues in other divisions for the overall business growth;

➤ THREATS

- Account takeover is the biggest threat in Media and Entertainment Industry. Because media organizations invest millions into building followers, engaging and turning social reputation in dollars, attackers value these accounts too.
- The cyber criminal's bread and butter, spearphishing, performs incredibly well on social media.

- The major weaknesses of Indian consulting organizations, which has hindered the export growth of consulting sector in the country, are low quality assurance, low local presence overseas, low equity base, lack of market intelligence, and low level of Research & Development.

✓ **Threats of the Company are:**

1. Increasing competition in the industry;
2. Further drop in sales volume due to spread of radio, cheap VCDs and MP3 pirated discs;
3. Cyclical or seasonal fluctuations in the operating results;
4. Only promoted products will attract consumers share of wallet which could be a threat for traded catalogue;
5. Changes in the foreign exchange control regulations, interest rates and tax laws in India;
6. International business weakening further due to piracy and parallel import.

➤ **OUTLOOK**

The company is putting continuous efforts to attain further efficiencies. Further, the Company is confident that in spite of the challenges and competition in the industry it will perform better in view of the strong fundamentals of the Company and hope to improve its turnover. The Company is expecting to enhance its presence globally to rationalize its significance by entering into the new alliance.

➤ **RISK & CONCERNS**

The coronavirus ravaged the Indian economy from a bright spot of the world to become one of the hardest-hit economies. COVID impact continued into F22 - the second wave which hit India in Q1 F22 disrupted business because of its intensity. Global supply chain was affected, impacting logistics cost and lead time due to port congestions and container unavailability. The potential adverse impact of the pandemic, on India's already stressed banking sector, which is saddled with legacy non-performing assets, remains of concern. Experts fear a fresh wave of bankruptcies that add stress to the books of commercial banks, and that loan repayment schedules could be further delayed. Rising inflation could pose a serious risk though, while inflationary pressure could increase because of supply dislocations, policymakers should see through them for now, unless price pressures seep into the rest of the economy. Private sector investment plans are also likely to be affected, given uncertainty about consumer behavior. The key medium-term risk to the Indian economy remains a deepening employment crisis, which prevents India from utilizing its favorable demographics. Q4 F22 saw another risk emanating due to the Russia-Ukraine conflict which led to soaring commodity prices and impact on availability of material. The Company took aggressive steps to counter the problem to minimise the impact including the effect of fresh wave of COVID in China threatening global supply chain. Yet these factors affected Company's growth.

The Company recorded fluctuating growth during the F.Y.2021-22. It recorded good revenue and less loss in 1st Quarter, the 2nd quarter remained struggling with nil revenue and more loss. 3rd quarter shown a better recovery with good revenue and reduced loss. The Company couldn't generated revenue in 4th quarter but it recorded profit which improved it's financial capacity.

In F22, the Company initiated various countermeasures to minimise any short-term impact and mitigate any long-term impact on the Company. This included comprehensively looking at cost structures and optimizing them, cash flow management, and sustained investment in new products.

Further, the management of risk does not imply risk elimination but prudent risk management.

We can withstand the competition despite an increasing number of new players. In a highly competitive environment, we may face margin pressures. In any business, risks and prospects are inseparable. As a

responsible management, the Company's principal endeavour is to maximize returns. The Company continues to take all steps necessary to minimize its expenses through detailed studies and interaction with experts.

➤ **INTERNAL CONTROLS SYSTEMS AND ADEQUACY**

Your Company has an adequate system of internal controls to ensure that transactions are properly authorised, recorded, and reported, apart from safeguarding its assets. The internal control system is supplemented by well documented policies and procedures and reviews carried out by the Company's Internal Auditor which submits reports periodically to the Management and the Audit Committee of the Board.

➤ **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCES**

The operating performance of the Company has been discussed in Directors Report.

➤ **MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING EMPLOYEMENT.**

People are one of the key and critical success factors for the Company. The Company's HR philosophy is to establish and build a high performing organization, where each individual is motivated to perform to the fullest capacity to contribute to developing and achieving individual excellence and departmental objectives and continuously improve performance to realize the full potential of our personnel. Industrial relations are cordial and satisfactory. The company expects to continue to get their unflinching support in future also. During the year under review, industrial relations have generally remained struggling yet cordial. Considering the ongoing difficulty due to COVID-19 pandemic, the Company was forced to lay-off few staff in F.Y. 2020-21 but it managed to retain maximum old staff that proves to be an asset to the management and add cooperation in business. The current year witnesses continued cash crunch phase, but despite illiquidity, the Company maintained its existing staff. It faced pressure due to various resignations made in FY2021-22. Overall, the F.Y 2021-22 was struggling yet less difficult than F.Y. 2020-21 for Company's survival but with the strength of industrial relation supported human resource.

➤ **RATIOS WHERE THERE HAS BEEN A SIGNIFICANT CHANGE FROM FINANCIAL YEAR 2021 TO FINANCIAL YEAR 2022**

During the year under review, the detail of changes made in the following key financial ratios as compare to the immediately previous financial year. The details of the same in a form of comparison is provided as:-

S.No.	Particulars of Ratio	Financial Year 2021-22	Financial Year 2020-21
1	Debtors Turnover Ratio	0.46	2.81
2	Inventory Turnover Ratio	273.46	1.58
3	Interest Coverage Ratio	0.26	(11.03)
4	Current Ratio	0.38	0.32
5	Debt Equity Ratio	1.08	1.12
6	Operating Profit Margin	0.03	(5.43)
7	Net Profit Margin	(0.04)	3.56
8	Return on Net worth	(0.01)	(0.27)

a) DISCLOSURE OF ACCOUNTING TREATMENT

The Company has followed accounting principles generally accepted in India, including the Indian Accounting Standard (Ind AS) as specified under Section 133 of Companies Act, 2013 ("the Act") and other relevant provision of the Act. The Company has uniformly applied the Accounting Policies during the period presented. Kindly refer notes to the financial statements for significant accounting policies adopted by the Company.

CAUTIONARY STATEMENT:

Statements in foregoing paragraphs of this report describing the current industry structure, outlook, opportunities, etc., may be construed as "forward looking statements", based on certain assumptions of future events over which the Company exercises no control. Therefore, there can be no guarantee as to their accuracy. These statements involve a number of risks, uncertainties and other factors that could cause actual results to differ materially from those that may be implied by these forward looking statements. Such risks and uncertainties include, but are not limited to: growth, competition, domestic & international economic conditions affecting demand, supply & price conditions, changes in Government regulations, tax regimes and other statutes.

**By and on behalf of the Board
For Nouveau Global Ventures Limited**

Krishan Khadaria
Managing Director
DIN: 00219096

Manoj Bhatia
Director
DIN: 01953191

ANNEXURE II to the Director's Report**Form No. MR-3
SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED
31ST MARCH 2022****[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
Nouveau Global Ventures Limited
A/401, Pearl Arcade, Daut Baug Lane, Off J. P. Road,
Opp. P. K. Jewellers, Andheri (W) Mumbai 400058

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Nouveau Global Ventures Limited, (hereinafter called the "Company"). Secretarial Audit was conducted in the manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representative during the conduct of secretarial audit, I hereby report that in my opinion the Company has during the period covering April 1, 2021 to March 31, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contract (Regulation) Act, 1956 ("SCRA") and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"), to the extent they are applicable to the company:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Employee Share Based Benefits) Regulations, 2014; (Not Applicable to the company during the period under review)
 - (e) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the company during the period under review)
- (g) 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; (Not Applicable to the company during the period under review)
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the company during the period under review)
- (i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and: (Not Applicable to the company during the period under review)
- (j) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. (Not Applicable to the company during the period under review)

(vi) The company has informed that there are no other laws which are specifically applicable to the company.

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

- (i) Secretarial Standards Issued by The Institute of Company Secretaries of India
- (ii) SEBI (LODR), regulations, 2015 as amended from time to time

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

I further report that

The Board of Directors of the Company is duly constituted with proper combination of executive director, non-executive director and independent director.

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

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

I further report that during the audit period, the company has not undertaken any action having a major bearing on the company's affairs in pursuance of the above referred laws.

For Ritika Agrawal & Associates

Ritika Agrawal

Proprietor

M. No. 8949

COP No. 8266

UDIN: F008949D000860019

Place: Mumbai

Date: 27/08/2022

ANNEXURE III to the Director's Report

REPORT ON CORPORATE GOVERNANCE

Corporate governance refers to the set of systems, principles and processes by which a company is governed. They provide the guidelines as to how the company can be directed or controlled such that it can fulfil its goals and objectives in a manner that adds to the value of the company and is also beneficial for all stakeholders in the long term. Stakeholders in this case would include everyone ranging from the board of directors, management, shareholders to customers, employees and society. The management of the company hence assumes the role of a trustee for all the others.

The equity shares of the Company are listed and admitted to dealings on BSE Limited (BSE). Pursuant to the provisions of Regulation 34 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ['Listing Regulations'], a report on Corporate Governance for the financial year ended March 31, 2022 is furnished below:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and the report contains the details of Corporate Governance systems and processes at Nouveau Global Ventures Limited (NGVL). At NGVL, Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. We consider stakeholders as partners in our success, and we remain committed to maximising stakeholders' value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers. This approach to value creation emanates from our belief that sound governance system, based on relationship and trust, is integral to creating enduring value for all. We believe that any business conduct can be ethical only when it rests on the six core values viz. Customer Value, Ownership Mindset, Respect, Integrity, One Team and Excellence. The Company believes that all its actions must serve the underlying goal of enhancing the overall stakeholder value over a sustained period of time.

2. BOARD OF DIRECTORS

2.1 Size and Composition of the Board

The Company believes that an active, well informed and independent Board of Directors is vital to achieve the apex standard of Corporate Governance. The Board has a fiduciary relationship in ensuring that the rights of all stakeholders are protected.

The Board of Directors of the Company comprises of an optimal combination of executive, non-executive and independent directors so as to preserve and maintain the independence of the Board. As on 31st March, 2022, the Board of Directors comprises of seven (7) directors, of which 3(three) are Non-Executive Independent Directors, (one) is non-executive woman Director, (one) is an Executive Managing Director in Promoter category, (one) is Non-Executive Non-Independent Director and (one) has been an Additional Non-Executive Independent Directors.

The composition of the Board of Directors as on March 31, 2022, their attendance at Board Meetings held during the year and the last Annual General Meeting, the number of Directorships and Committee Chairmanship/ Memberships held by them in other Companies is given below:

Name of Director	Category	Attendance		Shareholding in the Company (Equity shares of Re. 1 each)*
		Board Meeting	Last AGM	
Mr. KrishanKhadaria	Executive and Promoter	9 of 9	Yes	1,27,85,190*
Mrs. Asha Khadaria	Non-Executive Promoter	9 of 9	Yes	72,85,800*
Mr. MohitKhadaria	Non-Executive Promoter	9 of 9	Yes	70,000*
Mr. Narendra Gupta	Non-executive and Independent	9 of 9	Yes	0
Mr. Manoj Bhatia	Non-executive and Independent	9 of 9	Yes	0
Ms. Niraali Thingalaya	Non-executive and Independent	9 of 9	Yes	0
*Mr. Naipal Singh	Additional Non-executive and Independent	1 of 9	No	0

Other Board Representations				
Name of Director	Directorship in other Companies including this Company	Names of the listed entities including this Company where the person is a director and Category of Directorship	Committees* Membership	Committees* Chairmanship
Mr. KrishanKhadaria	16	Nouveau Global Ventures Limited- Managing Director Mukta Agriculture Limited- Non-Executive and Promoter Mystic Electronics Limited- Non-Executive and Promoter	5	-
Mrs. Asha Khadaria	5	Nouveau Global Ventures Limited- Non-Executive Promoter Mukta Agriculture Limited- Non-Executive and Promoter Mystic Electronics Limited- Non-Executive and Promoter	1	-
Mr. Narendra Gupta	4	Nouveau Global Ventures Limited- Non-executive and Independent Mukta Agriculture Limited- Non-executive and Independent Mystic Electronics Limited- Non-executive and Independent	3	1
Mr. Manoj Bhatia	4	Nouveau Global Ventures Limited- Non-executive and Independent Mukta Agriculture Limited- Non-executive and Independent Mystic Electronics Limited- Non-executive and Independent	1	5
Ms. Niraali Thingalaya	3	Nouveau Global Ventures Limited- Non-executive and Independent Mukta Agriculture Limited- Non-executive and Independent Mystic Electronics Limited- Non-executive and Independent	2	-

Mr. MohitKhadaria	11	Nouveau Global Ventures Limited- Non-executive Promoter Mukta Agriculture Limited- Managing Director Mystic Electronics Limited- Managing Director	-	-
Mr. Naipal Singh	1	Nouveau Global Ventures Limited- Additional Non-executive Independent Director	-	-

* *Committee Chairmanships/ Memberships only include Audit Committee and Stakeholders Relationship Committee.*

* *On 08th March, 2022, the Company has sub-divided the face value of its equity share capital from Rs. 10/- per share to Re. 1/- per share. Accordingly, the shareholding of Mr. Krishan Khadaria, Asha Khadaria and Mohit Khadaria is revised to 1,27,85,190, 72,85,800 and 70,000 equity shares.*

* *Mr. Naipal Singh was appointed on the Board on 13th October, 2021 as an Additional Non-executive Director in Independent category who has resigned on 16th November, 2021 from the Board.*

None of the Directors on the Board is a member in more than 10 (ten) Committees and Chairman of more than 5 (five) Committees across all the public companies in which he/she is a Director. None of the Directors on the Board of the Company is a director in more than seven listed entities with effect from April 1, 2021. The Independent Directors of the Company do not serve in more than 7 (seven) companies as Independent Directors.

2.2 Board Meetings and AGM held during the financial year ended 31st March, 2022

Minimum four prescheduled Board meetings are held every year (one meeting in every calendar quarter) however additional meetings are held to address specific needs of the Company. During the year under review, the Board met 9(nine) times i.e. on 06th May, 2021, 30th June, 2021, 06th August, 2021, 20th August, 2021, 13th October, 2021, 28th October 2021, 04th January, 2022, 24th January, 2022 and 23rd March, 2022. The maximum gap between any two consecutive meetings was less than one hundred and twenty days, as stipulated under the Companies Act, 2013, Regulation 17 of the Listing Regulations and Secretarial Standards. On 27th September, 2021, 33rd Annual General Meeting and on 21st February, 2022, the 1st Extraordinary General Meeting of the Company was held in compliance with the Companies Act, 2013 and Secretarial Standards. The necessary quorum was present for all the meetings.

2.3 Disclosure of relationship between director's inter-se

Except for Mrs. Asha Khadaria and Mohit Khadaria, none of the Non-executive Directors held any equity shares or convertible instruments of the Company during the financial year ended March 31, 2022.

Furthermore, Mr. Krishan Khadaria, Mrs. Asha Khadaria and Mr. Mohit Khadaria are relatives in terms of Section 2(77) of the Companies Act, 2013, none of the other Directors are related to each other.

2.4 Familiarization Programme

The Company has a familiarization program for the Independent Directors with regard to their roles, rights and responsibilities in the Company and provides detail regarding the nature of the industry in which the Company operates, the business models of the Company etc. which aims to provide insight to the Independent Directors to understand the business of the Company. Upon induction, the Independent Directors are familiarized with their roles, rights and responsibilities. The details of the familiarization program for Independent Directors are available on the Company's website at <http://www.nouveauglobal.com/investors.html>.

As per regulation 46(2) of SEBI Listing Regulations, 2015, the terms and conditions of appointment of independent directors are placed on the Company's website www.nouveauglobal.com.

2.5 Core Skills / Expertise of the Board

The Board comprises qualified members who possess required skills, expertise and competence that allow them to make effective contributions to the Board and its Committees. The following skills / expertise/competencies with respect to the line of business of the Company for it to function effectively and identified those actually available with the Board as on the said date:

1. Corporate Governance
2. General Management & Strategic Financial Planning
3. Leadership / Operational experience
4. Financial/ Regulatory / Legal & Risk Management
5. Industry Experience, Research & Development and Innovation
6. Business / Technology collaboration.
7. Information Technology
8. Business Administration

The Board has identified the following skill set with reference to its Business and Industry which are available with the Board:

Name of the Director	Expertise in specific functional area
Mr. Krishan Khadaria (Executive and Promoter Director)	Entrepreneur, having established and managed several businesses across sectors such as Multimedia, financial consultancy, dealing in securities and Trading division. Board service& governance. Specialization in the area of auditing and taxation. Gained high reputation and professional growth and niche in multi operational fields.
Mr. Asha Khadaria (Non-Executive Promoter Director)	Strong analytical and Investment evaluation skills. Attained significant experience in the field of Investment activities, Board service& governance. Art and General Corporate Management skills.
Mr. Manoj Bhatia (Non-executive and Independent Director)	Expertise in the area of Audit and Taxation. Business Strategy and Corporate Management. Board service& governance.
Mr. Narendra Gupta (Non-executive and Independent Director)	Spent 2 decades in the field of finance and in the field of Media and Entertainment. Own Business Strategy and Corporate Management skills. Board service& governance.
Mrs. Niraali Thingalaya (Non-executive and Independent Director)	Expertise in Film & Media Industry as well as in the field of finance and Accounts. Possess Editorial Skills, Board service& governance.
Mr. Mohit Khadaria (Non-Executive Non Independent Director)	Expertise in the area of Information Technology, Global Business and thought Leadership, Other skills in the area of Human Resource, General Management, Talent Management and Understanding of relevant laws, rules, regulation and policy.

Mr. Naipal Singh (Additional Non-Executive- Independent Director)	Industry Knowledge, Risk Management, Legal and Regulatory, Corporate Leadership, Attained significant experience in the field of Income Tax, Investment activities, Board service & governance. Business and General Corporate Management skills.
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2.6 Independent Directors' Separate Meeting

During the financial year 2021-22, the Independent Directors met separately on 23rd March, 2022 without the presence of Non-Independent Directors and members of the management in compliance with Regulation 25 (3) of the Listing Regulations and Schedule IV of the Companies Act, 2013. In the said meeting, the inter-alia considered the following:

- i) Review of performance of Non-Independent Directors and the Board as a whole;
- ii) Assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties;
- iii) Assess the company's ability and eagerness to implement internal control and other suggestions by internal / statutory auditors, etc. and
- iv) Maintenance of databank and online proficiency self-assessment test of independent directors.

In addition to formal meetings, interactions outside the Board Meetings also take place between the Managing Director and Independent Directors.

In the opinion of the board, the independent directors fulfill the conditions specified in SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 149(6) read with Schedule VII of the Companies Act, 2013 and are independent of the management. In terms of Regulation 25(8) of Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. The independent directors have submitted a declaration that they meets the criteria of independence as provided in clause (b) of sub-regulation (1) of regulation 16 and Section 149(6) read with Schedule VII of the Companies Act, 2013.

During the year, except Naipal Singh, being an Additional Independent Director, no other independent director resigned before the expiry of his/ her tenure. Hence, the clause of detailed reason for the resignation of an independent director along with a confirmation by such director that there are no other material reasons other than those provided, is applicable.

The Company have received declaration of independence from all the Independent Directors under Section 149(7) of the Companies Act, 2013, regarding compliance with Section 149(6) of the Companies Act, 2013, in line with the provision of Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). On receiving of the same, it has been confirmed that in the opinion of Board, the independent directors fulfil the conditions specified in Listing Regulations and are independent of the management.

The Company have also received a declaration from all the Independent Directors under Rule 6 sub-rule (3) of The Companies (Appointment and Qualifications of Directors) Rules, 2014, regarding inclusion of their name in Data Bank of Independent Director maintained by the Indian Institute of Corporate Affairs at Manesar.

2.7 Detailed reasons for the resignation of an independent director who resigns before the expiry of his tenure along with a confirmation by such director that there are no other material reasons other than those provided- Mr. Naipal Singh has resigned on 16th November, 2021 from the post of Additional Non-executive Independent Director. He declared that the resignation was purely on account of personal reasons

and other professional commitments and he confirmed that there were no other material reasons other than those provided in the resignation letter dated 16th November, 2021.

COMMITTEES OF THE BOARD

3. AUDIT COMMITTEE

a) Brief description of terms of reference

The role and terms of reference of the Audit Committee are inter-alia as under:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending the appointment and removal of Statutory Auditors, fixation of audit fee and approval for payment for any other services;
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- Review with the management, the annual financial statements and auditors' report thereon before submission to the board for approval, with particular reference to:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Act.
 - Changes, if any, in accounting policies and practices and reasons for the same.
 - Major accounting entries involving estimates based on the exercise of judgment by management.
 - Significant adjustments made in the financial statements arising out of audit findings.
 - Disclosure of any related party transactions.
 - Compliance with listing and other legal requirements relating to financial statements.
 - Modified opinion(s) in the draft audit report, if any;
- Review of the quarterly and half yearly financial results with the management and the statutory auditors;
- reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- Examination of the financial statement and the auditors' report thereon;
- Review and monitor statutory auditor's independence and performance and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Consideration of the reports of the internal auditors and discussion about their findings with the management and suggesting corrective actions wherever necessary;
- Evaluation of internal financial controls and risk management systems;
- Review and monitor the end use of funds raised through an issue and related matters;

- Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed and review its functioning;
- Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background etc. of the candidate;
- Scrutiny of inter-corporate loans and investments;
- valuation of undertakings or assets of the listed entity, wherever it is necessary;
- The audit committee shall review the information required as per SEBI Listing Regulations.
- Authority to review / investigate into any matter covered by Section 177 of the Companies Act, 2013 and matters specified in Part C of Schedule II of the Listing Regulations.

The Audit Committee also looks into the matters as are specifically referred to it by the Board of Directors besides looking into the mandatory requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Section 177 of the Companies Act, 2013.

b) Composition of the Committee

As on March 31, 2022, the Composition of Committee meets with requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee of the Company as on 31st March, 2022 comprised of 3 (Three) members, out of three, 2 (Two) are Non-Executive Independent Directors and 1(One) is Executive Director (Managing Director). All the members of the Audit Committee are financially literate as defined in Regulation 18 (1)(c) of the Listing Regulations. The Audit Committee Meetings were attended by Chief Financial Officer, Internal Auditor and the Statutory Auditors, by invitation. The Company Secretary acted as the Secretary of the Committee.

c) Audit Committee Meetings held during the financial year 2021-22

During the year under review, the audit committee met 5(five) times: (i) 06th May, 2021; (ii) 30th June, 2021; (iii) 06th August, 2021; (iv) 28th October 2021; and (v) 24th January, 2022. The gap between all the Audit Committee Meetings held during the year was less than one hundred and twenty days. The detail of attendance of members and composition of the Committee is as under:

Name	Category	Designation	No. of Meetings held & attended
Mr. Manoj Bhatia	Non-Executive Independent Director	Chairman	5 of 5
Mr. Narendra Gupta	Non-Executive Independent Director	Member	5 of 5
Mr. Krishan Khadaria	Executive and Promoter Director	Member	5 of 5

Mr. Manoj Bhatia, the Chairman of the Audit Committee attended the AGM held on 27th September, 2021 to answer the shareholders' queries.

4. NOMINATION AND REMUNERATION COMMITTEE ("NRC")

a) Brief description of Terms of Reference

The Board has clearly defined the terms of reference for the Nomination & Remuneration Committee, which is as follows:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel under Companies Act 2013 and other employees.
- Devise a policy on Board diversity.
- Recommend to the Board appointment of Key Managerial Personnel ("KMP" as defined by the Act) and executive team members of the Company (as defined by this Committee).
- Carry out evaluation of every director's performance and support the Board and Independent Directors in evaluation of the performance of the Board, its committees and individual Directors.
- Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
- To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully; relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.
- Framing, recommending to the Board and implementing, on behalf of the Board and on behalf of the Shareholders, policy on remuneration of Directors, Key Managerial Personnel (KMP) & other Employees, and any other compensation payment

b) Composition, Meetings and attendance of the Committee

The nomination and remuneration committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 178 of the Act, with all Directors being Non-Executives and fifty per cent of them being Independent Directors. Chairman of the Committee is an Independent Director.

During the financial year 2021-22, the Committee met four (4) times on 20th August, 2021, 13th October, 2021, 24th January, 2022 and 23rd March, 2022. The necessary quorum was present at the meeting. The below table gives the composition and attendance record of the Nomination & Remuneration Committee:

Name	Category	Designation	No. of Meetings held & Attended
Mr. Narendra Gupta	Non-Executive Independent Director	Chairman	4 of 4
Mr. Manoj Bhatia	Non-Executive Independent Director	Member	4 of 4
Mrs. Asha Khadaria	Non-Executive Promoter Director	Member	4 of 4

Mr. Narendra Gupta, the Chairman, of the Committee attended the AGM held on 27th September, 2021.

c) *Performance evaluation criteria for Directors*

The Nomination and Remuneration Committee of the Board has laid down the criteria for performance evaluation of all the Directors of the Company. The performance evaluation has been done by the entire Board of Directors, except the Director concerned being evaluated.

The criteria for performance evaluation are as follows:

i. Role & Accountability

- Understanding the nature and role of Directors' position.
- Understanding of risks associated with the business.
- Application of knowledge for rendering advice to management for resolution of business issues.
- Offer constructive challenge to management strategies and proposals.
- Active engagement with the management and attentiveness to progress of decisions taken.

ii. Objectivity

- Non-partisan appraisal of issues.
- Own recommendations given professionally without tending to majority or popular views.

iii. Leadership & Initiative

- Heading Board Sub-committees.
- Driving any function or identified initiative based on domain knowledge and experience.

iv. Personal Attributes

- Commitment to role & fiduciary responsibilities as a Board member.
- Attendance and active participation.
- Proactive, strategic and lateral thinking.

Pursuant to the provisions of the Companies Act, 2013 and the applicable provisions of the Listing Regulations, the Annual performance evaluation was carried out for 2021-22 by the Board in respect of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Stakeholder Relationship Committees.

The evaluation process includes review the performance of individual directors who were evaluated on parameters such as degree of fulfilment of key responsibilities, effectiveness of meetings etc, discussion and feedback from the directors in reference to set criteria. The Directors expressed their satisfaction with the evaluation process.

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

a) *Terms of reference*

This Committee was constituted to specifically look into redressing shareholders'/ investors' complaints/grievances pertaining to share transfers, non-receipts of annual reports, non- receipt of declared dividend and other allied complaints.

The Committee performs the following functions:

- Transfer/ transmission of securities.

- Dematerialization/ rematerialization of shares.
- Issue of new and duplicate share certificates.
- Registration of Power of Attorneys, Probate, Letters of transmission or similar other documents.
- To open/ close bank account(s) of the Company for depositing share/ debenture applications, allotment and call monies, authorize operation of such account(s) and issue instructions to the Bank from time to time in this regard.
- To look into redressal of shareholders' and investors' complaints like transfer of shares, non- receipt of annual report, non- receipt of declared dividends, etc.
- Any allied matter(s) out of and incidental to these functions and not herein above specifically provided for.

b) Composition and Attendance of the Committee

The stakeholders' relationship committee was constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with section 178 of the Act.

As on 31st March, 2022, the Stakeholder Relationship Committee comprised of 3 members. Mr. Narendra Gupta is the Chairman and Mr. Manoj Bhatia and Ms. Asha Khadaria are the other members of the said Committee. During the year, the Stakeholders Relationship Committee met 4 (Four) times on 20th May, 2021, 06th August, 2021, 04th January, 2022 and 23rd March, 2022.

The composition of the Committee and details of attendance by its members at the meetings of the Committee held in 2021-22 are given below:

Name	Category	Designation	No. of Meetings Attended
Mr. Narendra Gupta	Non-Executive Independent Director	Chairman	4 of 4
Mr. Manoj Bhatia	Non-Executive Independent Director	Member	4 of 4
Mr. Asha Khadaria	Non-Executive and Promoter Director	Member	4 of 4

Mr. Narendra Gupta, Chairman of the Stakeholders Relationship Committee, was present at the last Annual general meeting of the Company held on 27th September, 2021, to answer shareholders' queries.

c) Compliance Officer

Ms. Khushboo Gupta, Company Secretary and Compliance Officer acted as the secretary to the committee for the financial year 2021-22.

d) Investor Grievance Redressal

The Committee supervises the mechanism for redressal of the shareholder's grievances and ensures cordial investor relations. During the year, the Company received nil complaint. Company was in receipt of other telephonic queries, which were satisfactorily answered and were redressed to the satisfaction of complainants. No investor complaints were pending as on 31st March, 2022.

5A RISK MANAGEMENT COMMITTEE

The provisions of Regulation 21 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is not applicable on the Company, as the Company is not covered in top 1000 listed entities, determined on the basis of market capitalisation, as at the end of the immediate previous financial year.

6. **REMUNERATION OF DIRECTORS**

a) ***Pecuniary transactions with non-executive directors***

During the year, there was no pecuniary relationship or transaction between the Company and any of its Non-Executive Directors.

b) ***Criteria for making payments to non-executive directors***

Non-executive directors of the Company play a crucial role in the independent functioning of the Board. They bring in an external perspective to decision-making, and provide leadership and strategic guidance while maintaining objective judgment. They also oversee the corporate governance framework of the Company.

As stated earlier, the Remuneration Policy, inter alia, disclosing the criteria of making payments to directors, key managerial personnel and employees is placed on the Company's website <http://www.nouveauglobal.com/pdf/RemunerationPolicy.pdf>.

c) ***Disclosures with respect to Remuneration to Directors***

During the financial year 2021-22, none of the non-executive directors, including independent director(s) of the Company were in receipt of remuneration including sitting fees or commission. The Company does not have any stock option plans for the directors and thus no stock option has been granted to any of the Directors during the period under review.

Remuneration paid to Executive Director/Managing Director is as under:

Mr. KrishanKhadaria, Managing Director	
Salary as per provisions contained in Section 17(1) of the income-tax Act, 1961	Rs. 50,000 pm
Allowances and perquisites	NIL
Incentive	NIL
Stock option	NIL
No. of Shares held	1,27,85,190
Service Contract	*5 years from 1 st March, 2017 till 28 th February, 2022 New Term- 1 st March, 2022 till 28 th February, 2027
Notice period	3 months

* Mr. Krishan Khadaria was re-appointed as Managing Director on the Board on 24th January, 2022 for further period of five years from 1st March, 2022 to 28th February, 2027.

d) Remuneration Policy

Pursuant to the provisions of Section 178(3) of the Companies Act, 2013, and Regulation 19 of the Listing Regulations, the NRC has formulated a policy relating to the remuneration for the Directors, key managerial personnel (KMP) and other employees.

The Policy is directed towards a compensation philosophy and structure that describes various aspects and guiding factors in determining the remuneration of Directors, Key Managerial Personnel and employees of the Company with intent to maintain level and composition of remuneration reasonable and sufficient to attract, retain and motivate directors and employees to run the Company successfully and align the growth of the Company and development.

The Remuneration Policy has been annexed with this Report and is also made available on the Company's website under a link <http://www.nouveauglobal.com/pdf/RemunerationPolicy.pdf>.

e) Board Diversity Policy

In compliance with the provisions of the SEBI Listing Regulations, 2015, the Board through its Nomination and Remuneration Committee has devised a Policy on Board Diversity. The objective of the Policy is to ensure that the Board comprises an adequate number of members with diverse experience and skills, such that it best serves the governance and strategic needs of the Company. The Board composition as at present broadly meets with the above objective.

7. GENERAL BODY MEETINGS**a) Annual General Meeting (AGMs):**

The particulars of last three Annual General Meeting held and the special resolution(s) passed thereat, are as follows:

Year	Date	Time	Location	Details of Special Resolution Passed
33 rd AGM, 2020-21	September 27, 2021	11:30 a.m.	Not Applicable. The AGM held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").	All resolutions was passed as ordinary resolutions.
32 nd AGM, 2019-20	September 30, 2020	11:30 a.m.	Not Applicable. The AGM held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").	Sale, Transfer or Disposal of the shares held by the Company in its Wholly- Owned Subsidiary.
31 st AGM, 2018-19	September 30, 2019	09.30 a.m.	Aabhar Studio, 606 Aston Building, Sundarwan, above Mercedes Showroom, near	1) To re-appoint Mr. Manoj Ganeshdas Bhatia (DIN: 01953191) as an Independent Director of the Company; and

			Lokhandwala circle, Andheri (West), Mumbai -400053	2) To re-appoint Mr. Narendra Ramkishor Gupta (DIN: 00418421) as an Independent Director of the Company.
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b) Extraordinary General Meeting (EGMs):

Year	Date	Time	Location	Details of Special Resolution Passed
1 st EGM, 2021-22	February, 21, 2022	12:00 Noon	Not Applicable. The EGM held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").	<p>1) To consider and approve sub-division of equity shares of the Company from face value of Rs. 10/- each into equity shares of face value of Re. 1/- each; and</p> <p>2) To consider and approve the alteration of capital clause of Memorandum of Association of the Company;</p> <p>3) To consider and approve the alteration of Article 20 of Article of Association of the Company; and</p> <p>4) To re-appoint Mr. Krishan Khadaria (holding DIN: 00219096) as Managing Director of the Company for a further period of 5 years.</p>

c) Details of Special Resolutions passed through Postal Ballot:

During the year under review, no resolution was passed through postal ballot.

8. MEANS OF COMMUNICATION

Quarterly/ Annual Results	The results of the Company are published in one leading national (English) & one vernacular(Marathi) newspaper and intimated to the Stock Exchanges as required under the Listing Regulations.
Newspapers in which results are generally published	The Active Times and Standard Post (English) and The Global Times and Dainik Sagar (Marathi), regional daily newspapers.
Website, where displayed	www.nouveauglobal.com

News releases	All the Official news releases are displayed on the above mentioned website of the Company.
Presentation made to institutional investors or to the analysts	During the year, no presentations were made to institutional investors or to the Analysts.

9. GENERAL SHAREHOLDER INFORMATION

a)	34 th Annual General Meeting		
b)	Day, Date & Time	Friday, 30 th September, 2022 at 11:30 am	
c)	Venue/Mode	Through Video Conferencing / Other Audio Visual Means as set out in the Notice convening the Annual General Meeting.	
d)	Financial Year	1 st April, 2021– 31 st March, 2022	
e)	Book Closure Dates	Friday, 23 rd September, 2022 to Thursday, 29 th September, 2022, (both days inclusive).	
f)	Dividend payment date	Not Applicable	
g)	Listing on Stock Exchanges	BSE Limited, PhirozeJeejeebhoy Towers, Dalal Street, Mumbai - 400 001	
h)	Stock Code	531465	
i)	International Securities Identification Number (ISIN)	INE317B01042	
j)	Annual Listing Fee	The Annual Listing Fee for the financial year 2021-22 is paid. Owing to the ongoing global pandemic of COVID-19, the financial capacity of Company’s Business is badly affected and brought a cash crunch position. As a result, the Annual listing fee for the financial year 2022-23 is pending to be paid to the Stock Exchange, which your Company is planning to pay soon.	
k)	Financial Results Calendar	Tentative Schedule for declaration of results during the Financial year 2022-23:	
		First quarter ending 30th June, 2022	On or before 14th August, 2022
		Second quarter and half year ending 30th September, 2022	On or before 14th November, 2022
		Third quarter and nine months ending 31st December, 2022	On or before 14th February, 2023
		Fourth quarter and year ending 31st March, 2023	On or before 30th May, 2023

l)	Outstanding GDR / ADR / Warrants or any Convertible Instruments, Conversion Dates and likely impact on equity	The Company does not have any outstanding GDRs/ ADRs/ Warrants/Convertible Instruments as on 31st March, 2022.
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a) **Stock market price on BSE**

The High/Low of the market price of the Company's equity shares traded on the Bombay Stock Exchange Limited during the financial year 2021-22 are as follows:

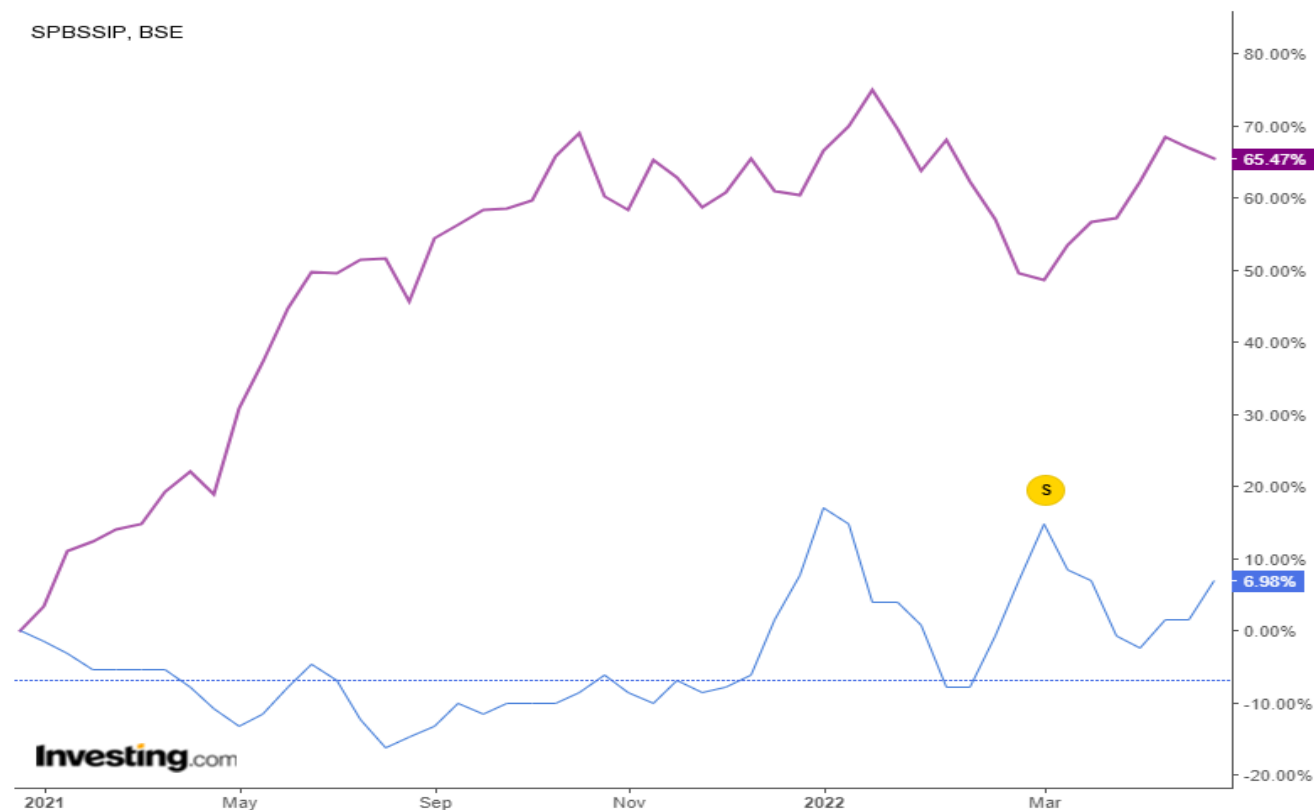
Share Price (Rs.)			
Month	High	Low	Close
April 2021	12.15	11.45	11.45
May 2021	11.66	11.23	11.23
June 2021	11.88	11.42	11.44
July 2021	12.55	11.66	11.98
August 2021	11.98	10.85	10.99
September 2021	11.86	11.20	11.40
October 2021	12.06	11.39	12.06
November 2021	12.44	11.60	12.00
December 2021	14.41	11.76	13.85
January 2022	16.02	12.86	13.38
February 2022	13.64	11.21	13.05
March 2022	13.84	1.30	1.30

b) **Performance in comparison to broad-based indices**

The Company's share price performance versus BSE Sensex during the FY 2021-2022:

Nouveau Global Ventures Ltd, India, BSE:NOUV, W

SPBSSIP, BSE



c) Registrar and share transfer agents

Members may correspond with the Company's Registrars and Share Transfer Agents, Bigshare Services Pvt. Ltd., quoting their folio numbers/ DP ID and Client ID at the following addresses:

Bigshare Services Pvt. Ltd.

Office No. S6-2 6th Floor,
Pinnacle Business Park, Next to Ahura Centre
Mahakali Caves Road
Andheri {E} Mumbai – 400093.
Board No : 022 – 62638200 | Extn : 206
Fax No : 022 – 62638299 | M :+7045454392
Email id.: info@bigshareonline.com
Website: www.bigshareonline.com

d) Share transfer system

M/s. Bigshare Services Pvt. Ltd. carries out share related activities like transfer of shares, transmission of shares, transposition of shares, name deletion, change of address, amongst others. However, the transactions in respect of issuance of duplicate share certificates, splits, rematerialisation, consolidation & renewal of share certificates are approved by the SRC of the Company.

All the documents received from shareholders are scrutinized by the Company's RTA. The shares lodged for transfer etc. are processed and share certificates duly endorsed are returned within the stipulated time, subject to documents being valid and complete in all respects.

A summary of all the transfers, transmissions, issue of duplicate share certificate requests, deletion requests, etc. are placed at every Board meeting/ stakeholders Relationship Committee from time to time for their review as per the Listing Regulations.

The Company also obtains a certificate of compliance with the share transfer and other related formalities within the stipulated time period, from a Practicing Company Secretary, as required under Regulation 40(9) of the SEBI Listing Regulations and files a copy of the same on half yearly basis with the Stock Exchange.

e) Distribution schedule of shareholding as on March 31, 2022

Range (In Rs.)	Total Shareholders	% of Total Shareholders	Total Holding in Rupees	% of Total Capital
Up to 500	1067	39.5918	148191	0.0799
501 - 1000	613	22.7458	586989	0.3164
1001 - 2000	353	13.0983	645965	0.3482
2001 - 3000	92	3.4137	249404	0.1344
3001 - 4000	71	2.6345	264235	0.1424
4001 - 5000	86	3.1911	419941	0.2263
5001 - 10000	125	4.6382	1057920	0.5702
10001 and above	288	10.6865	182157355	98.1822
TOTAL	2695	100.00	185530000	100.00

f) Shareholding pattern as on March 31, 2022

	CATEGORY	No. of shareholders	Nos. of Equity Shares	TOTAL %age
A	Promoters Holding			
1	Indian Promoters	12	67202803	36.2221
2	Foreign Promoters	0	0	0.00
	SUB TOTAL (A)	12	67202803	36.2221
B.	Public Shareholding			
1.	Institutional Investors	0	0	0
2.	Non-Institutional Investors	0	0	0
	<u>Individuals</u>			
	Having Nominal Share Capital up to Rs. 2 Lakh	2473	30511697	16.4457
	Having Nominal Share Capital in excess of Rs. 2 Lakh.	0	0	0
	Others	173	87572690	47.2013
	NRI's	7	242810	0.1309
	SUB-TOTAL (B)	2653	11,83,27,197	63.7779
	TOTAL (A+B)	2665	18,55,30,000	100.00

g) Dematerialisation of shares and liquidity

Physical transfers of specified securities were prohibited w.e.f. 1st April, 2019 by virtue of amendment made in Reg. 40 vide SEBI LODR (Fourth Amendment) Regulations, 2018. Listed entities were not allowed to process the transfer request for equity shares where shareholders held the same in physical form with effect from 1st April, 2019.

Subsequently, SEBI has received representations from shareholders for extension of the date of compliance. In view of the same, the following was clarified:

1. The above decision does not prohibit the investor from holding the shares in physical form; investor has the option of holding shares in physical form even after April 01, 2019.
2. Any investor who is desirous of transferring shares (which are held in physical form) after April 01, 2019 can do so only after the shares are dematerialized.
3. The transfer deed(s) once lodged prior to deadline and returned due to deficiency in the document may be re-lodged for transfer even after the deadline of April 01, 2019.

The above Board decision is not applicable for demat of shares, transmission (i.e. transfer of title of shares by way of inheritance / succession) and transposition (i.e. re-arrangement / interchanging of the order of name of shareholders) cases.

Later, SEBI vide its Circular dated 7th September, 2020 has provided a cut-off date of 31st March, 2021 for re-lodging the transfer request rejected/ returned earlier. SEB also stipulated that such transferred shares shall be issued only in demat mode.

Later, SEBI vide Circular dated December 02, 2020 has brought Operational guidelines for Transfer and Dematerialization of re-lodged physical shares.

The Securities and Exchange Board of India vide Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018 has also mandated submission of Permanent Account Number (PAN) and bank account details of all securities holders holding securities in physical form.

Vide SEBI circular dated 3rd November 2021 and its amendments dated 14th December 2021 listed companies are mandated the collection of PAN/KYC/NOMINEE details from shareholders for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination also provided therein.

W.e.f. 24th January, 2022, SEBI has made certain amendments in Regulation 40 of SEBI (Listing Obligation and Disclosure Requirements Regulation) 2015. Inter-alia, it has mandated that the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository. It also stated that transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form.

Vide SEBI circular dated 25th January, 2022, SEBI mandated that listed companies shall henceforth issue the securities in dematerialized form only while processing the various service request as detailed in the said circular.

The said measures of SEBI is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Transfer of securities only in demat form will improve ease, convenience and safety of transactions for investors.

Shareholders who continue to hold shares in physical form are advised to dematerialize their shares.

For any clarification, assistance or information, relating to dematerialization of shares the Company's RTA may be contacted.

The break of shares in physical and demat form as on March 31, 2022:

	Position as on 31 March 2022*		Position as on 31 March 2021	
Form	No. of Shares	% of Total	No. of Shares	% of Total
Held in dematerialized form in CDSL	116979512	63.05	10959769	59.07
Held in dematerialized form in NSDL	65466628	35.29	7284845	39.27
Physical	3083860	1.66	308386	1.66

Total	185530000	100.00	18553000	100.00
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*w.e.f. 21st February, 2022, the face value of equity share capital of the Company has been sub-divided from Rs. 10/- each to Re. 1/- each.

h) Commodity price risk or foreign exchange risk and hedging activities

The Company has in place a mechanism to inform the Board members about the Risk assessment, mitigation plans and periodical reviews faced by the Company. Risk based internal audit plan is approved by the Audit Committee which also reviews adequacy and effectiveness of the Company's internal financial controls. The Audit Committee is periodically briefed on the steps taken to mitigate the risks.

However, in line with the requirements of the Listing Regulations, a Risk Management policy has been framed by Company and the same may be accessed on the Company's website at the link <http://www.nouveauglobal.com/pdf/RiskManagementPolicy.pdf>

The Company does not indulge in commodity hedging activities.

i) Plant location

The Company does not have any manufacturing facility.

j) Address for correspondence

For any queries relating to the shares, dividends, Annual Reports of the Company, correspondence may be addressed to the Company's Registrar & Transfer Agents at the following address:

M/s. Bigshare Services Pvt. Ltd.

Office No. S6-2 6th Floor,
Pinnacle Business Park, Next to Ahura Centre
Mahakali Caves Road
Andheri {E} Mumbai – 400093.

Board No : 022 – 62638200 | Extn : 206

Fax No : 022 – 62638299 | M :+7045454392

Email id.: info@bigshareonline.com

Website: www.bigshareonline.com

For any other general matters or in case of any difficulties/ grievances, correspondence may be addressed to Ms. Khushboo Gupta, Company Secretary & Compliance Officer and Mr. Rajesh Agrawal, the Chief Financial Officer at the Registered Office of the Company situated at:

M/s. NOUVEAU GLOBAL VENTURES LIMITED

401/A, Pearl Arcade, Opp. P. K. Jewellers,
DautBaugLane, Off J. P. Road,
Andheri (West), Mumbai – 400 058.

Tel. No.: 022-6778155 / 26790471

Fax: 022-26781187

Email id.: nouveauglobal@gmail.com

Website: www.nouveauglobal.com

- k) *List of all credit ratings obtained by the company along with any revisions thereto during the relevant financial year for all debt instruments of such company or any fixed deposit programme or any scheme or proposal of the company involving mobilization of funds, whether in India or abroad***

As Company has not issued any debt instruments during the financial year 2021-22, so there was no requirement to obtain credit rating arisen. During the year under review, Company has not held any fixed deposit programme nor even entered into any scheme or proposal involving mobilization of funds, in India or abroad.

10. SUBSIDIARY COMPANIES

The Company had M/s. Nouveau Shares & Securities Limited (NSSL), a Non-Listed Indian Wholly-owned Subsidiary Company upto financial year 2020-21.

On 25th January, 2021, the Company has disinvested its holding in M/s. Nouveau Shares & Securities Limited. Hence, as on 31st March 2022, the Company has no Subsidiary Company.

11. OTHER DISCLOSURES

b) *Related Party Transactions*

The transactions entered into with the related parties during the financial year were in the ordinary course of business and at arm's length basis and were approved by the Audit Committee. The Company has taken omnibus approval for the FY 2021-2022 for the transactions which are repetitive in nature. There were no other materially significant transactions with the related parties, during the year, which were in conflict with the interests of the Company and that require an approval of the Company in terms of the SEBI Listing Regulations. Transactions with the related parties are disclosed in Notes to the Annual Accounts.

c) *Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets during the last three years:*

During the financial year 2020-21, the Bombay Stock Exchange Ltd. (BSE) had imposed a fine of Rs.5,42,800/- (including GST 18%) for quarter ended September, 2020 on Company for non-compliance of Regulation 17(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As per Regulation 17(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company was covered in top 2000 listed entities as on 31st March, 2020. Accordingly, in complying to the said regulation, the Company was required to have 6 directors on its board. To comply the said provision, the Company had appointed the 6th Director within the given timeline of 15 days, i.e., on 30th November, 2020. On 15th February, 2021, the BSE had imposed a second fine of Rs. 3,54,000/- (including GST 18%) for quarter ended December, 2020. In this connection, the Company made the Representations to BSE, which was considered by BSE later on considering the submission made by the company. Consequently, the BSE has waived the fine of Rs. 5,42,800/- for the quarter ended September, 2020. For waiving the fine of quarter ended December, 2020, the Company made 3rd Representation to the BSE, which was not considered. Accordingly, the Company paid the fine of Rs. 3,54,000/- within the time granted by BSE.

During the financial year 2020-21, the Company made penalty payment of Rs. 4,00,000/- imposed by SEBI vide Adjudication Order No. Order/SR/SM/2020-21/9348 dated September 30, 2020 (Under Section 15-I Of Securities and Exchange Board of India Act, 1992 Read with Rule 5 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995, for violation of Regulations 13(6) of PIT Regulations, 1992 r/w regulation 12(2) of PIT Regulations, 2015 made by Company in the financial year 2011-12.

Vide Adjudication Order No. Order/SR/SM/2020-21/9347 dated September 30, 2020, the SEBI has imposed a penalty of Rs. 3,00,000/- on Director, Mr. Krishan Kumar Khadaria for the violations of Regulations 13(1) of PIT Regulations, 1992 and Regulations 13(3),13(4) &13(4A) r/w 13(5) of PIT Regulations, 1992 read alongwith Regulation 12(2) of PIT Regulations, 2015 and Regulations 29(1) and 29(2) r/w 29(3) of the SAST Regulations committed by the said Director in the financial year 2011-12.

Vide Adjudication Order No. Order/SR/SM/2020-21/9346, dated September 30, 2020, the SEBI has imposed a penalty of Rs. 3,00,000/- on Director, Mr. Krishan Kumar Khadaria for the violations of Regulations 13(4) & 13(4A) r/w 13(5) of PIT Regulations, 1992 r/w Regulation 12(2) of PIT Regulations, 2015 committed by the by the said Director in the financial year 2011-12.

All aforesaid penalties was required to be paid within 45 days from the receipt of the aforesaid orders. Accordingly, the Company, Mr. Krishan Kumar Khadaria and Mrs. Asha Khadaria made the penalty payment within the provided deadline.

The Company has complied with all the requirement of regulatory authorities. Except for the above monetary penalty imposed by SEBI, no penalties or strictures were imposed on the Company by BSE Ltd., where the shares of the Company are listed or by any other statutory authority on any matter related to capital market during the last three years.

d) Vigil Mechanism and Whistle Blower Policy

The Company has adopted a Whistle Blower Policy and an effective vigil mechanism system to provide a formal mechanism to its Directors, Employees and Business Associates to voice concerns in a responsible and effective manner regarding suspected unethical matters involving serious malpractice, abuse, actual or suspected fraud or violation of the Code of Conduct or wrong doing within the organization and also safeguards against victimization of Directors/ Employees and Business Associates who avail of the mechanism. The Policy also provides for direct access to the Chairman of the Audit Committee in exceptional cases.

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

The Whistle Blower Policy has been disclosed on the Company's website under the web link <http://www.nouveau-global.com/pdf/WhistleBlowerPolicy.pdf> and disseminated to all the Directors/employees.

e) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements.

The Company is compliant with all the mandatory requirements of the Listing Regulations for FY 2021-22. The non-mandatory requirements as stipulated in Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been adopted to the extent and in the manner as stated under the appropriate headings in the Report on Corporate Governance.

The status of non-mandatory (discretionary) requirements is given below:

- **The Board**

The Company doesn't bear any expenses of the Non-Executive Chairman's Office.

- **Shareholders Rights**

The Company regularly does statutory filings as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the BSE Ltd and also update the website of the Company on the regular basis. The financial results as and when approved by the Board are hosted in the

investor column of the Company's website from which the shareholders can easily access and obtain the requisite information of the Company.

- **Audit Qualifications**

For qualification on consolidated financial statement the Management response is provided in the Directors Report.

- **Separate posts of Chairperson and CEO**

The Company does not have permanent Chairperson on the Board.

- **Reporting of Internal Auditor**

The Company has appointed Internal Auditors who have full access to the Audit Committee to report any findings during their audit.

f) Weblink for determining Material Subsidiaries

The policy for determining material subsidiaries has been adopted by Company and has been uploaded on Company's website, which may be accessed on the Company's website at the link <http://www.nouveauglobal.com/pdf/MaterialSubsidiaryPolicy.pdf>.

g) Web link of policy on dealing with related party transactions

The policy on Related Party Transactions is hosted on the website of the Company under the web link: <http://www.nouveauglobal.com/pdf/PolicyOnRelatedPartyTransaction.pdf>.

h) Commodity price risk and commodity hedging activities

The Company has adequate risk assessment and minimization system in place including for commodities. The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018.

i) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A). Not Applicable

j) No disqualification certificate from company secretary in practice

Certificate received from M/s. Ritika Agrawal & Associates, Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority, as stipulated under Regulation 34 of the Listing Regulations, is annexed as "Annexure VII" to this Report.

k) Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year. Not Applicable

l) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part

Details relating to fees paid to the Statutory Auditors, namely, M/s. Sunil Vankawala and Associates, Chartered Accountants (Registration No. 110616W), during the year ended March 31, 2022, is given in Notes provided in the Standalone Financial Statements and the Consolidated Financial Statements.

m) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment/Anti Sexual Harassment policy at the Workplace in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under, if any.

During the year under review, the complaints status related to sexual harassment is given as:

- a. number of complaints filed during the financial year- NIL
- b. number of complaints disposed of during the financial year- NIL
- c. number of complaints pending as on end of the financial year- NIL

n) Disclosure of Accounting Treatment

The Company has followed accounting principles generally accepted in India, including the Indian Accounting Standard (Ind AS) as specified under Section 133 of Companies Act, 2013 ("the Act") and other relevant provision of the Act. The Company has uniformly applied the Accounting Policies during the period presented. Kindly refer notes to the financial statements for significant accounting policies adopted by the Company.

o) Reconciliation of Share Capital Audit

The Company has engaged an independent firm of practicing Chartered Accountants who carries out the Reconciliation of Share Capital Audit as mandated by SEBI, and reports on there conciliation of total issued and listed Capital with that of total share capital admitted / held in dematerialized form with NSDL and CDSL and those held in physical form. The audit report confirms that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL. This audit is carried out on quarterly basis and the report thereof is submitted to the Stock Exchange, where the Company's shares are listed.

p) Compliance with Secretarial Standards

The Institute of Company Secretaries of India, a statutory body, has issued Secretarial Standards (SS) on various aspects of corporate law and practices. The Company has complied with the SS -1 on Board Meetings and SS - 2 on General Meetings.

q) Code of Conduct

The Company has adopted a Code of Conduct for all employees including the members of the Board and Senior Management Personnel. The Code have been posted on the Company's website under the link – <http://www.nouveauglobal.com/pdf/CodeofConduct.pdf> which lays down the standard of conduct to be followed by the Directors and Senior Managers in their business dealings and in particular on matters relating to integrity at the work place, in business practices and in dealing with stakeholders.

A declaration, as required under Schedule V(D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that the members of the Board of Directors and Senior Management Personnel have affirmed compliance under the Code during the year 2021-22 has been signed by Mr. Krishan Khadaria, Managing Director of the Company and the same is annexed as "ANNEXURE IV" to this Report.

r) Code for Prevention of Insider Trading Practices

The Company has in place a Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders and a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015. The code is applicable to all Directors, Senior Management personal and designated employees.

The Code of Conduct for Prevention of Insider Trading lays down guidelines advising the Management, staff and other connected persons, on procedures to be followed and disclosures to be made by them while dealing with the shares of the Company, and cautioning them of the consequences of violations. The code ensures prevention of dealing in shares by persons having access to unpublished price sensitive information. The Code is available on the website of the Company www.nouveauglobal.com. The Company is maintaining a Structured Digital Database as required under regulation 3(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

s) Auditor's Certification on Corporate Governance

The Company has obtained a Certificate from the Auditors of the Company regarding compliance with the provisions relating to Corporate Governance prescribed by SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, which is attached as "ANNEXURE V" herewith.

t) Disclosures with respect to demat suspense account/unclaimed suspense account- As the Company does not distribute dividend, this clause is not applicable.

u) CEO/ Managing Director and CFO Certification

In terms of Regulation 17(8) of the Listing Regulations, the Managing Director and CFO have certified to the Board of Directors of the Company, with regard to the financial statements and other matters prescribed under Part B of Schedule II of the said regulations, for the financial year 2021-22. The said Compliance Certificate pursuant to Schedule V (D) of the Listing Regulations is enclosed as "ANNEXURE VI" to this Report.

In terms of Regulation 33(2) (a) of SEBI (LODR) Regulations, 2015, the Managing Director and the CFO certified the quarterly financial results while placing the financial results before the Board.

v) Disclosure on compliance with Corporate Governance Requirements specified in Listing Regulations

The Company has complied with the requirements of Part C (Corporate Governance Report) of Sub-Paras (2) to (10) of Schedule V of the Listing Regulations. The Company has also complied with Corporate Governance requirements specified in Regulation 17 to 27 and Clauses (b) to (i) and (t) of Sub-Regulation (2) of Regulation 46 and para D and E of Schedule V of the Listing Regulations and necessary disclosures thereof have been made in this Corporate Governance Report.

**By and on behalf of the Board
For Nouveau Global Ventures Limited**

**Date: 27th August, 2022
Place: Mumbai**

Krishan Khadaria	Manoj Bhatia
Managing Director	Director
DIN: 00219096	DIN: 01953191

ANNEXURE IV**DECLARATION ON ADHERENCE TO THE CODE OF CONDUCT**

As provided under Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to confirm that the Company has obtained from all the members of the Board of Directors and Senior Management Personnel of the Company, affirmation(s) that they have complied with the Code of Conduct for Board Members and Senior Management Personnel in respect of the financial year ended 31st March, 2022.

**By and on behalf of the Board
For Nouveau Global Ventures Limited**

Date: 18th May, 2022
Place: Mumbai

**Krishan Khadaria
Managing Director
DIN: 00219096**

ANNEXURE V
CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members,
Nouveau Global Ventures Limited

We have examined the compliance of conditions of Corporate Governance by **M/s. Nouveau Global Ventures Limited** for the year ended on 31st March, 2022, as stipulated in Regulations 17 to 27, Clauses (b) to (i) and (t) of Regulation 46(2), and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The compliance of conditions of Corporate Governance is the responsibility of the Management including the preparation and maintenance of all relevant supporting records and documents. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we hereby certify that subject to the observations mentioned in the Secretarial Audit Report, the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations, for the period 01st April, 2021 to 31st March, 2022.

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 Sunil Vankawala & Associates
Chartered Accountants
FRN: 110616W

Place: Mumbai
Date: 27.08.2022

Sunil T Vankawala
Proprietor
M.No. 033461
UDIN: 22033461ARCGMT2341

ANNEXURE VI

CERTIFICATION BY MANAGING DIRECTOR (MD) & CFO (CHIEF FINANCIAL OFFICER) TO THE BOARD

We, **Krishan Khadaria**, Managing Director & **Rajesh Agrawal**, CFO of M/s. Nouveau Global Ventures Limited hereby certify that:

1. We have reviewed the financial statements and the cash flow statement for the financial year ended March 31, 2022 and that to the best of our knowledge and belief;
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading, and
 - b) These statements together present a true and fair view of the company's affair and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or which violate the Company's Code of Conduct;
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control system of the company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or the operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify the identified deficiencies and;
4. We have indicated to the auditors and the Audit Committee that:
 - a) there has been no significant change in internal control over financial reporting during the year;
 - b) there has been no significant change in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements and
 - c) there were no instance of significant fraud of which we have become aware and the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**By order of the Board of Directors
For Nouveau Global Ventures Limited**

Date: 18th May, 2022
Place: Mumbai

Krishan Khadaria	Rajesh Agrawal
Managing Director	CFO

ANNEXURE VII**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members of

Nouveau Global Ventures Limited

401/A, Pearl Arcade, Daut Baug Lane,

Off. J. P. Road, Opp P.K Jewellers

Andheri (W), Mumbai 400058

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Nouveau Global Ventures Limited** having **CIN L01407MH1988PLC049645** and having registered office at 401/A, Pearl Arcade, Daut Baug Lane, Off. J. P. Road, Opp P.K Jewellers Andheri (W), Mumbai 400058 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Original Date of appointment in Company
1.	Krishan Raghunath Prasad Khadaria	00219096	16/11/1988
2.	Asha Krishan Khadaria	00219112	30/03/2015
3.	Narendra Ramkishor Gupta	00418421	31/03/2008
4.	Manoj Ganeshdas Bhatia	01953191	27/03/2003
5.	Mohit Krishan Khadaria	05142395	30/11/2020
6.	Niraali Santosh Thingalaya	08125213	29/09/2018

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

For Ritika Agrawal & Associates

Ritika Agrawal

Proprietor

M. No. 8949

COP No. 8266

UDIN: F008949D000917153

Place: Mumbai

Date: 05/09/2022

INDEPENDENT AUDITOR'S REPORT

To The Members M/S. NOUVEAU GLOBAL VENTURES LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **M/S. NOUVEAU GLOBAL VENTURES LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2022 the Statement of Profit and Loss (including statement of Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the companies (Indian Accounting Standards) Rules, 2015, as amended, ('Ind AS') and other accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2022, its loss, (including statement of other comprehensive Income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

The key audit matter description	How our audit addressed the key audit matter
<p>Deposits W/off The matter has been determined to be a key audit matter in view of write off Deposits (Assets) 5,18,609/- being non recoverable written off in books of accounts.</p>	<p>Our procedures included the following:</p> <ul style="list-style-type: none"> • Obtaining an undertaking from the management with regard to details. • Obtaining documentation of process followed by the management in pursuing recovery of amount. • Analyzing process followed by the management in relation to the efforts put in for recovery of amount outstanding. <p>Based on the above procedures, the judgement of non-recovery lies with the management and accordingly we have taken representation for the same. The management has adjudged the amount as non-recoverable and hence written off and made provision for doubtful debts in books of accounts for the period ending 31st March, 2022.</p>

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the company's Annual Report, but does not include the financial statements and our auditor's report thereon.
- The Other Information to the extent not made available to us as of the date of the signing this report is expected to be made available to us after the date of this Auditors Report.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.
- When we read the other information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with Governance.

Management's and Board of Director's Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act, with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, Cash Flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules 2015, as amended, and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation

of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with SAs, specified under section 143(10) of the act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore, the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraph 3 and 4 of the Order; to the extent applicable.
2. As required by section 143(3) of the Act, we further report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying financial statements;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, the statement of Profit and Loss (including Other Comprehensive Income), Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid financial statements comply with the applicable Ind AS specified under Section 133 of the Act;
 - e) On the basis of written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of internal financial controls over financial reporting of the Company, and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of Company's internal financial controls over financial reporting.
3. With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on the financial position in the Ind AS Financial statements –refer Note no 31 to the financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts; as

such the question of commenting on any material foreseeable losses thereon does not arise.

- iii. There were no amounts which were required to be transferred to the investor and Education and Protection Fund by the Company for the year ended March 31, 2022.
 - iv. a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediary"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate Beneficiaries.

c) Based on the audit Procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) and (b) above, contain any material misstatement.
 - v. The company has not proposed, declared and paid any dividend during the year; accordingly reporting under Rule 11(f) is not applicable to the company.
4. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.

For Sunil Vankawala & Associates
Chartered Accountants
Firm Registration No: 110616W

Place : Mumbai
Dated : 18.05.2022

(Sunil T. Vankawala)
Proprietor
Membership No. 033461
UDIN:- 22033461AJQS7238

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in (f) of Paragraph 2 under the heading of "Report on Other Legal and Regulatory Requirements" of our Report of even date)

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Act

We have audited the internal financial controls with reference to financial statements of **M/S NOUVEAU GLOBAL VENTURES LIMITED** ("the Company") as at March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibilities for Internal Financial Controls

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

Auditors' Responsibilities

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on, the criteria for 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 Sunil Vankawala & Associates
Chartered Accountants
Firm Registration No: 110616W

Place : Mumbai
Dated : 18.05.2022

(Sunil T. Vankawala)
Proprietor
Membership No. 033461
UDIN:- 22033461AJQS7238

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT**(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our Report of even date)**

(i)

(a) A. The Company has maintained proper records showing full particulars, including quantitative details and situations of property, plant and equipment.

(b) The property, plant and equipment are physically verified by the management according to phased program designed to cover all items over a period of 3 years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, a portion of the property, plant and equipment has been physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the records examined by us, we report that the title deeds of immovable properties as disclosed financial statements are held in the name of the Company.

(d) According to the information and explanations given to us, the Company has not revalued its property, plant and equipment and its intangible assets during the year. Accordingly, the requirement under paragraph 3(i) (d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us, no proceeding has been initiated or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, the provision stated in paragraph 3(i) (e) of the Order is not applicable to the Company.

(ii)

(a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification, coverage and procedure of such verification is reasonable and appropriate. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been dealt with in books of account.

(b) Since the Company does not have a working capital limit sanctioned by the banks in excess of Rs 5 crore based on the security of current assets. Accordingly, the provision stated in paragraph ii(b) of the Order is not applicable to the Company.

(iii)

(a) During the year the Company has not provided loans, advances in the nature of loans, provided guarantee and security to companies and other parties.

(b) During the year the investments made and the terms and conditions of the grant of all loans to companies are not prejudicial to the Company's interest.

(c) The Company has not granted loans during the year to companies where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular.

(d) There are no amounts of loans granted to companies which are overdue for more than 90 days.

(e) There were no loans which had fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdoes of existing loans given to the same parties.

(f) According to the information explanation provided to us, the Company has granted or advances in the nature of loans, repayable in demand, without specifying any term period of repayment to a party amounting to Rs 75,66,598 which is 100% of the total loans.

(iv) In our opinion and according to the information and explanations given to us, the Company has not either directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of section 185 of the Act and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of section 186 of the Act. Accordingly, provisions stated in paragraph 3(iv) of the Order are not applicable to the Company.

(v) The Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, a provision stated in clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

(vii)

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in respect of undisputed statutory dues including, Provident fund, Employees' state insurance, Income tax, Sales tax, Goods and Services Tax, Service tax, Duty of Customs, Value Added Tax, Cess and Other material statutory dues have been generally regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Excise duty.

(b) According to the information and explanation given to us, no undisputed amounts payable in respect Income Tax, Sales Tax, Goods and Service Tax, Service Tax, Duty of customs, Value Added Tax, Cess and other material statutory dues were in arrears as at 31st March, 2022 for a period of more than six months from the date they become payable.

(c) According to the information and explanations given to us, there are no dues of Income Tax, Goods and Services Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited with appropriate authorities on account of any dispute other than those mentioned below:

Name of the Statute	Nature of dues	Amount (Rs.)	Period to which it relate	Forum where dispute is pending
Income - tax Act, 1961	Against order passed u/s 143(3) r.w.s.153C	6,25,63,460/-	A.Y. 2010-11	CIT (A) – 52, Mumbai
Income - tax Act, 1961	Against order passed u/s 143(3) r.w.s.153C	4,13,14,760/-	A.Y. 2011-12	CIT (A) – 52, Mumbai
Income - tax Act, 1961	Against order passed u/s 143(3) r.w.s.153C	13,43,01,990/-	A.Y. 2012-13	CIT (A) – 52, Mumbai
Income - tax Act, 1961	Against order passed u/s 143(3) r.w.s.153C	15,570/-	A.Y. 2014-15	CIT (A) – 52, Mumbai
Income - tax Act, 1961	Against order passed u/s 143(3)	38,02,440/-	A.Y. 2015-16	CIT (A) – 52, Mumbai

(viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of account.

(ix)

(a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, the company has not raised any term loans during the year for the purposes for which these were obtained, Hence, the provisions stated in paragraph clause ix (c) of the Order is not applicable to the Company..

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilized for long term purposes. .

(e) According to the information explanation given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its associates. The Company does not have any subsidiaries or joint ventures.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associates company.

(x)

(a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions stated in paragraph 3 (x) (a) of the Order is not applicable to the Company.

(b) 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, partly or optionally convertible debentures during the year. Accordingly, the provisions stated in paragraph 3 (x) (b) of the Order is not applicable to the Company.

(xi)

(a) During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.

(b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit. Accordingly the provision stated in paragraph (xi) (b) of the Order is not applicable to the Company.

(c) As represented to us by the management, there are no whistle-blower complaints received by the Company during the course of audit. Accordingly, the provision stated in paragraph (xi) (c) of the Order is not applicable to Company.

(xii) As the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the provisions stated in paragraph 3(xii) (a) to (c) of the Order are not applicable to the Company.

(xiii) In our opinion and on the basis of management representation, all transactions with the related parties are in compliance with the provisions of section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in financial statements as required by the applicable Indian Accounting Standards.

(xiv)

(a) In our opinion and based on our examination, the Company has an internal audit system which is commensurate with the size and nature of its business.

(b) We have considered internal audit reports issued by the internal auditor of the Company till date for the period under audit.

(xv) The Company has not entered into any non-cash transactions with its directors or person connected with him. Accordingly, the provision stated in paragraph 3(xv) of the Order is not applicable to the Company.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions stated in paragraph clause 3 (xvi)(a) of the Order is not applicable to the Company.

(xvii) The Company has incurred cash losses of Rs 3,02,056/- in the current financial year and Rs 9,79,151/- in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Hence, the provisions stated in paragraph clause 3 (xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) According to the information and explanations given to us, the provisions of section 135 of the Act are not applicable to the Company. Hence, the provisions of paragraph (xx) of the Order are not applicable to the Company.

(xxi) Since the Accounts prepared are on standalone basis and it does not includes any amalgamated Accounts, the reporting under clause 3(xxi) is not applicable in respect of audit of financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For Sunil Vankawala & Associates
Chartered Accountants
Firm Registration No: 110616W

Place : Mumbai
Dated : 18.05.2022

(Sunil T. Vankawala)
Proprietor
Membership No. 033461
UDIN:- 22033461AJQS7238

BALANCE SHEET

Particulars	Note	AS AT	As at
		31st March, 2022	31st March, 2021
		Amt. (Rs.)	Amt. (Rs.)
ASSETS			
Non- current Assets			
(a) Property, Plant & Equipment and Intangible Assets	2	26,55,517	24,89,002
(b) Investments in Property	3	6,45,22,226	6,45,22,226
(c) Financial Assests			
(i) Investments	4	8,00,29,710	7,66,89,570
(ii) Loans	5	78,99,098	72,75,625
(iii) Other Financial Instruments	6	20,130	36,98,411
(d) Deferred Tax Assets (Net)		1,64,603	2,23,573
(e) Current Tax Assets (Net)	7	1,75,12,078	1,70,84,601
(f) Other Non Current Assets	8	32,46,750	32,46,750
Sub-total - Non-current Assets		17,60,50,111	17,52,29,758
Current Assets			
(a) Inventories	9	67,651	67,651
(b) Financial Assests			
(i) Trade Receivables	10	1,07,50,064	87,67,184
(ii) Cash and Cash Equivalents	11	6,27,001	6,41,809
(iii) Other Balances with Bank	12	10,06,014	14,62,128
(c) Other Current Assets	13	2,16,492	57,862
Sub-total - Current Assets		1,26,67,221	1,09,96,634
TOTAL ASSETS		18,87,17,333	18,62,26,392
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	14	18,55,30,000	18,55,30,000
(b) Other Equity	15	(11,10,28,328)	(11,32,82,525)
Sub-total - Shareholders' Funds		7,45,01,672	7,22,47,475
Non- current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	7,96,88,850	7,97,98,992
(ii) Other Financial Liabilities	17	13,70,000	NIL
Sub-total - Non Current Liabilities		8,10,58,850	7,97,98,992
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	10,39,815	11,26,396
(ii) Trade Payables	19		
	83		

- Due to Micro & Small Enterprises		25,000	46,250
- Due to Others		32,70,000	10,00,000
(iii) Other Financial Liabilities	20	2,88,17,256	2,89,90,701
(b) Employee Benefit Obligations	21	NIL	23,12,354
(c) Other Current Liabilities	22	4,740	7,04,223
Sub-total - Current Liabilities		3,31,56,811	3,41,79,924

TOTAL EQUITY AND LIABILITIES

18,87,17,333	18,62,26,392
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Contingent Liabilities and Commitments 31
(To the extent not provided for)

Basis of preparation, measurement and significant accounting policies 1

The accompanying notes are an integral part of these financial statements

As per our report of even date

For Sunil Vankawala & Associates**Chartered Accountants****Firm Regn. No: 110616W****For and on behalf of the board of directors****Nouveau Global Ventures Limited****Sunil T. Vankawala****Proprietor**

M.No. 033461

Krishan Khadaria**Managing Director**

DIN: 00219096

Manoj Bhatia**Director**

DIN: 01953191

Rajesh Agrawal**CFO**

Place : Mumbai

Date : 18th May, 2022

Khushboo Gupta**Company Secretary**

STATEMENT OF PROFIT AND LOSS

Particulars	Note	Year ended 31st March, 2022	Year ended 31st March, 2021
		Amt. (Rs.)	Amt. (Rs.)
Revenue			
Revenue from Operations	23	2,36,25,000	31,25,000
Other Income	24	51,11,331	(87,28,648)
Total Revenue		2,87,36,331	(56,03,648)
Expenses			
Purchases of Stock-In-Trade	25	1,85,00,000	NIL
Changes-in-Inventories	26	NIL	5,02,500
Employee Benefits Expenses	27	30,28,842	21,85,945
Financial Costs	28	13,93,485	16,27,154
Depreciation	2	3,02,506	9,79,151
Other Expenses	29	65,38,470	86,82,134
Total Expenses		2,97,63,303	1,39,76,885
Profit/(Loss) Before Tax		(10,26,972)	(1,95,80,533)
Tax Expense:			
- Current Tax		NIL	NIL
- Short/ Excess Provision		NIL	91,779
- Deferred Tax		58,970	2,73,732
Profit For the Year (A)		(10,85,942)	(1,99,46,044)
OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified subsequently to profit or loss			
- Net fair value gain/(loss) on investments in equity instruments & Gold through OCI		33,40,140	5,22,81,109
- Deferred tax (expense) / benefit relating to these items		NIL	NIL
OTHER COMPREHENSIVE INCOME FOR THE YEAR (B)		33,40,140	5,22,81,109
TOTAL COMPREHENSIVE INCOME FOR THE YEAR (A+B)		22,54,198	3,23,35,065
Earnings per equity share of face value of Rs. 10/-each			
Basic and Diluted (Rs.)	30	(0.03)	(1.08)
Basis of preparation, measurement and significant accounting policies	1		

The accompanying notes form an integral part of the Financial Statements.

As per our report of even date

For Sunil Vankawala & Associates
Chartered Accountants
Firm Regn. No: 110616W

For and on behalf of the board of directors
Nouveau Global Ventures Limited

Sunil T. Vankawala
Proprietor
M.No. 033461

Krishan Khadaria
Managing Director
DIN: 00219096

Manoj Bhatia
Director
DIN: 01953191

Rajesh Agrawal
CFO

Place : Mumbai
Date : 18th May, 2022

Khushboo Gupta
Company Secretary

STATEMENT OF CASH FLOW

Sr. No.	Particulars	(Amount in Rs.)	
		For the year ended	For the year ended
		31.03.2022	31.03.2021
		Audited	Audited
A.	Cash Flow from Operating Activities:		
	Net profit/(loss) before tax & extra ordinary items	(1026972)	(19580533)
	Adjustment for:		
	Depreciation and amortisation of Fixed Assets	302506	979151
	Remesurement of Investments & Others	3340140	52281109
	Rent Received	(1124000)	(1060000)
	Tax Provision	(58970)	(365511)
	Interest Received	(640973)	(589701)
	Operating profit/(loss) before working capital changes	791730	31664515
	Changes in Operating Assets and Liabilities		
	(Increase)/Decrease in Inventories	-	502500
	(Increase) / Decrease in Trade Receivables	(1982880)	981959
	(Increase) / Decrease in Loan	(623473)	2721066
	(Increase) / Decrease in Other Current Assets	(158630)	196598
	(Increase) / Decrease in Current Tax Assets	(427477)	(1430272)
	(Increase) / Decrease in Other Financial Instruments	3678281	725240
	Increase / (Decrease) in Other Financial Liabilities (Non-Current)	1370000	(17205500)
	Increase / (Decrease) in Trade Payable	2248750	(1893519)
	Increase / (Decrease) in Employee Benefits Obligation(Non-Current)	-	(1162847)
	Increase / (Decrease) in Employee Benefits Obligation(Current)	(2312354)	1162847
	Increase / (Decrease) in Other Current Liabilities	(699483)	(71242)
	Increase / (Decrease) in Deffered Tax Assets	58970	273733
	Increase / (Decrease) in Other Financial Liabilities (Current)	(173446)	13443339
	Net Cash from Operating activities	1769989	29908417
B.	Cash Flow From Investing Activities:		
	(Purchase)/ Sale of Fixed Assets	(469021)	-
	Increase / (Decrease) in investments	(3340140)	(48104305)
	Rent Received	1124000	1060000
	Interest Received	640973	589701
	Net Cash from Investing activities	(2044188)	(46454604)
C.	Cash Flow From Financing Activities:		
	(Repayment)/Proceeds of Borrowings	(110142)	15685736
	Repayment of Short-term Borrowing	(86581)	(55730)

Net Cash from Financing activities	(196723)	15630006
Net increase in Cash and Cash Equivalents	(470922)	(916181)
Cash & Cash Equivalents (Opening)	2103938	3020119
Cash & Cash Equivalents (Closing)	1633016	2103938

Note :

1. Cash & Cash Equivalents at the end of the year consist of Cash in Hand and Balances with Banks and are net of Short Term Loans and Advances from banks as follows :

Particulars	As at 31/03/2022	As at 31/03/2021
Cash in Hand	334817	170155
Balances with Banks including FD	1298198	1933783
Total	1633015	2103938

2. Previous year's figures have been regrouped, rearranged wherever necessary in order to conform to current year's presentation.

As per our report of even date

For Sunil Vankawala & Associates

Chartered Accountants

Firm Regn. No: 110616W

For and on behalf of the board of directors

Nouveau Global Ventures Limited

Sunil T. Vankawala

Proprietor

M.No. 033461

Krishan Khadaria

Managing Director

DIN: 00219096

Manoj Bhatia

Director

DIN: 01953191

Place : Mumbai

Date : 18th May, 2022

Khushboo Gupta

Company Secretary

Rajesh Agrawal

CFO

NOTES ATTACHED TO AND FORMING PART OF THE FINANCIAL STATEMENTS AS ON AND FOR THE YEAR ENDED ON MARCH 31, 2022

Note 1 : Basis of accounting and preparation of Financial Statements

a) Company Overview

Nouveau Global Ventures Limited ("the Company") is engaged primarily in the business of trading in film & serial rights, Swimming pool related items, dealing in Shares & Securities and Management Consultancy and related other activities. The Company is a Public Limited Company incorporated and domiciled in India having its registered office at 401/A, Pearl Arcade, Opp. P. K. Jewellers, Dawood Baugh Lane, Off. J. P. Road, Andheri (West), Mumbai - 400 058. The Company is listed on BSE Limited (BSE).

b) Basis of Accounting

The Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) to comply with the Section 133 of the Companies Act, 2013 ("the 2013 Act"), and the relevant provisions, rules and amendments, as applicable. The Financial Statements have been prepared on accrual basis under the historical cost convention except certain assets measured at fair value.

c) Functional and Presentation Currency

These financial statements are presented in Indian rupees, which is the functional currency of the Company. All financial information presented in Indian rupees has been rounded to the nearest rupees as per the requirement of Schedule III, unless otherwise stated.

d) Use of Estimates and Judgements

The preparation of financial statements in conformity with Ind AS requires management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported revenue and expenses during the year. The Management believes that the estimates used in preparation of the Financial Statements are prudent and reasonable. Significant estimates used by the management in the preparation of these financial statements include project revenue, project cost, saleable area, economic useful lives of fixed assets, accrual of allowance for bad and doubtful receivables, loans and advances and current and deferred taxes. Differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

e) Property, Plant and Equipment & Depreciation

i. Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. The cost of an item of property, plant and equipment comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Property, plant and equipment are derecognised from financial statement, either on disposal or when no economic benefits are expected from its use or disposal. The gain or loss arising from disposal of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of Property, plant and equipment recognised in the statement of profit and loss account in the year of occurrence.

ii. Subsequent expenditure

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting year in which they are incurred.

iii. Depreciation

Depreciation is being provided on "Straight Line Method" method on the basis of systematic allocation of the depreciable amount of the assets over its useful life as stated in Schedule II of the Companies Act, 2013.

Depreciation on assets sold, discarded or scrapped, is provided up to the date on which the said asset is sold, discarded or scrapped.

In respect of an asset for which impairment loss is recognized, depreciation is provided on the revised carrying amount of the assets.

f) Intangible Assets –Recognition and measurement

Items of Intangible Assets are measured at cost less accumulated amortisation and impairment losses, if any. The cost of intangible assets comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates; and
- any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

i. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

ii. Amortisation

Intangible assets are amortised over their estimated useful life on Straight Line Method.

g) Impairment of Assets

Intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other

assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

h) Investments

Long term investments are stated at cost. However, provision for diminution is made to recognise any decline, other than temporary, in the value of long term investments.

Current investments are stated at the fair value.

i) Measurement at fair values

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or
- In the absence of a principal market, in the most advantageous market for the asset or liability

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

j) Financial Instrument

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets include Trade receivable, loan to body corporate, loan to employees, security deposits, Investments and other eligible current and non-current assets.

Financial liabilities include Loans, trade payable and eligible current and non-current liabilities.

Offsetting financial instruments - Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

k) Inventories

- i. The cost of inventories comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Inventories are valued at cost or net realizable value, whichever is lower on the basis of first in first out method or specific identification, as the case may be.
- ii. Finished stock are valued at lower of cost or net realizable value on the basis of actual identified units.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

l) Revenue Recognition

In respect of Sales

Sales are recognised when goods are supplied and significant risk and reward of the ownership in the goods are transferred to the buyer as per the terms of contract and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of the goods. Sales are inclusive of duty and net of returns, trade discounts, rebates and GST.

In respect of interest income

Interest income is accounted on an accrual basis at interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

In respect of Dividend income

Dividend income including share of profit in LLP is recognized when the right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

m) Taxation

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

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to

situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised, or the deferred income tax liability is settled.

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

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

n) Employee Benefits

i. Short term employee benefits

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

ii. Post-employment benefits

Long-term employee benefits The Company's net obligation in respect of long term employee benefit is the amount of future benefit that employees have earned in return of their service in the current and prior periods. The benefit is discounted to determine its present value. Re-measurement are recognized in Statement of Profit & Loss in the period in which they arise.

o) Cash and Cash equivalent

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

p) Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for

deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

q) Provisions and Contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed in the Notes. Contingent liabilities are disclosed for

- i. possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- ii. present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognised in the Financial Statements.

r) Segment Reporting

Operating segment are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The Managing Director of the Company is responsible for allocating resources and assessing performance of the operating segments and accordingly is identified as the CODM. Refer note 39 for segment information presented.

s) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the

approval of the financial statements for issue, not to demand payment as a consequence of the breach.

t) Trade and Other Payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 15 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

u) Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment / doubtful debts.

v) Government Grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received, and the Company will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

w) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

x) Business Combinations

Business combinations involving entities or businesses under common control shall be accounted for using the pooling of interest's method.

The consideration for the business combination may consist of securities, cash or other assets. Securities shall be recorded at nominal value. In determining the value of the consideration, assets other than cash shall be considered at their fair values.

The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee. Alternatively, it is transferred to General Reserve, if any.

The identity of the reserves shall be preserved and shall appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor.

Note 2 : Property, Plant and Equipment

Particulars	Office at Jaipur	Furniture and fixtures	Office Equipment	Air Conditioners	Computer	Scanner	Motar Car	Total
Year ended March 31, 2021								
Opening gross carrying amount	15,00,000	13,11,218	5,34,547	7,47,864	22,60,513	31,500	1,21,86,250	1,85,71,892
Additions	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-
Closing gross carrying amount	15,00,000	13,11,218	5,34,547	7,47,864	22,60,513	31,500	1,21,86,250	1,85,71,892
Accumulated depreciation and impairment								
Opening accumulated depreciation	2,18,703	11,34,838	4,00,045	4,85,254	21,94,663	26,236	1,06,44,000	1,51,03,739
Depreciation charge during the year	23,713	29,616	21,046	35,744	19,190	5,001	8,44,841	9,79,151
Closing accumulated depreciation and impairment	2,42,416	11,64,454	4,21,091	5,20,998	22,13,853	31,237	1,14,88,841	1,60,82,890
Net carrying amount	12,57,584	1,46,763	1,13,457	2,26,866	46,660	263	6,97,410	24,89,002
Year ended March 31, 2022								
Opening gross carrying amount	15,00,000	13,11,218	5,34,547	7,47,864	22,60,513	31,500	1,21,86,250	1,85,71,892
Additions	-	94,530	3,74,752	-	-	-	-	4,69,282
Disposals	-	-	-	-	-	-	-	-
Closing gross carrying amount	15,00,000	14,05,748	9,09,299	7,47,864	22,60,513	31,500	1,21,86,250	1,90,41,174
Accumulated depreciation and impairment								
Opening accumulated depreciation	2,42,416	11,64,454	4,21,091	5,20,998	22,13,853	31,237	1,14,88,841	1,60,82,890
Disposals						263		263
Depreciation charge during the year	23,713	40,881	52,604	35,744	-	-	1,49,564	3,02,506
Closing accumulated depreciation and impairment	2,66,129	12,05,335	4,73,695	5,56,742	22,13,853	31,500	1,16,38,405	1,63,85,659
Net carrying amount	12,33,871	2,00,412	4,35,605	1,91,122	46,660	0	5,47,846	26,55,517

	As At 31.03.2022 Amt (Rs.)		As At 31.03.2021 Amt (Rs.)	
Note 3 : <u>Non Current Investment</u>				
<u>Investment in Immovable Property</u>				
- Office No. 607 at Aston Bldg., Andheri (West), Mumbai	1,96,29,029		1,96,29,029	
- Office No. 606 at Aston Bldg., Andheri (West), Mumbai	1,97,56,539		1,97,56,539	
- Office No. 501 at Ruby Palace, Andheri (West), Mumbai	84,38,040		84,38,040	
- Flat No. 701 at Adhivasi, Andheri (West), Mumbai	83,49,309		83,49,309	
- Flat No. 702 at Adhivasi, Andheri (West), Mumbai	83,49,309		83,49,309	
	6,45,22,226		6,45,22,226	
Note 4 : <u>Non Current Investment</u>	As At 31.03.2022 No. of Shares	As At 31.03.2022 Amt (Rs.)	As At 31.03.2021 No. of Shares	As At 31.03.2021 Amt (Rs.)
Investment in Equity Instruments				
<u>Unquoted Equity Shares</u>				
Eq. Sh. of Rs. 100/- (10/-) each of Basic Real Estate Pvt. Ltd.	21,000	92,84,310	21,000	82,69,170
<u>Quoted Equity Shares</u>				
Eq. Share of Re. 1/- each of Visagar Polytex Ltd.	25,00,000	41,50,000	25,00,000	18,25,000
Eq. Shares of Re. 1/- each of Santowin Corporation Ltd	10,00,000	5,30,000	10,00,000	5,30,000
Eq. Shares of Rs. 10/- each of Partani Appliance Ltd.	3,06,000	6,60,65,400	3,06,000	6,60,65,400
Total Non-current Investments		8,00,29,710		7,66,89,570
Aggregate book value of Quoted investments		1,77,60,000		1,77,60,000
Aggregate book value of unquoted investments		21,00,000		21,00,000
Aggregate market value of Quoted investments		7,07,45,400		6,84,20,400

		As At 31.03.2022 Amt (Rs.)	As At 31.03.2021 Amt (Rs.)
Note 5 :	<u>Non-current Loans</u>		
	(a) Loans & Advances to Others	75,66,598	69,25,625
	(b) Loans & Advances to Employees	3,32,500	3,50,000
	(C) Loans Receivables - Credit impaired	3,76,35,252	3,76,35,252
	Less : Allowance for doubtful debts	3,76,35,252	3,76,35,252
		NIL	NIL
	(a) + (b) + (c)	78,99,098	72,75,625
Note 6 :	<u>Other Non-Current Financial Assets</u>		
	- Security Deposits	20,130	36,98,411
		20,130	36,98,411
Note 7 :	<u>Other Current Asset (Net)</u>		
	Income Tax Paid (Adjusted Against Demand - A.Y. 2010-11)	53,93,551	53,93,551
	Income Tax Paid (Adjusted Against Demand - A.Y. 2012-13)	36,27,140	36,07,313
	Income Tax Refund Due / Receivable	74,84,518	74,84,518
	TDS (A.Y. 2021-22)	3,32,587	3,32,587
	TDS (A.Y. 2022-23)	4,07,650	NIL
	- MAT credit entitlement	2,66,632	2,66,632
		1,75,12,078	1,70,84,601
Note 8 :	<u>Other Non-Current Asset</u>		
	(Unsecured, considered good unless otherwise stated)		
	- Advance Against Property	32,46,750	32,46,750
		32,46,750	32,46,750
Note 9 :	<u>Inventories</u>		
	<u>Stock-in-trade</u>		
	- Shares & Securities	67,650	67,650
	- Film and Television Rights	1	1
		67,651	67,651
Note 10 :	<u>Trade Receivables</u>		
	(a) Trade Receivable considered good - Secured	NIL	NIL
	(b) Trade Receivable considered good - Unsecured		
	- Outstanding for a period exceeding six months from the date they are due for payment	52,90,064	53,14,062
	- Other debts	54,60,000	34,53,125
		1,07,50,064	87,67,187

	As At 31.03.2022 Amt. (Rs.)	As At 31.03.2021 Amt. (Rs.)
(c) Trade Receivables- Credit Impaired		
Outstanding for a period exceeding six months		
from the date they are due for payment	29,55,000	29,55,000
Less : Provision for Doubtful debts	29,55,000	29,55,000
	NIL	NIL
(a) + (b) + (c)	1,07,50,064	87,67,187

10.1 Trade Receivables Analysis**Trade Receivables ageing schedule as at 31st March, 2022**

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables -considered good	54,60,000	-	-	-	52,90,064	1,07,50,064
(i) Undisputed trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-

Trade Receivables ageing schedule as at 31st March,2021

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables -considered good	-	34,53,125	-	24,000	52,90,062	87,67,187
(i) Undisputed trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-

Note 11 : Cash and Cash EquivalentsCash Balance

- Cash on Hand	3,34,817	1,70,155
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Balance with Bank

- In Current Account	2,92,184	4,71,654
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6,27,001	6,41,809
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	As At 31.03.2022 Amt. (Rs.)	As At 31.03.2021 Amt. (Rs.)
Note 12 : Other Balances with Bank		
- Term Deposit Accounts	10,06,014	14,62,128
	10,06,014	14,62,128
Note 13 : Other Current Assets		
Other Receivables		
- Advance recoverable in cash and kind	71,941	57,862
GST Receivable	1,44,551	NIL
	2,16,492	57,862
Note 14 : Equity Share Capital		
Authorised :		
200000000 (20000000) Equity Shares of Re. 1/- each (Previous Year Rs. 10/- each)	20,00,00,000	20,00,00,000
Issued Subscribed and Paid-up :		
185530000 (18553000) Equity Shares of Re. 1/- each fully paid-Up (Previous Year Rs. 10/- each)	18,55,30,000	18,55,30,000
	18,55,30,000	18,55,30,000

- a. The reconciliation of the number of outstanding shares as at 31st March 2022 and 31st March 2021 is set out below:

Particulars	As at 31.03.2022		As at 31.03.2021	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	1,85,53,000	18,55,30,000	1,85,53,000	18,55,30,000
**Equity shares arising on shares split from Rs.10/- to Re. 1/- per share	1,66,97,7000	NIL	NIL	NIL
Shares outstanding at the end of the year	18,55,30,000	18,55,30,000	1,85,53,000	18,55,30,000

- ** Pursuant to the approval of the shareholders accorded on 21st February, 2022 at EGM conducted by the Company, each equity share of face value of Rs.10/- per share was sub-divided into equity share of face value of Re.1/- per share, with effect from 21st February, 2022.

- b. The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity share is entitled to same rights based on the number of shares held.

c. Shareholding More than 5%

Particular	As at 31.03.2022		As at 31.03.2021	
	No. of Shares (F.V. Re.1/-)	% of total shares	No. of Shares (F.V. Rs. 10/-)	% of total shares
Krishan Khadaria	1,27,85,190	6.89	12,78,519	6.89
Kasturi Overseas Private Limited	1,37,26,000	7.40	13,72,600	7.40
Navyug Telefilms Private Limited	1,33,81,000	7.21	13,38,100	7.21
Nirnidhi Consultant Private Limited	1,04,31,290	5.62	10,43,129	5.62

d. The details of the share held by promoters as at March 31. 2022 are as follows :

Promoter Name	No. of Shares	% of total shares	% change during the year
Krishan Khadaria	1,27,85,190	6.89	-
Asha Khadaria	72,85,800	3.93	-
Sushila Devi Khadaria	50,000	0.03	-
Mohit Khadaria	70,000	0.04	-
Mohini Krishan Khadaria	25,000	0.01	-
Promoters Group			
Forever Flourishing Finance & Investment Private Limited	4,123	0.00	(0.41)
Golden Meadows Export Private Limited	90,00,000	4.85	-
Kasturi Overseas Private Limited	1,37,26,000	7.40	-
Mumbadevi Finance Investment Company Private Limited	38,00,000	2.05	-
Navyug Telefilms Private Limited	1,33,81,000	7.21	-
Attribute Shares And Securities Private Limited	65,08,770	3.51	(0.03)
Kashish Multi Trade Private Limited	5,66,920	0.31	-

		As At 31.03.2022 Amt. (Rs.)	As At 31.03.2021 Amt. (Rs.)
Note 15 :	<u>Other equity</u>		
	Refer Statement of Changes in Equity for detailed movement in Equity balance.		
A.	<u>Summary of Other Equity balances.</u>		
	a. Securities Premium	1,46,06,710	1,46,06,710
	b. Retained Earnings	(18,76,28,131)	(18,65,42,189)
	c. Items of Other Comprehensive Income		
	- Fair value of Equity instruments through OCI	6,19,93,093	5,86,52,953
		(11,10,28,328)	(11,32,82,525)
B.	<u>Nature and purpose of reserves</u>		
(a)	Securities Premium: The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve. In case of equity-settled share based payment transactions the difference between fair value on grant date and nominal value of share is accounted as securities premium reserve.		
(b)	Retained Earnings: Retained earnings are the profits that the company has earned till date less any transfers to general reserve dividends or other distributions paid to shareholders.		
(c)	Equity Instruments through Other Comprehensive Income: This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income under an irrevocable option net of amounts reclassified to retained earnings when such assets are disposed off.		
Note 16 :	<u>Borrowings</u>		
	<u>Secured</u>		
	Term Loan From Financial Institutions*	85,46,655	1,34,66,319
	Less: Amount disclosed under the head Current Borrowings (Ref. Note - 18 below)	10,39,815	11,26,396
	(a)	75,06,840	1,23,39,923
	<u>Unsecured</u>		
	- From Related Party	7,21,82,010	6,74,59,069
	(b)	7,21,82,010	6,74,59,069
	(a) + (b)	7,96,88,850	7,97,98,992

* **Term Loan From Dewan Housing Finance Limited**

a) Term Loan From Dewan Housing Finance Ltd. is secured by Hypothecation of Office No. 607 / 608 at Aston Bldg. Andheri (West), Mumbai - 400 053.

b) **Terms of Repayment:**

Outstanding balance as to balance sheet date is repayable within a period of 120 months.

* **Term Loan From Aavas Financiers Limited.**

a) Term Loan From Aavas Finance Ltd is secured by Hypothecation of Office No. 501 Ruby Palace Andheri (West) Mumbai - 400 058.

- b) Outstanding balance as to balance sheet date is repayable within a period of 90 Months.

* **Term Loan From Krishkan Investment Pvt. Ltd.**

- a) Term Loan from Krishkan Investmernts Pvt. Ltd. Is secured by Hypothecation of Flat Nos. 701 & 702 at Adiwasi Dhodia CHSL Four Banglow Andheri (West) Mumbai - 400 053.
- b) Outstanding balance as to balance sheet date is repayable within a period of 80 Months.

	As At 31.03.2022 Amt. (Rs.)	As At 31.03.2021 Amt. (Rs.)
Note 17 : <u>Other Financial Liabilities</u>		
(Unsecured)		
- Security Deposits	13,70,000	NIL
	13,70,000	NIL
Note 18 : <u>Borrowings</u>		
(Secured Loan)		
- Term Loan From Financial Institutions*	10,39,815	11,26,396
(Please ref. Note -16 above)		
	10,39,815	11,26,396
Note 19 : <u>Trade Payables</u>		
Due to Micro & Small Enterprises	25,000	46,250
Due to Others (including Acceptances)	32,70,000	10,00,000
	32,95,000	10,46,250

- 19.1** Steps have been taken to identify the suppliers who qualify under the definition of micro and small enterprises, as defined under the Micro, Small and Medium Enterprises Development Act 2006. Since no intimation has been received from the suppliers regarding their status under the said Act as at 31st March 2021, disclosures relating to amounts unpaid as at the year end, if any, have not been furnished. In the opinion of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act, is not expected to be material.

19.2 Trade Payables ageing schedule: As at 31st March,2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	25,000				25,000
(ii) Others	32,70,000				32,70,000
(iii) Disputed dues- MSME					
(iv) Disputed dues - Others					

Trade Payables ageing schedule: As at 31st March 2021

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	46,250				46,250
(ii) Others				10,00,000	10,00,000
(iii) Disputed dues- MSME					
(iv) Disputed dues - Others					

	As At 31.03.2022 Amt. (Rs.)	As At 31.03.2021 Amt. (Rs.)
Note 20 : <u>Other Financial Liabilities</u>		
Other Payables	2,88,17,256	2,89,90,701
	2,88,17,256	2,89,90,701
Note 21 : <u>Employee Benefits Obligations</u>		
Gratuity Obligations	NIL	23,12,354
	NIL	23,12,354
Note 22 : <u>Other Current Liabilities</u>		
Statutory		
Dues	4,740	5,81,898
Other	NIL	1,22,325
Payables		
	4,740	7,04,223
	Year ended 31.03.2022 Amt. (Rs.)	Year ended 31.03.2021 Amt. (Rs.)
Note 23 : <u>Revenue from Operations</u>		
Sales of Products & Services	2,36,25,000	31,25,000
	2,36,25,000	31,25,000
23.1 <u>PARTICULARS OF SALE OF PRODUCTS AND SERVICES :</u>		
Management & Consultancy Fees	31,25,000	31,25,000
Sale of Film Rights	205,00,000	NIL
	2,36,25,000	31,25,000

	Year Ended 31.03.2022 Amt. (Rs.)	Year Ended 31.03.2021 Amt. (Rs.)
Note 24 : Other Income		
Rent Income	11,24,000	10,60,000
Interest Earned	6,40,973	5,89,701
Interest FDR	30,004	56,151
Interest on I.Tax Refund	NIL	1,90,464
Sundry Balance Written back	10,04,000	36,88,094
Share of Profit/(Loss)		
- From Partnership Firm M/s. Global Enterprises	NIL	(558)
Long Term Capital Loss on sale of Shares	NIL	(143,72,500)
Short Term Capital Gain on sale of Shares	NIL	60,000
Provision for Gratuity no longer required W/back	23,12,354	NIL
	51,11,331	(87,28,648)
Note 25 : Purchase of Inventories		
- Film Rights	1,85,00,000	NIL
	1,85,00,000	NIL
Note 26 : Changes-in-Inventories		
Opening Stock in Trade	67,651	5,70,151
Closing Stock in Trade	67,651	67,651
	NIL	5,02,500
Note 27 : Employee Benefits Expenses		
Salary & Bonus	19,97,991	15,93,873
HRA	3,08,000	NIL
Director's Salary	6,00,000	4,65,000
Contribution to P.F.	NIL	90,858
Staff Welfare	1,22,851	36,214
	30,28,842	21,85,945
Note 28 : Financial Costs		
Interest Expenses	12,74,523	14,10,317
Interest on Delay in Payment of TDS	NIL	17,680
Loan Prepayment Charges	1,18,962	NIL
Interest on Annual Listing Fees to BSE	NIL	9,000
Interest on VAT Assessment	NIL	1,90,157
	13,93,485	16,27,154

	Year Ended 31.03.2022 Amt. (Rs.)	Year Ended 31.03.2021 Amt. (Rs.)
Note 29 : Other Expenses		
Communication Costs	16,442	27,212
Printing & Stationery	59,903	33,352
Electricity Charges	87,059	83,331.81
Repairs & Maintenance - Others	1,36,960	43,669
Vehicle Maintenance & Insurance Expenses	4,55,110	2,55,437
Professional Fees	15,59,100	59,950
Business Promotion Expenses	2,80,028	1,62,807
Travelling & Conveyance Expenses	3,49,287	75,303
Remuneration to Auditors	25,000	50,000
Miscellaneous Expenses	3,95,603	15,37,442
Annual Custody & Listing Fees	3,90,000	3,90,000
Compliance & Legal Expenses	1,39,581	17,000
Bad debts & Sundry Balance W/off	5,18,609	24,86,939
Rent	1,80,000	1,80,000
Property Tax	3,00,748	2,42,293
Bank Charges	36	554
Conveyance Expenses	57,880	2,07,898
Membership & Subscriptions	33,500	33,500
Office & General Expenses	NIL	1,09,438
Vat & other Expenses	1,03,599	1,29,301
Society Maintenance Charges	3,34,762	3,95,940
Provisions for Doubtfull Debts	NIL	21,60,767
Penalty to BSE	3,00,000	NIL
Penalty to SEBI	5,00,000	NIL
Brokerage	3,15,000	NIL
Fixed Asset Scrap Off	263	NIL
	65,38,470	86,82,134

Note 30 : Earnings Per Share (EPS)	31.03.2022	31.03.2021
a) Weighted Average Number of Equity Shares outstanding during the year	363,94,378	185,53,000
b) Net Profit /(Loss)after tax available for Equity Shareholders (Rs.)	(10,85,942)	(199,46,044)
c) Basic and Diluted Earnings Per Share (Rs.)	(0.03)	(1.08)
The Company does not have any outstanding dilutive potential equity shares.		

Note 31 : Contingent Liabilities and Commitments

Name of the Statute	Nature of dues	Amount (Rs.)	Period to which it relate	Forum where dispute is pending
Income - tax Act, 1961	Against order passed u/s 143(3) r.w.s.153C	62563640	A.Y. 2010-11	CIT (A) – 52, Mumbai
Income - tax Act, 1961	Against order passed u/s 143(3) r.w.s.153C	41314760	A.Y. 2011-12	CIT (A) – 52, Mumbai
Income - tax Act, 1961	Against order passed u/s 143(3) r.w.s.153C	134301990	A.Y. 2012-13	CIT (A) – 52, Mumbai
Income - tax Act, 1961	Against order passed u/s 143(3) r.w.s.153C	NIL	A.Y. 2013-14	CIT (A) – 52, Mumbai
Income - tax Act, 1961	Against order passed u/s 143(3) r.w.s.153C	15570	A.Y. 2014-15	CIT (A) – 52, Mumbai
Income - tax Act, 1961	Against order passed u/s 143(3)	3802440	A.Y. 2015-16	CIT (A) – 52, Mumbai

Note :

- 1 The Company had reviewed all its pending litigations and proceeding and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in the financial statements. The Company does not expect the outcomes of these proceedings to have a materially adverse effect on its financial results.
- 2 It is not practicable for the Company to estimate the things of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgments/decisions pending with various forums/authorities.

Note 32 : Previous year figures

Previous Year's figures have been regrouped/reclassified, wherever necessary, to correspond with the current year's classification / disclosures.

Note 33 : Financial Ratio

Ratio	Numerator	Denominator	F.Y. 2021-2022	F.Y. 2020-2021	Varaince	Reason for change more than 25%
Current Ratio	Current Assets	Current Liabilities	0.38	0.32	18.75%	N.A.
Debt-equity Ratio	Short term Debt+Long-term Debt+Other Fixed Payment	Share Holder Equity	1.08	1.12	-3.26%	N.A.
Debt Service Coverage Ratio	Annual Net Operating Income	Annual Debt Payment	0.07	(5.51)	-101.23%	Increase in debt covering ration as increase in operating income
Return on Equity Ratio	Net Profit After Tax	Average Equity Shareholder's funds	(0.01)	(0.36)	-95.84%	Return on equity ration has been decreased due to increase in PAT
Inventory Turnover Ratio	Cost of Goods sold or Sales	Average Inventory	273.46	1.58	17254.71%	Inventory turnover ration is changed due to change in inventory in last year
Trade Receivables Turnover Ratio	New Credit Sales	Average Account Receivable	0.56	0.37	50.01%	Trade receivables ration has been increase as increase in average trade receivable
Trade payables turnover Ratio	Net Credit Purchase	Average Trade Payable	1.51	-	0.00%	NA

Net capital turnover Ratio	Revenue from operations	Working Capital	0.32	0.04	633.13%	Net Capital turnover ratio has been increase due to increase in revenue from operation
Net Profit Ratio	Net Profit After Tax	Total Income	(0.04)	3.56	-101.06%	Net profit ratio has been increase due to increase in PAT
Return on capital employed	Profit before interest and taxes	Capital Employed (Average Equity Funds + Average total debt for the period)	(0.02)	0.00	-653.29%	Return on capital employed Ratio has been decreased increase in PBIT
Return on investment	Income earned on investments	Average investments for the period	0.01	(0.11)	-106.95%	Return on Investment ratio has increase as increase in return of investment in compare to last year

Note 34 : Following are the additional disclosures required as per Schedule III to the Companies Act, 2013 vide Notification dated March 24, 2021;

a. Details of Benami Property held:

The Company does not have any benami property held in its name. No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

b. Willful Defaulter:

The Company has not been declared as willful defaulter by any Bank or Financial Institution or other Lender or government or any government authority.

c. Relationship with Struck off Companies

:

During the year, the Company does not have any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

d. Compliance with number of layers of companies:

The Company does not have any subsidiary/ies and, therefore, compliance with number of layers of companies as specified in section 2(87) of the Companies Act, 2013 is not applicable to it.

e. Utilisation of Borrowed funds and share premium:

During the financial year ended 31st March 2022, other than the transactions undertaken in the normal course of business and in accordance with extant regulatory guidelines as applicable.

(i) No funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) No funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

f. Undisclosed Income:

The Company does not have any transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961). Also, there are nil previously unrecorded income and related assets.

g. Details of Crypto Currency or Virtual Currency:

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

h. **Capital work in progress (CWIP) and Intangible asset:**

The Company does not have any CWIP and Intangible asset under development.

- i. The Company hold Property, Plant and Equipment during the year as well as in previous year. The Company has not revalued its intangible assets during the current or previous year.

Note 35 : Related Party Transactioni. **List of Related Parties with whom transaction have taken place & Relationship:**

<u>Name of the Related Parties</u>	<u>Relationship</u>
a. <u>Key Management Personnel</u>	
Mr. Krishan Khadaria	Managing Director
Mr. Mohit Khadaria	Director
Mr. Rajesh Agarwal	Chief Financial officer
Ms. Khushboo Gupta	Company Secretary
Mr. Narendra Gupta	Independent Director
Mr. Manoj Bhatia	Independent Director
Mrs. Asha Khadaria	Non-Executive, Non independent Director
Mrs. Niraali Thingalaya	Independent Director
b. <u>Enterprise over which Key Management Personnel are able to exercise significant influence</u>	
Mystic Electronics Limited	
Mukta Agriculture Limited	
Anutham Property Developers Private Limited	
Attribute Shares & Securities Private Limited	
Forever Flourishing Finance and Investment Private Limited	
Golden Meadows Export Private Limited	
Kashish Multitrade Private limited	
Kasturi Overseas Private Limited	
Laxmiramuna Investments Private Limited	
Navyug Telefilm Private Limited	
Slogan Infotech Private Limited	
Pearl Arcade Consultant Private Limited	
Mitesh Poly Pack Private Limited	
Rajat Commercial Enterprises Private Limited	
Ad-Hash Technolabs Private Limited	
Mentonect Private Limited	
Pearl Arcade Trading Private Limited	
Mumbadevi Finance & Investment Co. Private Limited	
M T Organics LLP	
3M Enterprises	

Laxmi Investments
 Syndicate Enterprises LLP
 Dexlabs Innovations LLP
 Mystic Investment

ii. Transaction with Related Parties during the year :-

	31.03.2022	31.03.2021
a. <u>Key Management Personnel</u>	Amt. (Rs.)	Amt. (Rs.)
Loan Taken	3,56,790	1,96,533
Loan Repayment	8,90,656	10,153
Loan received back	17,500	-
Salary	20,97,400	14,38,564
Rent	1,80,000	1,80,000
Reimbursement of Expenses	3,30,549	1,03,469
b. <u>Enterprise over which Key Management Personnel are able to exercise significant influence</u>		
Loan Taken	158,15,000	202,64,188
Loan Repayment	105,58,193	60,82,584
Loan Given	2,00,000	-
Loan received back	2,00,000	-
Reimbursement of Expenses	14,29,700	1,29,367

iii. Balance outstanding at the year end is as under :

	31.03.2022	31.03.2021
a. <u>Key Management Personnel</u>	Amt. (Rs.)	Amt. (Rs.)
Long-term Borrowings	2,03,553	7,37,419
Loan	3,32,500	3,50,000
Expenses Payable	2,33,668	1,66,560
b. <u>Enterprise over which Key Management Personnel are able to exercise significant influence</u>		
Long-term Borrowings	719,78,457	667,21,650
Other Payable	282,10,000	282,10,000

Note 36 : Segment Reporting

There are mainly four reporting segment of the Company mainly :

Reportable segments

- i. Multimedia
- ii. Financial & Consultancy
- iii. Dealing in Shares & Securities
- iv. Trading Division

Particulars	(Rs. In Lacs)	
	As at 31.03.2022	As at 31.03.2021
1. Segment Revenue		
a. Multimedia	205.00	-
b. Financial & Consultancy	31.25	31.25
c. Dealing in Securities	-	-
d. Trading Division	-	-
Total Segment Revenue	236.25	31.25
2. Segment Results		
a. Multimedia	20.00	-
b. Financial & Consultancy	16.25	31.25
c. Dealing in Securities	-	-
d. Trading Division	-	-
Total Segment Result	36.25	31.25
Add : Other Income	-	-
Less : Finance Cost	13.93	16.27
Total Profit/ (Loss) before Exceptional Items	22.32	14.99
Less : Net Un-allocable Expenditure	83.70	123.5
Add : Un-allocable Income	51.11	(87.29)
Total Profit & Loss for the year	(10.27)	(195.80)

The accompanying notes are an integral part of these financial statements

As per our report of even date

For Sunil Vankawala & Associates

Chartered Accountants

Firm Regn. No: 110616W

For and on behalf of the board of directors

Nouveau Global Ventures Limited

Sunil T. Vankawala

Proprietor

M.No. 033461

Krishan Khadaria

Managing Director

DIN: 00219096

Manoj Bhatia

Director

DIN: 01953191

Rajesh Agrawal

CFO

Place : Mumbai

Date : 18th May, 2022

Khushboo Gupta

Company Secretary

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2022**A. EQUITY SHARE CAPITAL**

	As at 31.03.2022	As at 31.03.2021
Balance at the beginning of the reporting year		
Equity shares of Rs.10/- each issued, subscribed and paid	18,55,30,000	18,55,30,000
Changes in Equity Share Capital during the year	NIL	NIL
Balance at the end of the reporting year	18,55,30,000	18,55,30,000

B. OTHER EQUITY

	Reserves and Surplus		Items of Other Comprehensive Income (OCI)	
	Securities Premium	Retained Earnings	Equity instruments through OCI	Total
Balance As at 1st April, 2020	1,46,06,710	(16,65,96,144)	63,71,844	(14,56,17,590)
Profit /(Loss) for the year	-	(1,99,46,044)		(1,99,46,044)
Other comprehensive income for the year		-	5,22,81,109	5,22,81,109
Total comprehensive income for the year	-	(1,99,46,044)	5,22,81,109	3,23,35,065
Balance As at 31st March, 2021	1,46,06,710	(18,65,42,189)	5,86,52,953	(11,32,82,525)
Balance As at 1st April, 2021	1,46,06,710	(18,65,42,189)	5,86,52,953	(11,32,82,525)
Profit /(Loss) for the year	-	(10,85,942)		(10,85,942)
Other comprehensive income for the year		-	33,40,140	33,40,140
Total comprehensive income for the year	-	(10,85,942)	33,40,140	22,54,198
Balance As at 31.03.2022	1,46,06,710	(18,76,28,131)	6,19,93,093	(11,10,28,328)

Note - Fair Value Measurements**a. Financial Instruments by Category**

Particulars	As at March 31, 2022		As at March 31, 2021	
	FVOCI	Amortised Cost	FVOCI	Amortised Cost
<i>Financial Assets</i>				
Investments				
- Equity / Pref Instruments	8,00,29,710	-	7,66,89,570	-
- Partnership Firms & LLP	-	-		
Trade Receivables	-	1,07,50,064		87,67,184
Cash and Cash Equivalents	-	6,27,001		6,41,809
Other Bank Balances	-	10,06,014		14,62,128
Loans	-	78,99,098		72,75,625
Total Financial Asset	8,00,29,710	2,02,82,176	7,66,89,570	1,81,46,746
<i>Financial Liabilities</i>				
Borrowings	-	8,07,28,665		8,09,25,388
Other Financial Liabilities	-	3,01,87,256		2,89,90,701
Trade Payables	-	32,95,000		10,46,250
Total Financial Liabilities	-	11,42,10,920		11,09,62,340

b. Fair Value Hierarchy

Financial Assets and Liabilities Measured at Fair Value - March 31 2022	Notes	Level 1	Level 2	Level 3	Total
<i>Financial Assets</i>					
Investments					
- Equity / Pref Instruments	4	7,07,45,400	-	92,84,310	8,00,29,710
- Gold	4	-	-	-	-
Total Financial Asset		7,07,45,400	-	92,84,310	8,00,29,710

Financial Assets and Liabilities Measured at Amortised Cost - March 31 2022	Notes	Level 1	Level 2	Level 3	Total
<i>Financial Assets</i>					
Investments					
- Equity / Pref Instruments	4	-	-	-	-
- Partnership Firm	4	-	-	-	-
Trade Receivables	10	-	-	1,07,50,064	1,07,50,064
Cash and Cash Equivalents	11	-	-	6,27,001	6,27,001
Other Bank Balances	12	-	-	10,06,014	10,06,014
Loans	5 & 10	-	-	78,99,098	78,99,098
Total Financial Asset		-	-	2,02,82,176	2,02,82,176

<i>Financial Liabilities</i>					
Borrowings	17 & 20	-	-	8,07,28,665	8,07,28,665
Other Financial Liabilities	18 & 22	-	-	3,01,87,256	3,01,87,256
Trade Payables	21	-	-	32,95,000	32,95,000
Total Financial Liabilities		-	-	11,42,10,920	11,42,10,920

Financial Assets and Liabilities Measured at Fair Value - March 31 2021	Notes	Level 1	Level 2	Level 3	Total
<i>Financial Assets</i>					
Investments					-
- Equity / Pref Instruments	4	6,84,20,400	-	82,69,170	7,66,89,570
- Gold	4	-	-	-	-
Total Financial Asset		6,84,20,400	-	82,69,170	7,66,89,570

Financial Assets and Liabilities Measured at Amortised Cost - March 31 2021	Notes	Level 1	Level 2	Level 3	Total
<i>Financial Assets</i>					
Investments					
- Equity / Pref Instruments	4		-	-	-
- Partnership Firms & LLP	4	-	-	-	-
Trade Receivables	10	-	-	87,67,184	87,67,184
Cash and Cash Equivalents	11	-	-	6,41,809	6,41,809
Other Bank Balances	12	-	-	14,62,128	14,62,128
Loans	5 & 10	-	-	72,75,625	72,75,625
Total financial asset				1,81,46,746	1,81,46,746
<i>Financial Liabilities</i>					
Borrowings	17 & 20	-	-	8,09,25,388	8,09,25,388
Other Financial Liabilities	18 & 22	-	-	2,89,90,701	2,89,90,701
Trade Payables	21	-	-	10,46,250	10,46,250
Total Financial Liabilities				11,09,62,340	11,09,62,340

