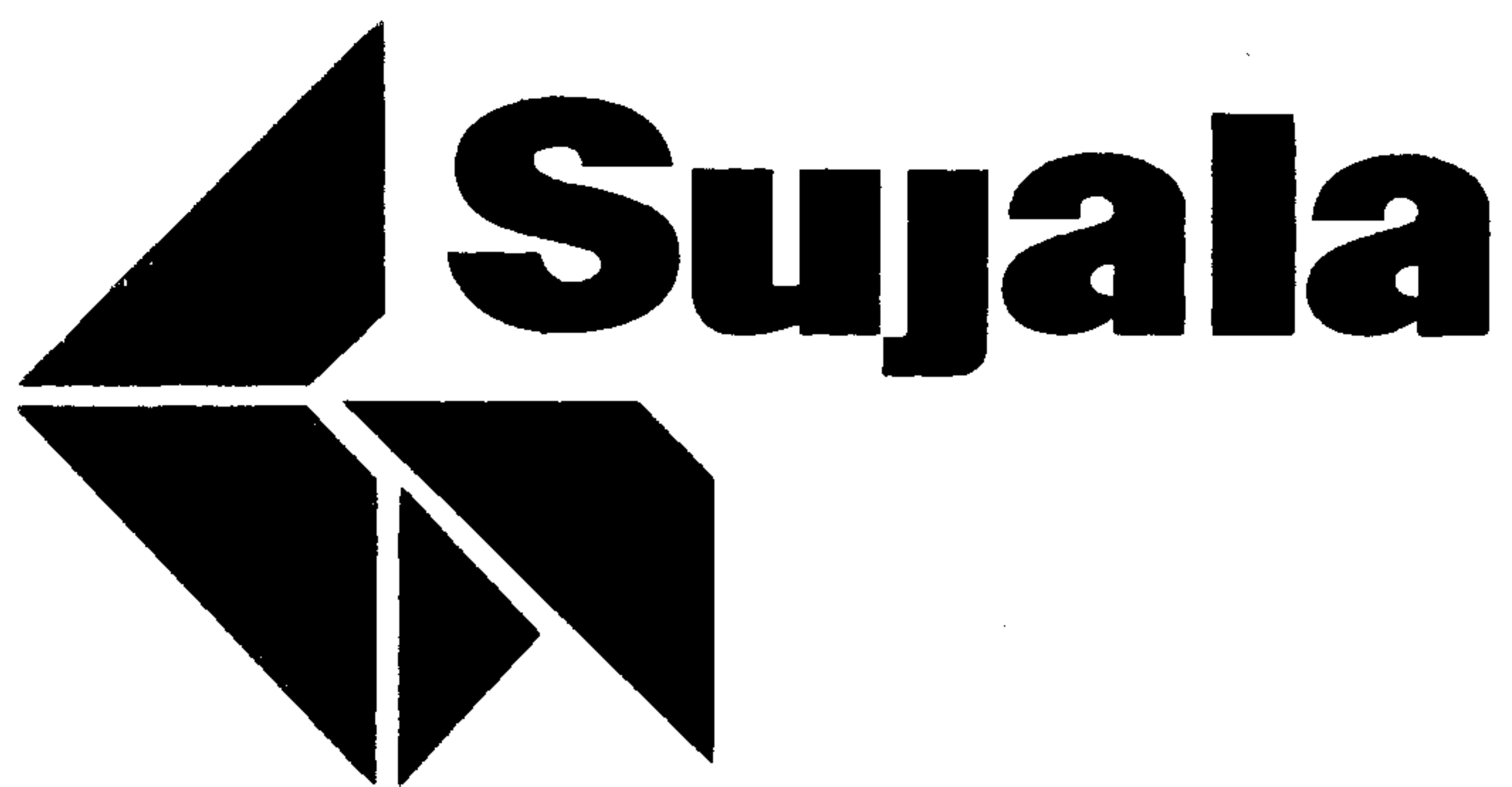


ANNUAL REPORT
2015 - 2016



Sujala Trading & Holdings Ltd.

CIN-L51109WB1981PLC034381



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OVERVIEW

The Company was incorporated as Sujala Trading & Holdings Ltd on 18th December, 1981 under the Companies Act, 1956 in the State of West Bengal. Sujala Trading & Holdings Ltd obtained Certificate of Commencement of Business pursuant to Section 149(3) of the Companies Act, 1956 from the Registrar of Companies, West Bengal.

The Company was originally incorporated with an object to carry on the business of investment in Shares & Securities etc. and registered with RBI as Non-Banking Financial Company ('NBFC') and also offers most sorts of banking services, such as loans and credit facilities, private funding, trading in stocks and shares, and other obligations. The company is financial intermediaries engaged primarily in the business of delivering credit and trading in stocks and shares. It plays an important role in channelizing the scarce financial resources to capital formation. We supplement the role of banking sector in meeting the increasing financial needs of the corporate sector, delivering credit to the unorganized sector and to small local borrowers. We provide a wide range of services such as, loans and investments and a wide variety of services provided by us. Company is a financial institution carrying on as its main business of the acquisition of securities and providing finance whether by making loans or advances.

CHAIRMAN'S MESSAGE

Dear Shareholders,

It is my pleasure to Chair Sujala Trading & Holdings Ltd. in its 35th year and be a part of the association's historic journey. What began as a small company in the year 1981 is now a phenomenal Organisation that has been nurtured by its Founders, Promoters and Directors.

The year 2015-16, therefore, was dedicated to celebrating 35th years of Sujala Trading & Holdings Ltd. We did this by rolling out events across India where we thanked all our stakeholders and partners who have contributed to the success of Sujala. We thank our clients and member for believing on us and providing us withvaluable suggestions that will be incorporated into our planning for 2016-17.

As we close, we assure you that we remain firmly committed to delivering enhanced value to all our stakeholders. All of us at Sujala are very excited about the road ahead. We feel confident that we will achieve outstanding results through focus and efficient execution. Our passionate and committed team of Sujala join us in thanking you and we look forward to an exciting year ahead with new milestones and greater achievements.

Best Regards,

**Mr.Subhadeep Mukherjee
CHAIRMAN**



CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. Subhadeep Mukherjee Chairman (Managing Director)

Ms. Anjana Gupta Director

Mr. Gourav Goel Director

Mr. Dhiraj Ram Director

AUDITORS:

M/s Maroti & Associates, Chartered Accountants

9/12, Lal Bazar Street, Mercantile Building

3rd Floor, E-Block, Room No- 02

Kolkata-700001

SECRETARIAL AUDITOR

Nisha Jhunjunwala Practicing Company Secretary

KEY MANAGERIAL PERSON

Punam Singh Company Secretary

Ashok Kumar Agrawal Chief Financial Officer

REGISTRAR & TRANSFER AGENTS:

ABS Consultant Pvt Ltd,

4, B.B.D. Bag (East),

99, Stephen House, 6th Floor

Kolkata-70001

REGISTERED OFFICE:

1A, Grant Lane, 2nd Floor, Room No-202,

Kolkata-700 012 (West Bengal)

LISTED ON: Bombay Stock Exchange, Calcutta Stock Exchange

TEL: +91 033 22364330, WEBSITE: www.sujalagroup.com



SUJALA TRADING & HOLDINGS LTD.

Regd. Off. : 1A, GRANT LANE, 2ND FLOOR. ROOM NO-202, KOLKATA-700 012 (West Bengal)

Phone: (91-033) 2236-4330, E-mail: sujala_trading@yahoo.com/enquiry @sujalagroup.com,

CIN-L51109WB1981PLC034381 Website-www.sujalagroup.com

NOTICE

NOTICE is hereby given that the 35th Annual General Meeting of the Members of M/S SUJALA TRADING & HOLDINGS LTD will be held on Friday, the 30th day of September, 2016 at 1A, Grant Lane, 2nd Floor, Kolkata-700 012 at 11.30 A.M to conduct the following business:

ORDINARY BUSINESS:

Item No-1-Adoption of Financial Statement

To receive, considered and adopt the Financial Statement of the Company for the Year ended 31st March 2016, including audited Balance Sheet as at 31st March 2016, the Profit & Loss Account for the year ended 31st March 2016 and the Cash flow Statement for the Year ended 31st March, 2016 and the Reports of the Board of Directors and Auditors' thereon.

Item No-2-Re-appointment of Director

To appoint Mr Gaurav Goel (DIN- 06850998) as Director, who retires by rotation and being eligible, offers himself for re-appointment.

Item No-3-Appointment of Statutory Auditors

To re-appoint Auditors M/s Maroti & Associates, Chartered Accountants (Firm Registration No. 322770E) as the statutory auditor of the Company to hold office from the conclusion of this 35th AGM until the conclusion of the 36th AGM of the Company and to fix their remuneration.

By order of the Board

For Sujala Trading & Holdings Ltd

**Punam Singh
Company Secretary**

Place: Kolkata

Date: 30th day of May, 2016

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote, instead of him/her. A proxy need not be a member of the Company. In order to be effective, the instrument appointing proxy must reach the Registered Officer of the Company not less than forty-eight hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the Paid up Capital of the Company carrying voting rights. A member holding more than ten percent of the Paid up Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

Members are requested to notify to the Registrar of the Company, M/s. ABS CONSULTANT PVT LTD, Stephen House, 6th Floor, Room No. 99, 4, B.B.D. Bag (East), Kolkata – 700 001, any change in their address.

2. The Register of Members and Equity Share Transfer Registers will remain closed from **24th September, 2016 to 30th September, 2016 (both days inclusive).**

3. **Voting through electronic means**

I. 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 clause 35B of the Listing Agreement, Members are provided with the facilities to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system provided by Central Depository Services (India) Ltd. (CDSL).

The notice of the 35th Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form is being dispatched to all the Members. The e-Voting particulars are provided at the bottom of the Attendance Slip for the 35th Annual General Meeting (AGM):

The e-voting period begins on 27.09.2016 from 9.00 A.M. and ends on 29.09.2016 till 5.00 P.M. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off/entitlement date of 23.09.2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Members also have the option to vote through Ballot Form. However, the duly completed Ballot Form should reach the Scrutinizer at 9/12, Lal Bazar Street, 3rd Floor, Room No.2, Kolkata – 700001, not later than 29.09.2016 (5.00 P.M.) (i.e. closing date of E-Voting)

Ballot form received after this date will be treated as invalid. If member casts votes by both modes, then voting done through E-voting shall prevail and Ballot Form shall be treated as invalid.

Instructions for E-Voting are as under:

- a. Log on to the e-voting website: www.evotingindia.com during the voting period.
- b. Click on “Shareholders” tab
- c. Now, select Electronic Voting Sequence No. as mentioned in the Attendance Slip alongwith “SUJALA TRADING & HOLDINGS LTD” from the drop down menu and click on “SUBMIT”.
- d. Now Enter your User ID (as mentioned in the Attendance Slip) :
 - i. For CDSL: 16 digits beneficiary ID,
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- e. Next enter the Image Verification as displayed and Click on Login.
- f. If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- g. However, if you are a first time user, please use the e-Voting particular provided in the Attendance Slip and fill up the same in the appropriate boxes:
- h. After entering these details appropriately, click on “SUBMIT” tab.
- i. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field.
- j. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- k. For Members holding shares in physical form, the details in Attendance Slip can be used only for e-voting on the resolutions contained in this Notice.
- l. Click on the relevant EVSN “SUJALA TRADING & HOLDINGS LTD” for which you choose to vote.
- m. On the voting page, you will see “Resolution Description” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- n. Click on the “Resolutions File Link” if you wish to view the entire Resolutions.
- o. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- p. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- q. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- r. If Demat account holder has forgotten the **changed password** then enter the User ID and image verification code click on Forgot Password & enter the details as prompted by the system.
- s. For Non – Individual Shareholders and Custodians:
 - I. Non Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance user should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

II. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

III. Once the vote on a resolution is cast by the shareholder by electronic means, the shareholder shall not be allowed to change it subsequently or cast his vote by any other means.

IV. If a person became the member of the company after the dispatch of notice, then such member may contact the company for Login ID and other e-voting related details.

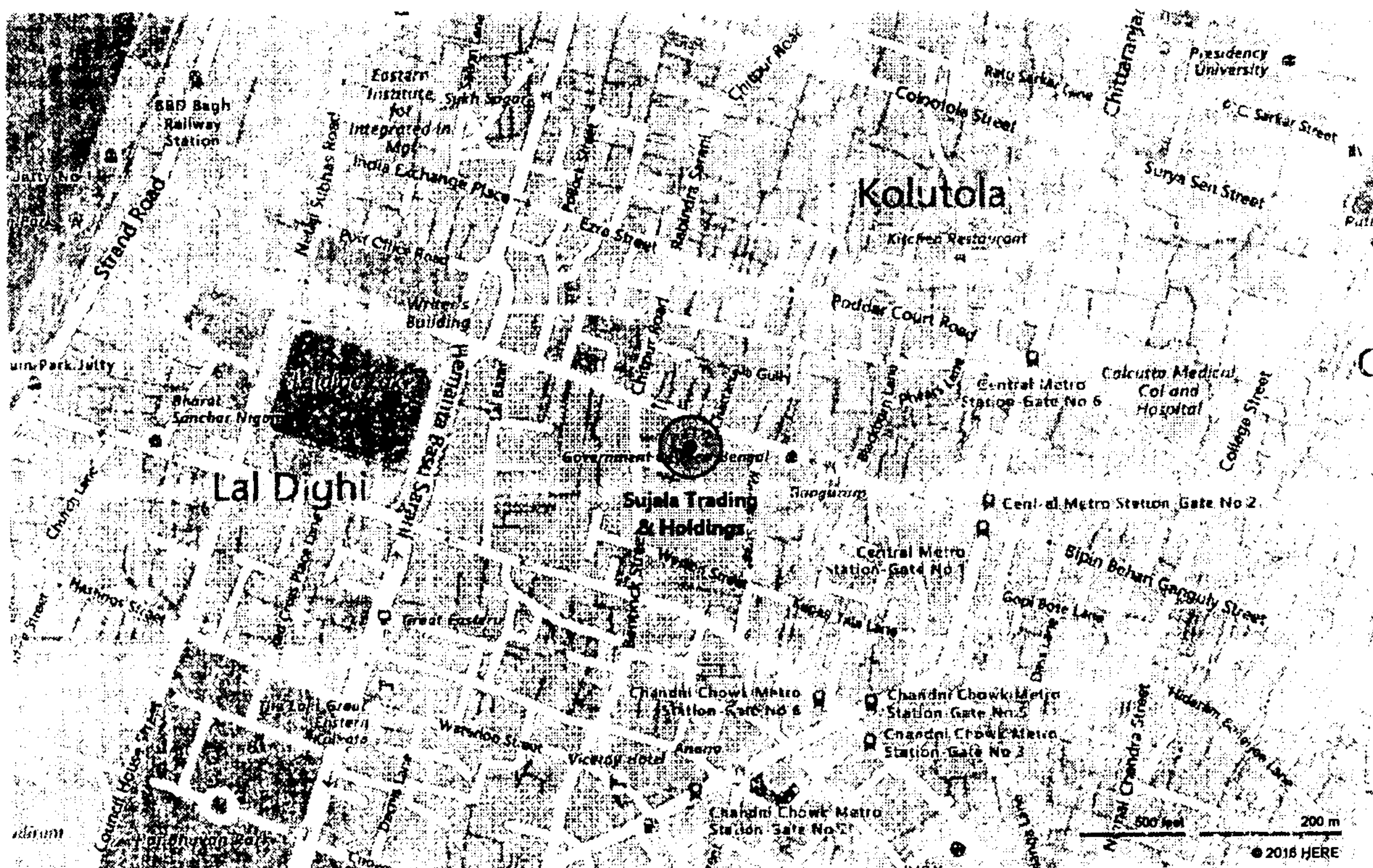
V. The voting rights of shareholders shall be in proportion of their shares of the paid up equity share capital of the Company as on the cut-off/entitlement date of 23.09.2016.

VI. Mr. Rahul Jain, Practicing Chartered Accountant, (Membership No.304099) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

VII. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of AGM unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.

The Results shall be declared after the 35th Annual General Meeting (AGM) of the Company. This Notice as well as the Results declared along with the Scrutinizer’s Report shall be communicated to CDSL, Bombay Stock Exchange Limited and The Calcutta Stock Exchange Association Limited on or after 30th September 2016.

Route Map for the venue of 35th Annual General Meeting of the Company





ANNEXURE TO THIS NOTICE

Details of Directors Seeking Re-Appointment at the Forthcoming Annual General Meeting in pursuance of SEBI (LODR) Regulations, 2015

Mr. GauravGoel

Mr. GauravGoel is a non-executive Independent Director of the Company. He is a qualified Commerce Graduate and pursuing CA final, having experience in the field of Accounts, Finance and Management. He does not hold by himself or for any person on a beneficial basis, any shares in the Company. The Directorship and Membership of Board Committees of Mr.GauravGoel as on date is as under:

SL.No	Name of the Company	Nature of office
1.	Sujala Trading & Holdings Ltd	Director
	Nomination & Remuneration Committee	Chairman
	Audit Committee	Chairman
	Stakeholders Relationship Committee	Member
	Share Transfer Committee	Chairman

Mr.GauravGoel, Director is not related to any other director of the Company as per Section 2(77) of the Companies Act, 2013.

**By order of the Board
For Sujala Trading & Holdings Ltd**

**Punam Singh
Company Secretary**

**Place: Kolkata
Date: 30th day of May, 2016**



SUJALA TRADING & HOLDINGS LTD.

Regd. Off. : 1A, GRANT LANE, 2ND FLOOR. ROOM NO-202, KOLKATA-700 012 (West Bengal)

Phone: (91-033) 2236-4330, E-mail: sujala_trading@yahoo.com /enquiry@sujalagroup.com,

CIN-L51109WB1981PLC034381 Website-www.sujalagroup.com

DIRECTORS' REPORT TO THE MEMBERS

Your Directors have pleasure in presenting their 35th Annual Report together with the Audited Accounts of the Company for the Year ended March 31, 2016.

1. FINANCIAL RESULTS:(Rs.)

Particulars	Standalone Results		Consolidated Results	
	March 31, 2016	March 31, 2015	March 31, 2016	March 31, 2015
Total Income	3,51,21,624	2,24,03,033	3,51,21,624	2,24,03,433
Total Expenses	3,32,34,759	1,92,66,288	3,32,90,776	1,93,79,240
Profit before Depreciation, Finance Cost & Taxation	18,86,865	31,36,745	18,30,848	30,24,143
Less: Depreciation	16,400	-	16,400	-
Less : Finance Cost	3,99,062	19,46,370	3,99,062	19,46,370
Profit before Tax	14,71,403	11,90,375	14,15,386	10,77,823
Less: Current Tax	4,45,853	3,69,200	4,28,543	3,69,200
Less: Deferred Tax	(8,719)	(8,718)	(8,719)	(8,718)
Profit / Loss for the year	10,16,741	8,29,893	9,78,124	7,17,342
Add: Balance brought forward from previous year	(12,19,360)	(18,47,717)	(17,02,001)	(25,70,475)
Less: Transfer to Special Reserve	2,85,000	1,65,979	2,85,000	1,65,979
Income Tax for earlier year	-	-	-	-
Contingent provision for Standard Assets	-	-	-	-
Transitional Provision for Depreciation	-	35,557	-	35,557
Balance carried to Balance sheet	(4,87,619)	(12,19,360)	(10,08,877)	(20,54,669)

The company proposes to transfer an amount of Rs.2,85,000 /- to the Special Reserves. An amount of Rs. 7,31,741/-Lakhs is proposed to be retained in the statement of Profit & Loss.

OPERATIONAL REVIEW:

Gross revenues increased to Rs. 3,51,21,624/- from Rs. 2,24,03,033/- in the previous year. Profit before depreciation and taxation was Rs. 14,87,803/- against Rs. 11,90,375/- in the previous year. After providing for depreciation and taxation respectively, the net profit of the Company for the year under review was placed at Rs. 10,16,741/- as against Rs.8,29,893/- in the previous year.

DIVIDEND:

No dividend is being recommended by the Directors for the current financial year in view of cash requirement for establishing the company in its formative years and growth plan.

SHARE CAPITAL:

The paid up equity capital as on March 31, 2016 was Rs.572.175 Lakhs. The company has not issued shares with differential voting rights nor granted stock options nor sweat equity during the year.

FINANCE:

Cash and cash equivalents as at March 31, 2016 was Rs. 26,82,735/-. The company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters were kept under strict check through continuous monitoring.

STATUTORY INFORMATION:

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are not applicable to the company.

The company has not carried out any R&D activities.

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

DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

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

CORPORATE SOCIAL RESPONSIBILITY

Due to the non-applicable of the conditions for appointment of the Corporate Social Responsibility Committee, such committee has not been formed by the company. The company is under no obligation to spend any amount on the matter.

RELATED PARTY TRANSACTIONS:

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Attention of members is drawn to the disclosure of transactions with related parties set out in Note No. 25 of Consolidated Financial Statements, forming part of the Annual Report.

BUSINESS RISK MANAGEMENT:

Pursuant to section 134 (3) (n) of the Companies Act, 2013 & Regulation 21 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the company has not constituted a business risk management committee. At present the company has not identified any element of risk which may threaten the existence of the company.

FIXED DEPOSITS:

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

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

DIRECTORS & KEY MANAGERIAL PERSONS

In accordance with the Companies Act, 2013, Mr. Gourav Goel (Din-06850998) retires by rotation and being eligible offers himself for reappointment. Mr. Dhiraj Ram and Ms. Anjana Gupta were the Non-executive Directors as per provisions of Companies Act, 2013, as well as under the provisions of Listing Agreement, and Mr. Subhadeep Mukherjee, is the Managing Director of the company.

Mr. Ashok Kumar Agrawal, Chief Financial Officer and Ms. Punam Singh, Company Secretary of the Company are the KMPs of the Company as per the provision of the Act.

DECLARATION BY INDEPENDENT DIRECTORS

The Board has received the declaration from all the Independent Directors as per the Section 149(7) of the Companies Act, 2013 and the Board is satisfied that all the Independent Directors meet the criterion of independence as mentioned in Section 149(6) of the Companies Act, 2013.

EXTRACT OF ANNUAL RETURN:

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

MEETINGS

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year Ten Board Meetings and Four Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

AUDITORS:

Pursuant to the provisions of Sec 139 of the Companies Act, 2013 and the rules made thereunder, the current Auditors M/S MAROTI & ASSOCIATES, Chartered Accountants, were appointed by the members at the 34th AGM as the statutory auditor of the Company to hold the office until the conclusion of 36th AGM subject to ratification by the members at each AGM.

AUDITOR'S REPORT:

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

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has appointed Nishajhunjunwala, a Practicing Company Secretary for conducting Secretarial audit of the Company for the financial year 2015-2016.

Secretarial Audit Report for the year 2015-16 as issued by her in the prescribed form MR-3 is annexed herewith as "Annexure B". The said Secretarial Audit Report does not contain any qualification, reservation or adverse.

WHISTLE BLOWER POLICY/ VIGIL MECHANISM

The Company has framed a Whistle Blower Policy/Vigil Mechanism providing a mechanism under which an employee/director of the Company may report violation of personnel policies of the Company, unethical behaviour, suspected or actual fraud, violation of code of conduct. The Vigil Mechanism ensures standards of professionalism, honesty, integrity and ethical behaviour.

CORPORATE GOVERNANCE

Pursuant to Schedule V of the SEBI Regulation the following Reports/Certificates form part of the Annual Report:

- the Report on Corporate Governance;
- the Management Discussion & Analysis Report;
- the Certificate duly signed by the Managing Director and Chief Financial Officer on the Financial Statements of the Company for the year ended March 31, 2016 as submitted to the Board of Directors at their meeting held on 30th day of May, 2016.

The Auditors' Certificate on Corporate Governance is annexed to this report.

SUBSIDIARY COMPANIES:

The Company has 14 subsidiaries as on 31st March, 2016. The Consolidated Financial Statements of the company and its subsidiaries duly audited by the statutory auditors are presented in the Annual Report. The Consolidated Financial Statement have been prepared in strict compliance with applicable Accounting Standards and where applicable, Listing Agreement as prescribed by the Securities Exchange Board of India.

Pursuant to the provisions of the Companies Act, 2013, the statement containing the salient feature of the financial statement of a company's subsidiary or subsidiaries, associate company or companies and joint venture or ventures is given as "Annexure C".

PARTICULARS OF EMPLOYEES: (Rule 5(2) & Rule 5(1))

None of the employees have drawn remuneration in excess of the limits prescribed by the Companies Act, 2013 and the Rules made there under which needs to be disclosed in the Directors Report.

ACKNOWLEDGEMENTS:

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff and workers at all levels for their continuous cooperation and assistance. Your Directors also acknowledges gratefully to the shareholders for their support and confidence reposed on your Company.

For and on behalf of the Board of Directors

Place: Kolkata
Date: 30th day of May, 2016

Mr Subhadeep Mukherjee
CHAIRMAN



Annexure A

EXTRACT OF ANNUAL RETURN FORM NO MGT-9

As on the financial year ended on, 31st March, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i) CIN: L51109WB1981PLC034381

ii) Registration Date: 18/12/1981

iii) Name of the Company: SUJALA TRADING AND HOLDINGS LTD

iv) Category / Sub-Category of the Company: Company Limited by Shares

v) Address of the Registered office and contact details:

1A, GRANT LANE, 2ND FLOOR,

ROOM NO. 202, KOLKATA – 700 012

vi) Whether listed company: YES

vii) Name, Address and Contact details of Registrar and Transfer Agent:

ABS COSULTANT PVT. LTD.

99, STEOHEN HOUSE, 6TH FLOOR,

4, B.B.D. BAGH (E),

KOLKATA – 700 001

PHONE: 033-243 0153/ 2201043

Email :absconsultant@vsnl.net



II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Financial Activities	64920	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Foremost Dealcomm Ltd	U51909WB2012PLC184825	Subsidiary	100%	2(87)(ii)
2	JagmataVintrade Ltd	U51909WB2012PLC184827	Subsidiary	100%	2(87)(ii)
3	Kotiratan Commercial Ltd	U51909WB2012PLC184847	Subsidiary	100%	2(87)(ii)
4	Kotiratan Marketing Ltd	U51909WB2012PLC184850	Subsidiary	100%	2(87)(ii)
5	Mangaldham Agents Ltd	U51909WB2012PLC184891	Subsidiary	100%	2(87)(ii)
6	Mangalsudha Barter Ltd	U51909WB2012PLC184918	Subsidiary	100%	2(87)(ii)
7	Mangalsudha Commercial Ltd	U51909WB2012PLC184919	Subsidiary	100%	2(87)(ii)
8	Nirmalkunj Agency Ltd	U51909WB2012PLC184985	Subsidiary	100%	2(87)(ii)
9	NirmalkunjTradecom Ltd	U51909WB2012PLC184928	Subsidiary	100%	2(87)(ii)
10	Nityadhara Barter Ltd	U51909WB2012PLC184986	Subsidiary	100%	2(87)(ii)
11	Sarvlok Commercial Ltd	U51909WB2012PLC184854	Subsidiary	100%	2(87)(ii)
12	SarvlokDealcom Ltd	U51909WB2012PLC184856	Subsidiary	100%	2(87)(ii)
13	SpeedfastVincom Ltd	U51909WB2012PLC184895	Subsidiary	100%	2(87)(ii)
14	VishawdhamTradelink Ltd	U51909WB2012PLC184901	Subsidiary	100%	2(87)(ii)

IV. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

i) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				%Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
INDIAN									
INDIVIDUALS/ HINDU UNDIVIDED FAMILY	-	-	-	-	-	-	-	-	-
CENTRAL GOVERNMENT/ STATE GOVERNMENT	-	-	-	-	-	-	-	-	-
BODIES CORPORATE	8,91,000	-	8,91,000	15.57	891000	-	8,91,000	15.57	
FINANCIAL INSTITUTIONS/ BANKS	-	-	-	-	-	-	-	-	-
ANY OTHER (SPECIFY)	-	-	-	-	-	-	-	-	-
SUB-TOTAL (A)(1)	8,91,000	-	8,91,000	15.57	8,91,000	-	8,91,000	15.57	
FOREIGN									
NRIs - Individuals	-	-	-	-	-	-	-	-	-
Other – Individuals	-	-	-	-	-	-	-	-	-

BODIES CORPORATE	-	-	-	-	-	-	-	-	-
INSTITUTIONS	-	-	-	-	-	-	-	-	-
ANY OTHER (SPECIFY)	-	-	-	-	-	-	-	-	-
SUB-TOTAL (A)(2)	-	-	-	-	-	-	-	-	-
TOTAL SHAREHOLDING OF PROMOTER AND PROMOTER GROUP (A)= (A)(1)+(A)(2)	8,91,000	-	8,91,000	15.57	8,91,000	-	8,91,000	15.57	-
B.PUBLIC SHAREHOLDING									
INSTITUTIONS									
MUTUAL FUNDS	-	-	-	-	-	-	-	-	-
FINANCIAL INSTITUTIONS/ BANKS	-	-	-	-	-	-	-	-	-
CENTRAL GOVERNMENT/ STATE GOVERNMENT	-	-	-	-	-	-	-	-	-
VENTURE CAPITAL FUNDS	-	-	-	-	-	-	-	-	-

INSURANCE COMPANIES	-	-	-	-	-	-	-	-	-
FOREIGN INSTITUTIONAL INVESTORS	-	-	-	-	-	-	-	-	-
FOREIGN VENTURE CAPITAL INVESTORS	-	-	-	-	-	-	-	-	-
ANY OTHER (SPECIFY	-	-	-	-	-	-	-	-	-
SUB-TOTAL (B)(1)									
NON-INSTITUTIONS									
BODIES CORPORATE	35,11,550	-	35,11,550	61.37	42,19,627	-	42,19,627	73.75	-
I. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UP TO RS. 1 LAKH.	6,247	36,650	42,897	0.75	6,658	33,150	39,808	0.70	-
II. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 1 LAKH.	12,01,803	74,500	12,76,303	22.31	4,96,815	74,500	5,71,315	9.98	-
ANY OTHER (SPECIFY	-	-	-	-	-	-	-	-	-
NRI's	-	-	-	-	-	-	-	-	-
SUB-TOTAL (B)(2)	47,19,600	1,11,150	48,30,750	84.43	47,23,100	1,07,650	48,30,750	84.43	-

TOTAL PUBLIC SHAREHOLDING (B)= (B)(1)+(B)(2)	47,19,600	1,11,150	48,30,750	84.43	47,23,100	1,07,650	48,30,750	84.43	-
TOTAL (A)+(B)	56,10,600	1,11,150	57,21,750	100	56,14,100	1,07,650	57,21,750	100	-
C. SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A)+(B)+(C)	56,10,600	1,11,150	57,21,750	100	56,14,100	1,07,650	57,21,750	100	-
TOTAL PUBLIC SHAREHOLDING (B)= (B)(1)+(B)(2)	47,19,600	1,11,150	48,30,750	84.43	47,23,100	1,07,650	48,30,750	84.43	-
TOTAL (A)+(B)	56,10,600	1,11,150	57,21,750	100	56,14,100	1,07,650	57,21,750	100	-
C. SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A)+(B)+(C)	56,10,600	1,11,150	57,21,750	100	56,14,100	1,07,650	57,21,750	100	-

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (01.04.2015)		Cumulative Shareholding during the year(31.03.2016)	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1.	<i>PICADALLY TRADE AND HOLDINGS PVT LTD</i>	<i>434470</i>	<i>7.59</i>	<i>434470</i>	<i>7.59</i>
2.	<i>SHAH TELECOM LTD</i>	<i>426885</i>	<i>7.46</i>	<i>426885</i>	<i>7.46</i>
3.	<i>MADSAN AGENCIES PVT LTD</i>	<i>384994</i>	<i>6.73</i>	<i>384994</i>	<i>6.73</i>
4.	<i>MIDNIGHT AGENCIES PVT LTD</i>	<i>350474</i>	<i>6.13</i>	<i>350474</i>	<i>6.13</i>
5.	<i>SHREE SUDHARSHAN CASTINGS PVT LTD</i>	<i>301993</i>	<i>5.28</i>	<i>301993</i>	<i>5.28</i>
6.	<i>SANDEEP KUMAR SHAH</i>	<i>300000</i>	<i>5.24</i>	-	-
7.	<i>GLASSEYE TRADERS PVT LTD</i>	<i>292492</i>	<i>5.11</i>	<i>292492</i>	<i>5.11</i>
8.	<i>JALNAYAN AGENCY PVT LTD</i>	<i>254393</i>	<i>4.45</i>	<i>254393</i>	<i>4.45</i>
9.	<i>BASUKINATH VANIJYA PVT LTD</i>	<i>249993</i>	<i>4.37</i>	-	-
10.	<i>GIRIRAJ TRADECOM PVT LTD</i>	<i>232491</i>	<i>4.06</i>	-	-
11.	<i>KALIMATA INVESTMENT CONSULTANCY PVT LTD</i>	-	-	<i>249999</i>	<i>4.37</i>
12.	<i>MANIMAYA SALES PVT LTD</i>	-	-	<i>249977</i>	<i>4.37</i>
13.	<i>BAHUBALI NIKETAN PVT LTD</i>	<i>232489</i>	<i>4.06</i>	<i>232489</i>	<i>4.06</i>

Note: The change in the shareholding in the above shareholders was due to transfer of shares by the shareholders on various dates. The Company has not allotted any shares, issued bonus/sweat equity during the year.

(ii) SHAREHOLDING OF PROMOTERS

Sl.No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of Company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of Company	%of Shares Pledged / encumbered to total shares	
1.	SQUARE TRADES AND HOLDINGS PVT. LTD.	891000	15.57	-	891000	15.57	-	-

(iii) CHANGE IN PROMOTERS' SHAREHOLDING

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1	At the beginning of the year	891000	15.57	-	-
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment /transfer / bonus/ sweat equity etc):	<i>No change</i>		<i>No change</i>	
3	At the End of the year	891000	15.57	-	-

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (01.04.2015)		Cumulative Shareholding during the year(31.03.2016)	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1.	<i>PICADALLY TRADE AND HOLDINGS PVT LTD</i>	<i>434470</i>	<i>7.59</i>	<i>434470</i>	<i>7.59</i>
2.	<i>SHAH TELECOM LTD</i>	<i>426885</i>	<i>7.46</i>	<i>426885</i>	<i>7.46</i>
3.	<i>MADSAN AGENCIES PVT LTD</i>	<i>384994</i>	<i>6.73</i>	<i>384994</i>	<i>6.73</i>
4.	<i>MIDNIGHT AGENCIES PVT LTD</i>	<i>350474</i>	<i>6.13</i>	<i>350474</i>	<i>6.13</i>
5.	<i>SHREE SUDHARSHAN CASTINGS PVT LTD</i>	<i>301993</i>	<i>5.28</i>	<i>301993</i>	<i>5.28</i>
6.	<i>SANDEEP KUMAR SHAH</i>	<i>300000</i>	<i>5.24</i>	-	-
7.	<i>GLASSEYE TRADERS PVT LTD</i>	<i>292492</i>	<i>5.11</i>	<i>292492</i>	<i>5.11</i>
8.	<i>JALNAYAN AGENCY PVT LTD</i>	<i>254393</i>	<i>4.45</i>	<i>254393</i>	<i>4.45</i>
9.	<i>BASUKINATH VANIJYA PVT LTD</i>	<i>249993</i>	<i>4.37</i>	-	-
10.	<i>GIRIRAJ TRADECOM PVT LTD</i>	<i>232491</i>	<i>4.06</i>	-	-
11.	<i>KALIMATA INVESTMENT CONSULTANCY PVT LTD</i>	-	-	<i>249999</i>	<i>4.37</i>
12.	<i>MANIMAYA SALES PVT LTD</i>	-	-	<i>249977</i>	<i>4.37</i>
13.	<i>BAHUBALI NIKETAN PVT LTD</i>	<i>232489</i>	<i>4.06</i>	<i>232489</i>	<i>4.06</i>

Note: The change in the shareholding in the above shareholders was due to transfer of shares by the shareholders on various dates. The Company has not allotted any shares, issued bonus/sweat equity during the year.

B. REMUNERATION TO OTHER DIRECTORS: (Amount in Rs.) - NIL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (Rs. In Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		ASHOK KUMAR AGRAWAL	ROHIT GOEL	PUNAM SINGH	
		CFO	CS	CS	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.84	0.34	0.68	1.86
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-		-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-		-
2	Stock Option	-	-		-
3	Sweat Equity	-	-		-
4	Commission - as % of profit - others, specify	-	-		-
5	Others, please specify	-	-		-
	Total (C)	0.84	0.34	0.68	1.86

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

During the year 2015-16, there were no penalties/punishment/compounding of offences under the Companies Act, 2013.

ANNEXURE B TO BOARDS REPORT

SECRETARIAL AUDIT REPORT

For The Financial Year Ended On 31st March, 2016

**(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,

SUJALA TRADING AND HOLDINGS LTD

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SUJALA TRADING AND HOLDINGS LTD** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, **SUJALA TRADING AND HOLDINGS LTD**, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016, has 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 **SUJALA TRADING AND HOLDINGS LTD** for the financial year ended on 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

